Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 185, 312, 518, and 803 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The Annual Report of Holding Companies must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOPI/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

Name of the Holding Company Director and Official
CFO / VP

attest that the Annual Report of Holding Companies (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official
04/02/2019

Date of Signature

For holding companies not registered with the SEC—Indicate status of Annual Report to Shareholders:

☑ is included with the FR Y-6 report
☐ will be sent under separate cover
☐ is not prepared

For Federal Reserve Bank Use Only

RSSID ID
C.I.

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2018

Month / Day / Year
549300KN09C1BXSCMB85

Reporte’s Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporte’s Name, Street, and Mailing Address

Maple Leaf Financial, Inc.

Legal Title of Holding Company

10800 Kinsman Road

(Mailing Address of the Holding Company) Street / P.O. Box

Newbury OH 44065

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jean B. Edwards

CFO / VP

Name Title

440-564-9441 x107

Area Code / Phone Number / Extension

440-564-9185

Area Code / FAX Number

jedwards@geaugasavings.com

E-mail Address

Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? ☐ 0 ☐ 1=Yes

In accordance with the General Instructions for this report (check only one):

☐ a letter justifying this request is being provided along with the report

☐ a letter justifying this request has been provided separately

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential".

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.
Maple Leaf Financial, Inc.

FR Y-6
Annual Report of Holding Companies
Fiscal year ending December 31, 2018

Report Item:

1. The savings and loan holding company prepares an annual report for its shareholders and is not registered with the SEC. The 2018 annual report is enclosed.

2a. Organizational Chart

LEI is N/A unless noted

2b. REVISED 8/14/2019 — Branch Information is included in the Report.
Reconciliation and Verification Steps
1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the Effective Date column.

Actions
- **OK**: If the branch information is correct, enter "OK" in the Data Action column.
- **Change**: If the branch information is incorrect or incomplete, rework the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.
- **Close**: If a branch listed was sold or closed, enter "Close" in the Data Action column and the sale or closure date in the Effective Date column.
- **Delete**: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.
- **Add**: If a reportable branch is missing, insert a row, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure
When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.

If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:
- To satisfy the FR Y-10 reporting requirements, you must also submit the FR Y-10 Domestic Branch Schedule for each branch with a Data Action of Change, Close, Delete, or Add.
- The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - https://y10online.federalreserve.gov.

Data Action | Effective Date | Branch Service Type | Branch ID, RSSID* | Popular Name | Street Address | City | State | Zip Code | County | Country | FDIC URNRIUM* | Office Number* | Head Office | Head Office ID, RSSID* | Comments
--- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | ---
OK | | Full Service (head office) | 2911725 | GEAUSA SAVINGS BANK | 10000 KINGMAN | NEWBURY | CA | 49905-6605 | GEAUSA | UNITED STATES | Not Required | Not Required | GEAUSA SAVINGS BANK | 2911725 | 
OK | | Full Service | 3211016 | BEACHWOOD BRANCH GEAUSA SAVINGS BANK | 24755 CHAGRIN BOULEVARD SUITE 100 | BEACHWOOD | OH | 44122-5889 | CUYAHOGA | UNITED STATES | Not Required | Not Required | GEAUSA SAVINGS BANK | 2911725 | 

* FDIC URNRIUM, Office Number, and ID, RSSID columns are for reference only. Verification of these values is not required.
### Report Item 3: Securities Holders

**Instructions:** Please complete all items in red, in addition to including all applicable securities holders for items 1 and 2 for each holding company in your organization. If there are none for either item, please include "None" or "N/A.

**Data Entry Tip:** If you would like to add a line break within an individual cell, select Alt + Enter at the space where you would like the line break.

Institution's Note: If you would like to include a note, please add it here.

<table>
<thead>
<tr>
<th>3(a)</th>
<th>3(b)</th>
<th>3(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Item</td>
<td>Number and Percentage of Each Class of Voting Securities (Please include type of security)</td>
<td>Number and Percentage of Each Class of Voting Securities (Please include type of security)</td>
</tr>
<tr>
<td>Name, City, State, Country</td>
<td>(a) Name, City, State, Country</td>
<td>(b) Name, City, State, Country</td>
</tr>
<tr>
<td>Howard Amster, Beachwood, Ohio</td>
<td>USA</td>
<td>17,122.95 shs Common Stock 27.92%</td>
</tr>
<tr>
<td>William Costaras, Beachwood, Ohio</td>
<td>USA</td>
<td>5,813.32 shs Common Stock 13.06%</td>
</tr>
<tr>
<td>Tamra Gould, Beachwood, Ohio</td>
<td>USA</td>
<td>3,723.34 shs Common Stock 6.07%</td>
</tr>
<tr>
<td>Robert Kanner, Cleveland Heights, Ohio</td>
<td>USA</td>
<td>5,192.89 shs Common Stock 8.47%</td>
</tr>
<tr>
<td>Betty Kimbrew, Chardon, Ohio</td>
<td>USA</td>
<td>4,241.32 shs Common Stock 6.52%</td>
</tr>
<tr>
<td>Thornapple River Capital, Grand Rapids, Michigan</td>
<td>USA</td>
<td>4,634.00 shs Common Stock 7.90%</td>
</tr>
</tbody>
</table>

*We are reporting percentage of ownership in terms of votes. We have 2 classes of stock with different numbers of votes. Class A is 1 vote per share and Class B is 20 votes per share.*
<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>(2) Principal Occupation if other than with Holding Company</th>
<th>(3)(a) Title &amp; Position with Subsidiaries (Include names of subsidiaries)</th>
<th>(3)(b) Title &amp; Position with Other Companies (include names of other companies)</th>
<th>(4)(a) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)</th>
<th>(4)(b) Percentage of Voting Shares in Holding Company</th>
<th>(4)(c) List Names of Other Companies (includes partnerships) if 25% or more of Voting Securities are Held (list names of companies and percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Howard Amster, Beachwood, Ohio, USA</td>
<td>Financial Consultant, McDonald Partners, LLC (securities brokerage) and private securities and real estate investor</td>
<td>Director</td>
<td>Director; Geauga Savings Bank</td>
<td>Financial Consultant, McDonald Partners, LLC (securities brokerage) and private securities and real estate investor</td>
<td>27.92%</td>
<td>none</td>
</tr>
<tr>
<td>Robert M. Bloom, Chesterland, Ohio, USA</td>
<td>President of Bloom Brothers Supply, (retail appliance, hardware and building materials dealer)</td>
<td>Director</td>
<td>Director; Geauga Savings Bank</td>
<td>President of Bloom Brothers Supply, (retail appliance, hardware and building materials dealer)</td>
<td>1.38%</td>
<td>none</td>
</tr>
<tr>
<td>Cosmo Bordonaro, Cleveland, Ohio, USA</td>
<td>Owner of Miles Bi-Rite (retail grocery store)</td>
<td>Director</td>
<td>Director; Geauga Savings Bank</td>
<td>Owner of Miles Bi-Rite (retail grocery store)</td>
<td>2.51%</td>
<td>none</td>
</tr>
<tr>
<td>William Costaras, Beachwood, Ohio, USA</td>
<td>Financial Consultant, McDonald Partners, LLC (securities brokerage) and private securities and real estate investor</td>
<td>Director</td>
<td>Director; Geauga Savings Bank</td>
<td>Financial Consultant, McDonald Partners, LLC (securities brokerage) and private securities and real estate investor</td>
<td>13.00%</td>
<td>none</td>
</tr>
<tr>
<td>James E. Kleinfeiler, Newbury, Ohio, USA</td>
<td>None</td>
<td>Director; President and Chief Executive Officer of Maple Leaf Financial</td>
<td>Director; President and Chief Executive Officer of Geauga Savings Bank</td>
<td>none</td>
<td>1.00%</td>
<td>none</td>
</tr>
<tr>
<td>Dennis E. Prots, Chardon, Ohio, USA</td>
<td>Retired</td>
<td>Director</td>
<td>Director; Geauga Savings Bank</td>
<td>none</td>
<td>0.91%</td>
<td>none</td>
</tr>
<tr>
<td>Dell R. Duncan, Beachwood, Ohio, USA</td>
<td>None</td>
<td>Executive Vice President</td>
<td>Executive Vice President, Geauga Savings Bank</td>
<td>none</td>
<td>0.30%</td>
<td>none</td>
</tr>
<tr>
<td>H. Stewart Fitz Gibbon III, Newbury, Ohio, USA</td>
<td>None</td>
<td>Executive Vice President</td>
<td>Executive Vice President, Geauga Savings Bank</td>
<td>none</td>
<td>0.00%</td>
<td>none</td>
</tr>
<tr>
<td>Robert L. Breslow, Newbury, Ohio, USA</td>
<td>None</td>
<td>EVP, CFO, Treasurer</td>
<td>EVP, CFO, Treasurer Geauga Savings Bank</td>
<td>none</td>
<td>0.10%</td>
<td>none</td>
</tr>
</tbody>
</table>
Maple Leaf Financial, Inc.

EXHIBIT I

Private or Public Companies with an interest exceeding 25% as of December 31, 2018

Mr. Howard Amster

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Ownership Details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Amster Trading Company</td>
<td>100% owned by Mr. Amster</td>
</tr>
<tr>
<td>23811 Chagrin Blvd., #200</td>
<td></td>
</tr>
<tr>
<td>Beachwood, OH  44122-5525</td>
<td></td>
</tr>
<tr>
<td>Horizon Group Properties</td>
<td>100% owned by Mr. Amster</td>
</tr>
<tr>
<td>6250 North River Road, Suite 1040</td>
<td></td>
</tr>
<tr>
<td>Rosemont, IL  60018-4247</td>
<td></td>
</tr>
<tr>
<td>Pleasant Lake Apts., Corporation</td>
<td>100% owned by Mr. Amster</td>
</tr>
<tr>
<td>23811 Chagrin Blvd., #200</td>
<td></td>
</tr>
<tr>
<td>Beachwood, OH  44122-5525</td>
<td></td>
</tr>
<tr>
<td>Pleasant Lake Apts., LTD Partnership</td>
<td>99% owned by Mr. Amster</td>
</tr>
<tr>
<td>6940 South Edgerton Road</td>
<td>1% owned by Pleasant Lake Apts., Corp.</td>
</tr>
<tr>
<td>Brecksville, OH  44141-3184</td>
<td></td>
</tr>
<tr>
<td>Timber Ridge of Westlake LTD</td>
<td>80% owned by Mr. Amster</td>
</tr>
<tr>
<td>6940 South Edgerton Road</td>
<td>20% owned by Pleasant Lake Apts., Corp.</td>
</tr>
<tr>
<td>Brecksville, OH  44141</td>
<td></td>
</tr>
</tbody>
</table>

Mr. Amster has an interest exceeding 25% in the following entities through holdings by Pleasant Lake Apts., LTD Partnership

- Daleville Somerset Tulare Outlet Center LP
- HGP Investments LLC
- Laughlin Holdings LLC
- Magnolia Bluff Factory Shops LP
- Medford Holdings LLC
- Monroe Outlet Center LLC
- Pleasant Lake Apartments
- Tulare Outlet Center LP
- Warrenton Holdings LLC

All locations in Beachwood, Ohio