



Board of Governors of the Federal Reserve System



# 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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

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.

I, Robert J. Main

Name of the Holding Company Director and Official

Secretary

Title of the Holding Company Director and Official

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

02/26/2016

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**

RSSD ID  
 C.I.

2389978

**Date of Report** (top-tier holding company's fiscal year-end):

December 31, 2015

Month / Day / Year

NONE

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Bay Port Financial Corporation

Legal Title of Holding Company

9840 Main Street

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

Bay Port

MI

48720

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Teresa Snider

Asst. Secretary/Treasurer

Name

Title

989-656-2231

Area Code / Phone Number / Extension

989-656-2101

Area Code / FAX Number

tsnider@bayportstatebank.com

E-mail Address

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

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

**Form FR Y-6**  
**Bay Port Financial Corporation**  
**Bay Port, Michigan**  
**Fiscal Year Ending December 31, 2015**

Report Item

1: The BHC does prepare an annual report for its shareholders and is not registered with the SEC.  
Two copies of the annual report are included.

2a: Organizational Chart

BAY PORT FINANCIAL  
CORPORATION  
Bay Port, Michigan  
USA  
Incorporated in Michigan  
LEI: None

**100.00%**

Bay Port State Bank  
Bay Port, Michigan  
USA  
Incorporated in Michigan  
LEI: None

**FORM FR Y-6**  
**BAY PORT FINANCIAL CORPORATION**  
**Bay Port, Michigan**  
**Fiscal Year Ending December 31, 2015**

2b: sent via e-mail on 2/5/2015

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*
ok		Full Service (Head Office)	961446	BAY PORT STATE BANK	9840 MAIN ST	BAY PORT	MI	48720	HURON	UNITED STATES	9872	0	BAY PORT STATE BANK	961446
ok		Full Service	2402336	BAD AXE BRANCH	796 NORTH VANDYKE	BAD AXE	MI	48413	HURON	UNITED STATES	234579	2	BAY PORT STATE BANK	961446
ok		Full Service	2097602	PIGEON BRANCH	ONE SOUTH CASEVILLE ROAD	PIGEON	MI	48755	HURON	UNITED STATES	234578	1	BAY PORT STATE BANK	961446

**Form FR Y-6**  
**BAY PORT FINANCIAL CORPORATION**  
**Pigeon, Michigan**  
Fiscal Year Ending December 31, 2015

**Report Item 3: Shareholders**  
(1a) (1b) (1c) (2a) (2b) (2c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year end.			Shareholders not listed in 3 (1a) through 3 (1c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year.		
(1a) Name & Address (City, State, Country)	(1b) Country of Citizenship or Incorporation	(1c) Number and Percentage of Each Class of Voting Securities	(2a) Name & Address (City, State, Country)	(2b) Country of Citizenship or Corporation	(2c) Number and Percentage of Each Class of Voting Securities
4 E Group Pigeon, MI, USA	USA	14,841 - 18.57% Common Stock*	NONE		
Agri Valley Comm. Pigeon, MI, USA	USA	125- .16% Common Stock*			
En Comm Partnership Pigeon, MI, USA	USA	775-.97% Common Stock*			
Edwin H Eichler Pigeon, MI, USA	USA	25,394 -31.78% Common Stock			
Neal B. Eichler Pigeon, MI, USA	USA	18,140 -22.70% Common Stock			
David J. Anderson Bay Port, MI, USA	USA	4,180 -5.23% Common Stock			
*Edwin H Eichler and Neal B. Eichler voting partners					

**Form FR Y-6**  
**BAY PORT FINANCIAL CORPORATION**  
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders  
(1) (2) (3a) (3b) (3c) and (4a) (4b) (4c)

(1) Names & Address (City, State, Country)	(2) Principal Occupation If other than with Bank Holding Company	(3a) Title & Position with Bank Holding Company	(3b) Title & Position with Subsidiaries (Including names of subsidiaries)	(3c) Title & Position with other Businesses (Including names of other Businesses)	(4a) Percentage of Voting Shares in BHC	(4b) Percentage of Voting Shares in Subsidiaries (Including names of subsidiaries)	(4c) List names of other companies (Includes partner- ships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
Edwin H Eichler Pigeon, MI	Communications Executive	President, Director, Chairman & CEO	CEO, Director, Chairman (Bay Port State Bank)	Agri-Valley President, EN-Comm Partnership 4E Group Partnership 15 Main Pres./CEO Pigeon River Merc.Sec/Treas Whipple Tree Holdings LLC- Banner Grp LLC Graywood Holdings LLC	31.78%	None	Agr-Valley 18% En-Comm 50% 4E Group 50% 15 Main 50% Pigeon River Merc. 45% Whipple Tree Holding LLC-24% Banner Grp LLC Partner-20% Graywood Holdings LLC 50%
Robert J Main Pigeon, MI	Banker	Director & Secretary	President, COO & Director (Bay Port State Bank)	N/A	0.31%	None	N/A
David J Anderson Bay Port, MI	Retired Insurance Agent Executive	Director & Treasurer	Director (Bay Port State Bank)	N/A	5.23%	None	N/A
Neal B. Eichler Pigeon, MI	Communications Executive	Director & Vice President	Director (Bay Port State Bank)	Agri-Valley VP EN-Comm Partnership 4E Group Partnership 15 Main VP Whipple Tree Holdings LLC	22.70%	None	Agr-Valley 16% En-Comm 50% 4E Group 25% 15 Main 50% Whipple Tree Holdings LLC-15%
Dr. Scott Reiter Bay Port, MI, USA	Doctor	Director	Director	N/A	0.19%	None	N/A

**Form FR Y-6**  
**BAY PORT FINANCIAL CORPORATION**  
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders-Continued  
(1) (2) (3a) (3b) (3c) and (4a) (4b) (4c)

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3a) Title & Position with Bank Holding Company	(3b) Title & Position with Subsidiaries (Including names of subsidiaries)	(3c) Title & Position with other Businesses (Including names of other Businesses)	(4a) Percentage of Voting Shares in BHC	(4b) Percentage of Voting Shares in Subsidiaries (Including names of subsidiaries)	(4c) List names of other companies (includes partner- ships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
Leasly F. Schaper Pigeon, MI USA	Farmer	Director	Director	N/A	0.49%	None	N/A
Helen J. Wiley Kinde, MI USA	Restraunt Owner	Director	Director	N/A	0.64%	None	Wiley Coyole Corp.-owner
Thomas P. Ziel Pigeon, MI USA	Farmer	Director	Director	N/A	0.28%	None	L&T Ziel Farms LLC-owner
Teresa R. Snider Bay Port, MI USA	Banker	Asst. Sec./Treas.	EVP Operation	N/A	0.04%	None	N/A
4 E Group Pigeon, MI, USA	N/A	N/A	N/A	N/A	18.57%	None	N/A
Agri Valley Comm. Pigeon, MI, USA	N/A	N/A	N/A	N/A	.16%*	None	N/A
En Comm Partnership Pigeon, MI, USA	N/A	N/A	N/A	N/A	.97%*	None	N/A

\*Edwin H Eichler and Neal B Eichler voting partners