



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.

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

December 31, 2015

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Capac Bancorp, Inc.

Legal Title of Holding Company

206 N. Main St.

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

Capac MI 48014

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Michael G. Boushelle Treasurer

Name Title

810 395-1103

Area Code / Phone Number / Extension

810395-7343

Area Code / FAX Number

mboushelle@sbbank.com

E-mail Address

N/A

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

I. Michael J. Burke Jr.

Name of the Holding Company Director and Official

Director

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

03/30/2016

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.

1248603

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

Capac Bancorp, Inc.

206 N. Main

Capac, MI

Incorporated in the State of Michigan

LEI: N/A

CSB Bank

100%

Capac, MI

Incorporated in the State of Michigan

LEI: N/A

Results: A list of branches for your holding company: CAPAC BANCORP, INC. (1248603) of CAPAC, MI.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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, revise the data, enter 'Change' in the **Data Action** column and the date when this information fi

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, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the

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 FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address
OK		Full Service (Head Office)	614340	CSB BANK	206 NORTH MAIN STREET
OK		Full Service	4315533	5515 VAN DYKE OFFICE	5515 VAN DYKE
OK		Full Service	2529354	72890 NORTH AVENUE OFFICE	72890 NORTH AVENUE
OK		Full Service	2877103	3177 MAIN STREET OFFICE	3177 MAIN STREET
OK		Full Service	2228778	148 NORTH ALMONT AVENUE OFFICE	148 NORTH ALMONT AVENUE
OK		Full Service	2296124	81111 MAIN STREET OFFICE	81111 MAIN STREET
OK		Full Service	2122764	3 NORTH MAIN STREET OFFICE	3 NORTH MAIN STREET

rst became valid in the **Effective Date** column.

Effective Date column.

, Delete, or Add.

City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
CAPAC	MI	48014	ST CLAIR	UNITED STATES	9085	0	CSB BANK	614340	
ALMONT	MI	48003	LAPEER	UNITED STATES	484901	7	CSB BANK	614340	
ARMADA	MI	48005	MACOMB	UNITED STATES	231660	3	CSB BANK	614340	
EMMETT	MI	48022	ST CLAIR	UNITED STATES	231661	4	CSB BANK	614340	
IMLAY CITY	MI	48444	LAPEER	UNITED STATES	231659	2	CSB BANK	614340	
MEMPHIS	MI	48041	ST CLAIR	UNITED STATES	187462	5	CSB BANK	614340	
YALE	MI	48097-104	ST CLAIR	UNITED STATES	187456	6	CSB BANK	614340	

Item 3(1) Shareholders

Capac Bancorp, Inc

The following is a list of all shareholders who own or hold power to vote more than 5% common stock

Janet Palmateer Trustee for
Richard Palmateer Trust 20,743 shares
Janet Palmateer Trust 20,744 shares
Allenton, MI 48002

Total Holdings 5.60%

Item 3(2) Shareholders

N/A

Item 4 (Insiders)

Name/Title		Address	Shares--Percentage	Other Business Company Director Partner, etc	Other Business Company % of voting securities
Gregory McConnell, Director	Director	Capac, MI USA	11432 1.5%	State Farm	none
Michael J. Burke, Jr President, Director		Lapeer, MI USA	552 -.007%	none	none
Harld Burns, Director	Director	Memphis, MI USA	826 -.01%	UHY Advisors	none
Daniel Duncan, Director	Director	Richmond Twp, MI USA	2,485 - .33%	Armada Agency/LLC Duncan Insurance Sheldon, Capac & St Clair	none
Scot Sheldon, Director	Director	Yale, MI USA	1,432 - .20%	Pharmacies	none
Ron Tosch, Director	Director	Capac, MI USA	4,174 - .56%	Tosch Equipment Co.	none
Michelle Wendling, Director	Director	Wales, MI USA	300 - .004%	PepsiCo	
Michael G. Boushelle SVP/CFO	VP/Treasurer	Armada, MI USA	174 - .002%	none	none
Joseph G. Worden EVP/COO	N/A	Allenton, MI USA	525 - .007%	none	none
Robert Funk	EVP/CLO N/A	Port Huron, MI USA	100 - .001%	none	none
Janie Redlawski, Secretary to the Board	AVP Secretary	Almont, MI USA	372 - .005%	none	none