



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, Paul Zogas
Name of the Holding Company Director and Official
President and Chairman of the Board
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.

Paul Zogas
Signature of Holding Company Director and Official
09/11/2015
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 2693992
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
June 30, 2015
Month / Day / Year
None

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

Reporter's Name, Street, and Mailing Address
Midland Capital Holdings Corporation
Legal Title of Holding Company
8929 S. Harlem Avenue
(Mailing Address of the Holding Company) Street / P.O. Box
Bridgeview IL 60455
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Paul Zogas President
Name Title
708-598-9400 6225
Area Code / Phone Number / Extension
708-598-5445
Area Code / FAX Number
pzogas@midlandfederal.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:

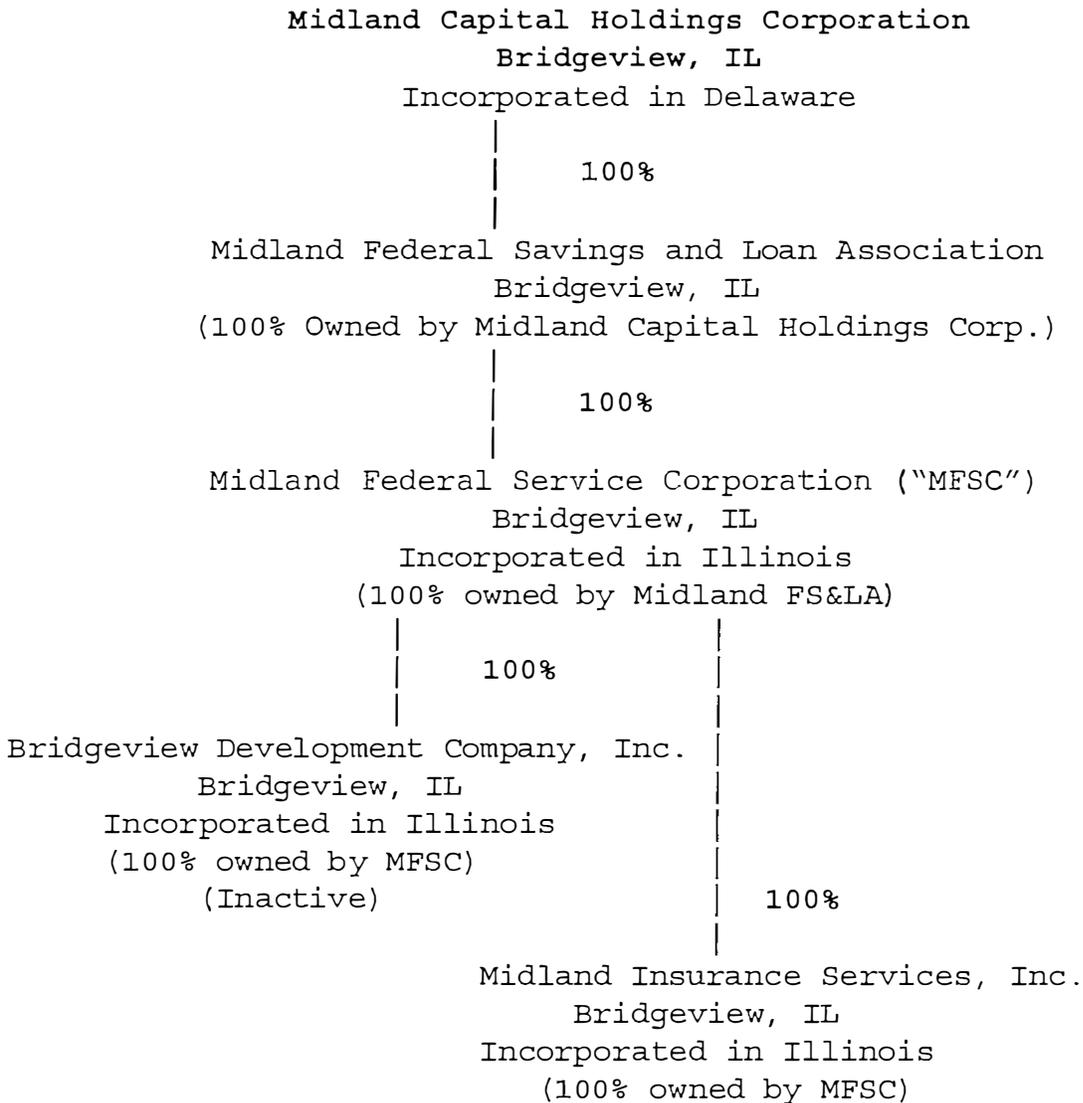
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which *confidential treatment* is sought is being submitted separately labeled "Confidential."
 No

MIDLAND CAPITAL HOLDINGS CORPORATION
Bridgeview, Illinois
Fiscal Year Ended June 30, 2015

Report Item

1: The savings and loan holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the responsible Reserve Bank, two copies are enclosed.

2a: Organizational Chart



2b: Domestic branch listing provided to the Federal Reserve Bank.

Results: A list of branches for your holding company: **MIDLAND CAPITAL HOLDINGS CORPORATION (2693992) of BRIDGEVIEW, IL**. The data are as of **06/30/2015**. Data reflects information that was received and processed through **07/06/2015**.

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 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, add the branch data, 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 FR Y-10 Domestic Branch Schedules 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>.

* 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	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK	6/30/2015	Full Service (Head Office)	820477	MIDLAND FEDERAL SAVINGS AND LOAN ASSOCIATION	8929 SOUTH HARLEM AVENUE	BRIDGEVIEW	IL	60455-000	COOK	UNITED STATES	42814	0	MIDLAND FEDERAL SAVINGS AND LOAN ASSOCIATION	820477	
OK	6/30/2015	Full Service	4152523	BRIGHTON PARK BRANCH	4040 SOUTH ARCHER AVENUE	CHICAGO	IL	60632	COOK	UNITED STATES	278066	1	MIDLAND FEDERAL SAVINGS AND LOAN ASSOCIATION	820477	
OK	6/30/2015	Full Service	4152541	MARQUETTE PARK BRANCH	2657 WEST 69TH STREET	CHICAGO	IL	60629	COOK	UNITED STATES	278067	3	MIDLAND FEDERAL SAVINGS AND LOAN ASSOCIATION	820477	
OK	6/30/2015	Full Service	4152532	HOMER TOWNSHIP BRANCH	15732 SOUTH BELL ROAD	HOMER GLEN	IL	60491	WILL	UNITED STATES	518690	4	MIDLAND FEDERAL SAVINGS AND LOAN ASSOCIATION	820477	

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Midland Capital Holdings Corporation
 Bridgeview, Illinois
 Fiscal Year Ending June 30, 2015

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote <u>as-of</u> fiscal year end.			Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote <u>during</u> the fiscal year.		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Paul Zogas Hinsdale, IL, USA	USA	107,907 - 28.96% Commons Stock	NONE.		
Charles Zogas Oak Brook, IL, USA	USA	87,987 - 23.61% Commons Stock			

Midland Capital Holdings Corporation
Bridgeview, Illinois
Fiscal Year Ending June 30, 2015

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

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in Holding Company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	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)
Paul Zogas Hinsdale, IL, USA	N/A	President, CEO, CFO, Director & Chairman	President, CEO, CFO, Director & Chairman, Midland Federal Savings & Loan Association	N/A	28.96%	None	N/A
Charles Zogas Oak Brook, IL, USA	N/A	Executive Vice President, Secretary, Director	Executive Vice President, Secretary, Director, Midland Federal Savings & Loan Association	N/A	23.61%	None	N/A
Michael Kukanza Highland Park, IL, USA	Private Investor	Director	Director, Midland Federal Savings & Loan Association	N/A	3.15%	None	N/A
Jonas Vaznelis Beverly Shores, IN, USA	Retired	Director	Director, Midland Federal Savings & Loan Association	N/A	1.05%	None	N/A
Sigitas Vaznelis Lemont, IL, USA	Professional Engineer	Director	Director, Midland Federal Savings & Loan Association	President, Morris Engineering, Inc., Lisle, IL, USA	0.06%	None	Morris Engineering, Inc. 100%