



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

549300K28YONZY26WB76

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

I, Kevin Nelson

Name of the Holding Company Director and Official

President & CEO

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Northstar Financial Group, Inc.

Legal Title of Holding Company

175 Thompson Rd., Suite B

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

Bad Axe

MI

48413

City

State

Zip Code

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.

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Becky Talaski

Administrative Officer

Name

Title

989-269-3749

Area Code / Phone Number / Extension

989-269-3779

Area Code / FAX Number

beckyt@teamnfgi.com

E-mail Address

Signature of Holding Company Director and Official

3/15/2016

Date of Signature

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

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

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."

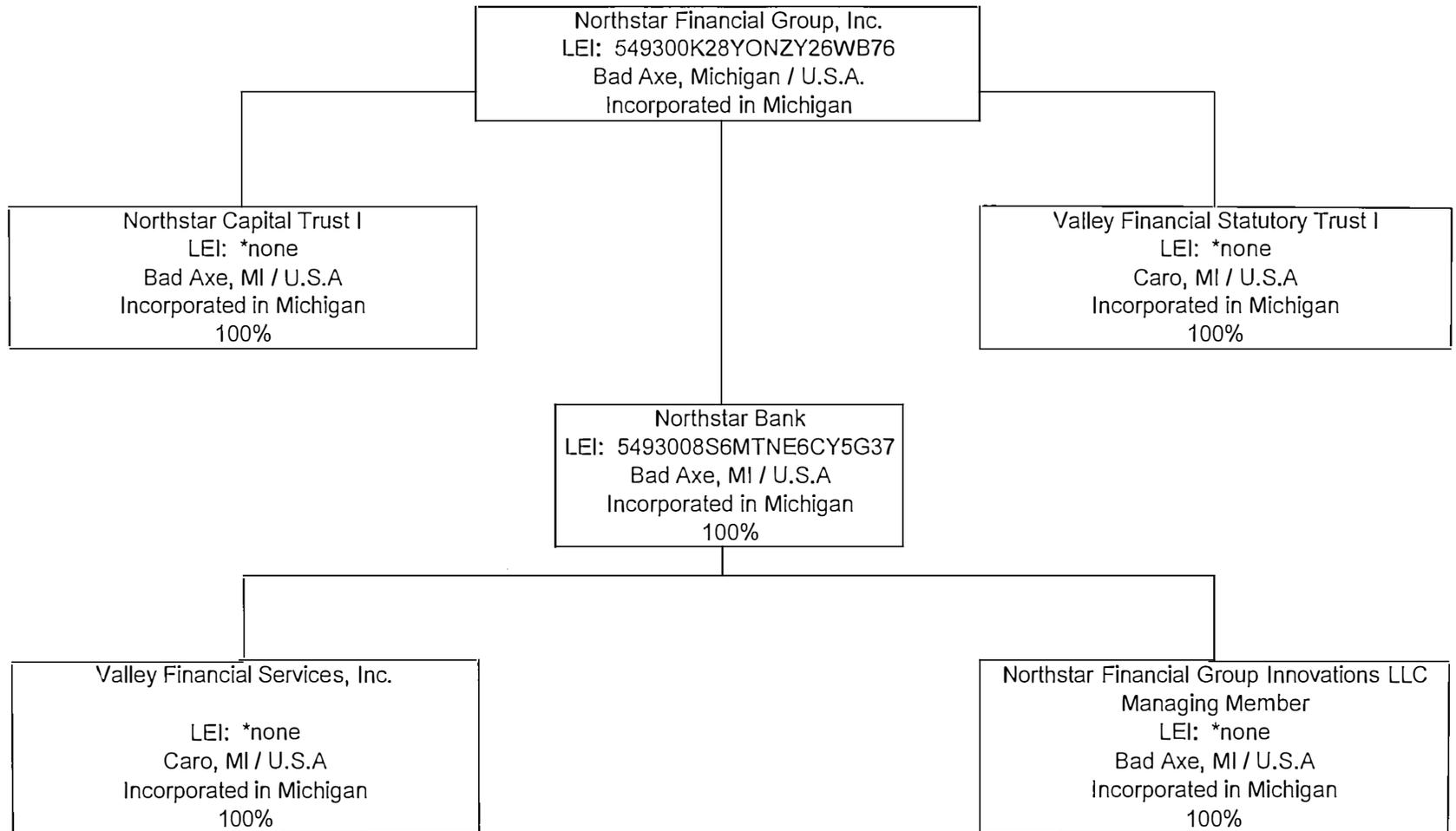
No

For Federal Reserve Bank Use Only

RSSD ID 2958990
 C.I. _____

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 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.

Northstar Financial Group, Inc.
Bad Axe, Michigan
Fiscal Year Ending December 31, 2015



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		Full Service (Head Office)	2958972	NORTHSTAR BANK	833 SOUTH VAN DYKE	BAD AXE	MI	48413	HURON	UNITED STATES	357498	0	NORTHSTAR BANK	2958972	
ok		Full Service	2425867	3559 MAIN STREET BRANCH	3559 MAIN STREET	AKRON	MI	48701	TUSCOLA	UNITED STATES	189867	3	NORTHSTAR BANK	2958972	
ok		Full Service	3528701	ALGONAC BRANCH	900 POINTE TREMBLE ROAD	ALGONAC	MI	48001	ST CLAIR	UNITED STATES	418709	6	NORTHSTAR BANK	2958972	
ok		Full Service	4590237	ANN ARBOR BRANCH	2800 SOUTH STATE STREET, SUITE 110	ANN ARBOR	MI	48104	WASHTENAW	UNITED STATES	Not Required	Not Required	NORTHSTAR BANK	2958972	
ok		Full Service	570848	CARO BRANCH	1100 EAST CARO ROAD	CARO	MI	48723	TUSCOLA	UNITED STATES	1038	2	NORTHSTAR BANK	2958972	
ok		Full Service	3528710	LENOX BRANCH	66550 GRATIOT AVENUE	NEW HAVEN	MI	48050	MACOMB	UNITED STATES	429726	7	NORTHSTAR BANK	2958972	
ok		Full Service	2347820	PIGEON BRANCH	7611 PIGEON RD	PIGEON	MI	48755	HURON	UNITED STATES	189868	4	NORTHSTAR BANK	2958972	
ok		Full Service	4590228	PORT HURON BRANCH	503 ANDREW MURPHY AVENUE	PORT HURON	MI	48060	ST CLAIR	UNITED STATES	Not Required	Not Required	NORTHSTAR BANK	2958972	
ok		Full Service	3048982	1960 FRED MOORE HIGHWAY BRANCH	1960 FRED MOORE HIGHWAY	SAINTCLAIR	MI	48079	ST CLAIR	UNITED STATES	359960	5	NORTHSTAR BANK	2958972	
ok		Full Service	4844912	SANDUSKY OFFICE	665 SOUTH SANDUSKY ROAD, SUITE 3	SANDUSKY	MI	48471	SANILAC	UNITED STATES	Not Required	Not Required	NORTHSTAR BANK	2958972	
ok		Full Service	4878243	UBLY BRANCH	4495 GARFIELD STREET	UBLY	MI	48475	HURON	UNITED STATES	Not Required	Not Required	NORTHSTAR BANK	2958972	

Common Stock						
Par Value:	No Par					
Class A Voting Common Shares	600,000					
Class B Non-voting Common Shares	25,000					
Total Shares Authorized:	625,000					
Total Shares Outstanding:	252,164					
Total # of Shareholders:	119					
Name	Shares Held individually	Family total	% of Total Shares	Family total	Address	Country of Citizenship
1 Roberts 2012 Family Trust, Lynette Drake Trustee	47,165		18.7041%		Ugly, MI / USA	USA
2 Ryan Roberts Trust	7,011		2.7803%			
3 Roberts, Jeffrey	7,011		2.7803%			
4 Drake, Lynette	7,010		2.7799%			
5 Drake, Austin	303		0.1202%			
6 Drake, Hanna	303		0.1202%			
7 Roberts, Sarah	303		0.1202%			
8 Roberts, McKenna	303		0.1202%			
9 Roberts, Rachel	303	69,712	0.1202%	27.6456%		
10 Peplinski 2012 Family Trust, Jerry Peplinski Trustee	42,320		16.7827%		Ugly, MI / USA	USA
11 Peplinski, Frank A.	4,207		1.6684%			
12 Peplinski, David	4,207		1.6684%			
13 Peplinski, Terry	4,206		1.6680%			
14 Peplinski, Jerry	4,206		1.6680%			
15 Watchowski, Lynda	4,206		1.6680%			
16 Peplinski, Riley	636		0.2522%			
17 Peplinski, Kinsey	636		0.2522%			
18 Peplinski, Madelyn	636		0.2522%			
19 Peplinski, Sarah	636		0.2522%			
20 Peplinski, Lauren	636		0.2522%			
21 Peplinski, Kyle	636		0.2522%			
22 Stomack, Crystal	636		0.2522%			
23 Peplinski, Nicole	636		0.2522%			
24 Watchowski, Brandon	636		0.2522%			
25 Watchowski, Jonathan	636	69,712	0.2522%	27.6455%		
26 Jerry Rochefort	2,417		0.9585%			
27 Rochefort Family Northstar 2015 Trust f/b/o Jerry Rochefort	1,949		0.7729%			
28 Melissa Herman	616		0.2443%			
29 Rochefort Family Northstar 2015 Trust f/b/o Melissa Herman	650		0.2578%			
30 Jeffrey L. Rochefort	616		0.2443%			
31 Rochefort Family Northstar 2015 Trust f/b/o Jeffrey L. Rochefort	650		0.2578%			
32 Jill Miller	616		0.2443%			
33 Rochefort Family Northstar 2015 Trust f/b/o Jill Miller	650		0.2578%			
34 Jeffrey Rochefort	2,417		0.9585%			
35 Rochefort Family Northstar 2015 Trust f/b/o Jeffrey D. Rochefort	1,949		0.7729%			
36 Jaclyn Rochefort	616		0.2443%			
37 Rochefort Family Northstar 2015 Trust f/b/o Jaclyn Rochefort	650		0.2578%			
38 Hunter Rochefort	616		0.2443%			
39 Rochefort Family Northstar 2015 Trust f/b/o Hunter Rochefort	650		0.2578%			
40 Samantha Rochefort 2015 Northstar Irrevocable Trust dated July 9,	616		0.2443%			
41 Rochefort Family Northstar 2015 Trust f/b/o Samantha Rochefort	650		0.2578%			
42 Cindy McBride	2,418		0.9589%			
43 Rochefort Family Northstar 2015 Trust f/b/o Cindy McBride	1,949		0.7729%			
44 Andrea Meinhold	616		0.2443%			
45 Rochefort Family Northstar 2015 Trust f/b/o Andrea Meinhold	650		0.2578%			
46 Megan McBride	616		0.2443%			
47 Rochefort Family Northstar 2015 Trust f/b/o Megan McBride	650		0.2578%			
48 Rebecca Couet	616		0.2443%			
49 Rochefort Family Northstar 2015 Trust f/b/o Rebecca Couet	650		0.2578%			
50 Lori Trepkowski	2,418		0.9589%			
51 Rochefort Family Northstar 2015 Trust f/b/o Lori Trepkowski	1,949		0.7729%			
52 Michael Eskau	616		0.2443%			
53 Rochefort Family Northstar 2015 Trust f/b/o Michael Eskau	650		0.2578%			
54 Raymond Robert Eskau	616		0.2443%			
55 Rochefort Family Northstar 2015 Trust f/b/o Raymond Eskau	650		0.2578%			
56 Zachary Eskau	616		0.2443%			
57 Rochefort Family Northstar 2015 Trust f/b/o Zachary Eskau	650	32,658	0.2578%	12.9516%		

Total # of Shareholders: 119						
Name	Shares Held individually	Family total	% of Total Shares	Family total	Address	Country of Citizenship
58 Shuart, Clark K.	3,329		1.3202%			
59 Shuart, Rhonda	1,981		0.7856%			
60 Gretzinger, Kim	1,982		0.7860%			
61 Heidenreich, Heidi	1,982		0.7860%			
62 Shuart, Holly L.	1,981		0.7856%			
63 Shuart, Ben	1,981		0.7856%			
64 Sturm, Jill	1,981		0.7856%			
65 Quinn, Shari	1,981		0.7856%			
66 Shuart, Clark J.	1,981		0.7856%			
67 Buchholz, Erin	443		0.1757%			
68 Badger, Adrienne	443		0.1757%			
69 Shuart, Clark	443		0.1757%			
70 Shuart, Brett	443		0.1757%			
71 Shuart, Elizabeth	443		0.1757%			
72 Quinn, Emily	443		0.1757%			
73 Quinn, Naomi	443		0.1757%			
74 Quinn, Jesse	443		0.1757%			
75 Gretzinger, Ben	443		0.1757%			
76 Gretzinger, Veniece	443		0.1757%			
77 Gretzinger, Natalie	443		0.1757%			
78 Gretzinger, Jillie Ann	443		0.1757%			
79 Gretzinger, Will	443		0.1757%			
80 Shuart, Molly	443		0.1757%			
81 Shuart, Max	443		0.1757%			
82 Shuart, Alex	443		0.1757%			
83 Sturm, Vien	443		0.1757%			
84 Sturm, Henri	443		0.1757%			
85 Sturm, Ellyse Holly	443		0.1757%			
86 Heidenreich, Kimberlyn	443		0.1757%			
87 Heidenreich, Rachel	443		0.1757%			
88 Heidenreich, Abigail	443		0.1757%			
89 Heidenreich, John	443		0.1757%			
90 Heidenreich, Emma	443		0.1757%			
91 Heidenreich, Luke	443		0.1757%			
92 Heidenreich, Grace	443		0.1757%			
93 Tomblin, Ruby	443		0.1757%			
94 Tomblin, Jade	443		0.1757%			
95 Tomblin, Graydon	443		0.1757%			
96 Shuart, Ava	443		0.1757%			
Shuart, Sophia	189	32,658	0.0750%	12.9518%		
97 Hyzer, David	13,510		5.3576%		Bad Axe, MI / USA	USA
98 Hurlburt, Dawn	3,497		1.3868%			
99 Buchholz, Deborah	3,497		1.3868%			
100 Smith, Dana	3,497		1.3868%			
101 Hurlburt, Matthew	787		0.3121%			
102 Hurlburt, Lauren	787		0.3121%			
103 Hurlburt, Brent	787		0.3121%			
104 Hurlburt, Jonathan	787		0.3121%			
105 Hurlburt, Michael	787		0.3121%			
106 Buchholz, Emma	787		0.3121%			
107 Buchholz, Jacob	787		0.3121%			
108 Smith, Erik	787		0.3121%			
109 Smith, Zachary	787		0.3121%			
110 Smith, Abigail	787		0.3121%			
111 Smith, Eliza J.	787	32,658	0.3121%	12.9511%		

	individually	Shares	Address	of Citizenship	Activity
Rochefort 2012 Family Trust, Jeff Rochefort Trustee	15,448	6.126%	Bad Axe, MI / USA	USA	sale of shares to trusts

Northstar Financial Group, Inc.									
As of 12/31/15									
Report Item 4									
Name	Address	Principal Occupation	Title/Position Bank Holding Co.	% owned in holding co.	Title/Position Subsidiaries	% owned in subsidiary	Other Companies	Title/Position Other Companies	% owned in other co.
Roberts 2012 Family Trust, Lynette Drake Trustee	Bad Axe, MI / USA		Shareholder	18.7041%	n/a	0.0%	n/a	n/a	n/a
Roberts, Ryan Trust	Ubyly, MI / USA		Shareholder	2.7803%	n/a	0.0%	Gemini Group, Inc.	Owner	n/a
							Echo Energy, LLC	Member	n/a
							Ubyly Industries LLC	Member	33.0%
							Mainstreet Community Bank of FL	Owner	n/a
Roberts, Jeffrey	Saginaw, MI / USA		Shareholder	2.7803%	n/a	0.0%	Gemini Group, Inc.	Owner	n/a
							Echo Energy, LLC	Member	n/a
							Ubyly Industries LLC	Member	33.0%
							Mainstreet Community Bank of FL	Owner	n/a
							Roberts Family LLC	Owner	50.0%
Drake, Lynette	Ubyly, MI / USA	Manufacturing	Shareholder, Director	2.7799%	n/a	0.0%	Gemini Group, Inc.	Chairman of the Board / Owner / President	n/a
							Echo Energy, LLC	Member	n/a
							Ubyly Industries LLC	Member	33.0%
							Mainstreet Community Bank of FL	Owner / Director	n/a
							Roberts Family LLC	Member	50.0%
Drake, Austin	Ubyly, MI / USA		Shareholder	0.1202%	n/a	0.0%	L Drake Commons LLC	Member	50.0%
Drake, Hanna	Ubyly, MI / USA		Shareholder	0.1202%	n/a	0.0%	L Drake Commons LLC	Member	50.0%
Roberts, Sarah	Saginaw, MI / USA		Shareholder	0.1202%	n/a	0.0%	J Roberts Commons LLC	Member	33.0%
Roberts, McKenna	Saginaw, MI / USA		Shareholder	0.1202%	n/a	0.0%	J Roberts Commons LLC	Member	33.0%
Roberts, Rachel	Saginaw, MI / USA		Shareholder	0.1202%	n/a	0.0%	J Roberts Commons LLC	Member	33.0%
Family total:				27.6456%					

Northstar Financial Group, Inc.									
As of 12/31/15									
Report Item 4									
Name	Address	Principal Occupation	Title/Position Bank Holding Co.	% owned in holding co.	Title/Position Subsidiaries	% owned in subsidiary	Other Companies	Title/Position Other Companies	% owned In other co.
Peplinski 2012 Family Trust, Jerry Peplinski Trustee			Shareholder	16.7827%	n/a	0.0%	n/a	n/a	n/a
Peplinski, Frank A.	Ft. Meyers, FL / USA		Shareholder	1.6684%	n/a	0.0%	Gemini Group, Inc.	Owner	n/a
							Echo Energy, LLC	Member	n/a
							Verona Industries LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
Peplinski, David A.	Uby, MI / USA		Shareholder	1.6684%	n/a	0.0%	Peplinski Family LLC	Member	n/a
							Gemini Group, Inc.	Owner	n/a
							Echo Energy, LLC	Member	n/a
							Verona Industries LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
Peplinski, Terry	Uby, MI / USA		Shareholder	1.6680%	n/a	0.0%	Peplinski Family LLC	Member	n/a
							Gemini Group, Inc.	Owner	n/a
							Echo Energy, LLC	Member	n/a
							Verona Industries LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
Peplinski, Jerry	Uby, MI / USA		Shareholder, Director	1.6680%	Northstar Bank: Director	0.0%	Peplinski Family LLC	Member	n/a
							Gemini Group, Inc.	Owner / Secretary	n/a
							Echo Energy, LLC	Member	n/a
							Verona Industries LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
Watchowski, Lynda	Uby, MI / USA		Shareholder	1.6680%	n/a	0.0%	Peplinski Family LLC	Member	n/a
							Gemini Group, Inc.	Owner	n/a
							Echo Energy, LLC	Member	n/a
							Verona Industries LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
							Peplinski Family LLC	Member	n/a
Peplinski, Riley	Ft. Meyers, FL / USA		Shareholder	0.2522%	n/a	0.0%	F Peplinski Commons LLC	Member	50.0%
Peplinski, Kinsey	Ft. Meyers, FL / USA		Shareholder	0.2522%	n/a	0.0%	F Peplinski Commons LLC	Member	50.0%
Peplinski, Madelyn	Uby, MI / USA		Shareholder	0.2522%	n/a	0.0%	J Peplinski Commons LLC	Member	50.0%
Peplinski, Sarah	Uby, MI / USA		Shareholder	0.2522%	n/a	0.0%	J Peplinski Commons LLC	Member	50.0%
Peplinski, Lauren	Uby, MI / USA		Shareholder	0.2522%	n/a	0.0%	D Peplinski Commons LLC	Member	50.0%
Peplinski, Kyle	Uby, MI / USA		Shareholder	0.2522%	n/a	0.0%	D Peplinski Commons LLC	Member	50.0%
Stomack, Crystal	Stafford, AZ / USA		Shareholder	0.2522%	n/a	0.0%	T Peplinski Commons LLC	Member	50.0%
Peplinski, Nicole	Uby, MI / USA		Shareholder	0.2522%	n/a	0.0%	T Peplinski Commons LLC	Member	50.0%
Watchowski, Brandon	Naples, FL / USA		Shareholder	0.2522%	n/a	0.0%	L Watchowski Commons LLC	Member	50.0%
Watchowski, Jonathan	Uby, MI / USA		Shareholder	0.2522%	n/a	0.0%	L Watchowski Commons LLC	Member	50.0%
Family total:				27.6455%					

Northstar Financial Group, Inc.									
As of 12/31/15									
Report Item 4									
Name	Address	Principal Occupation	Title/Position Bank Holding Co.	% owned In holding co.	Title/Position Subsidiaries	% owned In subsidiary	Other Companies	Title/Position Other Companies	% owned in other co
Rochefort 2012 Family Trust, Jeff Rochefort Trustee			Shareholder	0.000%		0.0%	n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Jerry Rochefort, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.7729%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Melissa Herman, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Jeffrey L. Rochefort, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Jill Miller, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Jeffrey D. Rochefort, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.7729%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Jaclyn Rochefort, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Hunter Rochefort, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Samantha Rochefort, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Cindy McBride, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.7729%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Andrea Meinhold, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Megan McBride, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Rebecca Couet, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Lori Trepkowski, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.7729%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Michael Eskau, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Raymond Eskau, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort Family Northstar 2015 Trust f/b/o Zachary Eskau, Jeff Rochefort, Trustee	Bad Axe, MI / USA			0.2578%			n/a	n/a	n/a
Rochefort, Jerry	Port Austin, MI / USA		Shareholder	0.9585%	n/a	0.0%	Gemini Group, Inc. Echo Energy, LLC Rochefort Energy, LLC Mainstreet Community Bank of FL J & J Rochefort LLC	Owner Member Member Owner Member	n/a n/a 25.0% n/a 50.0%
Rochefort, Jeffrey	Bad Axe, MI / USA		Shareholder, Director	0.9585%	Northstar Bank: Director	0.0%	Gemini Group, Inc. Echo Energy, LLC Rochefort Energy, LLC Mainstreet Community Bank of FL J & J Rochefort LLC	Owner / Vice President Member Member Owner Member	n/a n/a 25.0% n/a 50.0%
McBride, Cindy	Bad Axe, MI / USA		Shareholder	0.9589%	n/a	0.0%	Gemini Group, Inc. Echo Energy, LLC Rochefort Energy, LLC Mainstreet Community Bank of FL L & C Rochefort LLC	Owner Member Member Owner Member	n/a n/a 25.0% n/a 50.0%

Northstar Financial Group, Inc.									
As of 12/31/15									
Report Item 4									
Name	Address	Principal Occupation	Title/Position Bank Holding Co.	% owned In holding co.	Title/Position Subsidiaries	% owned In subsidiary	Other Companies	Title/Position Other Companies	% owned In other co
Trepkowski, Lon	Ubyly, MI / USA		Shareholder	0.9589%	n/a	0.0%	Gemini Group, Inc. Echo Energy, LLC Rocheport Energy, LLC Mainstreet Community Bank of FL L & C Rocheport LLC	Owner Member Member Owner Member	n/a n/a 25.0% n/a 50.0%
Herman, Melissa	Elkton, MI / USA		Shareholder	0.2443%	n/a	0.0%	JL Rocheport Commons LLC	Member	33.0%
Rocheport, Jeffrey L.	Port Austin, MI / USA		Shareholder	0.2443%	n/a	0.0%	JL Rocheport Commons LLC	Member	33.0%
Miller, Jill	Kinde, MI / USA		Shareholder	0.2443%	n/a	0.0%	JL Rocheport Commons LLC	Member	33.0%
Rocheport, Jaclyn	Bad Axe, MI / USA		Shareholder	0.2443%	n/a	0.0%	JD Rocheport Commons LLC	Member	33.0%
Rocheport, Hunter	Bad Axe, MI / USA		Shareholder	0.2443%	n/a	0.0%	JD Rocheport Commons LLC	Member	33.0%
Samantha Rocheport 2015 Northstar Irrevocable Trust dated July 9, 2015, Jeff Rocheport, Trustee	Bad Axe, MI / USA			0.2443%	n/a	0.0%	n/a	n/a	n/a
Meinhold, Andrea	Bad Axe, MI / USA		Shareholder	0.2443%	n/a	0.0%	C McBride Commons LLC	Member	33.0%
McBride, Megan	Bad Axe, MI / USA		Shareholder	0.2443%	n/a	0.0%	C McBride Commons LLC	Member	33.0%
McBrida, Rebecca	Warren, MI / USA		Shareholder	0.2443%	n/a	0.0%	C McBride Commons LLC	Member	33.0%
Eskau, Michael	Ubyly, MI / USA		Shareholder	0.2443%	n/a	0.0%	L Trepkowski Commons LLC	Member	33.0%
Eskau, Raymond Robert	Dublin, OH / USA		Shareholder	0.2443%	n/a	0.0%	L Trepkowski Commons LLC	Member	33.0%
Eskau, Zachary	Rochester, MI / USA		Shareholder	0.2443%	n/a	0.0%	L Trepkowski Commons LLC	Member	33.0%
Family total:				12.9516%					
Shuart, Clark K.	Filion, MI / USA	Manufacturing Gemini Group	Shareholder	1.3202%	n/a	0.0%	Gemini Group, Inc. SRW, Inc Thumb Energy Cedarline Processing, LLC Cedarline, LLC Fulton Energy LTD Northern Compression Services SRW - Thumb Energy, LLC Echo Energy, LLC Landmark Financial Group LLC DeLand Financial Group LLC Filion Farms, Inc. I - 4 Howland Investments LLC Epic 2 Properties Holdings LLC Mainstreet Community Bank of FL West Michigan Community Bank	Owner / Director Owner / Director Partner Member Member Member Partner Member Member Member Member Member President & Director Member Member Shareholder Shareholder	n/a n/a n/a n/a n/a n/a n/a n/a n/a n/a n/a 20.0% n/a n/a n/a n/a
Shuart, Rhonda	Kinde, MI / USA		Shareholder	0.7856%	n/a	0.0%	Gemini Group, Inc. Gomoluch Energy LLC Mainstreet Community Bank of FL Shuart Cottage LLC	Owner Member Owner Member	n/a n/a n/a n/a
Gretzinger, Kim	Harbor Springs, MI / USA		Shareholder	0.7860%	n/a	0.0%	Gemini Group, Inc. Gomoluch Energy LLC Mainstreet Community Bank of FL Shuart Cottage LLC	Owner Member Owner Member	n/a n/a n/a n/a
Heindenreich, Heidi	Marshall, MI / USA		Shareholder	0.7860%	n/a	0.0%	Gemini Group, Inc. Gomoluch Energy LLC Mainstreet Community Bank of FL Shuart Cottage LLC	Owner Member Owner Member	n/a n/a n/a n/a

Northstar Financial Group, Inc.									
As of 12/31/15									
Report Item 4									
Name	Address	Principal Occupation	Title/Position Bank Holding Co.	% owned in holding co.	Title/Position Subsidiaries	% owned in subsidiary	Other Companies	Title/Position Other Companies	% owned in other co
Shuart, Holly L.	Fenton, MI / USA		Shareholder	0.7856%	n/a	0.0%	Gemini Group, Inc.	Owner	n/a
							Gomoluch Energy LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
							Shuart Cottage LLC	Member	n/a
Shuart, Ben	Haslett, MI / USA		Shareholder	0.7856%	n/a	0.0%	Gemini Group, Inc.	Owner	n/a
							Gomoluch Energy LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
							Shuart Cottage LLC	Member	n/a
Sturm, Jill	Fenton, MI / USA		Shareholder	0.7856%	n/a	0.0%	Gemini Group, Inc.	Owner	n/a
							Gomoluch Energy LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
							Shuart Cottage LLC	Member	n/a
Quinn, Shan	Caseville, MI / USA		Shareholder	0.7856%	n/a	0.0%	Gemini Group, Inc.	Owner / Executive Vice President	n/a
							Gomoluch Energy LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
							Shuart Cottage LLC	Member	n/a
Shuart, Clark J.	Northville, MI / USA		Shareholder	0.7856%	n/a	0.0%	Gemini Group, Inc.	Owner	n/a
							Gomoluch Energy LLC	Member	n/a
							Mainstreet Community Bank of FL	Owner	n/a
							Shuart Cottage LLC	Member	n/a

Northstar Financial Group, Inc.									
As of 12/31/15									
Report Item 4									
Name	Address	Principal Occupation	Title/Position Bank Holding Co.	% owned In holding co.	Title/Position Subsidiaries	% owned in subsidiary	Other Companies	Title/Position Other Companies	% owned in other co.
Buchholz, Erin	Elkton, MI / USA		Shareholder	0.1757%	n/a	0.0%	R Shuart Commons LLC	Member	n/a
Badger, Adrenne	Bad Axe, MI / USA		Shareholder	0.1757%	n/a	0.0%	R Shuart Commons LLC	Member	n/a
Shuart, Clark	Kinde, MI / USA		Shareholder	0.1757%	n/a	0.0%	R Shuart Commons LLC	Member	n/a
Shuart, Brett	Kinde, MI / USA		Shareholder	0.1757%	n/a	0.0%	R Shuart Commons LLC	Member	n/a
Shuart, Elizabeth	Kinde, MI / USA		Shareholder	0.1757%	n/a	0.0%	R Shuart Commons LLC	Member	n/a
Quinn, Emily	Caseville, MI / USA		Shareholder	0.1757%	n/a	0.0%	S Quinn Commons LLC	Member	33.0%
Quinn, Naomi	Caseville, MI / USA		Shareholder	0.1757%	n/a	0.0%	S Quinn Commons LLC	Member	33.0%
Quinn, Jesse	Caseville, MI / USA		Shareholder	0.1757%	n/a	0.0%	S Quinn Commons LLC	Member	33.0%
Gretzinger, Ben	Harbor Springs, MI / USA		Shareholder	0.1757%	n/a	0.0%	K Gretzinger Commons LLC	Member	n/a
Gretzinger, Veniece	Harbor Springs, MI / USA		Shareholder	0.1757%	n/a	0.0%	K Gretzinger Commons LLC	Member	n/a
Gretzinger, Natalie	Harbor Springs, MI / USA		Shareholder	0.1757%	n/a	0.0%	K Gretzinger Commons LLC	Member	n/a
Gretzinger, Jillie Ann	Harbor Springs, MI / USA		Shareholder	0.1757%	n/a	0.0%	K Gretzinger Commons LLC	Member	n/a
Gretzinger, Will	Harbor Springs, MI / USA		Shareholder	0.1757%	n/a	0.0%	K Gretzinger Commons LLC	Member	n/a
Shuart, Molly	Northville, MI / USA		Shareholder	0.1757%	n/a	0.0%	C Shuart Commons LLC	Member	33.0%
Shuart, Max	Northville, MI / USA		Shareholder	0.1757%	n/a	0.0%	C Shuart Commons LLC	Member	33.0%
Shuart, Alex	Northville, MI / USA		Shareholder	0.1757%	n/a	0.0%	C Shuart Commons LLC	Member	33.0%
Sturm, Vien	Fenton, MI / USA		Shareholder	0.1757%	n/a	0.0%	J Sturm Commons LLC	Member	33.0%
Sturm, Henri	Fenton, MI / USA		Shareholder	0.1757%	n/a	0.0%	J Sturm Commons LLC	Member	33.0%
Sturm, Ellyse Holly	Fenton, MI / USA		Shareholder	0.1757%	n/a	0.0%	J Sturm Commons LLC	Member	33.0%
Heidenreich, Kimberlyn	Marshall, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Heidenreich Commons LLC	Member	n/a
Preus, Rachel	Marshall, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Heidenreich Commons LLC	Member	n/a
Heidenreich, Abigail	Marshall, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Heidenreich Commons LLC	Member	n/a
Heidenreich, John	Marshall, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Heidenreich Commons LLC	Member	n/a
Heidenreich, Emma	Marshall, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Heidenreich Commons LLC	Member	n/a
Heidenreich, Luke	Marshall, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Heidenreich Commons LLC	Member	n/a
Heidenreich, Grace	Marshall, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Heidenreich Commons LLC	Member	n/a
Tomblin, Ruby	Fenton, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Shuart Commons LLC	Member	33.0%
Tomblin, Jade	Fenton, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Shuart Commons LLC	Member	33.0%
Tomblin, Graydon	Fenton, MI / USA		Shareholder	0.1757%	n/a	0.0%	H Shuart Commons LLC	Member	33.0%
Shuart, Ava	Haslett, MI / USA		Shareholder	0.1757%	n/a	0.0%	B Shuart Commons LLC	Member	50.0%
Shuart, Sophia	Haslett, MI / USA		Shareholder	0.0750%	n/a	0.0%	B Shuart Commons LLC	Member	50.0%
Family total:				12.9518%					

Northstar Financial Group, Inc.									
As of 12/31/15									
Report Item 4									
Name	Address	Principal Occupation	Title/Position Bank Holding Co.	% owned in holding co.	Title/Position Subsidiaries	% owned in subsidiary	Other Companies	Title/Position Other Companies	% owned in other co
McCurley, Thomas	Birmingham, MI / USA		Shareholder, Director	3.8983%	n/a	0.0%	Gemini Group, Inc. Northern Compression Services Epic Theatres, Inc. Epic Properties Holdings LLC Epic 2 Properties Holdings LLC I - 4 Howland Investments LLC Mainstreet Community Bank of FL West Michigan Community Bank	Owner, Director Partner Owner Member Member Member Shareholder Shareholder	n/a n/a n/a n/a n/a n/a n/a n/a
McCurley, Joel	Birmingham, MI / USA		Shareholder	0.0444%	n/a	0.0%	McCurley Family LLC Joel McCurley Separate Trust	Member Beneficiary	25.0% n/a
Delaney, Devan	Greenville, RI / USA		Shareholder	0.0444%	n/a	0.0%	McCurley Family LLC Devan McCurley Separate Trust	Member Beneficiary	25.0% n/a
McCurley, Lindsay	Birmingham, MI / USA		Shareholder	0.0444%	n/a	0.0%	McCurley Family LLC Lindsay McCurley Separate Trust	Member Beneficiary	25.0% n/a
McCurley, Rebecca	Birmingham, MI / USA		Shareholder	0.0444%	n/a	0.0%	McCurley Family LLC Rebecca McCurley Separate Trust	Member Beneficiary	25.0% n/a
Family total:				4.0759%					
Nelson, Kevin	Ann Arbor, MI / USA		President / CEO, Director	0.000%	Northstar Bank: Director	0.0%	Gemini Group, Inc. SRW, Inc Epic Theatres, Inc. Epic Properties Holdings LLC Epic 2 Properties Holdings LLC I - 4 Howland Investments LLC Mainstreet Community Bank of FL West Michigan Community Bank	Executive Vice President, Director Executive Vice President Chief Executive Officer Chief Executive Officer Chief Executive Officer Chief Executive Officer Director Chairman of the Board	n/a n/a n/a n/a n/a n/a n/a n/a