

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, Norma K Vinande
Name of the Holding Company Director and Official
VP, Treasurer & 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
02/24/2016
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 1969506
C.I. _____

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
Tri-County Bancorp, Inc.

Legal Title of Holding Company

4222 Main Street P.O. Box 100
(Mailing Address of the Holding Company) Street / P.O. Box

Brown City MI 48416-0100
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Laura Hiles VP & CFO-Tri-County Bank
Name Title

810-346-4760

Area Code / Phone Number / Extension

810-346-3342

Area Code / FAX Number

lhiles@tri-countybank.com

E-mail Address

www.tri-countybank.com

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."

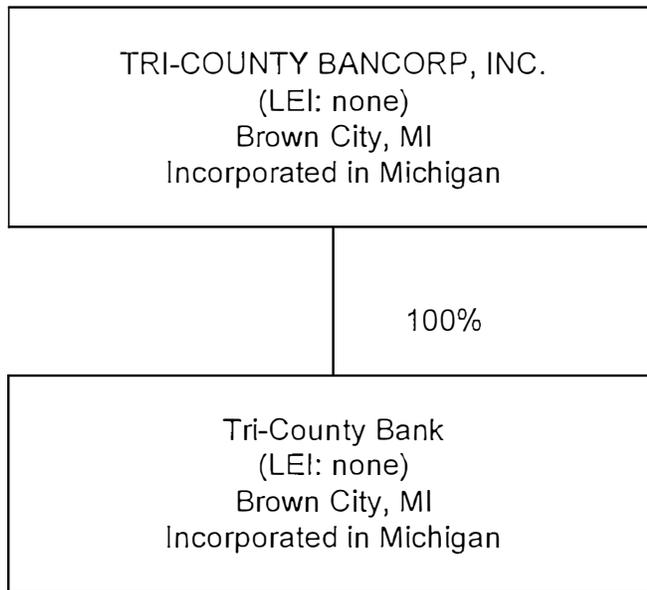
No

FORM FR Y-6

TRI-COUNTY BANCORP, INC.
Brown City, Michigan
Fiscal Year Ending December 31, 2015

Report Item

2a: Organizational Chart



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

Results: A list of branches for your holding company: **TRI-COUNTY BANCORP, INC. (1969506)** of **BROWN CITY, 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 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_RSSO 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)	695349	TRI-COUNTY BANK	4222 MAIN STREET	BROWN CITY	MI	48416	SANILAC	UNITED STATES	643	0	TRI-COUNTY BANK	695349	
OK		Full Service	2108076	4511 VAN DYKE ROAD OFFICE	4511 VAN OYKE ROAD	ALMONT	MI	48003	LAPEER	UNITED STATES	186811	2	TRI-COUNTY BANK	695349	
OK		Limited Service	3401019	BENS SUPERMARKET OFFICE	4436 MAIN STREET	BROWN CITY	MI	48416	SANILAC	UNITED STATES	419721	8	TRI-COUNTY BANK	695349	
OK		Full Service	4839927	CAPAC SUPERMARKET OFFICE	3433 CAPAC ROAD	CAPAC	MI	48014	ST CLAIR	UNITED STATES	Not Required	Not Required	TRI-COUNTY BANK	695349	
OK		Full Service	2043720	6730 NEWARK ROAD OFFICE	6730 NEWARK ROAD	IMLAY CITY	MI	48444-974	LAPEER	UNITED STATES	186810	1	TRI-COUNTY BANK	695349	
OK		Limited Service	4618364	BEN'S SUPERMARKET MARLETTE	3418 MAIN STREET	MARLETTE	MI	48453	SANILAC	UNITED STATES	Not Required	Not Required	TRI-COUNTY BANK	695349	
OK		Full Service	3401028	MARLETTE OFFICE	3482 SOUTH MAIN STREET	MARLETTE	MI	48453	SANILAC	UNITED STATES	364624	7	TRI-COUNTY BANK	695349	
OK		Full Service	3400991	6681 BERNIE KOHLER DRIVE OFFICE	6681 BERNIE KOHLER DRIVE	NORTH BRANCH	MI	48461	LAPEER	UNITED STATES	430083	9	TRI-COUNTY BANK	695349	
OK		Full Service	2128234	PECK OFFICE	2 EAST LAPEER STREET	PECK	MI	48466	SANILAC	UNITED STATES	228519	5	TRI-COUNTY BANK	695349	
OK		Full Service	2134413	YALE OFFICE	7514 BROCKWAY ROAD	YALE	MI	48097-924	ST CLAIR	UNITED STATES	206686	6	TRI-COUNTY BANK	695349	

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Tri-County Bancorp, Inc.
 Brown City, Michigan
 Fiscal Year Ending December 31, 2015

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of 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 during the fiscal year end		
(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
ESOP Plan / Tri-County Bank Brown City, MI	USA	141,484 - 14.28% Common Stock	N/A	N/A	N/A
M.B.W. Investment, L.P. Barbara Weinstein Myron Weinstein Dallas, TX	USA	55,418 - 5.59% Common Stock			

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Tri-County Bancorp, Inc.
Brown City, Michigan
Fiscal Year Ending December 31, 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 Bank Holding Company	Title & Position with Bank 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 Bank 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)
Norma K Vinande Brown City, MI USA	N/A	Director, VP, Secretary & Treasurer	N/A	N/A	1.38%	None	N/A
Kathryn Clemans Rochester Hills, MI USA	Teacher	Director	N/A	N/A	0.79%	None	N/A
Mark E Wendt Brighton, MI USA	Computer Consultant	Director & Vice Chairman	Director & Vice Chairman (Tri-County Bank)	N/A	1.74%	None	N/A
Mary Crake Brown City, MI USA	Housewife	Director	N/A	N/A	3.80%	None	N/A
Laurence C Lang II Traverse City, MI USA	Dentist	Director & Chairman	N/A	N/A	2.67%	None	N/A
Francis Gliniski Almont, MI USA	Basement Waterproofing	Director	Director & Chairman (Tri-County Bank)	N/A	0.81%	None	N/A
ESOP Plan / Tri-County Bank Brown City, MI USA	N/A	N/A	N/A	N/A	14.28%	None	N/A