



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, Arthur C. Johnson

Name of the Holding Company Director and Official

Chairman & CEO

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this reporting 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.

Arthur C. Johnson

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.

1207392

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

United Community Financial Corporation

Legal Title of Holding Company

900 East Paris Avenue SE

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

Grand Rapids MI 49546

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

David H Rose Controller

Name Title

616-559-4502

Area Code / Phone Number / Extension

616-559-4631

Area Code / FAX Number

dave.rose@unitedbankofmichigan.com

E-mail Address

unitedbankofmichigan.com

Addr ss (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:

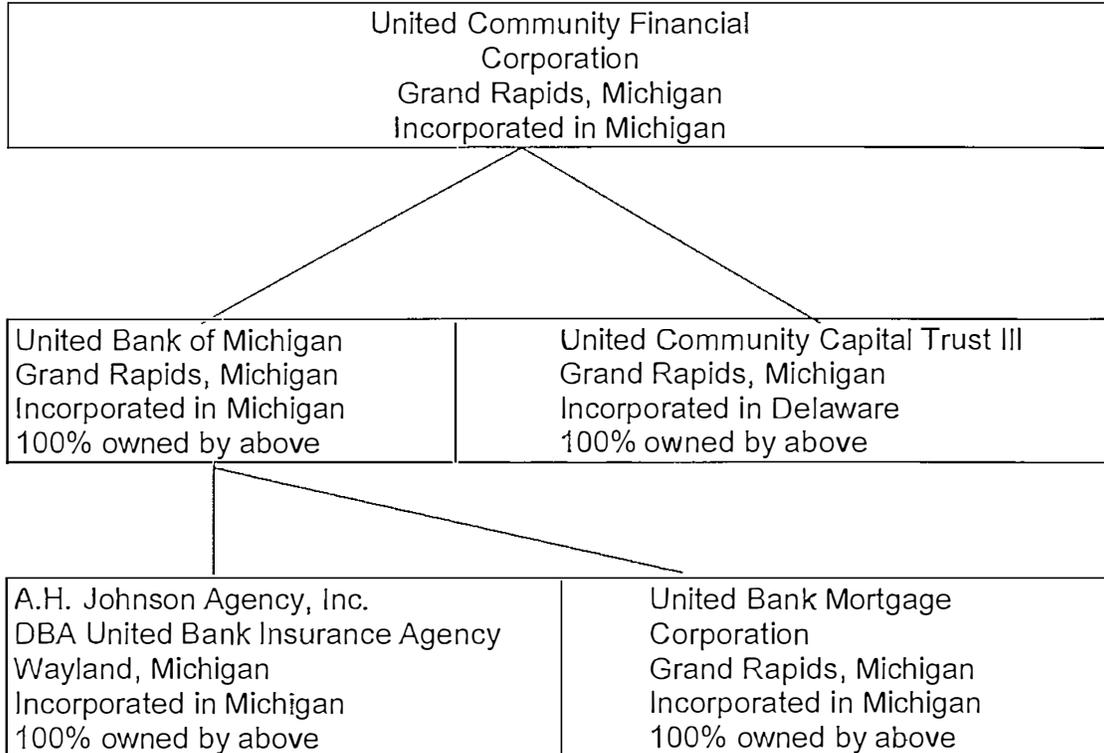
In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

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

No

FORM FR Y-6

UNITED COMMUNITY FINANCIAL CORPORATION
GRAND RAPIDS, MICHIGAN
ORGANIZATION CHART
DECEMBER 31, 2015



Note: None of the above entities has a Legal Entity Identifier (LEI).

Results: A list of branches for your depository institution: UNITED BANK OF MICHIGAN (ID_RSSD 150044).
 This depository institution is held by UNITED COMMUNITY FINANCIAL CORPORATION (1207392) of GRAND RAPIDS, 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_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)	150044	UNITED BANK OF MICHIGAN	900 EAST PARIS AVENUE SOUTH EAST	GRAND RAPIDS	MI	49546-367	KENT	UNITED STATES	7552	0	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	3717813	BYRON CENTER BRANCH	8301 BRYON CENTER AVENUE	BYRON CENTER	MI	49315	KENT	UNITED STATES	466300	19	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	3717804	CALEDONIA BRANCH	8540 BROADMOOR SOUTHEAST	CALEDONIA	MI	49316	KENT	UNITED STATES	452212	18	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	2043159	CLARKSVILLE BRANCH	132 SOUTH MAIN STREET	CLARKSVILLE	MI	48815-970	IONIA	UNITED STATES	225635	4	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	2086071	DORR BRANCH	1796 142ND AVENUE	DORR	MI	49323-943	ALLEGAN	UNITED STATES	225632	1	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	2622657	CASCADE VILLAGE BRANCH	6801 CASCADE ROAD SOUTEAST	GRAND RAPIDS	MI	49546	KENT	UNITED STATES	225645	14	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	3504358	EAST GRAND RAPIDS BRANCH	2137 WEALTHY STREET SOUTHEAST	GRAND RAPIDS	MI	49506	KENT	UNITED STATES	225647	16	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	2079130	HOPKINS BRANCH	102 WEST MAIN STREET	HOPKINS	MI	49328	ALLEGAN	UNITED STATES	225633	2	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	3504367	ROCKFORD BRANCH	155 MARCELL DRIVE NORTHEAST	ROCKFORD	MI	49341	KENT	UNITED STATES	364629	17	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	2084527	GUN LAKE BRANCH	2404 PATTERSON ROAD	SHELBYVILLE	MI	49344	ALLEGAN	UNITED STATES	225638	7	UNITED BANK OF MICHIGAN	150044	
OK		Full Service	2073268	WAYLAND BRANCH	1131 WEST SUPERIOR STREET	WAYLAND	MI	49348	ALLEGAN	UNITED STATES	225637	6	UNITED BANK OF MICHIGAN	150044	

UNITED COMMUNITY FINANCIAL CORPORATION
GRAND RAPIDS, 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 ending 12-31-2014			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 ending 12-31-2014		
(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
Bonnie K. Miller Bank Stock Trust, Bonnie K. Miller - Trustee, Grand Rapids MI	USA	41,490 Class A common 26.50% 10,392 Class B common 26.88%	None	None	None
Charles and Lois Welling Bank Stock Trust, Lois Welling - Trustee, Holland MI	USA	13,127 Class A common 8.38% 3,270 Class B common 8.46%			
Arthur C. Johnson Bank Stock Trust, Arthur C. Johnson - Trustee, Ada MI	USA	1,374 Class A common 0.88% 9,810 Class B common 25.38%			
Charles and Lois Welling Family Trust, Arthur C. Johnson - Special Trustee, Holland MI	USA	27,658 Class A common 17.66% 6,914 Class B common 17.88%			
Arthur C. Johnson Irrev Trust, Legacy Trust - Trustee, Ada MI	USA	22,441 Class A common 14.33%			

UNITED COMMUNITY FINANCIAL CORPORATION
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(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
Patricia A. Johnson Irrev Trust, Legacy Trust - Trustee, Ada MI	USA	22,441 Class A common 14.33%	None	None	None
Patricia A. Johnson Trust, Patricia A. Johnson - Trustee, Ada MI	USA	1,743 Class B common 4.51%			
Arthur C. Johnson MI (1)	Ada, USA	5,966 Class A common - 3.81% 3,234 Class B common - 8.37%			
Michael J. Manica, Belmont MI (1) (2)	USA	10,468 Class A common - 6.68% 2,614 Class B common - 6.76%			
<p>Note 1 - Includes shares held by Patlin Leasing Co. in which individual is a 50% partner/owner.</p> <p>Note 2 - Includes shares held by Linda L. Manica Trust, Linda L. Manica Trustee, spouse of the individual.</p>					

UNITED COMMUNITY FINANCIAL CORPORATION

GRAND RAPIDS, 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)
Arthur C. Johnson, Ada MI	N/A	Chairman & CEO, President, Director	Chairman & CEO, Director - United Bank of Michigan Director - United Bank Insurance Agency Director - United Bank Mortgage Corp	Partner - Patlin Leasing Co Member - Sonica Forest Hills LLC Member - Sonica Kentwood LLC Member - PAM Properties LLC Member - Johnson Investment & Property Co LLC Director - The Employers Association	Class A common - 22.35% total - Held as 17.66% Special Trustee, Charles and Lois Welling Family Trust; 0.88% Trustee, Arthur C Johnson Trust; 3.81% Partner, Patlin Leasing Co. Class B common - 51.63% total - Held as 17.88% Special Trustee, Charles and Lois Welling Family Trust; 25.38% Trustee, Arthur C Johnson Trust; 3.86% Partner, Patlin Leasing Co.; 4.51% Spouse, Patricia A Johnson Trust	N/A	Patlin Leasing Co - 50% Sonica Forest Hills LLC - 75% Sonica Kentwood LLC - 90% PAM Properties LLC - 85% Johnson Investment & Property Co LLC - 50%

UNITED COMMUNITY FINANCIAL CORPORATION
GRAND RAPIDS, 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)
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Michael J. Manica, Belmont MI	N/A	Executive Vice President, Director	President & CEO, Director - United Bank of Michigan President, Director - United Bank Insurance Agency Director - United Bank Mortgage Corp	Partner - Patlin Leasing Co Member - Sonica Forest Hills LLC Member - Sonica Kentwood LLC Member - PAM Properties LLC	Class A common - 6.68% total - Held as 3.81% Partner, Patlin Leasing Co.: 2.41% Spouse, Linda L Manica Trust; 0.46% Beneficiary, Michael Manica IRA Class B common 6.76% total - Held as 3.86% Partner, Patlin Leasing Co.: 2.44% Spouse, Linda L Manica Trust; 0.46% Beneficiary, Michael Manica IRA	N/A	Patlin Leasing Co - 50% Sonica Forest Hills LLC - 25%

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(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
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Bonnie K. Miller, Grand Rapids MI	Retired Banker	Director	Director - United Bank of Michigan	N/A	Class A common - 26.50% Trustee, Bonnie K Miller Trust Class B common - 26.88% Trustee, Bonnie K Miller Trust	N/A	N/A
Lois M. Welling, Holland MI	Retired Educator	N/A	N/A	N/A	Class A common 8.38% total - Held as 8.38% Trustee, Charles and Lois M Welling Bank Stock Trust Class B common 8.46% total - Held as 8.46% Trustee, Charles and Lois M Welling Bank Stock Trust	N/A	N/A

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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)
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Mark T. Wild, Rockford MI	N/A	Director	Director - United Bank of Michigan	N/A	Class A common - 0.20% individually Class B common - 0.17% individually	N/A	N/A
Steven Heacock, Grand Rapids MI	Healthcare Executive	Director	Director - United Bank of Michigan	Senior Vice President of Community Affairs - Spectrum Health President - Spectrum Health Innovations Director - Legacy Trust	N/A	N/A	N/A
Merideth Bronk, Grand Rapids MI	Technology Executive	Director	Director - United Bank of Michigan	President & CEO, Open Systems Technologies	N/A	N/A	N/A

UNITED COMMUNITY FINANCIAL CORPORATION
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Report Item 4: Insiders
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(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
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Robert Roth, Grand Rapids, MI	Manufacturing Executive	Director	Director - United Bank of Michigan	President - Roman Manufacturing, Inc. Manager - Rome Properties LLC Manager - Rome Investments LLC Director - Spectrum Health Director - The Employers Association Director - Nadex USA, Inc. Director - American Welding Society Trustee - Grand Rapids Community Foundation	N/A	N/A	N/A

UNITED COMMUNITY FINANCIAL CORPORATION
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(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)
Legacy Trust, Grand Rapids MI	Trust Company	N/A	N/A	N/A	Class A common 28.66% total - Held as 14.33% Trustee, Arthur C Johnson Irrev Trust 14.33% Trustee, Patricia A Johnson Irrev Trust	N/A	N/A