

Board of Governors of the Federal Reserve System

COPY



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, Raymond A. Biggs

Name of the Holding Company Director and Official
President & CEO

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 Raymond A. Biggs)

Signature of Holding Company Director and Official

03/24/2016

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 120667
 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

West Shore Bank Corporation

Legal Title of Holding Company

201 W. Loomis St. / P.O. Box 627

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

Ludington	MI	49431
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Paul C. Williams **SVP & Chief Financial Ofcr**

Name Title

231-845-3534

Area Code / Phone Number / Extension

231-845-3502

Area Code / FAX Number

paulw@westshorebank.com

E-mail Address

www.westshorebank.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

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.

WEST SHORE BANK CORPORATION

ORGANIZATIONAL CHART*

December 31, 2015

Parent Company	West Shore Bank Corporation Ludington, Michigan State of Incorporation: MI
Wholly-owned Subsidiary	West Shore Bank Ludington, Michigan 100% ownership State of Incorporation: MI
Partially-owned Subsidiary Held by West Shore Bank	West Shore Computer Services, Inc. Scottville, Michigan 25% ownership State of Incorporation: MI
Wholly-owned Subsidiary Held by West Shore Bank	State Street Insurance Agency, Inc. Ludington, Michigan 100% ownership State of Incorporation: MI
Partially-owned Investment in Limited Partnership Wholly-owned by West Shore Bank	Michigan Capital Fund for Housing Limited Partnership VIII 1% ownership (Non-managing member) State of Incorporation: MI

* All entities do not have an LEI

Results: A list of branches for your depository institution: WEST SHORE BANK (ID_RSSD: 832546).
 This depository institution is held by WEST SHORE BANK CORPORATION (1206667) of LUDINGTON, 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	FDICUNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
		Full Service (Head Office)	832546	WEST SHORE BANK	201 WEST LOOMIS STREET	LUDINGTON	MI	49431	MASON	UNITED STATES	9351	0	WEST SHORE BANK	832546	
6P Close	6/12/2015	Full Service	2094405	FOUNTAIN BRANCH	2937 NORTH CLEVELAND STREET	FOUNTAIN	MI	49410	MASON	UNITED STATES	232448	1	WEST SHORE BANK	832546	
		Full Service	2622666	HART BRANCH	4070 WEST POLK ROAD	HART	MI	49420	OCEANA	UNITED STATES	232451	5	WEST SHORE BANK	832546	
		Full Service	2098720	LUDINGTON BRANCH	5725 WEST US 10	LUDINGTON	MI	49431	MASON	UNITED STATES	232450	3	WEST SHORE BANK	832546	
		Full Service	4416355	CYPRESS STREET BRANCH	306 CYPRESS STREET	MANISTEE	MI	49660	MANISTEE	UNITED STATES	481541	9	WEST SHORE BANK	832546	
		Full Service	2849632	MANISTEE BRANCH	415 PARKDALE AVENUE	MANISTEE	MI	49660	MANISTEE	UNITED STATES	232452	6	WEST SHORE BANK	832546	
		Full Service	2020048	SCOTTVILLE BRANCH	107 WEST STATE STREET	SCOTTVILLE	MI	49454-027	MASON	UNITED STATES	364159	8	WEST SHORE BANK	832546	
6D Close	6/12/2015	Full Service	2125822	WALKERVILLE BRANCH	110 EAST MAIN STREET	WALKERVILLE	MI	49459-000	OCEANA	UNITED STATES	232449	2	WEST SHORE BANK	832546	

Form FR Y-6

West Shore Bank Corporation
Ludington, MI
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 12-31-2015				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 12-31-2015			
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number of Each Class of Voting Securities	(1)(c) Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number of Each Class of Voting Securities	(2)(c) Percentage of Each Class of Voting Securities
Robert A. Smith Trust Patricia Smith Trustee Scottville, MI 49454	USA	41,534	3.13%	N/A	N/A	N/A	N/A
Patricia Smith Trust Robert A. Smith Trustee Scottville, MI 49454	USA	34,680	2.62%				
Total		<u>76,214</u>	<u>5.75%</u>				
Cede & Co. The Depository Trust Company New York, NY 10041	USA	357,135					
Total		<u>357,135</u>	<u>26.95%</u>				

Form FR Y-4

West Shore Bank Corporation
Ludington, MI
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders
(1)(a)(v)(c) and (2)(a)(v)(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 or other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Raymond A. Biggs Ludington, MI USA	West Shore Bank Corporation	Director, President & CEO and Secretary	West Shore Bank, President & CEO, Director, Secretary	N/A	0.49%	N/A	N/A
Donald E. Cangan, Jr. Ludington, MI USA	Executive VP & Partner, Car Ferry Business	Director	West Shore Bank, Director	Executive VP & Partner Lake Michigan Car Ferry Service, Inc.	0.94%	N/A	N/A
Michael J. Erwis Maristee, MI USA	President, Real Estate Investment Company	Director	West Shore Bank, Director	President Scenic Land Management Group	0.75%	N/A	N/A
Dennis B. McCarthy Maristee, MI USA	President, Oil Company Distributor	Chairman	West Shore Bank, Chairman	President Blarney Castle Oil Co.	0.16%	N/A	N/A
Jeanne S. Oakes Ludington, MI USA	Executive Director Community Organization	Director	West Shore Bank, Director	Executive Director Community Foundation for Mason Co.	0.03%	N/A	N/A
Milan S. Reed, II Ludington, MI USA	Chairman Beverage Distributor	Director	West Shore Bank, Director	Chairman Ludington Beverage Co., Inc.	0.99%	N/A	N/A
James V. Scatena Ludington, MI USA	CEO & President Manufacturer	Director	West Shore Bank, Director	CEO & President FloraCraft Corporation	0.15%	N/A	N/A
John K. Wilson Ludington, MI USA	CEO and Chairman Land Services	Director	West Shore Bank, Director	CEO and Chairman Western Land Services	2.51%	N/A	N/A
Cede & Co., The Depository Trust Company New York, NY 10041 USA	N/A	N/A	N/A	N/A	26.95%	N/A	N/A