

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK  
OF CLEVELAND



# Annual Report of Holding Companies—FR Y-6

2014 MAR 27 A 10:33  
STATISTICS & ANALYSIS  
DEPARTMENT

## 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, 2013

Month / Day / Year

I, Ana Babiasz

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.

Reporter's Name, Street, and Mailing Address

Fidelity Federal Savings & Loan Association, MHC

Legal Title of Holding Company

60 N Sandusky St

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

Delaware

OH

43015

City

State

Zip Code

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:

Tina A. Casto

VP/CFO

Name

Title

740-363-1284

Area Code / Phone Number / Extension

740-363-5900

Area Code / FAX Number

tcasto@fidfedsl.com

E-mail Address

Signature of Holding Company Director and Official

3-25-2014

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 4253000  
C.I. \_\_\_\_\_

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 Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

### Fidelity Federal Financial Corporation

Legal Title of Subsidiary Holding Company

### 60 N Sandusky St

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

Delaware

OH

43015

City

State

Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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Physical location (if different from mailing address)

**Form FR Y-6**

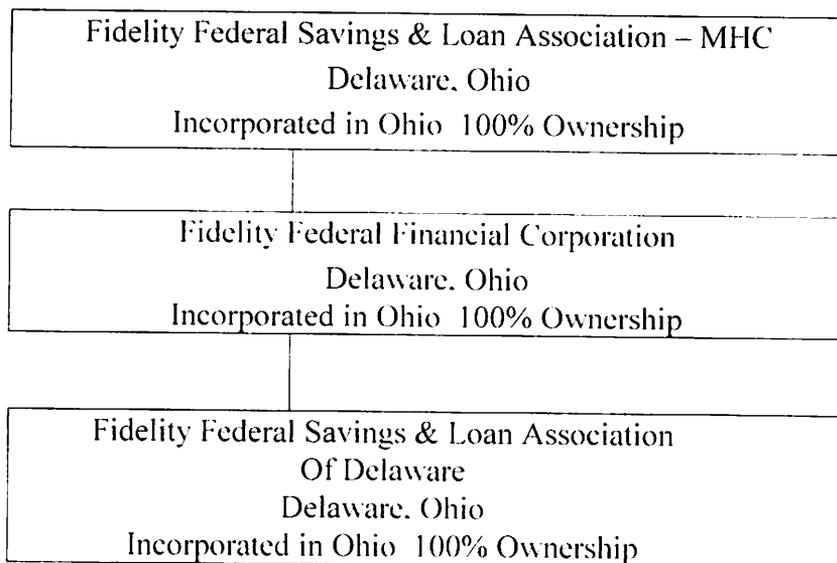
**Fiscal Year Ending December 31, 2013**

Report Item

1: a. The BHC is not required to prepare form 10K with the SEC.

1: b. The BHC does prepare an annual report for its shareholders.

2: Organizational Chart



Supplement to Organizational Chart:

2.a None

2.b None

2.c None

2. d None

**Fidelity Federal S & L - MHC**  
**Delaware, OH**  
**Form FR Y-6**

**December 31, 2013**

**Report Item 3: Shareholders**

(1)(a)1(b)(1)(c)(2)(a)(2)(b)(2)'('c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/2013

Shareholders not listed in (3)(1)© that had ownership. Control or holdings of 5% or more with power to vote during the fiscal year 12/31/2013

(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 or Citizenship or Incorporation	(2)(c) Number and Percentage Each class of voting securities
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No Shareholders	USA				
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**Fidelity Federal Financial Corporation  
Delware, OH  
Form FR Y-6**

**December 31, 2013**

**Report Item 3: Shareholders**

(1)(a)1(b)(1)(c)(2)(a)(2)(b)(2)'('c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/2013

Shareholders not listed in (3)(1)© that had ownership. Control or holdings of 5% or more with power to vote during the fiscal year 12/31/2013

(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 or Citizenship or Incorporation	(2)(c') Number and Percentage Each Class of Voting Securities
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Ana Babiasz * Reynoldsburg, OH USA	USA	100%	Greg Roy, * Sunbury, OH USA	USA	100%
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\* The name listed is an appointed delegate for the MHC.

Fidelity Federal S & L - MHC  
Delaware, OH

Form FR Y-6

December 31, 2013

Report Item 4

(1)(2)(3)(a)(b)(c') and (4)(a)(b)(c')

Directors & Officers

Report Item 4: Directors & Officers (1)	Principal Occupation if other than with bank holding company (2)	Title & Position w holding company (3a)	Title & Position with other businesses (Include names of other businesses) (3b)	Title & Position with other businesses (include names of other businesses) (3c)	percentage of voting shares in bank holding company (4a)	percentage of voting shares in subsidiaries (include names of subsidiaries) (4b)	list names of other companies (including Partnerships, if 25% or more of voting securities are held (list names of companies & percentages of voting securities held) (4c)
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Directors:

Edward F. Flahive Delaware Ohio USA	Attorney at Law	Director	N/A	Flahive Law Office	N/A	N/A	N/A
David R. Sellers Delaware Ohio USA	Retired Manufacturing Industry	Director	NA	NA	NA	NA	NA
Stephen L. Schuler Delaware Ohio USA	Pediatrician	Chairman of Board	NA	<b>Business Name:</b> American Health Network	NA	NA	Employee N/A
Robert E. Green Delaware Ohio USA	Dentist	Vice Chairman	NA	<b>Business Name:</b> Robert Green DDS	NA	NA	100%
Mark H. Hope Delaware Ohio USA	Farmer	Director	NA	<b>Business Name:</b> Triken	NA	NA	NA
Michael O. Roark Grove City, Ohio USA	Retired Financial Industry	Director	NA	Director <b>Business Name:</b> Wilmington Savings Bank	NA	NA	NA

Officers:

Tina Casto Pataskala, OH USA	N/A	CFO	VP/CFO	NA	NA	NA	NA
Ana Babiasz Reynoldsburh, Ohio USA	N/A	Senior VP/Secretary	Interim CEO/President	NA	NA	NA	NA

Fidelity Federal Financial Corporation  
Delaware, OH

Form FR Y-6

December 31, 2013

Report Item 4

(1)(2)(3)(a)(b)(c') and (4)(a)(b)(c)

Directors & Officers

Report Item 4: Directors & Officers (1)	Principal Occupation if other than with bank holding company (2)	Title & Position w holding company (3a)	Title & Position with other businesses (include names of other businesses) (3b)	Title & Position with other businesses (include names of other businesses) (3c)	percentage of voting shares in bank holding company (4a)	percentage of voting shares in subsidiaries (include names of subsidiaries) (4b)	list names of other companies (including Partnerships_ if 25% or more of voting securities are held (list names of companies & percentages of voting securities held) (4c)
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Directors:

Edward F. Flahive Delaware Ohio USA	Attorney at Law	Director	N/A	Flahive Law Office	N/A	N/A	N/A
David R. Sellers Delaware Ohio USA	Retired Manufacturing Industry	Director	NA	NA	NA	NA	NA
Stephen L. Schuler Delaware Ohio USA	Pediatrician	Chairman of Board	NA	<b>Business Name:</b> American Health Network	NA	NA	Employee N/A
Robert E. Green Delaware Ohio USA	Dentist	Vice Chairman	NA	<b>Business Name:</b> Robert Green DDS	NA	NA	100%
Mark H. Hope Delaware Ohio USA	Farmer	Director	NA	<b>Business Name:</b> Triken	NA	NA	NA
Michael O. Roark Grove City, Ohio USA	Retired Financial Industry	Director	NA	Director <b>Business Name:</b> Wilmington Savings Bank	NA	NA	NA

Officers:

Tina Casto Pataskala, OH USA	N/A	CFO	VP/CFO	NA	NA	NA	NA
Ana Babiasz * Reynoldsburg, Ohio USA	N/A	Senior VP/Secretary	Interim CEO/President	NA	100%	NA	NA

\* The name listed is an appointed delegate for the MHC item 4 (a).

**Results:** A list of branches for your depository institution: FIDELITY FEDERAL SAVINGS AND LOAN ASSOCIATION OF DELAWARE (ID\_RSSD: 446176). This depository institution is held by FIDELITY FEDERAL FINANCIAL CORPORATION (4252991) of DELAWARE, OH. The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

**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)	446176	FIDELITY FEDERAL SAVINGS AND LOAN ASSOCIATION OF DELAWARE	60 NORTH SANDUSKY ST	DELAWARE	OH	43015	DELAWARE	UNITED STATES	42355	0	FIDELITY FEDERAL SAVINGS AND LOAN ASSOCIATION OF DELAWARE	446176	
ok		Full Service	4144836	WESTFIELD CENTER BRANCH	1940 STATE ROUTE 37 WEST	DELAWARE	OH	43015	DELAWARE	UNITED STATES	275333	1	FIDELITY FEDERAL SAVINGS AND LOAN ASSOCIATION OF DELAWARE	446176	