

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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2018 AUG 14 11:11

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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Ana M. 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.

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.

Ana M. Babiasz

Signature of Holding Company Director and Official

08/13/2018

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 4253660
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2017

Month / Day / Year

254900ZAWIH6X8FABA36

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

Reporter's Name, Street, and Mailing Address

Fidelity Federal Savings and Loan Association, MHC

Legal Title of Holding Company

60 N. Sandusky Street

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

Delaware

OH

43015

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Tom Rubadue

VP/CFO

Name

Title

740-363-1284

Area Code / Phone Number / Extension

740-363-5900

Area Code / FAX Number

trubadue@fidfedsl.com

E-mail Address

N/A

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

Is confidential treatment requested for any portion of this report submission? ☐ 0=No ☒ 1=Yes

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report ☐
2. a letter justifying this request has been provided separately ☐

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

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 Street

(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)

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City

State

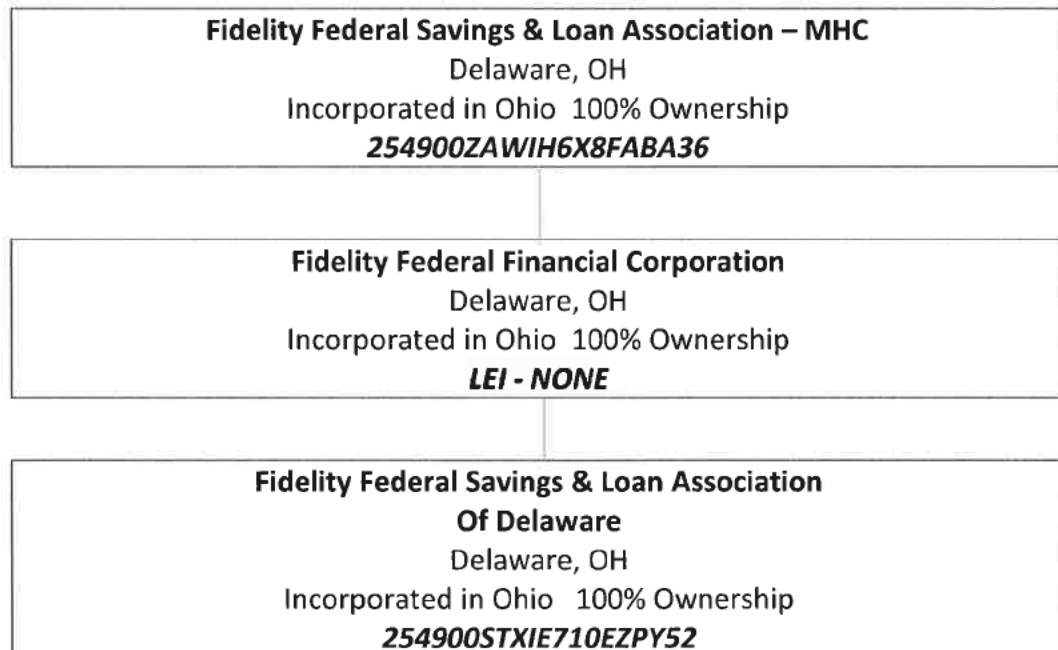
Zip Code

Physical Location (if different from mailing address)

Form FR Y-6
Fiscal Year Ending December 31, 2017

Report Item

1. The BHC **does not** prepare an annual report for its shareholders.
2. a. Organizational Chart



Supplement to Organization Chart:

- 2 b. Domestic Branch Listing - attached

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 **12/31/2017**. Data reflects information that was received and processed through **01/10/2018**.

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
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 A
OK		Full Service	4144836	WESTFIELD CENTER BRANCH	1940 STATE ROUTE 37 WEST	DELAWARE	OH	43015	DELAWARE	UNITED STATES	275383	1	FIDELITY FEDERAL SAVINGS A

Fidelity Federal Savings & Loan – MHC
Delaware, OH
Form FR Y-6

December 31, 2017				
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 December 31, 2017				
(1)(a) Name & Address City, State, County	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of each Class of Voting Stock	(2)(a) Name & Address City, State, County	(2)(b) Country of Citizenship or Incorporation
Ana Babiasz * Ostrander, OH USA President & CEO Fidelity Federal Savings and Loan Association of Delaware	USA	100%	N/A	
Shareholders not listed in (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year December 31, 2017				

* the name listed is an appointed delegate for the MHC

Fidelity Federal Financial Corporation
Delaware, OH
Form FR Y-6

December 31, 2017

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 December 31, 2017

(1)(a) Name & Address City, State, County	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of each Class of Voting Stock	(2)(a) Name & Address City, State, County	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of each Class of Voting Stock
Ana Babiasz * Ostrander, OH USA President & CEO Fidelity Federal Savings and Loan Association of Delaware	USA	100%	N/A		

* the name listed is an appointed delegate for the MHC

Fidelity Federal Savings & Loan – MHC
Delaware, OH
Form FR Y-6

December 31, 2017

Report Item 4

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

Directors & Officers

(1) Directors & Officers	(2) Principal Occupation if other than with bank holding company	(3)(a) Title & Position with holding company	(3)(b) Title & position with other businesses (include names of other business	(3)(c) Title & position with other businesses (include names of other business	(4)(a) Percentage of voting shares in bank holding company	(4)(b) Percentage of voting shares in subsidiaries (include names of subsidiaries)	(4)(b) List names of other companies (including partnerships) if 25% or more of voting securities are held (list the names of companies & percentage of voting securities held.
Stephen L. Schuler Delaware, OH	Retired Pediatrician	Chairman of Board	Director- Fidelity Federal Financial Corporation Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: American Health Network	N/A	N/A	N/A - Employee
Robert E. Green Delaware, OH	Dentist	Vice Chairman	Director- Fidelity Federal Financial Corporation Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: Robert Green DDS	N/A	N/A	100%
Edward F. Flahive Delaware, OH	Attorney at Law	Director	Director- Fidelity Federal Financial Corporation Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: Flahive Law Office	N/A	N/A	100%
Mark H. Hope Delaware, OH	Farmer	Director	Director- Fidelity Federal Financial Corporation Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: Triken	N/A	N/A	100%

**Fidelity Federal Savings & Loan – MHC
Delaware, OH
Form FR Y-6**

December 31, 2017

Report Item 4

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

Directors & Officers

Michael O. Roark Grove City, OH	Retired Financial Industry	Director	Director- Fidelity Federal Financial Corporation	Director Business Name: Wilmington State Bank	N/A	N/A	N/A
David R. Sellers Delaware, OH	Retired Manufacturing Industry	Director	Director Fidelity Federal Savings and Loan Association of Delaware	N/A	N/A	N/A	N/A
Ana Babiasz Ostrander, OH	N/A	Director President/CEO	Director- Fidelity Federal Financial Corporation Director Fidelity Federal Savings and Loan Association of Delaware President /CEO – Fidelity Federal Financial Corporation President/CEO Fidelity Federal Savings and Loan Association of Delaware	N/A	100%	N/A	N/A
Donna Grimmatt Westerville, OH	N/A	VP/CFO	VP /CFO –Fidelity Federal Financial Corporation VP/CFO- Fidelity Federal Savings and Loan Association of Delaware	N/A	N/A	N/A	N/A

Fidelity Federal Financial Corporation
Delaware, OH
Form FR Y-6

December 31, 2017

Report Item 4

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

Directors & Officers

(1) Directors & Officers	(2) Principal Occupation if other than with bank holding company	(3)(a) Title & Position with holding company	(3)(b) Title & position with other businesses (include names of other business	(3)(c) Title & position with other businesses (include names of other business	(4)(a) Percentage of voting shares in bank holding company	(4)(b) Percentage of voting shares in subsidiaries (include names of subsidiaries)	(4)(b) List names of other companies (including partnerships) if 25% or more of voting securities are held (list the names of companies & percentage of voting securities held.
Fidelity Federal Savings & Loan - MHC	N/A	N/A	N/A	N/A	100%	N/A	N/A
Stephen L. Schuler Delaware, OH	Retired Pediatrician	Chairman of Board	Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: American Health Network	N/A	N/A	N/A - Employee
Robert E. Green Delaware, OH	Dentist	Vice Chairman	Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: Robert Green DDS	N/A	N/A	100%
Edward F. Flahive Delaware, OH	Attorney at Law	Director	Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: Flahive Law Office	N/A	N/A	100%
Mark H. Hope Delaware, OH	Farmer	Director	Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: Triken	N/A	N/A	100%
Michael O. Roark Grove City, OH	Retired Financial Industry	Director	Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: Wilmington State Bank	N/A	N/A	N/A
David R. Sellers Delaware, OH	Retired Manufacturing Industry	Director	Director Fidelity Federal Savings and Loan Association of Delaware	N/A	N/A	N/A	N/A
Ana Babiasz Ostrander, OH	N/A	Director President/CEO	President/CEO Fidelity Federal Savings and Loan Association of Delaware	N/A	N/A	N/A	N/A
Roger A. Jenks Westerville, OH	N/A	VP/CEO	VP/CEO Fidelity Federal Savings and Loan Association of Delaware	N/A	N/A	N/A	N/A