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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102 (a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

nies, 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.

This report form is to be filed by all top-tier bank holding compa-

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, William Martin

Date of Signature

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 Holding Company Director and Official | |
| 03/15/2024 | |

| For Federal Re | eserve Bank Use Only |
|-----------------|----------------------|
| RSSD ID C.I. | |

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

December 31, 2023

Month / Day / Year

Tom Rubadue

740-363-1284

Reporter's Name, Street, and Mailing Address

Fidelity Federal Savings & Loan, MHC Legal Title of Holding Company 60 N Sandusky St (Mailing Address of the Holding Company) Street / P.O. Box Delaware OH State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

VP/CFO

| Area Code / Phone Number / Extension | |
|--------------------------------------|--|
| 740-363-5900 | |
| Area Code / FAX Number | |
| trubadue@fidfedsl.com | |
| E-mail Address | |
| www.fidfedsl.com | |

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

| s confidential treatment requested for any portion of his report submission? | 0=No 1=Yes 0 |
|--|-----------------|
| n accordance with the General Instructions for this report (check only one), | |
| a letter justifying this request is being provided alor with the report | |
| 2. a letter justifying this request has been provided se | parately |
| NOTE: Information for which confidential treatment is beir must be provided separately and labeled as "confidential" | ng requested |

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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.

| Report Item 1: Annual Report to Shareholders |
|--|
| 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 |
| |
| Checklist |
| The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prio year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance. |
| Verification of Changes |
| All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate. |
| Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year? |
| ⊠ Yes □ No |
| If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information. |
| Report Item 2a: Organization Chart |
| ☐ Yes ☒ No |
| If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions. |
| Report Item 2b: Domestic Branch Listing |
| ☐ Yes ☒ No |
| If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions. |
| Report Item 3: Securities Holders |
| ▼ Yes No |
| If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions. |
| Report Item 4: Insiders |
| X Yes No |
| If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions. |

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 Fi | nancial Corporation | 1 | | | |
|--------------------------------|----------------------------|---------------------|------------------------|-------------------------------------|--|
| Legal Title of Subsidiary F | Holding Company | | Legal Title of Subsi | idiary Holding Company | |
| 60 N Sandusky St | | | | | |
| | ubsidiary Holding Company |) Street / P.O. Box | (Mailing Address of | f the Subsidiary Holding Company) | Street / P.O. Box |
| Delaware | ОН | 43015 | NSK 1 92 | | ₹ |
| City | State | Zip Code | City | State | Zip Code |
| City | State | Zip code | Oity | State | Zip code |
| Physical Location (if differ | rent from mailing address) | | Physical Location (| (if different from mailing address) | |
| Legal Title of Subsidiary F | Holding Company | | Legal Title of Subsi | idiary Holding Company | |
| (Mailing Address of the So | ubsidiary Holding Company |) Street / P.O. Box | (Mailing Address of | f the Subsidiary Holding Company) | Street / P.O. Box |
| | | ▼ | | | ▼ |
| City | State | Zip Code | City | State | Zip Code |
| Physical Location (if differ | rent from mailing address) | | Physical Location (| (if different from mailing address) | |
| Legal Title of Subsidiary F | Holding Company | | Legal Title of Subsi | idiary Holding Company | |
| (Mailing Address of the So | ubsidiary Holding Company | | (Mailing Address of | f the Subsidiary Holding Company) | Street / P.O. Box |
| City | State | Zip Code | City | State | Zip Code |
| Physical Location (if differ | ent from mailing address) | | Physical Location (| (if different from mailing address) | |
| - Trysteal Location (it differ | ent nom maning address) | | T Trysteal Education (| in different from mailing address) | |
| Legal Title of Subsidiary F | Holding Company | | Legal Title of Subsi | idiary Holding Company | |
| (Mailing Address of the So | ubsidiary Holding Company | | (Mailing Address of | f the Subsidiary Holding Company) | and a second |
| City | State | Zip Code | City | State | Zip Code |
| Physical Location (if differ | ent from mailing address) | | Physical Location (| (if different from mailing address) | |

Fidelity Federal Savings & Loan - MHC Delaware, OH Form FR Y-6 December 31, 2023 **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 Shareholders not listed in (3)(1)(c) that had ownership, control or with power to vote as of December 31, 2023 holdings of 5% or more with power to vote during the fiscal year December 31, 2023 (1)(a) (1)(b)(1)(c)(2)(a) (2)(b)(2)(c)Country of Citizenship Number and Percentage of each Class of Name & Address Name & Address Country of Citizenship or Number and Percentage of each Class of City, State, County or Incorporation **Voting Stock** City, State, County Incorporation **Voting Stock** William Martin * Westerville, OH USA USA N/A N/A N/A N/A CEO - Fidelity Federal Savings and Loan Association of Delaware

^{*} The name listed is an appointed delegate for the MHC

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

December 31, 2023 **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 Shareholders not listed in (3)(1)(c) that had ownership, control or holdings of more with power to vote as of December 31, 2023 5% or more with power to vote during the fiscal year December 31, 2023 (1)(a) (1)(b) (2)(a) (2)(b) Name & Address Country of Citizenship or Country of Citizenship Number and Percentage of each Name & Address Number and Percentage of each Class of City, State, County or Incorporation Class of Voting Stock City, State, County Incorporation Voting Stock William Martin * 1 common N/A N/A N/A Westerville, OH USA USA 100% CEO - Fidelity Federal Savings and Loan Association of Delaware

^{*} The name listed is an appointed delegate for the MHC

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

December 31, 2023

Report Item 4

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

Directors & Officers

| (1) Directors & | (2) Principal | (3)(a) Title & | (3)(b) Title & | (3)(c) Title & | (4)(a) Percentage of | (4)(b) Percentage of | (4)(c) List names of other companies |
|--------------------|----------------------|-----------------------|---------------------|---------------------|-----------------------|-----------------------|---|
| Officers | Occupation if other | Position with holding | position with other | position with other | voting shares in bank | voting shares in | (including partnerships) if 25% or more of |
| | than with bank | company | businesses (include | businesses (include | holding company | subsidiaries (include | voting securities are held (list the names of |
| | holding company | | names of other | names of other | | names of | companies & percentage of voting |
| | | | business | business | | subsidiaries) | securities held. |
| Stephen L. Schuler | Retired Pediatrician | Chairman of Board | Director- Fidelity | Business Name: | N/A | N/A | N/A - Employee |
| Delaware, OH | | | Federal Financial | American Health | | | |
| USA | | | Corporation | Network | | | |
| | | | Director Fidelity | Retired | | | |
| | | | Federal Savings and | | | | |
| | | | Loan Association of | | | | |
| | | | Delaware | | | | |
| Robert E. Green | Dentist | Vice Chairman | Director- Fidelity | Business Name: | N/A | N/A | Green Dental Delaware |
| Delaware, OH | | | Federal Financial | Green Dental | | | 51% |
| USA | | | Corporation | Delaware | | | |
| | | | Director Fidelity | Owner | | | |
| | | | Federal Savings and | | | | |
| | | | Loan Association of | | | | |
| | | | Delaware | | | | |
| Edward F. Flahive | Attorney at Law | Director | Director- Fidelity | Business Name: | N/A | N/A | Flahive Law Office |
| Delaware, OH | | | Federal Financial | Flahive Law Office | | | 100% |
| USA | | | Corporation | | | | |
| | | | | Owner | | | |
| | | | Director Fidelity | | | | |
| | | | Federal Savings and | | | | |
| | | | Loan Association of | | | | |
| | | | Delaware | | | | |
| Megan C Hampu | Accountant | Director | Director- Fidelity | Cashman's | N/A | N/A | N/A |
| Delaware, OH | | | Federal Financial | | | | |
| USA | | | Corporation | CFO | | | |
| | | | Director Fidelity | | | | |
| | | | Federal Savings and | | | | |
| | | | Loan Association of | | | | |
| | | | Delaware | | | | |
| Mark H. Hope | Farmer | Director | Director- Fidelity | Business Name: | N/A | N/A | Triken, LLC |
| Delaware, OH | | | Federal Financial | Triken | | | 33.3% |
| USA | | | Corporation | CO-Owner | | | |

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

December 31, 2023

Report Item 4

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

Directors & Officers

| William Martin Westerville, OH USA | N/A | Director President/CEO | President/CEO- Fidelity Federal Financial Corporation President/CEO - Fidelity Federal Savings and Loan Association of Delaware | N/A | 100% | N/A | N/A |
|---|-----|---------------------------|--|---------|------|-----|-----|
| Ana Babiasz Ostrander, OH USA | N/A | Director | Director- Fidelity Federal Financial Corporation Director Fidelity Federal Savings and Loan Association of Delaware | Retired | N/A | N/A | N/A |
| Thomas A. Rubadue Westerville, OH USA | 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, 2023

Report Item 4

(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c) Directors & Officers

| (1) Directors & | (2) Principal | (3)(a) Title & | (3)(b) Title & | (3)(c) Title & | (4)(a) Percentage of | (4)(b) Percentage of | (4)(c) List names of other companies |
|---|--|-------------------------------|--|--|--|--|--|
| Officers | Occupation if other than with bank holding company | Position with holding company | position with other businesses (include names of other business | position with other businesses (include names of other business | voting shares in bank holding company | voting shares in subsidiaries (include names of subsidiaries) | (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 USA | Retired Pediatrician | Chairman of Board | Director Fidelity Federal Savings and Loan Association of Delaware | Business Name: American Health Network Retired | N/A | N/A | N/A - Employee |
| Robert E. Green Delaware, OH USA | Dentist | Vice Chairman | Director Fidelity Federal Savings and Loan Association of Delaware | Business Name: Green Dental Delaware Owner | N/A | N/A | Green Dental Delaware 51% |
| Edward F. Flahive Delaware, OH USA | Attorney at Law | Director | Director Fidelity Federal Savings and Loan Association of Delaware | Business Name: Flahive Law Office Owner | N/A | N/A | Flahive Law Office 100% |
| Megan Hampu Delaware, OH USA | Accountant | Director | Director Fidelity Federal Savings and Loan Association of Delaware | Business Name: Cashman's CFO | N/A | N/A | N/A |
| Mark H. Hope Delaware, OH USA | Farmer | Director | Director Fidelity Federal Savings and Loan Association of Delaware | Business Name: Triken CO-Owner | N/A | N/A | Triken, 33.3% |
| William Martin Westerville, OH USA | N/A | Director President/CEO | President Fidelity Federal Savings and Loan Association of Delaware | N/A | N/A | N/A | N/A |
| Ana Babiasz Ostrander, OH USA | N/A | Director | Director Fidelity Federal Savings and Loan Association of Delaware | Retired | N/A | N/A | N/A |
| Thomas A. Rubadue Westerville, OH USA | N/A | VP/CFO | VP/CFO Fidelity Federal Savings and Loan Association of Delaware | N/A | N/A | N/A | N/A |