

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.

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

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

Date of Signature

#### For Federal Reserve Bank Use Only

RSSD ID \_\_\_\_\_  
C.I. \_\_\_\_\_

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.

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

December 31, 2023

Month / Day / Year

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

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

www.fidfedsl.com

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

Is confidential treatment requested for any portion of this report submission? .....

0=No

1=Yes

0

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."

**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 prior 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.

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**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**

- ☒ 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 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

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

City

State

Zip Code

Physical Location (if different from mailing address)

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Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City

State

Zip Code

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 with power to vote as of December 31, 2023

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, 2023

(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
William Martin * Westerville, OH USA CEO - Fidelity Federal Savings and Loan Association of Delaware	USA	N/A	N/A	N/A	N/A

\* 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 more with power to vote as of December 31, 2023

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, 2023

(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
William Martin * Westerville, OH USA CEO - Fidelity Federal Savings and Loan Association of Delaware	USA	1 common 100%	N/A	N/A	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, 2023

**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)(c) 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 USA	Retired Pediatrician	Chairman of Board	Director- Fidelity Federal Financial Corporation  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 Financial Corporation  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 Financial Corporation  Director Fidelity Federal Savings and Loan Association of Delaware	Business Name: Flahive Law Office  Owner	N/A	N/A	Flahive Law Office 100%
Megan C Hampu Delaware, OH USA	Accountant	Director	Director- Fidelity Federal Financial Corporation  Director Fidelity Federal Savings and Loan Association of Delaware	Cashman's  CFO	N/A	N/A	N/A
Mark H. Hope Delaware, OH USA	Farmer	Director	Director- Fidelity Federal Financial Corporation	Business Name: Triken CO-Owner	N/A	N/A	Triken, LLC 33.3%

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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 & 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)(c) 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 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