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FR Y-6  
OMB Number 7100-0297  
Approval expires December 31, 2014  
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MAR 28 2012

Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6

2435437

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)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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 bank holding company's fiscal year-end):  
**December 31, 2011**  
Month / Day / Year

I, Charlie T Bruce  
Name of the Bank Holding Company Director and Official  
Director  
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
Fidelity Bancorp, Inc.  
Legal Title of Bank Holding Company  
9400 Old Hammond Hwy  
(Mailing Address of the Bank Holding Company) Street / P.O. Box  
Baton Rouge LA 70809  
City State Zip Code

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

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:  
Meg Anderson Chief Executive Officer  
Name Title  
225-923-0232  
Area Code / Phone Number / Extension  
225-928-8270  
Area Code / FAX Number  
manderson@fidelitybankbr.com  
E-mail Address  
www.fidelitybankbr.com  
Address (URL) for the Bank Holding Company's web page

Charlie T. Bruce  
Signature of Bank Holding Company Director and Official  
3/26/12  
Date of Signature

For bank 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 \_\_\_\_\_  
C.I. \_\_\_\_\_

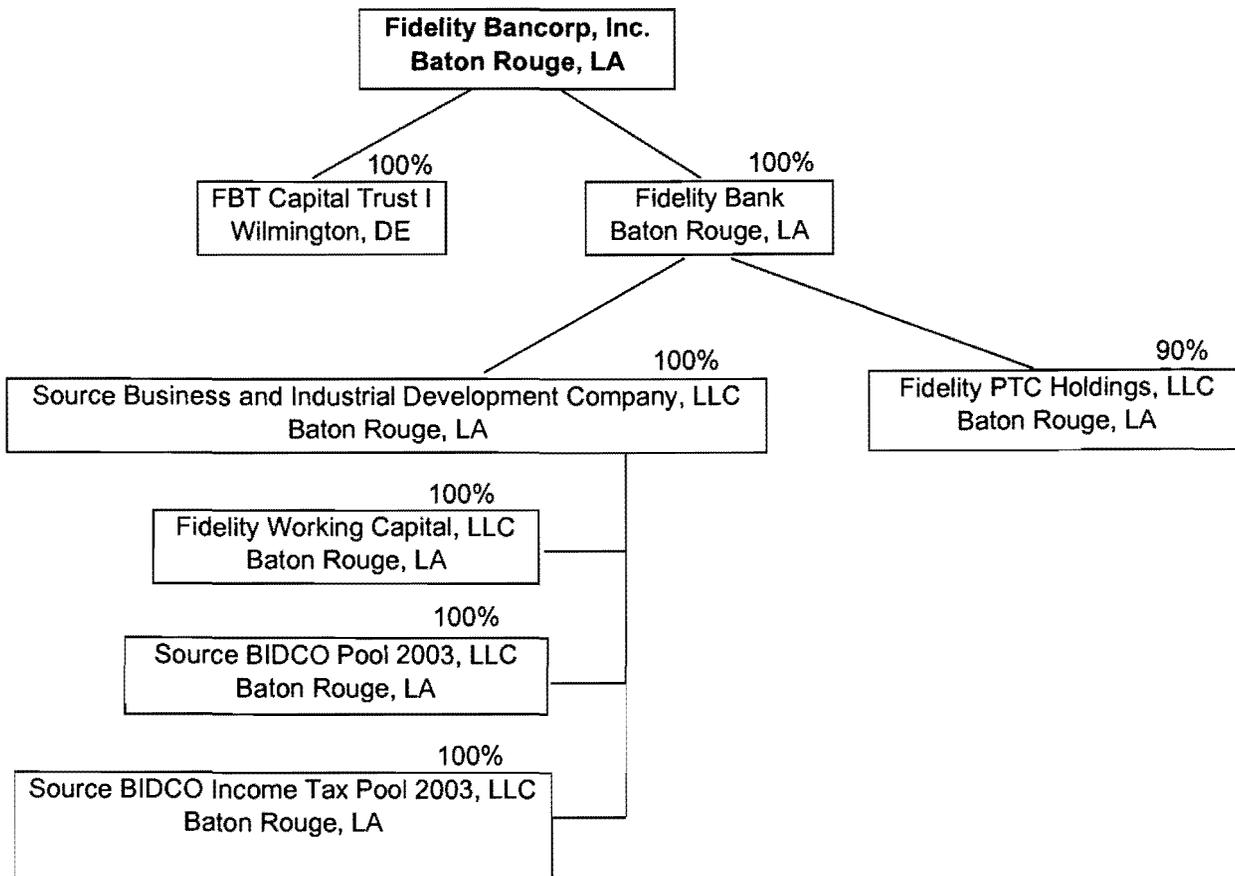
Does the reporter request confidential treatment for any portion of this submission?  
 Yes Please identify the report items to which this request applies:  
\_\_\_\_\_  
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.  
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."  
 No

Form FR Y-6

Fidelity Bancorp, Inc.  
Baton Rouge, LA  
Fiscal Year Ending December 31, 2011

Report Item

- 1: a. The BHC is not required to prepare form 10K with the SEC
- 1: b. The BHC does not prepare an annual report for its shareholders.
  
- 2: a. Organizational Chart



2b. Domestic Branch Listing - Reconciliation Enclosed

**Results:** A list of branches for your depository institution: FIDELITY BANK (ID\_RSSD: 261070).  
 This depository institution is held by FIDELITY BANCORP, INC. (2435437) of BATON ROUGE, LA.  
 The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

**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.

<b>Data Action</b>	<b>Effective Date</b>	<b>Branch Service Type</b>	<b>Branch ID_RSSD*</b>	<b>Popular Name</b>	<b>Street Address</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>County</b>	<b>Country</b>	<b>FDIC UNINUM*</b>	<b>Office Number*</b>	<b>Head Office</b>	<b>ID_RSSD*</b>	<b>Comments</b>
OK		Full Service (Head Office)	261070	FIDELITY BANK	9400 OLD HAMMOND	BATON ROUGE	LA	70809	EAST BATON ROUGE	UNITED STATES	45345	0	FIDELITY BANK	261070	
OK		Full Service	3700365	CENTRAL BRANCH	14545 WAX ROAD	BATON ROUGE	LA	70818	EAST BATON ROUGE	UNITED STATES	418751	102	FIDELITY BANK	261070	
OK		Full Service	3248072	JONES CREEK BRANCH	5350 JONES CREEK ROAD	BATON ROUGE	LA	70817	EAST BATON ROUGE	UNITED STATES	424200	103	FIDELITY BANK	261070	
OK		Full Service	3454378	PERKINS ROAD BRANCH	9655 PERKINS ROAD	BATON ROUGE	LA	70810	EAST BATON ROUGE	UNITED STATES	452118	104	FIDELITY BANK	261070	
OK		Full Service	3700374	DUTCHTOWN BRANCH	12509 HIGHWAY 73	GEISMAR	LA	70734	ASCENSION	UNITED STATES	489630	105	FIDELITY BANK	261070	

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**Fidelity Bancorp, Inc**  
**Fiscal Year Ending December 31, 2011**

**Report Item 3: Shareholders**  
(1)(a)(b)(c) and (2)(a)(b)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2009			Shareholders 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 12-31-09		
(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 of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
L. Michael Ashbrook Monroe, LA	USA	176,947 - 31.11% Common Stock	NONE		
Charles T. Bruce Baton Rouge, LA	USA	176,946 - 31.11% Common Stock			
Kenneth A. Juban Baton Rouge, LA	USA	100,430 - 17.66% Common Stock			
James M. Terrell Baton Rouge, LA	USA	41,137 - 7.23% Common Stock			

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**Fidelity Bancorp, Inc**  
**Fiscal Year Ending December 31, 2011**

**Report Item 4: Insiders**  
(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name City, State Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of other businesses)	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 (includes Partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Margaret C. Anderson Baton Rouge, LA USA	N/A	N/A	Chief Executive Officer & Director Fidelity Bank	N/A	N/A	N/A	N/A
L. Michael Ashbrook Monroe, LA USA	N/A	N/A	N/A	Partner, LMA Partners Partner, Woodlawn Partnership Partner, Blockbuster Joint Venture Partner, Cay Properties Shareholder, GTF Development Corporation Partner, A&A Company Shareholder, GTF, Inc Shareholder, Cypress Point Corp Partner, Guest House Properties Partner, Cypress Point Properties Shareholder, Pine Highland Corporation Partner, Washington Plaza Partners Shareholder, West Monroe Guest House, Inc	<b>31.11%</b>	LMA Partners, 90% direct & 10% indirect int thru PHM Corp Woodlawn Partnership, 18% direct & 57% indirect thru LMA Partners Blockbuster Joint Venture, 25% Cay Properties, 33.33% indirect int thru GTF Dev Corp GTF Development Corporation, 50% A&A Company, 50% GTF, Inc, 50% Cypress Point Corp, 33.33% Guest House Properties, 50% Cypress Point Properties, 33.33% Pine Highland Corporation, 100% Washington Plaza Partners, 56.04% West Monroe Guest House, Inc, 50%	
M. Scott Ashbrook Monroe, LA USA	N/A	Chairman Director	Vice Chairman & Director Fidelity Bank	Member, Monia Properties, LLC Member, Monia Capital LLC Member, Monia Properties III, LLC President, PHM corporation Member, Ashbrook LLP Shareholder, Woodlawn Manor, Inc.	0.00%	N/A	Monia Properties, LLC, 50% Monia Capital, LLC, 51% Monia Properties III, LLC, 50%  Ashbrook LLP, 51% Woodlawn Manor Inc, 51%  Monia GH Properties, LLC, 80% Monia Healthcare, LLC, 100% West Monroe Guesthouse, Inc., 25.5%
Grag Bowser Baton Rouge, LA USA	Chacimal	N/A	Director Fidelity Bank	Vice President, Louisiana Chemical Association President, Mark & Assoc, LLC	N/A	N/A	Mark & Assoc, LLC, 100%
Charles T. Bruce Baton Rouge, LA USA	Retired	Vice President Director	Director Fidelity Bank	Partner, Bruce & Daughters LLC Partner, LJBC, LLC Partner, Apollo Energy, LLC	31.11%	N/A	Bruce & Daughters LLC, 80% LJBC, LLC, 50% Apollo Energy, LLC, 33.3%
Rudy G. Gomez Baton Rouge, LA USA	Management Consultant	Secretary/Treasurer Director	Chairman & Director Fidelity Bank	Sr. Consultant & Partner, SSA Consultants, LLC	0.14%	N/A	SSA Consultants, LLC, 16%

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(1) Name City, State Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of other businesses)	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 (includes Partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Ronald A. Goux Mandeville, LA USA	Nursing Home Administrator	Director	Director Fidelity Bank	Owner, Goux Enterprises, Inc Owner/ President, Crescent City Hlth Care Ctr Owner/ Waldon Health Care, LLC Owner/ Metairie Health Care, LLC Owner/ President, Pontchartrain Pharmacy, Inc President, Riverbend Nursing & Rehab Ctr, Inc Partner, Guest House Properties Partner, West Monroe Guest House Partner, Twin Oaks Nursing Home Partner, Plaquemine Apts LLC	1.14%	N/A	Goux Enterprises, Inc, 100% Crescent City Health Care Center, 51% Waldon Health Care, LLC, 40% Metairie Health Care, LLC, 40% Pontchartrain Pharmacy, Inc, 100% Riverbend Nursing & Rehab Center, Inc, 51% Guest House Properties, 25% West Monroe Guest House, 25% Twin Oaks Nursing Home, 50% Plaquemine Apts LLC, 20%
Ann Mullins Baton Rouge, LA USA	Real Estate	Shareholder	Director Fidelity Bank	C. J. Brown Realtor	1.97%	N/A	College Town Apartments, LLC, 100% Dan Properties, LLC, 50% Ivy Condominiums, LLC, 50% Landmark Plaza, LLC, 100%
Kenneth A. Juban Baton Rouge, LA USA	Entrepreneur	Director	Director Fidelity Bank	Owner, Ken A. Juban, et al Owner, Juban Properties, Inc Partner, Land of Lakes, LLC Partner, Juban's Restaurant, Inc. Owner, B&K Travel, LLC Partner, Travels Limited, LLC Owner, Satellites, LLC Partner, KJBG, LLC Owner, Airline Investments	17.66%	N/A	Ken A. Juban, et al, 100% Juban Properties, Inc, 100% Land of Lakes, LLC, 20% Juban's Restaurant, Inc, 52% B&K Travel, LLC, 100% Travels Limited, LLC, 33% Satellites, LLC, 100% KJBG, LLC, 50% Airline Investments, A Partnership in Commendum dba Bynum Grace & Joffion and Southern Insurance, 100%
Joanie Netterville Baton Rouge, LA USA	N/A	N/A	President, Fidelity Bank	N/A	N/A	N/A	N/A