

Revised

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)(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, 2012

Month / Day / Year

I, Charlie T Bruce

Reporter's Name, Street, and Mailing Address

Fidelity Bancorp, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

Director

9400 Old Hammond Hwy

Title of the Holding Company Director and Official

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

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.

Baton Rouge LA 70809

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:

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 Holding Company's web page

Charlie T. Bruce
Signature of Holding Company Director and Official
3-28-13

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 _____
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

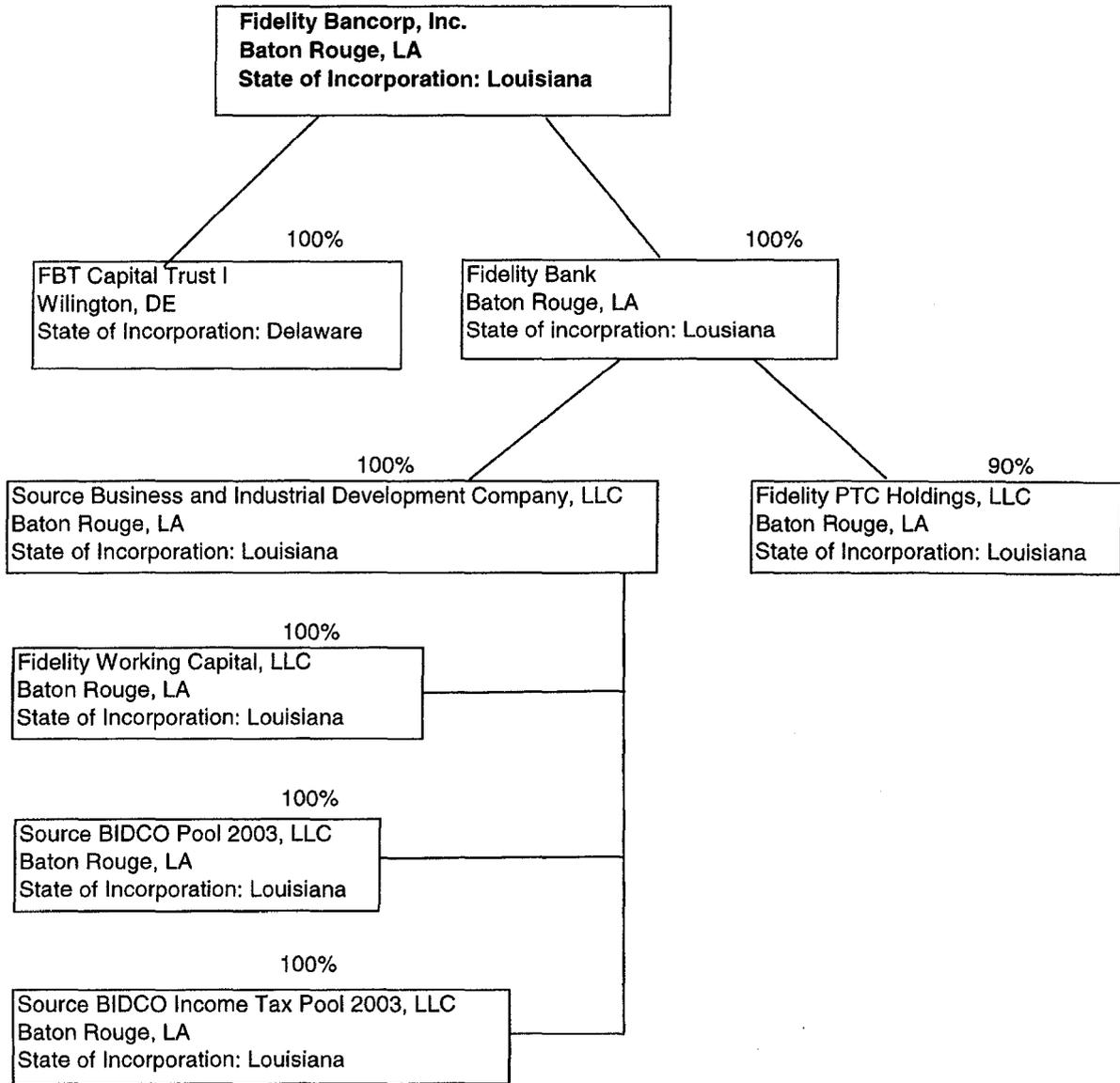
Revised

Form FR Y-6

Fidelity Bancorp, Inc.
Baton Rouge, LA
Fiscal Year Ending December 31, 2012

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. Organization Chart



2:b. Domestic Branch Listing - Reconciliation Enclosed

Results: A list of branches for your holding company: FIDELITY BANCORP, INC. (2435437) of BATON ROUGE, LA.
 The data are as of 12/31/2012. Data reflects information that was received and processed through 02/24/2013.

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)	261070		FIDELITY BANK	9400 OLD HAMMOND	BATON ROUGE	LA	70809	EAST BATON ROUGE	UNITED STATES	45345		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	469630	105	FIDELITY BANK		261070

Form FR Y-6
Fidelity Bancorp, Inc
Fiscal Year Ending December 31, 2012

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 12-31-2012			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
Charles T. Bruce Baton Rouge, LA	USA	176,946 - 31.11% Common Stock	NONE		
Michael Scott Ashbrook Baton Rouge, LA	USA	88,474 - 15.56% Common Stock			
Jeffrey Mark Ashbrook Baton Rouge, LA	USA	88,473 - 15.56% 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			

Form FR Y-6
Fidelity Bancorp, Inc
Fiscal Year Ending December 31, 2012

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 Operating Officer Fidelity Bank	N/A	N/A	N/A	
M. Scott Ashbrook Monroe, LA USA	N/A	Chairman Director	Vice Chairman & Director Fidelity Bank	Member, Monla Properties, LLC Member, Monla Capital LLC Member, Monla Properties III, LLC President, PHM corporation Member, Ashbrook LLP Shareholder, Woodlawn Manor, Inc.	15.56%	N/A	Monla Properties, LLC, 50% Monla Capital, LLC, 51% Monla Properties III, LLC, 50% Ashbrook LLP, 51% Woodlawn Manor Inc, 51% Monla GH Properties, LLC, 80% Monla Healthcare, LLC 100% West Monroe Guesthouse, Inc., 25.5%
Greg Bowser Baton Rouge, LA USA	Checimal	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%
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%

Form FR Y-6
Fidelity Bancorp, Inc
Fiscal Year Ending December 31, 2012

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)
Kenneth A Juban Baton Rouge, LA USA	Entrepreneur	Director	Director Fidelity Bank	Owner, Ken A Juban, etal 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, etal, 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 & Joffron and Southern Insurance, 100%
Joanie Netterville Baton Rouge, LA USA	N/A		President, Fidelity Bank	N/A	N/A	N/A	N/A