



**COPY**

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.

I, James R. Kennedy, Jr.

Name of the Holding Company Director and Official

President

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

1/27/2016  
 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 1203778  
 C.I. \_\_\_\_\_

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

December 31, 2015

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Fidelity Company

Legal Title of Holding Company

2375 Meinen Court

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

Dubuque

IA

52002

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Bryan Vander Lee

CFO & EVP

Name

Title

563-583-3026

Area Code / Phone Number / Extension

563-583-3078

Area Code / FAX Number

bvanderlee@bankfidelity.com

E-mail Address

N/A

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

Does the reporter request confidential treatment for any portion of this submission?

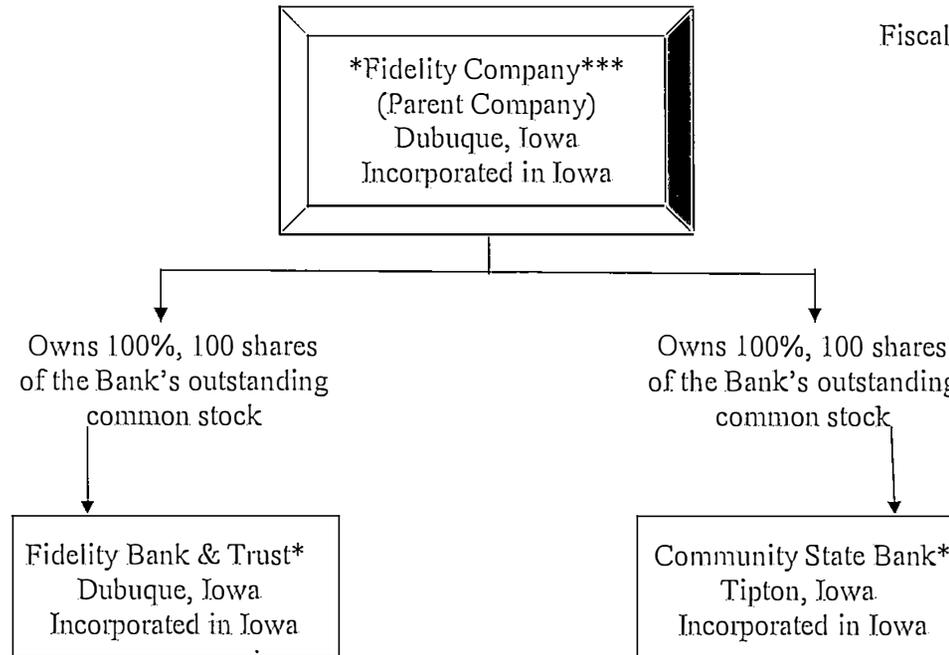
Yes Please identify the report items to which this request applies:

- 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

**Report Item 1:** Fidelity Company does not prepare an annual report for shareholders.  
**Report Item 2 (a):** Organizational Chart

**Form FR Y-6**  
Fidelity Company  
Dubuque, Iowa  
Fiscal Year Ending December 31, 2015



\* None of the entities listed in the Organization Chart above have an assigned LEI

\*\*\*In addition, Fidelity Company is the registered owner of 100% of the Common Securities of three trust entities used for the issuance of trust preferred securities

- Fidelity Company Statutory Trust I, Fidelity Company owns 100% of 248 Common Securities (Incorporated in Delaware)
- Fidelity Company Statutory Trust II, Fidelity Company owns 100% of 310 Common Securities (Incorporated in Delaware)
- EDSB Capital Trust I, Fidelity Company owns 100% of 186 Common Securities (Incorporated in Delaware)

**Report Item 2 (b):** Branch Verification – Submitted via email January 26, 2016

Results: A list of branches for your holding company: FIDELITY COMPANY (J203778) of DUBUQUE, IA. The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

**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)	772240	COMMUNITY STATE BANK	509 LYNN STREET	TIPTON	IA	52772	CEDAR	UNITED STATES	6468	0	COMMUNITY STATE BANK	772240	
OK		Full Service	2424981	CLARENCE BRANCH	309 LOMBARD STREET	CLARENCE	IA	52216	CEDAR	UNITED STATES	221888	3	COMMUNITY STATE BANK	772240	0
OK		Full Service	324443	STANWOOD BRANCH	216 EAST BROADWAY	STANWOOD	IA	52937	CEDAR	UNITED STATES	7900	1	COMMUNITY STATE BANK	772240	
OK		Full Service	3523528	WEST BRANCH	801 WEST MAIN	WEST BRANCH	IA	52358	CEDAR	UNITED STATES	473441	6	COMMUNITY STATE BANK	772240	
OK		Full Service (Head Office)	999249	FIDELITY BANK & TRUST	4250 ASBURY ROAD	DUBUQUE	IA	52002	DUBUQUE	UNITED STATES	8987	0	FIDELITY BANK & TRUST	999249	
OK		Full Service	3293465	EAST DUBUQUE BRANCH	242 WALL STREET	EAST DUBUQUE	IL	61025	JO DAVIESS	UNITED STATES	Not Required	Not Required	FIDELITY BANK & TRUST	999249	
OK		Full Service	183042	ANAMOSA BRANCH	107 SOUTH GARNAVILLO STREET	ANAMOSA	IA	52205	JONES	UNITED STATES	9185	17	FIDELITY BANK & TRUST	999249	
OK		Full Service	2632599	BELLEVUE BRANCH	300 NORTH 2ND STREET	BELLEVUE	IA	52031	JACKSON	UNITED STATES	61206	14	FIDELITY BANK & TRUST	999249	
OK		Full Service	2323075	CASCADE BRANCH	1550 1ST AVENUE EAST	CASCADE	IA	52033	DUBUQUE	UNITED STATES	231947	18	FIDELITY BANK & TRUST	999249	
OK		Full Service	913838	CEDAR CROSS BRANCH	475 CEDAR CROSS ROAD	DUBUQUE	IA	52009	DUBUQUE	UNITED STATES	Not Required	Not Required	FIDELITY BANK & TRUST	999249	
OK		Limited Service	3525971	DYERSVILLE BRANCH	208 2ND STREET SOUTHEAST	DYERSVILLE	IA	52040	DUBUQUE	UNITED STATES	477901	7	FIDELITY BANK & TRUST	999249	
OK		Limited Service	2091516	STONE CREEK SHOPPING CENTER BRANCH	1611 8TH STREET SOUTHEAST	DYERSVILLE	IA	52040	DUBUQUE	UNITED STATES	291409	2	FIDELITY BANK & TRUST	999249	
OK		Full Service	3504255	EPWORTH BRANCH	102 BIERMAN ROAD	EPWORTH	IA	52045	DUBUQUE	UNITED STATES	430799	10	FIDELITY BANK & TRUST	999249	
OK		Full Service	2389884	GUTTENBERG BRANCH	507 SOUTH HIGHWAY 52	GUTTENBERG	IA	52052	CIA. TON	UNITED STATES	56983	4	FIDELITY BANK & TRUST	999249	
OK		Full Service	2153094	LA MOTTE BRANCH	200 NORTH MAIN	LA MOTTE	IA	52054	JACKSON	UNITED STATES	221896	15	FIDELITY BANK & TRUST	999249	
OK		Full Service	2090564	LUXEMBURG BRANCH	105 EAST MAIN STREET	LUXEMBURG	IA	52056	DUBUQUE	UNITED STATES	231408	1	FIDELITY BANK & TRUST	999249	
OK		Full Service	3526015	MAQUOKETA BRANCH	18298 HIGHWAY 64	MAQUOKETA	IA	52060	JACKSON	UNITED STATES	419447	16	FIDELITY BANK & TRUST	999249	
OK		Full Service	3145500	MONTICELLO BRANCH	424 EAST OAK STREET	MONTICELLO	IA	52310	JONES	UNITED STATES	364309	19	FIDELITY BANK & TRUST	999249	
OK		Full Service	2723787	PELWEIN BRANCH	201 SOUTH FREDERICK	PELWEIN	IA	50662	FAYETTE	UNITED STATES	362207	6	FIDELITY BANK & TRUST	999249	
OK		Full Service	3504264	PEOSTA BRANCH	200 PEOSTA ROAD	PEOSTA	IA	52068	DUBUQUE	UNITED STATES	234466	9	FIDELITY BANK & TRUST	999249	
OK		Full Service	2948601	POSTVILLE BRANCH	100 NORTH LAWLOR STREET	POSTVILLE	IA	52162	ALLAMAKEE	UNITED STATES	358568	12	FIDELITY BANK & TRUST	999249	
OK		Full Service	149945	WORTHINGTON BRANCH	110 1ST AVENUE WEST	WORTHINGTON	IA	52078	DUBUQUE	UNITED STATES	9819	8	FIDELITY BANK & TRUST	999249	
OK		Full Service	4475642	PLATTEVILLE BRANCH	2 INSIGHT DRIVE	PLATTEVILLE	WI	53818	GRANT	UNITED STATES	Not Required	Not Required	FIDELITY BANK & TRUST	999249	
Add	4/1/2015	Limited Service		PRAIRIE DU CHIEN	100 NORTH MARQUETTE ROAD, SUITE #106	PRAIRIE DU CHIEN	WI	53821	CRAWFORD	UNITED STATES	Not Required	Not Required	FIDELITY BANK & TRUST	999249	

Form FR Y-6  
Fidelity Company  
Dubuque, Iowa  
Fiscal Year Ending December 31, 2015

Report Item 3: Securities Holders

(1) (a) (b) (c)

Current securities holders with ownership, control, or holding of 5% or more with power to vote as of fiscal year ending December 31, 2015

(1) (a) Name, Address (City, State)	(1) (b) Country of Citizenship Or Incorporation	(1) (c) Number and Percentage of Each Class of Voting Securities
Kennedy Control Trust Dubuque, IA	USA	3,140 - 79.45% Common Stock
Sarah A. Kennedy Cumming, IA	USA	6 - 0.15% Common Stock
Catherine E. Roby Cumming, IA	USA	3 - 0.08% Common Stock
Susan M. Kennedy West Des Moines, IA	USA	17 - 0.43% Common Stock
Jessica L. Kennedy West Des Moines, IA	USA	3 - 0.08% Common Stock
Joseph J. Kennedy Robins, IA	USA	10 - 0.25% Common Stock
Ellen M. Kennedy Robins, IA	USA	2 - 0.05% Common Stock
Sean J. Kennedy Robins, IA	USA	2 - 0.05% Common Stock
Thomas J. Kennedy Robins, IA	USA	2 - 0.05% Common Stock
Daniel J. Kennedy Marion, IA	USA	65 - 1.64% Common Stock
Erica R. Kennedy Dyersville, IA	USA	3 - 0.08% Common Stock

Adam H. Kennedy Dyersville, IA Fidelity Profit Sharing Plan An E.S.O.P Dyersville, IA	USA	3 - 0.08% Common Stock
	USA	615 - 15.56% Common Stock

(2) (a)(b) (c):

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control, or holding of 5% or more with power to vote during fiscal year ending December 31, 2015

None

Form FR Y-6  
Fidelity Company  
Dubuque, Iowa  
Fiscal Year Ending December 31, 2015

(1) Name & Address (City, State)	(2) Occupation, if other than Holding Co.	(3) (a) Title/Position Bank Holding Co.	(3) (b) Title/Position Subsidiaries of BHC	(3) (c) Title/Position Other	(4) (a) % of voting class securities BHC	(4) (b) % of voting class securities subsidiaries of BHC	(4) (c) % of voting class securities other
Kennedy Control Trust Dubuque, IA	N/A	N/A	N/A	N/A	79.45%	None	None
James R. Kennedy Dyersville, IA	None	Senior Vice President	None	None	0.00%	None	None
James R. Kennedy, Jr. Dubuque, IA	None	President & Director	Director Fidelity Bank & Trust Director Community State Bank	None	0.00%	None	None
Bryan G. Vander Lee Dubuque, IA	None	CFO, EVP, Treasurer, Secretary & Director	Director Fidelity Bank & Trust Director Community State Bank	None	0.00%	None	None
Daniel J. Zitelman Dyersville, IA	Banker	Director	President & Director Fidelity Bank & Trust	None	0.36%	None	None
Nancy A. Dunkel Dyersville, IA	Administrator	Vice President	None	None	0.00%	None	None
Sarah A. Kennedy Cumming, IA	Dentist	None	None	None	0.15%	None	None
Catherine E. Roby Cumming, IA	Student	None	None	None	0.08%	None	None
Susan M. Kennedy West Des Moines, IA	Physician	None	None	None	0.43%	None	None
Jessica L. Kennedy West Des Moines, IA	Office Manager	None	None	None	0.08%	None	None
Joseph J. Kennedy Robins, IA	Physician	None	None	None	0.25%	None	None
Ellen M. Kennedy Robins, IA	Student	None	None	None	0.05%	None	None
Sean J. Kennedy Robins, IA	Student	None	None	None	0.05%	None	None
Thomas J. Kennedy Robins, IA	Student	None	None	None	0.05%	None	None

Daniel J. Kennedy Marion, IA	Retail	None	None	None	1.64%	None	None
Erica R. Kennedy Dyersville, IA	Student	None	None	None	0.08%	None	None
Adam H. Kennedy Dyersville, IA	Student	None	None	None	0.08%	None	None
Fidelity Profit Sharing Plan An ESOP Dyersville, IA	N/A	N/A	N/A	N/A	15.56%	None	None