

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, Jodi L. Beal
 Name of the Holding Company Director and Official
Jodi L. Beal VP/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.

Jodi Beal
 Signature of Holding Company Director and Official
1/10/2014
 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. _____

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

09/30/2013
 Month / Day / Year

Reporter's Name, Street, and Mailing Address

Fairmount Bankcorp, INC.
 Legal Title of Holding Company
8216 Philadelphia Rd
 (Mailing Address of the Holding Company) Street / P.O. Box
Baltimore MD 21237
 City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Jodi Beal CFO/VP
 Name Title
410-866-4500 ext 267
 Area Code / Phone Number / Extension

Area Code / FAX Number

beal@fairmountbank.com
 E-mail Address
www.fairmountbankcorp.com
 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

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.

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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Form FR Y-6

**Fairmount Bancorp, Inc.
Baltimore, Maryland
Fiscal Year Ending September 30, 2013**

Report items:

1. The bank holding company prepares an annual report for its securities and is registered with the SEC.

2a. Organizational Chart

Fairmount Bancorp, Inc.
Baltimore, MD 21237
Incorporated in Maryland

Owns 100% of

|
|
Fairmount Bank
Baltimore, MD 21237
Incorporated in Maryland

2b. One domestic branch:

Fairmount Branch
Branch opened 2009 (moved from across the street)
8216 Philadelphia Road, Baltimore, MD 21237
Full Service Branch

3. Securities Holders

(1) (a) Name, City, State, Country	(1)(b) Country of Citizenship	(1)(c) Number and percentage of Each Class of Voting Securities
Joseph Solomon Baltimore, MD USA	USA	24,980 shares/5.15%
Joseph Stilwell New York, NY USA	USA	26,348 shares/5.43%
Jeffrey Slemrod/Frances Slemrod Newtown, PA USA	USA	25,654 shares/5.29%
Fairmount Bancorp, Inc. Employee Stock Ownership Plan Trust Baltimore, MD USA	USA	40,025 shares/8.25%

4. Insiders

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries	(3) (c) Title & Position with other Businesses	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies if 25% or more of voting securities are held
Joseph Solomon Baltimore, MD, USA	N/A	Director/ President	Director/ President	N/A	5.15%	None	N/A
Jodi L. Beal Baltimore, MD USA	N/A	Vice President/ CFO	Vice President/CFO	N/A	3.33%	None	N/A
William Yanke Baltimore, MD USA	CPA	Chairman of The Board	Chairman of The Board	CPA	2.40%	None	N/A
Mary Craig Baltimore, MD USA	Administrative Law Judge	Director	Director	Administrative Law Judge President/ Master	2.50%	None	N/A Master Graphics (100%)
Edward Lally Baltimore, MD USA	Printing and Graphic Design	Director	Director	Graphics, Inc.	1.16%	None	N/A Lassahn Funeral Home (100%)
Jay French Baltimore, MD USA	Real Estate Developer	Director	Director	Retired	0.70%	None	N/A Lassahn Funeral Home (100%)
Edgar Lassahn, Jr. Baltimore, MD USA	Funeral Home Owner	Director	Director	President/ Owner	0.51%	None	N/A Lassahn Funeral Home (100%)