FRB RICHMOND
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.

Date of Report (top-tier holding company's fiscal year-end):
September 30, 2014

Name of the Holding Company Director and Official
President/CEO
Jodi M. Solomon

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
3/10/15

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
RSSID 4184214
C.I.

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.

Person to whom questions about this report should be directed:
Jodi Beal
CFO/VP
410-866-4500

Area Code / Phone Number / Extension

Area Code / FAX Number
jbeal@fairmountbank.com

E-mail Address
fairmountbank.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:
☐ No

☑ 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.”

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

10/2014
1. The bank holding company prepares an annual report. The bank holding company is not registered with the SEC.

2a. Organizational Chart

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

Owes 100% of
Fairmount Bank
Baltimore, MD 21237
Incorporated in Maryland

2b. One domestic branch
Fairmount Branch
8216 Philadelphia Road Baltimore MD 21237
Full Service Branch
Results: A list of branches for your depository institution: FAIRMOUNT BANK (ID_RSSD: 313773).
This depository institution is held by FAIRMOUNT BANCORP, INC. (4184216) of ROSEDALE, MD.
The data are as of 09/30/2014. Data reflects information that was received and processed through 04/06/2015.

**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.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>CHANGE</td>
<td>ALWAYS</td>
<td>Full Service</td>
<td>317773</td>
<td>FAIRMOUNT</td>
<td>8216 PHILADELPHIA ROAD</td>
<td>BALTIMORE</td>
<td>MD</td>
<td>21237</td>
<td>BALTIMORE</td>
<td>UNITED STATES</td>
<td>51203</td>
<td>OF FAIRMOUNT BANK</td>
<td>317773</td>
<td></td>
<td></td>
</tr>
<tr>
<td>CLOSED</td>
<td>May-13</td>
<td>Full Service</td>
<td>297779</td>
<td>FULLERTON</td>
<td>7527 BEALI ROAD</td>
<td>NOTTINGHAM</td>
<td>MD</td>
<td>21236</td>
<td>BALTIMORE</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>FAIRMOUNT BANK</td>
<td>317773</td>
<td></td>
</tr>
</tbody>
</table>
3. Securities Holders

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>Country of Citizenship</th>
<th>Number and percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Joseph Solomon, Baltimore, MD, USA</td>
<td>USA</td>
<td>32,527 shares/6.60%</td>
</tr>
<tr>
<td>Joseph Stilwell, Baltimore, MD, USA</td>
<td>USA</td>
<td>34,048 shares/7.10%</td>
</tr>
<tr>
<td>Jeffrey Slemrod/Frances Slemrod, Newtown, PA, USA</td>
<td>USA</td>
<td>25,654 shares/5.3%</td>
</tr>
<tr>
<td>Fairmount Bancorp, Inc. Employee Stock Ownership Plan Trust, Baltimore, MD, USA</td>
<td>USA</td>
<td>40,025 shares/8.30%</td>
</tr>
<tr>
<td>Name</td>
<td>City, State, Country</td>
<td>Occupation if other than with Holding Company</td>
</tr>
<tr>
<td>-------------------------------</td>
<td>----------------------</td>
<td>-----------------------------------------------</td>
</tr>
<tr>
<td>Joseph Solomon</td>
<td>Baltimore, MD USA</td>
<td>N/A</td>
</tr>
<tr>
<td>Jodi Beal</td>
<td>Baltimore, MD USA</td>
<td>N/A</td>
</tr>
<tr>
<td>William Yanke</td>
<td>Baltimore, MD USA</td>
<td>CPA</td>
</tr>
<tr>
<td>Mary Craig</td>
<td>Baltimore, MD USA</td>
<td>Administrative Law Judge</td>
</tr>
<tr>
<td>Jay French</td>
<td>Baltimore, MD USA</td>
<td>Real Estate Developer</td>
</tr>
<tr>
<td>Edgar Lassahn, Jr.</td>
<td>Baltimore, MD USA</td>
<td>Funeral Home Owner</td>
</tr>
</tbody>
</table>