

FS Bancorp, Inc.
Form SC 13G/A
January 31, 2019

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UNITED STATES
SECURITIES AND
EXCHANGE
COMMISSION
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities
Exchange Act of 1934

(Amendment No. 4) *

FS Bancorp, Inc.
(Name of Issuer)

Common Stock, par value
\$0.01 per share
(Title of Class of
Securities)

30263Y104
(CUSIP Number)

December 31, 2018
(Date of Event Which
Requires Filing of this
Statement)

Check the appropriate
box to designate the rule
pursuant to which this
Schedule is filed:

x Rule
 13d-1(b)

o Rule
 13d-1(c)

o Rule
13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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Name of Reporting Persons.

I.R.S. Identification No. of above
persons (entities only).

1. Delaware Charter Guarantee & Trust
Company dba Principal Trust Company
as Trustee for the FS Bancorp, Inc.
Employee Stock Ownership Plan

IRS No. 51-0099493

Check the Appropriate Box if a Member
of a Group:

2. (a) ☐

(b) ☐

3. SEC Use Only

Citizenship or Place of Organization:

4. Delaware

Number of Shares Sole Voting Power: 0

Number of Shares Shared Voting Power: 254,572

Number of Shares Beneficially Owned Sole Dispositive Power: 0

Number of Shares Shared Dispositive Power: 254,572

With:

9. Aggregate Amount Beneficially owned
by Each Reporting Person
254,572

Check if Aggregate Amount in Row (9)

10. Excludes Certain Shares:
☐

Percent of Class Represented by

11. Amount in Row (9):
5.67%

12. Type of Reporting Person:
EP

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Item 1.

(a) Name of Issuer: FS Bancorp, Inc.

(b) Address of Issuer's Principal Executive Offices: 6920 220th St SW Ste 200 Mountlake Terrace WA 98043

Item 2.

(a) - (c) Name, Principal Business Address and Citizenship of Person Filing:

Delaware Charter
Guarantee & Trust
Company dba Principal
Trust Company as Trustee
for the FS Bancorp, Inc.
Employee Stock
Ownership Plan
1013 Centre Road Ste 300
Wilmington DE
19805-1265

Citizenship: Delaware

(d) Title if Class of Securities: Common Stock, par value \$0.01 per share

(e) CUSIP Number: 30263Y104

Item 3. If this statement is filed pursuant to Rule 13D-1(b) or 13D-2(b) or (c), check whether the person filing is a:

(f) ☒ An employee benefit plan or endowment fund in accordance

with Rule
13d-1(b)(1)(ii)(F);

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) The FS Bancorp, Inc. Employee Stock Ownership Plan (“Plan”) is subject to the Employee Retirement Income Security Act of 1974 (“ERISA”). Delaware Charter Guarantee & Trust Company dba Principal Trust Company acts as the Trustee of the FS Bancorp, Inc. Employee Stock Ownership Plan Trust (“Trust”). As of December 31, 2018, the FS Bancorp, Inc. Employee Stock Ownership Plan Trust held 254,572 shares of the Issuer's common stock. The securities reported include all shares held of record by the Trustee. The Trustee follows the directions of the Employer, FS Bancorp, Inc. (the “Employer”), or other parties designated in the trust agreement between the Employer and the Trustee, with respect to voting and disposition of shares. The Trustee, however, is subject to fiduciary duties under ERISA. The Trustee disclaims beneficial ownership of the shares of common stock that are the

subject of this Schedule
13G.

The 254,572 shares of
common stock represent
5.67% of the Issuer's
outstanding shares of

- (b) common stock. The
percent of class is based
on shares outstanding as
of December 31, 2018, as
provided by the Issuer.
-

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(c) Number of shares as to which
such person has:

- | | | |
|-------|--|---------|
| | Sole power | |
| (i) | to vote or
direct the
vote: | 0 |
| | Shared | |
| (ii) | power to
vote or
direct the
vote: | 254,572 |
| | Sole power | |
| (iii) | to dispose
or direct
the
disposition
of: | 0 |
| | Shared | |
| (iv) | power to
dispose or
direct the
disposition
of: | 254,572 |

Item 5. Ownership of Five Percent
or Less of Class

Not Applicable

Item 6. Ownership of More Than
Five Percent on Behalf of Another
Person

Not Applicable

Item 7. Identification and
Classification of the Subsidiary
Which Acquired the Security Being
Reported on by the Parent Holding
Company

Not Applicable

Item 8. Identification and
Classification of Members of the
Group

Not Applicable

Item 9. Notice of Dissolution of
Group

Not Applicable

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of having or influencing the control of the issuer of the securities and are not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry
and to the best of my
knowledge and belief, I
certify that the information
set forth in this statement
is true, complete and
correct.

Delaware
Charter
Guarantee &
Trust
Company

/s/ Kristin M.
Camp
Kristin
M.
Camp
President
January
23,
2019