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

OMB APPROVAL

-----

. June 20 100*1* 

OMB Number: 3235-0058

Expires:

FORM 12b-25

NOTIFICATION OF LATE FILING	Estimated average burden hours per response2.50				
(Check One): [_] Form 10-K [_] Form 20-F [_] Form 11-K [X] Form 10-Q [_] Form N-SAR					
For Period Ended: September 30, 1994					
[_] Transition Report on Form 10-K [_] Transition Report on Form 20-F [_] Transition Report on Form 11-K [_] Transition Report on Form 10-Q [_] Transition Report on Form N-SAR  For the Transition Period Ended:	CUSIP NUMBER 172862 10 4				
Read Instruction (on back page) Before Preparing Form. Please Print or Type.  NOTHING IN THIS FORM SHALL BE CONSTRUED TO IMPLY THAT THE COMMISSION HAS VERIFIED ANY INFORMATION CONTAINED HEREIN.					
If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:					
PART IREGISTRANT INFORMATION					
Full Name of Registrant					
Citadel Holding Corporation					
Former Name if Applicable					
Address of Principal Executive Office (Street and Number)					
600 North Brand Boulevard					
City, State and Zip Code					
Glendale, California 91203					

PART II--RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, 11-K, Form N-SAR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, or portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

### PART III -- NARRATIVE

[X]

State below in reasonable detail the reasons why the Form 10-K, 11-K, 10-Q, N-SAR, or the transition report or portion thereof, could not be filed within

the prescribed time period. (ATTACH EXTRA SHEETS IF NEEDED)

SEE ATTACHED NARRATIVE

(ATTACH EXTRA SHEETS IF NEEDED)

SEC 1344 (11-91)

PART	IVOTHER INFORMATION				
(1)	Name and telephone number of person to contact in regard to this notification				
	Steve Wesson	(818)	551-7450	9	
	(Name)				
(2)	Have all other periodic rep of 15(d) of the Securities Section 30 of the Investmen preceding 12 months (or for registrant was required to If the answer is no, identi	Exchange Act of 1 t Company Act of such shorter) pe file such reports	1934 or 1940 during the eriod that the	[X] Yes [_] No	
(3)	Is it anticipated that any operations from the corresp fiscal year will be reflect be included in the subject  If so, attach an explanatio and quantitatively, and, if estimate of the results can	onding period for ed by the earning report or portion n of the anticipa appropriate, sta	the last gs statements to n thereof? ated change, both	[X] Yes [_] No n narratively	
Citadel Holding Corporation					
(Name of Registrant as Specified in Charter)					
	caused this notification to unto duly authorized.	be signed on its	behalf by the u	ndersigned	
Date	November 14, 1994	-	STEVE WESSON		
			/e Wesson		
or by signi state (othe	RUCTION: The form may be si any other duly authorized ing the form shall be typed ement is signed on behalf of er than an executive officer on behalf of the registrant	representative. Tor printed beneate the registrant beneated, evidence of the registrant because the registers.	The name and tit. The the signature By an authorized The representative	le of the person . If the representative	
	INTENTIONAL MISS CONSTITUTE FEDERAL CRIM	TATEMENTS OR OMIS	SSIONS OF FACT (SEE 18 U.S.C. 10	9 <b>01</b> ).	
	GEN	ERAL INSTRUCTIONS	3		
1. 1	This form is required by Rul	e 12b-25 (17 CFR	240, 12b-25) of	the General	

- Rules and Regulations under the Securities Exchange Act of 1934.
- One signed original and four conformed copies of this form and amendments thereto must be completed and filed with the Securities and Exchange Commission, Washington, D.C. 20549, in accordance with Rule 0-3 of the General Rules and Regulations under the Act. The information contained in or filed with the form will be made a matter of public record in the Commission files.
- 3. A manually signed copy of the form and amendments thereto shall be filed with each national securities exchange on which any class of securities of the registrant is registered.
- 4. Amendments to the notifications must also be filed on form 12b-25 but need not restate information that has been correctly furnished. The form shall be clearly identified as an amended notification.
- 5. Electronic Filers. This form shall not be used by electronic filers unable to timely file a report solely due to electronic difficulties. Filers unable to submit a report within the time period prescribed due to difficulties in

electronic filing should comply with either Rule 201 or Rule 202 of Regulation S-T or apply for an adjustment in filing date pursuant to Rule 13(b) of Regulation S-T.

# EXTRA SHEET

## PART III--NARRATIVE

Registrant will be unable to timely file its Quarterly Report on Form 10-Q for the quarter ended September 30, 1994 because Registrant needs time to assimilate the recently-released quarterly results for Fidelity Federal Bank, a Federal Savings Bank, ("Fidelity"). Registrant owns approximately 17% of the outstanding common stock of Fidelity. Registrant is currently incorporating such results into its 10-Q. Registrant will file its 10-Q promptly upon preparation of this additional disclosure and in no event beyond the applicable extension period.