



DIVISION OF
CORPORATION FINANCE

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

April 20, 2022

Joseph C. Adams
Chief Executive Officer
FS Bancorp, Inc.
6920 220 th Street SW
Mountlake Terrace, WA 98043

Re: FS Bancorp, Inc.
Registration Statement on Form S-3
Filed April 13, 2022
File No. 333-264269

Dear Mr. Adams:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact David Gessert at 202-551-2326 with any questions.

Sincerely,

Division of Corporation Finance
Office of Finance