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As filed with the Securities and Exchange Commission on March 25, 2011  
File No. 24-10058

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**POST-QUALIFICATION AMENDMENT NO. 10  
TO THE  
FORM 1-A  
REGULATION A OFFERING STATEMENT  
UNDER THE SECURITIES ACT OF 1933**

Received SEC  
MAR 25 2011  
Washington, DC 20549

**DELHI BANK CORP.**  
(Exact name of issuer as specified in its charter)

**New York**  
(State or other jurisdiction of incorporation or organization)

**124 Main Street  
Delhi, New York 13753  
(607) 746-0700**  
(Address, including zip code, and telephone number,  
including area code of issuer's principal executive offices)

**Mr. Robert W. Armstrong  
President and Chief Executive Officer  
Delhi Bank Corp.  
124 Main Street  
Delhi, New York 13753  
(607) 746-0700**  
(Name, address, including zip code, and  
telephone number, including area code, of agent for service)

With Copies to:  
**Christina M. Gattuso, Esq.  
Kilpatrick Townsend & Stockton LLP  
607 14<sup>th</sup> Street, NW, Suite 900  
Washington, DC 20005  
(202) 508-5800**

**6712**  
(Primary Standard Industrial  
Classification Code Number)


**14-1777653**  
(I.R.S. Employer  
Identification Number)

This offering statement shall only be qualified upon order of the Securities and Exchange Commission, unless a subsequent amendment is filed indicating the intention to become qualified by operation of the terms of Regulation A.

SIGNATURES

The issuer has duly caused this offering statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Village of Delhi, State of New York, on March 25, 2011.

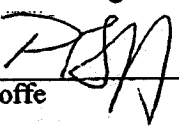
DELHI BANK CORP.

By:   
Robert W. Armstrong  
Director, President and Chief Executive Officer

This offering statement has been signed by the following persons in the capacities and on the dates indicated.

  
Robert W. Armstrong

Director, President and Chief Executive Officer March 25, 2011

  
Peter V. Gioffe

Treasurer March 25, 2011

  
Timothy C. Townsend

Chairman of the Board March 25, 2011


  
Raymond Christensen

Director March 25, 2011

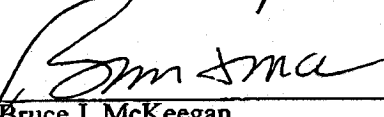


Andrew F. Davis III

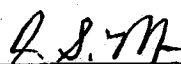
Director March 25, 2011

  
Michael E. Finberg

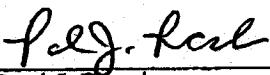
Director March 25, 2011

  
Bruce J. McKeegan

Director March 25, 2011

  
Ann S. Morris

Director March 25, 2011

  
Paul J. Roach

Director March 25, 2011