

COPY

Board of Governors of the Federal Reserve System

MAR 31 2014



Annual Report of Holding Companies—FR Y-6 RICHMOND

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.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

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.

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

December 31, 2013

Month / Day / Year

I, Harold C. Rauner,
Name of the Holding Company Director and Official
CEO, President and Director
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

United Financial Banking Companies, Inc.

Legal Title of Holding Company

133 Maple Avenue East / P.O. Box 2459

(Mailing Address of the Holding Company) Street / P.O. Box

Vienna VA 22180
City State Zip Code

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.

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Lisa M. Porter CFO / EVP

Name Title

703-938-5808

Area Code / Phone Number / Extension

703-938-1668

Area Code / FAX Number

lporter@tbbva.com

E-mail Address

none

Signature of Holding Company Director and Official

03/26/2014

Date of Signature

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

RSSD ID 1075788
C.I. _____

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

- 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."

No

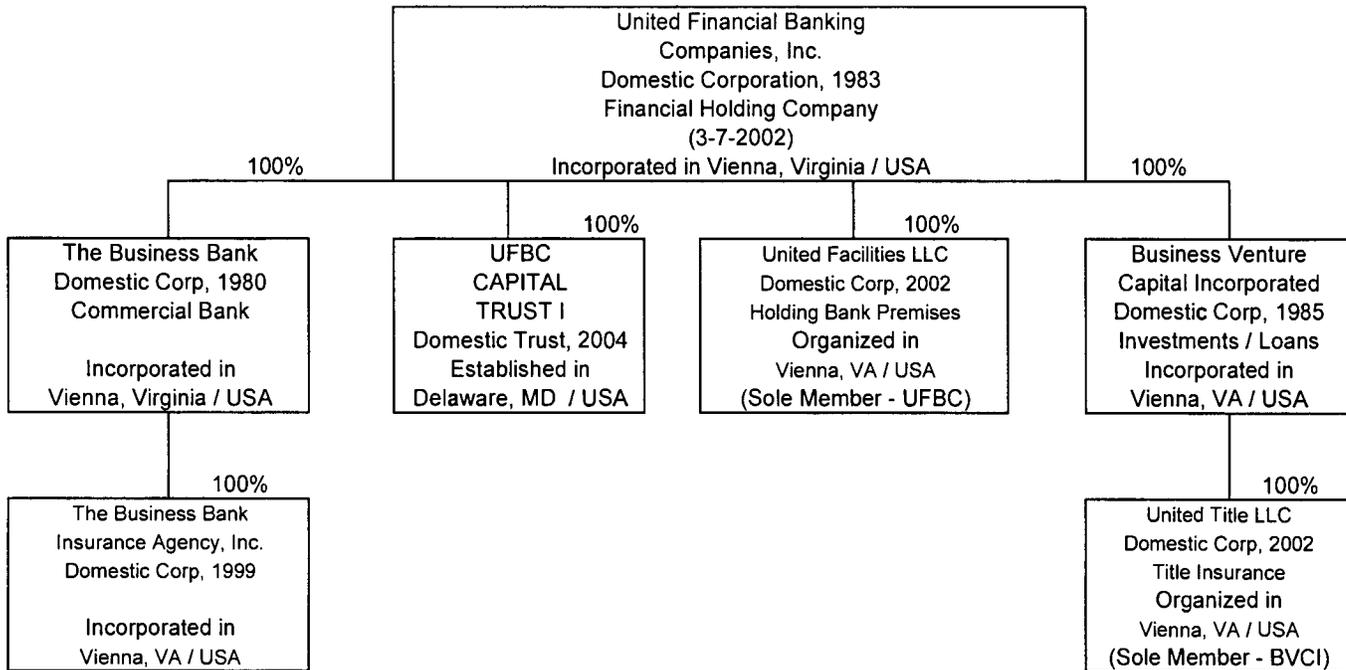
Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments 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, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

FEDERAL RESERVE REPORT FORM FR Y-6
United Financial Banking Companies, Inc.
Vienna, Virginia
Fiscal Year Ending December 31, 2013

Report Item

1. Enclosed

2a. Organizational Chart



COMPANY HEADQUARTERS: All entities' headquarters are located at:

133 Maple Avenue East
 Post Office Box 2459
 Vienna, Virginia 22180

2b. Verification of Branches - Attachment A

3. (1) Shareholders - Attachment B

3. (2) None

4.(1),(2),(3),(4) Directors and Officers - Attachment D

4. (b) Ownership of direct and indirect subsidiaries are held by the parent or another subsidiary

Results: A list of branches for your depository institution: BUSINESS BANK, THE (ID_RSSD: 913520).
 This depository institution is held by UNITED FINANCIAL BANKING COMPANIES, INC. (1075788) of VIENNA, VA.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number *	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	913520	BUSINESS BANK, THE	133 MAPLE AVENUE, EAST	VIENNA	VA	22180	FAIRFAX	UNITED STATES	16505	0	BUSINESS BANK, THE	913520	
OK		Full Service	4357216	ALEXANDRIA BRANCH	697 N. WASHINGTON STREET	ALEXANDRIA	VA	22314	ALEXANDRIA CITY	UNITED STATES	526484	9	BUSINESS BANK, THE	913520	
OK		Full Service	3648243	BALLSTON BRANCH	4300 WILSON BOULEVARD, SUITE 102	ARLINGTON	VA	22203	ARLINGTON	UNITED STATES	478825	6	BUSINESS BANK, THE	913520	
OK		Full Service	3940956	ASHBURN BRANCH	44933 GEORGE WASHINGTON BLVD, SUITE 100	ASHBURN	VA	20147	LOUDOUN	UNITED STATES	493418	8	BUSINESS BANK, THE	913520	
OK		Full Service	2838896	MCLEAN BRANCH	1451 DOLLEY MADISON BOULEVARD, SUITE 103	MC LEAN	VA	22101	FAIRFAX	UNITED STATES	256516	2	BUSINESS BANK, THE	913520	
OK		Full Service	3216222	TYSONS BRANCH	1750 TYSONS BOULEVARD, SUITE 100	MC LEAN	VA	22102	FAIRFAX	UNITED STATES	484695	7	BUSINESS BANK, THE	913520	
OK		Full Service	3141230	RESTON BRANCH	1900 CENTENNIAL PARK DRIVE	RESTON	VA	20191	FAIRFAX	UNITED STATES	365855	3	BUSINESS BANK, THE	913520	
OK		Full Service	3679676	STERLING BRANCH	45975 NOKES BLVD STE 130	STERLING	VA	20166	LOUDOUN	UNITED STATES	446147	5	BUSINESS BANK, THE	913520	

FORM FR Y-6
DECEMBER 31, 2013

Report Item 3: Shareholders

(1)(a) (1)(b) (1)(c)

(1) (a) Name and Address	(1) (b) Country of Citizenship	(1) (c) Shares Owned	(1) (c) Percent of Class*	(1) (c) Shares Owned Including Options (amount of options)	(1) (c) Percent of Class*
Jeffery T. Valcourt / JNV Limited Partnership II Chairman, Director McLean, VA	USA	450,519	32.58%	457,519 (1)	32.92%
CEDE & Co. DTC Clearinghouse New York, NY	USA	438,674	31.72%	438,674	31.72%
Matthew D. Meyer 5% shareholder Alexandria, VA	USA	185,014	13.38%	185,014 (2)	13.38%
Michael J. Meyer 5% shareholder Alexandria, VA	USA	185,014	13.38%	185,014 (2)	13.38%
Rita M. Peterson 5% shareholder Alexandria, VA	USA	185,014	13.38%	185,014 (2)	13.38%
Peter V. Meyer 5% shareholder Alexandria, VA	USA	185,014	13.38%	185,014 (2)	13.38%
Denise M. Prince 5% shareholder Alexandria, VA	USA	185,014	13.38%	185,014 (2)	13.38%
Abigail E. Meyer 5% shareholder Alexandria, VA	USA	144,000	10.41%	144,000 (2)	10.41%
Manuel V. Fernandez Vice Chair, Director Washington, DC	USA	181,191	13.10%	181,191	13.10%
Harold C. Rauner President, Director Vienna, VA	USA	88,359	6.39%	88,359 (3)	6.39%
James K. Jeanblanc 5% shareholder Washington, DC	USA	77,012	5.57%	77,012	5.57%

- (1) Includes 1,000 shares of Common Stock owned by Mr. Valcourt and options to purchase 7,000 shares of Common Stock pursuant to the Company's Directors Stock Plans. Also includes 449,519 shares of Common Stock owned by JNV Limited Partnership II, of which Mr. Valcourt is the general partner.
- (2) The Rinnis 2011 Trust – established November 11, 2011 holds 140,000 shares of Common Stock. Mr. Mathew D. Meyer, Mr. Michael J. Meyer, Mrs. Rita M. Peterson, Mr. Peter V. Meyer, Mrs. Denise M. Prince and Ms. Abigail E. Meyer have beneficial ownership as trustees of the Rinnis 2011 Trust. Rinnis Associates, Inc., an investment company, holds 45,014 shares of Common Stock. Mr. Mathew D. Meyer, Mr. Michael J. Meyer, Mrs. Rita M. Peterson, Mr. Peter V. Meyer and Mrs. Denise M. Prince have beneficial ownership as shareholders of Rinnis Associates, Inc. Ms. Abigail E. Meyer owns 4,000 shares directly.
- (3) Includes 78,359 shares owned directly by Mr. Rauner and 10,000 shares owned jointly with his spouse, Linda Rauner.

December 31, 2013

Report Item 4: Directors and Officers and Principal Shareholders

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) NAME & ADDRESS UFBC DIRECTORS	(2) PRINCIPAL OCCUPATION OTHER THAN HOLDING CO.	(3)(a) TITLE & POSITION WITH BANK HOLDING CO. YEAR ELECTED	(3)(b) TITLE & POSITION WITH SUBSIDIARIES	COMMON SHARES OF UFBC STOCK	(4)(a) % SHARES OF UFBC STOCK	(3)(c) AFFILIATE COMPANIES	(4)(c) AFFILIATE OWNERSHIP >25%	(4)(b) % of VOTING SUB. SHARES
Jeffery Valcourt McLean, VA	Valcourt Building Services Window Cleaning General Partner Managing Member	Chairman of the Board Director 1997 Bank & UFBC Director	The Business Bank - Director, Vice Chairman Business Venture Capital, Inc. - Director The Business Bank Insurance Agency, Inc. - Director United Title LLC - Director United Facilities LLC - Director	457,519	32.92%	Managing member - Valcourt Building Services, LLC Valcourt Building Services of VA, LLC Valcourt Bldg Services of NJ, LLC Valcourt Bldg Services of GA, LLC Valcourt Bldg Svcs of DE Valley, LLC Valcourt Bldg Services of DC, LLC Valcourt Exterior Bldg Svcs. Of FL, LLC Valcourt Exterior Bldg Svcs of NJ, LLC Valcourt Exterior Bldg Svcs of DC, LLC 663 PA Ave. LLC 4695 18th Street LLC 1690 Roberts Blvd Unit 102 LC 417 East Magnolia Drive, LLC	100.00% 46.51% 70.00% 61.00% 50.00% 82.00% 100.00% 50.00% 100.00% 100.00% 100.00% 50.00% 100.00%	None
Manuel V. Fernandez Washington, DC	Hotel, Restaurant Operator 650 Water Street, Inc.	Vice Chairman of the Board Director 1998	The Business Bank Insurance Agency, Inc. - Director	181,191	13.10%	650 Water Street, Inc. - President MVF Assoc. - General Partner K&F Partners - General Partner	37.00% 56.00% 50.00%	None
Dennis Meyer Alexandria, VA	Senior Counsel Baker & McKenzie	Director 1991	None	24,352	1.76%	None		None
Harold C. Rauner Vienna, VA	Banking The Business Bank	President / CEO Director 1995	The Business Bank - President/CEO, Chairman of the Board, Director Business Venture Capital Incorporated President, Director The Business Bank Insurance Agency, Inc. - Director United Title LLC, United Facilities LLC Director	88,359	6.39%	Potomac Conservancy - Director Flatrock Financial LLC - Managing member Gen'l Washington, LC - Member Dominion, LC - Member Big Spring Corner LLC - Managing Member Garrisonville Road Partners LLC - Managing Member	100.00% 50.00% 33.33% 25.00% 25.00%	None

December 31, 2013

Report Item 4: Directors and Officers and Principal Shareholders

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) NAME & ADDRESS	(2) PRINCIPAL OCCUPATION OTHER THAN HOLDING CO.	(3)(a) TITLE & POSITION WITH BANK HOLDING CO. YEAR ELECTED	(3)(b) TITLE & POSITION WITH SUBSIDIARIES	COMMON SHARES OF UFBC STOCK	(4)(a) % SHARES OF UFBC STOCK	(3)(c) AFFILIATE COMPANIES	(4)(c) AFFILIATE OWNERSHIP >25%	(4)(b) % of VOTING SUB. SHARES
UFBC & BANK DIRECTORS								
Robert E. Carpenter McLean, VA	Engineer - retired Engineer - consulting	Director 2005	Director - The Business Bank 1996	39,033	2.82%	McLean Management LLC - Managing Member	100.00%	None
Charles S. Evans McLean, VA	Chairman Computerware, Inc.	Director 2005	Director - The Business Bank 1998	18,500	1.34%	None		None
John R. Motz Vienna, VA	President Commercial Condominium Mgt. Company	Director 2005	Director - The Business Bank 2000 United Title LLC, United Facilities LLC Director, 2007	18,350	1.33%	Wash. Realty Brokerage - President Tyco Properties, LLC - President Commerce Centre Properties LLC - Member	100.00% 33.00% 100.00%	None
Robert W. Pitts McLean, VA	President Pitts & Company PC Accounting firm	Director 2003	Director - The Business Bank - 1998 Business Venture Capital Incorporated United Title LLC, United Facilities LLC Director, 2006	39,245	2.84%	Pointe Rentals Partnership - Partner Pitts & Company, LLC - Managing Member	50.00% 50.00%	
BANK DIRECTOR & EXECUTIVE OFFICER								
Sharon A. Stakes Vienna, VA	Banking The Business Bank	Executive Vice President, Director 1999	The Business Bank - Executive Vice President, Director Business Venture Capital, Inc. - Exec. Vice President, Director The Business Bank Insurance Agency, Inc. - President, Director United Title LLC, United Facilities LLC Director	10,647	0.77%	None	None	None
EXECUTIVE OFFICERS								
Lisa M. Porter Vienna, VA	Banking The Business Bank	Chief Financial Officer, Corporate Sec., EVP 1996	The Business Bank - CFO/Controller Corporate Secretary Business Venture Capital, Inc. - United Title LLC, United Facilities LLC CFO/Controller/Corporate Secretary The Business Bank Insurance Agency, Inc. - Corporate Secretary	15,797	1.14%	None	None	None

December 31, 2013

Report Item 4: Directors and Officers and Principal Shareholders

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) NAME & ADDRESS PRINCIPAL SHAREHOLDERS	(2) PRINCIPAL OCCUPATION OTHER THAN HOLDING CO.	(3)(a) TITLE & POSITION WITH BANK HOLDING CO. YEAR ELECTED	(3)(b) TITLE & POSITION WITH SUBSIDIARIES	COMMON SHARES OF UFBC STOCK	(4)(a) % SHARES OF UFBC STOCK	(3)(c) AFFILIATE COMPANIES	(4)(c) AFFILIATE OWNERSHIP >25%	(4)(b) % of VOTING SUB. SHARES
Matthew D. Meyer (2) Pelham, NY	Investment Advisor	None	None	185,014	13.38%	None	None	None
Michael J. Meyer (2) New York, NY	Investment Advisor	None	None	185,014	13.38%	None	None	None
Rita M. Peterson (2) Alexandria, VA	Homemaker	None	None	185,014	13.38%	None	None	None
Peter V. Meyer (2) Pelham, NY	Investment Advisor	None	None	185,014	13.38%	None	None	None
Denise M. Prince (2) Washington, DC	Homemaker	None	None	185,014	13.38%	None	None	None
Abigail E. Meyer (2) New York, NY	Human Resources	None	None	144,000	10.41%	None	None	None
Cede & Company New York, New York	Cleaminghouse for Brokers	None	None	438,674	31.72%	None	N/A	None

(1) Non-employee directors paid \$500 per loan committee meeting attended
 Non-employee directors paid \$1,000 per Board meeting attended (no duplication)
 Facilities and Audit Committee Chairs paid \$500 per quarter each
 Stock options are awarded by the Holding Company Board as recommended by Compensation Committee
 The 401(K) Plan is administered and contributions are funded by the Holding Company

(2) The Rinnis 2011 Trust – established November 11, 2011 holds 140,000 shares of Common Stock. Mr. Mathew D. Meyer, Mr. Michael J. Meyer, Mrs. Rita M. Peterson, Mr. Peter V. Meyer, Mrs. Denise M. Prince and Ms. Abigail E. Meyer, all family members, have beneficial ownership as trustees of the Rinnis 2011 Trust. Rinnis Associates, Inc., an investment company, holds 45,014 shares of Common Stock. Mr. Mathew D. Meyer, Mr. Michael J. Meyer, Mrs. Rita M. Peterson, Mr. Peter V. Meyer and Mrs. Denise M. Prince, all family members, have beneficial ownership as shareholders of Rinnis Associates, Inc. Ms. Abigail E. Meyer owns 4,000 shares directly.

There are no management or other employment contracts at this time.