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FR Y-6
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Approval expires December 31, 2015
Page 1 of 2

Board of Governors of the Federal Reserve System

MAR 20 2014



Annual Report of Holding Companies ~~FR Y-6~~ FRB 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, Roger Metheny

Reporter's Name, Street, and Mailing Address

State Bancorp, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

Treasurer

P.O. Box 449

Title of the Holding Company Director and Official

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

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.

Bruceton Mills WV 26525

City State Zip Code

160 Morgantown Street, Bruceton Mills, WV 26525

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:

Roger Metheny

Treasurer

Name

Title

304-379-2265

Area Code / Phone Number / Extension

304-349-2108

Area Code / FAX Number

rmetheny@clearmountainbank.com

E-mail Address

Signature of Holding Company Director and Official

Address (URL) for the Holding Company's web page

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 _____

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

Form FR Y-6

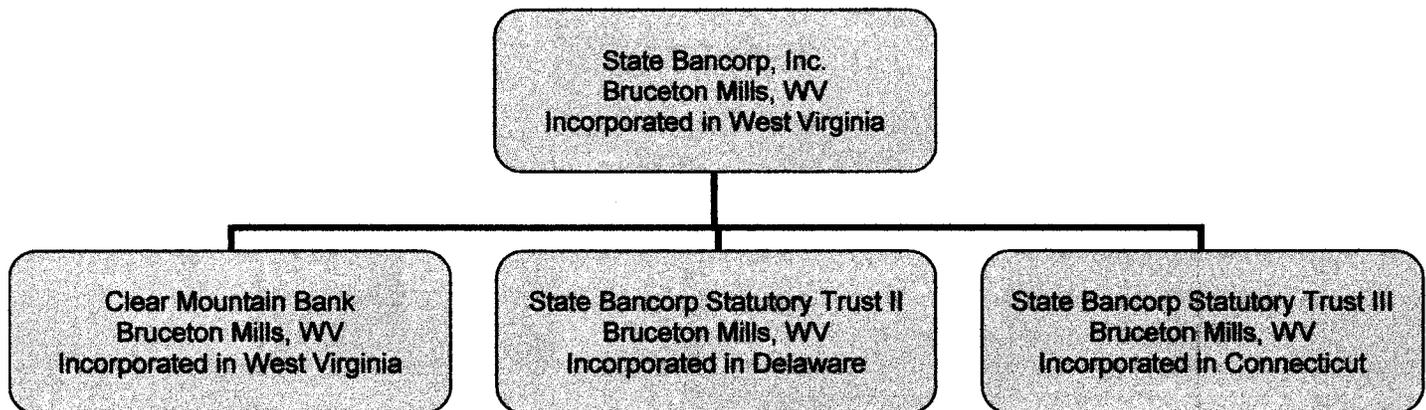
State Bancorp, Inc.
Bruceton Mills, West Virginia
Fiscal Year Ending December 31, 2013

Report Item

1: The bank holding company prepares an annual report for its shareholders.
The annual report has not yet been published and will be submitted upon completion.

2: Organization Chart

State Bancorp, Inc. is a one bank holding company with direct, 100% ownership of Clear Mountain Bank. State Bancorp, Inc. also owns 100% of State Bancorp Statutory Trust II and State Bancorp Statutory Trust III.



Affiliated Companies of State Bancorp, Inc. due to President, CEO and Director Brian Thomas controlling more than 25% of State Bancorp, Inc. stock and his percentage of ownership in the companies are :

Insurance Centers, Inc.	Bruceton Mills, WV	100%
Great Oaks, LLC	Bruceton Mills, WV	100%
Corchase Enter., Inc.	Bruceton Mills, WV	100%
Meadow Lark Estates, LLC	Bruceton Mills, WV	50%
ABCD, LLC	Bruceton Mills, WV	25%

2b: Submitted via email separately on 3-11-14.

Results: A list of branches for your depository institution: CLEAR MOUNTAIN BANK (ID_RSSD: 886624).
 This depository institution is held by STATE BANCORP, INC. (1076150) of BRUCETON MILLS, WV.
 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)	886624	CLEAR MOUNTAIN BANK	160 MORGANTOWN ST	BRUCETON MILLS	WV	26525	PRESTON	UNITED STATES	1598	0	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	2734055	OAKLAND BRANCH	12730 GARRETT HIGHWAY	OAKLAND	MD	21550	GARRETT	UNITED STATES	334313	8	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	815820	KINGWOOD BRANCH	330 EAST MAIN ST	KINGWOOD	WV	26337	PRESTON	UNITED STATES	192659	2	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	1893254	PATTESON KROGER BRANCH	350 PATTESON DRIVE	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	192662	5	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	3184349	PIERPONT CENTRE OFFICE	102 VENTURE DR SUITE 1	MORGANTOWN	WV	26508	MONONGALIA	UNITED STATES	192660	3	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	1444683	SABRATON BRANCH	1851 EARL CORE RD	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	192661	4	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	3344602	SABRATON KROGER BRANCH	1889 EARL CORE ROAD	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	439672	6	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	4433576	SUNCREST BRANCH	1085 VAN VOORHIS, SUITE 150	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	Not Required	Not Required	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	3725023	SUNCREST TOWNE CENTRE BRANCH	502 SUNCREST TOWNE CENTRE DRIVE	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	474008	10	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	761721	REEDSVILLE BRANCH	115 NORTH ROBERT STONE WAY	REEDSVILLE	WV	26547	PRESTON	UNITED STATES	192658	1	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	3728556	ROWLESBURG BRANCH	15 SOUTH BUFFALO STREET	ROWLESBURG	WV	26425	PRESTON	UNITED STATES	4569	9	CLEAR MOUNTAIN BANK	886624	
OK		Full Service	728733	TERRA ALTA BRANCH	1101 EAST STATE STREET	TERRA ALTA	WV	26764	PRESTON	UNITED STATES	9671	7	CLEAR MOUNTAIN BANK	886624	

For FR Y-6
State Bancorp, Inc.
Fiscal Year Ending December 31, 2013

Report Item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-13.			
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Securities Owned & Voted	
Candace Maddox Pickerington, OH	USA	5,928 - 9.86% 1,271 - 2.11%	Owned Voted
Alan Thomas Bruceton Mills, WV	USA	5,843 - 9.71% 1,180 - 1.96%	Owned Voted
David Thomas Morgantown, WV	USA	5,894 - 9.80% 1,111 - 1.85%	Owned Voted
Brian F. Thomas Morgantown, WV	USA	8,105 - 13.47% 28,950 - 48.13%	Owned Voted
Ward Thomas Non-Exempt Marital Trust Kingwood, WV	USA	4,971 - 8.26% 0 - .00%	Owned Voted
Mary F. Thomas Trust Kingwood, WV	USA	1,771 - 2.94% 0 - .00%	Owned Voted
All individuals listed above are members of the same family with Brian F. Thomas controlling voting rights on the difference between the number of shares owned and voted by the other family members.			
Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2012.			
(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Voting Securities	
None			

All stock currently issued by State Bancorp, Inc. is Common Stock.

FORM FR Y-6
State Bancorp, Inc.
Fiscal Year Ending December 31, 2013

Report Item: 4 Insiders
(1) (2)(3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names & Address	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (Subsidiary Name)	(3)© Title & Position with Other Businesses (Name of Other Business)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Name of Subsidiary)	(4)© List Names of Other Companies (Percentage of Voting Securities Held)
Brian Thomas Morgantown, WV	Banking	Director & Pres	Director & Pres. (Clear Mountain Bank)	President (Insurance Centers, Inc.)	48.13%	None	Corchase Enter., Inc. (100%) Insurance Centers, Inc (100%) Great Oaks, LLC. (100%) Meadow Lark Estates, LLC. (50%) ABCD LLC (25%)
Joseph Elliott Kingwood, WV	Real Estate	Director	Director (Clear Mountain Bank)	N/A	4.24%	None	Cheat View Flying, Inc. (50%) J & D Coals (50%) Kingwood Shopping Ctr (44%) D & J Service & Supply (50%)
Linzy Burge Kingwood, WV	Cooling & Heating	Director	Director (Clear Mountain Bank)	President (Lewis & Burge, Inc.)	0.93%	None	Lewis & Burge Inc (100%)
Roger Metheny Reedsville, WV	Banking	Director, Sec., & Treasurer	Director, Sec., & Treasurer (Clear Mountain Bank)	N/A	0.54%	None	N/A
Roger Hardesty Kingwood, WV	Accounting	Director, Chairman of the Board	Director, Chairman of the Board (Clear Mountain Bank)	President (Roger Hardesty & Associates, AC)	1.35%	None	Roger Hardesty & Assoc., AC (50%) RYEV, LLC. (50%)
David Thomas Morgantown, WV	Attorney	Director	Director (Clear Mountain Bank)	Partner (Dinsmore & Shohl, LLP)	1.85%	None	ABCD LLC (25%)