

Board of Governors of the Federal Reserve System

APR 1 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, Michael W. Clarke

Reporter's Name, Street, and Mailing Address

Access National Corporation

Name of the Holding Company Director and Official

President & CEO

Legal Title of Holding Company

1800 Robert Fulton Drive, Suite 310

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.

Reston

VA

20191

City

State

Zip Code

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Margaret M. Taylor

SVP & CFO

Name

Title

703-871-1327

Area Code / Phone Number / Extension

703-766-3604

Area Code / FAX Number

megtaylor@accessnationalbank.com

E-mail Address

www.accessnationalbank.com

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

Signature of Holding Company Director and Official

03/31/2014

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 _____

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.

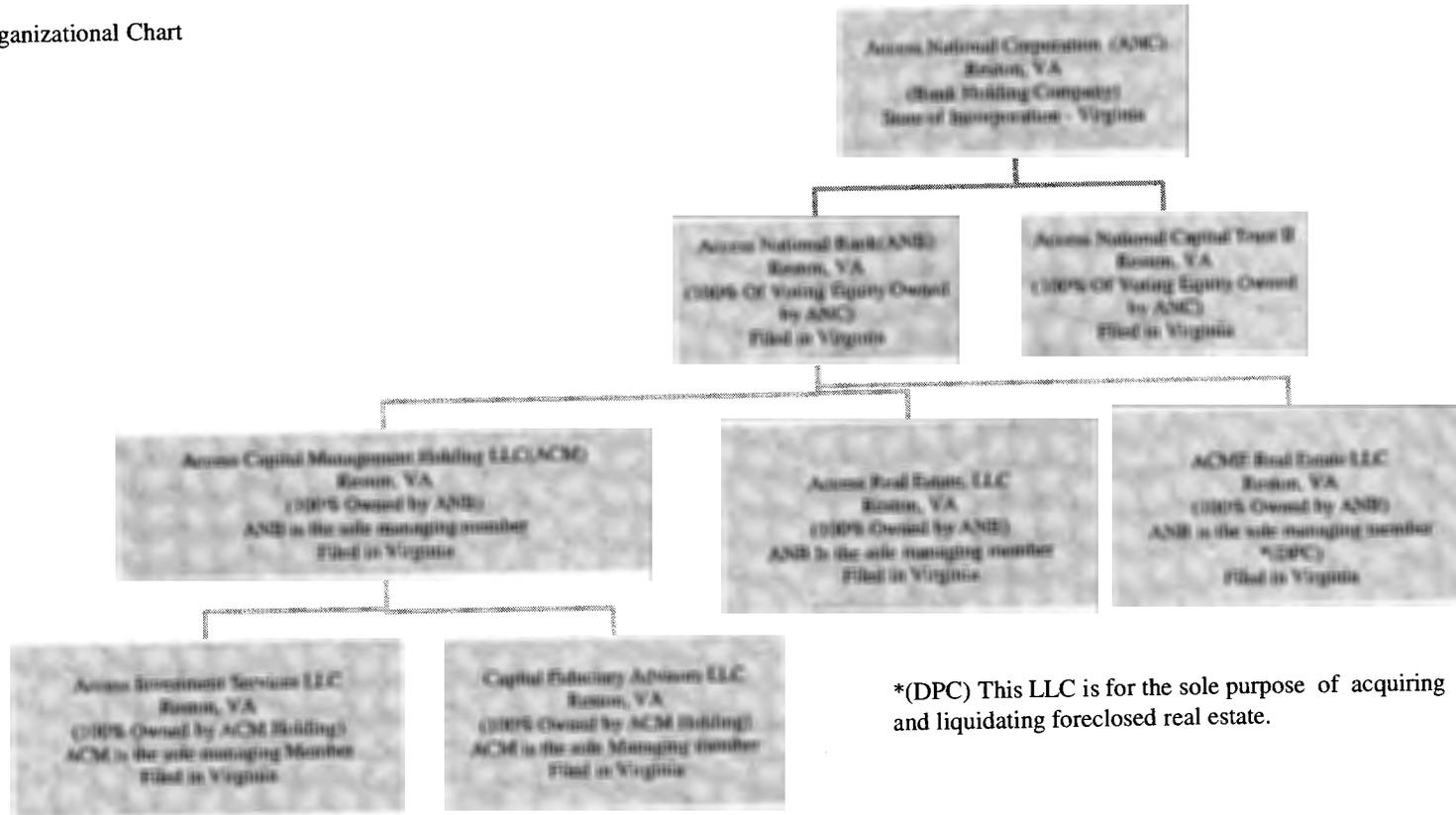
The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Access National Corporation
Reston, Virginia
Form FR Y-6
December 31, 2013

Report Item

1. Access National Corporation is registered with the SEC
- 2a. Organizational Chart



*(DPC) This LLC is for the sole purpose of acquiring and liquidating foreclosed real estate.

2b. Domestic branch listing provided to the Federal Reserve Bank.

Results: A list of branches for your holding company: ACCESS NATIONAL CORPORATION (3109904) of RESTON, 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)	2859903	ACCESS NATIONAL BANK	1800 ROBERT FULTON DR, SUITE 300	RESTON	VA	20191	FAIRFAX	UNITED STATES	76154	0	ACCESS NATIONAL BANK	2859903	
OK		Full Service	3284593	CHANTILLY BRANCH	14006 LEE JACKSON MEMORIAL HIGHWAY	CHANTILLY	VA	20151	FAIRFAX	UNITED STATES	454318	1	ACCESS NATIONAL BANK	2859903	
OK		Full Service	3606672	LEESBURG BRANCH	300 FORT EVANS RD NE SUITE 103	LEESBURG	VA	20176	LOUDOUN	UNITED STATES	463521	3	ACCESS NATIONAL BANK	2859903	
OK		Full Service	3680225	MANASSAS BRANCH	8525 ROLLING ROAD	MANASSAS	VA	20110	PRINCE WILLIAM	UNITED STATES	470106	4	ACCESS NATIONAL BANK	2859903	
OK		Full Service	3284605	VIENNA/TYSONS BRANCH	8233 OLD COURTHOUSE RD STE 120	VIENNA	VA	22182	FAIRFAX	UNITED STATES	454319	2	ACCESS NATIONAL BANK	2859903	

Access National Corporation

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Report Item 3: Shareholders

(1)(a)(1)(b)(2)(a)(2)(b)(2)c

Current Shareholders with ownership, Control or holdings of 5% or more with power to vote as of 12-31-2013			Shareholders not listed in 3(1)© that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2013		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or incorporation	(1) © Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or incorporation	(2) © Number and Percentage of Each Class of Voting Securities
Michael W. Clarke Vienna, Virginia, USA (includes shares held jointly with Kathleen Clarke)	USA	767,254 - Common Stock 7.40%	None	None	None
James L. Jados Littleton, Colorado, USA (includes shares held jointly with Pamela Jados)	USA	710,365 - Common Stock 6.85%			
Thomas M. Kody McLean, Virginia, USA (includes share held jointly with Jamie Kody)	USA	616,859 - Common Stock 5.95%			
Michael J. Rebibo Oakton, Virginia, USA	USA	562,153 - Common Stock 5.42%			

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Report Item 4: Directors, Officers and Principal Shareholders
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation If other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
Michael W. Clarke Vienna, VA (Includes shares held jointly with Kathleen Clarke)		President, CEO, Director, Access National Corp. Trustee, Access National Corp. Defined Benefit Contribution Plan	President, CEO, Director, Access National Bank Chairman, Director, Access Real Estate, LLC		7.40%	NA	Spencer Investments, LLC - 50% Douglas Court Properties, LLC - 80%
John W. Edgmond Reston, VA (Includes share held jointly with Jamie McClellan)	Owner, Greenworks Landscaping, Inc.	Director, Access National Corp.	Director, Access National Bank	Owner, Greenworks Landscaping, Inc.	0.67%	NA	Greenworks Landscaping, Inc. - 100% Owner Spencer Investments, LLC - 50%
James L. Jados Littleton, CO (Includes share held jointly with Pamela Jados)	Chairman, IQual Corporation	Chairman, Access National Corp.	Chairman, Access National Bank		6.85%	NA	IQual Corporation - 25%
Thomas M. Kody McLean, VA (Includes share held jointly with Jamie Kody)	Owner, Waldorf Ford, Inc	Director, Access National Corp.	Director, Access National Bank	Owner, Waldorf Ford, Inc	5.86%	NA	Waldorf Ford, Inc - 90% Owner Leonsardtown Ford, Inc - 90% Owner Prince Frederick Ford - 90% Owner Kody Holdings, LLC - 100% Owner Kody Holdings II, LLC - 100% Owner Kody Holdings of Prince Frederick, LLC - 100% Battlefield Ford/Jeeo of Charlottesville, LLC - 50% Car Center of Waldorf, LLC 90% Battlefield Toyota / Chevrolet of Culpeper, LLC - 49% Culpeper Real Estate Associates, LLC - 50% Lexington Park Ford Lincoln Mercury, LLC - 90% Kody Holdings Lexington Park LLC - 100% SMRC Reinsurance Company, Ltd. - 100% SMRC II Reinsurance Company, Ltd. - 50% SMRC III Reinsurance Company, Ltd. - 100%
Martin S. Friedman Great Falls, VA (Includes share held jointly with Dina Friedman)	CEO, FJ Capital Management	Director, Access National Corp.	Director, Access National Bank	Managing Member, FJ Capital Long/Short Equity Fund	0.62%	NA	FJ Capital Management, 80%
J. Randolph Babbitt Reston, VA (Includes share held jointly with Katherine Babbitt)	Senior Vice President-Labor Relations, Southwest Airlines Managing Member, Babbitt & Associates, LLC	Director, Access National Corp.	Director, Access National Bank	Senior Vice President-Labor Relations, Southwest Airlines Managing Member, Babbitt & Associates, LLC	2.28%	NA	Babbitt & Associates, LLC - 100%
Dean Hackemer Fairfax, VA (Includes share held jointly with Carrie Hackemer)		Trustee, Access National Corp. Defined Benefit Contribution Plan	President, Access National Mortgage, a division of Access National Bank		2.35%	NA	None
Robert C. Shoemaker Fairfax, VA (Includes share held jointly with Rhonda Shoemaker)		Director, Executive Vice President, Access National Corp.	Director, Executive Vice President, CLO, Access National Bank Director, Access National Leasing Corp. Director, Executive Vice President, Access Real Estate, LLC Executive Officer & Administrative Trustee, Access National Capital Trust I Executive Officer & Administrative Trustee, Access National Capital Trust II		3.85%	NA	None
Margaret M. Taylor Aldie, VA		Senior Vice President, CFO, Access National Corp.	Senior Vice President, CFO, Access National Bank		0.05%	NA	None