

COPY

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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, Carissa L. Rodeheaver

Reporter's Name, Street, and Mailing Address

First United Corporation

Name of the Holding Company Director and Official

Legal Title of Holding Company

President and CFO

P.O. Box 9

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.

Oakland MD 21550

City State Zip Code

19 S. Second Street

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:

Diane M. Emory

Sr. Staff Accountant

Name

Title

301-533-2213

Area Code / Phone Number / Extension

301-334-1421

Area Code / FAX Number

demory@mybank4.com

E-mail Address

www.mybank4.com

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

Signature of Holding Company Director and Official

3/20/14

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**

**First United Corporation  
Oakland, Maryland  
For Year Ending 12/31/13**

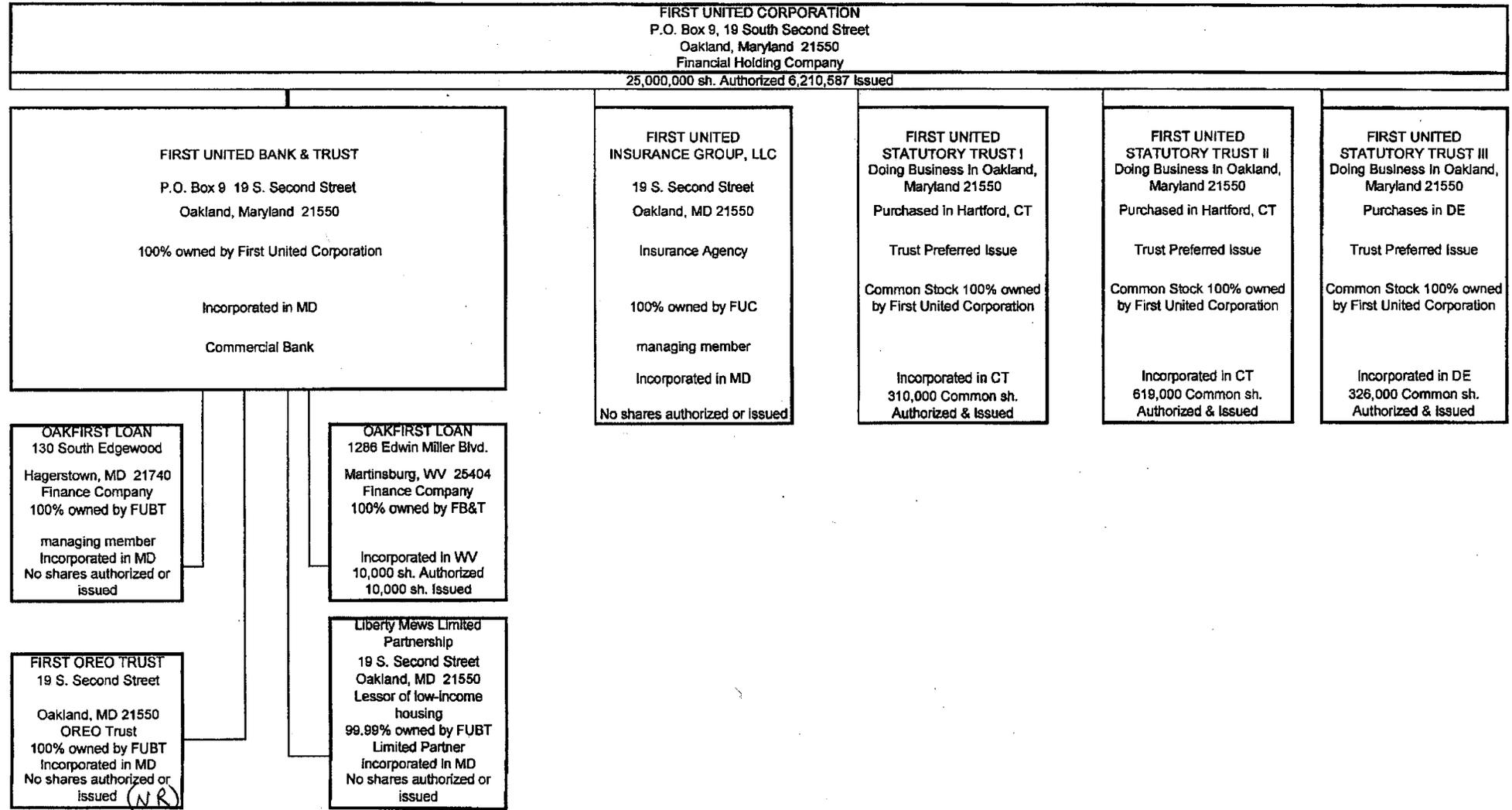
**Report Item**

1. Form 10-K and annual report to shareholders enclosed.
- 2a. Organizational Chart attached.
- 2b. Branch listing attached.
- 3.1 US Treasury  
Washington, DC  
USA  
326,323 shares (5.25%)
- 3.2 Not Applicable
4. Spreadsheet attached.

# First United Corporation

## Organizational Chart

12/31/2013



Results: A list of branches for your depository institution: FIRST UNITED BANK & TRUST (ID\_RSSD: 61122).  
 This depository institution is held by FIRST UNITED CORPORATION (1132672) of OAKLAND, MD.  
 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)	61122	FIRST UNITED BANK & TRUST	19 SOUTH SECOND STREET	OAKLAND	MD	21550	GARRETT	UNITED STATES	3235		0	FIRST UNITED BANK & TRUST	61122
OK		Full Service	69520	BEL AIR BRANCH	14300 BARTON BOULEVARD	CUMBERLAND	MD	21502	ALLEGANY	UNITED STATES	204655		13	FIRST UNITED BANK & TRUST	61122
OK		Full Service	878722	CENTER CITY BRANCH	115 WEST HARRISON STREET	CUMBERLAND	MD	21502	ALLEGANY	UNITED STATES	220883		11	FIRST UNITED BANK & TRUST	61122
OK		Full Service	692124	WHITE OAKS OFFICE	1501 OLDTOWN ROAD	CUMBERLAND	MD	21502	ALLEGANY	UNITED STATES	220882		10	FIRST UNITED BANK & TRUST	61122
OK		Full Service	2706379	BALLENGER CREEK BRANCH	5868 BALLENGER CREEK PLAZA	FREDERICK	MD	21703	FREDERICK	UNITED STATES	204661		29	FIRST UNITED BANK & TRUST	61122
OK		Full Service	4115201	BAUGHMAN'S LANE BRANCH	102 BAUGHMAN'S LANE	FREDERICK	MD	21702	FREDERICK	UNITED STATES	490162		40	FIRST UNITED BANK & TRUST	61122
OK		Full Service	2260910	RIVERSIDE BRANCH	1990 MONOCACY BLVD, RIVERSIDE CENTER	FREDERICK	MD	21701	FREDERICK	UNITED STATES	230167		26	FIRST UNITED BANK & TRUST	61122
OK		Full Service	60620	FRIENDSVILLE BRANCH	832 FIRST AVENUE	FRIENDSVILLE	MD	21531	GARRETT	UNITED STATES	204649		1	FIRST UNITED BANK & TRUST	61122
OK		Full Service	59325	GRANTSVILLE OFFICE	157 MAIN STREET	GRANTSVILLE	MD	21536	GARRETT	UNITED STATES	204650		2	FIRST UNITED BANK & TRUST	61122
OK		Full Service	3368448	HAGERSTOWN BRANCH	130 SOUTH EDGEWOOD DRIVE	HAGERSTOWN	MD	21740	WASHINGTON	UNITED STATES	418464		30	FIRST UNITED BANK & TRUST	61122
OK		Full Service	3677186	WESEL BLVD BRANCH	1646 WESEL BLVD	HAGERSTOWN	MD	21740	WASHINGTON	UNITED STATES	466406		38	FIRST UNITED BANK & TRUST	61122
OK		Full Service	58823	DEEP CREEK LAKE OFFICE	38 VACATION WAY	MC HENRY	MD	21541	GARRETT	UNITED STATES	204651		3	FIRST UNITED BANK & TRUST	61122
OK		Full Service	44424	MYERSVILLE BRANCH	209 MAIN STREET	MYERSVILLE	MD	21773	FREDERICK	UNITED STATES	8609		23	FIRST UNITED BANK & TRUST	61122
OK		Full Service	62727	MID-TOWNS BRANCH	288 WEBER ROAD	OAKLAND	MD	21550	GARRETT	UNITED STATES	204653		7	FIRST UNITED BANK & TRUST	61122
OK		Unlimited Service	3718539	MY BANK EXPRESS BRANCH	12894 GARRETT HIGHWAY	OAKLAND	MD	21550	GARRETT	UNITED STATES	485628		39	FIRST UNITED BANK & TRUST	61122
OK		Full Service	1357961	SMITHSBURG BRANCH	100 S. MAIN STREET	SMITHSBURG	MD	21783	WASHINGTON	UNITED STATES	230165		24	FIRST UNITED BANK & TRUST	61122
OK		Full Service	1364848	POTOMAC BRANCH	U.S. RT 11 AND GRADE RD	FALLING WATERS	WV	25419	BERKELEY	UNITED STATES	186142		33	FIRST UNITED BANK & TRUST	61122
OK		Full Service	419723	SOUTH BERKELEY BRANCH	7736 WINCHESTER AVENUE	INWOOD	WV	25428	BERKELEY	UNITED STATES	14986		32	FIRST UNITED BANK & TRUST	61122
OK		Full Service	2330354	KEYSER BRANCH	29 WEST SOUTHERN DRIVE	KEYSER	WV	26726	MINERAL	UNITED STATES	212191		19	FIRST UNITED BANK & TRUST	61122
OK		Full Service	3293438	EDWIN MILLER BLVD BRANCH	1286 EDWIN MILLER BLVD	MARTINSBURG	WV	25404	BERKELEY	UNITED STATES	431479		35	FIRST UNITED BANK & TRUST	61122
OK		Full Service	3142394	SOUTH FOXCROFT BRANCH	980 FOXCROFT AVENUE	MARTINSBURG	WV	25401	BERKELEY	UNITED STATES	364757		34	FIRST UNITED BANK & TRUST	61122
OK		Full Service	3539284	SABRATON OFFICE BRANCH	1951 HUNTERS WAY	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	438895		36	FIRST UNITED BANK & TRUST	61122
OK		Full Service	3677207	STAR CITY BRANCH	7 CHAPLIN RD	MORGANTOWN	WV	26501	MONONGALIA	UNITED STATES	453413		37	FIRST UNITED BANK & TRUST	61122
OK		Full Service	4115210	SUNCREST CENTRE BRANCH	651 SUNCREST TOWNE CENTRE	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	493280		41	FIRST UNITED BANK & TRUST	61122
OK		Full Service	830337	TRI-TOWNS OFFICE	51 ASHFIELD STREET	PIEDMONT	WV	26750	MINERAL	UNITED STATES	212194		22	FIRST UNITED BANK & TRUST	61122

## Form FR Y-6

First United Corporation  
12/31/2013

## Report Item 4: Directors and Officers

(1) Names & Address	(2) Principal Occupation	(3a) Title/Position with Bank Holding Company	(3b) Title/Position with Subsidiaries	(3c) Title/Position with other Businesses	(4a) % of Voting Shares	(4b) % of Voting Share in Subs	(4c) Other Companies
David J. Beachy Oakland, MD	Retired	Director		Building Supplies - Retired	0.18%	N/A	N/A
M. Kathryn Burkey Cumberland, MD	Certified Public Accountant	Director		Certified Public Accountant, Owner M. Kathryn Burkey, CPA	0.40%	N/A	M. Kathryn Burkey, CPA 100%
Paul Cox, Jr Hagerstown, MD	Tax Consulting	Director		Owner Professional Tax Service	0.11%	N/A	Professional Tax Service 100%
R.L. Fisher Hagerstown, MD	Executive Officer	Senior Vice President Chief Lending Officer			0.00%	N/A	N/A
Jeannette Fitzwater Mt. Lake Park, MD	Executive Officer	Senior Vice President Director of Corporate Services			0.22%	N/A	JR Fitzwater & Associates 100%
William B. Grant Oakland, MD	Director/ Executive Officer	Chairman of the Board Chief Executive Officer	Chairman of the Board Chief Executive Officer First United Bank & Trust		0.46%	N/A	N/A
Robert W. Kurtz Oakland, MD	Retired	Director		Banking- Retired	0.13%	N/A	N/A
John W. McCullough Oakland, MD	Retired	Director		Certified Public Accountant- Retired	0.24%	N/A	N/A
Elaine L. McDonald Oakland, MD	Realty	Director		Realtor, Long & Foster Realtors	0.34%	N/A	Elaine McDonald P.C. 100%
Donald E. Moran Westport, MD	Coal Mining	Director		Acting President, General Manager Secretary and Treasurer Moran Coal Corporation	2.42%	N/A	Moran Coal Company 100% Meadowlands Properties LLC 100%
Robin E. Murray Oakland, MD 21550	Executive Officer	Senior Vice President Director of Retail Banking			0.03%	N/A	N/A
Carissa L. Rodeheaver Accident, MD	Director/ Executive Officer	President Chief Financial Officer Secretary and Treasurer	President & CFO Secretary and Treasurer First United Bank & Trust		0.02%	N/A	Rodeheaver Rentals 50%

## Form FR Y-6

First United Corporation  
12/31/2013

## Report Item 4: Directors and Officers

(1) Names & Address	(2) Principal Occupation	(3a) Title/Position with Bank Holding Company	(3b) Title/Position with Subsidiaries	(3c) Title/Position with other Businesses	(4a) % of Voting Shares	(4b) % of Voting Share in Subs	(4c) Other Companies
Gary R. Ruddell Grantsville, MD	Business Services	Director		President Total Biz Fulfillment Member Gary R. Ruddell LLC Member MSG Glendale Properties LLC	0.14%	N/A	Total Biz Fulfillment 52% Gary R. Ruddell LLC 100% MSG Glendale Properties LLC 33%
I. Robert Rudy Oakland, MD	Retail Apparel	Director		President Rudy's Inc.	0.72%	N/A	I. R. Rudy's, Inc. 100% Bobcat 4 LLC 50% Rudy Family LLC 66%
Jason B. Rush McHenry, MD	Executive Officer	Senior Vice President Chief Risk Officer & Director of Operations			0.02%	N/A	Rush Services Inc. 50%
Keith Sanders McHenry, MD	Executive Officer	First Vice President Senior Trust Officer			0.03%	N/A	N/A
Richard G. Stanton Oakland, MD	Retired	Director		Banking- Retired	0.31%	N/A	N/A
Robert G. Stuck Oakland, MD	Retired	Director		Realtor Long & Foster Realtors Vice President Oakview Motors, Inc. Retired	0.13%	N/A	N/A
Hoye Andrew Walls, III Core, WV	Business Services	Director		President Morgantown Printing & Binding Member MEGBA LLC	0.72%	N/A	Morgantown Printing & Binding 60% MEGBA LLC 51%