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FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2015
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Board of Governors of the Federal Reserve System

FEB 4 2014



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.

I, Alex Sowers

Name of the Holding Company Director and Official

PRESIDENT

Title of the Holding Company Director and Official

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.

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.

Alex R. Sowers

Signature of Holding Company Director and Official

Jan. 28, 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

1363784

C.I.

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

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Eastern Bancshares, Inc

Legal Title of Holding Company

105 N High St / PO Box 1037

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

Romney

WV

26757

City

State

Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Travis G Delaplain

President/CEO

Name

Title

304-822-8702

Area Code / Phone Number / Extension

304-822-5309

Area Code / FAX Number

tdeplain@fnbromney.com

E-mail Address

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

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.

EASTERN BANCSHARES, INCORPORATED

FRY6 REPORT

DECEMBER 31, 2013

Item 1A - Bank Holding Company SEC Form 10K

Not Applicable - None

Item 1B - Bank Holding Company Annual Report

Will be forwarded under separate cover

Item 2A - Bank Holding Company Organization Chart

Eastern Bancshares, Inc.
Romney, WV
Incorporated in West Virginia

FNB Bank, Inc.
Romney, WV
(100% owned by EBI)
Incorporated in State of West Virginia

FNB Insurance Agency
of Romney, LLC
Romney, WV
(100% owned by EBI)
Incorporated in State of West
Virginia
EBI, Inc. Managing Member

Item 2B - Depository Institution Branches

Item 3 - Five (5) Percent Shareholders

Dale O. Overmyer
Romney, West Virginia
United States Citizen
Common Stock 32,682 shares = 6.37% of Outstanding

Kenneth E. Voit
Romney, West Virginia
United States Citizen
Common Stock 35,208 shares = 6.87% of Outstanding

EASTERN BANCSHARES, INCORPORATED

FRY6 REPORT

DECEMBER 31, 2013

Part 2 of Item 3 - None

Item 4 - List of Directors and Officers

Walter H. Layman
Romney, West Virginia, USA
Common Stock 10,781 shares
(2.10%) Eastern Bancshares, Inc.

Chairman of Board Eastern Bancshares
Chairman of Board FNB Bank, Inc.
(100% owned subsidiary)

William J. Milleson, Sr.
Springfield, West Virginia, USA
Common Stock 3,050 shares
(0.59%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.
Director FNB Bank, Inc.
(100% owned subsidiary)
Farming
(100% Ownership Interest)

Alex R. Sowers
Augusta, West Virginia, USA
Common Stock 7917 shares
(1.54%) Eastern Bancshares, Inc.

President Eastern Bancshares, Inc.
Director FNB Bank, Inc.
(100% owned subsidiary)
Farming
(100% Ownership Interest)

E. Garry Shanholtz
Romney, West Virginia, USA
Common Stock 14,703 shares
(2.87%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.
Director FNB Bank, Inc.
(100% owned subsidiary)
Owner Shanholtz Orchards
(100% Ownership Interest)

Kenneth E. Voit
Romney, West Virginia, USA
Common Stock 35,208 shares
(6.87%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.
Director FNB Bank, Inc.
(100% owned subsidiary)
Owner Voit's Auto Sales and Service
(50% Ownership Interest)

EASTERN BANCSHARES, INCORPORATED

FRY6 REPORT

DECEMBER 31, 2013

Item 4 – List of Directors and Officers (continued)

Eugene H. Williams
Romney, West Virginia, USA
Common Stock 11,334 shares
(2.21%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc
Director FNB Bank, Inc.
(100% owned subsidiary)

John Bakanowsky, Sr.
Romney, West Virginia, USA
Common Stock 1,565 shares
(0.31%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.
Director FNB Bank, Inc.
(100% owned subsidiary)

Gregory L. Bohrer
Slanesville, West Virginia, USA
Common Stock 3,867 shares
(0.75%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc
Director FNB Bank, Inc.
(100% owned subsidiary)
Owner L&M Market
(33 1/3 Ownership Interest)
Owner 4B's Pizza
(25% Ownership Interest)

Carter R. Wagoner
Romney, West Virginia, USA
Common Stock 1,078 shares
(0.21%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.
Director FNB Bank, Inc.
(100% owned subsidiary)
Owner Shafer Funeral Home
(50% Ownership Interest)

Timothy J. Nichols
Romney, West Virginia, USA
Common Stock 800 shares
(0.16%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.
Director FNB Bank, Inc.
(100% owned subsidiary)
Tim Nichols DDS, Inc
(100% Ownership Interest)

Travis G. Delaplain
Romney, West Virginia, USA
Common Stock 139 shares
(0.03%) Eastern Bancshares, Inc.

Vice President & Treasurer Eastern
Bancshares, Inc.
Vice President & CFO FNB Bank, Inc
(100% owned subsidiary)

EASTERN BANCSHARES, INCORPORATED

FRY6 REPORT

DECEMBER 31, 2013

Item 4 – List of Directors and Officers (continued)

Della J. Davis
Augusta, West Virginia, USA
Common Stock 10 shares
(0.002%) Eastern Bancshares, Inc.

Vice President & Secretary Eastern
Bancshares, Inc.
Vice President FNB Bank Inc
(100% owned subsidiary)

Patty P. Wygal
Augusta, West Virginia, USA
Common Stock 407 shares
(0.08%) Eastern Bancshares, Inc.

Vice President Eastern Bancshares, Inc.
Vice President/COO FNB Bank Inc.
(100% owned subsidiary)

Item 4.4b - N/A

U

Results: A list of branches for your depository institution: FNB BANK, INC. (ID_RSSD: 969639).
 This depository institution is held by EASTERN BANCSHARES, INC. (1363784) of ROMNEY, 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)	969639	FNB BANK, INC.	105 NORTH HIGH STREET	ROMNEY	WV	26757	HAMPSHIRE	UNITED STATES	4566		0 FNB BANK, INC.	969639	
ok		Full Service	838735	CAPON BRIDGE BRANCH	ROUTE 50	CAPON BRIDGE	WV	26711	HAMPSHIRE	UNITED STATES	212201		1 FNB BANK, INC.	969639	
ok		Full Service	3045338	FORT ASHBY BRANCH	ROUTE #28 NORTH	FORT ASHBY	WV	26719	MINERAL	UNITED STATES	362019		3 FNB BANK, INC.	969639	
ok		Full Service	3366743	HAMPSHIRE SQUARE BRANCH	US ROUTE 50	ROMNEY	WV	26757	HAMPSHIRE	UNITED STATES	442291		4 FNB BANK, INC.	969639	