

Board of Governors of the Federal Reserve System

MAR 20 2014



Annual Report of Holding Companies — ~~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):

12/31/2013
Month / Day / Year

1. Aubrey H. Hall, III
Name of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Pinnacle Bankshares Corporation
Legal Title of Holding Company

Director, President and CEO
Title of the Holding Company Director and Official

622 Broad Street / PO Box 29
(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.

Altavista VA 24517
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:

Bryan M Lemley Secretary, Treasurer + CFO
Name Title

Aubrey H. Hall, III
Signature of Holding Company Director and Official

(434) 477-5882
Area Code / Phone Number / Extension

3-21-2014
Date of Signature

(434) 455-4335
Area Code / FAX Number

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

bryanlemley@1stnatbk.com
E-mail Address

www.1stnatbk.com
Address (URL) for the Holding Company's web page

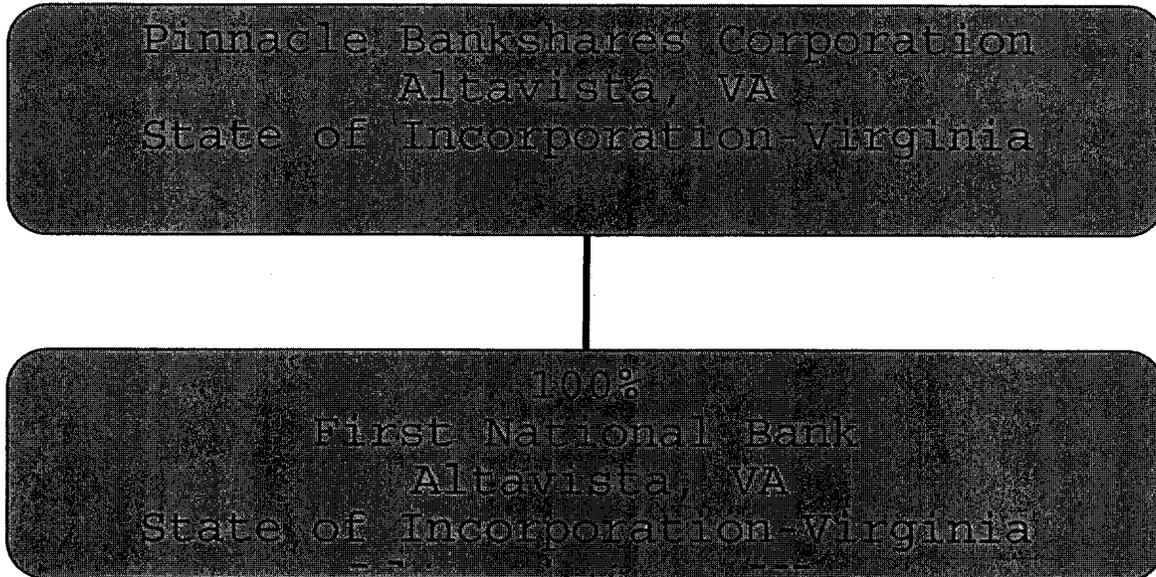
For Federal Reserve Bank Use Only
RSSD ID 2534406
C.I. _____

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
PINNACLE BANKSHARES CORPORATION
Altavista, Virginia
Fiscal Year Ending December 31, 2013

Report Item

- 1: The bank holding company prepares an annual report for its securities holders. Two copies are enclosed.
- 2: Organizational Chart



- 2b: Domestic Branch Listing No changes submitted via email earlier
- 3: Securities Holders

None

Item 3.1: None

Item 3.2: None

- 4: Insiders See attached

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

(1) Name City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) 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
James E. Burton, IV Lynchburg, Virginia USA	General Contractor	Director, Vice Chairman	Director	President Templeton Paving, LLC.	0.70%	N/A	Wildwings Partnership, LLC. 25% Caledonia Properties, LLC. 25%
Judson H. Dalton Lynchburg, Virginia USA	Construction Manager	Director	Director	Project Manager, Estimator and Home Office Manager	0.02%	N/A	None
John P. Erb Altavista, Virginia USA	Assistant Superintendent of County Schools	Director, Chairman	Director	N/A	0.36%	N/A	None
Aubrey H. (Todd) Hall, III Rustburg, Virginia USA	N/A	President and CEO Director	President and CEO Director	N/A	1.15%	N/A	A and S, LLC 50%
Thomas F. Hall Amherst, Virginia USA	Construction Contractor	Director	Director	Owner and President George E. Jones and Sons, Inc.	0.27%	N/A	George E. Jones and Sons, Inc. 100% FST Holdings, LLC 50% Briarwood Property, LLC 50% Amherst 60, LLC 50% Circle Investments, LLC 50% Circle Investors, LLC 50% S. Main, LLC 50% Greenbrier Leasing, LLC 100% Irvington Properties, LLC 50%
Bryan M. Lemley Forest, Virginia USA	N/A	Vice President, Secretary, Treasurer and Chief Financial Officer	Senior Vice President, Cashier, and Chief Financial Officer	N/A	0.50%	N/A	None
A. Patricia Merryman Rustburg, Virginia USA	Transportation Equipment Distributor	Director	Vice President	Vice President Sonny Merryman, Inc.	0.13%	NA	Sonny Merryman, Inc 25% F & P Development 50% L&M, LLC 25% LLP, LLC 100%
Carroll E. Shelton Hurt, Virginia USA	Retired	Director	Director	Retired	1.19%	N/A	None
C. Bryan Stott Alatavista, Virginia USA	Investment Broker Branch Manager	Director	Director	Vice President and Branch Manager Stifel Nicolas	0.46%	N/A	LMST LLC 100%
John L. Waller Hurt, Virginia USA	Farmer	Director	Director	Owner and Operater Waller Farms, Inc.	0.43%	N/A	Waller Farms, Inc. 48%
Michael E. Watson Gladstone, Virginia USA	Investment Counseling Firm Controller	Director	Director	Controller Flippin, Bruce & Porter, Inc.	0.14%	N/A	None
Robert L. Finch, Jr. Lynch Station, Virginia USA	Funeral Home President and General Manager	Director	Director	President and General Manager Finch and Finch Funeral Home	0.23%	NA	Finch & Finch Inc. 33%

Results: A list of branches for your depository institution: FIRST NATIONAL BANK (ID_RSSD: 979629).
 This depository institution is held by PINNACLE BANKSHARES CORPORATION (2534406) of ALTAVISTA, 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)	979629	FIRST NATIONAL BANK	622 BROAD STREET	ALTAVISTA	VA	24517	CAMPBELL	UNITED STATES	4582	0	FIRST NATIONAL BANK	979629	
															Town of Altavista made us change address of existing branch in same physical location
CHANGE	5/10/2013	Full Service	742627	VISTA BRANCH	1303 MAIN ST	ALTAVISTA	VA	24517	CAMPBELL	UNITED STATES	212254	1	FIRST NATIONAL BANK	979629	
OK		Full Service	3679733	AMHERST BRANCH	130 SOUTH MAIN STREET	AMHERST	VA	24521	AMHERST	UNITED STATES	458327	9	FIRST NATIONAL BANK	979629	
OK		Full Service	3291658	FOREST BRANCH	14417 FOREST RD	FOREST	VA	24551	BEDFORD	UNITED STATES	442007	7	FIRST NATIONAL BANK	979629	
OK		Full Service	2829616	AIRPORT BRANCH	14580 WARDS RD	LYNCHBURG	VA	24502	CAMPBELL	UNITED STATES	212255	3	FIRST NATIONAL BANK	979629	
OK		Full Service	2703257	OLD FOREST ROAD BRANCH	3309 OLD FOREST RD	LYNCHBURG	VA	24501	LYNCHBURG CITY	UNITED STATES	262507	5	FIRST NATIONAL BANK	979629	
OK		Full Service	2703239	TIMBERLAKE BRANCH	20865 TIMBERLAKE ROAD	LYNCHBURG	VA	24502	CAMPBELL	UNITED STATES	361970	6	FIRST NATIONAL BANK	979629	
OK		Full Service	3920903	RUSTBURG BRANCH	1033 VILLAGE HIGHWAY	RUSTBURG	VA	24588	CAMPBELL	UNITED STATES	493046	10	FIRST NATIONAL BANK	979629	