

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.

I, Joe A. Shearin

Name of the Holding Company Director and Official

President, CEO, Director

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.

Joe A. Shearin
Signature of Holding Company Director and Official
3/25/14

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 2626691
C.I. _____

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.

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 Virginia Bankshares, Inc.

Legal Title of Holding Company

330 Hospital Road, P.O. Box 1455

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

Tappahannock VA 22560

City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Andy Kozubal Vice President/Controller

Name Title

804-443-8442

Area Code / Phone Number / Extension

804-445-1047

Area Code / FAX Number

andy.kozubal@bankevb.com

E-mail Address

www.evb.org

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

Form FR Y-6
Eastern Virginia Bankshares, Inc.
Tappahannock, Virginia
Year Ended December 31, 2013

Report Item 1: Annual Report to Shareholders – The bank holding company prepares an annual report for its shareholders, however it is currently unavailable. Three copies will be forwarded to the Federal Reserve Bank of Richmond as soon as practicable.

Report Item 2a: Organization Chart – Attached.

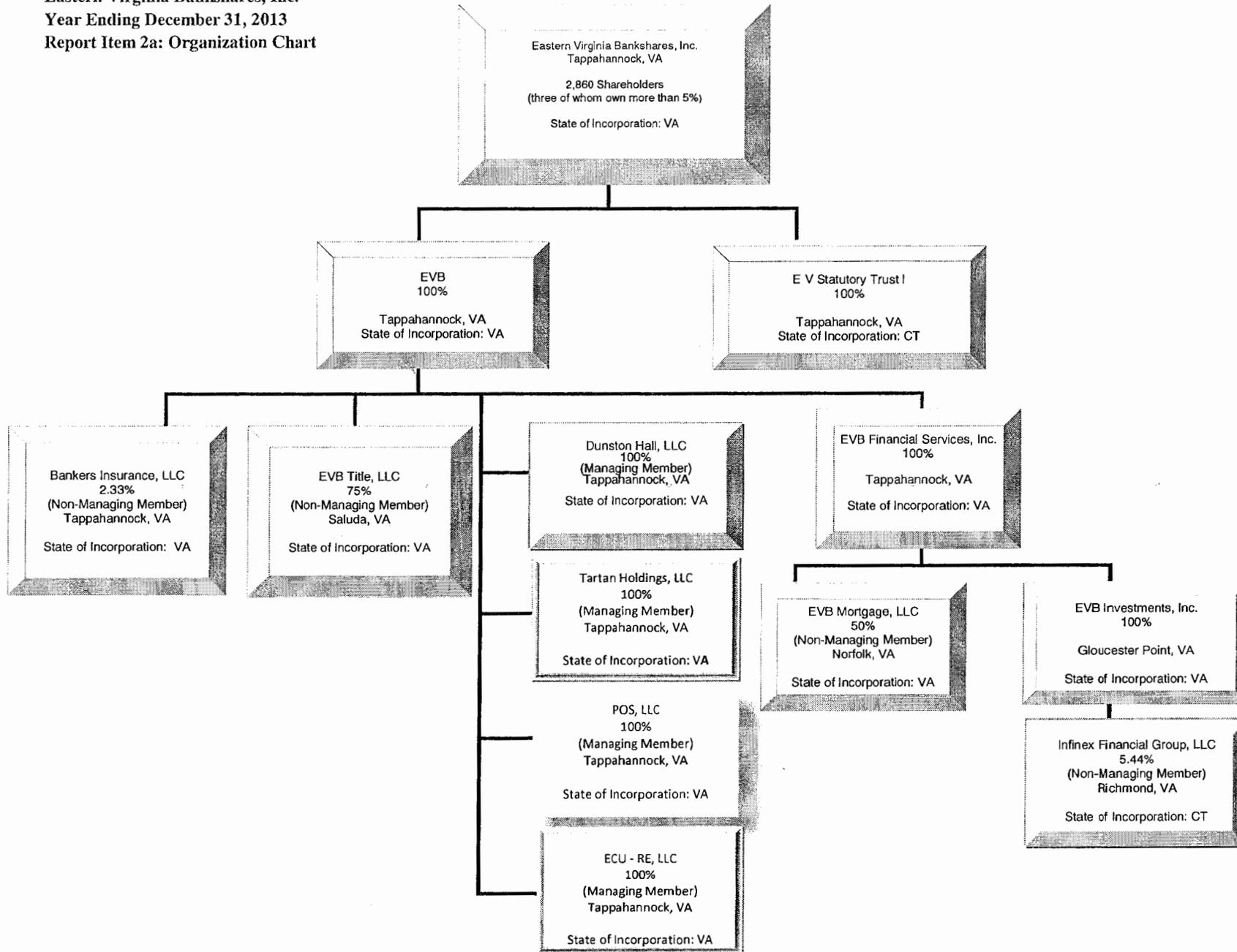
Report Item 2b: Domestic Branch Listing – Submitted via email on March 25, 2014.

Report Item 3: Securities Holders – Attached.

Report Item 4: Insiders – Attached.

Form FR Y-6

Eastern Virginia Bankshares, Inc.
Year Ending December 31, 2013
Report Item 2a: Organization Chart



Form FR Y-6

Eastern Virginia Bankshares, Inc.

Year Ending December 31, 2013

Report Item 3: Securities holders

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

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending December 31, 2013

<u>(1)(a) Name, City, State, Country</u>	<u>(1)(b) Country of Citizenship or Incorporation</u>	<u>(1)(c) Number and Percentage of Each Class of Voting Securities</u>
Wellington Management Company, LLP Boston, MA, USA	USA	1,012,971 - 8.54% Common Stock
Castle Creek Capital Partners IV, LP Rancho Santa Fe, CA, USA	USA	1,061,225 - 8.95% Common Stock
GCP III EVB LLC New York, NY, USA	USA	1,061,225 - 8.95% Common Stock
U.S. Treasury Washington, DC, USA	USA	373,832 - 3.15% Warrants on Common Stock

Securities holders 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 December 31, 2013

<u>(2)(a) Name, City, State, Country</u>	<u>(2)(b) Country of Citizenship or Incorporation</u>	<u>(2)(c) Number and Percentage of Each Class of Voting Securities</u>
None		

Form FR Y-6
 Eastern Virginia Bankshares, Inc.
 Year Ending December 31, 2013

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

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title and Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title and 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 securi- ties are held (List names of companies and percentage of voting securities held)
Joe A. Shearin Tappahannock, VA, USA	N/A	President, CEO & Director	President, CEO & Director (EVB) Director (EVB Investments, Inc.)	N/A	0.38%	N/A	N/A
J. Adam Sothen Virginia Beach, VA, USA	N/A	EVP & CFO	EVP & CFO (EVB)	N/A	0.08%	N/A	N/A
Ann-Cabel Williams Richmond, VA, USA	N/A	EVP Retail Executive	EVP Retail Executive (EVB)	N/A	0.07%	N/A	N/A
Bruce T. Brockwell Chester, VA, USA	N/A	EVP & Director of Commercial Banking	EVP & Director of Commercial Banking (EVB)	N/A	0.03%	N/A	N/A
W. Rand Cook Mechanicsville, VA, USA	Attorney	Director & Chairman of the Board	Director & Chairman of the Board (EVB)	Partner - McCaul, Martin, Evans and Cook, P.C. Policymaker - Wayco, LLC	0.15%	N/A	McCaul, Martin, Evans and Cook, P.C. (33%) Wayco, LLC (50%)
W. Gerald Cox King William, VA, USA	Realtor/Contractor	Director	Director (EVB)	Proprietor - Twin Rivers Construction	0.16%	N/A	Twin Rivers Construction (100%)
Michael E. Flore Ashland, VA, USA	Engineer	Director	Director (EVB)	President & Co-Owner - Resource International, LTD President & Co-Owner - Kings Charter Properties, LC Member - Liberty Evergreen LLC	0.09%	N/A	Resource International, LTD (50%) Kings Charter Properties, LC (49.5%) Liberty Evergreen LLC (25%)
F.L. Garrett III Bowlers Wharf, VA, USA	Realtor	Director & Vice Chairman of the Board	Director & Vice Chairman of the Board (EVB)	N/A	0.27%	N/A	Rappahannock River Oyster Co. (33%) Harbourside Storage (90%) Cold Cheer, LLC (25%) Woodruff, LLC (30%)
Boris M. Gutin New York, NY, USA	Private Equity Investment Professional	Director	Director (EVB)	Managing Director - GCP Capital Partners	8.95%	N/A	N/A
Ira C. Harris Crozet, VA, USA	College Professor	Director	Director (EVB)	Professor - McIntire School of Commerce at the University of Virginia	0.07%	N/A	N/A
Joseph H. James, Jr. Aylett, VA, USA	N/A	SEVP & COO	SEVP & COO (EVB)	N/A	0.15%	N/A	N/A
Eric A. Johnson Urbanna, VA, USA	Realtor/Entrepreneur	Director	Director (EVB)	Owner/Guarantor - Remlik Partners LLC Owner - Eastern Forestry LC Owner - 360 LLC	0.30%	N/A	Remlik Partners LLC (33%) Eastern Forestry LC (50%) 360 LLC (25%)

				Partner - SRJ Associates Owner - Saluda Associates LC Owner - MP Associates LC Owner - Saluda Ventures LC Owner - Malvern Hill Partners LC Owner - M & J Land Timber Co. LC Member - PR Partners Owner - HS Warehouse LLC			SRJ Associates (33%) Saluda Associates LC (50%) MP Associates LC (50%) Saluda Ventures LC (33%) Malvern Hill Partners LC (33%) M & J Land Timber Co. LC (33%) PR Partners (33%) HS Warehouse LLC (50%)
W. Leslie Kilduff, Jr. Kilmarnock, VA, USA	Attorney	Director	Director (EVB)	Principal - W. Leslie Kilduff, Jr., PLC	0.16%	N/A	W. Leslie Kilduff, Jr., PLC (100%)
William L. Lewis Tappahannock, VA, USA	Attorney	Director	Director (EVB)	Principal - William L. Lewis, PC	0.17%	N/A	William L. Lewis, PC (100%)
Charles R. Revere Hartfield, VA, USA	Business Owner	Director	Director (EVB)	President & CEO - Revere Gas and Appliance Treasurer - Lot Int Inc. President - Revere, SOU & ECK	0.28%	N/A	Revere Gas and Appliance (38%) Lot Int Inc. (50%) Revere, SOU & ECK (50%) 1st Virginia Propane (50%)
Howard R. Straughan, Jr. Kilmarnock, VA, USA	Retired Banker	Director	Director (EVB)	N/A	0.90%	N/A	N/A
Douglas R. Taylor Midlothian, VA, USA	N/A	EVP & CRO	EVP & CRO (EVB)	N/A	0.08%	N/A	N/A
Leslie E. Taylor Tappahannock, VA, USA	CPA	Director	Director (EVB)	Owner & President - Leslie E. Taylor, CPA PC	0.08%	N/A	Leslie E. Taylor, CPA PC (100%)
James S. Thomas Richmond, VA, USA	N/A	EVP & CCO	EVP & CCO (EVB)	N/A	0.11%	N/A	N/A
Jay T. Thompson, III Mechanicsville, VA, USA	Pharmacist	Director	Director (EVB)	Owner - Mechanicsville Drug	0.57%	N/A	Mechanicsville Drug (100%) Mechanicsville Mini-Storage (98%) Galaski Optical (25%) Rolis, LLC (50%)

Results: A list of branches for your depository institution: EVB (ID_RSSD: 790721).

This depository institution is held by EASTERN VIRGINIA BANKSHARES, INC. (2626691) of TAPPAHANNOCK, 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)	790721	EVB	307 CHURCH LANE	TAPPAHANNOCK	VA	22560	ESSEX	UNITED STATES	7402	0	EVB	790721	
OK		Full Service	3067778	ASHLAND BRANCH	201 NORTH WASHINGTON HWY	ASHLAND	VA	23005	HANOVER	UNITED STATES	363489	26	EVB	790721	
OK		Full Service	75727	BURGESS BRANCH	14954 NORTHUMBERLAND HWY	BURGESS	VA	22432	NORTHUMBERLAND	UNITED STATES	231324	21	EVB	790721	
OK		Full Service	73620	CALLAO BRANCH	110 NORTHUMBERLAND HWY	CALLAO	VA	22435	NORTHUMBERLAND	UNITED STATES	231323	20	EVB	790721	
OK		Full Service	3145779	COLONIAL HEIGHTS BRANCH	3012 BOULEVARD	COLONIAL HEIGHTS	VA	23834	COLONIAL HEIGHTS CITY	UNITED STATES	419536	29	EVB	790721	
OK		Full Service	829920	COURTLAND BRANCH	22241 MAIN STREET	COURTLAND	VA	23837	SOUTHAMPTON	UNITED STATES	1591	12	EVB	790721	
OK		Limited Service	716226	COURTLAND DRIVE-THRU BRANCH	22510 LINDEN STREET	COURTLAND	VA	23837	SOUTHAMPTON	UNITED STATES	192641	13	EVB	790721	
OK		Full Service	2631453	DELTAVILLE BRANCH	16273-D GENERAL PULLER HIGHWAY	DELTAVILLE	VA	23043	MIDDLESEX	UNITED STATES	225089	7	EVB	790721	
OK		Full Service	2705961	GLOUCESTER BRANCH	7132 GEORGE WASHINGTON MEM HWY	GLOUCESTER	VA	23061	GLOUCESTER	UNITED STATES	225090	8	EVB	790721	
OK		Full Service	3172364	GLOUCESTER POINT BRANCH	1953 GEORGE WASHINGTON MEM HWY	GLOUCESTER POINT	VA	23062	GLOUCESTER	UNITED STATES	418725	11	EVB	790721	
OK		Full Service	1215968	HARTFIELD BRANCH	11290 GENERAL PULLER HIGHWAY	HARTFIELD	VA	23071	MIDDLESEX	UNITED STATES	225086	3	EVB	790721	
OK		Full Service	196426	HEATHSVILLE BRANCH	6958 NORTHUMBERLAND HWY	HEATHSVILLE	VA	22473	NORTHUMBERLAND	UNITED STATES	8952	19	EVB	790721	
OK		Full Service	2976350	KILMARNOCK BRANCH	437 NORTH MAIN ST	KILMARNOCK	VA	22482	LANCASTER	UNITED STATES	257690	22	EVB	790721	
OK		Full Service	3311190	CENTRAL GARAGE BRANCH	20 COMMERCE LANE	KING WILLIAM	VA	23086	KING WILLIAM	UNITED STATES	433858	17	EVB	790721	
OK		Full Service	3042588	KINGS CHARTER BRANCH	9495 CHARTER GATE DRIVE	MECHANICSVILLE	VA	23116	HANOVER	UNITED STATES	363488	25	EVB	790721	
OK		Full Service	2897763	WINDMILL BRANCH	8123 MECHANICSVILLE TURNPIKE	MECHANICSVILLE	VA	23111	HANOVER	UNITED STATES	81168	23	EVB	790721	
OK		Full Service	3680207	QUINTON BRANCH	2599 NEW KENT HIGHWAY	QUINTON	VA	23141	NEW KENT	UNITED STATES	478814	27	EVB	790721	
OK		Full Service	3128941	BROAD STREET BRANCH	8821 WEST BROAD STREET	RICHMOND	VA	23294	HENRICO	UNITED STATES	365093	28	EVB	790721	
OK		Full Service	789426	SURRY BRANCH	176 COLONIAL TRAIL EAST	SURRY	VA	23883	SURRY	UNITED STATES	1593	16	EVB	790721	
OK		Full Service	845322	ESSEX SQUARE BRANCH	1665 TAPPAHANNOCK BLVD, ESSEX SQ SHOPPIN	TAPPAHANNOCK	VA	22560	ESSEX	UNITED STATES	225085	2	EVB	790721	
OK		Full Service	1418282	URBANNA BRANCH	291 VIRGINIA STREET	URBANNA	VA	23175	MIDDLESEX	UNITED STATES	225087	4	EVB	790721	
OK		Limited Service	1358801	460 BRANCH	233 SOUTH COUNTRY DRIVE	WAVERLY	VA	23890	SUSSEX	UNITED STATES	221664	15	EVB	790721	
OK		Full Service	926324	WAVERLY BRANCH	209 W MAIN STREET	WAVERLY	VA	23890	SUSSEX	UNITED STATES	6384	14	EVB	790721	