

**COPY**

Board of Governors of the Federal Reserve System

FRB RICHMOND



# 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):

12/31/2013  
Month / Day / Year

1. Joseph Camp  
Name of the Holding Company Director and Official  
President  
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Morgantown Bancshares, Inc.  
Legal Title of Holding Company  
P.O. Box 735  
(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.

Morgantown WV 26507  
City State Zip Code

265 High Street, Morgantown, WV  
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:

Joseph Camp President  
Name Title

304-292-8411  
Area Code / Phone Number / Extension

304-292-1637  
Area Code / FAX Number

jcamp@citizensbankwv.com  
E-mail Address

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

Joseph Camp  
Signature of Holding Company Director and Official  
3/31/14  
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

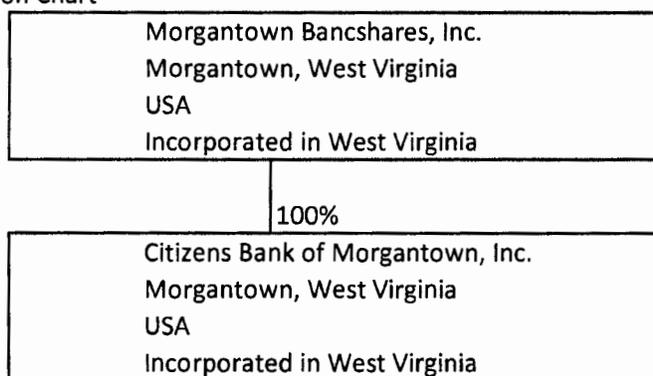
**FORM FR Y-6**  
**MORGANTOWN BANCSHARES, INC.**  
**MORGANTOWN, WEST VIRGINIA**  
**FISCAL YEAR ENDING DECEMBER 31, 2013**

**Report Item**

1 Morgantown Bancshares, Inc. is not required to prepare Form 10K with the SEC.

Morgantown Bancshares, Inc. does prepare an annual report for its shareholders  
This report is not completed yet and will be forwarded when completed.

2 Organization Chart



2b Submitted via email on 3/31/14.

3 Shareholders

3.1 Current shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/13:

James Camp Morgantown, West Virginia U.S. Citizen	5,567 shares	41%
Joseph Camp Morgantown, West Virginia U.S. Citizen	6,676 shares	49%

3.2 Any shareholder with ownership, control or holdings of 5% or more at any time during the year but not at the end of the year.

NONE

**Results:** A list of branches for your depository institution: CITIZENS BANK OF MORGANTOWN, INC (ID\_RSSD: 897237).  
 This depository institution is held by MORGANTOWN BANCSHARES, INC. (2638582) of MORGANTOWN, 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)	897237	CITIZENS BANK OF MORGANTOWN, INC	265 HIGH STREET	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	16060	0	CITIZENS BANK OF MORGANTOWN, INC	897237	

#### 4 Insiders

##### Executive Officers

- (1) Joseph Camp, Morgantown, West Virginia, U.S.A.
- (2) N/A
- (3a) Director and President
- (3b) Director and President of Citizens Bank of Morgantown, Inc.
- (3c) N/A
- (4a) 49% directly
- (4b) None
- (4c) N/A

- (1) Andrew Hardesty, Morgantown, West Virginia, U.S.A.
- (2) N/A
- (3a) Vice President
- (3b) Vice President Lending of Citizens Bank of Morgantown, Inc.
- (3c) N/A
- (4a) 2% directly
- (4b) None
- (4c) N/A

- (1) Brian Camp, Morgantown, West Virginia, U.S.A.
- (2) N/A
- (3a) Vice President
- (3b) Vice President and CFO of Citizens Bank of Morgantown, Inc.
- (3c) N/A
- (4a) 2% directly
- (4b) None
- (4c) N/A

##### Directors Not Already Listed

- (1) Ashok B. Abbott, Morgantown, West Virginia, U.S.A.
- (2) Professor, West Virginia University
- (3a) Director
- (3b) Director of Citizens Bank of Morgantown, Inc.
- (3c) N/A
- (4a) .4% directly
- (4b) None
- (4c) N/A

- (1) Narvel G. Weese, Morgantown, West Virginia, U.S.A.
- (2) Vice President of Finance, West Virginia University
- (3a) Director
- (3b) Director of Citizens Bank of Morgantown, Inc.
- (3c) West Virginia University
- (4a) .4% directly
- (4b) None
- (4c) N/A

(1) Charles C. Wise, III, Morgantown, West Virginia, U.S.A.  
(2) Attorney  
(3a) Director  
(3b) Director of Citizens Bank of Morgantown, Inc.  
(3c) Bowles Rice  
(4a) .4% directly  
(4b) None  
(4c) N/A

(1) James H. Berry, Morgantown, West Virginia, U.S.A.  
(2) Physician  
(3a) Director  
(3b) Director of Citizens Bank of Morgantown, Inc.  
(3c) N/A  
(4a) .4% directly  
(4b) None  
(4c) N/A

**Principal Shareholders Not Already Listed**

(1) James C. Camp, Morgantown, West Virginia, U.S.A.  
(2) N/A  
(3a) Stockholder  
(3b) Employee of Citizens Bank of Morgantown, Inc.  
(3c) N/A  
(4a) 41% directly  
(4b) None  
(4c) N/A