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. § 3108(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.

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, Brett M. Stover

Name of the Holding Company Director and Official

VP-Secretary

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.

Signature of Holding Company Director and Official

03/24/2015

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: 142721

C.I.

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

December 31, 2014

Month / Day / Year

N/A

Reporter’s Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters Name, Street, and Mailing Address

First Clay County Bank Corporation

Legal Title of Holding Company

P. O. Box 239

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

Clay WV 25043

City

State

Zip Code

150 Main St. Clay WV 25043

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Brett M. Stover

Name

VP-Secretary

Title

304-587-4221

Area Code / Phone Number / Extension

304-587-4231

Area Code / FAX Number

bstover@claycountybank.com

E-Mail Address

N/A

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, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

10/2014
REPORT ITEM 1: The Bank Holding Company prepares an annual report for its Shareholders. Two copies are enclosed.

Report Item 2a: Organization Chart:

First Clay County Banc Corporation
Clay, WV USA
Incorporated in West Virginia

↓ 100%

Clay County Bank, Inc.
Clay, WV USA
Incorporated in West Virginia

Report Item 2b: See attached FRB listing.

Report Item 3: Shareholders (see attached)

Report Item 4: Directors, Officers and Principal Shareholders (see attached)
Results: A list of branches for your depository institution: CLAY COUNTY BANK, INC. (ID_RSSD: 832528).

This depository institution is held by FIRST CLAY COUNTY BANC CORPORATION (1427211) of CLAY, WV.

The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

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 FRS contact. See the detailed instructions on this site for more information.

If you are e-mailing this to your FRS 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 UNNUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>832528</td>
<td>CLAY COUNTY BANK, INC.</td>
<td>190 MAIN STREET</td>
<td>CLAY</td>
<td>WV</td>
<td>25043</td>
<td>CLAY</td>
<td>UNITED STATES</td>
<td>1599</td>
<td>0</td>
<td>CLAY COUNTY BANK, INC.</td>
<td>832528</td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>843048</td>
<td>CLAY BRANCH</td>
<td>2226 MAIN STREET</td>
<td>CLAY</td>
<td>WV</td>
<td>25043</td>
<td>CLAY</td>
<td>UNITED STATES</td>
<td>1599</td>
<td>0</td>
<td>CLAY COUNTY BANK, INC.</td>
<td>832528</td>
</tr>
</tbody>
</table>
### Report Item 3: Securities holders

<table>
<thead>
<tr>
<th>(1)(a) Name City, State, Country</th>
<th>(1) (b) Country of Citizenship or Incorporation</th>
<th>(1) (c) Number and Percentage of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Elizabeth A. Miller Vero Beach, FL USA</td>
<td>USA</td>
<td>8,100- 20.5% Common Stock</td>
</tr>
<tr>
<td>Henry B. Davenport Charles Town, WV USA</td>
<td>USA</td>
<td>3,000- 7.6% Common Stock</td>
</tr>
<tr>
<td>Patricia S. Muncie Winchester, KY USA</td>
<td>USA</td>
<td>3,150- 7.98% Common Stock</td>
</tr>
<tr>
<td>Thomas S. Cook Dunbar, WV USA</td>
<td>USA</td>
<td>3,400- 8.61% Common Stock</td>
</tr>
<tr>
<td>Billie J. Zegeer Estate Winfield, WV USA</td>
<td>USA</td>
<td>2,553- 6.47% Common Stock</td>
</tr>
</tbody>
</table>

Report Item 3.2- NONE
## Form FRY-6
### First Clay County Banc Corporation
### Fiscal Year Ending December 31, 2014

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

<table>
<thead>
<tr>
<th>Name</th>
<th>City, State</th>
<th>Occupation</th>
<th>Other than BHC</th>
<th>Title Position</th>
<th>Title-Position</th>
<th>% Voting shares BHC</th>
<th>% shares subsidiaries</th>
</tr>
</thead>
<tbody>
<tr>
<td>J. Gregory Gency</td>
<td>Clay, WV USA</td>
<td>N/A</td>
<td>N/A</td>
<td>President/</td>
<td>President/</td>
<td>0.19%</td>
<td>None</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Director</td>
<td>Director</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jerry C. Gould</td>
<td>Indore, WV USA</td>
<td>Owner of Gould's</td>
<td>N/A</td>
<td>Director &amp;</td>
<td>Director &amp;</td>
<td>2.04%</td>
<td>None</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Electric Motor</td>
<td></td>
<td>Chairman</td>
<td>Chairman</td>
<td></td>
<td>Gould's Electric</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Repair Inc.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Motor Repair Inc.</td>
</tr>
<tr>
<td>Thomas Cook</td>
<td>Dunbar, WV USA</td>
<td>Retired Director</td>
<td>N/A</td>
<td>Director</td>
<td>N/A</td>
<td>6.33%</td>
<td>None</td>
</tr>
<tr>
<td>Bruce Cunningham</td>
<td>Ivydale, WV USA</td>
<td>Retired Teacher</td>
<td>N/A</td>
<td>Director</td>
<td>Director</td>
<td>3.11%</td>
<td>None</td>
</tr>
<tr>
<td></td>
<td></td>
<td>/Car Dealer</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Cunningham Motors, Inc.</td>
</tr>
<tr>
<td>Brett M. Stover</td>
<td>Clay, WV USA</td>
<td>N/A</td>
<td>N/A</td>
<td>Director/</td>
<td>Director/</td>
<td>0.15%</td>
<td>None</td>
</tr>
<tr>
<td>Sally Miller Collins</td>
<td>Buckhannon WV USA</td>
<td>Teacher</td>
<td>N/A</td>
<td>Secretary</td>
<td>SVP-CFO</td>
<td>0.12%</td>
<td>None</td>
</tr>
<tr>
<td>Gary Keen</td>
<td>Clay WV USA</td>
<td>Owner of Elk Valley Heating and Cooling</td>
<td>Director</td>
<td>Director</td>
<td>Owner-Elk Valley Heating and Cooling</td>
<td>1.33%</td>
<td>None</td>
</tr>
<tr>
<td>Elizabeth A. Miller</td>
<td>Vero Beach FL USA</td>
<td>Retired Teacher</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>20.4% **</td>
<td>None</td>
</tr>
</tbody>
</table>

**Included as a principal stock holder**