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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

MAY 22 2015



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):

December 31, 2014

Month / Day / Year

N/A

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

I, Lorraine L. Brisell

Name of the Holding Company Director and Official

President and Director

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Cornerstone Financial Services, Inc.

Legal Title of Holding Company

PO Box 249

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

West Union WV 26456

City State Zip Code

101 West Main Street, West Union, WV 26456

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

John W. See FAO

Name Title

304-873-3618

Area Code / Phone Number / Extension

304-873-2427

Area Code / FAX Number

Jsee@cornerstonebankwv.com

E-mail Address

N/A

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

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.

*Lorraine L. Brisell*

Signature of Holding Company Director and Official

May 12 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

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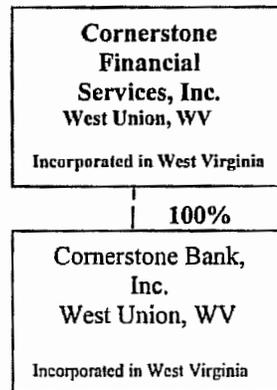
Does the reporter request confidential treatment for any portion of this submission?
[ ] Yes Please identify the report items to which this request applies:
[ ] In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
[ ] The information for which confidential treatment is sought is being submitted separately labeled "Confidential."
[ ] No

**Form FR Y-6**

**Cornerstone Financial Services, Inc.  
West Union, West Virginia  
Fiscal Year Ending December 31, 2014**

Report Item

- 1: The bank holding company does prepare an annual report for its shareholders.  
Three copies are enclosed.
- 2a: Organization Chart



- 2b: Resubmitted via email on May 5, 2015.

Result: A list of branches for your depository institution: CORNERSTONE BANK, INC. (ID\_RSSD: 978239).  
 This depository institution is held by CORNERSTONE FINANCIAL SERVICES, INC. (2217517) of WEST UNION, 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 SAS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedures**

When you are finished, send a saved copy to your FRB contact. See the data submission 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 UNINHUM, 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 UNINHUM* | Office Number* | Head Office            | Head Office ID_RSSD* | Comments |
|-------------|----------------|----------------------------|-----------------|------------------------|---------------------|------------|-------|----------|------------|---------------|---------------|----------------|------------------------|----------------------|----------|
| OK          |                | Full Service (Head Office) | 978239          | CORNERSTONE BANK, INC. | 101 W. MAIN STREET  | WEST UNION | WV    | 26456    | INDIANWELL | UNITED STATES | 6420          | 0              | CORNERSTONE BANK, INC. | 978239               |          |
| OK          |                | Full Service               | 7051483         | PENNSBORO BRANCH       | 4377 LAURELTON ROAD | PENNSBORO  | WV    | 26415    | MITCHIE    | UNITED STATES | 22127         | 1              | CORNERSTONE BANK, INC. | 978239               |          |
| OK          |                | Full Service               | 8549731         | SALEM BRANCH           | 150 EAST MAIN ST    | SALEM      | WV    | 26426    | HARRISON   | UNITED STATES | 22176         | 1              | CORNERSTONE BANK, INC. | 978239               |          |

**Cornerstone Financial Services, Inc.**  
**Fiscal Year Ending December 31, 2014**

**Report Item 3: Shareholders**

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

**Current Shareholders with ownership, control or holdings of 5% or more  
 With power to vote as of 12-31-13**

**Shareholders 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 12-31-13**

| (1)(a)<br>Name & Address<br>(City, State, County) | (1)(b)<br>Country of Citizenship<br>Or Incorporation | (1)(c)<br>Number and Percentage of<br>Each Class of Voting<br>Securities   | (2)(a)<br>Name & Address<br>(City, State, County) | (2)(b)<br>Country of Citizenship<br>Or Incorporation | (2)(c)<br>Number and Percentage of<br>Each Class of Voting<br>Securities |
|---|--|--|---|--|--|
| Craig G. Phillips<br>Belington, WV                | USA  | 435 – 8.7% common stock  | None  |  |  |
| Rhonda M. Rossetti<br>Bridgeport, WV 26330        | USA  | 693 – 13.9% common stock<br><br>499 – 10.0% common stock as<br>co-trustee (with Ronald B.<br>Spencer) of Hugh K. Spencer<br>Credit Trust<br><br>546 – 10.9% common stock as<br>co-trustee (with Ronald B.<br>Spencer) of Hugh K. Spencer<br>Marital Trust A.   |   |  |  |
| Earldean Spencer<br>West Union, WV                | USA  | 274 – 5.5% common stock  |   |  |  |
| Ronald B. Spencer<br>Smithburg, WV                | USA  | 714 – 14.3% common stock<br><br>499 – 10.0% common stock as<br>co-trustee (with Rhonda M.<br>Rossetti) of Hugh K. Spencer<br>Credit Trust<br><br>546 – 10.9% common stock as<br>co-trustee (with Rhonda M.<br>Rossetti) of Hugh K. Spencer<br>Marital Trust A. |   |  |  |

**Form FR Y-6**  
**Cornerstone Financial Services, Inc.**  
**December 31, 2014**

**Report Item 4: Insiders**

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

| (1)<br>Names & Address (City, State, Country) | (2)<br>Principal Occupation if other than with Bank Holding Company | (3)(a)<br>Title & Position with Bank Holding Company | (3)(b)<br>Title & Position with Subsidiaries (include names of subsidiaries) | (3)(c)<br>Title & Position with Other Businesses (include names of other businesses) | (4)(a)<br>Percentage of voting shares in Bank Holding Company | (4)(b)<br>Percentage of voting shares in subsidiaries (include names of subsidiaries) | (4)(c)<br>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) |
|---|---|--|--|--|---|---|---|
| Ronald B. Spencer<br>Smithburg, WV USA        | President – Mid Atlantic of West Virginia                           | Director & Chairman                                  | Director & Chairman (Cornerstone Bank, Inc.)                                 | Manager – Spencer Enterprises  | 35.2% - (1)   | None  | Spencer Enterprises (50.0%)<br>Mid Atlantic of West Virginia (37.5%)<br>Ron and Ronda LLC (50%)   |
| Michael T. Hall<br>Ellenboro, WV USA          | President – Hall Drilling LLC                                       | Director & Vice President                            | Director (Cornerstone Bank, Inc.)  | President and Owner – Halls WV Welding   | 2.8%  | None  | Hall Drilling LLC (50%)<br>Halls WV Welding (100%)  |
| Lorraine L. Brisell<br>West Union, WV USA     | N/A   | Director & President                                 | President, CEO and Director (Cornerstone Bank, Inc.)                         | N/A  | .6%   | None  | N/A   |
| Rhonda M. Rossetti<br>Bridgeport, WV USA      | Retired   | Director   | Director (Cornerstone Bank, Inc.)  | N/A  | 34.8% - (1)   | None  | Spencer Enterprises (50.0%)   |
| James R. Barton<br>Parkersburg, WV USA        | Co-owner – Wincore Windows  | Director   | Director (Cornerstone Bank, Inc.)  | N/A  | (2)   | None  | Wincore Windows (33.3%)<br>WV Potato Chip Co. (32%)   |

- (1) Ronald Blaine Spencer and Rhonda Margaret Rossetti each individually own 714 shares and 693 shares respectively, common stock of Cornerstone Financial Services, Inc. Additionally, Ronald Blaine Spencer and Rhonda Margaret Rossetti, in their capacities of Co-Trustees of Hugh K. Spencer Credit Trust and the Hugh K. Spencer Marital Trust A, jointly control the voting rights of 499 and 546, respectively.
- (2) Identified Director owns less than .5% of the authorized and outstanding common stock of Cornerstone Financial Services, Inc.