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.

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 officer of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior officer and is also a director, the chairman of the board must sign the report.

I, Richard D. Horn
Name of the Holding Company Director and Official

General Counsel/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.

Signature of Holding Company Director and Official
03/28/2015

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: 39224
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)

Reporter’s Name, Street, and Mailing Address
WashingtonFirst Bankshares, Inc.

Legal Title of Holding Company

11921 Freedom Drive, Suite 250
(Mailing Address of the Holding Company)

Reston, VA 20190

City State Zip Code
N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Clare Schmitt
Counsel

Name Title

703-814-7285
Area Code / Phone Number / Extension

703-767-8307
Area Code / FAX Number

CSchmitt@wfbi.com
E-mail Address

www.wfbi.com
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
WashingtonFirst Bankshares, Inc.
Reston, VA
Fiscal Year Ending December 31, 2014

Report Item

1. The bank holding company prepares an annual 10-K report for the SEC.

2a. Organizational Chart
Form FR Y-6

WashingtonFirst Bankshares, Inc.

Reston, VA 20190

Fiscal Year Ending December 31, 2014

Report Item 2b: Submitted via email on 3/19/14
<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>EDI UNSINK*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>Branch Service Type</td>
<td>Branch ID_RSSD</td>
<td>Popular Name</td>
<td>Street Address</td>
<td>City</td>
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<td>Office Number*</td>
<td>Head Office</td>
<td>Head Office ID_RSSD</td>
<td>Comments</td>
</tr>
</tbody>
</table>

*FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Results: A list of branches for your depository institution: WASHINGTONFIRST (ID_RSSD: 3253571) This depository institution is held by WASHINGTONFIRST BAN (ID_RSSD: 3253571) The data are as of December 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, enter the “Change” in the Data Action column and the data 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.

In 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 Procedures:
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 submit the FR Y-10 report, you must also submit FR Y-10 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 hard-copy format or via the FR Y-10 Online application – http://y10online.federalreserv.gov.

For each branch with a Data Action of Addition, Change, or Close, enter one or more of the actions specified below.

- **OK:** if the branch information is correct, enter “OK” in the Data Action column.
- **Change:** if the branch information is incorrect or incomplete, enter the “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.
### Form FR Y-6
WashingtonFirst Bancshares, Inc.
Fiscal Year Ending December 31, 2014

Report Item 3: Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name, Country of Citizenship</td>
<td>City, State or Incorporation</td>
<td></td>
</tr>
<tr>
<td>Basswood Capital Management LLC USA New York, NY</td>
<td>461,582 - 5.96% Common Stock</td>
<td></td>
</tr>
<tr>
<td>Castle Creek Capital Partners IV, L.P. USA Rancho Santa Fe, CA</td>
<td>414,337 - 5.25% Common Stock</td>
<td></td>
</tr>
<tr>
<td>Endicott Opportunity Partners III, L.P. USA New York, NY</td>
<td>665,745 - 8.59% Common Stock</td>
<td></td>
</tr>
<tr>
<td>Wellington Capital Management LLC USA Boston, MA</td>
<td>767,032 - 9.90% Common Stock</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(2)(a)</th>
<th>(2)(b)</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name, Country of Citizenship</td>
<td>City, State or Incorporation</td>
<td></td>
</tr>
<tr>
<td>Joseph S. Bracewell USA</td>
<td>288,823 - 4.11% Common Stock</td>
<td></td>
</tr>
<tr>
<td>Donley Family Trust</td>
<td>29,368 - 0.42% Common Stock</td>
<td></td>
</tr>
<tr>
<td>JSB Irrevocable Trust Stock Options</td>
<td>5,463 - 0.08% Common Stock</td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Awards</td>
<td>36,080 - 0.51% Common Stock</td>
<td></td>
</tr>
<tr>
<td>Total Washington, D.C. As of 12/28/2014</td>
<td>361,939 - 5.12% Common Stock</td>
<td></td>
</tr>
</tbody>
</table>
**Report Item 4: Insiders**

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

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>(2) Principal Occupation if other than with Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Bank Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>(4)(a) Percentage of Voting Shares in Subsidiaries</th>
<th>(4)(b) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(c) List names of other companies and percentage of voting securities held</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shaza L. Andersen, Great Falls, VA USA</td>
<td>N/A</td>
<td>Director and Chief Executive Officer</td>
<td>Director &amp; CEO, Washington First Bank</td>
<td>N/A</td>
<td>3.42%</td>
<td>N/A</td>
</tr>
<tr>
<td>Charles E. Andrews, Vienna, VA USA</td>
<td>CPA</td>
<td>Director</td>
<td>Director</td>
<td>NVR, Inc. Director</td>
<td>0.06%</td>
<td>N/A</td>
</tr>
<tr>
<td>Joseph S. Bracewell, Washington, DC, USA</td>
<td>N/A</td>
<td>Director and Chairman of the Board</td>
<td>Director and Chairman of the Board</td>
<td>N/A</td>
<td>4.67%</td>
<td>N/A</td>
</tr>
<tr>
<td>Madhu K. Mohan, Potomac, MD, USA</td>
<td>Physician</td>
<td>Director</td>
<td>Director</td>
<td>President, Riverside Medical</td>
<td>3.45%</td>
<td>N/A</td>
</tr>
<tr>
<td>George W. Connors, IV, Arlington, VA, USA</td>
<td>N/A</td>
<td>Director, Officer</td>
<td>Director, President &amp; CLO, Washington First Bank</td>
<td>N/A</td>
<td>1.58%</td>
<td>N/A</td>
</tr>
<tr>
<td>Josephine S. Cooper, Washington, DC, USA</td>
<td>Association Consultant</td>
<td>Director</td>
<td>Director</td>
<td>Josephine Cooper, LLC, Public Affairs Consultant</td>
<td>0.45%</td>
<td>N/A</td>
</tr>
<tr>
<td>John H. Dalton, Washington, DC, USA</td>
<td>Association Executive</td>
<td>Director</td>
<td>Director</td>
<td>President, Housing Policy Council, Financial Services Roundtable</td>
<td>1.07%</td>
<td>N/A</td>
</tr>
<tr>
<td>Donald W. Fisher, Ph.D, Alexandria, VA, USA</td>
<td>Medicine</td>
<td>Director</td>
<td>Director</td>
<td>President, CEO, American Medical Group Association</td>
<td>0.01%</td>
<td>N/A</td>
</tr>
</tbody>
</table>
Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name, Principal Name, Occupation if other Principal</th>
<th>City, State City, State</th>
<th>Country Country</th>
<th>Holding Company Holding Company</th>
<th>(3)(a) Title &amp; Position Title &amp; Position with Subsidiaries with Subsidiaries</th>
<th>(3)(b) Title and Position Title and Position with other Businesses (include names or other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Subsidiaries</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries</th>
<th>(4)(c) List names of other companies (includes partnerships if 25% or more of voting securities are held) (List)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Richard D. Hom, N/A Principal</td>
<td>Potomac, MD, USA</td>
<td>Washington, First Bank</td>
<td>N/A General Counsel/Director; Director</td>
<td>WashingtonFirst Bank; EVP &amp; CFO</td>
<td>EVP &amp; CFO WashingtonFirst Bank; President/CEO</td>
<td>less than 0.01% Lowers Risk Group</td>
<td>N/A</td>
<td>See attached for item (4)(4)(c)</td>
</tr>
<tr>
<td>Matthew R. Johnson, N/A Principal</td>
<td>Potomac, MD, USA</td>
<td>Washington, First Bank</td>
<td>N/A EVP &amp; CFO</td>
<td>N/A</td>
<td>N/A</td>
<td>1.19% N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>D. Mark Lowers, Risk Mitigation Director</td>
<td>Round Hill, VA, USA</td>
<td>Washington, First Bank</td>
<td>N/A Director</td>
<td>President/CEO President/CEO</td>
<td>less than 0.01% Lowers Risk Group</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>John J. Mahoney, Retired Director</td>
<td>Washington, DC, USA</td>
<td>Washington, First Bank</td>
<td>N/A Director</td>
<td>Chairman Chairman</td>
<td>1.31% N/A</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Juan A. Mencia, Executive, IT Director</td>
<td>Great Falls, VA, USA</td>
<td>Washington, First Bank</td>
<td>N/A Director</td>
<td>Director Director</td>
<td>0.64% N/A</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Larry D. Meyers, Consultant Director</td>
<td>Alexandria, VA, USA</td>
<td>Washington, First Bank</td>
<td>N/A Director</td>
<td>Director Director</td>
<td>0.64% N/A</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Mark C. Michael, Executive, catering Director</td>
<td>Washington, DC, USA</td>
<td>Washington, First Bank</td>
<td>N/A Director</td>
<td>Director Director</td>
<td>0.64% N/A</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Kenneth Morrisette, Executive, moving company Director</td>
<td>McLean, VA, USA</td>
<td>Washington, First Bank</td>
<td>N/A Director</td>
<td>President, Director Director</td>
<td>1.29% N/A</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>James P. Muldoon, IT Consultant Director</td>
<td>Washington, DC, USA</td>
<td>Washington, First Bank</td>
<td>N/A Director</td>
<td>Director Director</td>
<td>2.07% N/A</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>William C. Olsaker, Attorney Director</td>
<td>Potomac, MD, USA</td>
<td>Washington, First Bank</td>
<td>N/A Director</td>
<td>Director Director</td>
<td>2.28% N/A</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
</tbody>
</table>
Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(continued) Page 3

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<tr>
<td>Jon M. Peterson, Fairfax, VA, USA</td>
<td>Real Estate Developer</td>
<td>Director</td>
<td>Director</td>
<td>SVP of The Peterson Companies</td>
<td>0.04% N/A</td>
<td>See attached for item (4)(4)(c)</td>
</tr>
<tr>
<td>Randall S. Peyton, Great Falls, VA, USA</td>
<td>Physician</td>
<td>Director</td>
<td>Director</td>
<td>President Arthritis &amp; Sports Orthopaedics</td>
<td>0.38% N/A</td>
<td></td>
</tr>
<tr>
<td>Joe R. Reeder, Alexandria, VA, USA</td>
<td>Attorney</td>
<td>Director</td>
<td>Director</td>
<td>Partner Greenberg Traurig</td>
<td>0.92% N/A</td>
<td></td>
</tr>
<tr>
<td>William G. Reilly, Potomac Falls, VA, USA</td>
<td>Executive, title company</td>
<td>Director</td>
<td>Director</td>
<td>President Champion Title</td>
<td>0.89% N/A</td>
<td></td>
</tr>
<tr>
<td>Gail R. Steckler, Chevy Chase, MD, USA</td>
<td>Consultant</td>
<td>Director</td>
<td>Director</td>
<td>Director Infrastructure Management Group</td>
<td>0.64% N/A</td>
<td></td>
</tr>
<tr>
<td>Gen. Ret. Johnnie E. Wilson, Springfield, VA, USA</td>
<td>Retired 4-star General</td>
<td>Director</td>
<td>Director</td>
<td>Retired</td>
<td>0.45% N/A</td>
<td></td>
</tr>
</tbody>
</table>
Related Interests (Item 4(4)(c))
December 31, 2014

Shaza L. Andersen
   N/A

Charles E. Andrews
   N/A

Joseph S. Bracewell
   100% Oxford, LLC
   100% Joseph Yancey, LLC
   70% Bracewell Value Partnership
   50% Bracewell Asset Management
   30% Pigman, LLC

George W. Connors, IV
   N/A

Josephine S. Cooper
   100% Josephine Cooper, LLC

John H. Dalton
   N/A

Donald W. Fisher, Ph.D
   N/A

Richard D. Horn
   N/A

Matthew R. Johnson
   N/A

D. Mark Lowers
   35% Wholesale Screening Solutions, LLC

John J. Mahoney
   N/A
Related Interest (Item 4(4)(c) continued)

Juan A. Mencia
55% CubeCorp
100% Infinity Property Management
33% Sterling Partners
50% Troon LLC
35% GFT Inc.

Larry Meyers
100% Meyers and Associates
33% Agricultural Development International

Mark C. Michael
47.5% Occasions Caterers, Inc.
50% Protocol Staffing Services
50% EMCO LLC
50% Menus Catering
50% MECO, LLC
50% C&A Investors Inc.

Madhu Mohan, MD
100% Riverside Medical Associates, PA
100% Riverside Primary Care, LLC
Related Interest (Item 4(4)(c) continued)

Kenneth Morrissette
  25% Interstate Service Group
  25% Ace Van & Storage
  25% Interstate Group Holdings
  25% Ambassador Worldwide Moving
  25% Interstate Moving Systems, Inc.
  25% Interstate Van Lines, Inc.
  25% Interstate Relocation Service, Inc.
  25% Interstate International Inc.
  25% A World Wide Moving, Inc.
  25% Ambassador Relocations, Inc.
  25% Ambassador International, Ltd.
  25% AEM, Inc.
  25% Hetco Van Lines, Inc.
  25% Hetco Moving Systems, Inc.
  25% 5801 Rolling Road LLC
  25% 5803 Rolling Road LLC
  25% 3901 LLC
  25% 8600 CM Tr LLC
  25% 8601 Associates LLC
  25% CM TR LLC
  25% Denise Properties LLC
  25% 14111 Midlothian Turnpike LLC

James P. Muldoon
  N/A

William C. Oldaker
  100% The Oldaker Group
  100% The Oldaker Law Group

Jon M. Petersen
  N/A

Randall S. Peyton, MD
  100% Arthritis & Sports Orthopaedics
  100% Randall S. Peyton, M.D.
Related interest (item 4(4)(c) continued)

Joe R. Reeder
N/A

William G. Reilly
67%  Champion Title
67%  Champion Holdings
32%  CHC Title Agency
40%  Expert Title LLC
45%  HRC Title LLC
67%  Champion Real Estate
33%  Life of Reilly
33.5% Navy Federal Title Services
30%  KWR Title Agency
30%  LGG Title Agency

Gail R. Steckler
N/A

Gen. (Ret) Johnnie E. Wilson
100%  JWil, LLC
Thank you Phyllis, I'm sorry to hear about your family emergency and hope everything is ok. I have attached a revised response to Item 4(4)(c). I assume you don't need me to send another original cover page in the mail? Please let me know if you need anything else. Thanks,

Clare

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cschmitt@wfbi.com
www.wfbi.com

Good morning,

I am so sorry I have been out on a family emergency. Did you speak to anyone for your answers below? If not yes you can send me via email your updates for item 3 or 4. We only need the original cover page in the mail.

Thanks.

Good morning Phyllis,
Related Interests (Item 4(4)(c))
December 31, 2014

Shaza L. Andersen
N/A

Charles E. Andrews
N/A

Joseph S. Bracewell
100% Oxford, LLC
100% Joseph Yancey, LLC
70% Bracewell Value Partnership
50% Bracewell Asset Management
30% Pigman, LLC

George W. Connors, IV
N/A

Josephine S. Cooper
100% Josephine Cooper, LLC

John H. Dalton
N/A

Donald W. Fisher, Ph.D
N/A

Richard D. Horn
N/A

Matthew R. Johnson
N/A

D. Mark Lowers
35% Wholesale Screening Solutions, LLC

John J. Mahoney
N/A