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 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. C. Frank Scott, III
Name of the Holding Company Director and Official
CEO/PRESIDENT/DIRECTOR

attest that the Annual Report of Holding Companies (including the supporting attachments) for this report date has been prepared in compliance 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 an objection, that the information for which confidential treatment is sought is being submitted separately labeled "Confidential." The Reporter certifies that the information for which confidential treatment is sought is being submitted separately labeled "Confidential."

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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015

Month / Day / Year

n/a

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

Reporters Name, Street, and Mailing Address
Virginia BanCorp, Inc.

Legal Title of Holding Company
407 North Ridge Road
(Mailing Address of the Holding Company) Street / P.O. Box
Richmond VA 23229

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Gentian Meta Vice President/Controller

Name Title

804-518-2657 Area Code / Phone Number / Extension

804-861-0118 Area Code / FAX Number

gmeta@vacommbank.com E-mail Address

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

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 37744340
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

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.

12/2015
Form FR Y-6
Virginia BanCorp, Inc.
407 North Ridge Road
Richmond, Virginia 23229
Fiscal Year Ending December 31, 2015

Report Item:

1) The bank holding company prepares an annual report for its securities holders. Two copies are enclosed.

2) Organizational Chart
This document contains a list of branches for the Virginia Commonwealth Bank. The branches are listed with their corresponding service type, branch ID, and other details. The table includes columns for branch name, service type, branch ID, address, city, state, zip code, county, and FDIC number.

The reconciliation and verification steps include:
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.

The submission procedure suggests that if you are missing this branch, fill in the institution name, city, and state in the subject line of the email.

To satisfy the FR Y-10 reporting requirements, you must submit a 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 via the FR Y-10 Online application.

**FDIC UNIFORM Office Number, and FDIC UNIFORM columns are for reference only. Verification of these values is not required.**
Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2013

<table>
<thead>
<tr>
<th>(1)(a) Name</th>
<th>(1)(b) City, State, Country</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a) Name</th>
<th>(2)(b) City, State, Country</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pamela M. Comstock</td>
<td>Colonial Heights, Virginia USA</td>
<td>203,900 shares - 5.23% Common stock</td>
<td>none</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Virginia Commonwealth Bank Employee Stock Ownership Plan, Petersburg, VA USA</td>
<td>618,209 shares - 15.87% Common stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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 12-31-2013

<table>
<thead>
<tr>
<th>(2)(a) Name</th>
<th>(2)(b) City, State, Country</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>none</td>
<td>none</td>
<td>none</td>
</tr>
</tbody>
</table>


<table>
<thead>
<tr>
<th>Name</th>
<th>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>(3)(c) Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries (include names of Subsidiaries)</th>
<th>(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held</th>
<th>(Include names of companies and percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Robert E. Baxter, Midlothian Virginia, USA</td>
<td>Retired President Saraco Corporation, a real estate holding company</td>
<td>Director</td>
<td>Director - Virginia Commonwealth Bank</td>
<td>n/a</td>
<td>1.50%</td>
<td>0.00%</td>
<td>n/a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>James B. McNeer Petersburg, Virginia, USA</td>
<td>Retired President, Richard Bland College</td>
<td>Director</td>
<td>Director - Virginia Commonwealth Bank</td>
<td>n/a</td>
<td>0.11%</td>
<td>0.00%</td>
<td>n/a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>James P. Vanlandingham Petersburg, Virginia, USA</td>
<td>Retired President, Builders Supply Company of Petersburg</td>
<td>Director</td>
<td>Director - Virginia Commonwealth Bank</td>
<td>Retired President/CEO/Director of Builders Supply Company of Petersburg, Inc.</td>
<td>0.21%</td>
<td>0.00%</td>
<td>n/a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>C. Frank Scott, III</td>
<td>Manakin-Sabot, Virginia, USA</td>
<td>n/a</td>
<td>Vice Chairman, President, CEO, Director</td>
<td>President, Chief Executive Officer, Director - Virginia Commonwealth Bank</td>
<td>n/a</td>
<td>3.47%</td>
<td>0.00%</td>
<td>n/a</td>
<td></td>
</tr>
<tr>
<td>Larry C. Tucker</td>
<td>Petersburg, Virginia, USA</td>
<td>n/a</td>
<td>Chairman, Director</td>
<td>Chairman, Director - Virginia Commonwealth Bank</td>
<td>n/a</td>
<td>1.54%</td>
<td>0.00%</td>
<td>n/a</td>
<td></td>
</tr>
<tr>
<td>C. Phillips Ferguson</td>
<td>Suffolk, Virginia, USA</td>
<td>Commonwealth Attorney, City of Suffolk, Virginia</td>
<td>Director</td>
<td>Director - Virginia Commonwealth Bank</td>
<td>Commonwealth Attorney, City of Suffolk, Virginia</td>
<td>0.51%</td>
<td>0.00%</td>
<td>MIMI, Inc. - 25%</td>
<td></td>
</tr>
<tr>
<td>Lawrence Ashworth</td>
<td>Richmond, Virginia, USA</td>
<td>Retired Bank Executive</td>
<td>Director</td>
<td>Director - Virginia Commonwealth Bank</td>
<td>n/a</td>
<td>0.02%</td>
<td>0.00%</td>
<td>n/a</td>
<td></td>
</tr>
<tr>
<td>Name</td>
<td>City, State, Country</td>
<td>(2) Principal Occupation, if other than with Bank Holding Company</td>
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<td></td>
</tr>
<tr>
<td>Pamela M. Comstock</td>
<td>Colonial Heights, Virginia, USA</td>
<td>President, Gilbert C. Martin Company Building Contractors</td>
<td>Director</td>
<td>President, Gilbert C. Martin Co; Director of Colonial Heights Development Corporation; Managing Partner of Nitram Properties, LLC and Dupuy Court Apartments, LLC</td>
<td>5.23%</td>
<td>0.00%</td>
<td></td>
<td>Nitram Properties, LLC 100% Dupuy Court Apartments, LLC 55%</td>
<td></td>
</tr>
<tr>
<td>R.F. Burke Steele, Jr.</td>
<td>Petersburg, Virginia, USA</td>
<td>Medical Doctor</td>
<td>Director</td>
<td>President, Virginia Commonwealth Bank</td>
<td>n/a</td>
<td>2.76%</td>
<td>0.00%</td>
<td>Dr. Steele Medical Practice - 100%</td>
<td></td>
</tr>
<tr>
<td>James A. Wilson, Jr.</td>
<td>Petersburg, Virginia, USA</td>
<td>n/a</td>
<td>VP/Treasurer</td>
<td>Executive Vice President, Treasurer, and Chief Financial Officer - Virginia Commonwealth Bank</td>
<td>Owner, Professional Salon Concepts, Inc.</td>
<td>0.92%</td>
<td>0.00%</td>
<td>Professional Salon Concepts, Inc. - 40% common stock</td>
<td></td>
</tr>
<tr>
<td>Vanessa C. Scott</td>
<td>Petersburg, Virginia, USA</td>
<td>n/a</td>
<td>Corporate Secretary</td>
<td>Senior Vice President, Secretary - Virginia Commonwealth Bank</td>
<td>n/a</td>
<td>0.00%</td>
<td>0.00%</td>
<td>n/a</td>
<td></td>
</tr>
<tr>
<td>Virginia Commonwealth Bank Employee Stock Ownership Plan</td>
<td>Petersburg, Virginia, USA</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>15.87%</td>
<td>0.00%</td>
<td>n/a</td>
<td></td>
</tr>
</tbody>
</table>