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FR Y-6  
OMB Number 7100-0297  
Approval expires September 30, 2018  
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FEB 29 2016

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):

**December 31, 2015**

Month / Day / Year

N/A

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

I, **Jane N. Henderson**

Name of the Holding Company Director and Official

**President and CEO**

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.

Reporter's Name, Street, and Mailing Address

**Virginia Community Capital, Inc.**

Legal Title of Holding Company

**110 Peppers Ferry Road NW**

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

**Christiansburg VA 24073**

City State Zip Code

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:

**Clyde A. Cornett, Jr. CFO**

Name Title

**540-260-3503**

Area Code / Phone Number / Extension

**540-260-3164**

Area Code / FAX Number

**ccornett@vccva.org**

E-mail Address

**vacommunitycapital.org**

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

Signature of Holding Company Director and Official

Date of Signature

**2/25/16**

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 **3628535**  
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."

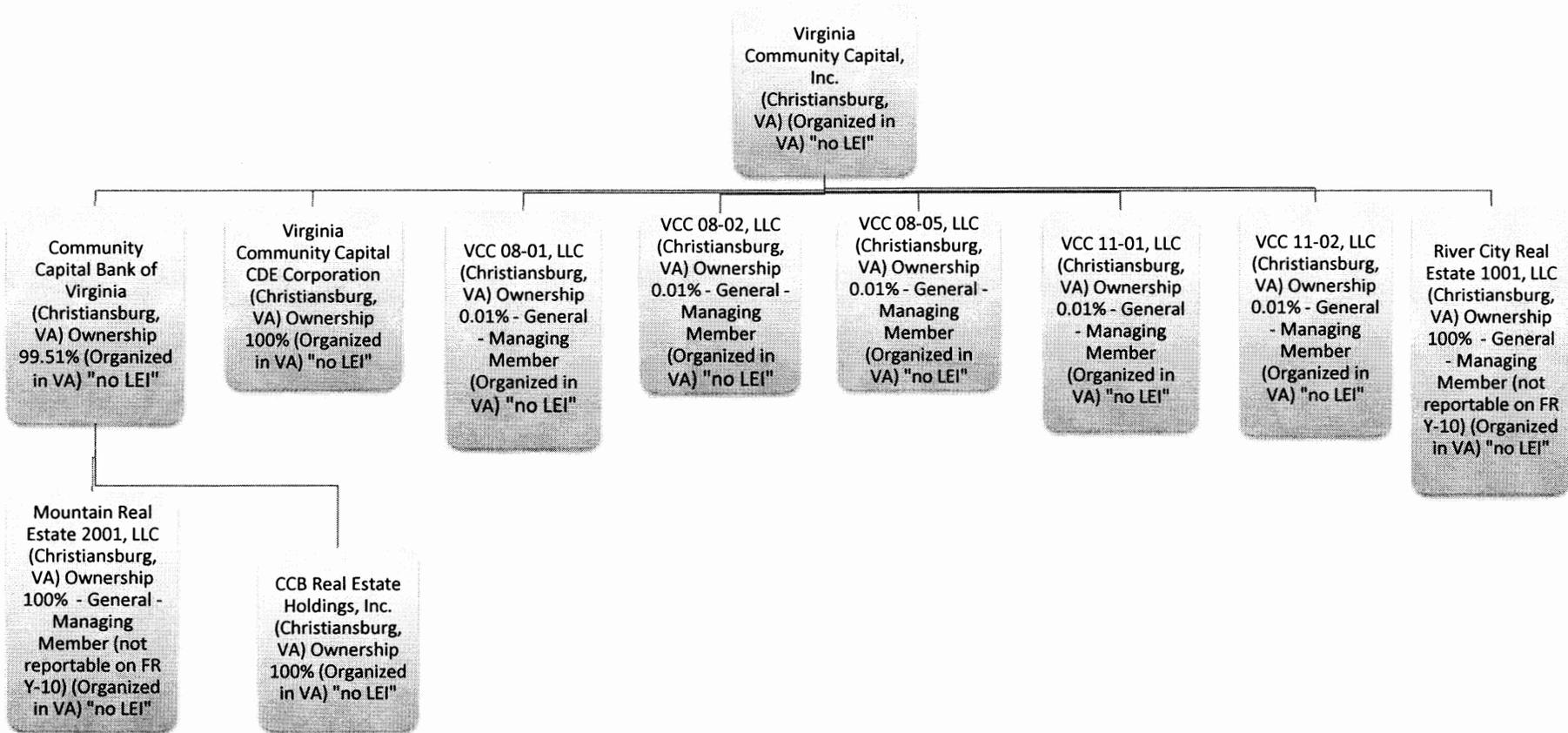
No

**Form FR Y-6**  
**Virginia Community Capital, Inc.**  
**Christiansburg, Virginia 24073**  
**Fiscal Year Ending December 31, 2015**

**Report Item:**

**1. The organization's audited financial statements for the period ending December 31, 2015 will be sent under separate cover.**

**2a. Organizational Chart**



**2b. Domestic branch listing provided to Phyllis Strum at the Federal Reserve Bank on February 25, 2016.**

**Results:** A list of branches for your holding company: VIRGINIA COMMUNITY CAPITAL, INC. (3628535) of CHRISTIANSBURG, VA.  
The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

**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)	3626858	COMMUNITY CAPITAL BANK OF VIRGINIA	110 PEPPERS FERRY ROAD NW	CHRISTIANSBURG	VA	24073	MONTGOMERY	UNITED STATES	461847	0	COMMUNITY CAPITAL BANK OF VIRGINIA	3626858	
OK		Full Service	4390240	RICHMOND BRANCH	100 WEST FRANKLIN STREET, SUITE 200	RICHMOND	VA	23220	RICHMOND CITY	UNITED STATES	Not Required	Not Required	COMMUNITY CAPITAL BANK OF VIRGINIA	3626858	



Form FR Y-6  
Virginia Community Capital, Inc.  
Fiscal Year Ending December 31, 2015

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

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name, City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Including names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	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)
Jane Henderson Richmond, VA (USA)	n/a	President Chief Executive Officer  Director	President Chief Executive Officer  Director  Community Capital Bank of Virginia	n/a  Board Member - Community Development Bankers Association Board Member - Center for Rural Entrepreneurship	n/a	0.06%  Community Capital Bank of Virginia	None
Clyde A. Cornett, Jr. Christiansburg, VA (USA)	n/a	Senior Vice President Chief Financial Officer,	Senior Vice President Chief Financial Officer,  Community Capital Bank of Virginia	n/a  Board Member - Appalachian Community Capital	n/a	0.00%	None
Mary P. (Gill) Hundley Christiansburg, VA (USA)	n/a	Senior Vice President Chief Operating Officer	Senior Vice President Chief Operating Officer  Community Capital Bank of Virginia	n/a  Board Chairman - Virginia 1st Advisory Board Member - BSA Coalition	n/a	0.00%	None
Wayne Waldrop Richmond, VA (USA)	n/a	Senior Vice President Chief Lending Officer	Senior Vice President Chief Lending Officer  Community Capital Bank of Virginia	n/a	n/a	0.00%	None
Ed Chin Richmond, VA (USA)	n/a	Senior Vice President Chief Risk Officer	Senior Vice President Chief Risk Officer  Community Capital Bank of Virginia	n/a	n/a	0.00%	None
Teri Lovelace Richmond, VA (USA)	n/a	Senior Vice President Community Investments & Impact Manager	Senior Vice President Community Investments & Impact Manager  Community Capital Bank of Virginia	n/a	n/a	0.00%	None
Dixon B. Hanna Hilton Head Island, SC (USA)	Retired	Director	Director Community Capital Bank of Virginia	Retired	n/a	0.06%  Community Capital Bank of Virginia	None
Florence Kingston Newport News, VA (USA)	Director City of Newport News	Director	Director Community Capital Bank of Virginia	Director City of Newport News Department of Development	n/a	0.06%  Community Capital Bank of Virginia	None
James Harkness, Jr. Roanoke, VA (USA)	Retired	Director	Director Community Capital Bank of Virginia	Retired	n/a	0.06%  Community Capital Bank of Virginia	None

Form FR Y-6  
Virginia Community Capital, Inc.  
Fiscal Year Ending December 31, 2015

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

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name, City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Including names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	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)
William Shelton Richmond, VA (USA)	Director of the Virginia Department of Housing and Community Development	Director	Director Community Capital Bank of Virginia	Director of the Virginia Department of Housing and Community Development	n/a	0.06% Community Capital Bank of Virginia	None
Alvin Smuzynski Fairfax Station, VA (USA)	Retired	Director	Director Community Capital Bank of Virginia	Retired Director - Northern Virginia Affordable Housing Alliance Advisory Committee Member - Virginia Community Development Corporation	n/a	0.06% Community Capital Bank of Virginia	None
Charles H. Mills, III Potomac Falls, VA (USA)	CEO of Salera Employee Benefits Solutions	Director	Director Community Capital Bank of Virginia	CEO of Salera Employee Benefits Solutions, LLC	n/a	0.06% Community Capital Bank of Virginia	Salera Employee Benefits Solutions, LLC 45%
Mary Dwyer Pembroke Great Falls, VA (USA)	Federal Lobbyist and Attorney Discover Financial Services	Director	N/A	Director & Senior Counsel Discover Financial Services	n/a	0.06% Community Capital Bank of Virginia	None
Robert H. Gilliam, Jr Lynch Station, VA (USA)	Retired	Director	Director Community Capital Bank of Virginia	Retired Director - Centra Foundation - Lynchburg	n/a	0.06% Community Capital Bank of Virginia	None
Gregory B. Fairchild Charlottesville, VA (USA)	Associate Professor University of Virginia Darden School of Business	Director	Director Community Capital Bank of Virginia	Associate Professor University of Virginia Darden School of Business Principal - Socratic Solutions, Inc	n/a	0.06% Community Capital Bank of Virginia	Socratic Solutions, Inc. 49%