

MAR 21 2016

Board of Governors of the Federal Reserve System



FRB RICHMOND
Annual Report of Holding Companies—FR Y-6

COPY

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)

Reporter's Name, Street, and Mailing Address

Mountain-Valley Bancshares, Inc.

Legal Title of Holding Company

PO Box 1969

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

Elkins WV 26241

City State Zip Code

317 Davis Avenue

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Anthony N. Ricottilli Treasurer

Name Title

304-637-2265

Area Code / Phone Number / Extension

304-637-2270

Area Code / FAX Number

aricottilli@mountainvalleybank.com

E-mail Address

www.mountainvalleybank.com

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

I, T. Richard Harvey

Name of the Holding Company Director and Official

President and Chief Executive Officer

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.

T. Richard Harvey

Signature of Holding Company Director and Official

03/16/2016

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 1404641

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

**ANNUAL REPORT OF HOLDING COMPANIES - FR Y-6
MOUNTAIN-VALLEY BANCSHARES, INC.
DECEMBER 31, 2015**

CONTENTS

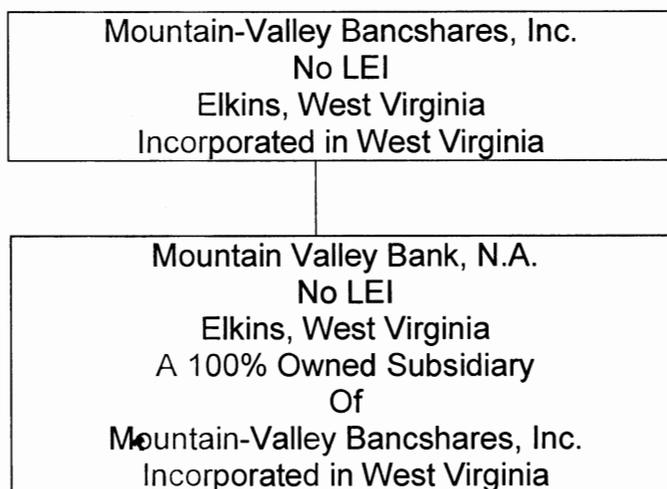
| | Page |
|---|------------------------------|
| Report Item 1a: Form 10-K | 1 of 3 |
| Report Item 1b: Annual Report to Shareholders | 1 of 3 & Attachment A |
| Report Item 2a: Organization Chart | 1 of 3 |
| 2b: Domestic Branch Listing | 1 of 3 |
| Report Item 3: Shareholders | 2 of 3 |
| Report Item 4: Directors and Officers | 3 of 3 |

Form FR Y-6
Mountain-Valley Bancshares, Inc.
Elkins, West Virginia
Year Ending December 31, 2015

Report Item

1. a. Mountain-Valley Bancshares, Inc. is not required to file form 10K with the Securities and Exchange Commission.
- b. Mountain-Valley Bancshares, Inc. does prepare an annual report for its shareholders. Enclosed are two copies of the 2015 annual report.

2. a. Organizational Chart



2. b. Submitted via e-mail on 2/23/2016

Results: A list of branches for your depository institution: MOUNTAIN VALLEY BANK, N.A. (ID_RSSD: 1011432). This depository institution is held by MOUNTAIN-VALLEY BANCSHARES, INC. (1404641) of ELKINS, WV. 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) | 1011432 | MOUNTAIN VALLEY BANK, N.A. | 317 DAVIS AVENUE | ELKINS | WV | 26241 | RANDOLPH | UNITED STATES | 4560 | 0 | MOUNTAIN VALLEY BANK, N.A. | 1011432 | |
| Change | 8/1/2015 | Full Service | 2260974 | CHENOWETH CREEK OFFICE | 1955 BEVERLY PIKE | ELKINS | WV | 26241 | RANDOLPH | UNITED STATES | 231596 | 3 | MOUNTAIN VALLEY BANK, N.A. | 1011432 | |
| Change | 8/1/2015 | Full Service | 886530 | MILL CREEK BRANCH | 9896 SENECA TRAIL | MILL CREEK | WV | 26280 | RANDOLPH | UNITED STATES | 231595 | 2 | MOUNTAIN VALLEY BANK, N.A. | 1011432 | |
| Okay | | Full Service | 1993211 | PARSONS BRANCH | 401 FIRST STREET | PARSONS | WV | 26287 | TUCKER | UNITED STATES | 212190 | 4 | MOUNTAIN VALLEY BANK, N.A. | 1011432 | |

FORM FR Y-6
MOUNTAIN-VALLEY BANCSHARES, INC.
DECEMBER 31, 2015

Report Item 3: Shareholders

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

Report Item 3(1): Shareholders

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-15.

| 3(1)a Name & Address (City, State, Country) | 3(1)b Country of Citizenship Or Incorporation | 3(1)c Number of Each Class of Voting Securities | Percentage |
|---|---|---|------------|
| Shriners Hospitals for Crippled Children Tampa, Florida USA | USA | 33,300 Common Stock | 7.96% |
| Cecelia W. Wallace Mill Creek, WV USA | USA | 23,780 Common Stock | 5.69% |

Report Item 3(2): Shareholders

Shareholders not listed in 3(1) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-15

| 3(2)a Name & Address (City, State, Country) | 3(2)b Country of Citizenship Or Incorporation | 3(2)c Number of Each Class of Voting Securities | Percentage |
|---|---|---|------------|
| NONE | NONE | NONE | NONE |

Form FR Y-6
Mountain-Valley Bancshares, Inc.
December 31, 2015

Report Items 4: Directors and Officers
(1) (2) (3) a,b,c and (4) a,b,c

| (1) Name & Address (City, State, Country) | (2) Principal Occupation If Other Than With Bank Holding Company | (3) a Title & Position with Bank Holding Company | (3) b Title & Position With Subsidiaries (Name of Subsidiary) | (3) c Title & Position With Other Businesses (Name of Other Business) | 4(a) Percentage of Voting Shares in Bank Holding Company | 4 (b) Percentage of Voting Shares in Subsidiaries (Name of Subsidiary) | 4 (c) Name of Other Companies With a 25% or Greater Voting Interest |
|---|--|--|--|--|--|---|---|
| Russell T. Linger, Jr. Huttonsville, WV United States | Dairy Farmer | Director | Director Mountain Valley Bank, N.A. | President Linger Farms Inc. | 2.09% | N/A | Linger Farms Inc. 52% Interest |
| Donald J. Judy Beverly, WV United States | Retired | Chairman of the Board | Vice Chairman of the Board Mountain Valley Bank, N.A. | Retired | 3.83% | N/A | N/A |
| Pat A. Nichols Davis, WV United States | Attorney at Law | Director | Director Mountain Valley Bank, N.A. | Owner Nichols and Nichols | 0.57% | N/A | Nichols and Nichols 100% Owner |
| James F. Wilson Elkins, WV United States | Frank E. Wilson Lumber Company President & General Manager | Director | N/A | President & General Manager Frank E. Wilson Lumber Company | 1.43% | N/A | Frank E. Wilson Lumber Co. 84% Interest |
| | James F. Wilson Agency Agent | | | Agent James F. Wilson Agency | | | James F. Wilson Agency 66.6% Interest |
| | James F. Wilson Wood Waste Owner | | | Owner James F. Wilson Wood Waste | | | James F. Wilson Wood Waste 100% Interest |
| | Ruthbell Lumber Company President | | | President Ruthbell Lumber Company | | | |
| | Esther B. Wilson Trust Trustee | | | Trustee Esther B. Wilson Trust | | | |
| | Frank E. Wilson Residuary Trust Trustee | | | Trustee Frank E. Wilson Residuary Trust | | | |
| T. Richard Harvey Elkins, WV United States | Chariman of the Board, President and Chief Executive Officer of Mountain Valley Bank, N.A. | President & CEO | Chariman of the Board, President and Chief Executive Officer of Mountain Valley Bank, N.A. | None | 0.73% | N/A | N/A |
| David J. Orr Parsons, WV United States | Orr-Wilson Insurance President | Executive Vice President | Director Mountain Valley Bank, N.A. | President Orr-Wilson Insurance | 3.24% | N/A | Orr-Wilson Insurance Agency 50% Owner |