

Board of Governors of the Federal Reserve System



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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

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

December 31, 2016

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

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.

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

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.

Physical Location (if different from mailing address)

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

Jane N. Henderson

Signature of Holding Company Director and Official

3/28/17

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 _____
 C.I. _____

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report
 2. a letter justifying this request has been provided separately

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

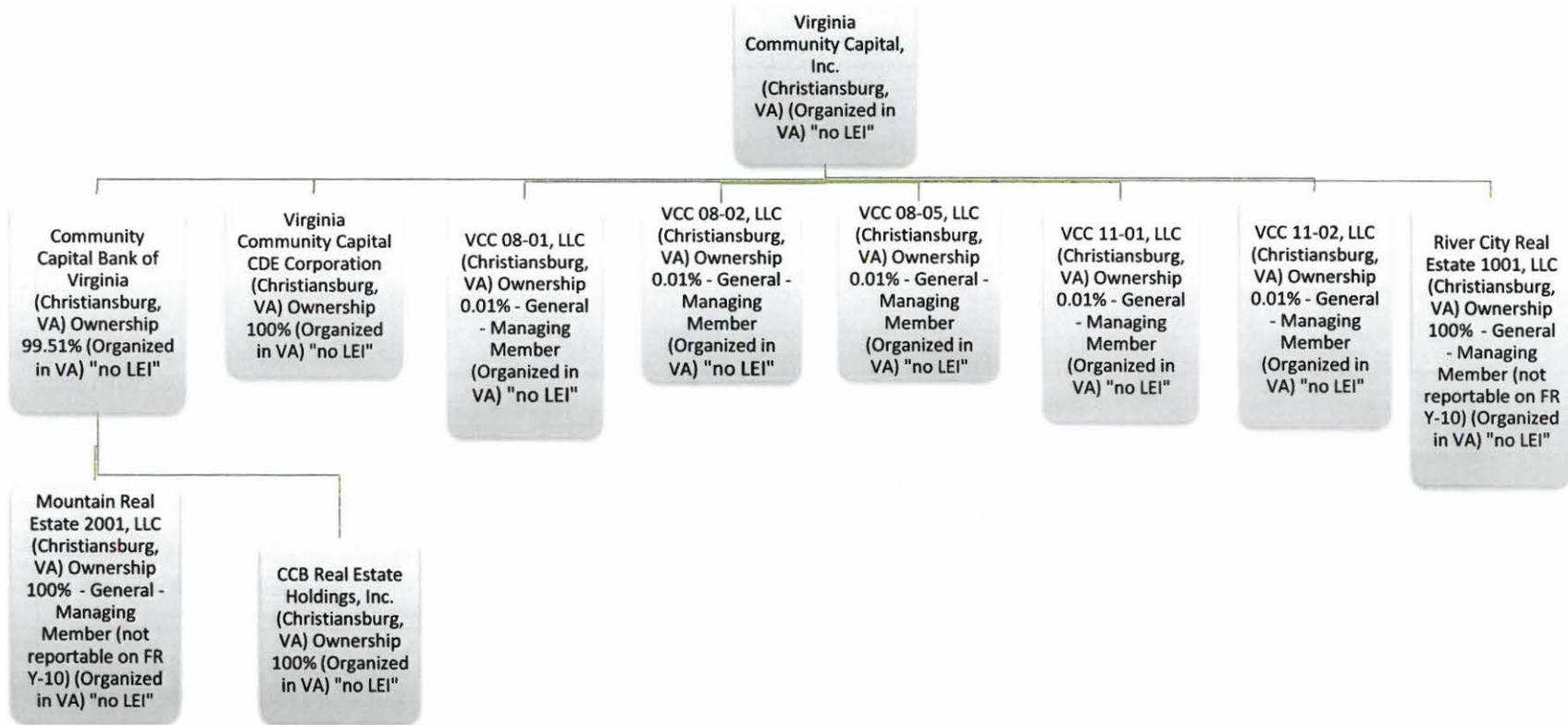
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>

Form FR Y-6
Virginia Community Capital, Inc.
 Christiansburg, Virginia 24073
 Fiscal Year Ending December 31, 2016

Report Item:

1. The organization's audited financial statements for the period ending December 31, 2016 will be sent under separate cover.

2a. Organizational Chart



2b. Domestic branch listing attached.

Form FR Y-6
Virginia Community Capital, Inc.
Fiscal Year Ending December 31, 2016

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	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
Belinda Tucker Daleville, VA (USA)	n/a	Senior Vice President Chief Operating Officer	Senior Vice President Chief Operating Officer Community Capital Bank of Virginia	n/a	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 Chief Impact Officer	Senior Vice President Chief Impact Officer Community Capital Bank of Virginia	n/a	n/a	0.00%	None
Roberta Douma Richmond, VA (USA)	n/a	Senior Vice President Chief Human Capital Officer	Senior Vice President Chief Human Capital Officer 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
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

Form FR Y-6
Virginia Community Capital, Inc.
Fiscal Year Ending December 31, 2016

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)
Alvin Smuzynski Fairfax Station, VA (USA)	Retired	Director	Director Community Capital Bank of Virginia	Retired Advisory Committee Member - Northern Virginia Affordable Housing Alliance	n/a	0.06% Community Capital Bank of Virginia	None
Charlie H. Mills, III Potomac Falls, VA (USA)	CEO of Salera Employee Benefits Solutions CEO of Salera Capital Management	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% Salera Capital Management 100%
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 Director - Powell Foundation Altavista/Lynch Station	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%

Results: A list of branches for your depository institution: **COMMUNITY CAPITAL BANK OF VIRGINIA (ID_RSSD: 3626858)**.
 This depository institution is held by **VIRGINIA COMMUNITY CAPITAL, INC. (3628535)** of **CHRISTIANSBURG, VA**.
 The data are as of **12/31/2016**. Data reflects information that was received and processed through **03/10/2017**.

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	