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(o)(1), and 5468(b)(1)). 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. 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.

I, Thomas J. Chmelik
Name of the Holding Company Director and Official
Executive Vice President, CFO & 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 251, 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

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.

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Report Item

1: The bank holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the appropriate Reserve Bank, one copy is enclosed.

2a: Organizational Chart:

```
MainStreet Bancshares, Inc.
Fairfax, Virginia
Incorporated in Virginia

100%  

MainStreet Bank
Fairfax, Virginia
Incorporated in Virginia
```

2b: Domestic branch listing provided to the Federal Reserve Bank.
### Report Item 3: Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1)(a) Name, City, State, Country</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a) Name, City, State, Country</th>
<th>(2)(b) Country of Citizenship or Incorporation</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Wellington Management Group, LLP Radnor, PA 19087 USA</td>
<td>USA</td>
<td>416,017 9.6%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>The Banc Funds Co. Chicago, IL 60606 USA</td>
<td>USA</td>
<td>373,726 8.68%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>First Manhattan Co. New York, NY 10022 USA</td>
<td>USA</td>
<td>238,017 5.53%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Name</td>
<td>Principal Occupation if other than with Holding Company</td>
<td>Principal Occupation with Subsidiaries (Include names of other companies)</td>
<td>Title &amp; Position with Other Businesses (Include names of other businesses)</td>
<td>Percentage of Voting Shares in Holding Company</td>
<td>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)</td>
</tr>
<tr>
<td>--------------------</td>
<td>----------------------------------------------------------</td>
<td>--------------------------------------------------------------------------</td>
<td>---------------------------------------------------------------------------</td>
<td>-----------------------------------------------</td>
<td>-------------------------------------------------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Jeff W. Dick</td>
<td>N/A</td>
<td>Chairman &amp; CEO</td>
<td>Chairman &amp; CEO MainStreet Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Thomas J. Chmelik</td>
<td>N/A</td>
<td>EVP, CFO &amp; Director</td>
<td>EVP, CFO &amp; Director MainStreet Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Chris C. Brockett</td>
<td>N/A</td>
<td>President &amp; Director</td>
<td>President &amp; Director MainStreet Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Paul Thomas Haddock</td>
<td>N/A</td>
<td>Real Estate Investor</td>
<td>Director MainStreet Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Patsy Rust</td>
<td>Retired</td>
<td>Director</td>
<td>Director MainStreet Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>William E. Cox</td>
<td>Business Owner</td>
<td>Director</td>
<td>Director MainStreet Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Elizabeth Bennett</td>
<td>Business Owner</td>
<td>Director</td>
<td>Director MainStreet Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Darrell Green</td>
<td>Business Owner</td>
<td>Director</td>
<td>Director MainStreet Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Terry M. Saeger</td>
<td>President of Construction Co.</td>
<td>Director</td>
<td>Director MainStreet Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>
Results: A list of branches for your depository institution: MAINSTREET BANK (ID_RSSD: 3248849).
This depository institution is held by MAINSTREET BANCSHARES, INC. (4977397) of FAIRFAX, VA.
The data are as of 12/31/2016. Data reflects information that was received and processed through 01/10/2017.

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 never owned by this depository institution, enter 'Close' in the Data Action column.
Delete: If a branch listed was sold or closed, 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://ylOonline.federalreserve.gov.

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

<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>FDIC UN/NUM*</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>3248849</td>
<td>Full Service (Head Office)</td>
<td>3248849</td>
<td>MAINSTREET BANK</td>
<td>10089 FAIRFAX BOULEVARD</td>
<td>FAIRFAX</td>
<td>VA</td>
<td>22030</td>
<td>FAIRFAX CITY</td>
<td>UNITED STATES</td>
<td>423301</td>
<td>0</td>
<td>MAINSTREET BANK</td>
<td>3248849</td>
<td></td>
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<tr>
<td>OK</td>
<td>4118410</td>
<td>Full Service</td>
<td>4118410</td>
<td>MAINSTREET BANK</td>
<td>7000 N. HIGHLAND STREET</td>
<td>ARLINGTON</td>
<td>VA</td>
<td>22201</td>
<td>ARLINGTON</td>
<td>UNITED STATES</td>
<td>510991</td>
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</tr>
<tr>
<td>OK</td>
<td>3596906</td>
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<td>3596906</td>
<td>MAINSTREET BANK</td>
<td>4029 CHAIN BRIDGE ROAD</td>
<td>FAIRFAX</td>
<td>VA</td>
<td>22030</td>
<td>FAIRFAX CITY</td>
<td>UNITED STATES</td>
<td>440521</td>
<td>1</td>
<td>MAINSTREET BANK</td>
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</tr>
<tr>
<td>OK</td>
<td>4418872</td>
<td>Full Service</td>
<td>4418872</td>
<td>MAINSTREET BANK</td>
<td>722 ELDEN STREET</td>
<td>HERNDON</td>
<td>VA</td>
<td>20170</td>
<td>FAIRFAX</td>
<td>UNITED STATES</td>
<td>Not Required</td>
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<tr>
<td>OK</td>
<td>4031303</td>
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<td>4031303</td>
<td>MAINSTREET BANK</td>
<td>1354 OLD CHAIN BRIDGE ROAD</td>
<td>MCLEAN</td>
<td>VA</td>
<td>22101</td>
<td>FAIRFAX</td>
<td>UNITED STATES</td>
<td>Not Required</td>
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<td>MAINSTREET BANK</td>
<td>3248849</td>
<td></td>
</tr>
</tbody>
</table>