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FR Y-6
OMB Number 7100-0297
Approval expires September 30, 2018
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Board of Governors of the Federal Reserve System

FRB RICHMOND

COPY



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.

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, Joe A. Shearin

Name of the Holding Company Director and Official

President, CEO, 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 261, 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

March 14, 2017

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 2626691
C.I. _____

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.

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

December 31, 2016

Month / Day / Year

N/A - no LEI

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

Reporter's Name, Street, and Mailing Address

Eastern Virginia Bankshares, Inc.

Legal Title of Holding Company

10900 Nuckols Road, Suite 325

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

Glen Allen

VA

23060

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Patrick Wood

Vice President/Controller

Name

Title

804-528-4765

Area Code / Phone Number / Extension

804-270-2969

Area Code / FAX Number

patrick.wood@bankevb.com

E-mail Address

www.evb.org

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

Is confidential treatment requested for any portion of this report submission?

0=No
1=Yes

0

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."

Form FR Y-6
Eastern Virginia Bankshares, Inc.
Glen Allen, Virginia
Year Ended December 31, 2016

Report Item 2a: Organization Chart – Attached.

Report Item 2b: Domestic Branch Listing – Submitted via email on February 21, 2017

Report Item 3: Securities Holders – Attached.

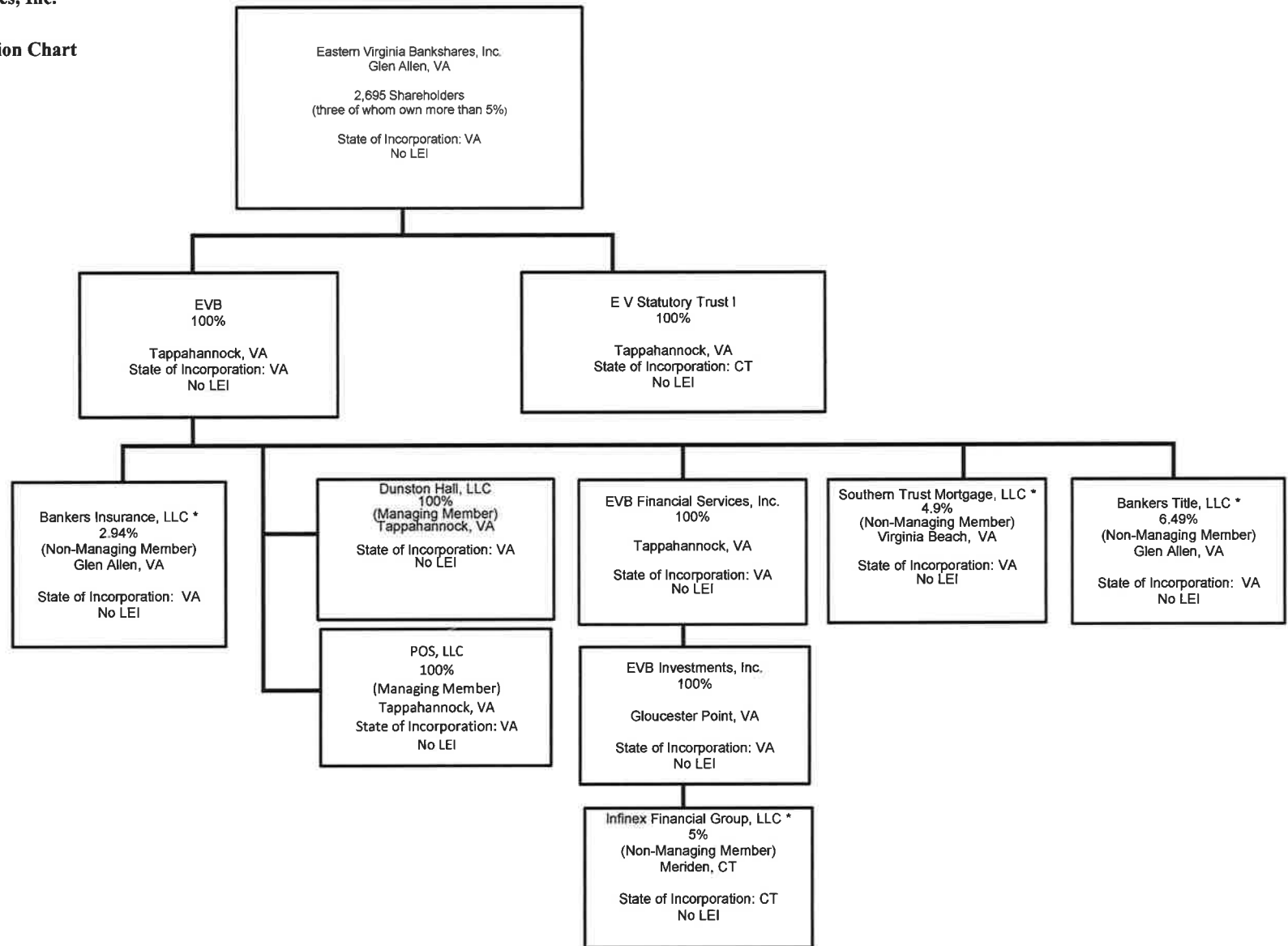
Report Item 4: Insiders – Attached.

Form FR Y-6

Eastern Virginia Bankshares, Inc.

As of December 31, 2016

Report Item 2a: Organization Chart



* Not reportable on Form Y-10.

Results: A list of branches for your holding company: EASTERN VIRGINIA BANKSHARES, INC. (2626691) of GLEN ALLEN, 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 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)	790721	EVB	307 CHURCH LANE	TAPPAHANNOCK	VA	22560	ESSEX	UNITED STATES	7402	0	EVB	790721	
OK		Full Service	3067778	ASHLAND BRANCH	201 NORTH WASHINGTON HWY	ASHLAND	VA	23005	HANOVER	UNITED STATES	363489	26	EVB	790721	
OK		Full Service	75727	BURGESS BRANCH	14954 NORTHUMBERLAND HWY	BURGESS	VA	22432	NORTHUMBERLAND	UNITED STATES	231324	21	EVB	790721	
OK		Full Service	73620	CALLAO BRANCH	110 NORTHUMBERLAND HWY	CALLAO	VA	22435	NORTHUMBERLAND	UNITED STATES	231323	20	EVB	790721	
OK		Full Service	3145779	COLONIAL HEIGHTS BRANCH	3012 BOULEVARD	COLONIAL HEIGHTS	VA	23834	COLONIAL HEIGHTS CITY	UNITED STATES	419536	29	EVB	790721	
OK		Full Service	829920	COURTLAND BRANCH	22241 MAIN STREET	COURTLAND	VA	23837	SOUTHAMPTON	UNITED STATES	1591	12	EVB	790721	
OK		Limited Service	716226	COURTLAND DRIVE-THRU BRANCH	22510 LINDEN STREET	COURTLAND	VA	23837	SOUTHAMPTON	UNITED STATES	192641	13	EVB	790721	
OK		Full Service	2631453	DELTAVILLE BRANCH	16273-D GENERAL PULLER HIGHWAY	DELTAVILLE	VA	23043	MIDDLESEX	UNITED STATES	225089	7	EVB	790721	
OK		Full Service	2705961	GLOUCESTER BRANCH	7132 GEORGE WASHINGTON MEM HWY	GLOUCESTER	VA	23061	GLOUCESTER	UNITED STATES	225090	8	EVB	790721	
OK		Full Service	3172364	GLOUCESTER POINT BRANCH	1953 GEORGE WASHINGTON MEM HWY	GLOUCESTER POINT	VA	23062	GLOUCESTER	UNITED STATES	418725	11	EVB	790721	
OK		Full Service	4239929	HAMPTON BRANCH	2198 COLISEUM DRIVE	HAMPTON	VA	23666	HAMPTON GTY	UNITED STATES	Not Required	Not Required	EVB	790721	
OK		Full Service	1215968	HARTFIELD BRANCH	11290 GENERAL PULLER HIGHWAY	HARTFIELD	VA	23071	MIDDLESEX	UNITED STATES	225086	3	EVB	790721	
OK		Full Service	196426	HEATHSVILLE BRANCH	6941 NORTHUMBERLAND HWY	HEATHSVILLE	VA	22473	NORTHUMBERLAND	UNITED STATES	8852	19	EVB	790721	
OK		Full Service	2976350	KILMARNOCK BRANCH	437 NORTH MAIN ST	KILMARNOCK	VA	22482	LANCASTER	UNITED STATES	257690	22	EVB	790721	
OK		Full Service	3311190	CENTRAL GARAGE BRANCH	20 COMMERCE LANE	KING WILLIAM	VA	23086	KING WILLIAM	UNITED STATES	433858	17	EVB	790721	
OK		Full Service	3042588	KINGS CHARTER BRANCH	9495 CHARTER GATE DRIVE	MECHANICSVILLE	VA	23116	HANOVER	UNITED STATES	363488	25	EVB	790721	
OK		Full Service	2897763	WINDMILL BRANCH	8123 MECHANICSVILLE TURNPIKE	MECHANICSVILLE	VA	23111	HANOVER	UNITED STATES	81168	23	EVB	790721	
OK		Full Service	3383366	NEWPORT NEWS OFFICE	11801 MERCHANTS WALK	NEWPORT NEWS	VA	23606	NEWPORT NEWS CITY	UNITED STATES	Not Required	Not Required	EVB	790721	
OK		Full Service	3680207	QUINTON BRANCH	2599 NEW KENT HIGHWAY	QUINTON	VA	23141	NEW KENT	UNITED STATES	478814	27	EVB	790721	
OK		Full Service	3128941	BROAD STREET BRANCH	8821 WEST BROAD STREET	RICHMOND	VA	23294	HENRICO	UNITED STATES	365093	28	EVB	790721	
OK		Full Service	789426	SURRY BRANCH	176 COLONIAL TRAIL EAST	SURRY	VA	23883	SURRY	UNITED STATES	1593	16	EVB	790721	
OK		Full Service	845322	ESSEX SQUARE BRANCH	1665 TAPPAHANNOCK BLVD, ESSEX SQ SHOPPIN	TAPPAHANNOCK	VA	22560	ESSEX	UNITED STATES	225085	2	EVB	790721	
OK		Full Service	1418282	URBANNA BRANCH	291 VIRGINIA STREET	URBANNA	VA	23175	MIDDLESEX	UNITED STATES	225087	4	EVB	790721	
OK		Full Service	926824	WAVERLY BRANCH	209 W MAIN STREET	WAVERLY	VA	23890	SUSSEX	UNITED STATES	6384	14	EVB	790721	
OK		Limited Service	1358803	WAVERLY DRIVE IN	233 SOUTH COUNTRY DRIVE	WAVERLY	VA	23890	SUSSEX	UNITED STATES	221664	15	EVB	790721	
OK		Full Service	4372901	WILLIAMSBURG OFFICE	1430 BUILDING 12 HIGH STREET	WILLIAMSBURG	VA	23185	JAMES CITY	UNITED STATES	Not Required	Not Required	EVB	790721	

Form FR Y-6
Eastern Virginia Bankshares, Inc.
Year Ending December 31, 2016

Report Item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending December 31, 2016.

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
Wellington Management Group, LLP Boston, MA, USA	USA	941,671 - 7.18% Common Stock
Castle Creek Capital Partners IV, LP Rancho Santa Fe, CA, USA	USA	1,061,225 - 8.09% Common Stock
GCP III EVB LLC* New York, NY, USA	USA	1,122,756- 8.56% Common Stock

*These shares are also reported for Mr. Boris M. Gutin in Item 4 - Insiders. GCP III EVB LLC is an affiliate of GCP Capital of which Mr. Gutin serves as a managing director. Mr. Gutin does not appear on this Item 3 as his direct ownership is less than 5% when excluding these shares.

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 December 31, 2016.

(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
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None

Form FR Y-6
Eastern Virginia Bankshares, Inc.
Year Ending December 31, 2016

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

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title and Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title and Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securi- ties are held (List names of companies and percentage of voting securities held)
John F. Biagas Yorktown, VA, USA	Master Electrician/ Entrepreneur	Director	Director (EVB)	See Attachment	0.41%	N/A	See Attachment
W. Rand Cook Mechanicsville, VA, USA	Attorney	Director & Chairman of the Board	Director & Chairman of the Board (EVB)	Partner - McCaul, Martin, Evans and Cook, P.C. Policymaker - Wayco, LLC	0.16%	N/A	McCaul, Martin, Evans and Cook, P.C. (33%)
W. Gerald Cox King William, VA, USA	Realtor	Director	Director (EVB)	Proprietor - Twin Rivers Construction	0.17%	N/A	
Michael E. Fiore Ashland, VA, USA	Engineer	Director	Director (EVB)	President & Co-Owner - Resource International, LTD President & Co-Owner - Kings Charter Properties, LLC Member - Liberty Evergreen LLC	0.10%	N/A	Resource International, LTD (100%) Kings Charter Properties, LLC (100%) Liberty Evergreen LLC (100%)
F.L. Garrett III Bowlers Wharf, VA, USA	Realtor	Director & Vice Chairman of the Board	Director & Vice Chairman of the Board (EVB)	President - Harbourside Storage	0.25%	N/A	Harbourside Storage (90%)
Boris M. Gutin New York, NY, USA	Private Equity Investment Professional	Director	Director (EVB)	Managing Director - GCP Capital Partners	8.72%	N/A	N/A
Ira C. Harris Crozet, VA, USA	College Professor	Director	Director (EVB)	Professor - McIntire School of Commerce at the University of Virginia	0.08%	N/A	T&I Enterprises (33%)
Eric A. Johnson Urbanna, VA, USA	Realtor/Entrepreneur	Director	Director (EVB)	Owner/Guarantor - Remlik Partners LLC Owner - Eastern Forestry LC Owner - 360 LLC Partner - SRJ Associates Owner - Saluda Ventures LC Owner - MP Associates LC Owner - Malvern Hill Partners LC Owner - M & J Land Timber Co. LC Member - PR Partners Owner - HS Warehouse LLC Member - Harmoney Village LLC	0.28%	N/A	Remlik Partners LLC (33%) Eastern Forestry LC (50%) 360 LLC (25%) SRJ Associates (33%) Saluda Ventures LC (33%) MP Associates LC (100%) Malvern Hill Partners LC (33%) M & J Land Timber Co. LC (33%) PR Partners (33%) HS Warehouse LLC (50%) Harmony Village LLC (50%)
W. Leslie Kilduff, Jr. Kilmarnock, VA, USA	Attorney	Director	Director (EVB)	Principal - W. Leslie Kilduff, Jr., PLC	0.40%	N/A	W. Leslie Kilduff, Jr., PLC (100%)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title and Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title and Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securi- ties are held (List names of companies and percentage of voting securities held)
Leslie E. Taylor Tappahannock, VA, USA	CPA	Director	Director (EVB)	Owner & President - Leslie E. Taylor, CPA PC	0.09%	N/A	Leslie E. Taylor, CPA PC (100%)
Jay T. Thompson, III Mechanicsville, VA, USA	Pharmacist	Director	Director (EVB)	Owner - Mechanicsville Drug Partner - Mechanicsville Mini-Storage Partner - Rolis, LLC	0.50%	N/A	Mechanicsville Drug (100%) Mechanicsville Mini-Storage (49%) Rolis, LLC (50%)
Joe A. Shearin Prince George, VA, USA	N/A	President, CEO & Director	President, CEO & Director (EVB) Director (EVB Investments, Inc.) Director (Southern Trust Mortgage, LLC)	N/A	0.78%	N/A	N/A
J. Adam Sothen Virginia Beach, VA, USA	N/A	CFO	EVP & CFO (EVB)	N/A	0.19%	N/A	N/A

EVB Annual Reg. O Related Interest Worksheet

Entity Name	EIN #	Description	% Ownership	Position
Bay Electric Co., Inc.	54-0798874	Electrical and General Contractor	100%	President/CBO
Bay-Dean, LLC	20-3319750	Joint Venture between MC Dean and Bay Electric: Electrical and General Contracting	51%	President Bay Electric 51% Owner
BDK Associates, LLC	20-5055210	Real Estate Investments Lake Charles, LA: • SpringHill Suites by Marriott	50%	Managing Member
Biagas Brothers Properties, LLC	27-2126964	Real Estate Investments Newport News, VA: • 10623 Jefferson Avenue • 5235 Geo Wash Mem Hwy	61%	Managing Member
BPH Associates, LLC	54-2043820	Real Estate Investments Newport News, VA: • 627 36 th Street & • 3600 Jefferson Avenue	86%	Managing Member
Creole NC, LLC/Abbeystone	46-3757526	Real Estate Investments Property for future hotel: • Jacksonville, NC	51%	Managing Member
Creole Partners, LLC	46-5379753	Real Estate Investments Lake Charles, LA	66%	Managing Member
Creole Sky 1, LLC	46-1144113	Real Estate Investments Bainville, MT: • Montana Houses (2)	66%	Managing Member
Creole VA LLC	27-4242102	Airplane Ownership Saab 340	100%	Sole Member/Owner
East Beach, LLC	20-0557068	Real Estate Investments Norfolk, VA: • East Beach Marina Apartments	48%	Member
JR Capital & Investments, LLC	46-2966738	Real Estate Investments	50%	Member
JRB Capital, LLC	46-2516798	Real Estate Investments Norfolk, VA: • 220 West Condos	30%	Member

Entity Name	EIN #	Description	% Ownership	Position
Kelly Progress, LLC	46-1597704	Real Estate Investments Richmond, VA: • Office building and warehouse	66%	Managing Member
LA Creole Hospitality I, LLC	46-2824752	Real Estate Investments Lake Charles, LA: • Residence Inn by Marriott	45%	Managing Member
Progress Kelly, LLC	46-1638812	Real Estate Investments • Norfolk, VA: Office building	66%	Managing Member
WBG Financial Investment & Capital Developer, LLC	46-4999495	Real Estate Investments Norfolk, VA: • Wainwright Building	33.3%	Member
WBG Financial Investment & Capital II, LLC	46-1665976	Real Estate Investments	33.3%	Member
WBG Financial Investment & Capital Manager, LLC	46-4419905	Real Estate Investments Tax Credits	33.3%	Member
Whittaker Development II, LLC		Real Estate Investments Newport News, VA • Whittaker Place Building	70%	Managing Member