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. § 1844c(1)(A)); sections 8(a) and 15(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3106(b)); sections 11(a)(1) and 37(a)(2) of the Federal Reserve Act (12 U.S.C. §§ 465(a)(1), 620, and 612); sections 113, 115, 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. Virgil L. McNemar

Name of the Holding Company Director and Official

President & 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.

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]

Name of Signature

Date of Signature

[Date: 1/9/17]

FR Y-6

Board of Governors of the Federal Reserve System

Census Number 7106-0257

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

December 31, 2016

Month/Day/Year

No LEI

Reported's Legal Entity Identifier (LEI) (20 Character LEI Code)

Reported's Name, Street, and Mailing Address

Harrison Bankshares, Inc.

Legal Title of Holding Company

P.O. Box 98

(Date)

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

Lost Creek

City

State Zip Code

Main Street

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed

Tasha R. Sinclair

Title

CPA

Name

304-624-5564

Area Code / Phone Number / Extension

Fax 304-624-5582

Area Code / Fax Number

tharley@harrisonbank.com

E-mail Address

www.hcbwv.com

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

Is confidential treatment requested for any portion of this report submission? [ ] Yes [ ] No

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 Federal Reserve Bank Use Only

RUSD ID: 1249178

C.I

[1249178]

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time in gathering and maintaining data in the required form and in reviewing instructions and completing the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 25th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7005-0257), Washington, DC 20503.
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:

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

12/3/12
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, two copies are enclosed.

2a: Organizational Chart

```
Harrison Bankshares, Inc.
No LEI
80 East Main Street
Lost Creek WV 26385
Incorporated in West Virginia

100%

The Harrison County Bank
No LEI
80 East Main Street
Lost Creek WV 26385
1600 Shares
100% Owned by Harrison Bankshares, Inc.
Incorporated in West Virginia
```

2b: Domestic branch listing provided to the Federal Reserve Bank.
Results: A list of branches for your holding company: HARRISON BANKSHARES, INC. ([149179]) of LOST CREEK, WV.

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.
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 date, and enter "Add" in the Data Action column and the opening or acquisition date in the Effective Date column.

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.

Submittion 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.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID</th>
<th>Branch Name</th>
<th>Popular Name</th>
<th>Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNINUM</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID RSSD</th>
<th>Comments</th>
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<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>042341</td>
<td>HARRISON COUNTY BANK, THE</td>
<td></td>
<td>12000  LOST CREEK</td>
<td>WV</td>
<td>26301</td>
<td></td>
<td>HARRISON</td>
<td>UNITED STATES</td>
<td>13791</td>
<td>0</td>
<td>HARRISON COUNTY BANK, THE</td>
<td>042341</td>
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<td>OK</td>
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<td>HARRISON COUNTY BANK, THE</td>
<td>042341</td>
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<tr>
<td>(1)(a) Name</td>
<td>(1)(b) Country of Citizenship or Incorporation</td>
<td>(1)(c) Number and Percentage of Each Class of Voting Securities</td>
<td>(2)(a) Name</td>
<td>(2)(b) Country of Citizenship or Incorporation</td>
<td>(2)(c) Number and Percentage of Each Class of Voting Securities</td>
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<td>Estate of Mary Thrash</td>
<td>USA</td>
<td>340 - 5.82% Common Stock</td>
<td>None</td>
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<tr>
<td>Lost Creek, WV, USA</td>
<td></td>
<td></td>
<td>Walter E. Buck &amp; David</td>
<td>USA</td>
<td>650 - 11.13% Common Stock</td>
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<td>H. Nutter Foundation, Inc.</td>
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<td>Lost Creek, WV, USA</td>
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<tr>
<td>Isaac H. Maxwell III</td>
<td>USA</td>
<td>293 - 5.02% Common Stock</td>
<td>Lost Creek, WV, USA</td>
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<tr>
<td>(1) Name, City, State, Country</td>
<td>(2) Principal Occupation if other than with Holding Company</td>
<td>(3)(a) Title &amp; Position with Holding Company</td>
<td>(3)(b) Title &amp; Position with Subsidiaries (include names of subsidiaries)</td>
<td>(4)(a) Percentage of Voting Shares in Subsidiaries</td>
<td>(4)(b) Percentage of Voting Shares in Holding Company</td>
<td>(4)(c) Percentage of Voting Shares in Other Business</td>
<td>(4)(d) Title &amp; Position with Other Businesses (include names of other businesses)</td>
<td>(4)(e) List names of other companies (include partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)</td>
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<tr>
<td>Isaac H. Maxwell III Lost Creek, WV, USA</td>
<td>Retired Farmer</td>
<td>Director/Chairman (The Harrison County Bank)</td>
<td>Retired</td>
<td>5.02%</td>
<td>None</td>
<td>N/A</td>
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<tr>
<td>Randy Williams Flemington, WV, USA</td>
<td>Pharmacist</td>
<td>Director (The Harrison County Bank)</td>
<td>Pharmacist Village Pharmacy</td>
<td>3.53%</td>
<td>None</td>
<td>Village Pharmacy (25%)</td>
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<tr>
<td>John F. McCuskey Charleston, WV, USA</td>
<td>Attorney</td>
<td>Director (The Harrison County Bank)</td>
<td>Attorney McCuskey &amp; Slicer PLLC</td>
<td>4.52%</td>
<td>None</td>
<td>N/A</td>
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<td>Kermit P. Stutler Lost Creek, WV, USA</td>
<td>Salesman</td>
<td>Director (The Harrison County Bank)</td>
<td>Retired</td>
<td>1.59%</td>
<td>None</td>
<td>N/A</td>
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<tr>
<td>Michael T. Marsh Mt. Claire, WV</td>
<td>Insurance claim specialist</td>
<td>Director (The Harrison County Bank)</td>
<td>Insurance claim specialist Farmers Mechanics</td>
<td>1.01%</td>
<td>None</td>
<td>N/A</td>
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<tr>
<td>Virgil McNemar Lost Creek, WV, USA</td>
<td>N/A</td>
<td>Director/CEO (The Harrison County Bank)</td>
<td>N/A</td>
<td>0.10%</td>
<td>None</td>
<td>N/A</td>
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<td>N/A</td>
<td>N/A</td>
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<td>None</td>
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HARRISON BANKSHARES, INC.
AND SUBSIDIARY
*************
INDEPENDENT AUDITOR'S REPORT AND
RELATED FINANCIAL STATEMENTS
*************
DECEMBER 31, 2016 AND 2015