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Approval expires September 30, 2018  
Page 1 of 2  
JAN 30 2017

## Board of Governors of the Federal Reserve System



# FRB RICHMOND

## 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.

I, E. GARRY SHANHOLTZ

Name of the Holding Company Director and Official

PRESIDENT

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

1/24/17

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 1363784  
 C.I. \_\_\_\_\_

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

EASTERN BANCSHARES INC

Legal Title of Holding Company

PO BOX 1037

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

ROMNEY

VV

26757

City

State

Zip Code

105 N HIGH STREET

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

BRIAN A HOTT

VICE PRESIDENT/CFO

Name

Title

304-822-8715

Area Code / Phone Number / Extension

304-822-5309

Area Code / FAX Number

BHOTT@FNBTDAY.COM

E-mail Address

N/A

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."

# EASTERN BANCSHARES, INCORPORATED

## FRY6 REPORT

DECEMBER 31, 2016

Item 1A - Bank Holding Company SEC Form 10K

Not Applicable - None

Item 1B - Bank Holding Company Annual Report

Will be forwarded under separate cover

Item 2A - Bank Holding Company Organization Chart

Eastern Bancshares, Inc.  
Romney, WV  
Incorporated in West Virginia  
No LEI

FNB Bank, Inc.  
Romney, WV  
(100% owned by EBI)  
Incorporated in State of West Virginia  
No LEI

FNB Insurance Agency  
of Romney, LLC  
Romney, WV  
(100% owned by EBI)  
Incorporated in State of West  
Virginia  
EBI, Inc. Managing Member  
No LEI

Item 2B - Depository Institution Branches

Item 3 - Five (5) Percent Shareholders

Kenneth E. Voit  
Romney, West Virginia  
United States Citizen  
Common Stock 35,173 shares = 6.94% of Outstanding

Part 2 of Item 3 - None

# EASTERN BANCSHARES, INCORPORATED

## FRY6 REPORT

DECEMBER 31, 2016

### Item 4 - List of Directors and Officers

Alex R. Sowers  
Augusta, West Virginia, USA  
Common Stock 11,600 shares  
(2.24%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.  
Chairman of Board FNB Bank, Inc.  
(100% owned subsidiary)  
Farming  
(100% Ownership Interest)

E. Garry Shanholtz  
Romney, West Virginia, USA  
Common Stock 14,703 shares  
(2.83%) Eastern Bancshares, Inc.

President Eastern Bancshares, Inc.  
Director FNB Bank, Inc.  
(100% owned subsidiary)  
Owner Shanholtz Orchards  
(100% Ownership Interest)

Eugene H. Williams  
Romney, West Virginia, USA  
Common Stock 16,338 shares  
(3.15%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.  
Director FNB Bank, Inc.  
(100% owned subsidiary)

John Bakanowsky, Sr.  
Romney, West Virginia, USA  
Common Stock 2,990 shares  
(0.58%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.  
Director FNB Bank, Inc.  
(100% owned subsidiary)

Gregory L. Bohrer  
Slanesville, West Virginia, USA  
Common Stock 5,367 shares  
(1.03%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.  
Director FNB Bank, Inc.  
(100% owned subsidiary)  
Owner L&M Market  
(33 1/3 Ownership Interest)  
Owner 4B's Pizza  
(25% Ownership Interest)

Carter R. Wagoner  
Romney, West Virginia, USA  
Common Stock 3,578 shares  
(0.69%) Eastern Bancshares, Inc.

Director Eastern Bancshares, Inc.  
Director FNB Bank, Inc.  
(100% owned subsidiary)  
Owner Shafer Funeral Home  
(50% Ownership Interest)

# EASTERN BANCSHARES, INCORPORATED

## FRY6 REPORT

DECEMBER 31, 2016

Timothy J. Nichols  
Romney, West Virginia, USA  
Common Stock 4549 shares  
(0.88%) Eastern Bancshares, Inc

Director Eastern Bancshares, Inc.  
Director FNB Bank, Inc.  
(100% owned subsidiary)  
Tim Nichols DDS, Inc  
(100% Ownership Interest)

William J.. Milleson Jr.  
Springfield, West Virginia, USA  
Common Stock 16,549 shares  
(3.19%) Eastern Bancshares, Inc

Director Eastern Bancshares, Inc  
Director FNB Bank, Inc  
(100% Ownership Interest)  
Keaton Frazer Milleson PLLC  
(32% Ownership Interest)

Travis G. Delaplain  
Romney, West Virginia, USA  
Common Stock 1,060 shares  
(0.20%) Eastern Bancshares, Inc.

Vice President & Treasurer Eastern  
Bancshares, Inc.  
Vice President & CFO FNB Bank, Inc  
(100% owned subsidiary)

Della J. Davis  
Augusta, West Virginia, USA  
Common Stock 510 shares  
(0.10%) Eastern Bancshares, Inc.

Vice President & Secretary Eastern  
Bancshares, Inc.  
Vice President FNB Bank Inc  
(100% owned subsidiary)

Brian A. Hott  
Delray, West Virginia, USA  
Common Stock 10 shares  
(0.002%) Eastern Bancshares, Inc.

Treasurer Eastern Bancshares, Inc.  
Vice President/CFO FNB Bank Inc.  
(100% owned subsidiary)

**EASTERN BANCSHARES, INCORPORATED**

**FRY6 REPORT**

DECEMBER 31, 2016

Item 4.4b - N/A

**Results:** A list of branches for your depository institution: FNB BANK, INC. (ID\_RSSD: 969639).  
This depository institution is held by EASTERN BANCSHARES, INC. (1363784) of ROMNEY, 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.  
**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)	969639	FNB BANK, INC.	105 NORTH HIGH STREET	ROMNEY	WV	26757	HAMPSHIRE	UNITED STATES	4566	0	FNB BANK, INC.	969639	LEI-NO
OK		Full Service	838735	CAPON BRIDGE BRANCH	ROUTE 50	CAPON BRIDGE	WV	26711	HAMPSHIRE	UNITED STATES	212201	1	FNB BANK, INC.	969639	LEI-NO
OK		Full Service	3045338	FORT ASHBY BRANCH	ROUTE #28 NORTH	FORT ASHBY	WV	26719	MINERAL	UNITED STATES	362019	3	FNB BANK, INC.	969639	LEI-NO
OK		Full Service	3366743	HAMPSHIRE SQUARE BRANCH	US ROUTE 50	ROMNEY	WV	26757	HAMPSHIRE	UNITED STATES	442291	4	FNB BANK, INC.	969639	LEI-NO