

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.

I, Jeffrey V. Haley

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 of Holding Company Director and Official

March 17 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 _____

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

American National Bankshares Inc.

Legal Title of Holding Company

P.O. Box 191

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

Danville

VA

24543-0191

City

State

Zip Code

628 Main Street, Danville, VA 24541

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Sherry S. Garrett

Staff Accountant

Name

Title

434-857-3816

Area Code / Phone Number / Extension

434-773-2277

Area Code / FAX Number

garretts@amnb.com

E-mail Address

www.amnb.com

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."

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.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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Physical Location (if different from mailing address)

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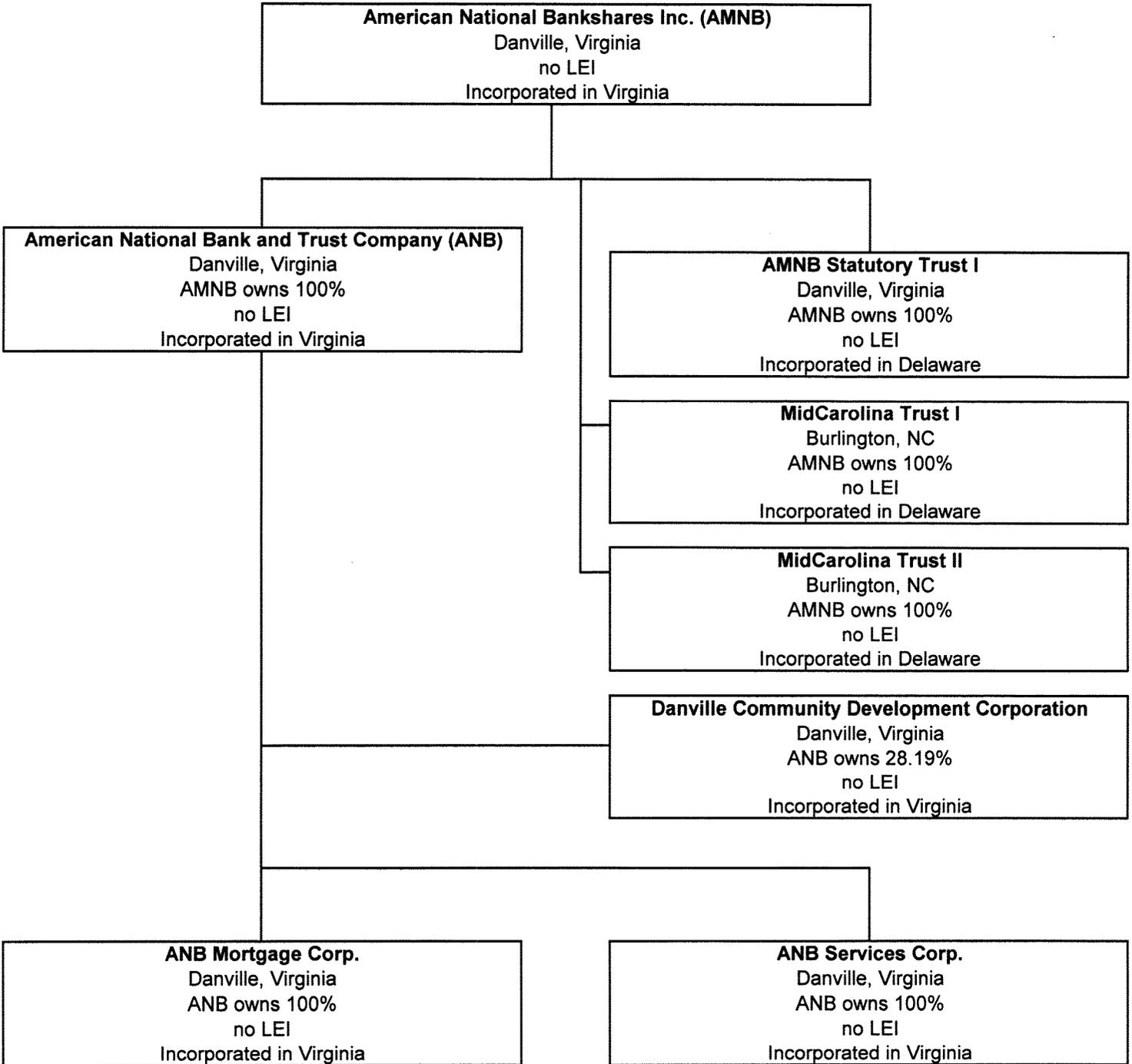
City State Zip Code

Physical Location (if different from mailing address)

Form FR Y-6
American National Bankshares Inc.
December 31, 2016

Report Item 2a: Organization Chart

Organizational Chart



Form FR Y-6
American National Bankshares Inc.
December 31, 2016

Report Item 2b: Domestic Branch Listing

Results: A list of branches for your depository institution: AMERICAN NATIONAL BANK AND TRUST COMPANY (ID_RSSD: 958727).
This depository institution is held by AMERICAN NATIONAL BANKSHARES INC. (1076691) of DANVILLE, 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://online.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)	958727	AMERICAN NATIONAL BANK AND TRUST COMPANY	628 MAIN STREET	DANVILLE	VA	24541	DANVILLE CITY	UNITED STATE	4697	0	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	2602220	BURLINGTON BRANCH	3101 SOUTH CHURCH STREET	BURLINGTON	NC	27215	ALAMANCE	UNITED STATE	57218	28	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3294846	CUM-PARK PLAZA BRANCH	2214 NORTH CHURCH ST	BURLINGTON	NC	27217	ALAMANCE	UNITED STATE	357708	31	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3294864	VILLAGE AT BROOKWOOD BRANCH	1840 BROOKWOOD AVE	BURLINGTON	NC	27215	ALAMANCE	UNITED STATE	430064	32	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3294873	SOUTH MAIN STREET BR	842 SOUTH MAIN ST	GRAHAM	NC	27253	ALAMANCE	UNITED STATE	390653	29	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3678222	GREEN VALLEY BRANCH	703 GREEN VALLEY ROAD	GREENSBORO	NC	27408	GUILFORD	UNITED STATE	433807	33	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3678231	GUILFORD COLLEGE BRANCH	5509 W FRIENDLY AVENUE	GREENSBORO	NC	27410	GUILFORD	UNITED STATE	447367	34	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3678213	MEBANE BRANCH	1008 MEBANE OAKES ROAD	MEBANE	NC	27302	ALAMANCE	UNITED STATE	456800	35	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	621227	YANCEYVILLE OFFICE	173 MAIN STREET	YANCEYVILLE	NC	27379	CASWELL	UNITED STATE	190805	13	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3750631	BEDFORD BRANCH	207 NORTH BRIDGE STREET	BEDFORD	VA	24523	BEDFORD CITY	UNITED STATE	479107	25	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	2841654	CHATHAM OFFICE	13880 US HWY 29	CHATHAM	VA	24531	PITTSYLVANIA	UNITED STATE	212336	15	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	2427580	COLLINSVILLE OFFICE	2494 VIRGINIA AVE	COLLINSVILLE	VA	24078	HENRY	UNITED STATE	279552	11	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	1466858	AIRPORT OFFICE	1407 SOUTH BOSTON ROAD	DANVILLE	VA	24540	DANVILLE CITY	UNITED STATE	212334	7	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Limited Service	4296230	ALAMANCE COUNTY MESSENGER SERVICE BRANC	628 MAIN STREET	DANVILLE	VA	24541	DANVILLE CITY	UNITED STATE	Not Required	Not Required	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Limited Service	4169482	DANVILLE MESSENGER SERVICE MOBILE BRANCH	628 MAIN STREET	DANVILLE	VA	24541	DANVILLE CITY	UNITED STATE	Not Required	Not Required	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Limited Service	4296721	GUILFORD COUNTY MESSENGER SERVICE BRANC	628 MAIN STREET	DANVILLE	VA	24541	DANVILLE CITY	UNITED STATE	Not Required	Not Required	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Limited Service	4169473	MARTINSVILLE MESSENGER SERVICE MOBILE BRA	628 MAIN STREET	DANVILLE	VA	24540	DANVILLE CITY	UNITED STATE	Not Required	Not Required	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	227828	NOR DAN OFFICE	238 NOR DAN DRIVE	DANVILLE	VA	24540	DANVILLE CITY	UNITED STATE	212330	3	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3918320	PIEDMONT DRIVE BRANCH	445 MOUNT CROSS ROAD	DANVILLE	VA	24540	DANVILLE CITY	UNITED STATE	492937	26	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	141828	GRETNA OFFICE	109 MAIN STREET	GRETNA	VA	24557	PITTSYLVANIA	UNITED STATE	8031	6	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3304530	WESTLAKE TOWNE CENTER BRANCH	12939 BOOKER T WASHINGTON HIGHWAY	HARDY	VA	24101	FRANKLIN	UNITED STATE	Not Required	Not Required	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3109126	LOVINGSTON BRANCH	150 FRONT ST	LOVINGSTON	VA	22949	NELSON	UNITED STATE	363501	21	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	2813790	GRAVES MILL ROAD BRANCH	1646 GRAVES MILL ROAD	LYNCHBURG	VA	24502	LYNCHBURG CITY	UNITED STATE	77242	20	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3212316	TIMBERLAKE ROAD BRANCH	20479 TIMBERLAKE ROAD	LYNCHBURG	VA	24502	CAMPBELL	UNITED STATE	430138	23	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3138594	MARTINSVILLE BRANCH	900 LIBERTY STREET	MARTINSVILLE	VA	24112	MARTINSVILLE CI	UNITED STATE	212337	16	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3102521	220 SOUTH BRANCH	3810 GREENSBORO ROAD	RIDGEWAY	VA	24148	HENRY	UNITED STATE	363300	18	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3125137	FRANKLIN TURNPIKE BRANCH	400 OLD FRANKLIN TURNPIKE, SUITE 100	ROCKY MOUNT	VA	24151	FRANKLIN	UNITED STATE	Not Required	Not Required	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	2971225	SOUTH BOSTON BRANCH	3609 OLD HALIFAX ROAD	SOUTH BOSTO	VA	24592	HALIFAX	UNITED STATE	361097	17	AMERICAN NATIONAL BANK AND TRUST COMP	958727	
OK		Full Service	3629804	SOUTHLAKE BRANCH	25 SOUTHLAKE DRIVE	UNION HALL	VA	24176	FRANKLIN	UNITED STATE	Not Required	Not Required	AMERICAN NATIONAL BANK AND TRUST COMP	958727	

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Report Item 3: Securities Holders

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2016			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 12-31-2016		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each class of Voting Securities
BlackRock, Inc. New York, New York, USA	USA	607,682 7.05% - Common Stock	None		

this comes off proxy materials in folder done by becky

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Report Item 4: Insiders

(1) (2) (3) (a) (b) (c) and (4) (a) (b) (c)

(1) Name & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & 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 securities are held (List names of companies and percentage of voting securities held)
Fred A. Blair Gretna, VA, USA	Contractor	Director	N/A	Chief Executive Officer (Blair Construction, Inc.) Member (FBGT, LLC)	0.22%	None	Blair Holdings 100% FBGT, LLC 25%
Dr. Frank C. Crist, Jr. Forest, VA, USA	Dentist	Director	N/A	President (Brady & Crist Dentists, Inc.) Partner (Crist Properties and CC&B Partnership)	1.27%	None	Brady & Crist Dentists, Inc. 65% Crist Properties 50% CC&B Partnership 33.33%
Ben J. Davenport, Jr. Chatham, VA, USA	Waste Management and Petroleum Distribution Executive	Director	N/A	Chairman (First Piedmont Corporation, Davenport Enegr, Inc., Mid Atlantic Fleet Repair, Inc., and First Piedmont Hauling, Inc.) President (The Reid Street Gallery, LLC, Banister Bend Farm, LLC, Bridgeview Systems, LLC, Short-Stop Petro Systems, LLC, Smiley's Petro Systems, LLC, Gretna Mart, LLC, Centreville Mart, LLC, Chatham Mart, LLC, Crestwod Drive Duplexes, LLC, Mt. Pleasant Petro Systems, LLC, Duck-In Petro Systems, LLC, Pit Stop Petro Systems, LLC, Rocky Mount Petro Systems, LLC, Gretna Petro Systems, LLC, Gretna One Stop, LLC, Tightsqueeze Petro Systems, LLC, and Rangeley 102, LLC) Partner (S.C.D., Inc., C & D, LLC, D & J Investment Properties, LLC, Frailn Company of Central Virginia, and Longmill Partnership, LLC)	0.60%	None	First Piedmont Corporation 100% Davenport Energy, Inc. 63% S.C.D., Inc. 50% Mid Atlantic Fleet Repair, Inc. 100% First Piedmont Hauling, Inc. 100% The Reid Street Gallery, LLC 100% Banister Bend Farm, LLC 100% Bridgeview Systems, LLC 63% Short-Stop Petro Systems, LLC 63% Smiley's Petro Systems, LLC 63% Gretna Mart, LLC 63% Centreville Mart, LLC 63% Chatham Mart, LLC 63% Crestwod Drive Duplexes, LLC 63% Mt. Pleasant Petro Systems, LLC 63% Duck-In Petro Systems, LLC 63% Pit Stop Petro Systems, LLC 63% Rocky Mount Petro Systems, LLC 63% Gretna Petro Systems, LLC 63% Gretna One Stop, LLC 63% Tightsqueeze Petro Systems, LLC 63% Rangeley 102, LLC 63% C & D, LLC 50% D & J Investment Properties, LLC 50% Frailn Company of Central Virginia 25%
R. Helm Dobbins Danville, VA, USA		Executive Vice President	EVP & CCO (ANB)	N/A	0.22%	None	N/A
Jeffrey V. Haley Danville, VA, USA	N/A	Director President & CEO	Director President & CEO (ANB)	N/A	0.53%	None	N/A
Michael P. Haley Martinsville, VA, USA	Advisor Transportation	Director	N/A	Retired Advisor (Fenway Partners, Inc.)	0.07%	None	N/A

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Report Item 4: Insiders

(1) (2) (3) (a) (b) (c) and (4) (a) (b) (c)

(1) Name & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & 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 securities are held (List names of companies and percentage of voting securities held)
				Retired Managing Director (Fenway Resources) Director (Stanley Furniture Company, Inc., LifePoint Health, Inc., and Ply Gem Holdings, Inc.)			
Ramsey K. Hamadi Summerfield, NC, USA	N/A	Executive Vice President	Executive Vice President (ANB)	Director (The Community Foundation of Greater Greensboro)	0.19%	None	N/A
Charles S. Harris Greensboro, NC, USA	Education Administrator	Director	N/A	Executive Vice President (Averett University) Partner and Chief Operating Officer (Excel Development Systems, Inc.)	0.07%	None	Excel Development Systems, Inc. 50%
F.D. Hornaday, III Snowcamp, NC, USA	Textiles Executive	Director	N/A	President and Chief Executive Officer (Knit Wear Fabrics, Inc.)	0.38%	None	Knit Wear Fabrics, Inc. 50%
John H. Love Burlington, NC, USA	Insurance Broker	Director	N/A	President and Chief Executive Officer (W. E. Love & Associates, Inc.) Vice President (Truck Claims, Inc.) Partner (Hawks and Love Enterprises, LLC)	0.27%	None	W. E. Love & Associates, Inc. 100% Truck Claims, Inc. 75% Hawks and Love Enterprises, LLC 100%
Dr. Franklin W. Maddux Danville, VA, USA	Physician	Director	N/A	EVP and Chief Medical Officer (Fresenius Medical Care North America) Chairman (Gamewood Technology Group, Inc.) Director (SpecialtyCare and Sound Physicians) Member (Deer Run Road, LLC) Member Manager (Scholarships Expanding Education)	0.18%	None	Gamewood Technology Group, Inc. 30%
Charles H. Majors Danville, VA, USA	N/A	Director Chairman of the Board	Director Chairman of the Board (ANB)	Partner (Majors-Templeton Investments)	0.72%	None	Majors-Templeton Investments 50%
Claude B. Owen, Jr. Glen Allen, VA, USA	Retired Tobacco Executive	Director	N/A	Retired Chariman and Chief Executive Officer (DIMON Incorporated) President and Chief Executive Officer (CLO, LLC)	0.32%	None	CLO, LLC 100%
Ronda M. Penn Raleigh, NC, USA	Financial Executive	Director	N/A	Chief Financial Officer (Plexus Capital, LLC)	0.03%	None	N/A
Dan M. Pleasant	Engineer	Director	N/A	Chief Operating Officer	0.08%	None	DBP Properties, LLC 50%

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Danville, VA, USA				(The Dewberry Companies, Inc.) Member (DBP Properties, LLC) Director (Virginia Economic Development Partnership)			
Joel R. Shepherd Rocky Mount, VA, USA	Furniture Executive	Director	N/A	President (Virginia Home Furnishings, Inc. and 220 Self Storage, Inc.) Managing Member (Glade Hill Properties, LLC, Shepherd Properties, LLC, Wirtz Properties, LLC, The Franklin, LLC, Shepherd Properties Roanoke, LLC, and Shepherd Properties, Bedford, LLC) Member (FFH Investors, LLC) Secretary/Treasurer (FFH Operations, Inc.)	0.73%	None	Virginia Home Furnishings, Inc. 50% 220 Self Storage, Inc. 50% Glade Hill Properties, LLC 100% Shepherd Properties, LLC 50% Wirtz Properties, LLC 50% The Franklin, LLC 50% Shepherd Properties Roanoke, LLC 50% Shepherd Properties Bedford, LLC 42.5% FFH Investors, LLC 25%
H. Gregg Strader Greensboro, NC, USA	N/A	Executive Vice President	EVP & CBO (ANB)	Manager (Clear Vision of Greensboro, LLC, Strader Farms, LLC, and J & G Farms, LLC)	0.12%	None	Clear Vision of Greensboro, LLC 43% Strader Farms, LLC 51% J & G Farms, LLC 50%
William W. Traynham Danville, VA, USA	N/A	EVP & CFO Secretary & Treasurer	EVP & CFO Secretary & Treasurer (ANB)	N/A	0.25%	None	N/A

Note: ANB - American National Bank & Trust Company