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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

MAR 30 2017



Annual Report of Holding Companies—FR Y-6

COPY

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, **Carissa L. Rodeheaver**

Name of the Holding Company Director and Official
President/ CEO/ Chairman of the Board

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.

Carissa L. Rodeheaver
Signature of Holding Company Director and Official

03/24/2017
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 1132672
C.I. _____

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

December 31, 2016

Month / Day / Year

549300G54QPXQLB4KN58

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

Reporter's Name, Street, and Mailing Address

First United Corporation

Legal Title of Holding Company

19 S. Second Street

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

Oakland MD 21550
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Diane M. Emory Controller

Name Title

301-533-2213

Area Code / Phone Number / Extension

301-334-1421

Area Code / FAX Number

demory@mybank.com

E-mail Address

www.mybank.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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City State Zip Code

Physical Location (if different from mailing address)

Results: A list of branches for your depository institution: FIRST UNITED BANK & TRUST (ID_RSSD: 61122).
 This depository institution is held by FIRST UNITED CORPORATION (1132672) of OAKLAND, MD.
 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)	61122		FIRST UNITED BANK & TRUST	19 SOUTH SECOND STREET	OAKLAND	MD	21550	GARRETT	UNITED STATES	3235	0	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	69520		BEL AIR BRANCH	14300 BARTON BOULEVARD	CUMBERLAND	MD	21502	ALLEGANY	UNITED STATES	204655	13	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	878722		CENTER CITY BRANCH	115 WEST HARRISON STREET	CUMBERLAND	MD	21502	ALLEGANY	UNITED STATES	220883	11	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	692124		WHITE OAKS OFFICE	1501 OLDTOWN ROAD	CUMBERLAND	MD	21502	ALLEGANY	UNITED STATES	220882	10	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	4115201		BAUGHMAN'S LANE BRANCH	102 BAUGHMAN'S LANE	FREDERICK	MD	21702	FREDERICK	UNITED STATES	490162	40	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	4989176		CANNERY BRANCH	150 SOUTH EAST STREET, SUITE 101	FREDERICK	MD	21701	FREDERICK	UNITED STATES	Not Required	Not Required	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	2260910		RIVERSIDE BRANCH	1990 MONOCACY BLVD, RIVERSIDE CENTER	FREDERICK	MD	21701	FREDERICK	UNITED STATES	230167	26	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	60620		FRIENDSVILLE BRANCH	832 FIRST AVENUE	FRIENDSVILLE	MD	21531	GARRETT	UNITED STATES	204649	1	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	59925		GRANTSVILLE OFFICE	157 MAIN STREET	GRANTSVILLE	MD	21536	GARRETT	UNITED STATES	204650	2	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	3368448		HAGERSTOWN BRANCH	130 SOUTH EDGEWOOD DRIVE	HAGERSTOWN	MD	21740	WASHINGTON	UNITED STATES	418464	30	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	3677186		WESEL BLVD BRANCH	1646 WESEL BLVD	HAGERSTOWN	MD	21740	WASHINGTON	UNITED STATES	466406	38	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	58823		DEEP CREEK LAKE OFFICE	38 VACATION WAY	MIC HENRY	MD	21541	GARRETT	UNITED STATES	204651	3	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	44424		MYERSVILLE BRANCH	209 MAIN STREET	MYERSVILLE	MD	21773	FREDERICK	UNITED STATES	8609	23	FIRST UNITED BANK & TRUST		61122	
Close	8/26/2016	Full Service	62727		MID-TOWNS BRANCH	288 WEBER ROAD	OAKLAND	MD	21550	GARRETT	UNITED STATES	204653	7	FIRST UNITED BANK & TRUST		61122	
OK		Limited Service	3718539		MY BANK EXPRESS BRANCH	12894 GARRETT HIGHWAY	OAKLAND	MD	21550	GARRETT	UNITED STATES	485628	39	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	1357961		SMITHSBURG BRANCH	100 S. MAIN STREET	SMITHSBURG	MD	21783	WASHINGTON	UNITED STATES	230165	24	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	1364848		POTOMAC BRANCH	U. S. RT 11 AND GRADE RD	FALLING WATERS	WV	25419	BERKELEY	UNITED STATES	186142	33	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	419723		SOUTH BERKELEY BRANCH	7736 WINCHESTER AVENUE	INWOOD	WV	25428	BERKELEY	UNITED STATES	14986	32	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	2330354		KEYSER BRANCH	29 WEST SOUTHERN DRIVE	KEYSER	WV	26726	MINERAL	UNITED STATES	212191	19	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	3293438		EDWIN MILLER BLVD BRANCH	1286 EDWIN MILLER BLVD	MARTINSBURG	WV	25404	BERKELEY	UNITED STATES	431479	35	FIRST UNITED BANK & TRUST		61122	
Close	9/9/2016	Full Service	3142394		SOUTH FOXCROFT BRANCH	980 FOXCROFT AVENUE	MARTINSBURG	WV	25401	BERKELEY	UNITED STATES	364757	34	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	3539284		SABRATON OFFICE BRANCH	1951 HUNTERS WAY	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	438895	36	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	3677207		STAR CITY BRANCH	7 CHAPLIN RD	MORGANTOWN	WV	26501	MONONGALIA	UNITED STATES	453413	37	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	4115210		SUNCREST CENTRE BRANCH	651 SUNCREST TOWNE CENTRE	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	493280	41	FIRST UNITED BANK & TRUST		61122	
OK		Full Service	830337		TRI-TOWNS OFFICE	51 ASHFIELD STREET	PIEDMONT	WV	26750	MINERAL	UNITED STATES	212194	22	FIRST UNITED BANK & TRUST		61122	

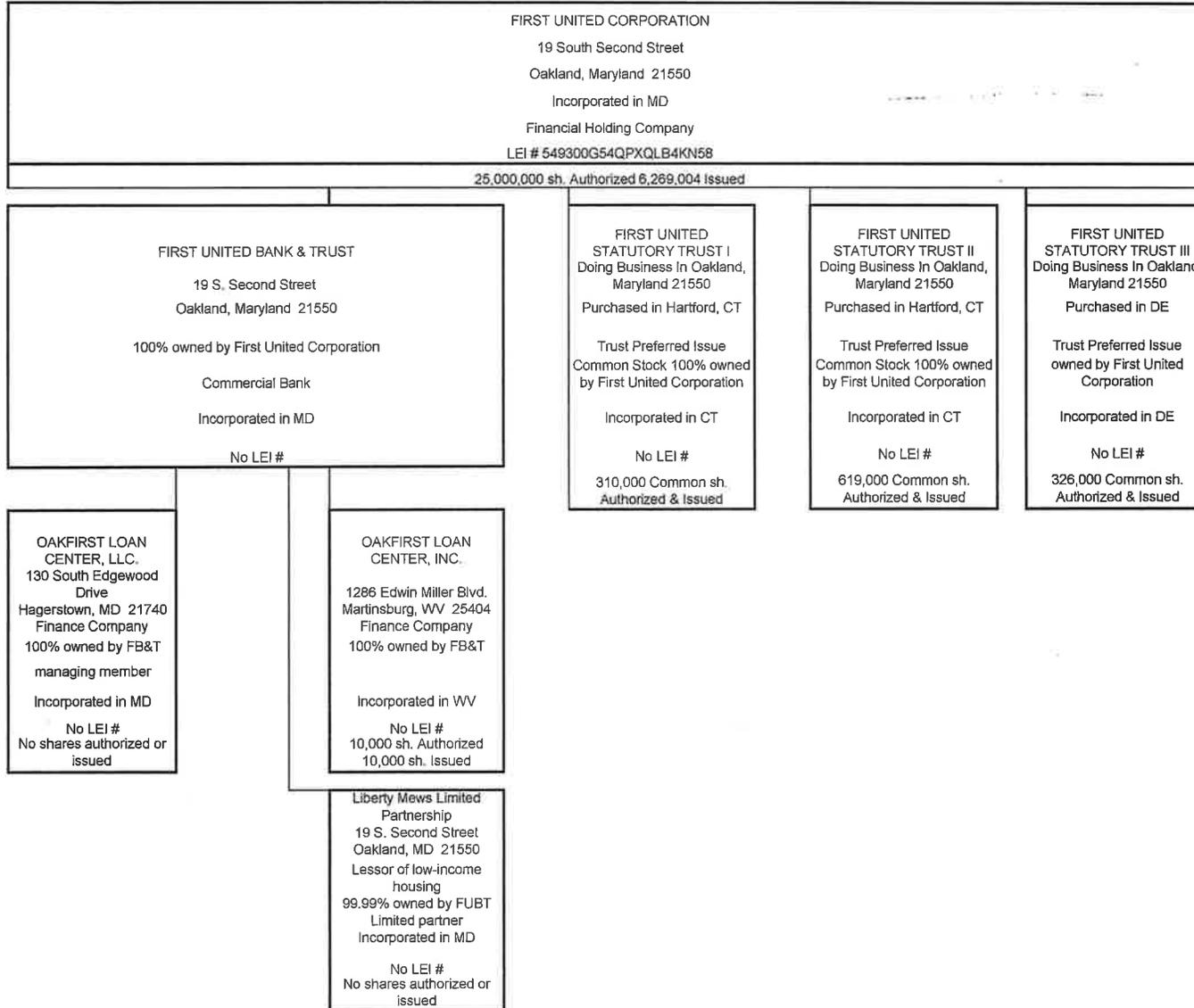
Form FR Y-6

**First United Corporation
Oakland, Maryland
For Year Ending 12/31/16**

Report Item

1. Form 10-K and annual report to shareholders enclosed.
- 2a. Organizational Chart attached.
- 2b. Branch listing attached.
 - 3.1 M3 Funds
Salt Lake City, UT USA
7.52%
 - 3.2 N/A
4. Spreadsheet attached.

First United Corporation
Organizational Chart
 12/31/2016



Form FR Y-6

First United Corporation
12/31/2016

Report Item 4: Directors and Officers

(1) Names & Address	(2) Principal Occupation	(3a) Title/Position with Bank Holding Company	(3b) Title/Position with Subsidiaries	(3c) Title/Position with other Businesses	(4a) % of Voting Shares	(4b) % of Voting Share in Subs	(4c) Other Companies
Gary R. Ruddell Grantsville, MD USA	Business Services	Director	N/A	President Member Member President	0.18%	N/A	Total Biz Fulfillment 53% Gary R. Ruddell LLC 100% MSG Glendale Properties LLC 34% Internet Direct, Inc. 47%
I. Robert Rudy Oakland, MD USA	Retail Apparel	Director	N/A	President Rudy's Inc.	0.76%	N/A	I. R. Rudy's, Inc. 100%
Jason B. Rush McHenry, MD USA	Executive Officer	Senior Vice President Chief Risk Officer & Director of Operations	N/A	Treasurer Partner	0.15%	N/A	Rush Services Inc. 50% Rush Family Farms, LLLP 50%
Keith Sanders McHenry, MD USA	Executive Officer	Senior Vice President Senior Trust Officer	N/A	N/A	0.11%	N/A	Sanders Rental Company 50%
Marisa Shockley Frederick, MD USA	Automobile Dealership	Director	N/A	VP & CFO Shockley Honda	0.07%	N/A	APM Partnership 25%
Beverly Sines Oakland, MD USA	Executive Officer	Senior Vice President Chief Credit Officer	N/A	N/A	0.06%	N/A	N/A
Robert G. Stuck Oakland, MD USA	Retired	Director	N/A	Realtor Long & Foster Realtors Vice President Oakview Motors, Inc. Retired	0.18%	N/A	N/A
Tonya K. Sturm Oakland, MD USA	Executive Officer	Senior Vice President Chief Financial Officer Secretary and Treasurer	N/A Secretary and Treasurer First United Bank & Trust	N/A	0.01%	N/A	N/A
Hoye Andrew Walls, III Core, WV USA	Business Services	Director	N/A	President Morgantown Printing & Binding Managing Member	0.81%	N/A	Walls Printing Company 100% MEGBA LLC 51%

Form FR Y-6

First United Corporation
12/31/2016

Report Item 4: Directors and Officers

(1) Names & Address	(2) Principal Occupation	(3a) Title/Position with Bank Holding Company	(3b) Title/Position with Subsidiaries	(3c) Title/Position with other Businesses	(4a) % of Voting Shares	(4b) % of Voting Share in Subs	(4c) Other Companies
John Barr Hagerstown, MD USA	Residential, Commercial, Industrial Electrical Business	Director	N/A	President & Owner Ellsworth Electric, Inc. & Ellsworth Electric of PA Managing Partner Managing Partner Partner	0.15%	N/A	Ellsworth Electric, Inc. 100% Ellsworth Properties, LLC 50% Barr Family, LLC 50% Hager 5, LLC 50%
Brian Boal Oakland, MD USA	Certified Public Accountant	Director	N/A	Certified Public Accountant, Owner Member	0.06%	N/A	Boal & Associates, PC 100% StoneCorp, LLC 100%
M. Kathryn Burkey Cumberland, MD USA	Certified Public Accountant	Director	N/A	Certified Public Accountant, Owner	0.53%	N/A	M. Kathryn Burkey, CPA 100%
R.L. Fisher Hagerstown, MD USA	Executive Officer	Senior Vice President Chief Lending Officer	N/A	N/A	0.09%	N/A	N/A
Robert W. Kurtz Oakland, MD USA	Retired	Director	N/A	Banking- Retired	0.18%	N/A	N/A
John W. McCullough Oakland, MD USA	Retired	Director	N/A	Certified Public Accountant- Retired	0.34%	N/A	N/A
Elaine L. McDonald Oakland, MD USA	Realty	Director	N/A	President	0.41%	N/A	Elaine McDonald P.C. 100%
Robin E. Murray Oakland, MD 21550 USA	Executive Officer	Senior Vice President Director of Retail Banking	N/A	N/A	0.03%	N/A	Lakeside Interiors 50%
Carissa L. Rodeheaver Accident, MD USA	Director/ Executive Officer	Director President, CEO, Chairman of the Board	Director President	N/A	0.10%	N/A	Rodeheaver Rentals 50%