Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(b)(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. §§ 3105(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, 518, 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, JAMES E. SIZEMORE
Name of the Holding Company Director and Officer
PRESIDENT AND CEO
Title of the Holding Company Director and Officer

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 Officer
04/03/2017
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
RSSID ID
c.1.

FR Y-6
OMB Number 7100-0297
Approval expires September 30, 2018
Page 1 of 2

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2016
Month / Day / Year

none
Report’s Legal Entity Identifier (LEI) (20-Character LEI Code)

PIONEER COMMUNITY GROUP, INC
Legal Title of Holding Company
P O BOX 368
(Mailing Address of the Holding Company) Street / P.O. Box
IAEGER
WV
24844-0368
City
State
Zip Code

5229 COAL HERITAGE RD
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
SHARON K. LAMBERT
Name
VICE PRESIDENT
Title
304-938-5322
Area Code / Phone Number / Extension
245
Area Code / FAX Number
304-938-5365
304-938-5365
Address (URL) for the Holding Company’s web page
www.pioneercommunitybank.com

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

☐ 0
☐ 1

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.”

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 to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding 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, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.
Form FR Y-6

Pioneer Community Group, Inc.
PO Box 368
5229 Coal Heritage RD
Iaeger, WV 24844-0368

Report Item

1: a. The BHC is not required to prepare form 10K to the SEC.

1: b. The BCH does prepare an annual report for its shareholders. Two copies will be sent under separate cover when it is prepared.

2. Organization Chart

PIONEER COMMUNITY GROUP, INC.
IAEGER, WEST VIRGINIA 24844
State of Incorporation: West Virginia
No LEI
100%

PIONEER COMMUNITY BANK, INC.
IAEGER, WEST VIRGINIA 24844
State of Incorporation: West Virginia
No LEI

3. Shareholders – List Enclosed

4. Directors & Officers – List Enclosed
**Results:** A list of branches for your depository institution: PIONEER COMMUNITY BANK, INC. (ID_RSSD: 294827)

This depository institution is held by PIONEER COMMUNITY GROUP, INC. (2356514) of IAEGER, WV.

The data are as of 03/31/2017. Data reflects information that was received and processed through 04/05/2017.

**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 open-in-B 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 UNUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

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<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNUM</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID_RSSD</th>
<th>Comments</th>
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<td>5229 COAL HERITAGE ROAD</td>
<td>IAEGER</td>
<td>WV</td>
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<td>SOAPRIA BRANCH</td>
<td>822 ROBERT C. BYRD DRIVE</td>
<td>881</td>
<td>SOPHIA</td>
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<td>21521</td>
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<td>NAME AND ADDRESS</td>
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<td>NUMBER AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES</td>
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<td>PHILLIP BLAIR HAGA</td>
<td>USA</td>
<td>27,900 - 10.86% - (COMMON STOCK)</td>
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<td>EDWARD LESTER, JR.</td>
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<tr>
<td></td>
<td>Names &amp; Address (City, State, Country)</td>
<td>Principal Occupation if other than with Bank Holding Company</td>
<td>Title &amp; Position with Bank Holding Company</td>
<td>Title &amp; Position with Subsidiaries (Include names of subsidiaries)</td>
<td>Title &amp; Position with Other Businesses (Include names of Other Businesses)</td>
<td>Percentage of Voting Shares in Bank Holding Company</td>
<td>Percentage of Voting Shares in Subsidiaries (Include names of Subsidiaries)</td>
<td>List names of other companies (Includes partnerships) If 25% or more of voting securities are held</td>
<td>List names of companies and percentage of voting securities held</td>
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<td>1</td>
<td>JOHN PAT FANNING, IAEGE WV USA</td>
<td>FUNERAL DIRECTOR</td>
<td>DIRECTOR &amp; CHAIRMAN, PIONEER COMMUNITY BANK</td>
<td>FANNING FUNERAL HOME PRESIDENT</td>
<td>0.57% N/A</td>
<td>FANNING FUNERAL HOME</td>
<td>75.00%</td>
<td>LESTER MOBILE HOMES; TAZEWELL HOUSING; LESTER HOME CENTER; WYOMING FINANCIAL; LESTER MOBILE HOME MOVERS (ALL 33.33%) AMERICA'S BEST HOMES; AND QUALITY HOMES BOTH (90.00%)</td>
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<td>EDWARD LESTER, JR, IKE'S FORK WV USA</td>
<td>MOBILE HOME SALES</td>
<td>DIRECTOR</td>
<td>VICE PRESIDENT &amp; DIRECTOR PIONEER COMMUNITY BANK</td>
<td>7.22% N/A</td>
<td>LESTER MOBILE HOMES; TAZEWELL HOUSING; LESTER HOME CENTER; WYOMING FINANCIAL; LESTER MOBILE HOME MOVERS (ALL 33.33%) AMERICA'S BEST HOMES; AND QUALITY HOMES BOTH (90.00%)</td>
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<td>3</td>
<td>CARMELIA FREDERICK, WELCH WV USA</td>
<td>MCDOWELL COUNTY COMMISSION PROSECUTING ATTYS OFFICE</td>
<td>DIRECTOR HOLDING CO</td>
<td>COUNCIL OF THE SOUTHERN MOUNTAINS BOARD MEMBER</td>
<td>0.0035 N/A</td>
<td>N/A</td>
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<td>REED PATTON ASSO BROKER 50.00%</td>
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<td>CARL W. ROOP, BECKLEY WV USA</td>
<td>ATTORNEY</td>
<td>DIRECTOR</td>
<td>PARTNER - ROOP &amp; SMITH LAW OFFICE; PRES-OWNER MJB RENTAL &amp; LEASING CO. MEMBER - I&amp;I LEASING LLC.</td>
<td>0.28% N/A</td>
<td>ROOP&amp;SMITH LAW OFFICE; MJB RENTAL &amp; LEASING CO; I&amp;I LEASING, LLC. ALL 100%</td>
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<td>5</td>
<td>JAMES E. SIZEMORE, PREMIER WV USA</td>
<td>BANKER</td>
<td>PRESIDENT AND DIRECTOR</td>
<td>N/A</td>
<td>1.40% N/A</td>
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<td>6</td>
<td>CHRISTOPHER R VAUGHT, USA</td>
<td>CONSULTANT</td>
<td>DIRECTOR</td>
<td>DIRECTOR PIONEER COMMUNITY BANK</td>
<td>0.0035 N/A</td>
<td>VAUGHT, INC</td>
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## REPORT ITEM 4 - PAGE 2

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<th>Name</th>
<th>Role</th>
<th>Company/Role</th>
<th>Ownership</th>
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<td>Windele Lester</td>
<td>Mobile Home Sales Director</td>
<td>Pioneer Community Bank</td>
<td>4.55%</td>
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<td>Iaeger WV</td>
<td>Director</td>
<td>V-Pres - Lester Mobile Homes</td>
<td>LESTER MOBILE HOMES; TAZEWELL HOUSING; LESTER HOME CENTER; WYOMING FINANCIAL; LESTER MOBILE HOME MOVERS; AMERICA'S BEST HOMES; QUALITY HOMES.</td>
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<td>M. Randall Dority</td>
<td>Retired Teacher</td>
<td>Pioneer Community Bank</td>
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<td>Welch WV</td>
<td>Director</td>
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<tr>
<td>Phillip Blair Haga</td>
<td>Retired</td>
<td>Stock Holder</td>
<td>10.86%</td>
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<td>Jacksonville FL</td>
<td>Stock Holder</td>
<td>Pioneer Community Bank</td>
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</tr>
<tr>
<td>Kevin Heath Bailey</td>
<td>Dentist</td>
<td>Director Holding Company</td>
<td>0.0035%</td>
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<td>Beckley WV</td>
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<td>KEVIN H. BAILEY, DDS 100%</td>
<td>PROFESSIONAL BANK PROPERTIES 100%</td>
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