

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(e) 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 5488(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, C. Frank Scott, III

Name of the Holding Company Director and Official

CEO/President/Director

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

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.

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.

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

Virginia Bancorp. Inc.

Legal Title of Holding Company

1965 Wakefield St

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

Petersburg

VA

23805

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Gentian Meta

VP/Controller

Name

Title

804-518-2657

Area Code / Phone Number / Extension

804-861-1118

Area Code / FAX Number

gmeta@vacommmbank.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."

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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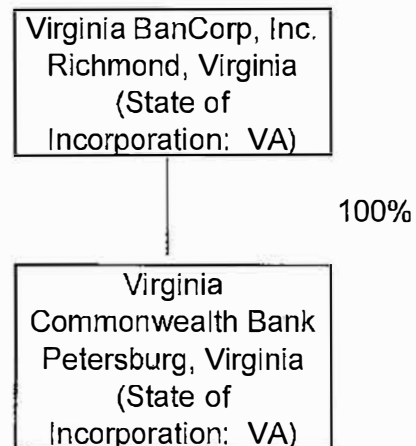
City State Zip Code

Physical Location (if different from mailing address)

Form FR Y-6
Virginia BanCorp, Inc.
1965 Wakefield Street
Richmond, Virginia 23229
Fiscal Year Ending December 31, 2016

Report Item:

- 1) The bank holding company prepares an annual report for its securities holders.
Two copies are enclosed.
- 2) Organizational Chart : None have a LEI



Form FR Y-6
Virginia BanCorp, Inc.
Fiscal Year Ending December 31, 2016

Report Item 3: Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(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 City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Pamela M. Comstock Colonial Heights, Virginia, USA	USA	201,900 shares - 5.19% Common stock	none		
Virginia Commonwealth Bank Employee Stock Ownership Plan, Petersburg, VA, USA	USA	618,209 shares - 15.88% Common stock			

Form FR Y-6
Virginia BanCorp, Inc.
Fiscal Year Ending December 31, 2016

Report Item 4: Insiders

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

(1) Name 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)
Robert E. Baxter, Midlothian Virginia	Retired President Saraco Corporation, a real estate holding company	Director	Director - Virginia Commonwealth Bank	n/a	1.50%	0.00%	n/a
James B. McNeer Petersburg, Virginia	Retired President, Richard Bland College	Director	Director - Virginia Commonwealth Bank	n/a	0.10%	0.00%	n/a
James P. Vanlandingham Petersburg, Virginia	Retired President, Builders Supply Company of Petersburg	Director	Director - Virginia Commonwealth Bank	Retired President/CEO/Director of Builders Supply Company of Petersburg, Inc.	0.21%	0.00%	n/a
C. Frank Scott, III Manakin-Sabot, Virginia, USA	n/a	Vice Chairman, Pre sident, CEO, Director	President, Chief Executive Officer, Director - Virginia Commonwealth Bank	n/a	3.48%	0.00%	n/a
Larry C. Tucker Petersburg, Virginia, USA	n/a	Chairman, Director	Chairman, Director - Virginia Commonwealth Bank	n/a	1.38%	0.00%	n/a
C. Phillips Ferguson Suffolk, Virginia, USA	Commonwealth Attorney, City of Suffolk, Virginia	Director	Director - Virginia Commonwealth Bank	Commonwealth Attorney, City of Suffolk, Virginia	0.52%	0.00%	MIMI, Inc. - 25%

Form FR Y-6
Virginia BanCorp, Inc.
Fiscal Year Ending December 31, 2016

Report Item 4: Insiders

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

(1) Name 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)
Lawrence Ashworth Richmond, Virginia, USA	Retired Bank Executive	Director	Director - Virginia Commonwealth Bank	n/a	0.03%	0.00%	n/a
Pamela M. Comstock Colonial Heights, Virginia, USA	President, Gilbert C. Martin Company Building Contractors	Director	Director - Virginia Commonwealth Bank	President, Gilbert C. Martin Co; Director of Colonial Heights Development Corporation; Managing Partner of Nitram Properties, LLC and Dupuy Court Apartments, LLC	5.19%	0.00%	Gilbert C. Martin Company 55% Nitram Properties, LLC 100% Dupuy Court Apartments, LLC 55%
R.F. Burke Steele, Jr. Petersburg, Virginia, USA	Medical Doctor	Director	Director - Virginia Commonwealth Bank	n/a	2.53%	0.00%	Dr. Steele Medical Practice - 100%
James A. Wilson, Jr. Petersburg, Virginia, USA	n/a	EVP/CFO	Executive Vice President, Treasurer, and Chief Financial Officer - Virginia Commonwealth Bank	Owner, Professional Salon Concepts, Inc.	0.92%	0.00%	Professional Salon Concepts, Inc. - 40% common stock
Vanessa C. Scott Petersburg, Virginia, USA	n/a	Corporate Secretary	Senior Vice President, Secretary - Virginia Commonwealth Bank	n/a	0.01%	0.00%	n/a
Virginia Commonwealth Bank Employee Stock Ownership Plan Petersburg, Virginia, USA	n/a	n/a	n/a	n/a	15.88%	0.00%	n/a

Results: A list of branches for your holding company: VIRGINIA BANCORP. INC. (3776436) of PETERSBURG, 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://y10online.federalreserve.gov>.

* FDIC UNIFORM, 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 UNIFORM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	534774	VIRGINIA COMMONWEALTH BANK	1965 WAKEFIELD STREET	PETERSBURG	VA	23805	PETERSBURG CITY	UNITED STATES	42576	0	VIRGINIA COMMONWEALTH BANK	534774	
OK		Full Service	4101521	CHESTER BRANCH	4600 WEST HUNDRED ROAD	CHESTER	VA	23831	CHESTERFIELD	UNITED STATES	277031	100	VIRGINIA COMMONWEALTH BANK	534774	
OK		Full Service	4101512	COLONIAL HEIGHTS BRANCH	3209 BOULEVARD	COLONIAL HEIGHTS	VA	23834	COLONIAL HEIGHTS CITY	UNITED STATES	277030	1	VIRGINIA COMMONWEALTH BANK	534774	
OK		Full Service	4101585	HOPEWELL BRANCH	1421 WEST CITY POINT ROAD	HOPEWELL	VA	23880	HOPEWELL CITY	UNITED STATES	461425	107	VIRGINIA COMMONWEALTH BANK	534774	
OK		Limited Service	4101503	PETERSBURG BRANCH	1955 SOUTH SYCAMORE STREET	PETERSBURG	VA	23805	PETERSBURG CITY	UNITED STATES	Not Required	Not Required	VIRGINIA COMMONWEALTH BANK	534774	
OK		Full Service	4101576	COURTHOUSE ROAD BRANCH	1118 COURTHOUSE ROAD	RICHMOND	VA	23236	CHESTERFIELD	UNITED STATES	360553	106	VIRGINIA COMMONWEALTH BANK	534774	
OK		Full Service	5013283	PARHAM ROAD BRANCH	908 NORTH PARHAM ROAD	RICHMOND	VA	23229	HENRICO	UNITED STATES	Not Required	Not Required	VIRGINIA COMMONWEALTH BANK	534774	
OK		Full Service	4101549	SUFFOLK BRANCH	1703 NORTH MAIN STREET	SUFFOLK	VA	23434	SUFFOLK CITY	UNITED STATES	1277033	103	VIRGINIA COMMONWEALTH BANK	534774	