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MAR 28 2018

FR Y-6  
OMB Number 7100-0297  
Approval expires November 30, 2019  
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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.

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, John E. Stringer, President/CEO

Name of the Holding Company Director and Official

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.

John E. Stringer  
Signature of Holding Company Director and Official  
3/20/18  
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 1132391  
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, 2017

Month / Day / Year  
n/a

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

Reporter's Name, Street, and Mailing Address

Southwest Virginia Bankshares, Inc.

Legal Title of Holding Company  
102 West Main St/ P O Box 1067

(Mailing Address of the Holding Company) Street / P.O. Box  
Marion VA 24354  
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:  
Chris Snodgrass VP/CFO

Name  
276-783-3116

Area Code / Phone Number / Extension  
276-782-9136

Area Code / FAX Number  
chriss@bomva.com

E-mail Address  
www.bankofmarionva.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

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."

DECEMBER 31, 2017

SOUTHWEST VIRGINIA BANKSHARES INC.  
MARION, VA  
INCORPORATED IN VIRGINIA  
ORGANIZATION CHART Y-6

SOUTHWEST VIRGINIA BANKSHARES, INC  
No LEI  
MARION, VA  
INCORPORATED IN VIRGINIA

(100% Ownership)

THE BANK OF MARION  
LEI # 254900V7NEE9M236MZ98  
MARION, VA  
INCORPORATED IN VIRGINIA

Shareholders of record as of December 31, 2017 and DURING the year that directly or indirectly own, control or hold with power to vote five percent or more of any class of voting securities of Southwest Virginia Bankshares, Inc

SHAREHOLDER	ADDRESS	#OF SHARES OWNED	PERCENTAGE
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NONE			
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Results: A list of branches for your depository institution: BANK OF MARION, THE (ID\_RSSD: 858528).  
This depository institution is held by SOUTHWEST VIRGINIA BANKSHARES, INC. (1132391) of MARION, VA.  
The data are as of 12/31/2017. Data reflects information that was received and processed through 01/07/2018.

#### 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)	858528	BANK OF MARION, THE	102 WEST MAIN STREET	MARION	VA	24354	SMYTH	UNITED STATES	6107	0	BANK OF MARION, THE	858528	
OK		Full Service	3373200	TRI-CITY COMMUNITY BANK-BRANCH OF THE BANK OF MARION	2867 BOONES CREEK ROAD	JOHNSON CITY	TN	37615	WASHINGTON	UNITED STATES	453297	13	BANK OF MARION, THE	858528	
OK		Full Service	3818877	BANK OF ABINGDON, THE-BRANCH OF THE BANK OF MARION	201 VALLEY STREET NE	ABINGDON	VA	24210	WASHINGTON	UNITED STATES	493354	14	BANK OF MARION, THE	858528	
OK		Full Service	3819043	BRISTOL BRANCH	7 CLEAR CREEK RD	BRISTOL	VA	24202	BRISTOL CITY	UNITED STATES	493355	15	BANK OF MARION, THE	858528	
OK		Full Service	1364839	BANK OF CHILHOWIE, THE-BRANCH OF THE BANK OF MARION	1155 EAST LEE HIGHWAY	CHILHOWIE	VA	24319	SMYTH	UNITED STATES	220291	3	BANK OF MARION, THE	858528	
OK		Full Service	3260579	BANK OF DAMASCUS, THE-BRANCH OF THE BANK OF MARION	744 NORTH BEAVER DAM AVENUE SUITE A	DAMASCUS	VA	24236	WASHINGTON	UNITED STATES	430178	12	BANK OF MARION, THE	858528	
OK		Full Service	982227	SCOTT COUNTY GATE CITY, THE-BRANCH OF THE BANK OF MARION	181 EAST JACKSON ST	GATE CITY	VA	24251	SCOTT	UNITED STATES	249253	9	BANK OF MARION, THE	858528	
OK		Full Service	1848188	BANK OF GLADE SPRING, THE-BRANCH OF THE BANK OF MARION	656 SOUTH MONTE VISTA DRIVE	GLADE SPRING	VA	24340	WASHINGTON	UNITED STATES	220292	4	BANK OF MARION, THE	858528	
OK		Full Service	605722	BANK OF HONAKER, THE-BRANCH OF THE BANK OF MARION	36 LIBRARY DRIVE	HONAKER	VA	24260	RUSSELL	UNITED STATES	225096	7	BANK OF MARION, THE	858528	
OK		Full Service	884929	ROYAL OAK BRANCH-BRANCH OF THE BANK OF MARION	1600 N. MAIN STREET	MARION	VA	24354	SMYTH	UNITED STATES	220289	1	BANK OF MARION, THE	858528	
OK		Full Service	759223	WASHINGTON AVENUE BRANCH-BRANCH OF THE BANK OF MARION	1026 SOUTH MAIN STREET	MARION	VA	24354	SMYTH	UNITED STATES	220290	2	BANK OF MARION, THE	858528	
OK		Full Service	2935487	FORT CHISWELL BRANCH-BRANCH OF THE BANK OF MARION	787 FORT CHISWELL ROAD, SUITE 7	MAX MEADOWS	VA	24360	WYTHE	UNITED STATES	362143	10	BANK OF MARION, THE	858528	
OK		Full Service	2373221	BANK OF RURAL RETREAT, THE-BRANCH OF THE BANK OF MARION	512 NORTH MAIN STREET	RURAL RETREAT	VA	24368	WYTHE	UNITED STATES	220293	5	BANK OF MARION, THE	858528	
OK		Full Service	2760474	BANK OF SALTVILLE, THE-BRANCH OF THE BANK OF MARION	101 BANK ST	SALTVILLE	VA	24370	SMYTH	UNITED STATES	220294	6	BANK OF MARION, THE	858528	
OK		Full Service	603924	BANK OF SCOTT COUNTY, THE - WEBER CITY BRANCH OF THE BANK OF MARION	2768 US HIGHWAY 23 NORTH	WEBER CITY	VA	24290	SCOTT	UNITED STATES	13493	8	BANK OF MARION, THE	858528	

Southwest Virginia Bankshares, Inc.									
Directors and Officers							(4)c		
December 31, 2017							List names of		
FR Y 6									
Report Item # 4							(includes		
				(3)c			partnerships)		
				Title & Position			If 25% or more of		
			(3)(b)	with Other	(4)(a)		voting securities are		
(1)	(2)	(3)(a)	Title & Position	Businesses	Percentage of	(4)(b)	held (List names		
Names &	Principal Occupation If	Title & Position	with Subsidiaries	(Include names	Voting Shares in	Percentage of	of companies and		
Address	other than with Bank	with Bank	(Include names	of other	Bank Holding	Voting Shares in	percentage of		
(City, State, Country)	Holding Company	Holding Co.	of subsidiaries)	businesses)	Company	Subsidiaries	voting securities		
					Notes	(Include names	held)	Shares	
John E. Stringer	N/A	Director &	Director &	N/A	0.6424	*Owned jointly with Cynthia H. Stringer (wife)	N/A	N/A	5,931
Marion, VA USA		President/CEO	President/CEO		0.1128	*Primevest Financial Services FBO			1,042
			The Bank of Marion			John E. Stringer			
Estelle C Johnson	Retired Educator	Director	Director	N/A	0.0216		NA	NA	200
Bluefield VA USA			The Bank of Marion						
E C Johnson Revocable					0.7092				6,547
Declaration of Trust									
Don Taylor	Retired Businessman	Director	Director	Board of Director - H.S. Williams Co., Inc			N/A	H.S. Williams Co., Inc. - 45%	
Marion, VA USA			The Bank of Marion	Partner - Cregger & Taylor	0.8395	*Owned by Don and Barbara Taylor		Cregger & Taylor - 50%	7,750
Everette Umbarger	Dairy Farmer	Director	Director		0.1887		N/A		1,742
Marion, VA USA			The Bank of Marion						
Thomas E. Copenhaver	Radio Broadcasting	Secretary	Director	President - Laura Copenhaver Industries	0.3932		N/A	Laura Copenhaver Industries - 100%	3,630
Marion, VA USA	Tower Ownership		The Bank of Marion	Owner - TECO Structures				T.E.C.O. Broadcasting - 100%	
Cameron L. Wolfe, Jr.	Architect	Director	Director	Owner- Cameron L Wolfe Jr Architect	0.892		N/A	Cameron L Wolfe JR AIA-100%	824
Marion, VA USA			The Bank of Marion		1.588	*Camern L. Wolfe & Nancy D. Wolfe			14,660
					0.2249	*Owned by Cameron L. Wolfe, Jr. or Caitlin Taylor			2,077
						Wolfe (grandchild) or Cameron Tyler Wolfe			
					0.0691	*Camern L. Wolfe & Cameron Jay Wolfe (son)			638
Perry D. Mowbray, Jr.	Retired Orthodontist	Director	Director	P D Mowbray Jr DDS LTD-President	0.1673		N/A		1,545
Marion, VA USA			The Bank of Marion	Littrell Mowbray Bldg		*Owned by Perry D. Mowbray, Jr. DDS, LTD		P D Mowbray Jr DDS LTD - 100.00	
					3.2023	Employees Profit Sharing Plan			29,562
								Littrell & Mowbray - 50%	
Charles C. Clark, Jr.	Farmer	Director	Director	Owner - C.C. Clark, Jr. Farms	1.0375		N/A		9,578
Saltville, VA USA			The Bank of Marion		0.0965	*Owned by Charles Champ Clark III (son) &			891
						Jane P Clark (wife) Custodian		C.C. Clark, Jr. Farms - 100%	
Bob Shults	C.P.A.	Director	Director	President - Shults, Kiser & Associates, P.C.	0.2274		N/A	Shults, Kiser & Associates, P.C. - 60%	2,100
Marion, VA USA			The Bank of Marion						
Joseph S Tate	Retired Judge	Director	Director	Retired	0.1312	Joseph S Tate/Jerilyn B Tate	NA	N/A	1,212
Marion VA USA			The Bank of Marion		0.028	Cetera Inv Services FBO			260
Kyra Bishop	C.P.A.	Director	Director	Bishop Rentals, LLC	0.0134		NA	Bishops Rentals LLC -50%	
Chilhowie VA USA			The Bank of Marion	Berry Enterprises Inc			NA	Berry Enterprises Inc--97%	124
				Oakstone Properties Inc			NA	Oakstone Properties--28%	
				West VA Recycling				WVA Recycling Inc--29.7%	
Cameron Bell	Attorney	Director	Director	Virginia Highlands Brewery Co	0.0129			Virginia Highlands Brewery Co--33.3%	120
Abingdon VA USA			The Bank o Marion	Wolfe's Den LLC				Wolfe's Den LLC 33.3%	