

5/21/18

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.

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, Randall E. Snider

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

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, 2017

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Community Bankshares, Inc.

Legal Title of Holding Company

PO Box 988

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

Parkersburg

WV

26101

City

State

Zip Code

631 Juliana Street, Parkersburg, WV 26101

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Lorie A. Webb

Vice President

Name

Title

304-420-5549

Area Code / Phone Number / Extension

304-424-9459

Area Code / FAX Number

lwebb@communitybankpkbg.com

E-mail Address

www.communitybankpkbg.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 ... ☐

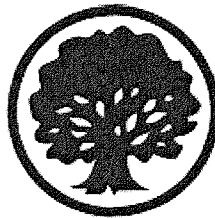
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

COMMUNITY BANKSHARES, INC.
PARKERSBURG, WV
Form FR Y-6

December 31, 2017

- ITEM 1 Annual Report to Shareholders
- ITEM 2. Organization Chart
- ITEM 3. Securities Holders
- ITEM 4. Insiders

**COMMUNITY BANKSHARES, INC.
AND SUBSIDIARY
(An S-Corporation)**



Community Bank[®]
cutting edge, common sense banking

www.communitybankpkbg.com

***Consolidated Financial Report
December 31, 2017***



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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Community Bankshares, Inc.,
(an S-Corporation) and Subsidiary
Parkersburg, West Virginia

We have audited the accompanying consolidated financial statements of Community Bankshares Inc., (an S-Corporation) and subsidiary, which comprise the consolidated balance sheets as of December 31, 2017 and 2016, and the related consolidated statements of income, comprehensive income, changes in shareholders' equity, and cash flows for each of the three years in the period ended December 31, 2017, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Community Bankshares, Inc., (an S Corporation) and subsidiary as of December 31, 2017 and 2016, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2017, in accordance with the accounting principles generally accepted in the United States of America.

Arnett Carbis Toothman LLP

Charleston, West Virginia
February 6 2018

**COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY**

**CONSOLIDATED BALANCE SHEETS
December 31, 2017 and 2016**

	<u>2017</u>	<u>2016</u>
ASSETS		
Cash and due from banks	\$ 5,562,369	\$ 4,684,850
Federal funds sold	3,914,000	693,000
Securities available for sale	31,489,580	35,540,498
Loans, less allowance for loan losses of \$1,244,157 and \$1,271,947, respectively	189,167,636	190,159,014
Bank premises and equipment, net	2,971,011	3,239,682
Accrued interest receivable	590,619	606,417
Other assets	1,985,464	3,043,243
Total assets	<u>\$ 235,680,679</u>	<u>\$ 237,966,704</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Liabilities		
Deposits:		
Non interest bearing	\$ 49,920,560	\$ 42,526,742
Interest bearing	140,537,274	124,569,010
Total deposits	190,457,834	167,095,752
Short-term borrowings	17,539,287	38,698,468
Long-term borrowings	3,046,725	8,062,947
Other liabilities	1,326,067	1,177,113
Total liabilities	<u>212,369,913</u>	<u>215,034,280</u>
Shareholders' equity		
Common stock, \$.50 par value, authorized \$1,000,000 shares, issued 200,000 shares	100,000	100,000
Capital surplus	1,207,264	1,207,264
Retained earnings	25,851,901	25,490,988
Less cost of shares acquired for the treasury 2017, 26,774; 2016, 26,774	(3,889,527)	(3,889,527)
Accumulated other comprehensive income	41,128	23,699
Total shareholders' equity	<u>23,310,766</u>	<u>22,932,424</u>
Total liabilities and shareholders' equity	<u>\$ 235,680,679</u>	<u>\$ 237,966,704</u>

See Notes to Consolidated Financial Statements

**COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY**

**CONSOLIDATED STATEMENTS OF INCOME
For the Years Ended December 31, 2017, 2016, and 2015**

	<u>2017</u>	<u>2016</u>	<u>2015</u>
Interest income:			
Interest and fees on loans	\$ 9,174,868	\$ 9,131,811	\$ 8,744,917
Interest and dividends on securities:			
Taxable	866,170	883,787	1,207,206
Tax-exempt	-	-	2,428
Interest on Federal funds sold	27,389	11,226	3,208
Total interest income	<u>10,068,427</u>	<u>10,026,824</u>	<u>9,957,759</u>
Interest expense:			
Interest expense on deposits	551,557	361,194	395,443
Interest on other borrowings	472,133	481,311	428,149
Total interest expense	<u>1,023,690</u>	<u>842,505</u>	<u>823,592</u>
Net interest income	9,044,737	9,184,319	9,134,167
Provision for loan losses	186,000	152,500	95,000
Net interest income after provision for loan losses	<u>8,858,737</u>	<u>9,031,819</u>	<u>9,039,167</u>
Other income:			
Service fees on deposit accounts	558,994	565,160	518,487
Gain (loss) on sale of other assets, net	(1,930)	(8,509)	(12,544)
Gain on sale of securities	-	147,832	286,124
Charge card discounts and fees	184,779	176,940	132,724
Other fees and commissions	1,093,257	1,128,579	1,494,119
	<u>1,835,100</u>	<u>2,010,002</u>	<u>2,418,910</u>
Other expenses:			
Salaries and employee benefits	3,729,533	3,579,314	3,553,307
Pension plan expense	258,182	291,388	1,605,517
Net occupancy expense	453,891	449,214	445,343
Equipment rentals, depreciation and maintenance	527,249	510,504	636,635
Debit card processing	278,607	291,650	235,100
Advertising	413,272	267,012	387,524
Postage and freight	94,327	91,128	83,733
Charge card processing	191,350	186,075	217,688
Legal, accounting and consulting	247,443	288,032	305,647
Forms and supplies	105,930	106,022	107,000
Telephone	65,207	43,147	39,495
Insurance	59,680	68,763	77,567
Business, occupancy and franchise taxes	61,581	64,705	73,021
Other expenses	1,062,931	1,029,961	866,001
	<u>7,549,183</u>	<u>7,266,915</u>	<u>8,633,578</u>
Net income	<u>\$ 3,144,654</u>	<u>\$ 3,774,906</u>	<u>\$ 2,824,499</u>
Basic earnings per common share	<u>\$ 18.15</u>	<u>\$ 21.79</u>	<u>\$ 16.29</u>

See Notes to Consolidated Financial Statements

**COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY**

**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
For the Years Ended December 31, 2017, 2016, and 2015**

	<u>2017</u>	<u>2016</u>	<u>2015</u>
Net income	\$ 3,144,654	\$ 3,774,906	\$ 2,824,499
Other comprehensive income:			
Gross unrealized gains (losses) arising during the period	17,429	(847,565)	(1,188,464)
Less: Reclassification adjustments for gains (losses) included in net income	<u>-</u>	<u>147,832</u>	<u>286,124</u>
Change in net unrealized gains (losses)	17,429	(699,733)	(902,340)
Pension funding adjustment, net	<u>-</u>	<u>-</u>	<u>1,094,863</u>
Other comprehensive (loss) income	<u>17,429</u>	<u>(699,733)</u>	<u>192,523</u>
Comprehensive income	<u>\$ 3,162,083</u>	<u>\$ 3,075,173</u>	<u>\$ 3,017,022</u>

See Notes to Consolidated Financial Statements

**COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY**

**CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
For the Years Ended December 31, 2017, 2016, and 2015**

	Common Stock	Capital Surplus	Retained Earnings	Treasury Stock	Other Accum- ulated Compre- hensive Income	Total Shareholders' Equity
Balance, December 31, 2014	\$ 100,000	\$ 1,207,264	\$ 24,438,825	\$ (3,784,227)	\$ 530,909	\$ 22,492,771
Net income	-	-	2,824,499	-	-	2,824,499
Cash dividend declared on common stock (\$16.40 per share)	-	-	(2,844,916)	-	-	(2,844,916)
Cost of 650 shares acquired acquired for the treasury	-	-	-	(105,300)	-	(105,300)
Change in net unrealized gain (loss) on securities	-	-	-	-	(902,340)	(902,340)
Change in pension asset	-	-	-	-	1,094,863	1,094,863
Balance, December 31, 2015	100,000	1,207,264	24,418,408	(3,889,527)	723,432	22,559,577
Net income	-	-	3,774,906	-	-	3,774,906
Cash dividend declared on common stock (\$15.60 per share)	-	-	(2,702,326)	-	-	(2,702,326)
for the treasury	-	-	-	-	-	-
Change in net unrealized gain (loss) on securities	-	-	-	-	(699,733)	(699,733)
Balance, December 31, 2016	100,000	1,207,264	25,490,988	(3,889,527)	23,699	22,932,424
Net income	-	-	3,144,654	-	-	3,144,654
Cash dividend declared on common stock (\$16.07 per share)	-	-	(2,783,741)	-	-	(2,783,741)
Change in net unrealized gain (loss) on securities	-	-	-	-	17,429	17,429
Balance, December 31, 2017	<u>\$ 100,000</u>	<u>\$ 1,207,264</u>	<u>\$ 25,851,901</u>	<u>\$ (3,889,527)</u>	<u>\$ 41,128</u>	<u>\$ 23,310,766</u>

See Notes to Consolidated Financial Statements

**COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY**

**CONSOLIDATED STATEMENTS OF CASH FLOWS
For the Years Ended December 31, 2017, 2016, and 2015**

	2017	2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income	\$ 3,144,654	\$ 3,774,906	\$ 2,824,499
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation	333,144	356,319	337,872
Provision for loan losses	186,000	152,500	95,000
Loss (gain) on sale of other assets, net	1,930	8,509	12,544
Amortization of periodic pension costs	-	-	1,311,251
Contribution to defined benefit plan	-	-	(216,388)
Gain on sale of securities	-	(147,832)	(286,124)
Amortization of security premiums and (accretion) of discounts, net	310,180	261,464	310,623
(Increase) decrease in accrued interest receivable	15,798	(46,297)	48,450
(Increase) decrease in other assets	1,051,979	(94,925)	307,809
Increase (decrease) in other liabilities	148,954	381,679	3,375
Net cash provided by operating activities	<u>5,192,639</u>	<u>4,646,323</u>	<u>4,748,911</u>
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sales, maturities and calls of securities available for sale	-	2,830,052	7,320,099
Principal payments received on securities available for sale	7,872,402	9,186,474	11,287,947
Purchases of securities available for sale	(4,114,235)	(12,723,775)	(5,005,727)
Loans made to customers, net	801,178	(7,936,703)	(9,589,808)
Proceeds from sale of other real estate	10,000	130,291	99,621
Proceeds from sale of bank premises and equipment	33,000	7,500	-
Purchases of bank premises and equipment, net	(99,403)	(320,830)	(184,442)
Decrease (increase) in Federal funds sold, net	(3,221,000)	1,911,000	(117,000)
Net cash (used in) provided by investing activities	<u>1,281,942</u>	<u>(6,915,991)</u>	<u>3,810,690</u>
CASH FLOWS FROM FINANCING ACTIVITIES			
(Decrease) increase in non interest bearing demand deposit accounts	7,393,818	(599,356)	5,034,190
Increase (decrease) in interest bearing demand deposit accounts and savings accounts	4,581,069	3,786,811	1,120,239
Payments for matured (proceeds from the sales of) time deposits, net	11,387,195	(2,896,810)	(4,411,543)
Net increase (decrease) in short-term borrowings	(26,175,403)	5,782,112	(9,106,467)
Dividends paid	(2,783,741)	(2,702,326)	(2,844,916)
Purchase of treasury stock	-	-	(105,300)
Net cash provided by (used in) financing activities	<u>(5,597,062)</u>	<u>3,370,431</u>	<u>(10,313,797)</u>

See Notes to Consolidated Financial Statements

**COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY**

**CONSOLIDATED STATEMENTS OF CASH FLOWS-Continued
For the Years Ended December 31, 2017, 2016, and 2015**

	<u>2017</u>	<u>2016</u>	<u>2015</u>
Increase (decrease) in cash and cash equivalents	877,519	1,100,763	(1,754,196)
Cash and cash equivalents			
Beginning	4,684,850	3,584,087	5,338,283
Ending	<u>\$ 5,562,369</u>	<u>\$ 4,684,850</u>	<u>\$ 3,584,087</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION			
Cash payments for:			
Interest on deposits and other borrowings	<u>\$ 916,363</u>	<u>\$ 837,630</u>	<u>\$ 839,586</u>
SUPPLEMENTAL SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES			
Other real estate and repossessed assets acquired in settlement of loans	<u>\$ 4,200</u>	<u>\$ 17,300</u>	<u>\$ 894,640</u>
Reclassification of long-term borrowings to short-term borrowings	<u>\$ 5,000,000</u>	<u>\$ -</u>	<u>\$ 1,000,000</u>

See Notes to Consolidated Financial Statements

**COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 1. Significant Accounting Policies

Nature of business: Community Bankshares, Inc., (an S-Corporation) (the Company) is a bank holding company. The wholly-owned subsidiary, Community Bank of Parkersburg (the Bank), is a commercial bank with operations in Wood County, West Virginia. The Bank provides retail and commercial loans and deposit services principally to customers in Wood County and adjacent counties in West Virginia and Ohio.

Basis of financial statement presentation: The accounting and reporting policies of Community Bankshares, Inc., and its wholly-owned subsidiary conform to accounting principles generally accepted in the United States of America and to general practices within the banking industry.

Principles of consolidation: The accompanying consolidated financial statements include the accounts of Community Bankshares, Inc., and its wholly-owned subsidiary, Community Bank of Parkersburg. All significant intercompany accounts and transactions have been eliminated in consolidation.

Accounting estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. For the year ended December 31, 2017, we evaluated subsequent events through February 6, 2018, the date the financial statements were available to be issued.

Presentation of cash flows: For purposes of reporting cash flows, cash and cash equivalents includes cash on hand and amounts due from banks (including cash items in process of clearing). Cash flows from demand deposits, NOW accounts and savings accounts are reported net since their original maturities are less than three months. Cash flows from loans and certificates of deposit and other time deposits are reported at net.

Securities: Securities are classified as "held to maturity", "available for sale" or "trading" at the time of purchase of each security according to management's intent. The appropriate classification is re-evaluated at each reporting date. The classification is determined as follows:

Securities held to maturity - Debt securities for which the Company has the positive intent and ability to hold to maturity are reported at cost, adjusted for amortization of premiums and accretion of discounts. At December 31, 2017 and 2016, the Company does not hold any securities classified as held to maturity.

Securities available for sale - Securities not classified as "held to maturity" or as "trading" are classified as "available for sale". Securities classified as "available for sale" are those securities the Company intends to hold for an indefinite period of time, but not necessarily to maturity. "Available for sale" securities are reported at estimated fair value net of unrealized gains or losses, which are adjusted for applicable income taxes, and reported as a separate component of shareholders' equity.

Trading securities - There are no securities classified as "trading" in the accompanying financial statements. At December 31, 2017 and 2016, the Company does not hold any securities classified as trading securities.

Realized gains and losses on sales of securities are recognized on the specific identification method. Amortization of premiums and accretion of discounts are computed using methods, which approximate the interest method.

COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Other than temporary impairment: Declines in the fair value of available for sale and held to maturity securities that are deemed to be other than temporary are reflected in earnings as realized losses. In estimating other than temporary impairment losses, management considers (1) the length of time and the extent to which the fair value has been less than cost, (2) the financial condition and near-term prospects of the issuers, and (3) the intent and ability of the Company to retain its investment in the issuer for a period of time sufficient to allow for an anticipated recovery in fair value. In addition, the risk of future other than temporary impairment may be influenced by additional bank failures, prolonged recession in the U.S. economy, changes to real estate values, interest deferrals and whether the Federal government provides assistance to financial institutions. The Company has not recognized any impairment changes on its securities for the three year period ended December 31, 2017.

Loans and allowance for loan losses: Loans are stated at the amount of unpaid principal, net of unearned discounts and loan fees or costs, less the allowance for loan losses.

Interest on loans is accrued daily and credited to operations on the outstanding balances. Certain direct loan origination fees and costs are deferred and amortized as adjustments of the related loan yield over the contractual life of the loan.

The allowance for loan losses is maintained at a level considered adequate to provide for losses that can be reasonably anticipated. The allowance is increased by provisions charged to operating expense and reduced by net charge-offs. The subsidiary bank makes continuous credit reviews of the loan portfolio and considers current economic conditions, historical loan loss experience, review of specific problem loans and other factors in determining the adequacy of the allowance for loan losses. Loans are charged against the allowance for loan losses when management believes collectability to be unlikely. While management uses the best information available to make its evaluation, future adjustments to the allowance may be necessary if there are significant changes in conditions.

A loan is impaired when, based on current information and events, it is probable that the Company will be unable to collect all amounts due in accordance with the contractual terms of the specific loan agreement. Impaired loans, other than certain large groups of smaller-balance, homogeneous loans that are collectively evaluated for impairment, are required to be reported at the present value of expected future cash flows discounted using the loan's original effective interest rate or, alternatively, at the loan's observable market price, or at the fair value of the loan's collateral if the loan is collateral dependent. The method selected to measure impairment is made on a loan-by-loan basis, unless foreclosure is deemed to be probable, in which case the fair value of the collateral method is used.

For purposes of ASC Topic 310-10-35, *Receivables – Subsequent Measurement*, the Company considers groups of smaller-balance, homogeneous loans to include: mortgage loans secured by residential property, small balance commercial loans, and installment and credit card loans to individuals.

Generally, after management's evaluation, loans are placed on non-accrual status when principal or interest is greater than 90 days past due based upon the loan's contractual terms. Interest is accrued daily on impaired loans unless the loan is placed on non-accrual status. Impaired loans are placed on non-accrual status when the payment of principal and interest are in default for a period of 90 days, unless the loan is both well-secured and in the process of collection. Interest on non-accrual loans is recognized primarily using the cost-recovery method.

Bank premises and equipment: Bank premises and equipment are stated at cost less accumulated depreciation. Depreciation is computed using primarily the straight-line method for bank premises and equipment over the estimated useful lives of the assets. Repairs and

**COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

maintenance expenditures are charged to operating expenses as incurred. Major improvements and additions to premises and equipment are capitalized.

Other real estate: Other real estate consists primarily of real estate held for resale which was acquired through foreclosure of loans secured by such real estate. At the time of acquisition, these properties are recorded at fair value with any write-down being charged to the allowance for loan losses. After foreclosure, valuations are periodically performed by management and the real estate is carried at the lower of carrying amount or fair value less cost to sell. Expenses incurred in connection with operating these properties which are generally not significant are charged to losses on foreclosed real estate. Gains and losses on the sales of these properties are credited or charged to operating income in the year of the transactions.

Restricted investment securities: The subsidiary bank is a member of the Federal Home Loan Bank (FHLB) system and the Kentucky Independent Bank (KIB) federal funds program. FHLB members are required to own a certain amount of stock based on the level of borrowings and other factors, and may invest in additional amounts. KIB program participants are required to own a certain amount of stock based on various factors tied to quarterly financial analysis. FHLB stock and KIB stock are equity securities which are included in other assets in the accompanying consolidated financial statements. Such securities are carried at cost since they may only be sold back to the respective issuer or another member at par value. These securities are classified as restricted securities and are periodically evaluated for impairment based on the ultimate recovery of par value. Both cash and stock dividends are reported as income.

Income taxes: The Company elected S-Corporation status effective January 1, 2006. As an S-Corporation, the earnings and losses after that date are included in the personal income tax returns of the stockholders and taxed depending on their personal tax strategies. Accordingly, the Company does not incur additional income tax obligations, and future financial statements will not include a provision for income taxes except to the extent that any "built-in gains" taxes are incurred.

Pension plan: The subsidiary bank had a defined benefit pension plan covering substantially all employees. Pension costs were actuarially determined and charged to expense. ASC Topic 715, *Compensation Retirement Benefits*, as amended in September 2006, requires that employers recognize the funded status of their defined benefit pension and other postretirement plans on the consolidated balance sheet and record as a component of other comprehensive income, net of tax (if applicable), the gains or losses and prior service costs or credits that have not been recognized as components of net periodic benefit cost. During 2014, the subsidiary bank voted to terminate this pension plan, with the final cash outlay occurring in 2015. See Note 10.

Earnings per share: Earnings per common share are computed based upon the weighted average shares outstanding. The weighted average shares outstanding were 173,226, 173,226 and 173,422 for the years ended December 31, 2017, 2016 and 2015, respectively.

Advertising: The Company expenses advertising costs as incurred.

Significant Authoritative Guidance: In January 2016, the Financial Accounting Standards Board (FASB) issued *ASU 2016-01 – Financial Instruments – Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities* to address certain aspects of recognition, measurement, presentation, and disclosure of financial instruments for entities that hold financial assets or owe financial liabilities. The guidance will require: (a) certain equity investments to be measured at fair value with changes recognized in net income; (b) a qualitative assessment to identify impairment of equity investments without readily determinable fair value; (c) elimination of disclosures of the fair value of financial instruments measured at amortized costs and method(s) and significant assumptions used to estimate the fair value; (d) the exit price notion be used when measuring fair value; (e) separate

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presentation in other comprehensive income of the portion of the total change in the fair value of a liability; (f) separate presentation of financial assets and financial liabilities by measurement category and form of financial asset; and (g) clarification of how to evaluate the need for a valuation allowance on a deferred tax asset related to available-for-sale securities in combination with the entity's other deferred tax assets. This guidance is effective for public entities for fiscal years beginning after December 15, 2017, and for other entities, including not-for-profit entities and employee benefit plans within the scope of Topic 960 through 965 on plan accounting, for fiscal years beginning after December 15, 2018. Early adoption is not permitted except for certain exceptions for public entities. The Company is currently evaluating the impact, if any, that adoption will have on its consolidated financial statements.

In February 2016, the FASB issued ASU 2016-02 – *Leases (Topic 842)*, guidance related to recognition by a lessee of assets and liabilities on leases with terms of more than 12 months on the balance sheet. Consistent with U.S. GAAP, the recognition, measurement, and presentation of expenses and cash flows arising from a lease by a lessee primarily will depend on its classification as a finance or operating lease; however, unlike current U.S. GAAP, which requires that only capital leases be recognized on the balance sheet, the ASU requires that both types of leases be recognized on the balance sheet. The ASU also requires disclosures to help financial statement users better understand the amount, timing, and uncertainty of cash flows arising from leases. These disclosures include qualitative and quantitative requirements, providing additional information about the amounts recorded in the financial statements. Lessor accounting remains largely unchanged from current U.S. GAAP, but the ASU contains some targeted improvements that are intended to align, where necessary, lessor accounting with the lessee accounting model and with the updated revenue recognition guidance issued in May 2014. Transition guidance is provided within the ASU and generally requires a retrospective approach. This guidance is effective for public entities with annual reporting periods beginning after December 15, 2018. For all other entities (nonpublic entities), the amendments in these ASUs will be effective for annual reporting periods beginning after December 15, 2019. Early application of the amendments in this guidance is permitted for all entities. The Company is evaluating the impact, if any, that adoption will have on its consolidated financial statements.

In June 2016, the FASB issued ASU 2016-13 (*Topic 326*): *Measurement of Credit Losses on Financial Instruments* to provide financial statement users with more decision-useful information about the expected credit losses on financial instruments and other commitments to extend credit held by a reporting entity at each reporting date. This guidance replaces the incurred loss impairment methodology in current GAAP with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information to assess credit loss estimates. The guidance will require a financial asset measured at amortized cost basis to be presented at the net amount expected to be collected. The allowance for credit losses is a valuation account that is deducted from the amortized cost basis of the financial asset to present the net carrying value at the amount expected to be collected on the financial asset. The guidance will eliminate the probable initial recognition threshold in current GAAP, and instead, reflect an entity's current estimate of all expected credit losses. Credit losses relating to available-for-sale debt securities should be recorded through an allowance for credit losses rather than a write-down. An entity will be able to record reversals of credit losses in current period net income, which, in turn, should align the income statement recognition of credit losses within the reporting period in which changes occur. The guidance affects entities holding financial assets and net investments in leases that are not accounted for at fair value through net income. This guidance is effective for all public entities that are U.S. Securities Exchange Commission (SEC) filers for fiscal years beginning after December 15, 2019. For all other entities, guidance is effective for fiscal years beginning after December 15, 2020. All entities may adopt the amendments in this ASU as of the fiscal years beginning after December 15, 2018. The Company is currently evaluating the impact, if any, that adoption will have on its consolidated financial statements.

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In August 2016, the FASB issued *ASU 2016-15 (Topic 230): Classification of Certain Cash Receipts and Cash Payments* to address eight specific cash flow issues with the objective of reducing the existing diversity in the practice. This guidance is effective for all public entities for fiscal years beginning after December 15, 2017. For all other entities, this guidance is effective for fiscal years beginning after December 15, 2018. Early adoption is permitted. The Company is currently evaluating the impact, if any, that adoption will have on its consolidated financial statements.

In January 2017, the FASB issued *ASU 2017-01 – Business Combinations (Topic 805): Clarifying the Definition of a Business*, amendments to Topic 805 to clarify the definition of a business relative to adding guidance to assist entities with evaluating whether transactions should be accounted for as acquisitions (or disposals) of assets or businesses. The definition of a business affects many areas of accounting including acquisitions, disposals, goodwill, and consolidation. The amendments in this ASU provide a screen to determine when an integrated set of assets and activities (collectively referred to as a “set”) is not a business. The screen requires that when substantially all of the fair value of the gross assets acquired (or disposed of) is concentrated in a single identifiable asset or group of similar identifiable assets, the set is not a business. If the screen is not met, it (1) requires that to be considered a business, a set must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create output, and (2) removes the evaluation of whether a market participant could replace the missing elements. This guidance is effective for public entities with fiscal years ending after December 15, 2017, and for all other entities for fiscal years ending after December 15, 2018. Early adoption is permitted, under certain circumstances and amendments should be applied on a prospective basis. The Company is currently evaluating the impact, if any, that adoption will have on its consolidated financial statements.

In March 2017, the FASB issued guidance to amend the amortization period for certain purchased callable debt securities held at a premium. The FASB is shortening the amortization period for the premium to the earliest call date. Under current GAAP, entities generally amortize the premium as an adjustment of yield over the contractual life of the instrument. The amendments do not require an accounting change for securities held at a discount; the discount continues to be amortized to maturity. This guidance is effective for public entities for fiscal years beginning after December 15, 2018, and for all other entities for fiscal years beginning after December 15, 2019. Early adoption is permitted. The Company is currently evaluating the impact, if any, that adoption will have on its consolidated financial statements.

Reclassifications: Certain accounts in the consolidated financial statements for 2016 and 2015, as previously presented, have been reclassified to conform to current year classifications.

Note 2. Cash Concentrations and Restrictions

The subsidiary bank is required to maintain average reserve balances with the Federal Reserve Bank. At December 31, 2017 and 2016, the reserve requirement approximated \$1,919,000 and \$1,802,000, respectively. The Bank does not earn interest on such balances.

Note 3. Securities

The amortized cost, unrealized gains and losses and estimated fair values of securities at December 31, 2017 and 2016, are summarized as follows:

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2017				
	Amortized Cost	Unrealized		Carrying Value (Estimated Fair Value)
		Gains	Losses	
Available for sale				
Taxable:				
Mortgage-backed securities - U.S.				
Government agencies and corporations	\$ 31,448,452	\$ 274,097	\$ 232,969	\$ 31,489,580
Total	\$ 31,448,452	\$ 274,097	\$ 232,969	\$ 31,489,580
2016				
	Amortized Cost	Unrealized		Carrying Value (Estimated Fair Value)
		Gains	Losses	
Available for sale				
Taxable:				
Mortgage-backed securities - U.S.				
Government agencies and corporations	\$ 35,516,799	\$ 372,480	\$ 348,781	\$ 35,540,498
Total	\$ 35,516,799	\$ 372,480	\$ 348,781	\$ 35,540,498

Mortgage backed obligations of U.S. Government agencies and corporations are included in securities at December 31, 2017 and 2016. These obligations, having contractual remaining maturities ranging from 1 to 26 years, are reflected in the following maturity distribution schedule based on their anticipated average remaining life to maturity, which ranges from 3 months to 13 years. Accordingly, discounts are accreted or premiums are amortized over the anticipated average remaining life to maturity of the specific obligations.

The maturities, amortized cost and estimated fair values of securities at December 31, 2017, are summarized as follows:

	Available for Sale	
	Amortized Cost	Carrying Value (Estimated Fair Value)
Due within one year	\$ 96,384	\$ 96,739
Due after one through five years	26,960,851	26,936,296
Due after five through ten years	2,424,617	2,442,890
Due after ten years	1,966,600	2,013,655
	<u>\$ 31,448,452</u>	<u>\$ 31,489,580</u>

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The proceeds from sales, calls and maturities of securities, including principal payments received on mortgage-backed obligations, and the related gross gains and losses realized, are as follows:

For the Years Ended December 31,	Proceeds From			Gross	
	Sales	Calls and Maturities	Principal Payments	Gains Realized	Losses Realized
2017					
Securities available for sale	\$ -	\$ -	\$ 7,872,402	\$ -	\$ -
2016					
Securities available for sale	\$ 2,830,052	\$ -	\$ 9,186,474	\$ 147,832	\$ -
2015					
Securities available for sale	\$ 7,165,099	\$ 155,000	\$ 11,287,947	\$ 286,124	\$ -

At December 31, 2017 and 2016, securities carried at \$19,325,266 and \$21,508,271, respectively, with estimated fair values of \$19,405,979 and \$21,703,144 were pledged to secure public deposits, securities sold under agreements to repurchase and for other purposes required or permitted by law.

Impairment is evaluated considering numerous factors, and their relative significance varies case to case. Factors considered include the length of time and extent to which the market value has been less than cost; the financial condition and near-term prospects of the issuer; and the intent and ability to retain the security in order to allow for an anticipated recovery in market value. If, based on the analysis, it is determined that the impairment is other-than-temporary, the security is written down to fair value, and a loss is recognized through earnings.

The Company has eighteen securities in an unrealized loss position as of December 31, 2017. These securities are investment grade securities (AA or better) and the unrealized losses are due to overall increases in market interest rates and not due to any underlying credit concerns of the issuer. The Company has the intent and ability to hold such investments until maturity or market price recovery. Accordingly, the Company has concluded that none of the securities in its investment portfolios is other-than-temporarily impaired at December 31, 2017.

Provided below is a summary of securities available for sale which were in an unrealized loss position at December 31, 2017 and 2016, respectively.

	2017					
	Less Than 12 Months		12 Months or More		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Mortgage-backed securities - U.S. government agencies and corporations	\$ 4,685,018	\$ 37,613	\$ 11,095,300	\$ 195,356	\$ 15,780,318	\$ 232,969

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	2016					
	Less Than 12 Months		12 Months or More		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Mortgage-backed securities - U.S. government agencies and corporations	\$ 11,867,094	\$ 236,840	\$ 5,669,047	\$ 111,941	\$ 17,536,141	\$ 348,781

Note 4. Loans

Loans are summarized as follows:

	December 31,	
	2017	2016
Commercial, financial and agricultural	\$ 58,398,864	\$ 59,817,288
Real estate	115,465,239	114,094,762
Installment loans	14,262,558	15,121,139
Charge card loans	2,314,513	2,389,882
Other	223,283	233,116
Total loans	190,664,457	191,656,187
Less allowance for loan losses	(1,244,157)	(1,271,947)
Unamortized loan costs (fees), net	(252,664)	(225,226)
Loans, net	\$ 189,167,636	\$ 190,159,014

The contractual maturities of loans at December 31, 2017, are as follows:

	Within 1 Year	After 1 But Within 5 Years	After 5 Years
Commercial, financial and agricultural	\$ 7,160,374	\$ 5,440,894	\$ 45,797,596
Real estate	5,121,232	3,982,786	106,361,221
Installment loans	2,122,536	7,526,037	4,613,985
Charge card loans	2,314,513	-	-
Other	57,542	-	165,741
Total	\$ 16,776,197	\$ 16,949,717	\$ 156,938,543

Loans due after one year with:

Variable rates	\$ 84,522,199
Fixed rates	89,366,061
Total	\$ 173,888,260

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The following tables present the contractual aging of the recorded investment in past due loans, segregated by class of loans.

At December 31, 2017

	Past Due				Current	Total Loans	Recorded Investment ≥ 90 days and Accruing
	30-59 days	60-89 days	≥ 90 days	Total			
Commercial	\$ 45,405	\$ -	\$ 112,873	\$ 158,278	\$ 58,240,586	\$ 58,398,864	\$ -
Real Estate	828,067	15,499	87,372	930,938	114,534,301	115,465,239	87,372
Installment Loans	66,711	26,624	-	93,335	14,169,223	14,262,558	-
Charge card loans	-	-	-	-	2,314,513	2,314,513	-
Other	-	-	-	-	223,283	223,283	-
Total	\$ 940,183	\$ 42,123	\$ 200,245	\$ 1,182,551	\$ 189,481,906	\$ 190,664,457	\$ 87,372

At December 31, 2016

	Past Due				Current	Total Loans	Recorded Investment ≥ 90 days and Accruing
	30-59 days	60-89 days	≥ 90 days	Total			
Commercial	\$ -	\$ -	\$ 216,574	\$ 216,574	\$ 59,600,714	\$ 59,817,288	\$ 31,896
Real Estate	399,050	127,021	97,863	623,934	113,470,828	114,094,762	-
Installment Loans	43,401	-	19,994	63,395	15,057,744	15,121,139	19,994
Charge card loans	5,591	-	-	5,591	2,384,291	2,389,882	-
Other	-	-	-	-	233,116	233,116	-
Total	\$ 448,042	\$ 127,021	\$ 334,431	\$ 909,494	\$ 190,746,693	\$ 191,656,187	\$ 51,890

The following tables set forth impaired loan information by class of loan.

December 31, 2017

	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment	Income Recognized
With no related allowance					
Commercial	\$ 988,682	\$ 988,682	\$ -	\$ 1,023,906	\$ 50,701
Real estate	680,931	680,931	-	693,135	34,117
Installment loans	19,381	19,381	-	18,195	2,210
Charge card loans	-	-	-	-	-
Other	-	-	-	-	-
Total with no related allowance	\$ 1,688,994	\$ 1,688,994	\$ -	\$ 1,735,236	\$ 87,028
With a related allowance					
Commercial	\$ 116,142	\$ 117,290	\$ 1,148	\$ 124,959	\$ 6,278
Real estate	329,999	344,511	14,512	335,452	19,738
Installment loans	15,262	15,838	576	17,131	1,010
Charge card loans	-	-	-	-	-
Other	-	-	-	-	-
Total with a related allowance	\$ 461,403	\$ 477,639	\$ 16,236	\$ 477,542	\$ 27,026

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December 31, 2017					
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment	Income Recognized
Total					
Commercial	\$ 1,104,824	\$ 1,105,972	\$ 1,148	\$ 1,148,865	\$ 56,979
Real estate	1,010,930	1,025,442	14,512	1,028,587	53,855
Installment loans	34,643	35,219	576	35,326	3,220
Charge card loans	-	-	-	-	-
Other	-	-	-	-	-
Total	\$ 2,150,397	\$ 2,166,633	\$ 16,236	\$ 2,212,778	\$ 114,054

December 31, 2016					
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment	Income Recognized
With no related allowance					
Commercial	\$ 1,057,152	\$ 1,057,152	\$ -	\$ 1,439,405	\$ 39,725
Real estate	520,059	520,059	-	554,414	19,116
Installment loans	56,839	56,839	-	60,753	3,150
Charge card loans	-	-	-	-	-
Other	-	-	-	-	-
Total with no related allowance	\$ 1,634,050	\$ 1,634,050	\$ -	\$ 2,054,572	\$ 61,991
With a related allowance					
Commercial	\$ 128,648	\$ 130,530	\$ 1,882	\$ 131,459	\$ 9,228
Real estate	37,853	47,931	10,078	43,735	2,290
Installment loans	17,056	17,897	841	20,026	1,524
Charge card loans	-	-	-	-	-
Other	-	-	-	-	-
Total with a related allowance	\$ 183,557	\$ 196,358	\$ 12,801	\$ 195,220	\$ 13,042
Total					
Commercial	\$ 1,185,800	\$ 1,187,682	\$ 1,882	\$ 1,570,864	\$ 48,953
Real estate	557,912	567,990	10,078	598,149	21,406
Installment loans	73,895	74,736	841	80,779	4,674
Charge card loans	-	-	-	-	-
Other	-	-	-	-	-
Total	\$ 1,817,607	\$ 1,830,408	\$ 12,801	\$ 2,249,792	\$ 75,033

Included in impaired loans are troubled debt restructurings of \$795,977 and \$1,116,280 as of December 31, 2017 and 2016, respectively.

In the past, the subsidiary bank has made loans, in the normal course of business, to its directors, officers and employees, and will continue to make such loans in the future. At December 31, 2017 and 2016, outstanding loans to directors and officers with original balances of \$60,000 or more totaled \$1,531,573 and \$1,543,336, respectively.

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The following presents the activity with respect to related party loans with original balances aggregating \$60,000 or more to any one related party during the years ended December 31, 2017 and 2016.

	<u>2017</u>	<u>2016</u>
Balance, beginning	\$ 1,543,336	\$ 1,285,799
Additions	578,775	1,466,495
Amounts collected	<u>(590,538)</u>	<u>(1,208,958)</u>
Balance, ending	<u><u>\$ 1,531,573</u></u>	<u><u>\$ 1,543,336</u></u>

The following table presents the non-accrual loans included in the net balance of loans at December 31, 2017 and 2016, respectively.

	<u>2017</u>	<u>2016</u>
Commercial	\$ 388,737	\$ 451,052
Real estate	168,861	142,852
Installment loans	<u>-</u>	<u>-</u>
Total	<u><u>\$ 557,598</u></u>	<u><u>\$ 593,904</u></u>

If interest on non-accrual loans had been accrued, such income would have approximated \$229,670, \$224,900 and \$214,200, for each of the three years in the period ended December 31, 2017, 2016, and 2015 respectively.

Loans are categorized into risk categories based on relevant information about the ability of borrowers to service their debts such as current financial information, historical payment experience, credit documentation, and current economic trends, among other factors. The loans are analyzed individually by classifying the loans as to credit risk. The Company internally grades all new loans. In addition, the Company performs an annual loan review on all non-homogeneous commercial loans exceeding \$300,000, at which time these loans are re-graded.

The following definition of risk grades are as follows:

Pass: Loans that are secured by cash and cash equivalents or have characteristics that reduce credit risk in the transaction, as well as minimal documentation exceptions or no identification risk of collection. The loan would not subsequently introduce loan-loss risk. They are loans that do not fit any of the other categories described below.

Substandard: Loans inadequately protected by the current sound net worth and paying capacity of the obligor, or pledged collateral, if any. There is a distinct possibility that the Bank will sustain some loss if the deficiencies are not corrected.

Doubtful: Loans that will have all the weaknesses inherent in a substandard loan with the added factor that the weaknesses are pronounced to a point where collection or liquidation in full is highly improbable.

Loss: Loans that are considered to be uncollectible and of such little value that their continuance as active assets of the Bank is not warranted. This assignment does not mean that an asset has absolutely no recovery or salvage value, but simply that is not practicable or desirable to defer writing off the basically worthless asset, even though partial recovery may be affected in the future.

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The following table presents the recorded investment in loans that are graded based on the risk associated with the loan.

December 31, 2017					
	Commercial	Real Estate	Installment	Charge Card Loans	Other
Pass	\$ 57,797,162	\$ 114,485,719	\$ 14,222,417	\$ 2,314,513	\$ 223,283
Substandard	601,702	979,520	40,141	-	-
Doubtful	-	-	-	-	-
Total	\$ 58,398,864	\$ 115,465,239	\$ 14,262,558	\$ 2,314,513	\$ 223,283

December 31, 2016					
	Commercial	Real Estate	Installment	Charge Card Loans	Other
Pass	\$ 59,501,995	\$ 113,271,767	\$ 15,067,451	\$ 2,389,882	\$ 233,116
Substandard	315,293	822,995	53,688	-	-
Doubtful	-	-	-	-	-
Total	\$ 59,817,288	\$ 114,094,762	\$ 15,121,139	\$ 2,389,882	\$ 233,116

The following tables present by class the subsidiary bank's troubled debt restructurings (TDR) for the years ended December 31, 2017 and 2016.

December 31, 2017			
	Number of Contracts	Pre-Modification Outstanding Recorded Investment	Post-Modification Outstanding Recorded Investment
Consumer	1	\$ 6,966	\$ 6,966
Residential Real Estate	1	50,976	50,976
Commercial	5	2,104,784	2,104,784
Credit Card Loans	0	-	-
Total	7	\$ 2,162,726	\$ 2,162,726

December 31, 2016			
	Number of Contracts	Pre-Modification Outstanding Recorded Investment	Post-Modification Outstanding Recorded Investment
Consumer	3	\$ 93,986	\$ 93,986
Residential Real Estate	2	128,825	128,825
Commercial Real Estate	6	2,148,559	2,137,559
Credit Card Loans	0	-	-
Total	11	\$ 2,371,370	\$ 2,360,370

At December 31, 2017 and 2016, the subsidiary bank's restructured loans were primarily modified by a reduction in the monthly payment amount and an extension of the maturity date. None of the modifications resulted in the forgiveness of amounts contractually due. The loans were evaluated individually for allocation within the Bank's allowance for loan losses. The modifications had an immaterial impact on the financial condition and results of operations for the Bank.

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With regard to troubled debt restructurings, the Bank follows its charge-off policy to define default. There were no troubled debt restructuring on which the bank noted payment default during the years ended December 31, 2017 and 2016.

Concentrations of credit risk: The subsidiary bank grants a majority of its commercial, financial, agricultural, real estate, installment and charge card loans to individuals and customers throughout Wood County, West Virginia and adjacent counties.

Note 5. Allowance for Loan Losses

An analysis of the allowance for loan losses for the years ended December 31, 2017, 2016 and 2015, is as follows:

	2017	2016	2015
Balance, beginning of year	\$ 1,271,947	\$ 1,202,516	\$ 1,302,324
Losses:			
Commercial, financial and agricultural	14,033	-	34,728
Real estate	48,787	13,795	121,082
Installment loans	105,985	33,392	8,129
Other	74,742	78,453	76,047
Total	<u>243,547</u>	<u>125,640</u>	<u>239,986</u>
Recoveries:			
Commercial, financial and agricultural	340	105	-
Real estate	2,068	1,649	7,807
Installment loans	7,314	13,810	3,932
Other	20,035	27,007	33,439
Total	<u>29,757</u>	<u>42,571</u>	<u>45,178</u>
Net losses	(213,790)	(83,069)	(194,808)
Provision for loan losses	186,000	152,500	95,000
Balance, end of year	<u>\$ 1,244,157</u>	<u>\$ 1,271,947</u>	<u>\$ 1,202,516</u>

The allowance is comprised of three distinct reserve components: (1) specific reserves related to loans individually evaluated, (2) quantitative reserves related to loans collectively evaluated, and (3) qualitative reserves related to loans collectively evaluated. A summary of the methodology the Bank employs on a quarterly basis with respect to each of these components in order to evaluate the overall adequacy of our allowance for loan losses is as follows.

Specific Reserve for Loans Individually Evaluated

The Bank identifies loan relationships that may have credit weaknesses. Such loan relationships are identified primarily through the analysis of internal loan evaluations, past due loan reports, and loans adversely classified by regulatory authorities. Each loan so identified is then individually evaluated to determine whether it is impaired – that is, based on current information and events; it is probable that the Bank will be unable to collect all amounts due in accordance with the contractual terms of the underlying loan agreement. The Bank measures impairment based on the fair value of the loan's collateral, which is generally determined utilizing current appraisals. A specific reserve is established in an amount equal to the excess, if any, of the recorded investment in each impaired loan over the fair value of its underlying collateral, less estimated costs to sell.

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Quantitative Reserve for Loans Collectively Evaluated

Second, the Bank stratifies the loan portfolio into the following loan pools: commercial, real estate, installment loans, charge card loans and other. Loans within each pool are then further segmented between (1) loans which were individually evaluated for impairment and not deemed to be impaired, (2) smaller-balance homogenous loans.

Quantitative reserves relative to each loan pool are established using an allocation equaling 100% of the respective pool's average 12 month historical net loan charge-off rate (determined based upon the most recent twelve quarters) which is applied to the aggregate recorded investment in the smaller-balance homogenous pool of loans.

Qualitative Reserve for Loans Collectively Evaluated

Third, the Bank considers the necessity to adjust the average historical net loan charge-off rates relative to each of the above loan pools for potential risk factors that could result in actual losses deviating from prior loss experience. Such qualitative risk factors considered are: (1) levels of and trends in delinquencies and impaired loans, (2) levels of and trends in charge-offs and recoveries, (3) trends in volume and term of loans, (4) effects of any changes in risk selection and underwriting standards, and other changes in lending policies, procedures, and practice, (5) experience, ability, and depth of lending management and other relevant staff, (6) national and local economic trends and conditions, (7) industry conditions, and (8) effects of changes in credit concentrations.

For purposes of evaluating impairment, the Bank considers groups of smaller-balance, homogeneous loans to include; mortgage loans secured by residential property, other than those which significantly exceed the bank's typical residential mortgage loan amount; and installment loans to individuals.

Activity in the allowance for loan losses by loan class during the year ended December 31, 2017 and 2016, is as follows:

December 31, 2017					
	Commercial	Real Estate	Installment Loans	Charge Card and Other Loans	Total
Allowance for credit losses:					
Beginning balance	\$ 1,076,918	\$ 183,670	\$ 52,305	\$ (40,946)	\$ 1,271,947
Charge-offs	14,033	48,787	105,985	74,742	243,547
Recoveries	340	2,068	7,314	20,035	29,757
Provision	27,083	129,257	25,052	4,608	186,000
Ending balance	<u><u>\$ 1,090,308</u></u>	<u><u>\$ 266,208</u></u>	<u><u>\$ (21,314)</u></u>	<u><u>\$ (91,045)</u></u>	<u><u>\$ 1,244,157</u></u>
Allowance related to:					
Individually evaluated for impairment	\$ 1,148	\$ 14,512	\$ 576	\$ -	\$ 16,236
Collectively evaluated for impairment	<u>1,089,160</u>	<u>251,696</u>	<u>(21,890)</u>	<u>(91,045)</u>	<u>1,227,921</u>
Total	<u><u>\$ 1,090,308</u></u>	<u><u>\$ 266,208</u></u>	<u><u>\$ (21,314)</u></u>	<u><u>\$ (91,045)</u></u>	<u><u>\$ 1,244,157</u></u>
Loans:					
Individually evaluated for impairment	\$ 1,153,966	\$ 124,929	\$ 63,843	\$ -	\$ 1,342,738
Collectively evaluated for impairment	<u>57,244,898</u>	<u>115,340,310</u>	<u>14,198,715</u>	<u>2,537,796</u>	<u>189,321,719</u>
Total	<u><u>\$ 58,398,864</u></u>	<u><u>\$ 115,465,239</u></u>	<u><u>\$ 14,262,558</u></u>	<u><u>\$ 2,537,796</u></u>	<u><u>\$ 190,664,457</u></u>

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December 31, 2016					
	Commercial	Real Estate	Installment Loans	Charge Card and Other Loans	Total
Allowance for credit losses:					
Beginning balance	\$ 1,053,590	\$ 93,130	\$ 50,637	\$ 5,159	\$ 1,202,516
Charge-offs	-	13,795	33,392	78,453	125,640
Recoveries	105	1,649	13,810	27,007	42,571
Provision	23,223	102,686	21,250	5,341	152,500
Ending balance	<u><u>\$ 1,076,918</u></u>	<u><u>\$ 183,670</u></u>	<u><u>\$ 52,305</u></u>	<u><u>\$ (40,946)</u></u>	<u><u>\$ 1,271,947</u></u>
Allowance related to:					
Individually evaluated for impairment	\$ 1,302	\$ 9,756	\$ 165	\$ -	\$ 11,223
Collectively evaluated for impairment	1,075,616	173,914	52,140	(40,946)	1,260,724
Total	<u><u>\$ 1,076,918</u></u>	<u><u>\$ 183,670</u></u>	<u><u>\$ 52,305</u></u>	<u><u>\$ (40,946)</u></u>	<u><u>\$ 1,271,947</u></u>
Loans:					
Individually evaluated for impairment	\$ 1,153,966	\$ 124,929	\$ 63,843	\$ -	\$ 1,342,738
Collectively evaluated for impairment	58,663,322	113,969,833	15,057,296	2,622,998	190,313,449
Total	<u><u>\$ 59,817,288</u></u>	<u><u>\$ 114,094,762</u></u>	<u><u>\$ 15,121,139</u></u>	<u><u>\$ 2,622,998</u></u>	<u><u>\$ 191,656,187</u></u>

For quarterly loan review purposes, the bank selects loans or relationships that may have credit weaknesses. The above balances for loans individually evaluated for impairment include only such loan balances and related allowances. The bank does, however, review a larger number of loans on a recurring basis for internal purposes.

Note 6. Bank Premises and Equipment

The major categories of bank premises and equipment and accumulated depreciation at December 31, 2017 and 2016 are summarized as follows:

	2017	2016
Land	\$ 1,084,028	\$ 1,084,028
Buildings and improvements	4,356,577	4,344,248
Furniture and equipment	3,818,644	3,818,897
	9,259,249	9,247,173
Less accumulated depreciation	6,288,238	6,007,491
Bank premises and equipment, net	<u><u>\$ 2,971,011</u></u>	<u><u>\$ 3,239,682</u></u>

Depreciation expense for the years ended December 31, 2017, 2016 and 2015 totaled \$333,144, \$356,319 and \$337,872, respectively.

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Note 7. Deposits

The following is a summary of interest bearing deposits by type as of December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
NOW and Super NOW accounts	\$ 38,419,035	\$ 35,519,901
Money market accounts	15,483,259	15,873,513
Savings deposits	41,350,139	39,277,950
Time Deposits	45,284,841	33,897,646
Total	<u><u>\$ 140,537,274</u></u>	<u><u>\$ 124,569,010</u></u>

Time certificates of deposit in denominations of \$100,000 or more totaled \$14,136,919 and \$17,333,657 at December 31, 2017 and 2016, respectively. Interest on time certificates of deposit in denominations of \$100,000 or more was \$81,538.84, \$97,288 and \$117,938 for the years ended December 31, 2017, 2016 and 2015, respectively.

The following is a summary of the maturity distribution of certificates of deposit in denominations of \$100,000 or more as of December 31, 2017:

	<u>Amount</u>	<u>Percent</u>
Three months or less	\$ 1,782,831	12.61%
Three through six months	2,374,041	16.79%
Six through twelve months	2,156,095	15.25%
Over twelve months	7,823,952	55.34%
Total	<u><u>\$ 14,136,919</u></u>	<u><u>100%</u></u>

At December 31, 2017, the scheduled maturities of time deposits are as follows:

<u>Year</u>	<u>Amount</u>
2018	\$ 31,258,545
2019	8,672,373
2020	2,894,611
2021	346,288
2022 and thereafter	2,113,024
	<u><u>\$ 45,284,841</u></u>

Included in time deposits are deposits acquired through a third party ("brokered deposits") maturing on April 27, 2018 totaling \$15 million and \$0 at December 31, 2017 and 2016, respectively. Interest on these brokered deposits was \$160,308 and \$0 for the years ended December 31, 2017 and 2016, respectively.

At December 31, 2017 and 2016, time deposits equal to or exceeding the federal depository (FDIC) insured limit of \$250,000 totaled \$4,945,187 and \$6,773,485, respectively.

At December 31, 2017 and 2016, deposits of related parties including directors, executive officers and their related interests of Community Bankshares, Inc., and subsidiary approximated \$1,977,834 and \$2,001,919, respectively.

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Note 8. Other Borrowings and Long-Term Debt

Short-term borrowings: Federal funds purchased and securities sold under agreements to repurchase mature the next business day. The securities underlying the repurchase agreements are under the subsidiary bank's control and secure the total outstanding daily balances. Other short-term borrowings consist of lines of credit from the Federal Home Loan Bank (FHLB) under its RepoPlus Program. Borrowings under this arrangement will be granted for terms of 1 to 364 days and will bear interest at both fixed and variable rates set at the time of the funding request with variable rates subject to change each month. Also, included in other borrowings are borrowings from the FHLB under its Mid Term Repo-Fixed and RepoPlus-Fixed Programs that will mature during the year ending December 31, 2018. These lines of credit are secured by a blanket lien on all unpledged and unencumbered assets of the subsidiary bank.

Additional details regarding short-term borrowings during the years ended December 31, 2017 and 2016 are presented below:

	2017		
	Federal Funds Purchased	Repurchase Agreements	FHLB Borrowings
Outstanding at year end	\$ -	\$ 4,335,087	\$ 13,204,200
Average amount outstanding	27,917	4,489,471	17,381,708
Maximum amount outstanding at any month end	-	5,222,486	13,204,200
Weighted average interest rate	1.58%	0.16%	1.73%
	2016		
	Federal Funds Purchased	Repurchase Agreements	FHLB Borrowings
Outstanding at year end	\$ -	\$ 4,330,468	\$ 34,368,000
Average amount outstanding	50,942	4,970,077	30,709,950
Maximum amount outstanding at any month end	-	5,849,547	34,368,000
Weighted average interest rate	1.53%	0.17%	0.71%

FHLB Long-term Borrowings: As a member of the Federal Home Loan Bank of Pittsburgh (FHLB), the subsidiary bank obtained borrowings from the FHLB under various lending programs to finance loan growth and/or meet liquidity needs as necessary. All such borrowings are secured by a lien on all unpledged and unencumbered assets of the subsidiary bank.

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A summary of the Company's FHLB borrowings at December 31, 2017 and 2016 are as follows:

	2017	2016
Note payable, dated July 29, 2008 to FHLB, at 4.360%. Interest payments due quarterly and the principal balance due August 1, 2018.	\$ 5,000,000	\$ 5,000,000
Note payable, dated December 5, 2016, to FHLB, at 0.67%. Due January 4, 2017.	-	8,041,700
Note payable, dated December 7, 2016, to FHLB, at 0.65%. Due January 6, 2017.	-	12,620,000
Note payable, dated December 15, 2016, to FHLB, at 0.82%. Due January 17, 2017.	-	2,000,000
Note payable, dated December 21, 2016, to FHLB, at 0.80%. Due January 20, 2017.	-	3,177,100
Note payable, dated December 22, 2016, to FHLB, at 0.80%. Due January 23, 2017.	-	5,000,000
Note payable, dated December 23, 2016, to FHLB, at 0.774%. Due January 24, 2017.	-	3,529,200
Note payable, dated December 4, 2017, to FHLB, at 1.54%. Due January 3, 2018.	8,204,200	-
	13,204,200	39,368,000
Less short-term portion of FHLB borrowings	(13,204,200)	(34,368,000)
	<u>\$ -</u>	<u>\$ 5,000,000</u>

A summary of the maturities of FHLB borrowings over the next five years are as follows:

Years Ending December 31,	Amount
2018	\$ 13,204,200
Total	<u><u>\$ 13,204,200</u></u>

Other Long-term Borrowings: In conjunction with the acquisition of land for a branch banking facility, the subsidiary bank entered into a \$270,000 long-term note payable with an individual. The note, which bears interest at 6%, is repayable in 26 equal annual installments of \$20,000 through January 2, 2019, with a final installment of \$13,226 due January 2, 2020. The note is secured by a deed of trust on the subsidiary bank's branch facility land with a carrying value of \$384,451.

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A summary of the maturities of this long-term note over the next five years follows:

Years Ending December 31,	Amount
2018	\$ 17,197
2019	18,228
2020	11,300
Total	\$ 46,725

Trust Preferred Securities Statutory Trust I: On December 15, 2005 the Company formed Community Bankshares Statutory Trust I. The Trust is a 100% owned subsidiary of the Company and exists for the purpose of (1) issuing trust preferred capital securities (Capital Securities) and (2) using the proceeds from the sale of the Capital Securities to acquire subordinated debentures issued by the Company. The debentures are the sole assets of the Trust and the Company's payments under the debentures are the sole source of revenue of the Trust. Three thousand Capital Securities (\$1,000 liquidation value per Capital Security) were issued in the aggregate liquidation amount of \$3,000,000 and 93 common securities were also issued in the aggregate amount of \$93,000.

The Company has irrevocably and unconditionally guaranteed with respect to the Capital Securities and to the extent not paid by the Trust, accrued and unpaid distributions on the Capital Securities and the redemption price payable to the holders of the Capital Securities. The Company has the option to defer payment of the distributions for an extended period up to five years, so long as the Company is not in default of the terms of the debentures.

The Capital Securities term is 30 years; however, effective December 15, 2010, the Capital Securities and, debentures are redeemable at par value. Interest is payable quarterly during the 30-year term. The interest rate is variable based on the three-month LIBOR rate plus 1.40%. The interest rate was 3.09% and 2.40% as of December 31, 2017 and 2016, respectively.

Note 9. Commitments and Contingencies

Litigation: Due to the nature of business of the subsidiary bank, which involves extension of credit and collection of loans and the enforcement of liens, security interest and mortgages, the Bank is the plaintiff or defendant in various legal proceedings from time to time. Management does not anticipate the outcome of such claims or actions to have a significant effect on the subsidiary bank's financial position.

Note 10. Employee Benefit Plans

The subsidiary bank had a noncontributory defined benefit pension plan that covered all employees who met the eligibility requirements. To have been eligible, an employee must have been twenty and one-half (20.5) years of age and have completed one-half (1/2) year of continuous service. The plan provided benefits based on the career earnings of each participant which were subject to certain reductions if the employee retired before reaching age sixty-two (62). The Company's funding policy was to make the minimum annual contribution that is required by applicable regulations, in addition to such amounts as the Company may have determined to be appropriate from time to time. Effective December 31, 2014, the subsidiary bank voted to freeze and terminate its defined benefit pension plan. Pursuant to the termination, the subsidiary bank incurred a settlement expense and final contribution \$1,091,822 and \$216,388, respectively, in 2015 and a curtailment expense of \$1,574,641 in 2014. Such expenses are included in pension plan expense in the consolidated statements of income.

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Other Employee Benefit Plans

The Company's subsidiary bank has a non-qualified Incentive Bonus Plan. The purpose of the Plan is to provide a cash bonus to employees of Community Bank of Parkersburg as an incentive to maximize profits of the Bank. The bonus is based on the Bank attaining specified levels of profitability and is primarily measured by the Bank's return on equity. The participants and the amounts distributed to each participant are determined by the Board of Directors in December of each year and are based on the individual's performance, contributions to the profits for the year and other factors which the Board of Directors may consider relevant.

The Company and its subsidiary have a change in control agreement with its Chief Executive Officer. This agreement contains provisions that would entitle the officer to receive certain benefits if there is a change in control in the Company (as defined) and a termination of his employment.

The Company's subsidiary bank also has a 401(k) Profit Sharing Plan. The Plan, which was established January 1, 2015, is a defined contribution 401(k) safe harbor plan that provides both employee salary deferral contributions and employer contributions under Section 401(k) of the Internal Revenue Code. Within the provisions of Plan documentation, Bank employees are eligible to make elective contributions once they have attained age twenty-one and have completed one year of service. Employees are eligible to receive employer contributions upon hire. Employee contributions are generally limited to 100 percent of annual compensation or the IRS approved limit. The Company may make two types of contributions to the Plan: (1) Matching Contributions (Company matches, up to a certain percentage, Salary Reduction Contributions made by the participant), and (2) Profit Sharing Contributions (additional discretionary contributions made by the Company as determined by the Board of Directors, which is subject to vesting). The employee may make (1) Salary Deferral Contributions and/or (2) Rollover Contributions. Each participant's account is credited with an allocation of (a) the Company's contribution, (b) Plan earnings and (c) forfeitures of terminated participants' non-vested accounts. Voluntary Bank matching contributions are limited to 3.0 percent of total annual compensation.

Contributions of \$270,968 and \$269,825 were made to the Plan for the years ended December 31, 2017 and 2016, respectively.

Note 11. Regulatory Restrictions on Capital and Dividends

The primary source of funds for the dividends paid by the Company is dividends received from its subsidiary bank. Dividends paid by the subsidiary bank are subject to restrictions by banking regulations. The most restrictive provision requires approval by the regulatory agency if dividends declared in any year exceed the year's net income, as defined, plus the retained net profits of the two preceding years. During 2018, the net retained profits available for distribution to Community Bankshares, Inc., as dividends without regulatory approval are undistributed net profits for the prior two years, as defined, plus net income for the interim periods through the date of declaration.

Community Bankshares, Inc. and the subsidiary bank are subject to various regulatory capital requirements administered by the Federal banking agencies. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, Community Bankshares, Inc. and the subsidiary bank must meet specific capital guidelines that involve quantitative measures of Community Bankshares, Inc.'s and subsidiary bank's assets, liabilities and certain off-balance sheet items as calculated under regulatory accounting practices.

Quantitative measures established by regulation to ensure capital adequacy require Community Bankshares, Inc. and the subsidiary bank to maintain minimum amounts and ratios (set forth in the table below) of total and Tier I capital (as defined in the regulations) to risk-weighted assets (as defined) and of Tier I capital (as defined) to average assets (as defined). Management believes that as of December 31, 2017, Community Bankshares, Inc. and the subsidiary bank meet all capital adequacy requirements to which they are subject.

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The most recent notification from the Federal Deposit Insurance Corporation categorized Community Bankshares, Inc. and the subsidiary bank as well capitalized under the regulatory framework for prompt corrective action. To be categorized as well capitalized, Community Bankshares, Inc. and the subsidiary bank must maintain minimum total risk-based, Tier I risk-based and Tier I leverage ratios as set forth in the table. There are no conditions or events since that notification that management believes have changed the institution's category.

Community Bankshares, Inc.'s and the subsidiary banks and actual capital amounts and ratios are presented in the following table:

	Actual		For Capital Adequacy Purposes		To Be Well Capitalized Under Prompt Corrective Actions Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
As of December 31, 2017:						
Common Equity						
Tier I Capital						
(to Risk-Weighted Assets)						
Community Bankshares, Inc.	\$ 29,186,932	19.8%	\$ 6,642,691	4.5%	\$ 9,594,998	6.5%
Community Bank of Parkersburg	\$ 26,186,932	17.7%	\$ 6,642,506	4.5%	\$ 9,594,731	6.5%
Total Capital						
(to Risk-Weighted Assets)						
Community Bankshares, Inc.	\$ 30,431,089	20.6%	\$ 11,809,228	8.0%	\$ 14,761,535	10.0%
Community Bank of Parkersburg	\$ 27,431,089	18.6%	\$ 11,808,899	8.0%	\$ 14,761,124	10.0%
Tier I Capital						
(to Risk-Weighted Assets)						
Community Bankshares, Inc.	\$ 29,186,932	19.8%	\$ 8,856,921	6.0%	\$ 11,809,228	8.0%
Community Bank of Parkersburg	\$ 26,186,932	17.7%	\$ 8,856,675	6.0%	\$ 11,808,899	8.0%
Tier I Capital						
(to Average Assets)						
Community Bankshares, Inc.	\$ 29,186,932	12.5%	\$ 9,338,763	4.0%	\$ 11,673,454	5.0%
Community Bank of Parkersburg	\$ 26,186,932	11.2%	\$ 9,338,763	4.0%	\$ 11,673,454	5.0%

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	Actual		For Capital Adequacy Purposes		To Be Well Capitalized Under Prompt Corrective Actions Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
As of December 31, 2016:						
Common Equity						
Tier I Capital						
(to Risk-Weighted Assets)						
Community Bankshares, Inc.	\$ 28,824,257	19.6%	\$ 6,633,465	4.5%	\$ 9,581,671	6.5%
Community Bank of Parkersburg	\$ 25,824,257	17.5%	\$ 6,633,326	4.5%	\$ 9,581,471	6.5%
Total Capital						
(to Risk-Weighted Assets)						
Community Bankshares, Inc.	\$ 30,096,205	20.4%	\$ 11,792,826	8.0%	\$ 14,741,033	10.0%
Community Bank of Parkersburg	\$ 27,096,205	18.4%	\$ 11,792,579	8.0%	\$ 14,740,724	10.0%
Tier I Capital						
(to Risk-Weighted Assets)						
Community Bankshares, Inc.	\$ 28,824,257	19.6%	\$ 8,844,620	6.0%	\$ 11,792,826	8.0%
Community Bank of Parkersburg	\$ 25,824,257	17.5%	\$ 8,844,435	6.0%	\$ 11,792,579	8.0%
Tier I Capital						
(to Average Assets)						
Community Bankshares, Inc.	\$ 28,824,257	12.2%	\$ 9,449,742	4.0%	\$ 11,812,178	5.0%
Community Bank of Parkersburg	\$ 25,824,257	10.9%	\$ 9,449,742	4.0%	\$ 11,812,178	5.0%

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Note 12. Financial Instruments with Off-Balance Sheet Risk

The Bank is a party to financial instruments with off-balance sheet risk in the normal course of business to meet the financing needs of its customers. A substantial portion of these financial instruments include commitments to extend credit and credit card commitments. Those instruments involve, to varying degrees, elements of credit and interest rate risk in excess of the amount recognized in the statement of financial position. The contract amounts of those instruments reflect the extent of involvement the Bank has in particular classes of financial instruments.

Financial instruments whose contract amounts represent credit risk	Contract Amount	
	2017	2016
Performance and standby letters of credit	\$ 120,127	\$ 110,127
Commitments to extend credit	17,026,554	11,370,349
Credit card commitments	6,606,234	5,986,275
Total	\$ 23,752,915	\$ 17,466,751

The Bank's exposure to credit loss in the event of nonperformance by the other party to the financial instrument for commitments to extend credit and credit card commitments is represented by the contractual amount of these instruments. The Bank uses the same credit policies in making commitments and conditional obligations as it does for on-balance sheet instruments.

Commitments to extend credit are agreements to lend to a customer as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. The Bank evaluates each customer's credit worthiness on a case-by-case basis. The amount of collateral obtained, if deemed necessary by the Bank upon extension of credit, is based on management's credit evaluation. Collateral held varies but may include accounts receivable; inventory; property, plant and equipment; income-producing commercial properties and residential real estate. The credit card commitments are unsecured lines of credit.

Note 13. Fair Value of Financial Instruments

The following summarizes the methods and significant assumptions used by the Company in estimating its fair value disclosures for financial instruments.

Cash and due from banks: The carrying values of cash and due from banks approximate their estimated fair value.

Federal funds sold: The carrying values of federal funds sold approximate their estimated fair values.

Securities: Estimated fair values of securities are based on quoted market prices, where available. If quoted market prices are not available, estimated fair values are based on quoted market prices of comparable securities.

Loans: The estimated fair values for loans are computed based on scheduled future cash flows of principal and interest, discounted at interest rates currently offered for loans with similar terms to borrowers of similar credit quality. No prepayments of principal are assumed.

Accrued interest receivable and payable: The carrying values of accrued interest receivable and payable approximate their estimated fair values.

Deposits: The estimated fair values of demand deposits (i.e., noninterest bearing checking NOW, Super NOW, money market and savings accounts) and other variable rate deposits approximate their carrying values. Fair values of fixed maturity deposits are estimated using a

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discounted cash flow methodology at rates currently offered for deposits with similar remaining maturities. Any intangible value of long-term relationships with depositors is not considered in estimating the fair values disclosed.

Short-term borrowings: The carrying values of short-term borrowings approximate their estimated fair values.

Long-term borrowings: The fair values of long-term borrowings are estimated by discounting scheduled future payments of principal and interest at current rates available on borrowings with similar terms.

Off-balance sheet instruments: The fair values of commitments to extend credit and standby letters of credit are estimated using the fees currently charged to enter into similar agreements, taking into account the remaining terms of the agreements and the present credit standing of the counterparties. The amounts of fees currently charged on commitments and standby letters of credit are deemed insignificant, and therefore, the estimated fair values and carrying values are not shown below.

The carrying values and estimated fair values of the Company's financial instruments are summarized below:

	December 31, 2017		December 31, 2016	
	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value
Financial Assets:				
Cash and due from banks	\$ 5,562,369	\$ 5,562,369	\$ 4,684,850	\$ 4,684,850
Federal funds sold	3,914,000	3,914,000	693,000	693,000
Securities available for sale	31,489,580	31,489,580	35,540,498	35,540,498
Loans	189,167,636	189,002,032	190,159,014	188,872,686
Accrued interest receivable	590,619	590,619	606,417	606,417
	<u>\$ 230,724,204</u>	<u>\$ 230,558,600</u>	<u>\$ 231,683,779</u>	<u>\$ 230,397,451</u>
Financial liabilities:				
Deposits	\$ 190,457,834	\$ 190,501,913	\$ 167,095,752	\$ 167,099,914
Short-term borrowings	17,539,287	17,624,805	38,698,468	38,697,185
Long-term borrowings	3,046,725	3,046,725	8,062,947	8,157,993
Accrued interest payable	187,163	187,163	79,836	79,836
	<u>\$ 211,231,009</u>	<u>\$ 211,360,606</u>	<u>\$ 213,937,003</u>	<u>\$ 214,034,928</u>

Note 14. Fair Value Measurements

ASC Topic 820, *Fair Value Measurements and Disclosures*, defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value.

Level 1: Quoted prices (unadjusted) or identical assets or liabilities in active markets that the entity has the ability to access as of the measurement date.

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Level 2: Significant other observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, and other inputs that are observable or can be corroborated by observable market data.

Level 3: Significant unobservable inputs that reflect a company's own assumptions about the assumptions that market participants would use in pricing an asset or liability.

Accordingly, securities available-for-sale are recorded at fair value on a recurring basis. Additionally, from time to time, the Bank may be required to record other assets at fair value on a nonrecurring basis, such as impaired loans. These nonrecurring fair value adjustments typically involve application of lower of cost or market accounting or write-downs of individual assets.

The following is a description of valuation methodologies used for assets and liabilities recorded at fair value.

Available-for-Sale Securities: Investment securities available-for-sale are recorded at fair value on a recurring basis. Fair value measurement is based upon quoted prices, if available. If quoted prices are not available, fair values are measured using independent pricing models or other model-based valuation techniques such as the present value of future cash flows, adjusted for the security's credit rating, prepayment assumptions and other factors such as credit loss assumptions. Level 1 securities include those traded on an active exchange, such as the New York Stock Exchange, U.S. Treasury securities that are traded by dealers or brokers in active over-the-counter markets and money market funds. Level 2 securities include mortgage-backed securities issued by government sponsored entities, mortgage backed securities and municipal bonds.

Impaired Loans: Impaired loans are measured for impairment using the fair value of the collateral for collateral-dependent loans. As such, the Company classifies loans subject to nonrecurring fair value adjustments as Level 2 based on a current appraisal. If there is not a current appraisal these loans are classified as Level 3. The value of real estate collateral is determined utilizing an appraisal conducted by an independent, licensed appraiser outside of the Company using comparable property sales (Level 2). The appraisals are typically adjusted for cash to sell and liquidation factors for foreclosed properties resulting in level 3 classification.

Other Real Estate Owned ("OREO"): OREO consists of real estate acquired in foreclosure or other settlement of loans. Such assets are carried on the balance sheet at the lower of the investment in the real estate or its fair value less estimated selling costs. The fair value of OREO is determined on a nonrecurring basis generally utilizing current appraisals performed by an independent, licensed appraiser applying an income or market value approach using observable market data (Level 2). OREO valued by an original appraisal discounted for known deterioration is Level 3. Upon foreclosure, any fair value adjustment is charged against the allowance for loan losses. Subsequent fair value adjustments are recorded in the period incurred and included in other noninterest income in the consolidated statements of income.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Assets at Fair Value on a Recurring Basis

The table below presents the recorded amount of assets measured at fair value on a recurring basis.

	Total at December 31, 2017	Fair Value Measurements Using:		
		Level 1	Level 2	Level 3
Available for Sale Securities				
Mortgage-backed securities-				
U.S. Government agencies				
and corporations	\$ 31,489,580	\$ -	\$ 31,489,580	\$ -
	<u>\$ 31,489,580</u>	<u>\$ -</u>	<u>\$ 31,489,580</u>	<u>\$ -</u>

	Total at December 31, 2016	Fair Value Measurements Using:		
		Level 1	Level 2	Level 3
Available for Sale Securities				
Mortgage-backed securities-				
U.S. Government agencies				
and corporations	\$ 35,540,498	\$ -	\$ 35,540,498	\$ -
	<u>\$ 35,540,498</u>	<u>\$ -</u>	<u>\$ 35,540,498</u>	<u>\$ -</u>

Assets Recorded at Fair Value on a Nonrecurring Basis

The Company may be required, from time to time, to measure certain assets at fair value on a nonrecurring basis in accordance with U.S. generally accepted accounting principles. These include assets that are measured at the lower of cost or market that were recognized at fair value below cost at the end of the period. As of December 31, 2017 and 2016, the Company did not have any assets measured at fair value on a nonrecurring basis.

Note 16. Condensed Financial Statements of Parent Company

The investment of the Company in its wholly-owned subsidiaries, Community Bank of Parkersburg and Community Bankshares Statutory Trust I, is presented on the equity method of accounting. The Company's balance sheets at December 31, 2017 and 2016, and the related statements of income and cash flows for the years ended December 31, 2017, 2016 and 2015, are presented below:

Balance Sheets	2017	2016
Assets		
Cash	\$ 88,520	\$ 89,291
Investment in subsidiaries, eliminated in consolidation	26,228,060	25,847,956
Other assets	93,124	93,092
Total assets	<u>\$ 26,409,704</u>	<u>\$ 26,030,339</u>
Liabilities and Shareholders' Equity		
Liabilities		
Other liabilities	\$ 5,938	\$ 4,915
Long-term borrowings	3,093,000	3,093,000
Total liabilities	<u>3,098,938</u>	<u>3,097,915</u>

COMMUNITY BANKSHARES, INC.
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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Shareholders' Equity	2017	2016
Common stock, \$.50 par value, authorized 1,000,000 shares, issued 200,000 shares	100,000	100,000
Capital surplus	1,207,264	1,207,264
Retained earnings	25,851,901	25,490,988
Accumulated other comprehensive income		
Unrealized gains/(losses) on investment securities	41,128	23,699
Less cost of shares acquired for the treasury of 2017, 26,774; 2016, 26,774	(3,889,527)	(3,889,527)
Total shareholders' equity	23,310,766	22,932,424
Total liabilities and shareholders' equity	\$ 26,409,704	\$ 26,030,339

Statements of Income	2017	2016	2015
Income-dividends from subsidiary	\$ 2,865,000	\$ 2,760,000	\$ 3,005,000
Interest income	2,450	1,963	1,594
Expenses-operating	85,472	68,744	61,007
Income before undistributed (distributed) income	2,781,978	2,693,219	2,945,587
Equity in undistributed (distributed) income in subsidiary	362,676	1,081,687	(121,088)
Net income	\$ 3,144,654	\$ 3,774,906	\$ 2,824,499

Statements of Cash Flows	2017	2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income	\$ 3,144,654	\$ 3,774,906	\$ 2,824,499
Adjustments to reconcile net income to net cash provided by operating activities:			
Equity in (undistributed) distributed net income of subsidiary	(362,676)	(1,081,687)	121,088
Increase (decrease) in other liabilities	1,023	457	232
(Increase) decrease in other assets	(31)	(13)	(7)
Net cash provided by operating activities	2,782,970	2,693,663	2,945,812
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividends paid to shareholders	(2,783,741)	(2,702,326)	(2,844,916)
Purchase of treasury stock	-	-	(105,300)
Net cash (used in) financing activities	(2,783,741)	(2,702,326)	(2,950,216)
(Decrease) increase in cash	(771)	(8,663)	(4,404)
Cash:			
Beginning	89,291	97,954	102,358
Ending	\$ 88,520	\$ 89,291	\$ 97,954

**COMMUNITY BANKSHARES, INC.
(AN S-CORPORATION) AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

Community Bankshares, Inc., accounts for its investment in its bank subsidiaries by the equity method. During the years ended December 31, 2017, 2016 and 2015, changes were as follows:

Number of shares owned -Community Bank of Parkersburg	10,000
Percent of shares owned- Community Bank of Parkersburg	100%
Number of shares owned- Community Bankshares Statutory Trust I	93
Percent of shares owned- Community Bankshares Statutory Trust I	100%
Balance at December 31, 2014	\$ 25,394,567
Add (deduct):	
Equity in net income	2,883,912
Dividends declared by subsidiary	(3,005,000)
Change in net unrealized gain (loss) on securities	(902,340)
Change in funded pension asset	1,094,863
Balance at December 31, 2015	25,466,002
Add (deduct):	
Equity in net income	3,841,687
Dividends declared by subsidiary	(2,760,000)
Change in net unrealized gain (loss) on securities	(699,733)
Change in funded pension asset	-
Balance at December 31, 2016	25,847,956
Add (deduct):	
Equity in net income	3,227,675
Dividends declared by subsidiary	(2,865,000)
Change in net unrealized gain (loss) on securities	17,429
Balance at December 31, 2017	<u>\$ 26,228,060</u>

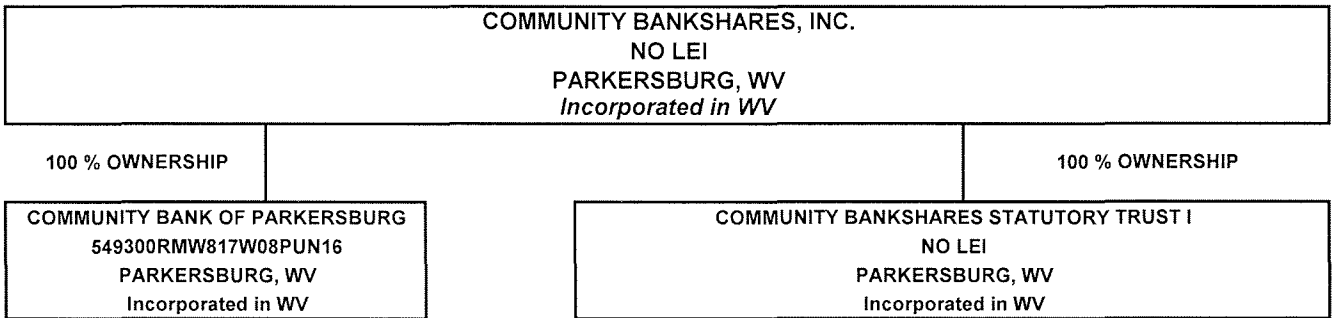
COMMUNITY BANKSHARES, INC.

Form FR Y-6

ITEM 2.a.

Organizational Chart of Holding Company Ownership

December 31, 2017



ITEM 2.B. Domestic Branch Listing

Submitted via email on 2/16/18

Results: A list of branches for your depository institution: COMMUNITY BANK OF PARKERSBURG (ID_RSSD: 901134).
This depository institution is held by COMMUNITY BANKSHARES, INC. (1479144) of PARKERSBURG, WV.
The data are as of 12/31/2017. Data reflects information that was received and processed through 01/04/2018.

ITEM 2.B.

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)	901134	COMMUNITY BANK OF PARKERSBURG	631 JULIANA STREET	PARKERSBURG	WV	26101	WOOD	UNITED STATES	Not Required	Not Required	COMMUNITY BANK OF PARKERSBURG	901134	
OK		Full Service	2448697	EMERSON AVENUE BRANCH	3906 EMERSON AVENUE	PARKERSBURG	WV	26104	WOOD	UNITED STATES	Not Required	Not Required	COMMUNITY BANK OF PARKERSBURG	901134	
OK		Full Service	3288603	SOUTH PARKERSBURG BRANCH	1620 BLIZZARD DR	PARKERSBURG	WV	26101	WOOD	UNITED STATES	Not Required	Not Required	COMMUNITY BANK OF PARKERSBURG	901134	
OK		Full Service	1188044	VIENNA BRANCH	2400 GRAND CENTRAL AVENUE	VIENNA	WV	26105	WOOD	UNITED STATES	Not Required	Not Required	COMMUNITY BANK OF PARKERSBURG	901134	

COMMUNITY BANKSHARES, INC.

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ITEM 3: SHAREHOLDERS

December 31, 2017

ITEM 3.(1) Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of year end.

(1)(a) NAME/CITY/STATE	(1)(b) Citizenship	(1)(c) Number and % of each class of voting securities
Alfred or Connie Phillips St. Petersburg, FL	USA	26,240 Common Stock 15.15%
Diana K. Everett Lewisburg, WV	USA	12,808 Common Stock 7.39%
Randall E. Snider Parkersburg, WV	USA	12,921 Common Stock 7.46%

ITEM 3.(2) Shareholders not listed in 3.(1) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year.

(2)(a) NAME/ADDRESS	(2)(b) Citizenship	(2)(c) Number and % of each class of voting securities
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None

COMMUNITY BANKSHARES, INC.
Form FRY-6
ITEM 4: PRINCIPAL SHAREHOLDERS/EXECUTIVE OFFICERS/DIRECTORS

December 31, 2017

(1) Name/City/State	(2) Principal Occupation if other than w/BHC	(3)(a) Title & Position with BHC	(3)(b) Title & Position with subsidiaries (include names of subsidiaries)	(3)(c) Title & position with other businesses (include names of other businesses)	(4)(a) % of voting shares in BHC	(4)(b) % of voting shares in subsidiaries (include names of subsidiaries)	(4)(c) Names of other companies if 25% or more of voting securities are held (list % of voting securities held)
Alfred or Connie Phillips St. Petersburg, FL	N/A	N/A (Principal Shareholder)	N/A	N/A	15.15%	N/A	N/A
Randy L. Brooks Vienna, WV	N/A	Executive Vice President	Executive Vice President Community Bank	N/A	2.60%	N/A	N/A
David R. Hines Vienna, WV	N/A	Sr VP & Cashier	Sr VP & Cashier Communitly Bank	N/A	1.21%	N/A	N/A
Lorie A. Webb Williamstown, WV	N/A	Vice President	Vice President Community Bank	N/A	0.01%	N/A	N/A
Randall E. Snider Parkersburg, WV	N/A	President & CEO Director	President & CEO Director Community Bank	N/A	7.46%	N/A	N/A
Diana K. Everett Lewisburg, WV	Attorney	Director	Director Community Bank	President-Baileanna Foundation	7.39%	N/A	Baileanna Foundation-100%
Raymond Fanta Vienna, WV	Insurance Agent	Director	Director Communitly Bank	President-Waters Insurance	0.35%	N/A	Landfried Fanta Ins- 50% Waters Insurance - 50%
Paul C. Hoblitzell III Parkersburg, WV	President Schneider Construction Co.	Director	Director Community Bank	Retired Partner-Camp Hobbyville Ent	0.96%	N/A	Camp Hobbyville Ent 50%
Edward P. McDonough Parkersburg, WV	President McDonough, Eddy, Parsons & Baylous	Director & Chairman	Director & Chairman Communitly Bank	President- McDonough, Eddy Parsons & Baylous	0.60%	N/A	McDonough, Eddy, Parsons & Baylous 45%
R Joe Weaver Vienna, WV	Doctor of Optometry	Director	Director Community Bank	Owner-Vienna Eye Clinic Partner-U-Store-It Vice President-N-Focus Optical	1.28%	N/A	Vienna Eye Clinic 100% Weaver Mohr Property Inv -100%