

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.

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

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

Big Coal River Bancorp, Inc

Legal Title of Holding Company

PO Box 68

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

Whitesville

WV

25209

City

State

Zip Code

38609 Coal River Rd

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Cynthia Lewis

ICC

Name

Title

304-854-1271 1306

Area Code / Phone Number / Extension

304-854-2453

Area Code / FAX Number

clewis@whitesvillesb.com

E-mail Address

None

Address (URL) for the Holding Company's web page

I, **Robert L Milam, Jr**

Name of the Holding Company Director and Official

President

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

03/22/2018

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. _____

Is confidential treatment requested for any portion of this report submission? =No =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."

FORM FR Y-6

BIG COAL RIVER BANCORP, INC.

WHITESVILLE WV

FISCAL YEAR ENDING DECEMBER 31, 2017

REPORT ITEM

- 1: a. The Big Coal River Bancorp, Inc. is not required to prepare form 10K with the SEC
- 1: b. The Big Coal River Bancorp, Inc. does prepare an annual report for its Shareholders. Enclosed are two copies of the annual report.
- 2: Organizational Chart

**BIG COAL RIVER BANCORP, INC.
P O BOX 68
WHITESVILLE WV 25209
INCORPORATED IN WEST VIRGINIA
PERCENT EQUITY 100%
NO LEI**

**WHITESVILLE STATE BANK
P O BOX 68
WHITESVILLE WV 25209
INCORPORATED IN WEST VIRGINIA
STATE NON MEMBER BANK
LEI #549300GKZTKVQFQNP844**

Supplement to Organization Chart:

- 2.a West Virginia
- 2.b None

- 3: None
- 3.a None
- 3.b None

- 4: None
- 5: None
- 6: None
- 7: None
- 8: None
- 9: None

Additional companies reportable on the FR Y-6

1: None

Companies not reportable on the FR Y-6 Organization Chart:

1: None

2: None

3: None

4: None

5: None

6: None

7: None

8: None

9: None

Results: A list of branches for your depository institution: **WHITESVILLE STATE BANK (ID_RSSD: 732637)**.
 This depository institution is held by **BIG COAL RIVER BANCORP, INC. (1135842)** of **WHITESVILLE, WV**.
 The data are as of **12/31/2017**. Data reflects information that was received and processed through **01/04/2018**.

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below
2. If required, enter the date in the **Effective Date** column

Actions

- OK:** If the branch information is correct, enter 'OK' in the **Data Action** column.
- Change:** If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.
- Close:** If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.
- Delete:** If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.
- Add:** If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of **Change, Close, Delete, or Add**.
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	732637	WHITESVILLE STATE BANK	38609 COAL RIVER ROAD	WHITESVILLE	WV	25209	BOONE	UNITED STATES	Not Required	Not Required	WHITESVILLE STATE BANK	732637	
OK		Full Service	2448811	COMFORT BRANCH	7070 COAL RIVER ROAD	COMFORT	WV	25049	BOONE	UNITED STATES	Not Required	Not Required	WHITESVILLE STATE BANK	732637	
OK		Full Service	795333	CRAB ORCHARD BRANCH	1460 ROBERT C BYRD DRIVE	CRAB ORCHARD	WV	25827	RALEIGH	UNITED STATES	Not Required	Not Required	WHITESVILLE STATE BANK	732637	
OK		Full Service	979834	GLEN DANIEL BRANCH	7022 HARPER ROAD	GLEN DANIEL	WV	25844	RALEIGH	UNITED STATES	Not Required	Not Required	WHITESVILLE STATE BANK	732637	

FINANCIAL RATIOS

	December 31st	
	2017	2016
<u>Earnings and Profitability</u>		
Net Interest Margin / Average Assets <i>Net interest margin is an indication of the profitability of a bank's investments.</i>	3.51	3.28
Overhead Expense / Average Assets <i>Overhead expenses are the fixed operating costs in a bank, and include salaries and benefits, leases of building and equipment, and other related expenses.</i>	3.52	3.35
Return on Average Assets (R.O.A.) <i>R.O.A. is a measure of return on the bank's assets, indicating how effectively they are employed.</i>	0.45	0.45
Return on Average Bank Equity (R.O.E.) <i>R.O.E. is a measure of how well bank equity capital is being utilized, indicating the return of the shareholder's investment in the bank.</i>	4.98	5.11
<u>Loan and Lease Analysis</u>		
Net Charge-Offs / Average Loans <i>Net charge-offs measure the amount of loans charged off as bad debt, less recoveries collected, giving an indication of past loan quality.</i>	0.33	0.52
Earnings Coverage of Net Charge-Offs (X) <i>Measures the bank's ability to absorb potential losses from nonperforming loans.</i>	5.39	2.20
Loan Loss Reserve / Total Loans <i>Loan loss reserves represent the amount thought to be adequate to cover estimated losses in the loan portfolio.</i>	1.20	0.92
Nonperforming Loans / Gross Loans <i>The percent of the bank's loans which are past due 90 days or more or are not accruing interest according to the original terms of the borrower's loan agreement.</i>	2.28	1.05
<u>Liquidity</u>		
Total Loans / Total Deposits <i>Measures a bank's application of interest-earning deposit liabilities to fund loan growth.</i>	65.95	61.75
Time Deposits of more than \$250,000 / Total Deposits <i>Larger deposits are typically more costly, and amounts exceeding \$250,000 per account are not insured by the FDIC.</i>	6.50	7.84
<u>Capital Adequacy</u>		
Leverage Ratio <i>To be considered Well-Capitalized or Adequately Capitalized by the regulators, a bank must have a Tier 1 Capital to Total Assets ratio of greater than or equal to 5.0% or 4.0%, respectively.</i>	9.41	8.98
Risk-Based Capital Ratio <i>An indicator of a bank's financial strength, banks are expected to meet a minimum Total Risk-Based Capital ratio of 8.0%.</i>	18.09	16.11

BIG COAL RIVER BANCORP, INC.

DECEMBER 31, 2016

BALANCE SHEET

ASSETS

INVESTMENTS IN WHITESVILLE STATE BANK	<u>9,049,000.00</u>
TOTAL ASSETS	<u> </u>

LIABILITIES AND EQUITY CAPITOL	<u>9,049,000.00</u>
TOTAL LIABILITIES AND EQUITY	<u> </u>

BIG COAL RIVER BANCORP, INC.

DECEMBER 31, 2016

INCOME STATEMENT

INCOME FROM WHITESVILLE STATE BANK	<u>471,000.00</u>
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EXPENSE	<u>471,000.00</u>
DIVIDEND DECLARED	<u> </u>

BIG COAL RIVER BANCORP, INC.

DECEMBER 31, 2017

INCOME STATEMENT

INCOME FROM WHITESVILLE STATE BANK	<u>470,000.00</u>
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EXPENSE	<u>470,000.00</u>
DIVIDEND DECLARED	<u> </u>

Report Item 3: shareholders

FORM FRY-6

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b)
(2)(c)

December 31, 2017

Current Shareholders with, ownership, control or holdings of 5% or more with power to vote as of 12-31-2017

Shareholders not listed in (3)(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-17

(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship Number and or Incorporation	(2)(c) Percentag of Each Class of Voting Securities
Richard G. or Freda Jarrell, JOWRS Glen Daniel WV USA	USA	36,390 Shares 18.00%	N/A	N/A	
Robert Milam, Jr Whitesville WV USA	USA	11,753 Shares 6.00%	N/A	N/A	
Melissa Milam Clover, SC USA	USA	11,498 Shares 6.00%	N/A	N/A	N/A
Jada Milam Clover, SC USA	USA	11,508 Shares 6.00%	N/A	N/A	N/A
Robin Jarrell Glen Daniel, WV USA	USA	11,734 Shares 6.00%	N/A	N/A	N/A

Whitesville State Bank 401k Plan	USA	8,648 Shares	5.00%	N/A	N/A	N/A
Harry McClung Benefit Plan						
Martinsburg, WV	USA					

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Report Item 4: Directors and Officers
(1) (2) (3) (a)(b)(c) and (4) (a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holdings Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with other Businesses (include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include name subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
Melissa Milam Clover, SC USA	Strickland Waterproofing	Director	N/A	Manager Strickland Waterproofing	6.00%	N/A	N/A
Robert L Milam, Jr Glen Daniel WV USA	N/A	President & Director	President WSB	N/A	6.00%	N/A	N/A

Robin Jarrell Glen Daniel, WV USA	Rick's Supermarket	Director		Co-Manager Rick's Supermarket	6.00%	N/A	N/A
Michael Trent Oak Island NC USA	N/A	Director	N/A	N/A	1.00%	N/A	N/A
Paul Maynard Seth WV USA	N/A	Director	N/A	N/A	1.00%	N/A	N/A
Robert C. Jarrell Glen Daniel WV USA	Rick's Supermarket	Director	N/A	Manager of Rick's Supermarket	3.00%	N/A	N/A
Harold Madison Racine WV USA	N/A	Chairman	N/A	N/A	3.00%	N/A	N/A
Alfred E. Salamy Whitesville WV USA	Owner Dixie Furniture Co.	Director	N/A	Owner of Dixie Furniture	4.00%	N/A	Dixie Furniture Co. 100%
Kenneth Bailey Whitesville WV USA	Owner B & M Oil Co.	Director	N/A	Owner of B & M Oil Co.	1.00%	N/A	B & M Oil Co. 100%
Richard G Jarrell or Freda Jarrell Glen Daniel, WV USA	N/A	Retired	N/A	N/A	18%	N/A	N/A