

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.

I, F. Brad Denardo

Name of the Holding Company Director and Official
President and Chief Executive Officer
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.

F. Brad Denardo
Signature of Holding Company Director and Official
03/27/2018

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. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2018

Month / Day / Year

549300Q745S62Q6QNW78

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

Reporter's Name, Street, and Mailing Address

National Bankshares, Inc.

Legal Title of Holding Company

P.O. Box 90002

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

Blacksburg

VA

24062-9002

City

State

Zip Code

101 Hubbard Street, Blacksburg, VA 24060

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

David K. Skeens

Chief Financial Officer

Name

Title

(540) 951-6347

Area Code / Phone Number / Extension

(540) 951-6896

Area Code / FAX Number

dskeens@nbbank.com

E-mail Address

www.nationalbankshares.com

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

Is confidential treatment requested for any portion of this report submission? ☐ No ☒ Yes
In accordance with the General Instructions for this report (check only one),
1. a letter justifying this request is being provided along with the report ☐
2. a letter justifying this request has been provided separately ... ☐
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

NATIONAL BANKSHARES, INC.
ANNUAL REPORT OF HOLDING COMPANIES – FRY – 6
DECEMBER 31, 2017

COVER PAGE

National Bankshares, Inc. respectfully submits the
Annual Report of Holding Companies – FR Y-6
As of December 31, 2017

Signed:



F. Brad Denardo
President and Chief Executive Officer

March 27, 2018

Date

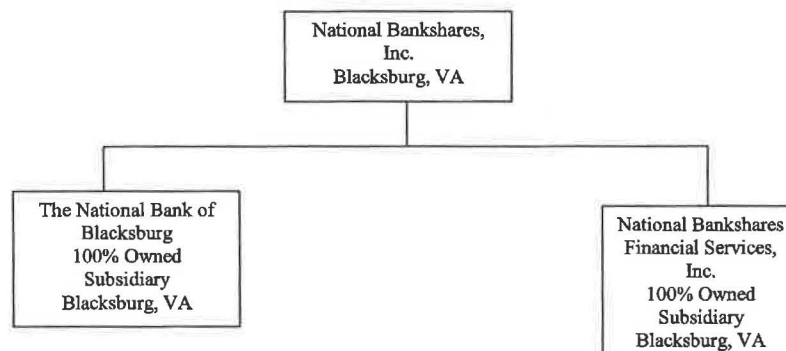
NATIONAL BANKSHARES, INC.
ANNUAL REPORT OF HOLDING COMPANIES – FRY – 6
DECEMBER 31, 2017

Report Item 1 – 10K FILED WITH THE SECURITIES AND EXCHANGE COMMISSION

National Bankshares, Inc. Form 10-K – Year Ended December 31, 2017

(See Attached)

Report Item 2a – ORGANIZATION CHART



All entities shown above are incorporated in the Commonwealth (State) of Virginia, except for the National Bank of Blacksburg which is a nationally chartered banking association.

National Bankshares, Inc. LEI: 549300Q745S62Q6QNW78

Report Item 2b – DOMESTIC BRANCH LISTING

(See Attached)

Report Item 3 – SECURITIES HOLDERS

(1)

The number of securities holders that reported ownership, control or the power to vote 5% or more of National Bankshares, Inc. common stock as of December 31, 2017: 3, as listed below:

Blackrock Inc.
55 East 52nd Street
New York, NY 10055
452,045 Shares
6.50% of shares outstanding reported

National Rural Electric Cooperative Association
4301 Wilson Boulevard
Arlington, VA 22203
564,117 Shares
8.11% of shares outstanding reported

Royce & Associates, LLC
745 Fifth Avenue
New York, NY 10151
444,903 shares
6.39% of shares outstanding reported

(2)

The number of securities holders that reported ownership, control or the power to vote 5% or more of National Bankshares, Inc. common stock during the fiscal year 2017, that are not listed above: none.

Report Item 4 – INSIDERS

Attached table of National Bankshares, Inc. Directors and Officers.

**NATIONAL BANKSHARES, INC. DIRECTORS AND OFFICERS
DECEMBER 31, 2017**

NAME & ADDRESS	TITLE WITH NATIONAL BANKSHARES, INC.	TITLE WITH DIRECT/INDIRECT SUBSIDIARIES OF HOLDING COMPANY	TITLE OR POSITION WITH ANY OTHER BUSINESS COMPANY	PRINCIPAL OCCUPATION, IF NOT HOLDING COMPANY	NUMBER OF SHARES & % OF BANKSHARES COMMON STOCK OWNED/CONTROLLED	NUMBER OF SHARES OF DIRECT AND INDIRECT SUBSIDIARIES OWNED	NUMBER OF SHARES OR PARTNERSHIP INTEREST IN ANY OTHER BUSINESS
Lawrence J. Ball Blacksburg, VA	Director	---	President, Moog Components Group	High Tech Manufacturing Executive	3,500 0.05%	-0-	Ball Property Investments (BPI), LLC - 100% BPIBeachBall, LLC - 100% BPIOBXVilla, LLC - 100%
F. Brad Denardo Blacksburg, VA	President and Chief Executive Officer, Director	Chairman, President, Chief Executive Officer and Director - The National Bank of Blacksburg; Chairman, President, Chief Executive Officer and Director - National Bankshares Financial Services, Inc.; NBB Company - Partner	---	The National Bank of Blacksburg	30,479 0.44%	-0-	-0-
John E. Dooley Blacksburg, VA	Director	---	CEO and Secretary-Treasurer, Virginia Tech Foundation, Inc.	Higher Education Administrator	3,325 0.05%	-0-	-0-
Michael E. Dye	Director	---	Pharmacist, New Graham Pharmacy	Pharmacist	2,697 0.04%	-0-	New Graham Pharmacy - Cornerstone Gifts - The Last Fountain - New Graham Knives -
Norman V. Fitzwater, III	Director	---	President, A Cleaner World	Business Owner/Executive	4,000 0.06%	-0-	Fitzwater Inc. -
Charles E. Green, III Tazewell, VA	Director	---	Charter Life Underwriter, Chartered Financial Consultant, AXA Advisors, LLC	Financial Advisor/Insurance Broker	40,138 0.58%	-0-	WT Golf, LLC - 100% Green Family Limited Partnership, LLC - 95%
Mildred R. Johnson	Director	---	Dean of Admissions, Radford University	Higher Education Management	625 0.01%	-0-	-0-
Jack M. Lewis Blacksburg, VA	Vice Chairman of the Board; Director	---	---	Retired Educator, past President of New River Community College	6,056 0.09%	-0-	-0-

**NATIONAL BANKSHARES, INC. DIRECTORS AND OFFICERS
DECEMBER 31, 2017**

NAME & ADDRESS	TITLE WITH NATIONAL BANKSHARES, INC.	TITLE WITH DIRECT/INDIRECT SUBSIDIARIES OF HOLDING COMPANY	TITLE OR POSITION WITH ANY OTHER BUSINESS COMPANY	PRINCIPAL OCCUPATION, IF NOT HOLDING COMPANY	NUMBER OF SHARES & % OF BANKSHARES COMMON STOCK OWNED/CONTROLLED	NUMBER OF SHARES OF DIRECT AND INDIRECT SUBSIDIARIES OWNED	NUMBER OF SHARES OR PARTNERSHIP INTEREST IN ANY OTHER BUSINESS
Mary G. Miller Blacksburg, VA	Director	---	Director, Regional Acceleration and Mentoring Program	Technology business development	3,500 0.05%	-0-	Intelligen LLC – 100%
William A. Peery Tazewell, VA	Director	---	President, Cargo Oil Company, Inc.	Oil & Convenience Store Company Executive	12,998 0.19%	-0-	Cargo Oil Company, Inc. – 35% Peery Farm – 25%
James G. Rakes Blacksburg, VA	Chairman of the Board, Director	---	---	Retired, Banking Executive	87,403 1.26%	-0-	JGR Properties, LLC – 100%
Lara E. Ramsey Radford, VA	Senior Vice President, Administration, Corporate Secretary	Corporate Secretary - The National Bank of Blacksburg	---	---	4,227 0.06%	-0-	-0-
Glenn P. Reynolds Blacksburg, VA	Director	---	President, Reynolds Architects, Inc.	Architect	7,077 0.10%	-0-	Reynolds Architects, Inc. – 100%
David K. Skeens Christiansburg, VA	Treasurer & Chief Financial Officer	Senior Vice President/Risk Management & Cashier – The National Bank of Blacksburg	---	The National Bank of Blacksburg	8,074 0.12%	-0-	-0-
James C. Thompson	Director	---	Engineer and Charman of the Board, Thompson & Litton, Inc.	Engineer	7,922 0.11%	-0-	Thompson & Litton, Inc. -
J. Lewis Webb	Director	---	Lead Manager, Buchanan Coal Group	Retired, Dentist	7,218 0.10%	-0-	The Buchanan Group, LLC