

APR -4 2018

Board of Governors of the Federal Reserve System



FRB RICHMOND

Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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

I, Joseph Camp

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.

Morgantown Bancshares Inc.

Legal Title of Holding Company

PO Box 735, 265 High St.

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

Morgantown WV 26507  
City State Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Joseph C. Camp President

Name Title

304/2928411

Area Code / Phone Number / Extension

304/2921637

Area Code / FAX Number

jcamp@citizensbankwv.com

E-mail Address

Signature of Holding Company Director and Official

04/02/2018

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 2638582  
C.I.

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes 0

In accordance with the General Instructions for this report (check only one),

- 1. a letter justifying this request is being provided along with the report
- 2. a letter justifying this request has been provided separately

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

## For Use By Tiered Holding Companies

*Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.*

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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City State Zip Code

Physical Location (if different from mailing address)

Results: A list of branches for your depository institution: CITIZENS BANK OF MORGANTOWN, INC (ID\_RSSD: 897237).  
 This depository institution is held by MORGANTOWN BANCSHARES, INC. (2638582) of MORGANTOWN, 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)	897237	CITIZENS BANK OF MORGANTOWN, INC	265 HIGH STREET	MORGANTOWN	WV	26505	MONONGALIA	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF MORGANTOWN, INC	897237	

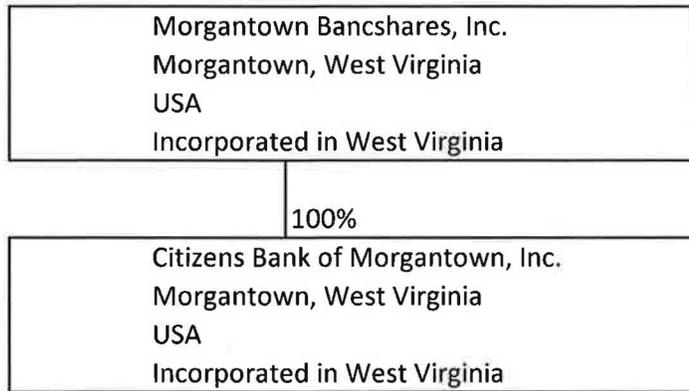
**FORM FR Y-6**  
**MORGANTOWN BANCSHARES, INC.**  
**MORGANTOWN, WEST VIRGINIA**  
**FISCAL YEAR ENDING DECEMBER 31, 2017**

**Report Item**

1 Morgantown Bancshares, Inc. is not required to prepare Form 10K with the SEC.

Morgantown Bancshares, Inc. does prepare an annual report for its shareholders  
This report is not completed yet and will be forwarded when completed.

2 Organization Chart



2b Submitted via email on 4/4/18.

3 Shareholders

3.1 Current shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/17:

James Camp Morgantown, West Virginia U.S. Citizen	5,567 shares	38%
Joseph Camp Morgantown, West Virginia U.S. Citizen	6,666 shares	46%
Brian Camp Morgantown, West Virginia U.S. Citizen	1210 shares	8%

3.2 Any shareholder with ownership, control or holdings of 5% or more at any time during the year but not at the end of the year.

NONE

#### 4 Insiders

##### Executive Officers

- (1) Joseph Camp, Morgantown, West Virginia, U.S.A.
- (2) N/A
- (3a) Director and President
- (3b) Director and President of Citizens Bank of Morgantown, Inc.
- (3c) N/A
- (4a) 46% directly
- (4b) None
- (4c) N/A

- (1) Andrew Hardesty, Morgantown, West Virginia, U.S.A.
- (2) N/A
- (3a) Vice President
- (3b) Vice President Lending of Citizens Bank of Morgantown, Inc.
- (3c) N/A
- (4a) 3% directly
- (4b) None
- (4c) N/A

- (1) Brian Camp, Morgantown, West Virginia, U.S.A.
- (2) N/A
- (3a) Vice President
- (3b) Vice President and CFO of Citizens Bank of Morgantown, Inc.
- (3c) N/A
- (4a) 8% directly
- (4b) None
- (4c) N/A

##### Directors Not Already Listed

- (1) Ashok B. Abbott, Morgantown, West Virginia, U.S.A.
- (2) Professor, West Virginia University
- (3a) Director
- (3b) Director of Citizens Bank of Morgantown, Inc.
- (3c) N/A
- (4a) .3% directly
- (4b) None
- (4c) N/A

- (1) Charles C. Wise, III, Morgantown, West Virginia, U.S.A.
- (2) Attorney
- (3a) Director
- (3b) Director of Citizens Bank of Morgantown, Inc.
- (3c) N/A
- (4a) .3% directly
- (4b) None
- (4c) N/A

(1) James H. Berry, Morgantown, West Virginia, U.S.A.  
(2) Physician  
(3a) Director  
(3b) Director of Citizens Bank of Morgantown, Inc.  
(3c) N/A  
(4a) .3% directly  
(4b) None  
(4c) N/A

(1) John A. Barnes, Morgantown, West Virginia, U.S.A.  
(2) Insurance Agent  
(3a) Director  
(3b) Director of Citizens Bank of Morgantown, Inc.  
(3c) N/A  
(4a) .3% directly  
(4b) None  
(4c) N/A

**Principal Shareholders Not Already Listed**

(1) James C. Camp, Morgantown, West Virginia, U.S.A.  
(2) N/A  
(3a) Stockholder  
(3b) Employee of Citizens Bank of Morgantown, Inc.  
(3c) N/A  
(4a) 38% directly  
(4b) None  
(4c) N/A