

MAR 18 2018

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

FRB RICHMOND

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):

12 / 31 / 2018

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Mountain-Valley Bancshares, Inc.

Legal Title of Holding Company

Post Office Box 1969

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

Elkins West Virginia 26241

City State Zip Code

317 Davis Avenue

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Anthony N. Ricottilli Treasurer

Name Title

304-637-2265

Area Code / Phone Number / Extension

304-637-2270

Area Code / FAX Number

aricottilli@mountainvalleybank.com

E-mail Address

www.mountainvalleybank.com

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

I. T. Richard Harvey

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.

I. T. Richard Harvey

Signature of Holding Company Director and Official

03/08/2019

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.

1404611

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

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City State Zip Code

Physical Location (if different from mailing address)

**ANNUAL REPORT OF HOLDING COMPANIES - FR Y-6
MOUNTAIN-VALLEY BANCSHARES, INC.
DECEMBER 31, 2018**

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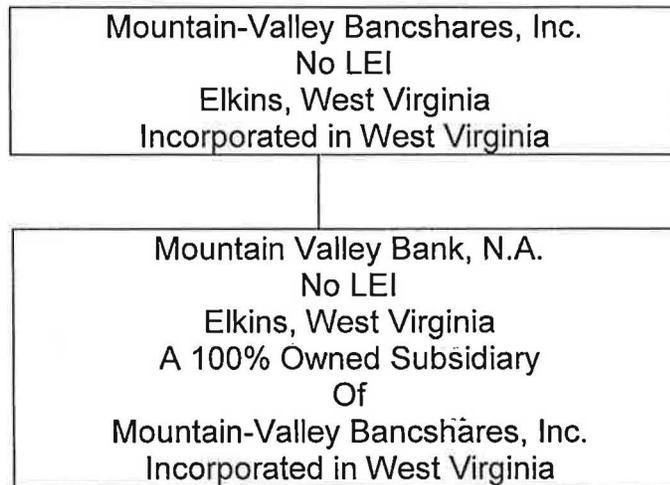
Form FR Y-6
Mountain-Valley Bancshares, Inc.
Elkins, West Virginia
Year Ending December 31, 2018

Report Item

1. a. Mountain-Valley Bancshares, Inc. is not required to file form 10K with the Securities and Exchange Commission.

b. Mountain-Valley Bancshares, Inc. does prepare an annual report for its shareholders. Enclosed are two copies of the 2018 annual report.

2. a. Organizational Chart



2. b. Submitted via e-mail on February 19, 2019.

Results: A list of branches for your depository institution: MOUNTAIN VALLEY BANK, N.A. (ID_RSSD: 1011432).
 This depository institution is held by MOUNTAIN-VALLEY BANCSHARES, INC. (1404641) of ELKINS, WV.
 The data are as of 12/31/2018. Data reflects information that was received and processed through 01/06/2019.

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)	1011432	MOUNTAIN VALLEY BANK, N.A.	317 DAVIS AVENUE	ELKINS	WV	26241	RANDOLPH	UNITED STATES	Not Required	Not Required	MOUNTAIN VALLEY BANK, N.A.	1011432	
OK		Full Service	2260974	CHENOWETH CREEK OFFICE	1955 BEVERLY PIKE	ELKINS	WV	26241	RANDOLPH	UNITED STATES	Not Required	Not Required	MOUNTAIN VALLEY BANK, N.A.	1011432	
OK		Full Service	886530	MILL CREEK BRANCH	9896 SENECA TRAIL	MILL CREEK	WV	26280	RANDOLPH	UNITED STATES	Not Required	Not Required	MOUNTAIN VALLEY BANK, N.A.	1011432	
OK		Full Service	1993211	PARSONS BRANCH	401 FIRST STREET	PARSONS	WV	26287	TUCKER	UNITED STATES	Not Required	Not Required	MOUNTAIN VALLEY BANK, N.A.	1011432	

FORM FR Y-6
MOUNTAIN-VALLEY BANCSHARES, INC.
DECEMBER 31, 2018

Report Item 3: Shareholders

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

Report Item 3(1): Shareholders

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-18.

3(1)a Name & Address (City, State, Country)	3(1)b Country of Citizenship Or Incorporation	3(1)c Number of Each Class of Voting Securities	Percentage
Shriners Hospitals for Crippled Children Tampa, Florida USA	USA	33,300 Common Stock	7.96%
Cecelia W. Wallace Mill Creek, WV USA	USA	23,680 Common Stock	5.66%

Report Item 3(2): Shareholders

Shareholders not listed in 3(1) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-18.

3(2)a Name & Address (City, State, Country)	3(2)b Country of Citizenship Or Incorporation	3(2)c Number of Each Class of Voting Securities	Percentage
NONE	NONE	NONE	NONE

Report Items 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)
Name & Address (City, State, Country)	Principal Occupation If Other Than With Bank Holding Company	Title & Position with Bank Holding Company	Title & Position With Subsidiaries (Name of Subsidiary)	Title & Position With Other Businesses (Name of Other Business)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Name of Subsidiary)	Name of Other Companies With a 25% or Greater Voting Interest
T. Richard Harvey Elkins, WV United States	Chairman of the Board, President and Chief Executive Officer of Mountain Valley Bank, N.A.	President & CEO	Chairman of the Board, President and Chief Executive Officer Mountain Valley Bank, N.A.	None	0.79%	N/A	N/A
Donald J. Judy Beverly, WV United States	Retired	Chairman of the Board	Vice Chairman of the Board Mountain Valley Bank, N.A.	Retired	3.83%	N/A	N/A
Russell T. Linger, Jr. Huttonsville, WV United States	Dairy Farmer	Director	Director Mountain Valley Bank, N.A.	President Linger Farms Inc.	2.09%	N/A	Linger Farms Inc. 50% Interest
Pat A. Nichols Davis, WV United States	Attorney at Law	Director	Director Mountain Valley Bank, N.A.	Owner Nichols and Nichols	0.78%	N/A	Nichols and Nichols 100% Owner
David J. Orr Parsons, WV United States	Orr Enterprises LLC Owner Orr-Wilson Insurance Agent	Executive Vice President	Director Mountain Valley Bank, N.A.	Owner Orr Enterprises LLC Agent Orr-Wilson Insurance	3.31%	N/A	Orr Enterprises LLC 100% Owner Orr-Wilson Insurance Agency 50% Owner
James F. Wilson Elkins, WV United States	Frank E. Wilson Lumber Company President & General Manager James F. Wilson Agency Agent James F. Wilson Wood Waste Owner Ruthbell Lumber Company President Esther B. Wilson Trust Co-Trustee Frank E. Wilson Residuary Trust Co-Trustee	Director	N/A	President & General Manager Frank E. Wilson Lumber Company Agent James F. Wilson Agency Owner James F. Wilson Wood Waste President Ruthbell Lumber Company Co-Trustee Esther B. Wilson Trust Co-Trustee Frank E. Wilson Residuary Trust	1.43%	N/A	Frank E. Wilson Lumber Co. 84% Interest James F. Wilson Agency 66.6% Interest James F. Wilson Wood Waste 100% Interest