

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, 2018

Month / Day / Year

549300B47NODRMG3D47  
 Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

549300B47N20DRMG3D47  
 FR 7/21/19

I, Susan E. Riel

Name of the Holding Company Director and Official

Interim President, Chief Executive Officer & Director

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.

Susan E. Riel  
 Signature of Holding Company Director and Official

3/29/19  
 Date of Signature

Reporter's Name, Street, and Mailing Address

Eagle Bancorp, Inc.

Legal Title of Holding Company

7830 Old Georgetown Road

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

Bethesda

MD

20814

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Charles D. Levingston

EVP, Chief Financial Officer

Name

Title

240-497-1783

Area Code / Phone Number / Extension

301-337-3373

Area Code / FAX Number

CLevingston@eaglebankcorp.com

E-mail Address

none

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

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

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."

**Federal Reserve Form FR Y-6**

**Eagle Bancorp, Inc.**

December 31, 2018

Report Item 1: Annual Report to Shareholders for year ended December 31, 2018

(Form 10K filed with the Securities and Exchange Commission on March 1, 2019)

**Results: A list of branches for your holding company: EAGLE BANCORP, INC. (2652104) of BETHESDA, MD.**  
 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>.

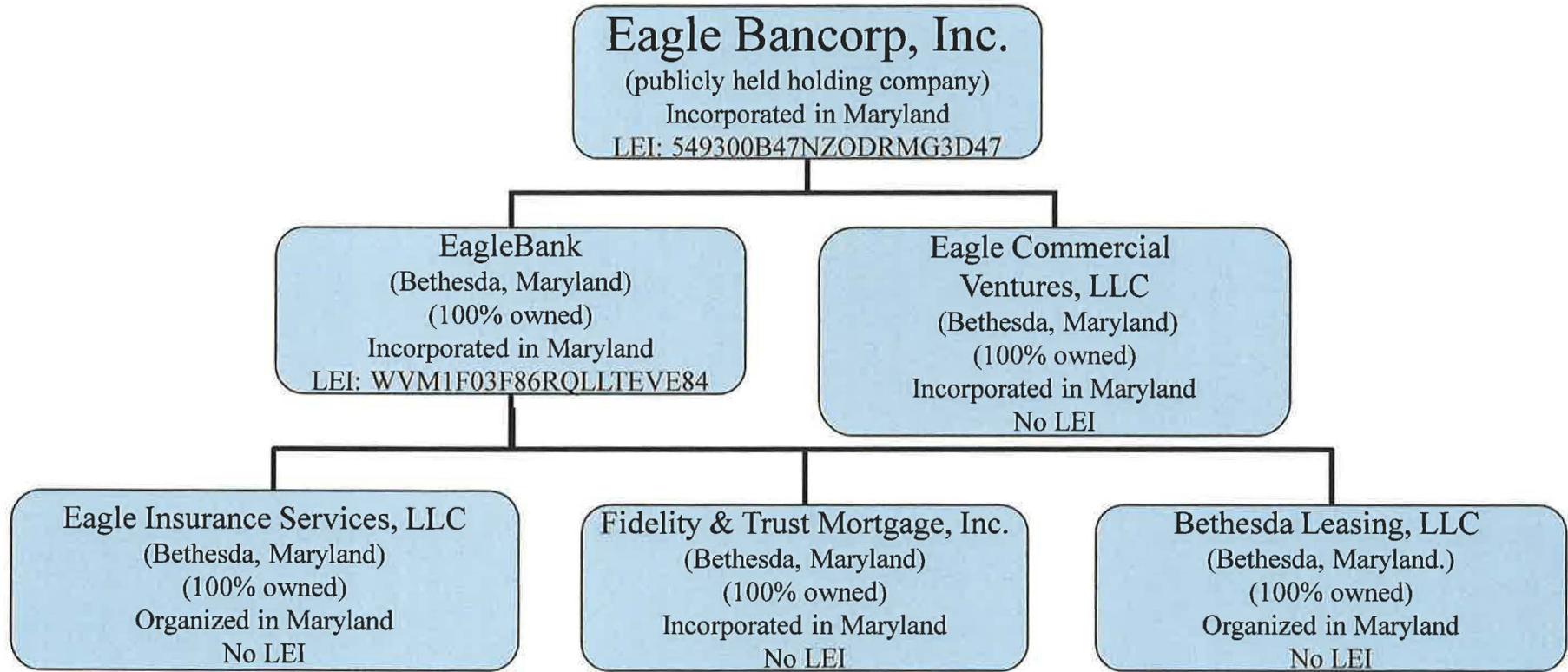
\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*
OK		Full Service (Head Office)	2652092	EAGLEBANK	7815 WOODMONT AVENUE	BETHESDA	MD	20814	MONTGOMERY	UNITED STATES	Not Required
OK		Full Service	3288797	DUPONT CIRCLE BRANCH	1228 CONNECTICUT AVENUE NW	WASHINGTON	DC	20036	DISTRICT OF COLUMBIA	UNITED STATES	Not Required
OK		Full Service	4158392	GALLERY PLACE BRANCH	700 7TH STREET, NW	WASHINGTON	DC	20001	DISTRICT OF COLUMBIA	UNITED STATES	Not Required
OK		Full Service	5047363	GEORGETOWN BRANCH	3143 N STREET NW	WASHINGTON	DC	20007	DISTRICT OF COLUMBIA	UNITED STATES	Not Required
OK		Full Service	3029936	K STREET BRANCH	2001 K ST NORTHWEST	WASHINGTON	DC	20006	DISTRICT OF COLUMBIA	UNITED STATES	Not Required
OK		Full Service	3322392	MCPHERSON SQUARE BRANCH	1425 K STREET NW	WASHINGTON	DC	20005	DISTRICT OF COLUMBIA	UNITED STATES	Not Required
OK		Full Service	3445161	CHEVY CHASE BRANCH	5480 WISCONSIN AVENUE, SUITE 5476B	CHEVY CHASE	MD	20815	MONTGOMERY	UNITED STATES	Not Required
OK		Full Service	3984558	PARK POTOMAC BRANCH	12505 PARK POTOMAC AVENUE	POTOMAC	MD	20854	MONTGOMERY	UNITED STATES	Not Required
OK		Full Service	3103256	SHADY GROVE BRANCH	9600 BLACKWELL ROAD	ROCKVILLE	MD	20850	MONTGOMERY	UNITED STATES	Not Required
OK		Full Service	3636651	TWINBROOK BRANCH	12300 TWINBROOK PARKWAY SUITE 5476B	ROCKVILLE	MD	20852	MONTGOMERY	UNITED STATES	Not Required
OK		Full Service	2732408	SILVER SPRING BRANCH	8665-B GEORGIA AVE	SILVER SPRING	MD	20910	MONTGOMERY	UNITED STATES	Not Required
OK		Full Service	4495202	OLD TOWN ALEXANDRIA BRANCH	277 SOUTH WASHINGTON STREET	ALEXANDRIA	VA	22314	ALEXANDRIA CITY	UNITED STATES	Not Required
OK		Full Service	4338000	BALLSTON BRANCH	4420 NORTH FAIRFAX DRIVE	ARLINGTON	VA	22203	ARLINGTON	UNITED STATES	Not Required
OK		Full Service	4351634	ROSSLYN BRANCH	1919 N. LYNN STREET	ARLINGTON	VA	22209	ARLINGTON	UNITED STATES	Not Required
OK		Full Service	3549087	CHANTILLY BRANCH	13986 METROTECH DRIVE	CHANTILLY	VA	20151	FAIRFAX	UNITED STATES	Not Required
OK		Full Service	4033695	FAIRFAX BRANCH	11166 FAIRFAX BOULEVARD, SUITE 100	FAIRFAX	VA	22030	FAIRFAX CITY	UNITED STATES	Not Required
OK		Full Service	4442411	MERRIFIELD BRANCH	2905 DISTRICT AVENUE SUITE 190	FAIRFAX	VA	22031	FAIRFAX	UNITED STATES	Not Required
OK		Full Service	4387558	RESTON BRANCH	12011 SUNSET HILLS ROAD, SUITE 100	RESTON	VA	20190	FAIRFAX	UNITED STATES	Not Required
OK		Full Service	4256298	DULLES TOWN CENTER BRANCH	45745 NOKES BOULEVARD, SUITE 150	STERLING	VA	20166	LOUDOUN	UNITED STATES	Not Required
OK		Full Service	3374298	TYSONS BRANCH	8245 BOONE BOULEVARD, SUITE 820	VIENNA	VA	22182	FAIRFAX	UNITED STATES	Not Required

# Eagle Bancorp, Inc

Bethesda, Maryland

## Organization Chart



**Member Interest:**

Eagle Bancorp, Inc - non-managing member of Eagle Commercial Ventures, Inc.

EagleBank – non-managing member of Eagle Insurance Services, LLC

EagleBank – non-managing member of Bethesda Leasing, LLC

**Federal Reserve Form FR Y-6**

**Eagle Bancorp, Inc.**

December 31, 2018

**Report Item 3.1: Stockholders with ownership, control or holdings of 5% or more with power to vote at fiscal year end**

Name and Address (City, State and County)	Country or Citizenship of Incorporation	Number of Shares of Each Class of Voting Stock	Percentage of Each Class of Voting Stock (see Note 1)	Number of Option Shares and Awards of Each Class of Voting Stock	Option Shares and Awards as percentage of outstanding shares (see Note 1)
BlackRock Fund Advisors New York, NY, USA	USA	4,632,566	13.47%	-	-
The Vanguard Group Malvern, PA, USA	USA	3,299,725	9.60%	-	-
Wasatch Funds Milwaukee, WI, USA	USA	3,200,115	9.31%	-	-
Victory Capital Management, Inc. Brooklyn, OH, USA	USA	1,985,980	5.78%	-	-

**Report Item 3.2: Stockholders not listed in Report Item 3.1 that had ownership, control or holdings of 5% or more with power to vote during the fiscal year**

Name and Address (City, State and County)	Country or Citizenship of Incorporation	Number of Shares of Each Class of Voting Stock	Percentage of Each Class of Voting Stock (see Note 1)	Number of Option Shares and Awards of Each Class of Voting Stock	Option Shares and Awards as percentage of outstanding shares (see Note 1)
None					

Note 1: based on shares outstanding at December 31, 2018 of 34,387,919 and including unexercised option shares and unvested restricted stock awards that can be converted into voting securities.

**Federal Reserve Form FR Y-6**

**Eagle Bancorp, Inc.**

December 31, 2018

**Report Item 4: Insiders**

(1) Name and Address (City, State and Country)	(2) Principal Occupation if Other than with Bank Holding Company	(3)(a) Title and Positions with Bank Holding Company	(3)(b) Title and Positions with Subsidiaries	(3)(c) Title and Positions with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company (see note)	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Names of other companies if 25% or more voting securities are held
Leslie M. Alperstein Potomac, Maryland, USA	Consultant	Director	Director (EagleBank) Loan Committee Member (Eagle Commercial Ventures, LLC (ECV))	President/CEO of Washington Analysis, LLC Member and Managing Member (See attached schedule)	0.25%	None	(see attached Schedule 1)
Dudley C. Dworken Potomac, Maryland, USA	Private Investor	Director	Director (EagleBank)	Member (See attached schedule) Trustee of family-related trusts	0.69%	None	(see attached Schedule 1)
Harvey M. Goodman Potomac, Maryland, USA	Insurance Adjuster	Director	Director (EagleBank) Manager (Eagle Insurance, LLC)	President, Goodman-Gable-Gould Member (See attached schedule)	0.37%	None	(see attached Schedule 1)
Ronald D. Paul Potomac, Maryland, USA	Property Management and Real Estate Development	Chairman, President and Chief Executive Officer	Chairman and CEO (EagleBank); Manager (Bethesda Leasing LLC) Loan Committee Member (ECV)	President of Ronald D. Paul Companies and RDP Management Member and Managing Member (See attached schedule) Trustee of family-related trusts	4.40%	None	(see attached Schedule 1)
Norman R. Pozez Falls Church, VA, USA	Real Estate Development	Director	Director (EagleBank)	Chairman, Uniwest Construction, Inc. and Uniwest Commercial Realty, Inc. President, Uniwest Management Services, Inc. Member and Managing Member (See attached schedule) Trustee of family-related trusts	0.16%	None	(see attached Schedule 1)
Kathy A. Raffa Washington, DC, USA	Audit Partner	Director	Director (EagleBank)	Office Managing Partner, Marcum LLP	0.02%	None	(see attached Schedule 1)
Donald R. Rogers Bethesda, Maryland, USA	Attorney	Director	Director (EagleBank)	Partner in the Schulman, Rogers, Gandal, Pordy & Ecker, P.A. Law Firm, Trustee of family-related trusts	0.33%	None	N/A
Leland M. Weinstein Potomac, Maryland, USA	Technology Solutions Provider	Director	Director (EagleBank)	CEO - Newbridge-Turing LLC Member (See attached schedule) Trustee of family-related trusts	0.42%	None	(see attached Schedule 1)
Susan G. Riel Mt. Airy, Maryland, USA	N/A	EVP and Director	SEVP and COO (EagleBank) Director (EagleBank)	N/A	0.56%	None	N/A
Charles D. Levingston Potomac, MD, USA	N/A	EVP and CFO	EVP and CFO (EagleBank)	N/A	0.01%	None	N/A
Janice L. Williams Potomac, Maryland, USA	N/A	EVP	EVP and CCO (EagleBank) Manager (Bethesda Leasing, LLC) President and Loan Committee Member (ECV)	N/A	0.18%	None	N/A
Antonio F. Marquez Rockville, MD, USA	N/A	EVP	EVP and CLO-CRE (EagleBank)	N/A	0.08%	None	N/A
Lindsey S. Rheume Arlington, VA, USA	N/A	EVP	EVP and CLO-C&I (EagleBank) President/Director (Eagle Insurance, LLC)	Director, Solers, Inc.	0.03%	None	N/A

**Report Item 4: Insiders****Schedule 1**

12/31/2018

<b>Insider</b>	<b>Name of Financial Interest</b>	<b>% of Ownership</b>
Leslie M. Alperstein	PRIDE DEVELOPMENT CORP	100.000%
Leslie M. Alperstein	ALPERSTEIN INVESTMENTS LLC	100.000%
Leslie M. Alperstein	A&N PROPERTIES LLC	90.000%
Leslie M. Alperstein	COUNTRY SHOPPES OF CULPEPPER	100.000%
Leslie M. Alperstein	CPP 2 LLC	66.66%
Leslie M. Alperstein	WINDSOR WOODS CORP	90.000%
Leslie M. Alperstein	WINDSOR WOODS LTD	90.000%
Leslie M. Alperstein	LMA DENTON LLC	100.000%
Leslie M. Alperstein	COLLEGE PARK PROPERTIES II LLC	66.670%
Leslie M. Alperstein	1931 17TH ST CONDO	100.000%
Leslie M. Alperstein	12 SONS LLC	100.000%
Leslie M. Alperstein	GOOD HARVEST LLC	100.000%
Leslie M. Alperstein	6384 FREETWON LLC	100.000%
Leslie M. Alperstein	8920 12 SONS LLC	100.000%
Leslie M. Alperstein	FRIENDS ORLO (ORLO GAITHERSBURG INVESTORS LLC)	25.000%
Leslie M. Alperstein	ROCKFISH PARTNERS LLC	25.000%
Leslie M. Alperstein	PENNY LANE PARTNERS LLC	33.330%
Leslie M. Alperstein	TRAVILLE FAIRMONT LLC	25.000%
Leslie M. Alperstein	LAL LLC	50.000%
Leslie M. Alperstein	GALLAHAN LLC	50.000%
Dudley C. Dworken	1900 FREDERICK ROAD LLC	37.500%
Harvey M. Goodman	ASK ASSOCIATES LLP	65.000%
Harvey M. Goodman	200 WEST PRATT STREET	65.000%
Harvey M. Goodman	GOODMAN-GABLE-GOULD COMPANY	55.000%
Harvey M. Goodman	GOODMAN-GABLE-GOULD ADJUSTERS INTERNATIONAL	55.000%
Harvey M. Goodman	GOODMAN-GABLE-GOULD AUTO	55.000%
Harvey M. Goodman	GOODMAN-GABLE-GOULD CLEARANCE	55.000%
Harvey M. Goodman	JAMMS GSC LLC	50.000%
Harvey M. Goodman	JAMMS VI LLC	50.000%
Harvey M. Goodman	KLD-HMG LTD	50.000%
Harvey M. Goodman	KLD-HMG HARTFORD	33.330%
Harvey M. Goodman	LUCURELL-GOODMAN LLC	36.000%
Harvey M. Goodman	MOLECULAR HOLDING CORP	55.000%
Harvey M. Goodman	NFA/GGG INC	27.500%
Harvey M. Goodman	OFFICE PROPERTY JOINT VENTURE LLC	33.000%
Harvey M. Goodman	133 ROLLINS AVE; SUITE 1-3	33.000%
Harvey M. Goodman	ROLLINS ACCOUNTING & INVENTORY SERVICES	55.000%
Harvey M. Goodman	ROLLINS HERITAGE PARK ASSOCIATES	33.000%

**Report Item 4: Insiders****Schedule 1**

12/31/2018

<b>Insider</b>	<b>Name of Financial Interest</b>	<b>% of Ownership</b>
Harvey M. Goodman	ROLLINS ROCK CREEK II	29.660%
Harvey M. Goodman	ROLLINS ROCK CREEK PARTNERSHIP	35.000%
Harvey M. Goodman	TRAVILLE ACG	50.000%
Harvey M. Goodman	TRAVILLE ACG II	25.000%
Harvey M. Goodman	NAYLORS FUNDING LLC	57.000%
Harvey M. Goodman	PENNY LANE PARTNERS LLC	33.000%
Harvey M. Goodman	ROCKFISH PARTNERS LLC	25.000%
Harvey M. Goodman	ROLLINS BROADSTONE LLC	40.000%
Harvey M. Goodman	TRAVILLE UNION PARTNERS LLC	25.000%
Harvey M. Goodman	MEYER POINT PARTNERS	25.000%
Harvey M. Goodman	FORUM HILL PARTNERS LLC	50.000%
Harvey M. Goodman	COCO FLACCO LLC	25.000%
Harvey M. Goodman	ROLLINS BROADSTREET LLC	30.000%
Harvey M. Goodman	TRAVILLE FAIRMONT PARTNERS LLC	25.000%
Harvey M. Goodman	SGH PARTNERS	41.670%
Harvey M. Goodman	VERY PRUDENT CAPITAL III PARTNERS	30.000%
Harvey M. Goodman	ROLLINS VELSOR I LLC	37.500%
Harvey M. Goodman	COCO HEMINGS LLC	25.000%
Harvey M. Goodman	ROLLINS JPM WHSE LLC	30.610%
Harvey M. Goodman	ROLLINS ROCK CREEK	35.000%
Harvey M. Goodman	FRIENDS I LLC	25.000%
Harvey M. Goodman	HOMELAND CAPITAL PARTNERS	33.000%
Harvey M. Goodman	PRESTON ST LOAN	33.330%
Harvey M. Goodman	ROLLINS ROCK CREEK	35.000%
Harvey M. Goodman	FRIENDS XXVIII LLC	36.000%
Norman R. Pozez	HOTEL PORTER LIMITED PARTNERSHIP	74.375%
Norman R. Pozez	PORTER SUITES LLC	74.375%
Norman R. Pozez	SDDI MERRIFIELD LIMITED PARTNERSHIP	75.500%
Norman R. Pozez	2909 GALLOWS LC	37.750%
Norman R. Pozez	TWINARD LIMITED PARTNERSHIP	26.025%
Norman R. Pozez	UNIWEST CONSTRUCTION INC	50.000%
Norman R. Pozez	UNIWEST DEVELOPMENT LLC	54.450%
Norman R. Pozez	UNIWEST FINANCE INC	70.000%
Norman R. Pozez	UNIWEST COMMERCIAL REALTY INC	100.000%
Norman R. Pozez	UNIWEST MANAGEMENT SERVICES INC	100.000%
Norman R. Pozez	WVA 340 LIMITED PARTNERSHIP	40.500%
Norman R. Pozez	NY @ ROUTE 9 LIMITED PARTNERSHIP	34.670%
Norman R. Pozez	I-95 DALE LLC	25.000%
Norman R. Pozez	UNIWEST CAR WASH 1 LLC	50.000%
Norman R. Pozez	UNIWEST WCH LLC	25.000%
Norman R. Pozez	UNIWEST WCH MANAGER LLC	55.000%

**Report Item 4: Insiders**  
**Schedule 1**  
**12/31/2018**

<b>Insider</b>	<b>Name of Financial Interest</b>	<b>% of Ownership</b>
Norman R. Pozez	UNIWEST HOSPITALITY INC	100.000%
Norman R. Pozez	HOTEL JC2 LLC	25.000%
Norman R. Pozez	JEFFERSON CROSSING APARTMENTS LLC	25.000%
Norman R. Pozez	SMOKE NEABSCO LLC	50.000%
Norman R. Pozez	FORT EVANS SQUARE LLC	25.000%
Norman R. Pozez	HOTEL FORT EVANS LLC	25.000%
Norman R. Pozez	BATTLEFIELD FE LIMITED PARTNERSHIP	26.500%
Norman R. Pozez	NEW YORK AVENUE MIXED USE LLC	25.000%
Norman R. Pozez	NEABSCO COMMON LLC	100.000%
Norman R. Pozez	NEABSCO OFFICE LLC	100.000%
Norman R. Pozez	NRP LLC	100.000%
Norman R. Pozez	UNIWEST BATTLEFIELD LIMITED PARTNERSHIP	26.50%
Kathy A. Raffa	THOMAS J RAFFA IRREVOCABLE TRUST	100.000%
Kathy A. Raffa	RAFFA SOLUTIONS LLC	25.000%
Leland M. Weinstein	NEWBRIDGE - TURING LLC	100.000%
Leland M. Weinstein	3 TIMES TECH INC	40.160%
Ronald D. Paul	RDP MANAGEMENT INC	100.000%
Ronald D. Paul	LUCARDI LLC	100.000%
Ronald D. Paul	GATEWAY BUILDING ASSOCIATES INC	100.000%
Ronald D. Paul	515 22ND STREET LIMITED PARTNERSHIP	39.180%
Ronald D. Paul	515 CORPORATION	100.000%
Ronald D. Paul	515 LIMITED PARTNERSHIP	38.573%
Ronald D. Paul	22ND STREET INC	100.000%
Ronald D. Paul	1515 OGDEN STREET LIMITED PARTNERSHIP	100.000%
Ronald D. Paul	CROMWELL ASSOCIATES INC	100.000%
Ronald D. Paul	NINETY FIVE OFFICE PARK LLC	63.000%
Ronald D. Paul	6010 EXECUTIVE I LLC	100.000%
Ronald D. Paul	6010 EXECUTIVE II LLC	70.800%
Ronald D. Paul	6188 EXECUTIVE LIMITED PARTNERSHIP	70.800%
Ronald D. Paul	RONALD D PAUL COMPANIES INC	100.000%
Ronald D. Paul	BPB LLC	33.330%
Ronald D. Paul	NINETY FIVE OFFICE PARK DEVELOPER INC	63.000%
Ronald D. Paul	1760 RESTON MANAGER LLC	100.000%
Ronald D. Paul	VERY PRUDENT CAPITAL III LLC	25.000%
Ronald D. Paul - Potomac Investment Trust	1319 SOUTH CAPITOL INVESTORS LLC	64.620%

**Report Item 4: Insiders****Schedule 1**

12/31/2018

<b>Insider</b>	<b>Name of Financial Interest</b>	<b>% of Ownership</b>
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	1319 SOUTH CAPITOL ASSOCIATES LLC	64.620%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	700 LLC	50.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	BETHESDA HEATHERINGTON LLC	32.500%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	CLAIBORNE INVESTORS LLC	66.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	CLAIBORNE AFFORDABLE LLC	65.990%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	DOMINION TOWERS PARTNERS LLC	72.990%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	DOMINION TOWERS LLC	72.990%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	LONDONDERRY INVESTOR LLC	66.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	LONDONDERRY AFFORDABLE LLC	65.990%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	PAUL LLC	85.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	RDP-FFB LLC	49.500%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	WHY LLC	74.070%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	1711 RHODE ISLAND HOLDINGS LLC	37.035%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	APOS TOWERS INVESTORS LLC	66.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	AT HOUSING LP	65.993%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	HS INVESTOR LLC	66.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	HS HOUSING LP	65.993%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	SHS INVESTOR LLC	85.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	SHS HOUSING LP	84.992%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	BETHESDA INVESTMENTS LLC	85.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	<i>SNAP I INVESTOR LLC</i>	50.575%

**Report Item 4: Insiders****Schedule 1**

12/31/2018

<b>Insider</b>	<b>Name of Financial Interest</b>	<b>% of Ownership</b>
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	SNAP I AFFORDABLE LLC	25.285%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	<i>SNAP II INVESTOR LLC</i>	50.575%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	SNAP II AFFORDABLE LLC	25.285%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	<i>SNAP III INVESTOR LLC</i>	50.575%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	SNAP III AFFORDABLE LLC	25.285%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	EAST-WEST LLC	34.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	7830 BETHESDA LLC	51.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	BETHESDA ST ELMO LLC	84.575%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	SPORTSIDOL LLC	85.000%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	RDP ELLINGTON PARTNERS LLC	31.875%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	LIBERTY TERRACE INVESTOR LLC	59.500%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	LIBERTY TERRACE AFFORDABLE LLC	59.490%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	BROADWOOD TOWERS INVESTOR LLC	59.500%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	BROADWOOD TOWERS AFFORDABLE LLC	59.490%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	FRANKLIN TOWERS INVESTOR LLC	59.500%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	FRANKLIN TOWERS AFFORDABLE LLC	59.490%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	MILLERSVILLE MANOR INVESTOR LLC	59.500%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	MILLERSVILLE MANOR AFFORDABLE LLC	59.490%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	PERRY MANOR INVESTOR LLC	59.500%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	PERRY MANOR AFFORDABLE LLC	59.490%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	PHILIPSBURG TOWERS INVESTOR LLC	59.500%

**Report Item 4: Insiders****Schedule 1**

12/31/2018

<b>Insider</b>	<b>Name of Financial Interest</b>	<b>% of Ownership</b>
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	PHILIPSBURG TOWERS AFFORDABLE LLC	59.490%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	WADE D MERTZ INVESTOR LLC	59.500%
Ronald D. Paul - Potomac Investment Trust (Grantor Trust)	WADE D MERTZ AFFORDABLE LLC	59.490%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	ASHTRAY PARTNERS LLC	40.000%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	COCO HARBOR LLC	33.330%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	EGG CREAM LLC	31.500%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	HARRIS UO INVESTORS LLC	75.000%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	INSIDE THE PARK LLC	33.340%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	ROLLINS WILSON BLVD LLC	37.500%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	SMG OVERLOOK LLC	26.653%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	1690 OLD MEADOW INVESTORS LLC	82.000%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	1690 OLD MEADOW HOLDINGS LLC	41.000%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	516 HUMBOLDT INVESTOR LLC	59.500%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	516 HUMBOLDT HOUSING LLC	59.440%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	COURTVIEW TOWERS INVESTOR LLC	59.500%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	COURTVIEW TOWERS HOUSING LLC	59.440%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	MADISON HOUSING INVESTOR LLC	59.500%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	MADISON HOUSING LLC	59.440%
Ronald D. Paul - Harris Drive Trust	SUNRISE MEADOWS INVESTOR LLC	59.500%
Ronald D. Paul - Harris Drive Trust	SUNRISE MEADOWS HOUSING LLC	59.440%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	WILLOW CREEK OF ALBERTVILLE INVESTOR LLC	59.500%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	WILLOW CREEK OF ALBERTVILLE HOUSING LLC	59.440%

**Report Item 4: Insiders****Schedule 1**

12/31/2018

<b>Insider</b>	<b>Name of Financial Interest</b>	<b>% of Ownership</b>
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	WIMBLEDON INVESTOR LLC	59.500%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	WIMBLEDON HOUSING LLC	59.440%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	PAUL SIBS LLC	85.000%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	GPS/NWW LLC	28.331%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	RDP ELLINGTON LLC	31.875%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	GPS CAPITAL LLC	28.331%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	GPS/NWW LLC	28.331%
Ronald D. Paul - Harris Drive Trust (Grantor Trust)	1760 RESTON INVESTOR LLC	35.000%