

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.

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, William P. Stafford, II

Name of the Holding Company Director and Official

Chairman of the Board

C.I.

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 "Rules Regarding Availability of Information," 12 CER. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Date of Signature	
For holding companies <u>not</u> 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	

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.

Date of Report (top-tier holding company's fiscal year-end): December 31, 2019 Month / Day / Year Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code) Reporter's Name, Street, and Mailing Address First Community Bankshares, Inc. Legal Title of Holding Company P.O. Box 989 (Mailing Address of the Holding Company) Street / P.O. Box Bluefield VA 24605 State Zip Code One Community Place, Bluefield, VA 24605 Physical Location (if different from mailing address) Person to whom questions about this report should be directed: Marcus Ervin Staff Accountant II (304) 323-6349 Area Code / Phone Number / Extension (304) 323-6490 Area Code / FAX Number mvervin@fcbinc.com E-mail Address www.firstcommunitybank.com Address (URL) for the Holding Company's web page Is confidential treatment requested for any portion of 1=Yes 0 this report submission? 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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

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.

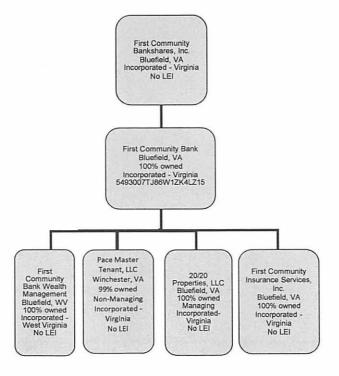
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Legal Title of Subsidiary	Holding Company		Legal Title of Subsid	fiary Holding Company	
(Mailing Address of the S	Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of	the Subsidiary Holding Company)	Street / P.O. Box
City	State	Zip Code	City	State	Zip Code
Physical Location (if diffe	erent from mailing address)		Physical Location (if	different from mailing address)	
Legal Title of Subsidiary	Holding Company		Legal Title of Subsid	liary Holding Company	
(Mailing Address of the S	Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of t	the Subsidiary Holding Company)	Street / P.O. Box
City	State	Zip Code	City	State	Zip Code
Physical Location (if diffe	erent from mailing address)		Physical Location (if	different from mailing address)	
Legal Title of Subsidiary	Holding Company		Legal Title of Subsid	liary Holding Company	
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City	State	Zip Code	City	State	Zip Code
Physical Location (if diffe	erent from mailing address)		Physical Location (if	different from mailing address)	
Legal Title of Subsidiary	Holding Company		Legal Title of Subsid	iary Holding Company	
(Mailing Address of the S	Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of t	he Subsidiary Holding Company)	Street / P.O. Box
City	State	Zip Code	City	State	Zip Code
Physical Location (if diffe	erent from mailing address)		Physical Location (if	different from mailing address)	

First Community Bankshares, Inc. December 31, 2019

FR Y-6 Report Items

- 1. Form 10-K is attached as Exhibit A
- 2a. Organizational Chart
- 2b. Domestic Branch Listing (Submitted electronically 03/03/2020)
- 3. Securities Holders listing of principal shareholders
- 4. Insiders listing of principal officers and directors

First Community Bankshares, Inc. FRY-6 Annual Report December 31, 2019 Organizational Chart Parent and Subsidiaries



First Community Bankshares, Inc. Principal Shareholders December 31, 2019

Item 3.1 - Greater than or equal to 5% at year-end.

The following sets forth information with respect to those persons who, to the knowledge of management, beneficially owned more than 5% of the Corporation's outstanding stock as of 12/31/2019. All shares are subject to the named entity's sole voting and investment power.

Title of Class	Name and Address of Beneficial Owner	Shares Beneficially Owned	Percent of Class
Common	Richard G. Preservati Princeton, WV, USA	1,500,775	8.17%
Common	BlackRock New York, NY, USA	1,268,001	6.90%
Common	Dimensional Fund Advisors, LP Austin, TX, USA	1,154,001	6.28%

Item 3.2 - Greater than or equal to 5% during the year, but not year-end.

N/A

First Community Bankshares, Inc. FRY-6 Annual Report December 31, 2019

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Name/Address	Title/Position in Holding Company Organization	Title/Position w/Other Business Companies	Title/Position With Direct/ Indirect Subs (b)	Principal Occupation if Other Than w/Holding Company	Number & Percent of Shares Owned in Bank Holding Company	Company	# of Shares	Percentage
Richard S. Johnson Richmond, VA, USA	(a)	(a)	Director, First Community Bank	(a)	(#)	See attached list		See attached list
E. Stephen Lilly Bluefield, VA, USA	(a)	(a)	Executive VP/COO, First Community Bank Director, First Community Wealth Management	(a)	(#)	Lilly Land Holdings, LLC		34%
Gary R. Mills Princeton, WV, USA	(a)	(a)	President & Chief Executive Officer, First Community Bank Director, First Community Bank Director, First Community Wealth Management	(a)	(#)	N/A		
David D. Brown Bluefield, VA, USA	(a)	(a)	Chief Financial Officer, First Community Bank	(a)	(#)	N/A	: :	
William P. Stafford, II Princeton, WV, USA	(a)	(a)	Director, First Community Bank Director, First Community Wealth Management	(a)	(#)	Walnut Hill, LLC Vermillion Development, LLC Princeton Machinery Service, Inc.		25% 33% 50%
Samuel L. Elmore Crab Orchard, WV, USA	(a)	(a)	Director, First Community Bank	(a)	(#)	N/A		
C. William Davis Bluefield, WV, USA	(a)	(a)	Director, First Community Bank	(a)	(#)	Richardson & Davis, PLLC		50%
M. Adam Sarver Princeton, WV, USA	(a)	(a)	Director, First Community Bank	(a)	(#)	Clover Leaf Properties, LLC Eastern Door & Glass, LLC Main Street Builders, LLC Longview Properties, LLC Walnut Hill, LLC		50% 50% 50% 50% 25%
Jason R. Belcher Princeton, WV, USA	(a)	(a)	Senior Vice President - Chief Operating Officer, First Community Bank	(a)	(#)	N/A	:	

^{** -} Information reported herein or included by reference is as of March 13, 2020.

Item 4.4 b. - None

^{# -} Refer to Information on Stock Ownership attachment for number and percentage of shares owned.

⁽a) Refer to page 105 of the 2019 Annual Report to shareholders on Form 10-K attached as Exhibit A.

⁽b) First Community Wealth Management is a wholly-owned subsidiary of First Community Bank; First Community Bank is a wholly-owned subsidiary of First Community Bankshares, Inc.

Richard S. Johnson

Related Interests

Name of Company	% of Ownership
Johnson Holdings-NYC, LLC	33.33% 25.00%
WTL Properties, LLC	100.00%
Southern Financial Corporation of VA The Wilton Companies, Inc.	40% (Average)
Village Associates, LLC	40% (Average)
Atlee Commerce Center I, LLC	40% (Average)
Atlee Commerce Center II, LLC	40% (Average)
Beverly Hills Incorporated	40% (Average)
Broad Seven, LLC	40% (Average)
Canterbury Shopping Center, Inc.	40% (Average)
CR WB Property, LC	40% (Average)
CrossRidge Partners, LC	40% (Average)
Dickens Place, LLC	40% (Average)
Elko Properties, LLC	40% (Average)
Gator Investments II, LC	40% (Average)
Gator Investments, LC	40% (Average) 40% (Average)
Genito Station Associates, LLC	40% (Average)
Hanover Commons, LLC HC Holdings, Inc.	40% (Average)
Johnson KFC, LLC	40% (Average)
KCA Montpelier Shopping Center, LC	40% (Average)
Lauderdale I, LLC	40% (Average)
Patterson Properties, Inc.	40% (Average)
Reby Chase Company, LLC	40% (Average)
Ridgeview, Inc.	40% (Average)
Southern Financial Title Corp.	40% (Average)
Staples Mill Land Company, LLC	40% (Average)
Strategic Real Estate Advisors, Inc. (name changed to SREA of Virginia)	40% (Average)
The Shoppes at CrossRidge Merchants Association	40% (Average)
The Wilton Companies, LLC	40% (Average)
The Wilton Properties 401(k) Profit Sharing Plan and Trust	40% (Average)
Trade Road Associates of Virginia, LLC	40% (Average)
Tuckahoe Village Shopping Center, Inc.	.40% (Average)
Virginia Investment Company, LLC West End Rentals, Inc.	40% (Average) 40% (Average)
Wilton Apartments, Inc.	40% (Average)
Wilton Properties, Inc.	40% (Average)
Wilton Realty, LLC	40% (Average)
Wilton Warehouses, Inc.	40% (Average)
TWC Holdings, LLC	40% (Average)
Southgate Manor, LLC	40% (Average)
Southgate Manor II, LLC	40% (Average)
Richmond-Albermarle, LLC	40% (Average)
Taglewood Associates, LLC	40% (Average)
Taglewood II Associates, LLC	40% (Average)
Sand Ridge, LLC	40% (Average)
Sand Ridge II, LLC	40% (Average)
Sand Ridge III, LLC	40% (Average)
Tamarack Associates, LLC	40% (Average)
Tamarack II, LLC Lauderdale Land Company, LLC	40% (Average) 40% (Average)
CHIMX, LLC	40% (Average)
WSRCII, LLC	40% (Average)
Armitage, LLC	40% (Average)
WSRC, LLC	40% (Average)
Hickory Point, LLC	40% (Average)
Ironbridge Land Company, LLC	40% (Average)
Landmark Property Services, Inc.	40% (Average)
Totoptomy Crossing I, LLC	40% (Average)
Wilton Commercial I, LLC	40% (Average)
Wilton Commercial II, LLC	40% (Average)
Wilton Commercial III, LLC	40% (Average)
SMCRPPD, LLC	40% (Average)
TWC Holdings, Inc.	40% (Average)

OWNERSHIP AND RELATED PERSON TRANSACTIONS

Information on Stock Ownership

The following table includes the stock-based holdings at December 31, 2019, of significant shareholders having beneficial ownership greater than five percent (5%), directors, executive officers, and directors and executive officers as a group.

		Amount and Nature of Beneficial	
		Ownership as of	Percent of
Title of Class	Name and Address of Beneficial Owner or Number of Persons in Group	December 31, 2019	Common Stock
Class	or Number of reisons in Group		
Common	Richard G. Preservati (1)	1,500,775	8.17%
	P.O. Box 1003, Princeton, WV 24740		
Common	BlackRock (2)	1,268,001	6.90%
	55 East 52nd Street, New York, NY 10055		
Common	Dimensional Fund Advisors, LP (3)	1,154,001	6.28%
	Building One, 6300 Bee Cave Road, Austin, TX 78746		
	The Corporation's Directors and Named Executive Officers:		
Common	Jason R. Belcher (4)	10,488	*
Common	David D. Brown (5)	16,382	*
Common	C. William Davis (6)	16,506	*
Common	Samuel L. Elmore (7)	11,542	*
Common	Richard S. Johnson (8)	39,325	*
Common	E. Stephen Lilly (9)	46,547	*
Common	Gary R. Mills (10)	42,636	*
Common	M. Adam Sarver (11)	149,474	*
Common	William P. Stafford, II (12)	196,769	1.07%
	All Directors and Executive Officers as a Group	529,669	2.88%

^{*} Represents less than one percent (1%) of the outstanding shares.

- (1) Number of shares are as of Form 13G filing with SEC as of March 6, 2015.
- (2) Number of shares are as of Form 13G filing with SEC as of December 31, 2019.
- (3) Number of shares are as of Form 13G filing with SEC as of December 31, 2019.
- (4) Includes 2,730 shares allocated to Mr. Belcher's KSOP account.
- (5) Includes 2,672 shares allocated to Mr. Brown's KSOP account.
- (6) Includes 4,907 shares issuable upon exercise of currently exercisable options granted under the 2004 Plan.
- (7) Includes 4,907 shares issuable upon exercise of currently exercisable options granted under the 2004 Plan.
- (8) Includes 24,550 shares held jointly by Mr. Johnson and his wife and 9,785 shares issuable upon exercise of currently exercisable options granted under the 2001 Directors' Plan. 21,100 of the shares listed have been pledged as security by Mr. Johnson.
- (9) Includes 2,431 shares allocated to Mr. Lilly's KSOP account and 15,100 shares issuable upon exercise of currently exercisable options granted under the 1999 Plan.
- (10) Includes 6,164 shares allocated to Mr. Mills' KSOP account, 9,209 shares held jointly by Mr. Mills and his wife, and 3,890 shares issuable upon exercise of currently exercisable options granted under the 1999 Plan. 1,500 of the shares listed have been pledged as security by Mr. Mills.
- (11) Includes 872 shares held by Mr. Sarver's wife and a fifty percent (50%) ownership of Longview Properties, LLC. 9,416 of the shares listed have been pledged as security by Mr. Sarver.
- (12) Includes 862 shares allocated to Mr. Stafford's KSOP account and 9,785 shares issuable upon exercise of currently exercisable options granted under the 2001 Directors' Plan.

Results: A list of branches for your depository institution: FIRST COMMUNITY BANK (ID_RSSD: 2353595). This depository institution is held by FIRST COMMUNITY BANKSHARES, INC. (1478017) of BLUEFIED, VA. The data are as of 12/31/2019. Data reflects information that was received and processed through 01/07/2020.

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.

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DK Full Service 376321 GRAFTON BRANCH 110 NORTH PIKE STREET GRAFTON WV 26354 TAYLOR UNITED STATES Not Required FIRST COMMUNITY BANK DK Full Service 2891882 SUMMERS BRANCH 298 STOKES DRIVE HINTON WV 25951-2517 SUMMERS UNITED STATES Not Required FIRST COMMUNITY BANK DK Full Service 1401060 LINDSIDE BRANCH US 219 NORTH LINDSIDE WV 24951. MONROE UNITED STATES Not Required FIRST COMMUNITY BANK DK Full Service 105839 MAN BRANCH 100 MARKET ST MAN WV 25635 LOGAN UNITED STATES Not Required FIRST COMMUNITY BANK DK Full Service 105839 MAN BRANCH 100 MARKET ST MAN WV 25635 LOGAN UNITED STATES Not Required FIRST COMMUNITY BANK DK Full Service 780432 CASTLE ROCK BRANCH 77 CEDAR AVENUE PINEVILLE WV 24874 WYOMING UNITED STATES Not Required FIRST COMMUNITY BANK DK Limited Service 2638845 EAST	2353595
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OK Full Service 3937509 SUMMERSVILLE BRANCH 902 NORTHSIDE DRIVE SUMMERSVILLE WV 26651 NICHOLAS UNITED STATES Not Required FIRST COMMUNITY BANK	2353595
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Add 12/31/2019 Full Service 340 W MAIN ST ABINGODON BRANCH 340 WEST MAIN STREET ABINGDON VA 24210 WASHINGTON UNITED STATES Not Required Not Required FIRST COMMUNITY BANK	2353595
Add 12/31/2019 Full Service BANNER ELK BRANCH 115 MAIN STREET EAST BANNER ELK NC 28604 AVERY UNITED STATES Not Required Not Required FIRST COMMUNITY BANK	2353595
Add 12/31/2019 Full Service BOONE BRANCH 1013 HWY 105 BOONE NC 28607 WATAUGA UNITED STATES Not Required Not Required FIRST COMMUNITY BANK	2353595
Add 12/31/2019 Full Service BLOUNTVILLE BRANCH 2217 HIGHWAY 394 BLOUNTVILLE TN 37617 SULLIVAN UNITED STATES Not Required Not Required FIRST COMMUNITY BANK	2353595

Add	12/31/2019	Full Service	MOUNTAIN GROVE BRANCH	7570 MOUNTAIN GROVE DRIVE	KNOXVILLE	TN	37920	KNOX	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	
Add	12/31/2019	Full Service	ROGERSVILLE BRANCH	4020 HIGHWAY 66 S	ROGERSVILLE	TN	37857	HAWKINS	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	
Add	12/31/2019	Full Service	EAST SEVIERVILLE BRANCH	1824 VETERANS BOULEVARD	SEVIERVILLE	TN	37862	SEVIER	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	
Add	12/31/2019	Full Service	SEVIERVILLE BRANCH	113 HARDIN LANE	SEVIERVILLE	TN	37862	SEVIER	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	
Add	12/31/2019	Full Service	EAST ABINGDON BRANCH	24412 MARINGO ROAD	ABINGDON	VA	24211	WASHINGTON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	
Add	12/31/2019	Full Service	WEST ABINGDON BRANCH	164 OLD JONESBORO ROAD	ABINGDON	VA	24210	WASHINGTON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	
Add	12/31/2019	Full Service	BRISTOL OFFICE	821 COMMONWEALTH AVENUE	BRISTOL	VA	24201	BRISTOL CITY	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	
Add	12/31/2019	Full Service	EAST BRISTOL BRANCH	999 OLD AIRPORT ROAD	BRISTOL	VA	24201	BRISTOL CITY	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	
Add	12/31/2019	Full Service	GLADE SPRING BRANCH	506 MAPLE ST	GLADE SPRING	VA	24340	WASHINGTON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	
Add	12/31/2019	Full Service	MARION BRANCH	1425 NORTH MAIN ST	MARION	VA	24354	SMYTH	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2353595	