

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, 2019

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Virginia Community Capital, Inc.

Legal Title of Holding Company

7814 Carousel Lane, Suite 100

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

Richmond

VA

23294

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Clyde A. Cornett, Jr.

CFO

Name

Title

540-260-3503

Area Code / Phone Number / Extension

540-260-3164

Area Code / FAX Number

ccornett@vccva.org

E-mail Address

vacommunitycapital.org

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

I, **Jane N. Henderson**

Name of the Holding Company Director and Official

President and CEO

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.

Jane N. Henderson
 Signature of Holding Company Director and Official

3/25/2020

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. _____

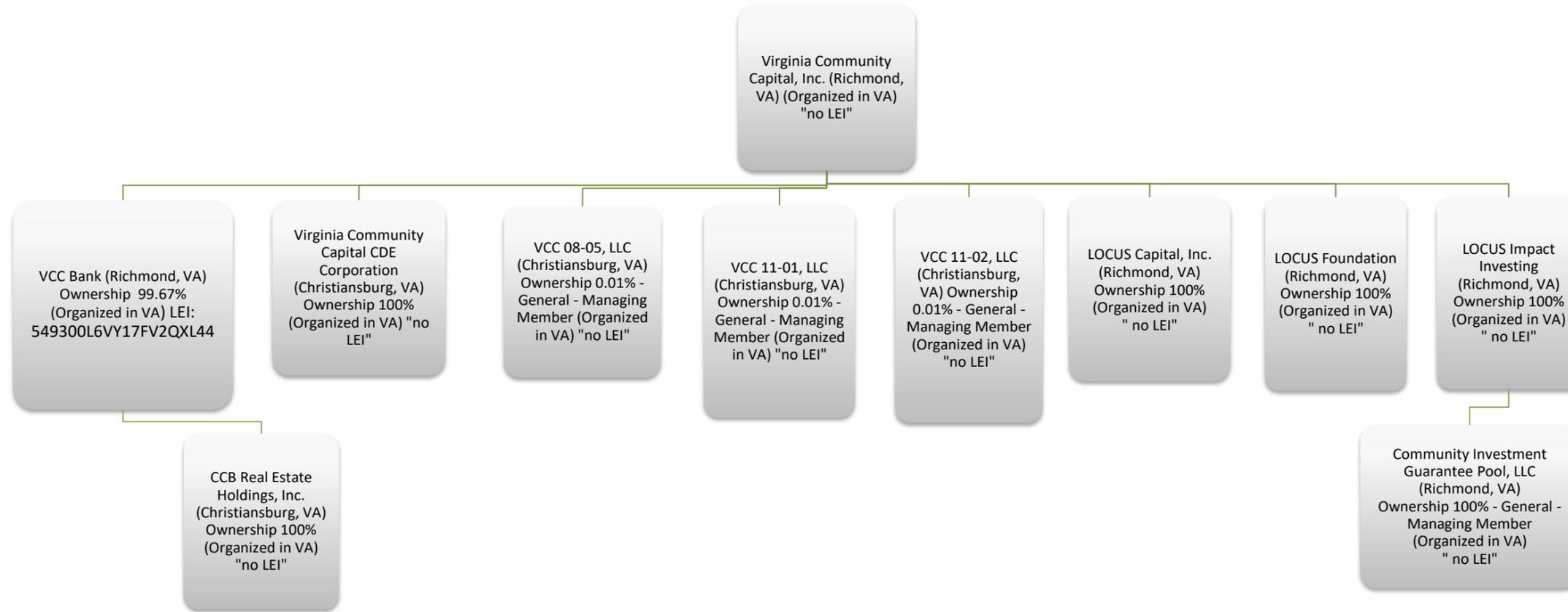
Is confidential treatment requested for any portion of this report submission?	0=No	
	1=Yes	0
In accordance with the General Instructions for this report (check only one),		
1. a letter justifying this request is being provided along with the report		<input type="checkbox"/>
2. a letter justifying this request has been provided separately ...		<input type="checkbox"/>
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."		

Form FR Y-6
 Virginia Community Capital, Inc.
 Richmond, Virginia 23294
 Fiscal Year Ending December 31, 2019

Report Item:

1. The organization's audited financial statements for the period ending December 31, 2019 will be sent under separate cover.

2a. Organizational Chart



2b. Domestic branch listing attached.

This depository institution is held by VIRGINIA COMMUNITY CAPITAL, INC. (3628535) of RICHMOND, VA.
 The data are as of 12/31/2019. Data reflects information that was received and processed through 03/20/2020.

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.

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)	3626858	VCC BANK	7814 CAROUSEL LANE	RICHMOND	VA	23294	HENRICO	UNITED STATES	Not Required	Not Required	VCC BANK	3626858	
OK		Full Service	4390240	CHRISTIANSBURG BRANCH	110 PEPPERS FERRY ROAD NW	CHRISTIANSBURG	VA	24073	MONTGOMERY	UNITED STATES	Not Required	Not Required	VCC BANK	3626858	

Form FR Y-6
 Virginia Community Capital, Inc.
 Fiscal Year Ending December 31, 2019

Report Item 3: Security Holders
 (1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-19.

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-19.

(1)(a) Name, City, State, Country	(1)(b) Country or Citizenship or Incorporation	(1)(c) Number and Percentages of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country or Citizenship or Incorporation	(2)(c) Number and Percentages of Each Class of Voting Securities
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Virginia Community Capital is a non-stock, not-for-profit, community development financial institution (CDFI), bank holding company.
 There are no shareholders.

Form FR Y-6
Virginia Community Capital, Inc.
Fiscal Year Ending December 31, 2019

Report Item 4: Insiders
(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, City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Including names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	List names of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Jane Henderson Richmond, VA (USA)	n/a	President Chief Executive Officer Director	President Chief Executive Officer Director VCC Bank	n/a Board Member - Community Development Bankers Association	n/a	0.04% VCC Bank	None
Clyde A. Cornett, Jr. Christiansburg, VA (USA)	n/a	Executive Vice President Chief Financial Officer Treasurer	Executive Vice President Chief Financial Officer VCC Bank Treasurer: VCC Bank LOCUS Capital Inc. LOCUS Foundation LOCUS Impact Investing Community Investment Guarantee	n/a Board Member - Appalachian Community Capital Board Member - Appalachian Community Capital Development Foundation	n/a	0.00%	None
Wayne Waldrop Richmond, VA (USA)	n/a	President Lending and Community Impact	President Lending and Community Impact VCC Bank	n/a	n/a	0.00%	None
Will Groves Richmond, VA (USA)	n/a	Senior Vice President Chief Risk Officer	Senior Vice President Chief Risk Officer VCC Bank	n/a	n/a	0.00%	None
Teri Lovelace Richmond, VA (USA)	n/a	President LOCUS Capital Inc. LOCUS Foundation LOCUS Impact Investing	President LOCUS Capital Inc. LOCUS Foundation LOCUS Impact Investing Community Investment Guarantee	n/a	n/a	0.00%	None
Tammy Jackson Richmond, VA (USA)	n/a	Senior Vice President Chief Human Capital Officer	Senior Vice President Chief Human Capital Officer VCC Bank	n/a	n/a	0.00%	None
Stacey Antonelli Richmond, VA (USA)	n/a	Corporate Governance Administrator Secretary	Corporate Governance Administrator: Secretary VCC Bank LOCUS Capital Inc. LOCUS Foundation LOCUS Impact Investing Community Investment Guarantee	n/a	n/a	0.00%	None

Form FR Y-6
Virginia Community Capital, Inc.
Fiscal Year Ending December 31, 2019

Report Item 4: Insiders
(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, City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Including names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	List names of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Dixon B. Hanna Hilton Head Island, SC (USA)	Retired	Director Board Chair	Director: VCC Bank LOCUS Capital Inc. LOCUS Foundation LOCUS Impact Investing Community Investment Guarantee	Retired	n/a	0.04% VCC Bank	None
Florence Kingston Newport News, VA (USA)	Director City of Newport News	Director	Director VCC Bank	Director City of Newport News Department of Development	n/a	0.04% VCC Bank	None
James Harkness, Jr. Roanoke, VA (USA)	Retired	Director	Director: VCC Bank LOCUS Capital Inc. LOCUS Foundation LOCUS Impact Investing Community Investment Guarantee	Retired	n/a	0.04% VCC Bank	None
William Shelton North Garden, VA (USA)	Retired	Director	Director VCC Bank	Retired Albemarle CiderWorks, Owner Commissioner, Vice Chair - Virginia Housing Department Authority Board Member - Invest Appalachia	n/a	0.04% VCC Bank	None
Alvin Smuzynski Fairfax Station, VA (USA)	Retired	Director	Director VCC Bank	Retired Advisory Committee Member - Northern Virginia Affordable Housing Alliance	n/a	0.04% VCC Bank	None
Charlie H. Mills, III Potomac Falls, VA (USA)	CEO of Salera Employee Benefits CEO of Salera Capital Management	Director	Director: VCC Bank LOCUS Capital Inc. LOCUS Foundation LOCUS Impact Investing Community Investment Guarantee	CEO of Salera Employee Benefits Solutions, LLC	n/a	0.04% VCC Bank	Salera Employee Benefits Solutions, LLC 45% Salera Capital Management 100%
Mary Dwyer Pembroke Great Falls, VA (USA)	Federal Lobbyist and Attorney Discover Financial Services	Director	N/A	Director & Senior Counsel Discover Financial Services	n/a	0.04% VCC Bank	None
Robert H. Gilliam, Jr Lynch Station, VA (USA)	Retired	Director	Director VCC Bank	Retired Director - Centra Foundation - Lynchburg Director - Powell Foundation Altavista/Lynch Station	n/a	0.04% VCC Bank	None
Cathy Dolan Wynnewood, PA (USA)	Retired	Director	Director VCC Bank LOCUS Capital Inc. LOCUS Foundation LOCUS Impact Investing Community Investment Guarantee	Retired Board Member-Enterprise Community Loan Fund National	n/a	0.04% VCC Bank	None
Kimberly Armstrong Fairfax, VA (USA)	Retired	Director	Director VCC Bank	Retired Board Member-Wesley Housing Dev. Corp Washington DC and Virginia	n/a	0.04% VCC Bank	None
Sherry Magill Jacksonville, FL (USA)	Retired	Director	Director VCC Bank LOCUS Capital Inc. LOCUS Foundation	Retired Vice-chair-Local Intitatives Support Corp. Member-Charles F. Kettering Foundation Member-Dolores Barr Weaver Policy Center	n/a	0.04%	None