

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.

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, Thomas J. Chmelik

Name of the Holding Company Director and Official

Senior Executive Vice President & CFO

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.

Thomas J. Chmelik

Signature of Holding Company Director and Official

March 30, 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. _____

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

549300FHZZP7SP56TS88

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

Reporter's Name, Street, and Mailing Address

MainStreet Bancshares, Inc

Legal Title of Holding Company

10089 Fairfax Blvd

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

Fairfax

City

Virginia

State



22030

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Thomas J. Chmelik

Name

SEVP & CFO

Title

703-481-4540

Area Code / Phone Number / Extension

703-481-4568

Area Code / FAX Number

tchmelik@mstreetbank.com

E-mail Address

www.mstreetbank.com

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

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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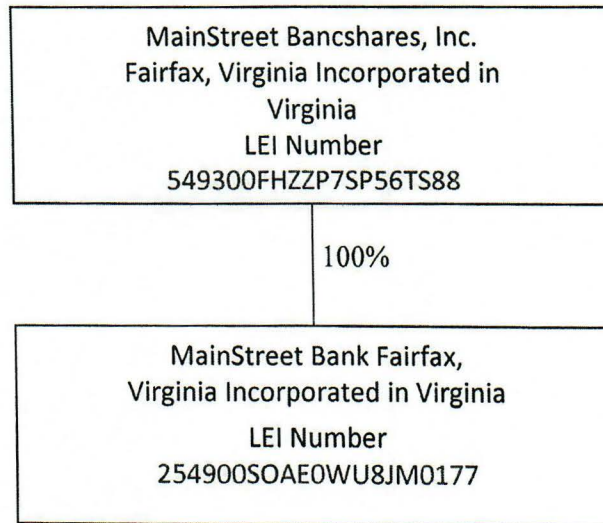
Physical Location (if different from mailing address)

Form FR Y-6
MainStreet Bancshares, Inc.
Fairfax, Virginia
Fiscal Year Ending December 31, 2019

Report Item

1a: The bank holding company prepares an annual report for its securities holders and is registered with the SEC. The Form 10K was filed March 23, 2020.

2a: Organizational Chart:



2b: Domestic branch listing provided to the Federal Reserve Bank.

Results: A list of branches for your depository institution: MAINSTREET BANK (ID_RSSD: 3248849).
This depository institution is held by MAINSTREET BANCSHARES, INC. (4977397) of FAIRFAX, VA.
The data are as of 12/31/2019. Data reflects information that was received and processed through 03/05/2020.

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)	3248849	MAINSTREET BANK	10089 FAIRFAX BOULEVARD	FAIRFAX	VA	22030	FAIRFAX CITY	UNITED STATES	Not Required	Not Required	MAINSTREET BANK	3248849	
OK		Full Service	4118510	CLARENDON BRANCH	1000 N. HIGHLAND STREET	ARLINGTON	VA	22201	ARLINGTON	UNITED STATES	Not Required	Not Required	MAINSTREET BANK	3248849	
OK		Full Service	3596906	FAIRFAX BRANCH	4029 CHAIN BRIDGE ROAD	FAIRFAX	VA	22030	FAIRFAX CITY	UNITED STATES	Not Required	Not Required	MAINSTREET BANK	3248849	
OK		Full Service	4418872	HERNDON BRANCH	727 ELDEN STREET	HERNDON	VA	20170	FAIRFAX	UNITED STATES	Not Required	Not Required	MAINSTREET BANK	3248849	
OK		Full Service	5458156	LEESBURG BRANCH	307 EAST MARKET STREET	LEESBURG	VA	20176	LOUDOUN	UNITED STATES	Not Required	Not Required	MAINSTREET BANK	3248849	
OK		Full Service	4031301	MCLEAN BRANCH	1354 OLD CHAIN BRIDGE ROAD	MC LEAN	VA	22101	FAIRFAX	UNITED STATES	Not Required	Not Required	MAINSTREET BANK	3248849	
ADD	2/25/2020	Full Service		WASHINGTON DC BRANCH	1130 CONNECTICUT AVE, NW SUITE 110	WASHINGTON	DC	22101	WASHINGTON, DC	UNITED STATES	Not Required	Not Required	MAINSTREET BANK	3248849	

Form FR Y-6
MainStreet Bancshares, Inc.
Fiscal Year Ending December 31, 2019

Report Item 3: Securities 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 12-31-2019

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

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
Wellington Management Company, LLP 280 Congress St. Boston, MA 02210 USA	USA	488,388 5.91%
RMB Capital Management, LLC 115 S. LaSalle Street 34 th Floor Chicago, IL 60606 USA Previously Mendon Capital Advisors Corporation	USA	784,203 9.49%
The Banc Funds Co. Chicago, IL 60606 USA	USA	611,070 7.40%

(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
EJF Sidecar Fund, Series LLC 2107 Wilson Blvd. Arlington, VA 22201 USA	USA	402,288 4.87%

Form FR Y-6

MainStreet Bancshares, Inc.

Fiscal Year Ending December 31, 2019

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of other businesses)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) 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)
Jeff W. Dick Oakton, Virginia USA	N/A	Chairman & CEO	Chairman & CEO MainStreet Bank	N/A	1.86%	N/A	N/A
Thomas J. Chmelik Arlington, Virginia USA	N/A	EVP, CFO & Director	SEVP, CFO & Director MainStreet Bank	N/A	1.28%	N/A	N/A
Chris C. Brockett Ashburn, Virginia USA	N/A	President & Director	President & Director MainStreet Bank	N/A	1.12%	N/A	N/A
Paul Thomas Haddock Loudoun, Virginia USA	Real Estate Investor	Director	Director MainStreet Bank	N/A	0.20%	N/A	N/A
Patsy Rust Herndon, Virginia USA	Retired	Director	Director MainStreet Bank	N/A	0.23%	N/A	N/A
Elizabeth Bennett Herndon, Virginia USA	Business Owner	Director	Director MainStreet Bank	N/A	0.12%	N/A	N/A
Darrell Green Ashburn, Virginia USA	Business Owner	Director	Director MainStreet Bank	N/A	0.19%	N/A	N/A
Terry M. Saeger Potomac Falls, Virginia USA	President of Construction Co.	Director	Director MainStreet Bank	N/A	0.35%	N/A	N/A
Russell Echlov Rye, New York USA	Portfolio Manager	Director	Director MainStreet Bank	N/A	0.01%	N/A	N/A