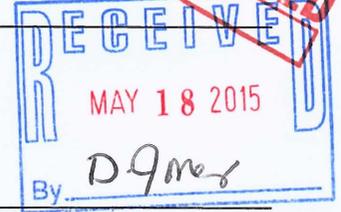


# Annual Report of Holding Companies—FR Y-6



## 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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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.

Date of Report (top-tier holding company's fiscal year-end):  
**December 31, 2014**

Month / Day / Year

n/a

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

I, Donald E. Allison

Name of the Holding Company Director and Official  
Director and CCO

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
Mountain Valley Bancshares, Inc.

Legal Title of Holding Company

136 North Main St.

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

Cleveland

GA

30528

City

State

Zip Code

same

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Rachel Marshall

CFO

Name

Title

706-348-6822

Area Code / Phone Number / Extension

706-348-2229

Area Code / FAX Number

rmarshall@mvcbank.com

E-mail Address

none

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

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.

*Donald E. Allison*  
Signature of Holding Company Director and Official

05/11/2015

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 3353800  
C.I. \_\_\_\_\_

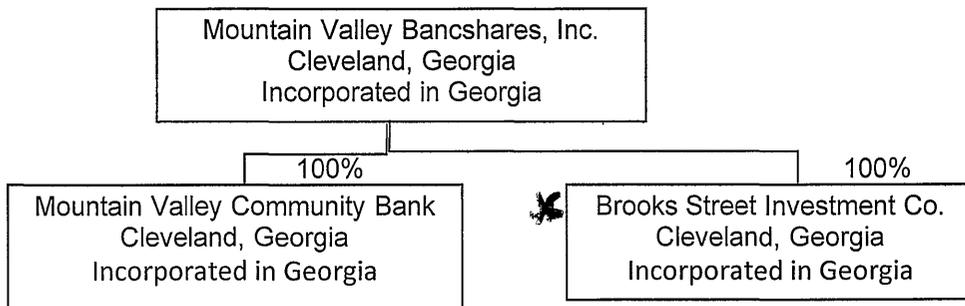
Does the reporter request confidential treatment for any portion of this submission?  
 Yes Please identify the report items to which this request applies:  
  
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.  
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."  
 No

Form FR Y-6

**Mountain Valley Bancshares, Inc.**  
**Cleveland, Georgia**  
**Fiscal Year Ending December 31, 2014**

1: The bank holding company prepares an annual report for its share holders and is not registered with the SEC. As specified by the appropriate Reserve Bank, 2 copies are enclosed.

2a: Organizational Chart



\* OREO Property - Not Y10 Reportable

Form FR Y-6

**Mountain Valley Bancshares, Inc.  
Cleveland, Georgia  
Firsca Year Ending December 31, 2014**

2b. Listing of Domestic Branches

Popular Name Cleveland Main Office  
Date Opened 5/4/2004  
Street Address 136 North Main Street  
City Cleveland  
County White  
State Georgia  
Zip 30528  
Service Type Full Service

Popular Name North Hall Branch  
Date Opened 4/20/2007  
Street Address 5140 Cleveland Highway  
City Gainesville  
County Hall  
State Georgia  
Zip 30506  
Service Type Full Service

Popular Name Jackson Branch  
Date Opened 7/23/2007  
Street Address 1420 Winder Highway  
City Jefferson  
County Jackson  
State Georgia  
Zip 30549  
Service Type Full Service

**Form FR Y-6**

**Mountain Valley Bancshares, Inc.  
Cleveland, Georgia  
Fiscal Year Ending December 31, 2014**

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

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2014			Shareholders 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 12-31-2014		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
C. Lamar Black Cleveland, GA, USA	USA	91,000 - 5.4% Common Stock	none		
Edsel Ray Black, Sr. Clarkesville, GA, USA	USA	83,116 - 4.9% Common Stock			
Ruth Black Clarkesville, GA, USA	USA	1,616 - 0.2% Common Stock (Spouse owned)			

Form FR Y-6

Mountain Valley Bancshares, Inc.  
Cleveland, Georgia  
Fiscal Year Ending December 31, 2014

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank 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)
Marc J. Greene Cleveland, GA, USA	N/A	Director & President	Director & CEO (Mountain Valley Community Bank)	Partner -MVCB LLP Partner -The Quillan Group LLC	2.1%	None	20% - The Quillan Group LLC 49% - M Greene Family Partners 20% - Greene Land LLC
Donald E. Allison Cleveland, GA, USA	N/A	Director	Director & President & CCO (Mountain Valley Community Bank)	Partner -MVCB LLP Partner -The Quillan Group LLC Partner -Gateway Development	2.0%	None	20% - The Quillan Group LLC 33 1/3% - Gateway Development 33 1/3% - Bluecreek Partners II, LLC 50% - Allison Motorsports, LLC
Rachel E. Marshall Gainesville, GA, USA	N/A	Secretary	CFO (Mountain Valley Community Bank)	N/A	0.0%	None	N/A
E Ray Black Clarkesville, GA, USA	Pharmist	Director & Chairman	Director (Mountain Valley Community Bank)	Partner -MVCB LLP Partner -The Quillan Group LLC Partner & President - C.A.R.D, Inc. Partner -Alexander & Black Investments Owner - Clermont IGA Owner - Cleveland Drug Co.	5.1%	None	20% - The Quillan Group LLC 25% - C.A.R.D, Inc. 100% - Clermont IGA 33% - Alexander & Black Investments 50% Cleveland Drug Co.

Report Item 4: Insiders

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

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank 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)
B David Barrett Cleveland, GA, USA	Dentist	Director & Vice Chairman	Director (Mountain Valley Community Bank)	Partner -MVCB LLP Partner -The Quillan Group LLC Partner -Gateway Development	2.5%	None	20% - The Quillan Group LLC 33 1/3% - Gateway Development
Clifford Cox Sautee, GA, USA	Retail Store Owner	Director	Director (Mountain Valley Community Bank)	Partner -MVCB LLP Partner - C.A.R.D, Inc.	1.5%	None	25% - C.A.R.D, Inc.
Joe Campbell Cleveland, GA, USA	Commissioner/ Builder	Director	Director (Mountain Valley Community Bank)	Partner -MVCB LLP	2.8%	None	None
Lamar(Pinky)Black Cleveland, GA, USA	Oil Distributor	N/A	N/A	Partner -MVCB LLP Owner -P&B Petroleum	5.4%	None	75% - P&B Petroleum 100% - PB Carrier, LLC
Gerald Sims Sautee, GA, USA	Construction	Director	Director (Mountain Valley Community Bank)	Partner -MVCB LLP Owner -Simco	2.6%	None	49% - Simco