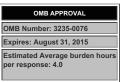
#### FORM D

Notice of Exempt Offering of Securities

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.



#### 1. Issuer's Identity None None CIK (Filer ID Number) Previous Name(s) Entity Type 0000883948 **Union First Market Bankshares** Corporation Name of Issuer UNION FIRST MARKET Union Bankshares Corp BANKSHARES CORP Jurisdiction of Union Bankshares Corp Incorporation/Organization UNION BANKSHARES VIRGINIA CORP Year of Incorporation/Organization

- € Over Five Years Ago Within Last Five Years C
- C Yet to Be Formed
- (Specify Year)

• Corporation
C Limited Partnership
C Limited Liability Company
C General Partnership
C Business Trust
C Other

# 2. Principal Place of Business and Contact Information

Name of Issuer			
Union Bankshares Corp			
Street Address 1		Street Address 2	
1051 EAST CARY STREET		SUITE 1200	
City	State/Province/Country	ZIP/Postal Code	Phone No. of Issuer
RICHMOND	VIRGINIA	23219	(804) 633-5031

# 3. Related Persons

Last Name	First Name		Middle Name
Beale	G.		William
Street Address 1		Street Address 2	
1051 East Cary Street		Suite 1200	
City	State/Province/Cou	ntry	ZIP/Postal Code
Richmond	VIRGINIA		23219
Relationship: Execut	tive Officer	Director	Promoter
Clarification of Response (if Necessary	i)		

Last Name	First Name	Middle Name
Gorman	Robert	M.
Street Address 1	Street Address 2	
1051 East Cary Street	Suite 1200	
City	State/Province/Country	ZIP/Postal Code
Richmond	VIRGINIA	23219
Relationship: Execut	ive Officer Director	Promoter

Last Name	First Name	Midd	le Name
Farrar	Jeffrey	<b>W</b> .	
Street Address 1	S	treet Address 2	
1051 East Cary Street		Suite 1200	
City	State/Province/Count	ry ZIP/I	Postal Code
Richmond	VIRGINIA	232	19
Relationship: Execut	ive Officer	Director	Promoter

Clarification of Response (if Necessary)

Last Name	First Name		Middle Name
Peay	D.		Anthony
Street Address 1		Street Address 2	
1051 East Cary Street		Suite 1200	
City	State/Province/C	ountry	ZIP/Postal Code
Richmond	VIRGINIA		23219
Relationship:	Executive Officer	Director	Promoter

Clarification of Response (if Necessary)

Last Name		First Name		Middle Name	
Bentley		Elizabeth		M.	
Street Address 1			Street Address	s 2	
1051 East Cary S	Street		Suite 1200		
City		State/Provinc	e/Country	ZIP/Postal Code	
Richmond		VIRGINIA		23219	
Relationship:	Exec	utive Officer	Director	Promoter	
Clarification of Resp	ponse (if Necessa	ry)			
Last Name		First Name		Middle Name	
Brown		M.		Dean	
Street Address 1			Street Address	5 2	
1051 East Cary S	Street		Suite 1200		
City		State/Provinc	e/Country	ZIP/Postal Code	
Richmond		VIRGINIA		23219	
Relationship:	Exec	utive Officer	Director	Promoter	
Clarification of Res	ponse (if Necessa	ry)			
Last Name		First Name		Middle Name	
Fisher		Gregory		L.	
Street Address 1			Street Address	5.2	

1051 East Cary Street		Suite 1200		
				1
City	State/Province	/Country	ZIP/Postal Code	
Richmond	VIRGINIA		23219	
Relationship:	Executive Officer	Director	Promoter	
Clavification of Despanse (if N			I	
Clarification of Response (if N	vecessary)			
Last Name	First Name		Middle Name	
McCann	Patrick		] J.	
Street Address 1		Street Address 2		
1051 East Cary Street		Suite 1200		
City	State/Province	/Country	ZIP/Postal Code	
Richmond	VIRGINIA		23219	
Relationship:	Executive Officer	Director	Promoter	
Clarification of Response (if N	ecessary)			
Last Name	First Name		Middle Name	
Myers	Alan		<b>W</b> .	
Street Address 1		Street Address 2		
1051 East Cary Street		Suite 1200		
City	State/Province	/Country	ZIP/Postal Code	
Richmond	VIRGINIA		23219	
Relationship:	Executive Officer	Director	Promoter	
Clarification of Response (if N	ecessary)			
	<i></i>			
Last Name	First Name		Middle Name	
Schreiner	Linda		<b>V</b> .	
Street Address 1		Street Address 2		
1051 East Cary Street		Suite 1200		
City	State/Province	/Country	ZIP/Postal Code	
Richmond	VIRGINIA		23219	
Relationship:	Executive Officer	Director	Promoter	
Clarification of Response (if N	ecessary)		,	
	v I			
Last Name	First Name		Middle Name	
Smoot, Jr.	Raymond		D.	
Street Address 1		Street Address 2	1	
1051 East Cary Street		Suite 1200		
City	State/Province	/Country	ZIP/Postal Code	ı
Richmond	VIRGINIA		23219	
Relationship:	Executive Officer	Director	Promoter	

Last Name		First Name		Middle Name	
Dalton		Beverley		<b>E.</b>	
treet Address 1			Street Address	2	,
1051 East Cary Stree	t		Suite 1200		
City		State/Province/	Country	ZIP/Postal Code	
Richmond		VIRGINIA		23219	
Relationship:	Execu	tive Officer	Director	Promoter	
Clarification of Response	e (if Necessar	y)			
Last Name		First Name		Middle Name	
Rohman		Thomas		P.	
Street Address 1			Street Address	2	
1051 East Cary Stree	t		Suite 1200		
City		State/Province/	Country	ZIP/Postal Code	
Richmond		VIRGINIA		23219	
		-1			
		tive Officer y)	Director	Promoter	
Clarification of Response		y)	Director		
Clarification of Response		y) First Name	Director	Middle Name	
Clarification of Response Last Name Steger		y)		Middle Name	
Clarification of Response Last Name Steger Street Address 1	e (if Necessar)	y) First Name	Street Address	Middle Name	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street	e (if Necessar)	y) First Name	Street Address Suite 1200	Middle Name	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City	e (if Necessar)	y) First Name Charles State/Province/	Street Address Suite 1200	Middle Name          Middle Name         W.         ZIP/Postal Code	
Last Name Steger Street Address 1 1051 East Cary Stree	e (if Necessar)	y) First Name	Street Address Suite 1200	Middle Name	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City Richmond	e (if Necessar;	y) First Name Charles State/Province/ VIRGINIA	Street Address Strite 1200 Country	Middle Name          Middle Name         W.         Z         ZIP/Postal Code         Z3219	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City	e (if Necessar)	y) First Name Charles State/Province/	Street Address Suite 1200	Middle Name          Middle Name         W.         ZIP/Postal Code	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City Richmond Relationship:	e (if Necessar)	y) First Name Charles State/Province/ VIRGINIA tive Officer	Street Address Strite 1200 Country	Middle Name          Middle Name         W.         Z         ZIP/Postal Code         Z3219	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City Richmond Relationship:	e (if Necessar)	y) First Name Charles State/Province/ VIRGINIA tive Officer	Street Address Strite 1200 Country	Middle Name          Middle Name         W.         Z         ZIP/Postal Code         Z3219	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City Richmond Relationship: Clarification of Response	e (if Necessar)	y) First Name Charles State/Province/ VIRGINIA tive Officer y)	Street Address Strite 1200 Country	Middle Name          Middle Name         W.         Z         ZIP/Postal Code         Z3219         Promoter	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City Richmond Relationship: Clarification of Response Last Name	e (if Necessar)	y) First Name Charles State/Province/ VIRGINIA tive Officer y) First Name	Street Address Strite 1200 Country	Middle Name          Middle Name         ZIP/Postal Code         Image: Code	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City Richmond Relationship: Clarification of Response Last Name Tillett	e (if Necessar)	y) First Name Charles State/Province/ VIRGINIA tive Officer y)	Street Address Suite 1200 Country Director	Middle Name          Middle Name         Image: Write the second s	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City Richmond Relationship: Clarification of Response Last Name Tillett Street Address 1	e (if Necessar)	y) First Name Charles State/Province/ VIRGINIA tive Officer y) First Name	Street Address Suite 1200 Country Director Street Address	Middle Name          Middle Name         Image: Write the second s	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City Richmond Clarification of Response Last Name Tillett Street Address 1 1051 East Cary Street	e (if Necessar)	y) First Name Charles State/Province/ VIRGINIA tive Officer y) First Name Ronald	Street Address Suite 1200 Country Director Street Address Street Address Street Address	Middle Name          Middle Name         Image: Write the second s	
Clarification of Response Last Name Steger Street Address 1 1051 East Cary Street City Richmond Relationship: Clarification of Response Last Name Tillett Street Address 1 1051 East Cary Street City	e (if Necessar)	y) First Name Charles State/Province/ y) First Name Ronald State/Province/	Street Address Suite 1200 Country Director Street Address Street Address Street Address	Middle Name          W.         Z         ZIP/Postal Code         23219         Promoter         Middle Name         L.         Z	
Last Name Steger Street Address 1 Clarification of Response City Richmond Relationship: Clarification of Response Last Name Tillett Street Address 1	e (if Necessar)	y) First Name Charles State/Province/ VIRGINIA tive Officer y) First Name Ronald	Street Address Suite 1200 Country Director Street Address Street Address Street Address	Middle Name          Middle Name         Image: Write the second s	
Last Name Steger Street Address 1 I051 East Cary Street City Richmond Relationship: Clarification of Response Last Name Tillett Street Address 1 I051 East Cary Street City	t t t t t t t t t t t t t t t t t t t	y) First Name Charles State/Province/ y) First Name Ronald State/Province/	Street Address Suite 1200 Country Director Street Address Street Address Street Address	Middle Name          W.         Z         ZIP/Postal Code         23219         Promoter         Middle Name         L.         Z	

Last Name	First Name	Middle Name
Wampler	Keith	L.
Street Address 1	Street Address 2	

1051 East Cary Stree	t	Suite 1200	
City	State/Province	e/Country	ZIP/Postal Code
Richmond	VIRGINIA		23219
Relationship:	Executive Officer	Director	Promoter
Clarification of Response			
Clarification of Response	(II Necessary)		
Last Name	First Name		Middle Name
Armstrong	L.		Bradford
Street Address 1	]	Street Address 2	 2
1051 East Cary Stree	t	Suite 1200	]
City	State/Province	c/Country	ZIP/Postal Code
Richmond	VIRGINIA	Ψ	23219
L	]		
Relationship:	Executive Officer	Director	Promoter
	*		
Clarification of Response	(if Necessary)		
T and Manage			3.6.1.11. 37
Last Name	First Name		Middle Name
	Gien		
Street Address 1		Street Address 2	]
1051 East Cary Stree		Suite 1200	
City	State/Province	e/Country	ZIP/Postal Code
Richmond	VIRGINIA		23219
Relationship:	Executive Officer	Director	Promoter
Clarification of Response	e (if Necessary)		
Last Name	First Name		Middle Name
Hansen	Daniel		I
Street Address 1		Street Address 2	2
1051 East Cary Stree	t	Suite 1200	
City	State/Province	e/Country	ZIP/Postal Code
Richmond	VIRGINIA		23219
Relationship:	Executive Officer	Director	Promoter
Clarification of Response	e (if Necessary)		
Last Name	First Name		Middle Name
Hoover	Jan		<b>S</b> .
Street Address 1		Street Address 2	
1051 East Cary Stree	t	Suite 1200	
City	State/Province	e/Country	ZIP/Postal Code
Richmond	VIRGINIA	v	23219
<u></u>			] [ <u></u>
Relationship:	Executive Officer	Director	Promoter
<b>P</b>			

Last Name	First Name	Middle Name
Murphy, Jr.	W.	Tayloe
Street Address 1	Street Address	2
1051 East Cary Street	Suite 1200	
City	State/Province/Country	ZIP/Postal Code
Richmond	VIRGINIA	23219
Relationship: Execu	tive Officer Director	Promoter
Clarification of Response (if Necessar	y)	
Last Name	First Name	Middle Name
Slaughter	Raymond	L.
Street Address 1	Street Address	2
1051 East Cary Street	Suite 1200	
City	State/Province/Country	ZIP/Postal Code

23219

 Relationship:
 Executive Officer
 Director
 Promoter

VIRGINIA

Clarification of Response (if Necessary)

Richmond

Last Name	First Name	Middle Name
Lagatta	Loreen	A.
Street Address 1	Street Address 2	1
1051 East Cary Street	Suite 1200	
City	State/Province/Country	ZIP/Postal Code
Richmond	VIRGINIA	23219
Relationship: Execut	tive Officer Director	Promoter

Clarification of Response (if Necessary)

4. Industry Group

# C Agriculture

#### **Banking & Financial Services**

- Commercial Banking
- **C** Insurance
- C Investing
- C Investment Banking

C Pooled Investment Fund

Other Banking & Financial C Services

### C Business Services

#### Energy

- C Coal Mining
- C Electric Utilities
- C Energy Conservation
- C Environmental Services
- C Oil & Gas
- C Other Energy

#### C Retailing

- - Technology
- C Computers
- Pharmaceuticals C Other Health Care

Hospitals & Physicians

Health Insurance

Health Care

0

0

0

C Manufacturing

**Real Estate** 

0

0

0

C Commercial

C Residential

Construction

**REITS & Finance** 

Other Real Estate

C

C Biotechnology

- C Telecommunications
  - C Other Technology

## Travel

- C Airlines & Airports
- C Lodging & Conventions
- C Tourism & Travel Services
- C Other Travel
- C Other

# 5. Issuer Size

#### **Revenue Range**

#### C No Revenues

- C \$1 - \$1,000,000
- C \$1,000,001 - \$5,000,000
- C \$5,000,001 - \$25,000,000
- C \$25,000,001 - \$100,000,000
- $\odot$ Over \$100,000,000
- C **Decline to Disclose**
- Not Applicable C

- Aggregate Net Asset Value Range
  - No Aggregate Net Asset Value
- C \$1 - \$5,000,000
- C \$5,000,001 - \$25,000,000
- C \$25,000,001 - \$50,000,000
- C \$50,000,001 - \$100,000,000
- 0 Over \$100,000,000
- C Decline to Disclose
- 0 Not Applicable

# 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))	□ Rule 505	
Rule 504 (b)(1)(i)	Rule 506(b)	
Rule 504 (b)(1)(ii)	Rule 506(c)	
Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)	
	Investment Company Act Section 3(c)	



Amendment

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year?

• Yes O No

#### Type(s) of Securities Offered (select all that apply) 9.

- Pooled Investment Fund Γ Equity Interests
- Г Tenant-in-Common Securities C Debt
- Option, Warrant or Other Right to Mineral Property Securities Г Acquire Another Security

# C Restaurants

Security to be Acquired Upon Exercise of Option, Warrant or

Exercise of Option, Warrant or Other Right to Acquire	Γ	Other (describe)
Security		

10. Business Combination Transaction	
s this offering being made in connection with a business combination ${}_{ m C}$ Yes ${}^{ m O}$ No ransaction, such as a merger, acquisition or exchange offer?	
Clarification of Response (if Necessary)	
11. Minimum Investment	
Inimum investment accepted from any outside \$ 0 USD	
avestor a second s	
2. Sales Compensation	
Recipient CRD Number	
(Associated) Broker or Dealer CRD	_
(Associated) Broker or Dealer None Number	=1
Street Address 1 Street Address 2	
City State/Province/Country ZIP/Postal Code	
tate(s) of Solicitation	
13. Offering and Sales Amounts	
otal Offering Amount \$ 905869 USD 🗖 Indefinite	
Total Amount Sold \$ 452935 USD	
Cotal Remaining to be	
old USD ☐ Indefinite	
larification of Response (if Necessary)	
14. Investors	
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering	
Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:	
15. Sales Commissions & Finders' Fees Expenses	
ovide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an	

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$ 0 USD Estimate Finders' Fees \$ 0 USD Estimate

16. Use of Proceeds
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.  S O USD Estimate
Clarification of Response (if Necessary)
Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

#### Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the since is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Union Bankshares Corp	/s/ Robert Gorman	Robert Gorman	EVP and Chief Financial Officer	2016-06-07