

BARONNER ROBERT F JR
Form 4/A
December 01, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BARONNER ROBERT F JR

2. Issuer Name and Ticker or Trading Symbol
POTOMAC BANCSHARES INC
[PTBS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
200 CAMBRIAN COURT
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/16/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

MARTINSBURG, WV 25403
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
09/20/2010

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|--------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (D) Price | | |
| Potomac Bancshares Inc. Common Stock | 09/16/2010 | | P | | 500 A \$ 4.95 | 3,724 | I Mother's Trust |
| Potomac Bancshares Inc. Common Stock | | | | | | 12,813 | D |
| Potomac Bancshares | | | | | | 797 | I Sons |

Inc.
Common
Stock

Potomac
Bancshares

Inc.
Common
Stock

61 I Wife

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Pr Deri Secu (Inst | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Incentive Stock Option | \$ 15.6 | | | | | 01/09/2008 | 01/09/2017 | Common Stock | 4,000 |
| Incentive Stock Option | \$ 16.9 | | | | | 01/10/2007 | 01/10/2016 | Common Stock | 5,100 |
| Incentive Stock Option | \$ 13.72 | | | | | 01/11/2006 | 01/11/2015 | Common Stock | 5,100 |
| Incentive Stock Option | \$ 11.04 | | | | | 03/10/2005 | 03/10/2014 | Common Stock | 4,080 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| BARONNER ROBERT F JR 200 CAMBRIAN COURT MARTINSBURG, WV 25403 | X | | President & CEO | |

Signatures

/s/ Robert F.
Baronner, Jr. 12/01/2011

 Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Remarks:

1224 shares received by reporting person as Trustee of Jane F. Baronner Revocable Trust on July 9, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.