

BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM  
WASHINGTON, D.C. 20551

FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 15, 2011

John Marshall Bank  
(Exact name of registrant as specified in its charter)

Virginia  
(State or other jurisdiction  
of incorporation)

N/A  
(Commission file number)

74-3125891  
(IRS Employer  
Number)

1943 Isaac Newton Square, Suite 100, Reston, Virginia 20190  
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: 703-584-0840

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition**

**Item 7.01 Regulation FD Disclosure**

On November 15, 2011, John Marshall Bank issued the press release attached as exhibit 99.

**Item 9.01 Financial Statements and Exhibits**

- (a) Financial Statements of Business Acquired. Not applicable.
- (b) Pro Forma Financial Information. Not applicable.
- (c) Shell Company Transactions. Not applicable.
- (d) Exhibits.

99      Press Release dated November 15, 2011

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

JOHN MARSHALL BANK

By: \_\_\_\_\_/s/  
Carl E. Dodson  
Chief Operating Officer and Principal  
Financial Officer

Dated: November 15, 2011



For Immediate Release  
November 15, 2011

Contact: John R. Maxwell  
(703) 584-0840

## John Marshall Bank Reports Third Quarter Financial Results

Reston, VA – John Marshall Bank reported a pre-tax profit of \$3.2 million for the nine months ended September 30, 2011, an increase of \$1.5 million as compared to a pre-tax profit of \$1.8 million reported for the nine months ended September 30, 2010. Profit after taxes for the nine months ended September 30, 2011 was \$2.0 million net of a \$1.2 million provision for income taxes, compared to profit after taxes of \$3.7 million for the nine months ended September 30, 2010. 2010 results included a \$2.3 million income tax benefit associated with net operating loss carry forwards from losses incurred during the Bank's start-up phase. This represents the Bank's ninth consecutive quarterly profit.

Key financial results for the period include the following:

- Total assets at September 30, 2011 increased by 32.9% to \$403.6 million as compared to \$303.6 million as of September 30, 2010.
- Gross loans at September 30, 2011 increased by 32.1% to \$356.1 million as compared to \$269.6 million as of September 30, 2010.
- Total deposits at September 30, 2011 increased by 33.4% to \$328.8 million as compared to \$246.5 million as of September 30, 2010.
- The Bank's net interest margin remains strong, rising to 4.65% during the first nine months of 2011 as compared to 4.54% during the first nine months of 2010.
- Net interest income, the Bank's main source of income, increased 33.2% to \$11.9 million during the first nine months of 2011, compared to \$8.9 million during the first nine months of 2010.
- Non-interest income increased by \$212 thousand during the first nine months of 2011 as compared to 2010, due primarily to the realization of a \$225 thousand net gain on the sale of assets realized during the first nine months of 2011, compared to a \$22 thousand net gain realized during the first nine months of 2010.
- Non-interest expense increased by 22.1%, or \$1.4 million, during the first nine months of 2011 as compared to 2010, reflecting increased operating expenses required to support the Bank's growth.
- Asset quality remains strong. As of September 30, 2011, non-accrual loans were 0.66% of total loans, compared to 0.73% as of December 31, 2010. As of September 30, 2011, the Bank's allowance for loan losses was 1.28% of total loans and covered non-accrual loans by 1.9 times. Other real estate owned was valued at \$562 thousand as of September 30, 2011.
- In June 2011 the Bank successfully completed an offering of one million new common shares, raising \$10.6 million in new capital. Capital levels remain strong and well above regulatory minimums for well capitalized banks. As of September 30, 2011, the Bank reported a total risk-based capital ratio of 13.3%, compared to 12.1% as of December 31, 2010.

John Marshall Bank is headquartered in Reston, Virginia and has five full-service branches located in Reston, Falls Church, Leesburg, Arlington, and Rockville. The Bank also has a limited service commercial branch located in Washington, DC, and a loan production office located in Alexandria. Further information on the Bank can be obtained by visiting its website at [www.johnmarshallbank.com](http://www.johnmarshallbank.com).

*This press release contains forward-looking statements within the meaning of the Securities and Exchange Act of 1934, as amended, including statements of goals, intentions, and expectations as to future trends, plans, events or results of Bank operations and policies and regarding general economic conditions. In some cases, forward-looking statements can be identified by use of words such as "may," "will," "anticipates," "believes," "expects," "plans," "estimates," "potential," "continue," "should," and similar words or phrases. These statements are based upon current and anticipated economic conditions, nationally and in the Bank's market, interest rates and interest rate policy, competitive factors, and other conditions which by their nature, are not susceptible to accurate forecast, and are subject to significant uncertainty. Because of these uncertainties and the assumptions on which this discussion and the forward-looking statements are based, actual future operations and results may differ materially from those indicated herein. Readers are cautioned against placing undue reliance on any such forward-looking statements. The Bank's past results are not necessarily indicative of future performance.*

## John Marshall Bank

Financial Highlights (Unaudited)  
(Dollars in 000's except per-share data)

	Nine Months Ended				Quarter Ended	
	September 30, 2011	September 30, 2010	\$ Change	% Change	September 30, 2011	June 30, 2011
<b>Operating Results</b>						
Net Interest Income	\$ 11,891	\$ 8,929	\$ 2,962	33.2%	\$ 4,413	\$ 3,904
Less Provision for Loan Losses	(1,318)	(1,010)	(308)	30.5%	(585)	(595)
Net Interest income after provision for loan losses	10,573	7,919	2,654	33.5%	3,828	3,309
Non-interest income	367	196	171	87.2%	268	51
Non-interest expense	7,713	6,358	1,355	21.3%	2,730	2,471
Income before income taxes	3,227	1,757	1,470	83.7%	1,365	889
Income tax expense (benefit)	1,248	(1,969)	3,217	n/m	542	350
Net income	\$ 1,979	\$ 3,726	(1,747)	-46.9%	\$ 823	\$ 539
<b>Per-Share Data</b>						
Earnings per share - basic	\$ 0.49	\$ 1.01			\$ 0.17	\$ 0.14
Earnings per share - diluted	\$ 0.49	\$ 1.01			\$ 0.17	\$ 0.14
Book value per share	\$ 9.88	\$ 8.92			\$ 9.88	\$ 9.68
<b>Selected Balance Sheet Data</b>						
Investments	\$ 31,630	\$ 25,607	\$ 6,023	23.5%	\$ 31,630	\$ 28,582
Total Loans (gross)	\$ 356,094	\$ 269,648	\$ 86,446	32.1%	\$ 356,094	\$ 323,874
Total Assets	\$ 403,642	\$ 303,611	\$ 100,031	32.9%	\$ 403,642	\$ 368,618
Total Deposits	\$ 328,756	\$ 246,477	\$ 82,279	33.4%	\$ 328,756	\$ 292,328
Borrowings	\$ 27,219	\$ 23,320	\$ 3,899	16.7%	\$ 27,219	\$ 29,896
Stockholders' Equity	\$ 46,493	\$ 33,055	\$ 13,438	40.7%	\$ 46,493	\$ 45,586
<b>Performance Ratios</b>						
Return on average assets (annualized)	0.75%	1.84%			0.85%	0.63%
Return on average equity (annualized)	6.85%	16.16%			7.05%	6.09%
Net interest margin	4.65%	4.54%			4.67%	4.68%
Efficiency Ratio	62.92%	69.68%			58.33%	62.48%
<b>Credit Quality Ratios</b>						
Allowance for loan losses to gross loans	1.28%	1.14%			1.28%	1.22%
Past due loans 30-89 days to gross loans*	0.25%	0.30%			0.25%	0.00%
Past due loans 90 days or more to gross loans*	0.00%	0.00%			0.00%	0.00%
Non-accrual loans to gross loans	0.66%	0.48%			0.66%	0.20%
Net loan chargeoffs (recoveries) *and still accruing interest	\$ (23)	\$ 240			\$ (14)	\$ (9)
<b>Regulatory Capital Ratios</b>						
Total risk-based capital ratio	13.3%	12.3%			13.3%	14.1%
Tier 1 risk-based capital ratio	12.1%	11.2%			12.1%	12.9%
Leverage ratio	12.1%	10.9%			12.1%	13.2%

n/m = not meaningful