#### SKINNER JOHN C JR

Check this box

if no longer

subject to

Section 16.

Form 4

January 13, 2005

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

OMB Number:

3235-0287

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Form 4 or Form 5 obligations may continue.

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * SKINNER JOHN C 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) PO BOX 133	(First)	(Middle)	3. Date of E (Month/Day 01/11/200			_X_ Director 10% Owner Officer (give title below) Other (specify below)			
CHADI ES T	Filed(Month,			lment, Date Origin /Day/Year)	al	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
CHARLES TOWN, WV 25414						Person			
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)  Potomac Bancshares Inc Common	2. Transactio (Month/Day/	any	Deemed tition Date, if th/Day/Year)	TransactionAcqu Code Dispo	osed of (D) . 3, 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Stock Potomac									
Bancshares Inc Common Stock						9,100	I	wife	
Potomac Bancshares Inc Common Stock						5,838	I	Nichols & Skinner Profit Sharing	

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

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SEC 1474 (9-02)

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(In

 $\label{thm:convertible} \textbf{Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ \textit{(e.g., puts, calls, warrants, options, convertible securities)}$ 

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. Transacti Code (Instr. 8)	5. Number on f 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non Qualified Stock Option	\$ 28	01/11/2005		A	681	01/11/2005	01/11/2015	Common Stock	681
Non Qualified Stock Option	\$ 22.55					03/10/2004	03/10/2014	Common Stock	666

## **Reporting Owners**

Reporting Owner Name / Address	Relationships				
Treporting of the remove remove and	Director	10% Owner	Officer	Other	
SKINNER JOHN C JR PO BOX 133 CHARLES TOWN, WV 25414	X				

### **Signatures**

John C. Skinner Jr. by Robert F. Baronner Jr. Power of Attorney 01/13/2005

\*\*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). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Reporting Owners 2

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