C & F FINANCIAL CORP
Form 11-K
June 26, 2001

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

FORM 11-K

(Mark One)

[X] ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year end December 31, 2000

OR

[ ] TRANSITION REPORT PUSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ____________________ to ___________________

Commission file number 000-23423

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

Virginia Bankers Association Defined Contribution Plan for Citizens and Farmers Bank
802 Main Street
West Point, Virginia 23181

Virginia Bankers Association Defined Contribution Plan for C&F Mortgage Corporation
300 Arboretum Place, Suite 245
Richmond, Virginia 23236

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

C & F Financial Corporation
802 Main Street
West Point, Virginia 23181

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

Virginia Bankers Association Defined Contribution Plan for Citizens and Farmers Bank

Virginia Bankers Association Defined Contribution

Plan for C & F Mortgage Corporation

(Name of Plans)

Date June 25, 2001 /S/ Thomas F. Cherry

Thomas F. Cherry
Chief Financial Officer

VIRGINIA BANKERS ASSOCIATION DEFINED
CONTRIBUTION PLAN FOR
CITIZENS AND FARMERS BANK

West Point, Virginia

FINANCIAL REPORT

DECEMBER 31, 2000

C O N T E N T S

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Virginia Bankers Association Defined Contribution
Plan for Citizens and Farmers Bank
West Point, Virginia

We have audited the accompanying statements of net assets available for benefits of the Virginia Bankers Association Defined Contribution Plan for Citizens and Farmers Bank as of December 31, 2000 and 1999, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2000 and 1999, and the changes in net assets available for benefits for the years then ended in conformity with generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule as listed in the accompanying table of contents is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Winchester, Virginia

VIRGINIA BANKERS ASSOCIATION DEFINED CONTRIBUTION PLAN
FOR CITIZENS AND FARMERS BANK

Statements of Net Assets Available for Benefits
December 31, 2000 and 1999

	2000	1999
Assets		
Investments, at fair value	$4,154,313	$4,098,158
Receivables:		
Employer contribution	$ 173,649	$ 167,058
Participant contributions	--	7,220
Due from brokers	--	241,466
Other	809	745
Total receivables	$ 174,458	$ 416,489
Cash	$ 28,517	$ - -

Total assets	$4,357,288	$4,514,647
Liabilities		
Settled purchases in excess of cash	$ --	$ 240,569
Other liabilities	--	2,125
Total liabilities	$ --	$ 242,694
Net assets available for benefits	$4,357,288	$4,271,953

See Notes to Financial Statements.

VIRGINIA BANKERS ASSOCIATION DEFINED CONTRIBUTION PLAN
FOR CITIZENS AND FARMERS BANK

Statements of Changes in Net Assets
Available for Benefits
For the Years Ended December 31, 2000 and 1999

Additions to net assets attributed to:	
Investment income (loss):	
Net appreciation (depreciation) in fair value of investments	$
Interest and dividends	
	$
Contributions:	
Employer	$
Participant	
Rollover contributions	
	$
Total additions	$
Deductions from net assets attributed to, benefits paid to participants	$
Net increase	$

Net assets available for benefits:	
Beginning of period	4
End of period	$ 4

See Notes to Financial Statements.

VIRGINIA BANKERS ASSOCIATION DEFINED CONTRIBUTION PLAN
FOR CITIZENS AND FARMERS BANK

Notes to Financial Statements

Note 1. Description of the Plan

The following description of the Virginia Bankers Association Defined Contribution Plan for Citizens and Farmers Bank (Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan maintained by Citizens and Farmers Bank pursuant to the provisions of Section 401(k) of the Internal Revenue Code (Code) established for the benefit of substantially all full time employees electing to participate in the Plan. Employees are eligible to participate in the Plan on the first day of the calendar quarter after completing three months of service and must be eighteen years old or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Effective January 1, 1999, the Plan was restated to include the investment option of C&F Financial Corporation Stock (Employer Stock) registered under the Securities Act of 1933.

Contributions

Each participant may elect to defer from 1% to 20% of their pretax annual compensation, as defined in the Plan. The Bank makes a matching contribution to the Plan on behalf of each participant who makes a pretax contribution. The amount the Bank contributes is 100% of the first 5% of compensation. The Bank may also make a discretionary profit sharing contribution, determined annually by the Board of Directors. This contribution is allocated in proportion of a participant's covered compensation to covered compensation of all participants. Discretionary contributions declared or made by the Bank were $175,481 and $158,381 during the plan years ended December 31, 2000 and 1999, respectively. Participants entering the Plan may roll over contributions from other plans. Contributions are subject to certain limitations as established by the Code.

Participants' Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Bank's contributions (b) Plan earnings and (c) forfeitures. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

4

Notes to Financial Statements

Vesting

The Plan's vesting provision provides that participants are immediately vested in their elective contributions and earnings thereon. Vesting in the Bank's contributions occurs as follows:

Number of Years of Vesting Service	Vested Interest
Less than 3 years	0%
3 years but less than 4 years	20%
4 years but less than 5 years	40%
5 years but less than 6 years	60%
6 years but less than 7 years	80%
7 years or more	100%

Investment Options

All assets in the Plan are directed by individual participants. Participants are given the option to direct account balances and all contributions made into any of 24 separate investment options consisting of managed, indexed or individual equity or fixed income funds.

A participant may choose to invest up to 25% (in increments of 5%) of their account balance and future contributions in the common stock of C&F Financial Corporation (Employer Stock), the remaining balance and future contributions may be invested in the other investment fund options.

Participants Notes Receivable

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account balance. Loan transactions are treated as a transfer to (from) the investment fund from (to) the Participants Notes Fund. Loan terms are limited to 5 years or up to 30 years for the purchase of a primary residence. The loans are fully secured by the balance in the participant's account and bear interest at 1/4 of 1% over the Corporation's prime rate and will remain unchanged for the life of the loan. Principal and interest is paid ratably through monthly payroll deductions.

Payment of Benefits

Upon retirement or termination of service a participant may elect to receive either a lump sum amount equal to the value of the participant's vested interest in his or her account, periodic installments for a period of up to 10 years or a combination of both. A written election must be made with the administrator at least 30 days before the benefit payment date. Participants whose vested account balance has never exceeded $5,000 must be paid out in the form of a lump sum distribution.

Forfeited Accounts

At December 31, 2000, forfeited nonvested accounts balances totaled $58,886. These nonvested account balances are to be reallocated among remaining Plan participants. At December 31, 1999, all forfeited nonvested account balances were reallocated among remaining plan participants.

Note 2. Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Quoted market prices are used to value investments. Shares of mutual funds are valued at the net asset value of shares held by the Plan at year end. Participant notes receivable are valued at cost which approximates fair value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

In accordance with the policy of stating investments at current value, net realized and unrealized appreciation (depreciation) for the year is reflected in the statements of changes in net assets available for benefits.

Benefit Payments

Benefit payments are recorded when paid.

Note 3. Plan Termination

Although it has not expressed any intent to do so, the Bank has the right under the Plan to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants would become 100 percent vested in their employer contributions.

6

Notes to Financial Statements

Note 4. Investments

The following table presents the fair value of investments for the years ended December 31, 2000 and 1999 that represent 5 percent or more of the Plan's net assets.

	December 31, 2000	December 31, 1999
Spartan U.S. Equity Fund	$ 434,111	$ --
Spartan U.S. Treasury Money Market Fund	312,351	--
American Century Income and Growth Fund	715,770	--
Franklin Small Cap Growth A Fund	224,081	--
Janus Fund	730,605	--
Janus Worldwide Fund	221,327	--
PIMCO Total Return II Administrative Fund	442,835	--
Weitz Value Fund	237,662	--
VBA Capital Preservation Fund	--	232,812
VBA Moderate Growth Fund	--	420,295
VBA Wealth Building Fund	--	1,983,723
VBA Aggressive Appreciation Fund	--	1,108,289
SouthTrust U.S. Treasury Money Market Fund	--	254,015

During the Plan years ending December 31, 2000 and 1999, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value by $(286,892) and $715,665 as follows:

	December 31, 2000	December 31, 1999
Common Collective Trust Funds	$ (40,844)	$ 728,150
Employer Common Stock	(10,795)	(12,485)
Registered Investment Companies	(235,253)	--
	$ (286,892)	$ 715,665

Notes to Financial Statements

Note 5. Tax Status

The Internal Revenue Service has determined and informed the trustee/administrator by a letter dated December 23, 1997, that the master Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan administrator and Plan sponsor believe that the Plan is designed and currently being operated in compliance with the applicable requirements of the IRC.

Note 6. Related-Party Transactions

The majority of the Plan's assets during the Plan year ended December 31, 1999 were invested in common collective Trust Funds which were managed by the Virginia Bankers Association Benefits Corporation, Plan administrator and trustee of the Plan. Therefore, transactions in these funds qualify as a party-in-interest. Fair market value of these funds are based on closing market quotes of the underlying securities and fees. Charges for services by the party-in-interest are based on customary rates for such services.

The Plan allows funds to be invested in the common stock of C & F Financial Corporation, the parent company of Citizens and Farmers Bank, the Plan Sponsor. Therefore, C & F Financial Corporation is a party-in-interest. Employer securities are allowed by ERISA and the Department of Labor and the fair value of the common stock is based on quotes from an active market.

Note 7. Administrative Expenses

Certain administrative expenses are absorbed by Citizens and Farmers Bank, the Plan Sponsor.

Note 8. Significant Amendments and Events

The Plan was amended and restated effective as of March 15, 2000. The restatement of the Plan and the subsequent issuance of a new Summary Plan Description to participants as of March 2000, included various changes to the Plan. The most significant changes included a revision of Plan investment options to include managed, indexed and self-directed portfolios and a change in the asset custodian to Reliance Trust Company. Reliance Trust Company has been appointed as investment manager by the Plan's Trustee, Virginia Bankers Association Benefits Corporation, for all investment funds other than the Employer Stock Fund. The Fiduciary, with respect to employer stock, is Citizens and Farmers Bank.

VIRGINIA BANKERS ASSOCIATION DEFINED CONTRIBUTION PLAN
FOR CITIZENS AND FARMERS BANK

Schedule of Assets Held for Investment Purposes
December 31, 2000

Description of Asset	Fair Value
Registered Investment Companies	
Fidelity U.S. Bond Index Fund	$ 152
Spartan U.S. Equity Index Fund	434,111
Spartan Total Market Index Fund	22,736
Fidelity Cash Reserves Fund	487
Fidelity Inst Cash Portfolio Fund	4,203
Spartan U.S. Treasury Money Market Fund	312,351
American Century Income and Growth Fund	715,770
Dreyfus Short-Term Income Fund	216,318
Franklin Small Cap Growth A Fund	224,081
Janus Fund	730,605
Janus Worldwide Fund	221,327
PIMCO Total Return II Administrative Fund	442,835
Scudder International Fund	154,961
Strong Advantage Fund	116,578
Third Avenue Value Fund	215,459
Vanguard Bond Index Short-Term Fund	158
Weitz Value Fund	237,662
	$ 4,049,794
Common Stock	
C&F Financial Corporation - Employer Stock	$ 85,681
Loan	
Participant notes	$ 18,838
Total assets held for investment	$ 4,154,313

VIRGINIA BANKERS ASSOCIATION DEFINED
CONTRIBUTION PLAN FOR
C&F MORTGAGE CORPORATION

Richmond, Virginia

FINANCIAL REPORT

DECEMBER 31, 2000

C O N T E N T S

Page

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Virginia Bankers Association Defined Contribution
Plan for C&F Mortgage Corporation
Richmond, Virginia

We have audited the accompanying statements of net assets available for benefits of Virginia Bankers Association Defined Contribution Plan for C&F Mortgage Corporation as of December 31, 2000 and 1999, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2000 and 1999, and the changes in net assets available for benefits for the years then ended in conformity with generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule as listed in the accompanying table of contents is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Winchester, Virginia
April 26, 2001

VIRGINIA BANKERS ASSOCIATION DEFINED CONTRIBUTION PLAN
FOR C&F MORTGAGE CORPORATION

Statements of Net Assets Available for Benefits
December 31, 2000 and 1999

	2000	1999
Assets		
Investments, at fair value	$ 1,701,020	$ 1,594,573
Receivables:		
Employer contribution	$ 41,533	$ 146,801
Participant contributions	--	151
Dividends	875	--
Total receivables	$ 42,408	$ 146,952
Cash	$ 14,844	$ 37,001
Total assets	$ 1,758,272	$ 1,778,526
Liabilities		
Other liabilities	--	19,623
Net assets available for benefits	$ 1,758,272	$ 1,758,903

See Notes to Financial Statements.

VIRGINIA BANKERS ASSOCIATION DEFINED CONTRIBUTION PLAN
FOR C&F MORTGAGE CORPORATION

Statements of Changes in Net Assets
Available for Benefits
For the Years Ended December 31, 2000 and 1999

	2000	1999
Additions to net assets attributed to:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	$ (172,321)	$ 193,940
Interest and dividends	4,180	3,420
	$ (168,141)	$ 197,360
Contributions:		
Employer	$ 48,650	$ 147,737
Participant	403,268	496,896
Rollover and other contributions	16,268	1,985
Total additions	$ 468,186	$ 646,618
	$ 300,045	$ 843,978
Deductions from net assets attributed to:		
Benefits paid to participants	$ 287,707	$ 179,295
Administrative expenses	12,969	1,345
Total deductions	$ 300,676	$ 180,640
Net increase (decrease)	$ (631)	$ 663,338
Net assets available for benefits:		
Beginning of period	1,758,903	1,095,565
End of period	$ 1,758,272	$1,758,903

See Notes to Financial Statements.

VIRGINIA BANKERS ASSOCIATION DEFINED CONTRIBUTION PLAN
FOR C&F MORTGAGE CORPORATION

Notes to Financial Statements

Note 1. Description of the Plan

The following description of the Virginia Bankers Association Defined Contribution Plan for C&F Mortgage Corporation (Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan maintained by C&F Mortgage Corporation pursuant to the provisions of Section 401(k) of the Internal Revenue Code (Code) established for the benefit of substantially all employees electing to participate in the Plan. Employees are eligible to participate in the Plan on the first day of the month following their employment date and must be eighteen years old or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

As of January 1, 1999, the Plan was restated to include the investment option of C&F Financial Corporation Stock (Employer Stock) registered under the Securities Act of 1933. Prior to restatement, the Plan was known as the C&F Mortgage Corporation 401(k) Plan.

Contributions

Each participant may elect to defer from 1% to 15% of their pretax annual compensation, as defined in the Plan. The Company may make a discretionary profit sharing contribution, determined annually by the Board of Directors. The contribution is allocated in proportion of a participant's contributions to the total contributions of all participants. Discretionary contributions declared or made by the Company were $65,827 and $156,300 during the plan years ended December 31, 2000 and 1999, respectively. Participants entering the Plan may roll over contributions from other plans. Contributions are subject to certain limitations as established by the Internal Revenue Code.

Participants' Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's contributions and plan earnings. Allocations are based on participant contributions or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

The Plan's vesting provision provides that participants are immediately vested in their elective contributions and earnings thereon. Vesting in the Company's contributions occurs as follows:

	Vested Interest	
Number of Years of Vesting Service	Prior to January 1, 1998	Effective January 1, 1998

Less than 1 year	0%	0%
1 year but less than 2 years	25%	0%
2 years but less than 3 years	50%	25%
3 years but less than 4 years	75%	50%
4 years but less than 5 years	100%	75%
5 years or more	100%	100%

Investment Options

All assets in the Plan are directed by individual participants. Participants are given the option to direct account balances and all contributions made into over 50 separate investment options. The options include pooled separate accounts, guaranteed interest accounts, money market and managed accounts.

A participant may choose to invest up to 25% (in increments of 5%) of their account balance and future contributions in the common stock of C&F Financial Corporation (Employer Stock), the remaining balance and future contributions may be invested in the other investment fund options. Participants may change their investment options the first day of the month of each quarter.

Payment of Benefits

Upon retirement or termination of service a participant may elect to receive either a lump sum amount equal to the value of the participants vested interest in his or her account, periodic installments for a period of up to 10 years or a combination of both. A written election must be made with the administrator at least 30 days before the benefit payment date. Participants whose vested account balance has never exceeded $5,000 must be paid out in the form of a lump sum distribution.

Forfeited Accounts

At December 31, 2000 and 1999, forfeited nonvested accounts totaling $17,177 and $8,563, respectively, were used to reduce employer contributions.

Notes to Financial Statements

Note 2. Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investments in pooled separate accounts of Manufacturers Life Insurance Company represents ownership of units of participation in various mutual funds. The value of a unit of participation is the total value of each mutual fund within the separate accounts divided by the number of units outstanding. The investments in the pooled separate accounts are stated at fair value and are based on quoted redemption values of the underlying mutual funds on the last day of the year. The Plan's Guaranteed Interest Accounts, guarantee a rate of return for a defined term. The assets are commingled with other assets of Manufacturers Life Insurance Company's general account and are reported at fair value as determined by Manufacturers Life Insurance Company. Common stock is stated at the fair value determined by quoted market prices.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

In accordance with the policy of stating investments at current value, net realized and unrealized appreciation (depreciation) for the year is reflected in the statements of changes in net assets available for plan benefits.

Benefit Payments

Benefit payments are recorded when paid.

Note 3. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in the portion of their account not previously vested.

Note 4. Investments

The Plan's investment assets are currently held by the custodians, Manulife Financial Corporation and Raymond James Financial Services, Inc. The following table presents investments for the years ended December 31, 2000 and 1999 that represent 5 percent or more of the Plan's net assets.

	December 31,
	2000
Manulife Lifestyle Fund - Aggressive Portfolio	$371,861

Manulife Lifestyle Fund - Balanced Portfolio	144,490
Manulife Lifestyle Fund - Growth Portfolio	620,245
Manulife Science & Technology Fund	66,741
C&F Financial Corporation Stock	90,698

During the years ended December 31, 2000 and 1999, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value by $(172,321) and $193,940, respectively as follows:

	December 31,
	2000
Common collective trust funds	$ --
Pooled separate accounts	(157,669)
Common stock	(14,664)
Guaranteed investment contracts	12
	$(172,321)

Note 5. Tax Status

The Internal Revenue Service has determined and informed the trustee/administrator by a letter dated December 23, 1997, that the Master Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan administrator and Plan sponsor believe that the Plan is designed and currently being operated in compliance with the applicable requirements of the IRC.

7

Notes to Financial Statements

Note 6. Related Party Transactions

The Plan's assets were invested in common collective trust funds during 1999 which were managed by the Virginia Bankers Association Benefits Corporation, Plan administrator of the Plan until the fourth quarter of 1999. Therefore, transactions in these funds qualify as a party-in-interest. Fees charged for services by the party-in-interest are based on customary rates for such services.

Certain Plan investments are units of pooled separate accounts managed in part by Manufacturers Advisor Corporation. Group annuity contracts for guaranteed interest accounts are issued by Manufacturers Life Insurance Company. Both manufacturers Advisor Corporation and the Manufacturers Life Insurance Company are affiliates of Manulife Financial Corporation, the Plan asset custodian. Therefore, transactions in these investments qualify as party-in-interest. Fees charged for services by the party-in-interest are based on customary rates for such services.

The Plan allows funds to be invested in the common stock of C&F Financial Corporation, the parent company of C&F Mortgage Corporation, the Plan Sponsor. Therefore C&F Financial Corporation is a party-in-interest. Employer securities are allowed by ERISA and the Department of Labor and the fair value of common stock is based on quotes from an active market.

Note 7. Administrative Expenses

Certain administrative expenses are absorbed by C&F Mortgage Corporation, the Plan sponsor.

Note 8. Significant Amendments Events

During the fourth quarter of 1999, C&F Mortgage Corporation changed asset custodians from SouthTrust Asset Management Company of Georgia, N. A. to Manulife Financial Corporation and Raymond James Financial Services, Inc. Investments in C&F Financial Corporation stock are held with Raymond James Financial Services, Inc. All remaining assets are held with Manulife Financial Corporation.

The Plan's trustee was also changed from the Virginia Bankers Association Benefits Corporation to the Corporation's Chief Financial Officer and the Human Resource Manager. As of the date of our report, the plan documents had not been finalized to reflect these changes.

VIRGINIA BANKERS ASSOCIATION DEFINED CONTRIBUTION PLAN
FOR C&F MORTGAGE CORPORATION

Schedule of Assets Held for Investment Purposes
December 31, 2000

Description of Asset	Type of Asset
Manulife Aggressive Growth Fund	Pooled separate account
Manulife Balanced Fund	Pooled separate account
Manulife Capital Growth Stock Fund	Pooled separate account
Manulife Developing Markets Fund	Pooled separate account
Manulife Dividend & Growth Fund	Pooled separate account
Manulife Emerging Growth Stock Fund	Pooled separate account
Manulife Enterprise Fund	Pooled separate account
Manulife Equity Income Fund	Pooled separate account
Manulife Foreign Fund	Pooled separate account
Manulife Growth & Income Fund	Pooled separate account
Manulife Growth Equity Fund	Pooled separate account
Manulife Growth Fund	Pooled separate account
Manulife Growth Opportunities Fund	Pooled separate account
Manulife Growth Plus Stock Fund	Pooled separate account
Manulife High-Quality Bond Fund	Pooled separate account

Manulife High-Yield Fund	Pooled separate account
Manulife Income Fund	Pooled separate account
Manulife 500 Index Fund	Pooled separate account
Manulife International Stock Fund	Pooled separate account
Manulife Large-Cap Equity Fund	Pooled separate account
Manulife Lifestyle Fund-Aggressive Portfolio	Pooled separate account
Manulife Lifestyle Fund-Balanced Portfolio	Pooled separate account
Manulife Lifestyle Fund-Conservative Portfolio	Pooled separate account
Manulife Lifestyle Fund-Growth Portfolio	Pooled separate account
Manulife Lifestyle Fund-Moderate Portfolio	Pooled separate account
Manulife Mid-Cap Equity Fund	Pooled separate account
Manulife All-Cap Growth Fund	Pooled separate account
Manulife Mid-Cap Value Fund	Pooled separate account
Manulife Overseas Fund	Pooled separate account
Manulife Science & Technology Fund	Pooled separate account
Manulife Select Twenty Fund	Pooled separate account
Manulife Selective Growth Stock Fund	Pooled separate account
Manulife Small Company Stock Fund	Pooled separate account
Manulife Small-Cap Growth Fund	Pooled separate account
Manulife Socially Responsible Fund	Pooled separate account
Manulife Value & Restructuring Fund	Pooled separate account
Manulife Worldwide Fund	Pooled separate account
C&F Financial Corporation	Common stock
Guaranteed Investment Contract	Guaranteed interest accounts