



March 20, 2020

To Our Stockholders:

The enclosed 2019 annual report will summarize the financial position of Summit Bancshares, Ltd. and its wholly owned subsidiary, the First National Bank in Olney. Income for the year was \$4,192,000. At the end of the year our loan portfolio was \$231,038,000, which was up from the 2018 balance of \$224,504,000. Deposits increased from \$283,982,000 to \$296,152,000 at the end of 2019. Total assets rose to \$345,386,000. As a shareholder, you can impact growth in a positive way by maintaining a deposit or loan relationship with the bank. Doing business with the organization that you invest in helps makes it stronger.

Each year, over the past 5 years, we have reached a new record for net income. This helped us to increase our capital level to 11.27%. This increased income has also allowed us to raise dividends by 50% over the past 4 years. In addition, we paid a third dividend in 2019, resulting in a total increase of 80% in 2019. The third dividend was a result of security gains, which we cannot count on in the coming years. We were able to realize gains on the sale of securities and we reinvested the money at nearly the same rate, resulting in no loss of income. Your return on dividends alone was 4.6%. In addition to increased dividends, the last sale price of Summit Bancshares, Ltd. stock rose by 11.5%, as the last recorded sale was \$19.50 per share.

2019 was another successful year for Summit Bancshares, Ltd. and the First National Bank in Olney. This would not have been possible without the dedication of our Shareholders, Directors, and Employees. Thanks to all of you.

Looking forward in 2020 and 2021, we are pleased to be adding a branch in Newton, Illinois. We have purchased a lot on the West side of Newton on Jourdan St. (Rt. 33). We are currently in the building design stage and will hopefully break ground in late spring or early summer.

The sole order of business at this year's annual shareholder meeting is the election of Directors. The Board of Directors would appreciate your vote for the Directors listed on the proxy.

As always, your thoughts, concerns and suggestions are very important to us. If you have comments or suggestions, please feel free to call (618) 393-8207, stop by or e-mail bpeters@fnbolney.com.

Sincerely,
SUMMIT BANCSHARES, LTD.

Bruce A. Peters
President and CEO

Brad E. Harmon
Chairman of the Board of Directors

Summit Bancshares, Ltd. and First National Bank in Olney Board of Directors

Brad E. Harmon has served as a Director of Summit Bancshares, Ltd. and First National Bank in Olney since 2002, and currently serves as Chairman of the Board for both Summit Bancshares, Ltd. and First National Bank in Olney. Mr. Harmon has been a Registered Pharmacist since graduating from Butler University in 1980. He is President and co-owner of Harmon's Drug Store, Inc. with locations in Oblong and Palestine Illinois. Brad is active in promoting small business in Crawford County.

Julie M. Hearing joined the Board of Directors of Summit Bancshares, Ltd. and First National Bank in Olney in July 2016. Mrs. Hearing is an independent insurance agent who joined her father, Don Blank, at Blank's Insurance Agency in Olney, in September of 1977. She purchased the agency in 2003. She works on many state and national insurance association boards and committees, and is a Certified Insurance Counselor. Julie is active at St Joseph's Catholic Church, the Olney Rotary Club, past Richland Memorial Hospital Foundation member, and past board member of the Richland County CEO Program, and currently serves as a Richland County CEO Board Committee member.

James A. Knollenberg has served as Director of Summit Bancshares, Ltd. and First National Bank in Olney since 2002. Mr. Knollenberg is President of K & K Grain Farms, Inc. in Crawford County. Currently Jim serves on the Lincoln Trail College Foundation Board, and does live radio broadcasting of the college's men's home basketball games. He previously served as Chairman of the Crawford County Soil and Water Conservation District for 20 years, was a founding member of the Oblong Schools Academic Foundation, served as Superintendent of the Crawford County Fair, finance committee of Central United Methodist Church in Oblong, past Director of Rich-Law Service Company, and coached basketball at the Oblong Grade School.

Michael A. McKinney joined the Board of Directors of Summit Bancshares, Ltd. and First National Bank in Olney in November 2015. Mr. McKinney is President and co-owner of A. M. Transport Services, Inc. in Olney, Illinois. Mike is active in the Richland County community, serving on the Richland County Development Corporation Board of Directors, as a mentor for the Richland County CEO Program and in the past has served on the board of directors for the Richland County Recreation Council, Richland County CEO, and the Richland County Chamber of Commerce. He is a lifelong parishioner of St. Joseph Catholic Church, has served on the Parish Council, and volunteers regularly at St. Joseph School.

Kevin G. Ochs is the Secretary of Summit Bancshares, Ltd. and the Executive Vice President and CFO of First National Bank in Olney. He joined the Board of Directors in 2007 and has served as Board Secretary since 1998. Mr. Ochs began his career in banking at First National Bank in Olney in 1992. He also raises cattle with his son. Kevin is Treasurer of the Wabash Valley Angus Association, a member of St. Joseph Catholic Church, and past member of St. Joseph Parish Finance Council.

Bruce A. Peters is President and CEO of Summit Bancshares, Ltd. and First National Bank in Olney, serving as a Director since 2007. Mr. Peters has been an employee of First National Bank in Olney for 39 years. Bruce is active in the Richland County community, serving as Chairman of the Richland County Development Corporation Board of Directors, member of the Olney Central College Foundation Board, past Director of the Richland Memorial Hospital Board, member of the Trinity Lutheran Church, where he currently serves on the Audit Committee, member of the Illinois Area 23 Local Workforce Investment Board, and a founding board member of the Richland County CEO Program.

Craig O. Weber joined the Board of Directors of Summit Bancshares, Ltd. and First National Bank in Olney in July 2014. Mr. Weber is an attorney and a partner in the Weber, Tedford, Heap & Ayres P.C. law firm with locations in Robinson, Newton and Oblong, Illinois. Craig is active in the Crawford and Jasper County communities, serving as a member and past President of the Crawford County Bar Association, member of Newton Rotary Club, past Director of Crawford County Habitat for Humanity, and member of St. Elizabeth's Catholic Church in Robinson where he serves on the Pastoral Council.

Summit Bancshares, Ltd.

Independent Auditor's Report and Consolidated Financial Statements

December 31, 2019 and 2018



Summit Bancshares, Ltd.
December 31, 2019 and 2018

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Independent Auditor's Report

Board of Directors
Summit Bancshares, Ltd.
Olney, Illinois

We have audited the accompanying consolidated financial statements of Summit Bancshares, Ltd. and its subsidiary, which comprise the consolidated balance sheets as of December 31, 2019 and 2018, and the related consolidated statements of income, comprehensive income, stockholders' equity and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.

Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Board of Directors
Summit Bancshares, Ltd.
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Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Summit Bancshares, Ltd. and its subsidiary as of December 31, 2019 and 2018, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

BKD, LLP

Evansville, Indiana
March 10, 2020

Summit Bancshares, Ltd.
Consolidated Balance Sheets
December 31, 2019 and 2018
(Amounts in Thousands, Except for Share Data)

Assets

	<u>2019</u>	<u>2018</u>
Cash and due from banks	\$ 13,061	\$ 5,607
Interest-bearing time deposits	4,712	3,720
Available-for-sale securities	85,962	87,236
Held-to-maturity securities	777	3,069
Loans held for sale	212	187
Loans, net of allowance for loan losses of \$2,767 and \$2,448 at December 31, 2019 and 2018	228,852	222,606
Premises and equipment, net	2,730	2,599
Federal Reserve Bank and Federal Home Loan Bank stock	497	490
Interest receivable	3,001	2,907
Goodwill	4,634	4,634
Other assets	948	1,508
	<u> </u>	<u> </u>
Total assets	<u>\$ 345,386</u>	<u>\$ 334,563</u>

Liabilities and Stockholders' Equity

Liabilities

Deposits		
Demand	\$ 63,863	\$ 63,630
Savings, NOW and money market	151,676	150,248
Time	80,613	70,104
	<u> </u>	<u> </u>
Total deposits	296,152	283,982
Federal Home Loan Bank advances	-	6,000
Short-term borrowings	2,338	2,062
Deferred income taxes	2,026	1,567
Interest payable and other liabilities	1,429	810
	<u> </u>	<u> </u>
Total liabilities	301,945	294,421

Stockholders' Equity

Common stock, \$0.833333 par value; authorized 3,000,000 shares; 2,299,471 issued and 2,285,134 outstanding at December 31, 2019 and 2018	1,923	1,923
Additional paid-in capital	15,845	15,845
Retained earnings	25,007	22,872
Accumulated other comprehensive income (loss)	837	(327)
Treasury stock, at cost, 2019 and 2018 – 14,337 shares	(171)	(171)
	<u> </u>	<u> </u>
Total stockholders' equity	43,441	40,142
	<u> </u>	<u> </u>
Total liabilities and stockholders' equity	<u>\$ 345,386</u>	<u>\$ 334,563</u>

Summit Bancshares, Ltd.
Consolidated Statements of Income
Years Ended December 31, 2019 and 2018
(Amounts in Thousands, Except for Share Data)

	<u>2019</u>	<u>2018</u>
Interest Income		
Loans, including fees	\$ 11,010	\$ 10,046
Securities	2,323	2,219
Federal funds sold	27	4
Deposits with financial institutions	<u>392</u>	<u>214</u>
Total interest income	<u>13,752</u>	<u>12,483</u>
Interest Expense		
Deposits	2,378	1,691
Short-term borrowings	<u>60</u>	<u>37</u>
Total interest expense	<u>2,438</u>	<u>1,728</u>
Net Interest Income	11,314	10,755
Provision for Loan Losses	<u>440</u>	<u>285</u>
Net Interest Income After Provision for Loan Losses	<u>10,874</u>	<u>10,470</u>
Noninterest Income		
Fiduciary activities	277	323
Loan servicing fees	88	76
Service charges and fees	1,056	968
Net gains on loan sales	75	80
Net realized gains on sales of available-for-sale securities	760	13
Other	<u>328</u>	<u>314</u>
Total noninterest income	<u>2,584</u>	<u>1,774</u>
Noninterest Expense		
Salaries and employee benefits	5,019	4,771
Net occupancy and equipment expense	946	913
Data processing	287	256
Professional fees	198	205
Marketing	225	208
Printing and office supplies	164	163
Deposit insurance premiums	47	99
Other	<u>939</u>	<u>891</u>
Total noninterest expense	<u>7,825</u>	<u>7,506</u>

Summit Bancshares, Ltd.
Consolidated Statements of Income (Continued)
Years Ended December 31, 2019 and 2018
(Amounts in Thousands, Except for Share Data)

	<u>2019</u>	<u>2018</u>
Income Before Income Tax	\$ 5,633	\$ 4,738
Provision for Income Taxes	<u>1,441</u>	<u>1,123</u>
Net Income	<u>\$ 4,192</u>	<u>\$ 3,615</u>
Earnings per Share	<u>\$ 1.83</u>	<u>\$ 1.58</u>

Summit Bancshares, Ltd.
Consolidated Statements of Comprehensive Income
Years Ended December 31, 2019 and 2018
(Amounts in Thousands)

	2019	2018
Net Income	\$ 4,192	\$ 3,615
Other Comprehensive Income (Loss)		
Unrealized appreciation (depreciation) on available-for-sale securities, net of tax (benefit) of \$680 and \$(203) for 2019 and 2018	1,707	(517)
Less reclassification adjustment for realized gains included in net income, net of tax of \$217 and \$4 for 2019 and 2018	543	9
	1,164	(526)
Comprehensive Income	\$ 5,356	\$ 3,089

Summit Bancshares, Ltd.
Consolidated Statements of Stockholders' Equity
Years Ended December 31, 2019 and 2018
(Amounts in Thousands, Except for Share Data)

	Common Stock		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock	Total
	Shares	Amount					
Balance, January 1, 2018	2,285,134	\$ 1,923	\$ 15,845	\$ 20,891	\$ 164	\$ (171)	\$ 38,652
Net income	-	-	-	3,615	-	-	3,615
Dividends on common stock, \$0.70 per share	-	-	-	(1,599)	-	-	(1,599)
Reclassification of stranded tax effects due to enactment of tax law	-	-	-	(35)	35	-	-
Other comprehensive loss	-	-	-	-	(526)	-	(526)
Balance, December 31, 2018	2,285,134	1,923	15,845	22,872	(327)	(171)	40,142
Net income	-	-	-	4,192	-	-	4,192
Dividends on common stock, \$0.90 per share	-	-	-	(2,057)	-	-	(2,057)
Other comprehensive income	-	-	-	-	1,164	-	1,164
Balance, December 31, 2019	<u>2,285,134</u>	<u>\$ 1,923</u>	<u>\$ 15,845</u>	<u>\$ 25,007</u>	<u>\$ 837</u>	<u>\$ (171)</u>	<u>\$ 43,441</u>

Summit Bancshares, Ltd.
Consolidated Statements of Cash Flows
Years Ended December 31, 2019 and 2018
(Amounts in Thousands)

	2019	2018
Operating Activities		
Net income	\$ 4,192	\$ 3,615
Items not requiring (providing) cash		
Depreciation and amortization	273	243
Provision for loan losses	440	285
Amortization of premiums and discounts on securities	410	883
Deferred income taxes	(4)	665
Write-down of other real estate owned	5	-
Gain on sale of other real estate owned	(17)	-
Net realized gains on securities	(760)	(13)
Loss on sale of premises and equipment	5	-
Changes in		
Loans held for sale	(25)	(187)
Interest receivable and other assets	479	(665)
Interest payable and other liabilities	619	29
	<u>5,617</u>	<u>4,855</u>
Investing Activities		
Net change in interest-bearing time deposits	(992)	(992)
Purchases of available-for-sale securities	(77,621)	(28,935)
Proceeds from maturities, calls and paydowns of available-for-sale securities	22,076	8,200
Proceeds from maturities of held-to-maturity securities	2,292	881
Proceeds from the sales of available-for-sale securities	58,796	8,439
Net change in loans	(6,765)	2,523
Purchase of premises and equipment	(409)	(381)
Purchase of Federal Home Loan Bank stock	(7)	-
Redemption of Federal Home Loan Bank stock	-	15
Proceeds from the sale of other real estate owned	78	-
	<u>(2,552)</u>	<u>(10,250)</u>
Financing Activities		
Net change in demand deposits, money market, NOW and savings accounts	1,661	(493)
Net change in time deposits	10,509	2,175
Net change in short-term borrowings	276	(294)
Dividends paid	(2,057)	(1,599)
Proceeds from Federal Home Loan Bank advances	3,000	8,500
Repayment of Federal Home Loan Bank advances	(9,000)	(2,500)
	<u>4,389</u>	<u>5,789</u>

Summit Bancshares, Ltd.
Consolidated Statements of Cash Flows (Continued)
Years Ended December 31, 2019 and 2018
(Amounts in Thousands)

	<u>2019</u>	<u>2018</u>
Increase in Cash and Cash Equivalents	\$ 7,454	\$ 394
Cash and Cash Equivalents, Beginning of Year	<u>5,607</u>	<u>5,213</u>
Cash and Cash Equivalents, End of Year	<u>\$ 13,061</u>	<u>\$ 5,607</u>
Supplemental Cash Flows Information		
Interest paid	\$ 2,409	\$ 1,710
Income taxes paid, net of refunds	\$ 670	\$ 994
Real estate acquired in settlement of loans	\$ 79	\$ 34

Summit Bancshares, Ltd.
Notes to Consolidated Financial Statements
December 31, 2019 and 2018
(Table Dollar Amounts in Thousands)

Note 1: Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

Summit Bancshares, Ltd. (Company) is a bank holding company the principal activity of which is the ownership and management of its wholly owned subsidiary, First National Bank in Olney (Bank). The Bank is primarily engaged in providing a full range of banking and financial services to individual and corporate customers in Richland, Crawford, Clay and Jasper Counties in Illinois. The Bank is subject to competition from other financial institutions. The Bank is subject to the regulation of certain federal and state agencies and undergoes periodic examinations by those regulatory authorities.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and the Bank. All significant intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

A material estimate that is particularly susceptible to significant change relates to the determination of the allowance for loan losses.

Cash and Cash Equivalents

The Company considers all liquid investments with original maturities of three months or less to be cash equivalents.

At December 31, 2019, the Company's cash accounts exceeded federally insured limits by approximately \$8,622,000, consisting mostly of cash held at the Federal Reserve Bank of St. Louis.

Securities

Certain debt securities that management has the positive intent and ability to hold to maturity are classified as "held to maturity" and recorded at amortized cost. Securities not classified as held to maturity are classified as "available for sale" and recorded at fair value, with unrealized gains and losses excluded from earnings and reported in other comprehensive income (loss). Purchase

Summit Bancshares, Ltd.
Notes to Consolidated Financial Statements
December 31, 2019 and 2018
(Table Dollar Amounts in Thousands)

premiums and discounts are recognized in interest income using the interest method over the terms of the securities. Gains and losses on the sale of securities are recorded on the trade date and are determined using the specific-identification method.

For debt securities with fair value below amortized cost when the Company does not intend to sell a debt security, and it is more likely than not the Company will not have to sell the security before recovery of its cost basis, it recognizes the credit component of an other-than-temporary impairment of a debt security in earnings and the remaining portion in other comprehensive income. For held-to-maturity securities, the amount of an other-than-temporary impairment recorded in other comprehensive income (loss) for the noncredit portion of a previous other-than-temporary impairment is amortized prospectively over the remaining life of the security on the basis of the timing of future estimated cash flows of the security. As of December 31, 2019 and 2018, the Company has no securities in which it believes there are components of other-than-temporary impairment.

Loans Held for Sale

Mortgage loans originated and intended for sale in the secondary market are carried at the lower of cost or fair value in the aggregate. Net unrealized losses, if any, are recognized through a valuation allowance by charges to noninterest income. Gains and losses on sales are recorded in noninterest income, and direct loan origination costs and fees are deferred at origination of the loan and are recognized in noninterest income upon sale of the loan.

Loans

Loans that management has the intent and ability to hold for the foreseeable future or until maturity or payoffs are reported at their outstanding principal balances adjusted for unearned income, charge offs, the allowance for loan losses, any unamortized deferred fees or costs on originated loans and unamortized premiums or discounts on purchased loans.

For loans amortized at cost, interest income is accrued based on the unpaid principal balance. Loan origination fees, net of certain direct origination costs, as well as premiums and discounts, are deferred and amortized as a level yield adjustment over the respective term of the loan.

The accrual of interest on mortgage and commercial loans is discontinued at the time the loan is 90 days past due unless the credit is well secured and in process of collection. Past due status is based on contractual terms of the loan. In all cases, loans are placed on nonaccrual or charged off at an earlier date if collection of principal or interest is considered doubtful.

All interest accrued but not collected for loans that are placed on nonaccrual or charged off are reversed against interest income. The interest on these loans is accounted for on the cash-basis or cost-recovery method, until qualifying for return to accrual. Loans are returned to accrual status when all the principal and interest amounts contractually due are brought current and future payments are reasonably assured.

Summit Bancshares, Ltd.
Notes to Consolidated Financial Statements
December 31, 2019 and 2018
(Table Dollar Amounts in Thousands)

Allowance for Loan Losses

The allowance for loan losses is established as losses are estimated to have occurred through a provision for loan losses charged to income. Loan losses are charged against the allowance when management believes the uncollectibility of a loan balance is confirmed. Subsequent recoveries, if any, are credited to the allowance.

The allowance for loan losses is evaluated on a regular basis by management and is based upon management's periodic review of the collectibility of the loans in light of historical experience, the nature and volume of the loan portfolio, adverse situations that may affect the borrower's ability to repay, estimated value of any underlying collateral and prevailing economic conditions. This evaluation is inherently subjective, as it requires estimates that are susceptible to significant revision as more information becomes available.

The allowance consists of allocated and general components. The allocated component relates to loans that are classified as impaired. For those loans that are classified as impaired, an allowance is established if discounted cash flows (or collateral value or observable market price) of the impaired loan is lower than the carrying value of that loan. The general component covers nonclassified loans and is based on historical charge-off experience and expected loss as determined by the Company's internal risk rating process. Other adjustments may be made to the allowance for pools of loans after an assessment of internal or external influences on credit quality that are not fully reflected in the historical loss or risk rating data.

A loan is considered impaired when, based on current information and events, it is probable the Bank will be unable to collect the scheduled payments of principal or interest when due according to the contractual terms of the loan agreement. Factors considered by management in determining impairment include payment status, collateral value and the probability of collecting scheduled principal and interest payments when due. Loans that experience insignificant payment delays and payment shortfalls generally are not classified as impaired. Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, reasons for the delay, borrower's prior payment record and amount of the shortfall in relation to the principal and interest owed. Large loans are measured for impairment on a loan-by-loan basis by either the present value of expected future cash flows discounted at the loan's effective interest rate, the loan's obtainable market price or the fair value of the collateral if the loan is collateral dependent.

Groups of loans with similar risk characteristics are collectively evaluated for impairment based on the group's historical loss experience adjusted for changes in trends, conditions and other relevant factors that affect repayment of the loans. Accordingly, the Bank does not separately identify individual consumer and residential loans for impairment measurements, unless such loans are the subject of a restructuring agreement due to financial difficulties of the borrower.

Summit Bancshares, Ltd.
Notes to Consolidated Financial Statements
December 31, 2019 and 2018
(Table Dollar Amounts in Thousands)

Premises and Equipment

Depreciable assets are stated at cost less accumulated depreciation. Depreciation is charged to expense using the straight-line method over the estimated useful lives of the assets.

The estimated useful lives for each major depreciable classification of premises and equipment are as follows:

Buildings and improvements	35–40 years
Furniture and fixtures	3–7 years

Long-Lived Asset Impairment

The Company evaluates the recoverability of the carrying value of long-lived assets whenever events or circumstances indicate the carrying amount may not be recoverable. If a long-lived asset is tested for recoverability and the undiscounted estimated future cash flows expected to result from the use and eventual disposition of the asset is less than the carrying amount of the asset, the asset cost is adjusted to fair value and an impairment loss is recognized as the amount by which the carrying amount of a long-lived asset exceeds its fair value.

No asset impairment was recognized during the years ended December 31, 2019 and 2018.

Federal Reserve and Federal Home Loan Bank Stock

Federal Reserve Bank (FRB) and Federal Home Loan Bank (FHLB) stock are required investments for institutions that are members of the FRB and FHLB systems. The required investments in the common stock are based on predetermined formulas, carried at cost and evaluated for impairment.

Foreclosed Assets Held for Sale

Assets acquired through, or in lieu of, loan foreclosure are held for sale and are initially recorded at fair value, less cost to sell at the date of foreclosure, establishing a new cost basis. Subsequent to foreclosure, valuations are periodically performed by management and the assets are carried at the lower of carrying amount or fair value, less cost to sell. Revenue and expenses from operations and changes in the valuation allowance are included in other noninterest income or expense.

Goodwill

Goodwill is evaluated annually for impairment or more frequently if impairment indicators are present. A qualitative assessment is performed to determine whether the existence of events or circumstances leads to a determination that it is more likely than not the fair value is less than the carrying amount, including goodwill. If, based on the evaluation, it is determined to be more likely than not that the fair value is less than the carrying value, then goodwill is tested further for

Summit Bancshares, Ltd.
Notes to Consolidated Financial Statements
December 31, 2019 and 2018
(Table Dollar Amounts in Thousands)

impairment. If the implied fair value of goodwill is lower than its carrying amount, a goodwill impairment is indicated and goodwill is written down to its implied fair value. Subsequent increases in goodwill value are not recognized in the consolidated financial statements.

Treasury Stock

Common stock shares repurchased are recorded at cost. Cost of shares retired or reissued is determined by the first-in, first-out (FIFO) method.

Transfers of Financial Assets

Transfers of financial assets are accounted for as sales when control over the assets has been surrendered. Control over transferred assets is deemed to be surrendered when (1) the assets have been isolated from the Company—put presumptively beyond the reach of the transferor and its creditors, even in bankruptcy or other receivership, (2) the transferee obtains the right (free of conditions that constrain it from taking advantage of that right) to pledge or exchange the transferred assets and (3) the Company does not maintain effective control over the transferred assets through an agreement to repurchase them before their maturity or the ability to unilaterally cause the holder to return specific assets.

Income Taxes

The Company accounts for income taxes in accordance with income tax accounting guidance (Accounting Standards Codification (ASC) 740, *Income Taxes*). The income tax accounting guidance results in two components of income tax expense: current and deferred. Current income tax expense reflects taxes to be paid or refunded for the current period by applying the provisions of the enacted tax law to the taxable income or excess of deductions over revenues. The Company determines deferred income taxes using the liability (or balance sheet) method. Under this method, the net deferred tax asset or liability is based on the tax effects of the differences between the book and tax bases of assets and liabilities, and enacted changes in tax rates and laws are recognized in the period in which they occur. Deferred income tax expense results from changes in deferred tax assets and liabilities between periods. Deferred tax assets are reduced by a valuation allowance if, based on the weight of evidence available, it is more likely than not that some portion or all of a deferred tax asset will not be realized.

Tax positions are recognized if it is more likely than not, based on the technical merits, that the tax position will be realized or sustained upon examination. The term more likely than not means a likelihood of more than 50%; the terms examined and upon examination also include resolution of the related appeals or litigation processes, if any. A tax position that meets the more-likely-than-not recognition threshold is initially and subsequently measured as the largest amount of tax benefit that has a greater than 50% likelihood of being realized upon settlement with a taxing authority that has full knowledge of all relevant information. The determination of whether or not a tax position has met the more-likely-than-not recognition threshold considers the facts, circumstances and information available at the reporting date and is subject to management's judgment.

Summit Bancshares, Ltd.
Notes to Consolidated Financial Statements
December 31, 2019 and 2018
(Table Dollar Amounts in Thousands)

The Company recognizes interest and penalties on income taxes as a component of income tax expense.

The Company files consolidated income tax returns with its subsidiary.

Earnings per Share

Basic earnings per share represents income available to common stockholders divided by the weighted-average number of common shares outstanding during each period. Treasury stock shares are not deemed outstanding for earnings per share calculations.

Comprehensive Income

Comprehensive income consists of net income and other comprehensive income (loss), net of applicable income taxes (benefits). Other comprehensive income (loss) consists exclusively of unrealized appreciation (depreciation) on available-for-sale securities.

Transfers Between Fair Value Hierarchy Levels

Transfers in and out of Level 1 (quoted market prices), Level 2 (other significant observable inputs) and Level 3 (significant unobservable inputs) are recognized on the actual transfer date.

Change in Accounting Principle

On January 1, 2019, the Company adopted the Financial Accounting Standards Board (FASB) Accounting Standards Update (ASU) 2014-09, *Revenue from Contracts with Customers (Topic 606)*. Topic 606 creates a single framework for recognizing revenue from contracts with customers that fall within its scope and revised when it is appropriate to recognize a gain (loss) from the transfer of nonfinancial assets, such as foreclosed assets. The majority of the Company's revenues come from interest income and other sources, including loans and securities that are outside of Topic 606. The Company's services that fall within the scope of Topic 606 are presented within noninterest income in the accompanying statements of income and are recognized as revenue as the Company satisfies its obligation to the customer. Services within the scope of Topic 606 include service charges on deposits, interchange income and the sale of foreclosed assets. See Note 18 for additional information about the Company's revenues that fall within the scope of Topic 606.

The Company adopted Topic 606 using the modified retrospective method applied to all contracts at the date of adoption and no cumulative-effect adjustment was recorded. Comparative prior period information has also not been adjusted and continues to be reported in accordance with previous revenue recognition guidance in ASC Topic 605, *Revenue Recognition*. The Company's adoption of Topic 606 did not result in a change to the timing of revenue recognition.

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Note 2: Restriction on Cash and Due from Banks

The Bank is required to maintain reserve funds in cash and/or on deposit with the FRB. The reserve required at December 31, 2019 and 2018, was \$0 and \$0, respectively.

Note 3: Securities

The amortized cost and approximate fair values, together with gross unrealized gains and losses, of securities are as follows:

	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Available-for-Sale Securities				
December 31, 2019				
U.S. Treasuries	\$ 7,995	\$ 2	\$ (1)	\$ 7,996
U.S. Government agencies	13,449	264	(20)	13,693
U.S. Government sponsored enterprises mortgage-backed securities	1,098	19	-	1,117
State and political subdivisions	20,404	876	(141)	21,139
Other asset-backed – student loans	5,951	-	(49)	5,902
U.S. Government sponsored enterprises collateralized mortgage obligations	35,894	333	(112)	36,115
	<u>\$ 84,791</u>	<u>\$ 1,494</u>	<u>\$ (323)</u>	<u>\$ 85,962</u>
December 31, 2018				
U.S. Treasuries	\$ 19,475	\$ 42	\$ (66)	\$ 19,451
U.S. Government agencies	1,748	-	(2)	1,746
U.S. Government sponsored enterprises mortgage-backed securities	11,937	42	(98)	11,881
U.S. Small Business Administration bond pools	35,490	380	(416)	35,454
U.S. Government sponsored enterprises collateralized mortgage obligations	19,044	25	(365)	18,704
	<u>\$ 87,694</u>	<u>\$ 489</u>	<u>\$ (947)</u>	<u>\$ 87,236</u>

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	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Held-to-Maturity Securities				
December 31, 2019				
State and political subdivisions	\$ 777	\$ -	\$ -	\$ 777
December 31, 2018				
State and political subdivisions	\$ 3,069	\$ -	\$ -	\$ 3,069

The amortized cost and fair value of securities available for sale and held to maturity at December 31, 2019, by contractual maturity, are shown below. Expected maturities will differ from contractual maturities because issuers may have the right to call or prepay obligations with or without call or prepayment penalties.

	Available for Sale		Held to Maturity	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Within one year	\$ 8,925	\$ 8,927	\$ 513	\$ 513
One to five years	636	637	264	264
Five to 10 years	18,127	18,757	-	-
After 10 years	14,160	14,507	-	-
	41,848	42,828	777	777
Mortgage and other asset-backed securities	42,943	43,134	-	-
Totals	\$ 84,791	\$ 85,962	\$ 777	\$ 777

The carrying value of securities pledged as collateral, to secure public deposits and for other purposes, including as collateral for short-term borrowings, approximated \$45,396,000 and \$49,454,000 at December 31, 2019 and 2018, respectively.

Gross gains of approximately \$890,000 and \$45,000 and gross losses of approximately \$130,000 and \$32,000 resulting from sales of available-for-sale securities were realized for 2019 and 2018, respectively.

Certain investments in debt securities are reported in the consolidated financial statements at an amount less than their historical cost. Total fair value of these investments at December 31, 2019 and 2018, was approximately \$23,623,000 and \$54,749,000, respectively, which is approximately 27% and 63%, respectively, of the Company's available-for-sale investment portfolio. These declines primarily resulted from recent increases in market interest rates.

Management believes the declines in fair value for these securities are temporary.

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The following tables show the Company's investments' gross unrealized losses and fair value of the Company's investments with unrealized losses that are not deemed to be other-than-temporarily impaired, aggregated by investment class and length of time that individual securities have been in a continuous unrealized loss position at December 31, 2019 and 2018:

	Less Than 12 Months		12 Months or More		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Available-for-Sale Securities						
December 31, 2019						
U.S. Treasuries	\$ 7	\$ (1)	\$ -	\$ -	\$ 7	\$ (1)
U.S. Government agency	498	(20)	-	-	498	(20)
U.S. Government sponsored enterprises mortgage-backed securities	-	-	-	-	-	-
State and political subdivisions	5,889	(141)	-	-	5,889	(141)
Other asset-backed – student loans	3,947	(49)	-	-	3,947	(49)
U.S. Government sponsored enterprises collateralized mortgage obligations	11,542	(94)	1,740	(18)	13,282	(112)
Total temporarily impaired securities	<u>\$ 21,883</u>	<u>\$ (305)</u>	<u>\$ 1,740</u>	<u>\$ (18)</u>	<u>\$ 23,623</u>	<u>\$ (323)</u>
December 31, 2018						
U.S. Treasuries	\$ 9,399	\$ (27)	\$ 1,714	\$ (39)	\$ 11,113	\$ (66)
U.S. Government agency	1,746	(2)	-	-	1,746	(2)
U.S. Government sponsored enterprises mortgage-backed securities	3,848	(22)	5,778	(76)	9,626	(98)
State and political subdivisions	1,114	(14)	16,256	(402)	17,370	(416)
U.S. Government sponsored enterprises collateralized mortgage obligations	2,862	(22)	12,032	(343)	14,894	(365)
Total temporarily impaired securities	<u>\$ 18,969</u>	<u>\$ (87)</u>	<u>\$ 35,780</u>	<u>\$ (860)</u>	<u>\$ 54,749</u>	<u>\$ (947)</u>

There were no held-to-maturity securities with material unrealized losses at December 31, 2019 and 2018.

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U.S. Treasuries

The unrealized losses on the Company's investments in U.S. Treasury obligations were caused by interest rate increases. The contractual terms of those investments do not permit the issuer to settle the securities at a price less than the amortized cost bases of the investments. Because the Company does not intend to sell the investments and it is not more likely than not the Company will be required to sell the investments before recovery of their amortized cost bases, which may be maturity, the Company does not consider those investments to be other-than-temporarily impaired at December 31, 2019.

U.S. Government Sponsored Enterprises Mortgage-Backed Securities and Collateralized Mortgage Obligations, and Other Asset-Backed Securities

The unrealized losses on the Company's investment in mortgage-backed and other asset-backed securities were caused by changes in interest rates. The Company expects to recover the amortized cost basis over the term of the securities. Because the decline in market value is attributable to changes in interest rates and not credit quality, and because the Company does not intend to sell the investments and it is not more likely than not the Company will be required to sell the investments before recovery of their amortized cost bases, which may be maturity, the Company does not consider those investments to be other-than-temporarily impaired at December 31, 2019.

State and Political Subdivisions

The unrealized losses on the Company's investments in securities of state and political subdivisions were caused by changes in interest rates and illiquidity. The contractual terms of those investments do not permit the issuer to settle the securities at a price less than the amortized cost bases of the investments. Because the Company does not intend to sell the investments and it is not more likely than not the Company will be required to sell the investments before recovery of their amortized cost bases, which may be maturity, the Company does not consider those investments to be other-than-temporarily impaired at December 31, 2019.

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Note 4: Loans and Allowance for Loan Losses

Classes of loans at December 31, 2019 and 2018, include:

	<u>2019</u>	<u>2018</u>
Construction and land development	\$ 2,023	\$ 1,381
Real estate		
Residential	55,666	56,668
Commercial	25,322	25,704
Agricultural	84,757	79,418
Other	2,752	2,582
Commercial		
Agricultural	31,737	31,035
Industrial	18,846	17,934
Consumer	9,495	9,371
Other loans	440	411
	<u>231,038</u>	<u>224,504</u>
Add net deferred loan costs	581	550
Less allowance for loan losses	<u>2,767</u>	<u>2,448</u>
	<u>\$ 228,852</u>	<u>\$ 222,606</u>
Net loans	<u>\$ 228,852</u>	<u>\$ 222,606</u>

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The following tables present the balance in the allowance of loan losses and the recorded investment in loans based on portfolio segment and impairment method as of December 31, 2019 and 2018:

	2019				
	Construction and Land Development	Real Estate			
		Residential	Commercial	Agricultural	Other
Allowance for Loan Losses					
Balance, beginning of year	\$ -	\$ 458	\$ 619	\$ 446	\$ -
Provision (credit) charged to expense	44	51	259	24	-
Losses charged off	(30)	(35)	-	-	-
Recoveries	-	-	-	-	-
Balance, end of year	<u>\$ 14</u>	<u>\$ 474</u>	<u>\$ 878</u>	<u>\$ 470</u>	<u>\$ -</u>
Ending balance					
Individually evaluated for impairment	<u>\$ -</u>	<u>\$ 24</u>	<u>\$ 214</u>	<u>\$ -</u>	<u>\$ -</u>
Ending balance					
Collectively evaluated for impairment	<u>\$ 14</u>	<u>\$ 450</u>	<u>\$ 664</u>	<u>\$ 470</u>	<u>\$ -</u>
Loans					
Ending balance	<u>\$ 2,023</u>	<u>\$ 55,666</u>	<u>\$ 25,322</u>	<u>\$ 84,757</u>	<u>\$ 2,752</u>
Ending balance					
Individually evaluated for impairment	<u>\$ -</u>	<u>\$ 331</u>	<u>\$ 1,425</u>	<u>\$ 1,150</u>	<u>\$ -</u>
Ending balance					
Collectively evaluated for impairment	<u>\$ 2,023</u>	<u>\$ 55,335</u>	<u>\$ 23,897</u>	<u>\$ 83,607</u>	<u>\$ 2,752</u>
	Commercial			Other	
	Agricultural	Industrial	Consumer	Loans	Total
Allowance for Loan Losses					
Balance, beginning of year	\$ 353	\$ 319	\$ 218	\$ 35	\$ 2,448
Provision (credit) charged to expense	26	(45)	41	40	440
Losses charged off	-	-	(30)	(54)	(149)
Recoveries	-	-	15	13	28
Balance, end of year	<u>\$ 379</u>	<u>\$ 274</u>	<u>\$ 244</u>	<u>\$ 34</u>	<u>\$ 2,767</u>
Ending balance					
Individually evaluated for impairment	<u>\$ -</u>	<u>\$ 17</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 255</u>
Ending balance					
Collectively evaluated for impairment	<u>\$ 379</u>	<u>\$ 257</u>	<u>\$ 244</u>	<u>\$ 34</u>	<u>\$ 2,512</u>
Loans					
Ending balance	<u>\$ 31,737</u>	<u>\$ 18,846</u>	<u>\$ 9,495</u>	<u>\$ 440</u>	<u>\$ 231,038</u>
Ending balance					
Individually evaluated for impairment	<u>\$ 155</u>	<u>\$ 295</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3,356</u>
Ending balance					
Collectively evaluated for impairment	<u>\$ 31,582</u>	<u>\$ 18,551</u>	<u>\$ 9,495</u>	<u>\$ 440</u>	<u>\$ 227,682</u>

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	2018				
	Construction and Land Development	Real Estate			
		Residential	Commercial	Agricultural	Other
Allowance for Loan Losses					
Balance, beginning of year	\$ -	\$ 345	\$ 509	\$ 316	\$ -
Provision (credit) charged to expense	-	110	480	130	-
Losses charged off	-	-	(370)	-	-
Recoveries	-	3	-	-	-
	<u>\$ -</u>	<u>\$ 458</u>	<u>\$ 619</u>	<u>\$ 446</u>	<u>\$ -</u>
Balance, end of year	<u>\$ -</u>	<u>\$ 458</u>	<u>\$ 619</u>	<u>\$ 446</u>	<u>\$ -</u>
Ending balance					
Individually evaluated for impairment	<u>\$ -</u>	<u>\$ 18</u>	<u>\$ 20</u>	<u>\$ 1</u>	<u>\$ -</u>
Ending balance					
Collectively evaluated for impairment	<u>\$ -</u>	<u>\$ 440</u>	<u>\$ 599</u>	<u>\$ 445</u>	<u>\$ -</u>
Loans					
Ending balance	<u>\$ 1,381</u>	<u>\$ 56,668</u>	<u>\$ 25,704</u>	<u>\$ 79,418</u>	<u>\$ 2,582</u>
Ending balance					
Individually evaluated for impairment	<u>\$ -</u>	<u>\$ 326</u>	<u>\$ 938</u>	<u>\$ 1,040</u>	<u>\$ -</u>
Ending balance					
Collectively evaluated for impairment	<u>\$ 1,381</u>	<u>\$ 56,342</u>	<u>\$ 24,766</u>	<u>\$ 78,378</u>	<u>\$ 2,582</u>
	Commercial			Other	
	Agricultural	Industrial	Consumer	Loans	Total
Allowance for Loan Losses					
Balance, beginning of year	\$ 523	\$ 576	\$ 269	\$ 32	\$ 2,570
Provision (credit) charged to expense	(170)	(245)	(34)	14	285
Losses charged off	-	(55)	(43)	(23)	(491)
Recoveries	-	43	26	12	84
	<u>\$ 353</u>	<u>\$ 319</u>	<u>\$ 218</u>	<u>\$ 35</u>	<u>\$ 2,448</u>
Balance, end of year	<u>\$ 353</u>	<u>\$ 319</u>	<u>\$ 218</u>	<u>\$ 35</u>	<u>\$ 2,448</u>
Ending balance					
Individually evaluated for impairment	<u>\$ -</u>	<u>\$ 105</u>	<u>\$ 3</u>	<u>\$ -</u>	<u>\$ 147</u>
Ending balance					
Collectively evaluated for impairment	<u>\$ 353</u>	<u>\$ 214</u>	<u>\$ 215</u>	<u>\$ 35</u>	<u>\$ 2,301</u>
Loans					
Ending balance	<u>\$ 31,035</u>	<u>\$ 17,934</u>	<u>\$ 9,371</u>	<u>\$ 411</u>	<u>\$ 224,504</u>
Ending balance					
Individually evaluated for impairment	<u>\$ -</u>	<u>\$ 342</u>	<u>\$ 3</u>	<u>\$ -</u>	<u>\$ 2,649</u>
Ending balance					
Collectively evaluated for impairment	<u>\$ 31,035</u>	<u>\$ 17,592</u>	<u>\$ 9,368</u>	<u>\$ 411</u>	<u>\$ 221,855</u>

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Internal Risk Categories

Loan grades are lettered A through H. Grades A through D are considered pass grades. The grade of E, or Other Assets Especially Mentioned, represents loans of lower quality and is considered criticized. The grades of F, or Substandard, and G, or Doubtful, refer to assets that are classified. The use and application of these grades by the Bank will be uniform and shall conform to the Bank's policy.

Excellent (A) – Excellent financial condition and debt service capacity. Sound documented source of repayment.

Good (B) – Strong financial condition and debt service capacity. Sound documented source of repayment.

Satisfactory (C) – Satisfactory financial condition and debt service. Performing as agreed. Financial profile and trends warrant monitoring. Vulnerable to changing economic or industry conditions.

Acceptable (Watch) (D) – Strained cash flow may cause some slowness. Increasing leverage. Declining earnings. Adverse economic conditions may negatively impact.

Other Assets Especially Mentioned/Special Mention (E) – Warning – Transitional grade. Potential weakness that may inadequately protect the Bank's credit position. Adverse economic or market conditions may negatively impact.

Substandard (F) – Well defined weaknesses that jeopardize orderly reduction of debts. Inadequately protected by the sound worth or paying capacity of the obligor or collateral pledged.

Doubtful (G) – All weaknesses inherent to grade F with the added characteristic that weaknesses make collection or liquidation in full, based on current fact, conditions and values, highly improbable.

Loss (H) – Loans considered uncollectible and of such little value that their continuance as bankable assets is not warranted.

Risk characteristics applicable to each segment of the loan portfolio are described as follows.

Residential 1–4 Family Real Estate: The residential 1–4 family real estate loans are generally secured by owner-occupied 1–4 family residences. Repayment of these loans is primarily dependent on the personal income and credit rating of the borrowers. Credit risk in these loans can be impacted by economic conditions within the Company's market areas that might impact either property values or a borrower's personal income. Risk is mitigated by the fact that the loans are of smaller individual amounts and spread over a large number of borrowers.

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Commercial Real Estate: Commercial real estate loans typically involve larger principal amounts and repayment of these loans is generally dependent on the successful operations of the property securing the loan or the business conducted on the property securing the loan. These loans are viewed primarily as cash flow loans and secondarily as loans secured by real estate. Credit risk in these loans may be impacted by the creditworthiness of a borrower, property values and the local economies in the Company's market areas.

Agricultural and Agricultural Real Estate: Agricultural and agricultural real estate loans are primarily for annual operating lines and land acquisition. Agricultural loans are dependent on the condition of the farming industry, including productivity, yields and market pricing for farm products at the time of sale. Appraisals are obtained to support the loan amount. Financial information is obtained from the borrowers to evaluate cash flow sufficiency to service debt.

Construction and Land Development Real Estate: Construction and land development real estate loans are usually based upon estimates of costs and estimated value of the completed project and include independent appraisal reviews and a financial analysis of the developers and property owners. Sources of repayment of these loans may include permanent loans, sales of developed property or an interim loan commitment from the Company until permanent financing is obtained. These loans are considered to be higher risk than other real estate loans due to their ultimate repayment being sensitive to interest rate changes, general economic conditions and the availability of long-term financing. Credit risk in these loans may be impacted by the creditworthiness of a borrower, property values and the local economies in the Company's market areas.

Commercial: The commercial portfolio includes loans to commercial and individual customers for use in financing working capital needs, equipment purchases and expansions. The loans in this category are repaid primarily from the cash flow of a borrower's principal business operation. Credit risk in these loans is driven by creditworthiness of a borrower and the economic conditions that impact the cash flow stability from business operations.

Consumer: The consumer loan portfolio consists of various term and line-of-credit loans, such as automobile loans and loans for other personal purposes. Repayment for these types of loans will come from a borrower's income sources that are typically independent of the loan purpose. Credit risk is driven by consumer economic factors (such as unemployment and general economic conditions in the Company's market area) and the creditworthiness of a borrower.

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The following tables present the credit risk profile of the Company's loan portfolio based on internal rating category and payment activity as of December 31, 2019 and 2018:

	2019				
	Construction and Land Development	Real Estate			
	Residential	Commercial	Agricultural	Other	
Pass (A-D)	\$ 1,923	\$ 53,862	\$ 23,337	\$ 75,205	\$ 2,752
Special Mention (E)	-	585	767	4,556	-
Substandard (F)	100	1,219	1,218	4,996	-
Total	\$ 2,023	\$ 55,666	\$ 25,322	\$ 84,757	\$ 2,752
	Commercial			Other Loans	Total
	Agricultural	Industrial	Consumer		
Pass (A-D)	\$ 29,060	\$ 17,660	\$ 9,355	\$ 440	\$ 213,594
Special Mention (E)	766	225	61	-	6,960
Substandard (F)	1,911	961	79	-	10,484
Total	\$ 31,737	\$ 18,846	\$ 9,495	\$ 440	\$ 231,038
	2018				
	Construction and Land Development	Real Estate			
	Residential	Commercial	Agricultural	Other	
Pass (A-D)	\$ 1,334	\$ 55,174	\$ 23,565	\$ 73,959	\$ 2,582
Special Mention (E)	-	772	819	4,406	-
Substandard (F)	47	722	1,320	1,053	-
Total	\$ 1,381	\$ 56,668	\$ 25,704	\$ 79,418	\$ 2,582
	Commercial			Other Loans	Total
	Agricultural	Industrial	Consumer		
Pass (A-D)	\$ 28,982	\$ 16,601	\$ 9,270	\$ 411	\$ 211,878
Special Mention (E)	2,028	339	37	-	8,401
Substandard (F)	25	994	64	-	4,225
Total	\$ 31,035	\$ 17,934	\$ 9,371	\$ 411	\$ 224,504

The Company evaluates the loan risk grading system definitions and allowance for loan loss methodology on an ongoing basis. No significant changes were made to either during the past year.

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The following tables present the Company's loan portfolio aging analysis of the recorded investment in loans as of December 31, 2019 and 2018:

	2019						
	30-59 Days Past Due	60-89 Days Past Due	Greater Than 90 Days	Total Past Due	Current	Total Loans Receivable	Total Loans > 90 Days and Accruing
Construction and land development	\$ 162	\$ -	\$ -	\$ 162	\$ 1,861	\$ 2,023	\$ -
Real estate							
Residential	1,379	258	178	1,815	53,851	55,666	-
Commercial	788	-	244	1,032	24,290	25,322	-
Agricultural	884	-	337	1,221	83,536	84,757	-
Other	-	-	-	-	2,752	2,752	-
Commercial							
Agricultural	78	-	-	78	31,659	31,737	-
Industrial	35	43	-	78	18,768	18,846	-
Consumer	124	29	-	153	9,342	9,495	-
Other loans	-	-	-	-	440	440	-
Total	\$ 3,450	\$ 330	\$ 759	\$ 4,539	\$ 226,499	\$ 231,038	\$ -
	2018						
	30-59 Days Past Due	60-89 Days Past Due	Greater Than 90 Days	Total Past Due	Current	Total Loans Receivable	Total Loans > 90 Days and Accruing
Construction and land development	\$ -	\$ -	\$ 47	\$ 47	\$ 1,334	\$ 1,381	\$ -
Real estate							
Residential	1,634	525	218	2,377	54,291	56,668	-
Commercial	-	133	-	133	25,571	25,704	-
Agricultural	297	15	237	549	78,869	79,418	113
Other	-	-	-	-	2,582	2,582	-
Commercial							
Agricultural	37	6	-	43	30,992	31,035	-
Industrial	21	23	30	74	17,860	17,934	-
Consumer	111	42	3	156	9,215	9,371	-
Other loans	-	1	1	2	409	411	-
Total	\$ 2,100	\$ 745	\$ 536	\$ 3,381	\$ 221,123	\$ 224,504	\$ 113

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A loan is considered impaired, in accordance with the impairment accounting guidance (ASC 310-10-35-16), when based on current information and events, it is probable the Company will be unable to collect all amounts due from the borrower in accordance with the contractual terms of the loan. Impaired loans include nonperforming commercial loans, but also include loans modified in troubled debt restructurings.

The following tables present impaired loans for the years ended December 31, 2019 and 2018:

	2019					
	Recorded Balance	Unpaid Principal Balance	Specific Allowance	Average Investment in Impaired Loans	Interest Income Recognized	Cash Basis Interest Recognized
Loans without a specific valuation allowance						
Real estate						
Residential	\$ 134	\$ 134	\$ -	\$ 146	\$ -	\$ 2
Commercial	674	674	-	694	7	5
Agricultural	1,150	1,150	-	913	30	35
Commercial						
Agricultural	155	155	-	79	1	6
Industrial	268	268	-	290	-	-
Consumer	-	-	-	-	-	-
Loans with a specific valuation allowance						
Real estate						
Residential	197	197	24	86	5	6
Commercial	751	751	214	645	20	23
Agricultural	-	-	-	-	-	-
Commercial						
Agricultural	-	-	-	-	-	-
Industrial	27	27	17	21	-	-
Consumer	-	-	-	-	-	-
Total						
Real estate						
Residential	\$ 331	\$ 331	\$ 24	\$ 232	\$ 5	\$ 8
Commercial	1,425	1,425	214	1,339	27	28
Agricultural	1,150	1,150	-	913	30	35
Commercial						
Agricultural	155	155	-	79	1	6
Industrial	295	295	17	311	-	-
Consumer	-	-	-	-	-	-
Total	<u>\$ 3,356</u>	<u>\$ 3,356</u>	<u>\$ 255</u>	<u>\$ 2,874</u>	<u>\$ 63</u>	<u>\$ 77</u>

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	2018					
	Recorded Balance	Unpaid Principal Balance	Specific Allowance	Average Investment in Impaired Loans	Interest Income Recognized	Cash Basis Interest Recognized
Loans without a specific valuation allowance						
Real estate						
Residential	\$ 77	\$ 77	\$ -	\$ 82	\$ -	\$ -
Commercial	256	256	-	201	2	3
Agricultural	964	964	-	325	44	44
Commercial						
Industrial	30	30	-	36	-	-
Consumer	-	-	-	-	-	-
Loans with a specific valuation allowance						
Real estate						
Residential	249	249	18	243	1	1
Commercial	682	682	20	346	-	-
Agricultural	76	76	1	19	3	3
Commercial						
Industrial	312	312	105	321	16	14
Consumer	3	3	3	3	-	-
Total						
Real estate						
Residential	\$ 326	\$ 326	\$ 18	\$ 325	\$ 1	\$ 1
Commercial	938	938	20	547	2	3
Agricultural	1,040	1,040	1	344	47	47
Commercial						
Industrial	342	342	105	357	16	14
Consumer	3	3	3	3	-	-
Total	<u>\$ 2,649</u>	<u>\$ 2,649</u>	<u>\$ 147</u>	<u>\$ 1,576</u>	<u>\$ 66</u>	<u>\$ 65</u>

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The following table presents the Company's nonaccrual loans at December 31, 2019 and 2018. This table excludes purchased impaired loans and performing troubled debt restructurings.

	<u>2019</u>	<u>2018</u>
Construction and land development	\$ 6	\$ 47
Real estate		
Residential	572	483
Commercial	785	938
Agricultural	338	206
Commercial		
Agricultural	155	25
Industrial	35	84
Consumer	13	19
	<u>\$ 1,904</u>	<u>\$ 1,802</u>
Total	<u>\$ 1,904</u>	<u>\$ 1,802</u>

At December 31, 2019 and 2018, the Company had a number of loans that were modified in troubled debt restructurings and impaired. The modification of terms of such loan included one or a combination of the following: an extension of maturity, a reduction of the stated interest rate or a permanent reduction of the recorded investment in the loan.

The following table presents information regarding troubled debt restructurings by class for the years ended December 31, 2019 and 2018.

Newly classified troubled debt restructurings:

	<u>2019</u>	
	<u>Pre- Modification Recorded Balance</u>	<u>Post- Modification Recorded Balance</u>
<u>Number of Loans</u>		
Real estate		
Commercial	1	\$ 455
	<u>\$</u>	<u>\$ 455</u>

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	2018		
	Number of Loans	Pre- Modification Recorded Balance	Post- Modification Recorded Balance
Real estate			
Commercial	1	\$ 1,073	\$ 704
Commercial			
Industrial	1	344	344
Consumer	1	3	3
Total	3	\$ 1,420	\$ 1,051

The troubled debt restructurings described above were considered impaired by the Bank and had specific allocations in the December 31, 2019 and 2018, allowance for loan losses calculations totaling approximately \$177,000 and \$125,000, respectively. The troubled debt restructurings resulted in charge offs totaling approximately \$0 and \$369,000 during the years ended December 31, 2019 and 2018, respectively.

Newly restructured loans by type of modification:

	2019			
	Interest Only	Term	Combination	Total Modification
Real estate				
Commercial	\$ -	\$ -	\$ 455	\$ 455
Total	\$ -	\$ -	\$ 455	\$ 455
	2018			
	Interest Only	Term	Combination	Total Modification
Real estate				
Commercial	\$ -	\$ -	\$ 704	\$ 704
Commercial				
Industrial	-	344	-	344
Consumer	-	-	3	3
Total	\$ -	\$ 344	\$ 707	\$ 1,051

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The troubled debt restructurings described above were performing pursuant to their modified terms at December 31, 2019. No troubled debt restructurings modified in the 12 months ended December 31, 2019, subsequently defaulted. During 2019, one borrower with a commercial real estate loan designated as a troubled debt restructuring with a balance at December 31, 2019, of approximately \$640,000 met the criteria for placement back on accrual status. This criteria is a minimum of six months payment performance under existing or modified terms.

Note 5: Loan Servicing

Loans serviced for others are not included in the accompanying consolidated balance sheets. The risks inherent in mortgage servicing assets relate primarily to changes in prepayments that result from shifts in mortgage interest rates. The unpaid principal balances of mortgage loans serviced for others were approximately \$34,841,000 and \$35,538,000 at December 31, 2019 and 2018, respectively. Total mortgage servicing rights were approximately \$261,000 and \$267,000 at December 31, 2019 and 2018, respectively. The mortgage servicing rights are included within the other assets line item of the consolidated balance sheets.

Note 6: Premises and Equipment

Major classifications of premises and equipment, stated at cost, are as follows:

	<u>2019</u>	<u>2018</u>
Land	\$ 1,035	\$ 920
Buildings and improvements	3,119	3,142
Furniture and fixtures	<u>3,402</u>	<u>3,337</u>
	7,556	7,399
Less accumulated depreciation	<u>4,826</u>	<u>4,800</u>
Net premises and equipment	<u>\$ 2,730</u>	<u>\$ 2,599</u>

Note 7: Interest-Bearing Time Deposits

Interest-bearing time deposits in denominations of \$250,000 or more were approximately \$18,247,000 and \$10,913,000 at December 31, 2019 and 2018, respectively.

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At December 31, 2019, the scheduled maturities of time deposits are as follows:

2020	\$ 36,083
2021	30,255
2022	6,990
2023	4,403
2024	2,882
	<u>80,613</u>
	<u>\$ 80,613</u>

Note 8: Short-Term Borrowings

Short-term borrowings included the following at December 31, 2019 and 2018:

	<u>2019</u>	<u>2018</u>
Securities sold under repurchase agreements	<u>\$ 2,338</u>	<u>\$ 2,062</u>

Securities sold under agreements to repurchase at December 31, 2019 and 2018, respectively, consist of obligations of the Company to other parties. The maximum amount of outstanding agreements at any month-end during 2019 and 2018 totaled approximately \$3,609,000 and \$4,747,000, respectively, and the monthly average of such agreements totaled approximately \$2,816,000 and \$3,348,000, respectively. The agreements at December 31, 2019, mature on an overnight and continuous basis.

Securities sold under agreements to repurchase are secured by U.S. Government agency and government sponsored enterprise (GSE) collateralized mortgage obligation securities totaling approximately \$1,062,000 and \$2,963,000, respectively, at December 31, 2019. The Company may be required to provide additional collateral securing the borrowings in the event of principal paydowns or decreases in the market values of the pledged securities. The Company mitigates this risk by monitoring the market value and liquidity of the collateral and ensuring that it holds a sufficient level of eligible securities to cover potential increases in collateral requirements.

Note 9: Income Taxes

The provision for income taxes includes these components:

	<u>2019</u>	<u>2018</u>
Taxes currently payable	\$ 1,445	\$ 458
Deferred income taxes	(4)	665
	<u>1,441</u>	<u>1,123</u>
Income tax expense	<u>\$ 1,441</u>	<u>\$ 1,123</u>

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A reconciliation of income tax expense at the statutory rate to the Company's actual income tax expense is shown below:

	<u>2019</u>	<u>2018</u>
Federal statutory income tax at 21%	\$ 1,183	\$ 995
Increase (decrease) resulting from		
State income taxes, net of federal benefit	385	350
Tax-exempt income	(131)	(208)
Other	4	(14)
	<u>4</u>	<u>(14)</u>
Actual tax expense	<u>\$ 1,441</u>	<u>\$ 1,123</u>

The tax effects of temporary differences related to deferred taxes shown on the balance sheets were:

	<u>2019</u>	<u>2018</u>
Deferred tax assets		
Unrealized loss on available-for-sale securities	\$ -	\$ 130
Allowance for loan losses	607	517
Interest on nonaccrual loans	29	22
Deferred compensation	9	9
Other	1	3
	<u>646</u>	<u>681</u>
Total assets	<u>646</u>	<u>681</u>
Deferred tax liabilities		
Unrealized gain on available-for-sale securities	(334)	-
Depreciation	(190)	(175)
Goodwill and intangibles	(1,329)	(1,329)
Deferred loan fees	(165)	(156)
Mortgage servicing rights	(74)	(76)
Accrual to cash method adjustment	(580)	(512)
	<u>(2,672)</u>	<u>(2,248)</u>
Total liabilities	<u>(2,672)</u>	<u>(2,248)</u>
Net deferred tax liability	<u>\$ (2,026)</u>	<u>\$ (1,567)</u>

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Tax Reform – Tax Cuts and Jobs Act

On December 22, 2017, the United States enacted tax reform legislation through the *Tax Cuts and Jobs Act*, which significantly changed the existing United States tax laws, including a reduction in the corporate tax rate from 35% to 21%, as well as other changes. Additionally, as a result of enactment of the legislation, the Company was eligible to change its overall method of accounting for income taxes from the accrual method to the cash method. This change in method resulted in an income tax deduction of approximately \$239,000 and \$1,881,000 for the years ended December 31, 2019 and 2018, respectively, and the generation of deferred tax liability of approximately \$580,000 and \$512,000 as of December 31, 2019 and 2018, respectively.

Note 10: Accumulated Other Comprehensive Income (Loss)

Accumulated other comprehensive income (loss), as included in stockholders' equity at December 31, 2019 and 2018, consisted solely of net unrealized gains (losses) on available-for-sale securities in the amounts of \$1,171,000 and \$(458,000) respectively, net of tax (benefit) of \$334,000 and \$(131,000), respectively.

Net realized gains on sales of available-for-sale securities within the consolidated statements of income include reclassifications from accumulated other comprehensive income of \$760,000 and \$13,000 for the years ended December 31, 2019 and 2018, respectively. Provision for income taxes for the years then ended includes \$217,000 and \$4,000, respectively, of expense resulting from accumulated other comprehensive income reclassifications for net realized gains on sales of available-for-sale securities.

In 2018, the Company adopted the provisions of Accounting Standards Update (ASU) 2018-02, *Income Statement—Reporting Comprehensive Income (Topic 220): Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income*. As a result, the Company reclassified approximately \$35,000 of stranded tax effects to retained earnings.

Note 11: Regulatory Matters

The Bank is subject to various regulatory capital requirements administered by the federal banking agencies. Failure to meet minimum capital requirements can initiate certain mandatory and possibly additional discretionary actions by regulators that, if undertaken, could have a direct material effect on the Company's consolidated financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Bank must meet specific capital guidelines that involve quantitative measures of the Bank's assets, liabilities and certain off-balance-sheet items as calculated under U.S. generally accepted accounting principles, regulatory reporting requirements and regulatory capital standards. The Bank's capital amounts and classification are also subject to qualitative judgments by the regulators about components, risk weightings and other factors. Furthermore, the Bank's regulators could require adjustments to regulatory capital not reflected in these consolidated financial statements.

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Quantitative measures established by regulatory reporting standards to ensure capital adequacy require the Bank to maintain minimum amounts and ratios (set forth in the table below) of total and Tier I capital (as defined) to risk-weighted assets (as defined), common equity Tier I capital (as defined) to total risk-weighted assets (as defined) and of Tier I capital (as defined) to average assets (as defined). Management believes, as of December 31, 2019 and 2018, that the Bank meets all capital adequacy requirements to which it is subject.

As of December 31, 2019, the most recent notification from the Office of the Comptroller of the Currency categorized the Bank as well capitalized under the regulatory framework for prompt corrective action. To be categorized as well capitalized, the Bank must maintain minimum total risk-based capital, Tier I risk-based capital, common equity Tier I risk-based capital and Tier I leverage ratios as set forth in the table. There are no conditions or events since that notification that management believes have changed the Bank's category.

The Bank's actual capital amounts and ratios are also presented in the table below.

	Actual		For Capital Adequacy Purposes		Minimum To Be Well Capitalized Under Prompt Corrective Action Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
As of December 31, 2019						
Total capital						
(to risk-weighted assets)	\$ 41,925	17.48%	\$ 19,183	8.00%	\$ 23,979	10.00%
Tier I capital						
(to risk-weighted assets)	\$ 39,158	16.33%	\$ 14,388	6.00%	\$ 19,183	8.00%
Common equity Tier I capital						
(to risk-weighted assets)	\$ 39,158	16.33%	\$ 10,791	4.50%	\$ 15,586	6.50%
Tier I capital						
(to average assets)	\$ 39,158	11.27%	\$ 13,897	4.00%	\$ 17,371	5.00%
As of December 31, 2018						
Total capital						
(to risk-weighted assets)	\$ 39,464	17.55%	\$ 17,987	8.00%	\$ 22,484	10.00%
Tier I capital						
(to risk-weighted assets)	\$ 37,016	16.46%	\$ 13,491	6.00%	\$ 17,987	8.00%
Common equity Tier I capital						
(to risk-weighted assets)	\$ 37,016	16.46%	\$ 10,118	4.50%	\$ 14,615	6.50%
Tier I capital						
(to average assets)	\$ 37,016	11.18%	\$ 13,246	4.00%	\$ 16,557	5.00%

The above minimum capital requirements exclude the capital conservation buffer required to avoid limitations on capital distributions, including dividend payments and certain discretionary bonus payments to executive officers. The capital conservation buffer was being phased in from 0.00%

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for 2015 to 2.50% by 2019. The capital conservation buffer was 2.50% at December 31, 2019. The net unrealized gain or loss on available-for-sale securities is not included in computing regulatory capital.

The Bank is subject to certain restrictions on the amount of dividends that it may declare without prior regulatory approval. At December 31, 2019, approximately \$6,578,000 of retained earnings were available for dividend declaration without prior regulatory approval.

Basel III Capital Rules

In July 2013, the three federal bank regulatory agencies jointly published final rules (the Basel III Capital Rules) establishing a new comprehensive capital framework for U.S. banking organizations. The rules implement the Basel Committee's December 2010 framework known as "Basel III" for strengthening international capital standards, as well as certain provisions of the *Dodd-Frank Act*. These rules substantially revise the risk-based capital requirements applicable to bank holding companies and depository institutions, compared to the current U.S. risk-based capital rules. The Basel III Capital Rules define the components of capital and address other issues affecting the numerator in banking institutions' regulatory capital ratios. These rules also address risk weights and other issues affecting the denominator in banking institutions' regulatory capital ratios and replace the existing risk-weighting approach with a more risk-sensitive approach. The Basel III Capital Rules were effective for the Bank on January 1, 2015 (subject to a four-year phase-in period).

The Basel III Capital Rules, among other things, (i) introduce a new capital measure called "Common Equity Tier 1" (CET1), (ii) specify that Tier 1 capital consist of CET1 and "Additional Tier 1 Capital" instruments meeting specified requirements, (iii) define CET1 narrowly by requiring that most deductions/adjustments to regulatory capital measures be made to CET1 and not to the other components of capital and (iv) expand the scope of the deductions/adjustments as compared to existing regulations.

Note 12: Related-Party Transactions

At December 31, 2019 and 2018, the Company had loans outstanding to executive officers, directors, significant shareholders and their affiliates (related parties), in the amount of \$2,443,000 and \$2,622,000, respectively.

In management's opinion, such loans and other extensions of credit and deposits were made in the ordinary course of business and were made on substantially the same terms (including interest rates and collateral) as those prevailing at the time for comparable transactions with other persons. Further, in management's opinion, these loans did not involve more than normal risk of collectibility or present other unfavorable features.

Deposits from related parties held by the Company at December 31, 2019 and 2018, totaled \$6,767,000 and \$6,970,000, respectively.

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Note 13: Employee Benefits

The Company has a contributory 401(k) pension plan covering substantially all employees. The Company matches 40% of the employee's contribution on the first 4% of the employee's compensation. In addition, the Company may make discretionary profit-sharing contributions. For 2019 and 2018, an additional 6% of eligible employees' compensation was contributed to the 401(k) pension plan through these discretionary contributions. Employer contributions charged to expense for 2019 and 2018 were \$273,000 and \$256,000, respectively.

The Bank has a deferred compensation agreement with certain retired directors. The agreement provides for monthly payments based on a percentage of the director's monthly compensation at retirement. The charge to expense for the agreement was \$17,000 and \$2,000 for 2019 and 2018, respectively. The Bank's recorded obligation under the arrangement is \$33,000 and \$32,000 at December 31, 2019 and 2018, respectively, and is included in other liabilities on the consolidated balance sheets. The agreement also contains a provision that would accelerate the payments under the agreement at their fully vested amounts should there be a change in control of the Bank, as defined in the agreement.

Note 14: Disclosures About Fair Value of Assets and Liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- Level 1** Quoted prices in active markets for identical assets or liabilities
- Level 2** Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities
- Level 3** Unobservable inputs that are supported by little or no market activity and are significant to the fair value of the assets or liabilities

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Recurring Measurements

The following tables present the fair value measurements of assets recognized in the accompanying consolidated balance sheets measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2019 and 2018:

	2019			
	Fair Value	Fair Value Measurements Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Available-for-Sale Securities				
U.S. Treasuries	\$ 7,996	\$ 7,996	\$ -	\$ -
U.S. Government agencies	13,693	-	13,693	-
U.S. Government sponsored enterprises mortgage-backed securities	1,117	-	1,117	-
State and political subdivisions	21,139	-	21,139	-
Other asset-backed – student loans	5,902	-	5,902	-
U.S. Government sponsored enterprises collateralized mortgage obligations	36,115	-	36,115	-
	<u>\$ 85,962</u>	<u>\$ 7,996</u>	<u>\$ 77,966</u>	<u>\$ -</u>

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	2018				
	Fair Value Measurements Using				
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Available-for-Sale Securities					
U.S. Treasuries	\$ 19,451	\$ 19,451	\$ -	\$ -	
U.S. Government agencies	1,746	-	1,746	-	
U.S. Government sponsored enterprises mortgage-backed securities	11,881	-	11,881	-	
State and political subdivisions	35,454	-	35,454	-	
U.S. Government sponsored enterprises collateralized mortgage obligations	18,704	-	18,704	-	
	<u>\$ 87,236</u>	<u>\$ 19,451</u>	<u>\$ 67,785</u>	<u>\$ -</u>	

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying consolidated balance sheets, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the year ended December 31, 2019.

Available-for-Sale Securities

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. If quoted market prices are not available, then fair values are estimated by using quoted prices of securities with similar characteristics or independent asset pricing services and pricing models, the inputs of which are market-based or independently sourced market parameters, including, but not limited to, yield curves, interest rates, volatilities, prepayments, defaults, cumulative loss projections and cash flows. Such securities are classified in Level 2 of the valuation hierarchy. In certain cases where Level 1 or Level 2 inputs are not available, securities are classified within Level 3 of the hierarchy. The Bank had no securities measured using Level 3 inputs at December 31, 2019 and 2018.

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Nonrecurring Measurements

The following table presents the fair value measurement of assets measured at fair value on a nonrecurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2019 and 2018:

	Fair Value Measurements Using			
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
December 31, 2019				
Collateral-dependent impaired loans, net of ALLL	\$ 758	\$ -	\$ -	\$ 758
December 31, 2018				
Collateral-dependent impaired loans, net of ALLL	\$ 1,297	\$ -	\$ -	\$ 1,297

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a nonrecurring basis and recognized in the accompanying balance sheets, as well as the general classification of such assets pursuant to the valuation hierarchy. For assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

Collateral-Dependent Impaired Loans, Net of Allowance for Loan Losses

The estimated fair value of collateral-dependent impaired loans is based on the appraised fair value of the collateral, less estimated cost to sell. Collateral-dependent impaired loans are classified within Level 3 of the fair value hierarchy.

The Company considers the appraisal or evaluation as the starting point for determining fair value and then considers other factors and events in the environment that may affect the fair value. Appraisals of the collateral underlying collateral-dependent loans are obtained when the loan is determined to be collateral-dependent and subsequently as deemed necessary by the chief financial officer (CFO) and senior lending personnel. Appraisals are reviewed for accuracy and consistency by the CFO and senior lending personnel. Appraisers are selected from the list of approved appraisers maintained by management. The appraised values are reduced by discounts to consider

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lack of marketability and estimated cost to sell if repayment or satisfaction of the loan is dependent on the sale of the collateral. These discounts and estimates are developed by the CFO and senior lending personnel by comparison to historical results.

Unobservable (Level 3) Inputs

Company management valued collateral-dependent impaired loans on a nonrecurring basis in 2019 and 2018, considering market comparable properties, discounted for comparability adjustments and marketability discounts. These adjustments are considered unobservable inputs and ranged from 20% to 30% in 2019, with a weighted-average discount of approximately 26%. In 2018, the adjustments ranged from 0% to 26%, with a weighted-average discount of approximately 17%.

Note 15: Significant Estimates and Concentrations

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Estimates related to the allowance for loan losses are reflected in the note regarding loans. Current vulnerabilities due to certain concentrations of credit risk are discussed in the note on commitments and credit risk. Other significant estimates and concentrations include:

General Litigation

The Company is subject to claims and lawsuits that arise primarily in the ordinary course of business. It is the opinion of management that the disposition or ultimate resolution of such claims and lawsuits will not have a material adverse effect on the consolidated financial position, results of operations and cash flows of the Company.

Investments

The Company invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the accompanying consolidated balance sheets.

Loan Concentrations

At December 31, 2019, the Company held approximately \$31,737,000 and \$84,757,000 in agriculture production and agricultural real estate loans, respectively. The agriculture industry is subject to significant economic volatility based on weather, pricing and costs associated with production, all of which can dramatically impact cash flows. Sustained depression in grain prices, as well as higher production costs, could significantly impact the repayment ability for many agricultural loan customers.

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Goodwill

As discussed in Note 1, the Company annually evaluates its goodwill for impairment. As of December 31, 2019, management performed a qualitative assessment of the Company and determined that no events or circumstances existed that would lead to a determination that it is more likely than not the fair value of the reporting unit is less than the carrying amount, including goodwill. Management believes it has applied reasonable judgment in developing its assessment; however, unforeseen negative changes in the national, state or local economic environment may negatively impact certain qualitative factors in the near term.

Note 16: Commitments and Credit Risk

Commitments to Originate Loans and Lines of Credit

Commitments to originate loans and lines-of-credit agreements are agreements to lend to a customer as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Since a portion of the commitments may expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. Each customer's creditworthiness is evaluated on a case-by-case basis. The amount of collateral obtained, if deemed necessary, is based on management's credit evaluation of the counterparty. Collateral held varies, but may include accounts receivable, inventory, property, plant and equipment, commercial real estate and residential real estate.

At December 31, 2019 and 2018, the Company had outstanding commitments to originate loans aggregating approximately \$29,428,000 and \$23,947,000, respectively. The commitments extended over varying periods of time, with the majority being disbursed within a one-year period. Loan commitments at fixed rates of interest amounted to approximately \$20,404,000 and \$18,727,000 at December 31, 2019 and 2018, respectively, with the remainder at floating market rates.

Mortgage loans in the process of origination represent amounts that the Company plans to fund within a normal period of 60 to 90 days, and which are intended for sale to investors in the secondary market. Total mortgage loans in the process of origination amounted to approximately \$360,000 and \$0 at December 31, 2019 and 2018, respectively. Mortgage loans held for sale amounted to \$211,000 and \$187,000 at December 31, 2019 and 2018, respectively.

Standby Letters of Credit

Standby letters of credit are irrevocable conditional commitments issued by the Company to guarantee the performance of a customer to a third party. Financial standby letters of credit are primarily issued to support public and private borrowing arrangements, including commercial paper, bond financing and similar transactions. Performance standby letters of credit are issued to

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guarantee performance of certain customers under nonfinancial contractual obligations. The credit risk involved in issuing standby letters of credit is essentially the same as that involved in extending loans to customers. Fees for letters of credit are initially recorded by the Bank as deferred revenue and are included in earnings at the termination of the respective agreements. Should the Company be obligated to perform under the standby letters of credit, the Bank may seek recourse from the customer for reimbursement of amounts paid.

The Bank had total outstanding standby letters of credit amounting to approximately \$1,381,000 and \$1,333,000 at December 31, 2019 and 2018, respectively, with remaining terms at December 31, 2019, ranging from two months to two years.

Note 17: Subsequent Events

Subsequent events have been evaluated through March 10, 2020, which is the date the consolidated financial statements were available to be issued.

Note 18: Changes in Accounting Principles

Current Year Changes

Revenue from Contracts with Customers

All of the Company's revenue from contracts with customers in the scope of Topic 606 is recognized within noninterest income in the accompanying statements of income. The following table presents the Company's noninterest income within the scope of Topic 606 by revenue stream for the years ended December 31, 2019 and 2018:

	Years Ended December 31	
	2019	2018
Noninterest income within the scope of Topic 606		
Service charges and fees		
Overdraft and nonsufficient funds fees	\$ 453	\$ 352
ATM and interchange fees	401	372
Service charges on demand and savings deposits	92	97
Other service charges and fees	110	147
	<hr/>	<hr/>
Total	\$ 1,056	\$ 968
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Notes to Consolidated Financial Statements
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(Table Dollar Amounts in Thousands)

A description of the Company's revenue streams accounted for under Topic 606 are as follows:

Service charges and fees. The Company generates revenues through fees charged to depositors related to deposit account maintenance fees, overdrafts, nonsufficient funds, ATM fees, wire transfers and additional miscellaneous services provided at the request of the depositor. For deposit-related services, revenue is recognized when performance obligations are satisfied, which is, generally, at a point in time. Interchange fees are earned primarily from debit cardholder transactions conducted through the MasterCard payment network and other networks. Interchange fees from cardholders transactions represent a percentage of the underlying transaction value and are received and recognized daily, concurrent with the transaction processing services provided to the cardholder.

Future Changes

Accounting for Leases

FASB amended its standard related to the accounting for leases. Under the new standard, lessees will now be required to recognize substantially all leases on the balance sheet as both a right-of-use asset and a liability. The standard has two types of leases for income statement recognition purposes: operating leases and finance leases. Operating leases will result in the recognition of a single lease expense on a straight-line basis over the lease term similar to the treatment for operating leases under existing standards. Finance leases will result in an accelerated expense similar to the accounting for capital leases under existing standards. The determination of lease classification as operating or finance will be done in a manner similar to existing standards. The new standard also contains amended guidance regarding the identification of embedded leases in service contracts and the identification of lease and nonlease components in an arrangement. Upon the issuance of ASU 2019-10, the new standard is effective for annual periods beginning after December 15, 2020, and any interim periods within annual reporting periods that begin after December 15, 2021. The Company is evaluating the impact the standard will have on the consolidated financial statements.

Accounting for Financial Instruments—Credit Losses

FASB issued ASU No. 2016-13, *Financial Instruments—Credit Losses (Topic 326)*. The ASU introduces a new credit loss model, the current expected credit loss model (CECL), which requires earlier recognition of credit losses, while also providing additional transparency about credit risk.

The CECL model utilizes a lifetime “expected credit loss” measurement objective for the recognition of credit losses for loans, held-to-maturity securities and other receivables at the time the financial asset is originated or acquired. The expected credit losses are adjusted each period for changes in expected lifetime credit losses. For available-for-sale securities where fair value is less than cost, credit-related impairment, if any, will be recognized in an allowance for credit losses and adjusted each period for changes in expected credit risk. This model replaces the multiple existing impairment models, which generally require that a loss be incurred before it is recognized.

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The CECL model represents a significant change from existing practice and may result in material changes to the Company's accounting for financial instruments. The Company is evaluating the effect ASU 2016-13 will have on its consolidated financial statements and related disclosures.

Upon the issuance of ASU 2019-10, the new standard is effective for annual periods beginning after December 15, 2022, including interim periods within those years.

Note 19: Condensed Financial Information (Parent Company Only)

Presented below is condensed financial information as to financial position, results of operations and cash flows of the Company:

Condensed Balance Sheets

	December 31	
	2019	2018
Assets		
Cash and due from banks	\$ 79	\$ 84
Investment in common stock of subsidiary	43,355	40,051
Other assets	7	7
Total assets	\$ 43,441	\$ 40,142
Stockholders' Equity	\$ 43,441	\$ 40,142

Summit Bancshares, Ltd.
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Condensed Statements of Income and Comprehensive Income

	Years Ended December 31	
	2019	2018
Income – Dividends from subsidiary	\$ 2,074	\$ 1,632
Expenses – Other	32	25
Income Before Income Tax and Equity in Undistributed Income of Subsidiary	2,042	1,607
Income Tax Benefit	(10)	(8)
Income Before Equity in Undistributed Income of Subsidiary	2,052	1,615
Equity in Undistributed Income of Subsidiary	2,140	2,000
Net Income	<u>\$ 4,192</u>	<u>\$ 3,615</u>
Comprehensive Income	<u>\$ 5,356</u>	<u>\$ 3,089</u>

Condensed Statements of Cash Flows

	Years Ended December 31	
	2019	2018
Operating Activities		
Net income	\$ 4,192	\$ 3,615
Item not providing cash		
Equity in undistributed income of subsidiary	(2,140)	(2,000)
Net cash provided by operating activities	2,052	1,615
Financing Activity – Dividends paid	(2,057)	(1,599)
Net Change in Cash and Due from Banks	(5)	16
Cash and Due from Banks, Beginning of Year	84	68
Cash and Due from Banks, End of Year	<u>\$ 79</u>	<u>\$ 84</u>

First National Bank in Olney

~ DIRECTORS ~

Brad E. Harmon – Chairman
Julie M. Herring
James A. Knollenberg
Michael A. McKinney

Kevin G. Ochs
Bruce A. Peters
Craig O. Weber

~ EMPLOYEES ~

William Alexander
Anita Atkins
Janice Beavers
Britney Blessing
Diana Branham
Stacey Brock
Lisa Bruner
Sandi Bryan
Sheryl Bunten
April Bunting
Karsyn Bynum
Anita Caulfield
Emily Clark
Terri Clodfelter
Erik Cordell
Janice Ellis
Katie Fehrenbacher
Kim Ferguson
Carrie French
Paul Goebel
Hali Hahn
Rebecca Haines
Fay Hedrick
Blake Hemrich

Carol Hepner
Rachel Hernandez
Shawna Hill
Denita Holmes
Teresa Hunt
Rick Johnson
Kate Kaufmann
Carol Kepley
Stacy Kessler
Connie Knecht
Rhonda Kuentler
Callie Leffler
Nora Leggitt
Darrell McDowell
Gina McPheron
Shannon Messerly
Curtis Miller
Todd Musgrave
Ann Muston
Christopher Ochs
Kevin Ochs
Makenna Ochs
Matthew Paddick
Gail Parker

Bruce Peters
Stacie Rice
Amy Read
Scott Ritter
Karise Roberson
Carisa Rosborough
Randy Rusk
Stewart Schutte
Robin Schwartzlose
Kevin Shan
Kim Simmers
Rita Swaney
Jennifer Taylor
Jessica Taylor
Jamey Tracy
Janice Travis
Christine Uebinger
Diane Volk
Jayla Werner
Kevin Woods
Cindy Zerkle
Herman Zuber