

**GEORGIA BANKING COMPANY, INC.
PROXY SOLICITED BY THE BOARD OF DIRECTORS
FOR THE ANNUAL MEETING OF SHAREHOLDERS
TO BE HELD ON AUGUST 5, 2025**

The undersigned hereby appoints James R. Lientz, Jr. and Bartow Morgan, Jr., or either of them, as his true and lawful agent and proxy with full power of substitution, to represent and vote, as indicated below, all of the shares of common stock of Georgia Banking Company, Inc. (the "Company") that the undersigned would be entitled to vote if personally present at the annual meeting of shareholders to be held at the Company's office located at 1776 Peachtree Street NW, Suite 300, Atlanta, Georgia 30309, on August 5, 2025 at 10:00 a.m., Eastern Time, and at any postponements or adjournments thereof, upon the matters described in the accompanying notice of annual meeting of shareholders and proxy statement, receipt of which is hereby acknowledged.

The Board of Directors recommends that the shareholders vote **FOR** the following proposals:

1. **Election of Directors.** To elect the following fifteen (15) nominees to serve on our board of directors to serve for a term of one (1) year, and until their successors are elected and qualified:

Art Anton	James R. Lientz, Jr.
H. Ross Arnold, III	R. Elliott Miller
Sarah R. Borders	Bartow Morgan, Jr.
Michael W. Clarke	Sunny K. Park
James F. Deutsch	H. Boyd Pettit, III
David Fisher	Mark Scheinfeld
J. Littleton Glover, Jr.	R. Lee Tucker, Jr.
Ryan Glover	

☐ **FOR** all nominees ☐ **WITHHOLD** all nominees
(except as indicated below)

Instruction: To withhold authority to vote for any individual nominee, mark "FOR" above, and write that nominee's name in the space provided: _____

2. **Approval of Amendment to Stock Incentive Plan.** To approve an amendment to the Stock Incentive Plan to authorize and reserve for issuance in respect of awards under the Stock Incentive Plan an additional 83,000 shares of common stock (to increase the number from 542,000 shares to 625,000 shares).

☐ **FOR** ☐ **AGAINST** ☐ **ABSTAIN**

3. **Other Matters.** To transact such other business, if any, as may be properly brought before the 2025 Annual Meeting or any adjournment thereof.

**THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER
DIRECTED BY THE UNDERSIGNED SHAREHOLDER. IF NO DIRECTION TO THE
CONTRARY IS INDICATED, IT WILL BE VOTED FOR THE PROPOSALS.**

**DISCRETIONARY AUTHORITY IS HEREBY CONFERRED AS TO ALL OTHER MATTERS
WHICH MAY COME BEFORE THE ANNUAL MEETING.**

If stock is held in the name of more than one person, all holders must sign. Signatures should correspond exactly with the name or names appearing on the stock certificate(s). When signing as attorney, executor, administrator, trustee or guardian, please give full title as such. If a corporation, please sign in full corporate name by president or other authorized officer. If a partnership, please sign in partnership name by authorized person.

_____, 2025
Date

**PLEASE MARK, SIGN, DATE, AND
PROMPTLY RETURN THE PROXY FORM
USING THE ENCLOSED ENVELOPE.**

Signature

Signature if held jointly