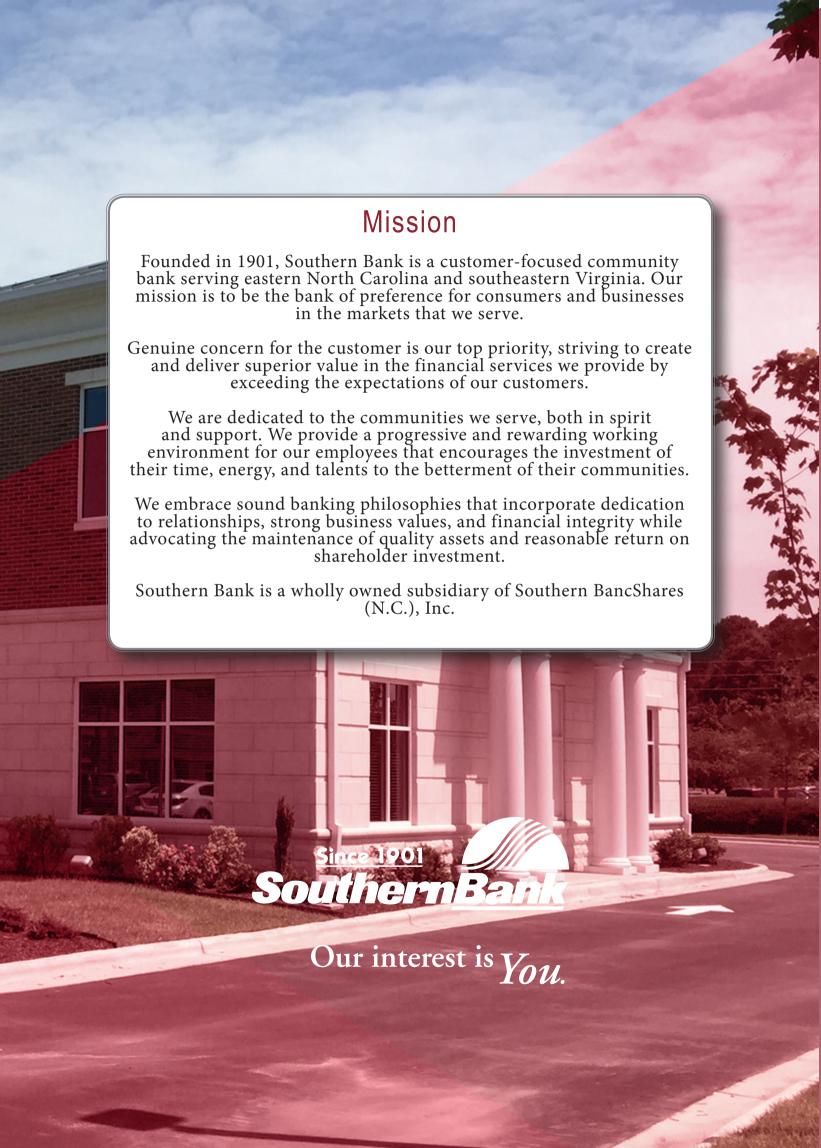
Since 1901
Southern Bank SOUTHERN BANCSHARES (N.C.), INC. **ANNUAL REPORT** 2018 Corporate Headquarters Southern





## Letter to Shareholders

Southern BancShares (N.C.), Inc. and Southern Bank and Trust Company enjoyed another successful and prosperous year in 2018. Once again, the year saw our company continue the positive trends in growth, profitability and performance it has sustained for many years. As such, it gives us great pleasure to report that our company's financial position remains strong and its outlook bright.

New milestones were reached in 2018 for market share, growth, profitability and performance. We attribute our continued success to a combination of increased operational efficiencies, favorable economic, industry and tax policy environments and continued expansion in new high-growth markets, while steadfastly adhering to the core values and guiding principles upon which our company was founded.

The economic environment across the collective market footprint continued in a positive trajectory through 2018, with sustained activity in real estate and job markets, as well as continued activity within small business sectors. These were enough to offset an uneven year in the agricultural sector, as many farmers sustained losses due to weak commodity prices and an unstable tobacco environment. Additionally, an increasingly tight labor market combined with new job growth is beginning to place upward pressure on wages, both within our region and nationally.

Interest rates continued to increase during the year. The Federal Reserve increased the target rate for Federal Funds four times during the year, which subsequently led our company to increase the Prime lending rate by 25 basis points each time, for a total increase of 100 basis points during 2018.

The rising rate environment, combined with competitive pressure for deposits are serving to provide upward pressure on funding costs both across the region and nationally. This ultimately will begin placing pressure on current net interest margins and we could begin seeing some margin compression as we move forward in the coming year. Still, sustained loan demand combined with our balance sheet structure continue to help mitigate adverse pressure on our interest rate margins to a certain degree. Our expanding high level of core deposit relationships continues to provide a favorable funding cost structure relative to industry peers.

Our company continued to expand its service offerings and presence in its new, high-growth metro markets in 2018. We began to convert our three credit offices to full-service banking offices during the year. With approval received from the appropriate regulatory authorities in 2018, the Elizabeth City and Wilmington offices converted to full service depository and lending operations. These operations are not in the vein of traditional bank branches, equipped with teller lines and such. Rather, they represent more of a private banking model, staffed with "Universal Bankers" that have the ability to provide the full spectrum of banking service to all clients. Plans to convert the third credit office in Wake County are well underway and will be completed in early 2019

Our company continued its increased investment in new banking technologies, with the addition of a full time Digital Channels Manager. In managing all digital channels for our company, we achieved the successful release of new mobile banking products for both consumers and small businesses in 2018. Additionally, an upgrade initiative was enacted for our entire ATM network which will continue through the coming year. Additionally, new digital payment technologies were launched with the introduction of new chip card technology to our debit card customers, as well as launching new digital wallet capabilities for all major digital payment solutions. Our company will continue to invest in this area as it represents an increasing level of business activity and aligns with the banking preferences of many of our clients going

Our company also launched a new Customer Experience Initiative within the organization in 2018. A full-time Customer Experience Manager was hired to establish a program that will measure and manage trends in levels of customer satisfaction and advocacy. Part of this includes a significant program surrounding employee satisfaction and engagement, as they are the primary delivery and interaction resource for our customers' collective service experiences with our company. It is the intent of senior management to collect data from these programs, analyze it, and deliver actionable recommendations for improving customer experiences, satisfaction and subsequently customer advocacy for our company. This aligns with our over-arching objective and strategy of being a customer-centric, market-focused enterprise, both internally and externally.

The bank also continued its financial and administrative support of the Southern Bank Foundation's efforts to invest in community organizations, educational and child advocacy programs, food pantry related programs for the homeless, and many other worthwhile community-

March 30, 2019

based non-profit organizations in the communities it serves. The Southern Bank Foundation contributed approximately \$801,000 to 88 different organizations across its collective service footprint in 2018

One thing that did impact us this year is the way in which we handle changes in the value of our common stock investments. In the past this market value change did not flow through our income statement. Under the current accounting rules, any market value change of these investments is recorded through earnings. During the current year, due to the volatility in the stock market, this change resulted in a \$2.5 million reduction in 2018 net income. This accounting treatment will continue to create some volatility in earnings even though economically nothing has changed in the way we manage these stock investments. The company has held a portfolio of equity securities for several decades. While we do not intend to add materially to the positions held, we believe these are appropriate long term investments for our shareholders.

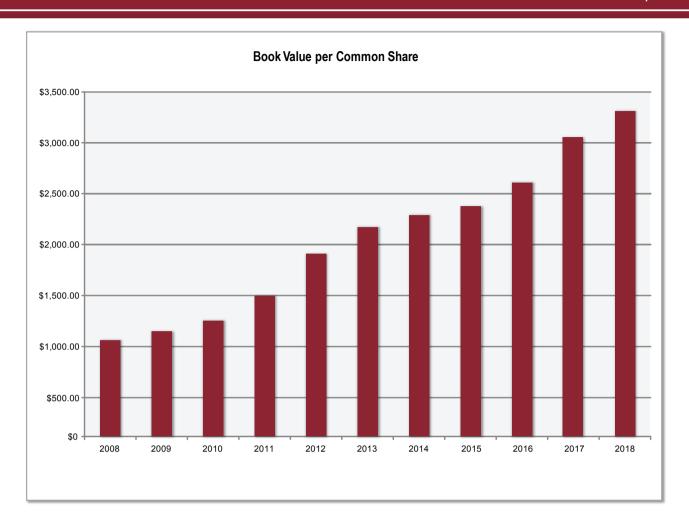
Our Company's net income was \$29.55 million in 2018 and we increased the per share book value of our common shares from \$3,079.38 to \$3,327.73 during the year. As a result, we are pleased to announce we are doubling the annual dividend on our common stock to \$10.00 per share in 2019.

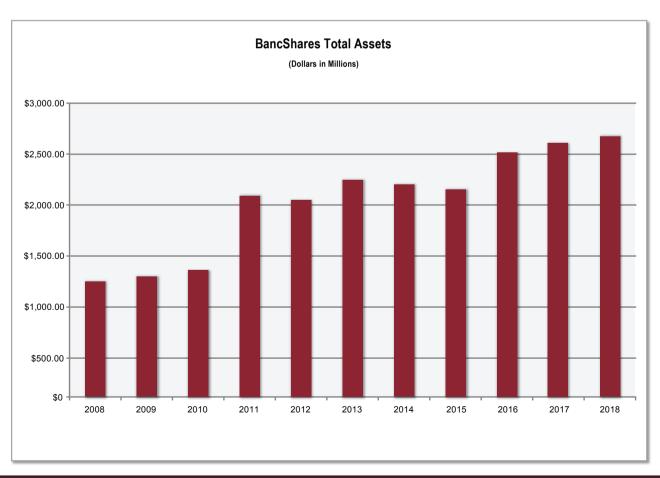
The bank experienced continued organic growth in new relationships, particularly with loans in our emerging markets in both states. Total loans and deposits of Southern Bancshares at December 31, 2018 were \$ 1.70 billion and \$ 2.30 billion, respectively.

In closing, we would like to thank our shareholders, employees and customers for all that they do for our company. As we now turn our focus to 2019, we look forward to continuing to provide our clients and prospects with a distinctively Southern banking experience in every interaction, every office visit, on every channel and every day. We maintain a very optimistic outlook towards the future. Thank you, as always, for your loyalty and confidence in our organization.

J. Grey Morgan

J. Grey Morgan
Chairman of the Board and
Chief Executive Officer





## 2018 Financial Report

Financial Summary and Selected Financial Data (Dollars in Thousands, Except Per Share Data and Ratios)

| Dollars in Thousands, Except Per Share Data and Ratios)  | December 31,                                 |  |  |   |   |  |  |
|--|--|--|--|---|---|--|--|
|  | 2018   | 2017   | 2016   | 2015  | 2014  |  |  |
| SUMMARY OF OPERATIONS  |  |  |  |   |   |  |  |
| Interest income  | \$ 102,943                                   | \$ 98,384                                    | \$ 91,369                                    | \$ 80,068                                   | \$ 89,927                                   |  |  |
| Interest income  | 6,995  | 5,756  | 5,147  | 5,605                                       | 6,519                                       |  |  |
| Net interest income  | 95,948                                       | 92,628                                       | 86,222                                       | 74,463                                      | 83,408                                      |  |  |
| Provision (recovery) for loan losses   | 2,799  | 2,323  | 3,770  | (2,162)                                     | 5,162                                       |  |  |
| Net interest income after provision (recovery) for loan losses   | 93,149                                       | 90,305                                       | 82,452                                       | 76,625                                      | 78,246                                      |  |  |
| Noninterest income   | 15,973                                       | 17,602                                       | 12,867                                       | 6,500                                       | 2,129                                       |  |  |
| Noninterest expense  | 72,741                                       | 72,744                                       | 74,575                                       | 70,531                                      | 70,970                                      |  |  |
| Income before income taxes   | 36,381<br>6,836                              | 35,163<br>1,273                              | 20,744                                       | 12,594<br>4,738                             | 9,405<br>3,124                              |  |  |
| Income taxes Net income  | \$ 29,545                                    | \$ 33,890                                    | 7,385<br>\$ 13,359                           | \$ 7,856                                    | \$ 6,281                                    |  |  |
|  |  |  |  |   |   |  |  |
| SELECTED YEAR-END BALANCES   |  |  |  |   |   |  |  |
| Total assets   | \$2,684,092                                  | \$2,655,308                                  | \$2,513,372                                  | \$2,155,893                                 | \$2,226,921                                 |  |  |
| Loans  | 1,704,307                                    | 1,630,655                                    | 1,489,052                                    | 1,150,837                                   | 1,104,901                                   |  |  |
| Investment securities, cash and cash equivalents   | 844,345                                      | 880,399                                      | 914,210                                      | 916,880                                     | 1,012,785                                   |  |  |
| Interest-earning assets  | 2,522,329                                    | 2,490,135                                    | 2,385,663                                    | 2,043,040                                   | 2,087,319                                   |  |  |
| Deposits   | 2,299,627                                    | 2,246,030                                    | 2,120,703                                    | 1,802,251                                   | 1,874,681                                   |  |  |
| Long-term borrowings   | 23,711                                       | 30,836                                       | 40,836                                       | 40,836                                      | 30,836                                      |  |  |
| Interest-bearing liabilities   | 1,636,167                                    | 1,638,250                                    | 1,591,276                                    | 1,420,397                                   | 1,522,420                                   |  |  |
| Shareholders' equity   | 293,477                                      | 294,763                                      | 255,404                                      | 216,431                                     | 210,989                                     |  |  |
| Common shares outstanding  | 81,201                                       | 81,223                                       | 81,704                                       | 81,788                                      | 81,788                                      |  |  |
| SELECTED AVERAGE BALANCES  |  |  |  |   |   |  |  |
| Total assets   | \$2,655,252                                  | \$2,572,327                                  | \$2,452,797                                  | \$2,231,202                                 | \$2,217,721                                 |  |  |
| Loans  | 1,674,648                                    | 1,580,978                                    | 1,400,589                                    | 1,118,638                                   | 1,145,299                                   |  |  |
| Investment securities, cash and cash equivalents   | 846,089                                      | 878,662                                      | 943,087                                      | 1,015,733                                   | 939,762                                     |  |  |
| Interest-earning assets  | 2,496,579                                    | 2,436,981                                    | 2,315,734                                    | 2,108,636                                   | 2,066,631                                   |  |  |
| Deposits   | 2,261,645                                    | 2,168,826                                    | 2,066,519                                    | 1,877,939                                   | 1,874,170                                   |  |  |
| Long-term borrowings   | 25,815                                       | 30,836                                       | 40,836                                       | 40,836                                      | 30,836                                      |  |  |
| Interest-bearing liabilities   | 1,627,546                                    | 1,610,557                                    | 1,559,586                                    | 1,981,879                                   | 1,979,101                                   |  |  |
| Shareholders' equity   | 289,798                                      | 266,781                                      | 245,467                                      | 212,991                                     | 209,735                                     |  |  |
| Common shares outstanding  |  |  | ~  |   | 0.4 = 0.0                                   |  |  |
| PROFITABILITY RATIOS (AVERAGES)  | 81,220                                       | 81,394                                       | 81,744                                       | 81,788                                      | 81,788                                      |  |  |
| D  | 81,220                                       | 81,394                                       | 81,744                                       | 81,788                                      | 81,788                                      |  |  |
| Return on average total assets   |  | ·  | 0.54%  |   |   |  |  |
| •  | 1.11%<br>10.20%                              | 1.32%<br>12.70%                              |  | 0.35%<br>3.69%                              | 0.28%<br>2.99%                              |  |  |
| Return on average shareholders' equity   | 1.11%  | 1.32%  | 0.54%  | 0.35%                                       | 0.28%                                       |  |  |
| Return on average total assets Return on average shareholders' equity Dividend payout ratio (1)  LIQUIDITY AND CAPITAL RATIOS (AVERAGES)   | 1.11%<br>10.20%                              | 1.32%<br>12.70%                              | 0.54%<br>5.44%                               | 0.35%<br>3.69%                              | 0.28%<br>2.99%                              |  |  |
| Return on average shareholders' equity Dividend payout ratio (1)  LIQUIDITY AND CAPITAL RATIOS (AVERAGES)  | 1.11%<br>10.20%<br>7.93%                     | 1.32%<br>12.70%<br>6.83%                     | 0.54%<br>5.44%<br>15.67%                     | 0.35%<br>3.69%<br>15.35%                    | 0.28%<br>2.99%                              |  |  |
| Return on average shareholders' equity Dividend payout ratio (1)  LIQUIDITY AND CAPITAL RATIOS (AVERAGES)  Loans to deposits   | 1.11%<br>10.20%                              | 1.32%<br>12.70%                              | 0.54%<br>5.44%                               | 0.35%<br>3.69%                              | 0.28%<br>2.99%<br>19.09%                    |  |  |
| Return on average shareholders' equity Dividend payout ratio (1)  LIQUIDITY AND CAPITAL RATIOS (AVERAGES)  Loans to deposits Shareholders' equity to total assets                            | 1.11%<br>10.20%<br>7.93%                     | 1.32%<br>12.70%<br>6.83%                     | 0.54%<br>5.44%<br>15.67%                     | 0.35%<br>3.69%<br>15.35%                    | 0.28%<br>2.99%<br>19.09%                    |  |  |
| Return on average shareholders' equity Dividend payout ratio (1)   | 1.11%<br>10.20%<br>7.93%                     | 1.32%<br>12.70%<br>6.83%                     | 0.54%<br>5.44%<br>15.67%                     | 0.35%<br>3.69%<br>15.35%                    | 0.28%<br>2.99%<br>19.09%                    |  |  |
| Return on average shareholders' equity Dividend payout ratio (1)  LIQUIDITY AND CAPITAL RATIOS (AVERAGES)  Loans to deposits Shareholders' equity to total assets  PER SHARE OF COMMON STOCK | 1.11%<br>10.20%<br>7.93%<br>74.05%<br>10.91% | 1.32%<br>12.70%<br>6.83%<br>72.90%<br>10.37% | 0.54%<br>5.44%<br>15.67%<br>67.78%<br>10.01% | 0.35%<br>3.69%<br>15.35%<br>59.57%<br>9.55% | 0.28%<br>2.99%<br>19.09%<br>61.11%<br>9.46% |  |  |

<sup>(1)</sup> Total common and preferred dividends paid for the year ended December 31 divided by net income for the year ended December 31

<sup>(2)</sup> Net income less preferred dividends paid for the year ended December 31 divided by the average number of common shares outstanding for the year ended December 31

<sup>(3)</sup> Total shareholders' equity less Preferred B, C, D, E, and F stock components at December 31 divided by the number of common shares outstanding at December 31



## Independent Auditors' Report

To the Board of Directors and Shareholders Southern BancShares (N.C.), Inc. Mount Olive, North Carolina

The accompanying condensed consolidated financial statements, which comprise the condensed consolidated balance sheets as of December 31, 2018 and 2017, and the related condensed consolidated statements of income and comprehensive income for each of the years then ended are derived from the audited consolidated financial statements of Southern BancShares (N.C.), Inc. and subsidiaries as of December 31, 2018 and 2017 and for each of the years then ended. We expressed an unmodified audit opinion on those audited consolidated financial statements in our report dated March 25, 2019.

The condensed consolidated financial statements do not contain the disclosures required by accounting principles generally accepted in the United States of America. Reading the condensed consolidated financial statements, therefore, is not a substitute for reading the audited consolidated financial statements of Southern BancShares (N.C.), Inc. and subsidiaries.

#### Management's Responsibility for the Condensed Consolidated Financial Statements

Management is responsible for the preparation of the condensed consolidated financial statements in accordance with accounting principles generally accepted in the United States of America.

#### Auditors' Responsibility

Our responsibility is to express an opinion about whether the condensed consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements based on our procedures, which were conducted in accordance with auditing standards generally accepted in the United States of America. The procedures consisted principally of comparing the condensed consolidated financial statements with the related information in the audited consolidated financial statements from which the condensed consolidated financial statements have been derived, and evaluating whether the condensed consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States of America.

#### **Opinion**

In our opinion, the condensed consolidated financial statements referred to above of Southern BancShares (N.C.), Inc. and subsidiaries as of December 31, 2018 and 2017 and for each of the years then ended are consistent, in all material respects, with the audited consolidated financial statements from which they have been derived.

#### **Emphasis of Matter**

As discussed in Note 2 to the consolidated financial statements, the Company changed its method of accounting for certain equity investments as of January 1, 2018 due to the adoption of ASU No. 2016-01, Recognition and Measurement of Financial Assets and Financial Liabilities. Our opinion is not modified with respect to this matter.

Dixon Hughes Goodman LLP

Raleigh, North Carolina March 25, 2019

# 2018 Financial Report

| onsolidated Balance Sheets<br>ollars in Thousands Except Share and Per Share Data)   | Dec                                     | ember 31,             |
|--|---|-----------------------|
| ·  | 2018                                    | 201                   |
| ASSETS   |   |                       |
| Cash and cash equivalents:   |   |                       |
| Cash and due from banks  | \$ 22,607                               | \$ 19,84              |
| Interest-bearing deposits with banks   | 128,239                                 | 157,60                |
| Certificates of deposit with banks   | 19,979                                  | 31,78                 |
| Total cash and cash equivalents  | 170,825                                 | 209,23                |
| Investment in marketable equity securities at fair value (cost of \$15,864 in 2018)  | 79,868                                  |                       |
| Investment securities available for sale, at fair value  |   |                       |
| (amortized cost of \$604,213 and \$598,869, respectively)  | 593,652                                 | 671,16                |
| Loans held for sale  | 2,393                                   | 2,16                  |
| Loans and leases:  | •                                       | •                     |
| Acquired loans   | 205,190                                 | 245,34                |
| Non-acquired loans   | 1,499,117                               | 1,385,31              |
| Less allowance for loan and lease losses:  | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | ,,,,,,                |
| Acquired loans   | (1,734)                                 | (1,66                 |
| Non-acquired loans   | (18,356)                                | (16,76                |
| Net loans and leases   | 1,684,217                               | 1,612,23              |
| Premises and equipment, net  | 60.295                                  | 59,9                  |
| Accrued interest receivable  | 9,853                                   | 8,59                  |
| Stock in Federal Home Loan Bank of Atlanta   | 2,322                                   | 2,5                   |
| Other real estate owned  | 354                                     | 2,5<br>78             |
|  |   |                       |
| Goodwill   | 26,649                                  | 26,64                 |
| Intangible assets  | 5,037                                   | 6,1                   |
| Bank owned life insurance  | 27,276                                  | 26,45                 |
| Other assets  Total assets   | 21,351<br>\$ 2,684,092                  | 29,48<br>\$ 2,655,30  |
| Total assets   | \$ 2,004,092                            | φ 2,000,30            |
| LIABILITIES  |   |                       |
| Deposits:  |   |                       |
| Noninterest-bearing  | \$ 732,336                              | \$ 695,83             |
| Interest-bearing   | 1,567,291                               | 1,550,20              |
| Total deposits   | 2,299,627                               | 2,246,0               |
| Short-term borrowings  | 45,165                                  | 57,2                  |
| Long-term borrowings   | 23,711                                  | 30,83                 |
| Other liabilities  | 22,112                                  | 26,46                 |
| T ( 12 120   | 2,390,615                               | 2,360,54              |
| Total liabilities  |   |                       |
|  |   |                       |
| SHAREHOLDERS' EQUITY  Preferred stock  | 1,819                                   | 1,82                  |
| SHAREHOLDERS' EQUITY  Preferred stock  | 1,819                                   | 1,8                   |
| SHAREHOLDERS' EQUITY  Preferred stock  | 1,819                                   | ŕ                     |
| SHAREHOLDERS' EQUITY  Preferred stock  Common stock, \$5 par value; 158,485 shares authorized; 81,201 and 81,223 shares issued and outstanding at December 31, 2018 and 2017, respectively                             | ,                                       |                       |
| SHAREHOLDERS' EQUITY  Preferred stock  Common stock, \$5 par value; 158,485 shares authorized; 81,201 and 81,223 shares issued and outstanding at December 31, 2018 and 2017, respectively  Surplus                    | 406                                     | 69,8                  |
| SHAREHOLDERS' EQUITY  Preferred stock  Common stock, \$5 par value; 158,485 shares authorized; 81,201 and 81,223 shares issued and outstanding at December 31, 2018 and 2017, respectively  Surplus  Retained earnings | 406<br>48,487<br>259,060                | 69,8<br>173,8         |
| SHAREHOLDERS' EQUITY  Preferred stock  Common stock, \$5 par value; 158,485 shares authorized; 81,201 and 81,223 shares issued and outstanding at December 31, 2018 and 2017, respectively  Surplus                    | 406<br>48,487                           | 69,8<br>173,8<br>48,8 |

Note: This discussion and financial information included in this summary annual report provides overview information only. For more detailed information, please refer to the company's annual report, which is being distributed to shareholders.

## 2018 Financial Report

| nsolidated Statements of Income and Comprehensive Income  **Ilars in Thousands Except Share and Per Share Data**) | Year ended December 3 |                   |    | mber 31 |
|---|-----------------------|-------------------|----|---------|
| · · ·   | _                     | 2018              |    | 2017    |
| NTEREST INCOME  |                       |                   |    |         |
| Loans and leases  | \$                    | 83,983            | \$ | 81,676  |
| Investment securities   |                       | 16,405            |    | 14,550  |
| Federal funds sold and deposits in other banks  |                       | 2,555             |    | 2,158   |
| Total interest income   |                       | 102,943           |    | 98,384  |
| NTEREST EXPENSE   |                       |                   |    |         |
| Deposits  |                       | 4,665             |    | 2,738   |
| Short-term borrowings   |                       | 151               |    | 152     |
|   |                       |                   |    |         |
| Long-term borrowings  |                       | 2,179             |    | 2,866   |
| Total interest expense  |                       | 6,995             |    | 5,756   |
| Net interest income   |                       | 95,948            |    | 92,628  |
| Provision for loan and lease losses   |                       | 2,799             |    | 2,323   |
| Net interest income after provision for loan and lease losses   |                       | 93,149            |    | 90,305  |
| NONINTEREST INCOME  |                       |                   |    |         |
| Service charges on deposit accounts   |                       | 8,265             |    | 8,270   |
| Other service charges and fees  |                       | 5,347             |    | 4,711   |
| Investment securities (losses) gains, net   |                       | (492)             |    | 3,205   |
| Marketable equity securities losses, net  |                       | (2,877)           |    | 0,200   |
|   |                       |                   |    | 900     |
| Gain on sale of loans   |                       | 934               |    | 899     |
| Amortization on FDIC receivable for loss share agreements   |                       | -                 |    | (293)   |
| Other FDIC receivable for loss share agreements expense   |                       | -                 |    | (4,112) |
| (Loss) gain on sale and writedowns of other real estate owned   |                       | (200)             |    | 402     |
| Investment services revenue   |                       | 2,005             |    | 1,575   |
| Other   |                       | 2,991             |    | 2,945   |
| Total noninterest income  |                       | 15,973            |    | 17,602  |
| NONINTEREST EXPENSE   |                       |                   |    |         |
| Personnel   |                       | 42,968            |    | 41,223  |
| Data processing   |                       | 7,719             |    | 7,278   |
| Occupancy   |                       | 6,327             |    | 6,458   |
| Furniture and equipment   |                       | 5,653             |    | 5,622   |
| FDIC assessments  |                       | 913               |    | 978     |
|   |                       |                   |    |         |
| Professional fees   |                       | 2,373             |    | 2,619   |
| Amortization of intangibles and mortgage servicing rights   |                       | 1,726             |    | 1,975   |
| Other   |                       | 5,062             |    | 6,591   |
| Total noninterest expense   |                       | 72,741            |    | 72,744  |
| ncome before income taxes   |                       | 36,381            |    | 35,163  |
| ncome taxes   |                       | 6,836             |    | 1,273   |
| Net income  |                       | 29,545            |    | 33,890  |
| OTHER COMPREHENSIVE INCOME  |                       |                   |    |         |
| Inrealized gains on investment securities available for sale:   |                       |                   |    |         |
| Unrealized (losses) gains arising during period on debt securities  |                       | (7,790)           |    | 12,712  |
| ,   |                       | , ,               |    |         |
| Tax effect  |                       | 1,765             |    | (4,683) |
| Reclassification adjustment from security transactions  |                       | 492               |    | (3,205) |
| Tax effect  |                       | (120)             |    | 1,172   |
| Net of tax amount   |                       | (5,653)           |    | 5,996   |
| Pension obligation  |                       | (2,732)           |    | 3,255   |
| Tax effect  |                       | 617               |    | (1,190) |
| Amortization of actuarial losses  |                       | 986               |    | 1,036   |
| Tax effect  |                       | (233)             |    | (379)   |
| Net of tax amount   |                       | (1,362)           |    | 2,722   |
|   |                       |                   |    | 8,718   |
| otal other comprehensive (loss) income  Comprehensive income  | \$                    | (7,015)<br>22,530 | \$ | 42,608  |
| PER SHARE INFORMATION   | <b>*</b>              | ,                 | *  | _,000   |
|   | \$                    | 339.92            | ¢  | 389.54  |
| Net income available to common shareholders per common share, basic and diluted                                   | Ф                     |                   | \$ |         |
| Cash dividends declared on common shares  |                       | 5.00              |    | 1.60    |
| Weighted average common shares outstanding  |                       | 81,220            |    | 81,394  |

## **Directors and Officers**

Southern BancShares (N.C.), Inc. and Southern Bank and Trust Company

### General Board of Directors



J. GREY MORGAN, Chairman The Bank's and our Chief Executive Officer and Board Chairperson



JULIAN R. AYCOCK President, Marr's, Inc. (farming operations)



WILLIAM H. BRYAN
Executive Chairperson,
Mount Olive Pickle
Company, Inc.
(manufacturer of pickle
and pepper products)



HOPE H. BRYANT Vice Chairperson, First Citizens BancShares, Inc.; Corporate Sales Executive, First-Citizens Bank & Trust Company



JOEL K. BUTLER Retired; formerly President, Vidant Health Foundation; (health care)



MICHAEL L. CHESTNUTT Managing Partner, Black Chestnutt and Johnson, PA (public accounting)



DREW M. COVERT
The Bank's and our
President



OLIVIA B. HOLDING
President and Director,
Twin States Farming,
Inc.; President
and Director, E&F
Properties, Inc.



**G. ROUSE IVEY**Self-employed farmer



JOHN C. PEGRAM, JR. Retired; formerly the Bank's and our Chief Executive Officer and Board Chairperson



THOMAS R. SALLENGER Attorney; general partner, Sallenger & Brown, LLP (law firm)



MALCOLM R. SULLIVAN, JR. Chief Executive Officer Feelgoodz Holdings NC, Inc.; formerly President, PDNC, LLC, an affiliate of Cheney Brothers, Inc.

Directors Emeriti
BYNUM R. BROWN
Murfreesboro, NC
President, Bynum R.
Brown Agency, Inc.
President, Brown Manor,
Inc. Secretary-Treasurer,
Roanoke Valley Nursing
Home, Inc.

M.J. McSORLEY formerly the Bank's and our President and Chief Executive Officer

## Executive Officers of Southern BancShares and Southern Bank and Trust Company



J. GREY MORGAN
The Bank's and our Chief
Executive Officer and
Board Chairperson



**DREW M. COVERT**President



JERRY C. ALEXANDER
Executive Vice President



MICHAEL T. BRYANT Executive Vice President



EDWARD I. COLTRAIN
Executive Vice President
and Chief Operating
Officer



DAN R. ELLIS, JR. Executive Vice President and Chief Financial Officer



L. TAYLOR HARRELL Executive Vice President



JUDY LYNN
Executive Vice President
and Chief Credit Officer



**SONDRA MCCORQUODALE**Executive Vice President and Chief Digital Officer

## Regional Executives of Southern Bank and Trust Company



**JERRY C. ALEXANDER**Executive Vice President
Northeast Region



MICHAEL T. BRYANT Executive Vice President West Region



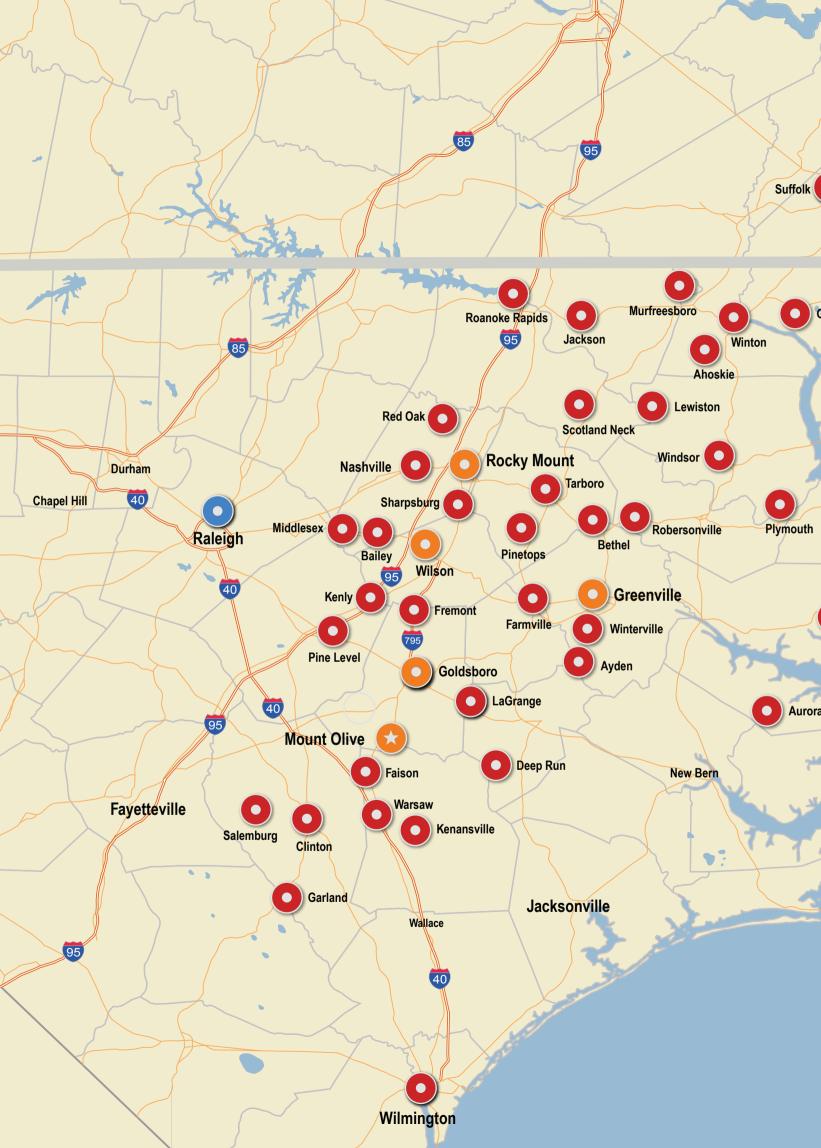
L. TAYLOR HARRELL Executive Vice President Hampton Roads Region



**GREGORY A. SHACKELFORD** Senior Vice President South Region



W. JASON WAUGHTEL Senior Vice President Coastal Region





## **Branch Locations**

## **Ahoskie**

506 E. Main St. Ahoskie, NC 27910 252.332.5149

#### **Aurora**

298 N. Fifth St. Aurora, NC 27806 252.322.4046

## Ayden

236 3rd St. Ayden, NC 28513 252.746.6138

## **Bailey**

6174 Main St. Bailey, NC 27807 252.235.4071

#### Belhaven

148 E. Main St. Belhaven, NC 27810 252.943.2184

#### **Bethel**

7458 Main St. Bethel, NC 27812 252.825.0031

## **Chesapeake - Cedar**

1217 Cedar Rd. Chesapeake, VA 23322 757.549.8787

## **Chesapeake - Greenbrier**

1304 Greenbrier Pkwy. Chesapeake, VA 23320 757,436.0192

#### Chesapeake - Western

3343 Western Branch Blvd. Chesapeake, VA 23321 757.638.9383

#### Clinton

1008 Sunset Ave. Clinton, NC 28328 910.592.9005

## Deep Run

3410 Old Hwy 11 Deep Run, NC 28525 252.568.4141

## **Elizabeth City**

101 E. Ehringhaus St. Elizabeth City, NC 27909 252 334 1619

#### Edenton

101 W. Queen St. Edenton, NC 27932 252.482.8466

#### **Faison**

110 S. West Center St. Faison, NC 28341 910.267.4351

#### **Farmville**

4217 E. Church St. Farmville, NC 27828 252.753.2161

#### Fremont

101 North Wilson St. Fremont, NC 27830 919.242.6011

#### Garland

83 S. Bladen Ave. Garland, NC 28441 910.529.3651

## Gatesville

203 Main St. Gatesville, NC 27938 252.357.0190

## Goldsboro - Ash

2501 E. Ash St. Goldsboro, NC 27534 919.734.2909

## Goldsboro - Wayne

2301 Wayne Memorial Dr. Goldsboro, NC 27534 919.735.1207

## **Greenville - Charles**

2310 S. Charles Blvd. Greenville, NC 27858 252.353.8600

#### **Greenville - Medical Park**

2275 Stantonsburg Rd. Greenville, NC 27834 252.551.3033

#### Jackson

208 West Jefferson St. Jackson, NC 27845 252.534.1156

#### Kenansville

416 S. Main St. Kenansville, NC 28349 910.296.0210

### Kenly

101 West Second St. Kenly, NC 27542 919.284.7000

### Kill Devil Hills

202 S. Croatan Hwy. Kill Devil Hills, NC 27948 252,449,4499

## **Kitty Hawk**

4804 N Croatan Hwy Kitty Hawk, NC 27949 252.261.1326

#### La Grange

208 S. Caswell St. La Grange, NC 28551 252.566.4020

#### Lewiston

127 Main St. Lewiston-Woodville, NC 27849 252.348.2561

#### Manteo

704 S. Hwy. 64\264 Manteo, NC 27954 252.475.3688

#### Middlesex

11438 East Finch Ave. Middlesex, NC 27557 252.235.3144

## Mount Olive - Breazeale

800 N. Breazeale Ave. Mount Olive, NC 28365 919.658.7100

#### **Mount Olive - Center**

100 N. Center St. Mount Olive, NC 28365 919.658.7000

#### Murfreesboro

336 E. Main St. Murfreesboro, NC 27855 252.398.4174

#### **Nashville**

209 S. Barnes St. Nashville, NC 27856 252.459.2117

#### Norfolk - Boush

403 Boush St. Norfolk, VA 23510 757.446.6920

### Norfolk - Colley

4815 Colley Ave. Norfolk, VA 23508 757.648.1650

#### Pine Level

109 Peedin Ave. Pine Level, NC 27568 919.965.5721

### **Pinetops**

102 E. Hamlet St. Pinetops, NC 27864 252.827.2111

## **Plymouth**

612 Washington St. Plymouth, NC 27962 252,793,1115

### Red Oak

8315 Red Oak Blvd. Red Oak, NC 27868 252.443.2138

#### **Roanoke Rapids**

1580 E. 10th St. Roanoke Rapids, NC 27870 252.535.3043

#### Robersonville

111 N. Main St. Robersonville, NC 27871 252.795.3041

## **Rocky Mount - Benvenue**

1405 Benvenue Rd. Rocky Mount, NC 27804 252.407.7777

## **Rocky Mount - Main**

230 Sunset Ave. Rocky Mount, NC 27804 252.977.2825

## **Rocky Mount - Oakwood**

107 S. Fairview Rd. Rocky Mount, NC 27801 252.443.1237

## **Rocky Mount - Westridge**

3690 Sunset Ave. Rocky Mount, NC 27804 252.443.7800

## **Salemburg**

102 North Main St. Salemburg, NC 28385 910.525.4149

#### **Scotland Neck**

810 S. Main St. Scotland Neck, NC 27874 252.826.3181

## **Sharpsburg**

3938 S.Hathaway Blvd. Sharpsburg, NC 27878 252.977.9855

## Suffolk

221 Western Ave. Suffolk, VA 23434 757.923.4868

## Tarboro

422 Main St. Tarboro, NC 27886 252.823.2184

## Virginia Beach - Boulevard

3720 Virginia Beach Blvd. Virginia Beach, VA 23452 757.446.6970

## Virginia Beach - Kempsville

1870 Kempsville Rd. Virginia Beach, VA 23464 757.446.6950

## Virginia Beach - Laskin Road

1756 Laskin Rd. Virginia Beach, VA 23454 757.648.1670

## Virginia Beach - Lynnhaven

601 Lynnhaven Pkwy Virginia Beach, VA 23452 757.648.1690

#### Warsaw

114 N. Pine St. Warsaw, NC 28398 910.293,7176

## Wilmington

6752 Rockspring Rd, Suite 100 Wilmington, NC 28405 910.256.3657

## Wilson - Forest Hills

1701 Forest Hills Road West Wilson, NC 27893 252.206.5510

#### Wilson - Nash

2300 Nash Street North Wilson, NC 27896 252.206.5500

#### Windsor

101 N. King St. Windsor, NC 27983 252.794.3011

## Winterville

4259 Winterville Pkwy Winterville, NC 28590 252.355.6189

## Winton

301 N. Main Street Winton, NC 27986 252.358.3111

## Commercial Credit Office

## Raleigh

3101 N. Glenwood Ave., Suite 203 Raleigh, NC 27612 919.788.1596



Southern BancShares (N.C.), Inc. Post Office Box 729 Mount Olive, NC 28365-0729

Shareholders Contact Center: 800.821.0655 ext. 7074



Our interest is You.

southernbank.com

