



March 5, 2019

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS TO BE HELD ON APRIL 23, 2019

To the Shareholders of GNB Financial Services, Inc:

Notice is hereby given that the Annual Meeting of Shareholders of GNB Financial Services, Inc., will be held at 2:00 p.m., prevailing time, on Tuesday, April 23, 2019, at the **Gratz Borough Building, 125 Center Street, Gratz, Pennsylvania**, for the following purposes:

1. To elect one (1) Class B Director to serve for a three (3) year term and until his successor is elected and qualified;
2. To ratify the selection of S.R. Snodgrass, P.C., Certified Public Accountants, of Wexford, Pennsylvania, as the independent auditors for the Corporation for the year ending December 31, 2019; and
3. To transact such other business as may properly come before the annual meeting and any adjournment or postponement thereof.

According to the bylaws of the Corporation and action of the Board of Directors, only Shareholders of record at the close of business on Friday, March 1, 2019, will be entitled to notice of and to vote at the annual meeting, and any adjournment or postponement of the annual meeting.

The Corporation's financial statement for the fiscal year ended December 31, 2018, is enclosed.

You are urged to mark, sign, date, and promptly return your proxy in the enclosed envelope so that your shares may be voted in accordance with your wishes and so that the presence of a quorum may be assured. The prompt return of your signed proxy, regardless of the number of shares you hold, will aid the Corporation in reducing the expense of additional proxy solicitation. The giving of such proxy does not affect your right to vote in person if you attend the meeting and give written notice to the Secretary of the Corporation.

By Order of the Board of Directors,

A handwritten signature in black ink that reads "David H. Koppenhaver".

David H. Koppenhaver
Chairman of the Board of Directors
GNB Financial Services, Inc.