

# GNB FINANCIAL SERVICES

April 9, 2020

Dear Fellow Shareholders:

In response to the COVID-19 pandemic and in accordance with the ongoing travel and meeting restrictions enacted by the Governor of the Commonwealth of Pennsylvania, GNB Financial Services, Inc.'s, Board of Directors has decided to conduct its annual meeting of shareholders as a "virtual meeting. Shareholders will not be permitted to attend the meeting in-person. Rather, you may attend the annual meeting virtually by visiting the website listed below and following the instructions on that virtual meeting site. The meeting remains as scheduled for Tuesday, May 5, 2020, at 2:00 p.m. The location of the meeting has been moved to our Main Office Building, in Gratz, PA.

In order to attend the virtual meeting, you must first contact your broker or bank to request a legal proxy. Once you have your legal proxy, contact Continental Stock Transfer, our transfer agent, to obtain a meeting control number. The contact information for Continental Stock Transfer is [proxy@continentalstock.com](mailto:proxy@continentalstock.com) or call 917-262-2373. To ensure you receive your control number in time, you should contact Continental Stock Transfer no later than **April 30, 2020.**

All information about the annual meeting, including our proxy statement and annual report, are available at [www.cstproxy.com/GNBfinancialservices/2020](http://www.cstproxy.com/GNBfinancialservices/2020). This is the location for everything related to the meeting. It contains instructions, phone numbers, the meeting webcast, how-to-vote links, and contact information. **If you request a legal proxy from your broker or bank, your shares may only be voted by logging into the site referenced above.**


**We urge you to vote your shares in advance of the meeting.** This will ensure your shares are represented and voted at the meeting, and will ensure the presence of a quorum in order to conduct the business of the annual meeting. While you will be able to vote your shares on the day of the meeting, we respectfully ask that you vote prior to the meeting in order to facilitate this process.

Finally, in order to limit exposure time, proceedings of the meeting will be limited solely to the formal business described in the notice and proxy statement previously delivered to you. To enable us to be as responsive as possible under the circumstances, we respectfully ask that you submit any questions to us prior to the annual shareholder meeting, either by calling us at 717-707-7001 or emailing us at [rstiely@gratzbank.com](mailto:rstiely@gratzbank.com). Technological limitations may adversely impact our ability to take and respond to questions during the meeting.

We apologize for the change, but we are acting in accordance with the existing directive of the Commonwealth of Pennsylvania and in what we believe to be the best interests of our shareholders and staff in light of the evolving information regarding the COVID-19 outbreak.

Sincerely,

  
Wesley M. Weymers  
President & CEO  
GNB Financial Services, Inc.

  
Joseph C. Michetti, Jr.  
Chairman of the Board of Directors  
GNB Financial Services, Inc.

32 West Market Street • P.O.Box 159 • Gratz, PA 17030 • P - 717.365.3181 • F - 717.365.3902

[www.gratzbank.com](http://www.gratzbank.com)