



## JUDGE OF ELECTION REPORT AND CERTIFICATION

I hereby certify that I am the Judge of Election of the 2020 Annual Meeting of Shareholders of GNB Financial Services, Inc., and that I have been duly appointed, duly sworn, and am presently serving in that capacity in accordance with the by-laws of the Corporation.

I hereby further certify that the Corporation has determined the number of shares outstanding and the voting power of each, the shares represented at the meeting, the existence of a quorum, the authenticity, validity and effect of proxies, received votes or ballots, heard and determined all challenges and questions in any way arising in connection with the right to vote, counted and tabulated all votes, determined the result, and did such acts as to us seemed proper to conduct the election or vote with fairness to all shareholders.

I hereby further certify that as of the close of business on Tuesday, March 17, 2020, the record date fixed by the Board of Directors, the outstanding capital stock of the Corporation entitled to vote consisted of 779,000 shares of Common Stock. Each share of Common Stock entitles the holder to one vote.

I hereby further certify that the holders of shares of Common Stock, representing 82.52% of the total number of shares outstanding, were represented by proxy at the 2020 Annual Meeting of Shareholders.

I hereby further certify that at the Annual Meeting of Shareholders, held on Tuesday, May 5, 2020, at 2:00 p.m. prevailing time, duly called and convened on notice as required by law, including notice requirements, the following votes were cast concerning the following resolutions, matters and proposals.

<u>1. Election of Class C Directors</u>	<u>FOR</u>	<u>WITHHELD</u>	<u>BROKER NON-VOTE</u>
Timothy J. Allison	606,491	4,576	31,727
Joseph C. Michetti, Jr.	555,608	55,459	31,727
Steven I. Tressler	604,103	6,964	31,727

2. Proposal to Approve the 2020 Stock Incentive Plan.

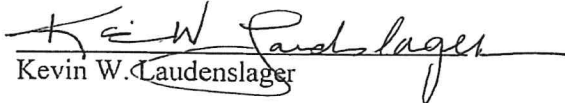
<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>	<u>BROKER NON-VOTE</u>
546,861	55,173	9,033	31,727

3. Proposal to Ratify the selection of S.R. Snodgrass, P.C., Certified Public Accountants of Pennsylvania, as the auditors for the Corporation for the year ending December 31, 2020.

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>
622,121	1,645	19,028

IN WITNESS WHEREOF, undersigned, in fulfillment of their duties and obligations as Judge of Election have executed this Judge of Election Report and Certification on this 5th day of May, 2020.

JUDGE OF ELECTION

  
Kevin W. Laudenslager