

STANDARDS OF CONDUCT
OF
FIRST COMMUNITY BANKSHARES, INC.
AND ITS SUBSIDIARIES

Retain this copy for reference - Return **ONLY** the Certification Statement to Human Resources

INTRODUCTION

Integrity in the fullest sense – having and maintaining high ethical standards – is one characteristic that is essential for all of us and our business. The position you hold with First Community Bankshares, Inc. (“FCBI”) and/or one of our subsidiaries (the “Company”) is evidence of the trust that the Company has placed in you to exercise such integrity when conducting both business and personal affairs. These Standards are reminders of your obligation to the Company and our customers. The explanations are intended to guide you in determining the appropriate action to take in certain circumstances.

The purpose of these Standards is to reiterate the high standards of conduct which are associated with ethical business practices and to identify areas and situations where public trust and confidence might be compromised or a law violated and to set forth guidelines governing such situations.

A most important guideline in conducting our business is this basic rule: You should never sacrifice integrity even if you think it would help our business – nor should you act in any way which might cause others to think that you have done so.

If you have a question about a rule, or its application in a particular situation, discuss it with your Supervisor, the Manager of Human Resources, or General Counsel before taking action. You are also expected to use your best efforts to have staff members you supervise be aware of and comply with these rules.

It is your obligation to report any violation of this Code to General Counsel, who shall report them immediately to the Chief Executive Officer of FCBI. Any such instances involving persons at a senior level within the organization should be promptly reported directly to the Chief Executive Officer of FCBI.

GENERAL STANDARDS OF CONDUCT

The following Standards of Conduct apply to all directors, officers and employees of FCBI, and each of its direct or indirect wholly owned subsidiaries, collectively referred to herein for convenience as the “Company.”

As a director, officer or employee of the Company you are expected to :

1. **CONDUCT THE COMPANY’S BUSINESS IN FULL COMPLIANCE WITH BOTH THE LETTER AND THE SPIRIT OF THE LAW AND THESE RULES AND PROMPTLY REPORT ANY VIOLATIONS**
2. **PROTECT AND USE CONFIDENTIAL INFORMATION PROPERLY**
3. **RECOGNIZE AND AVOID CONFLICTS OF INTEREST**
4. **PROTECT THE COMPANY’S OWNERSHIP OF PROPERTY, INCLUDING INFORMATION, PRODUCTS AND SERVICES**
5. **CONDUCT OUTSIDE ACTIVITIES IN A WAY THAT DOES NOT COMPROMISE YOU OR THE COMPANY**
6. **MANAGE YOUR PERSONAL FINANCES RESPONSIBLY AND REPORT ON YOUR INDEBTEDNESS AS REQUIRED**
7. **CARRY OUT PERSONAL SECURITIES AND OTHER FINANCIAL TRANSACTIONS WITHIN THE BOUNDS SET FORTH BY THE COMPANY, REPORTING THESE TRANSACTIONS AS REQUIRED**
8. **TREAT CO-WORKERS, CUSTOMERS AND THE PUBLIC WITH COURTESY AND RESPECT. WORK IN A COOPERATIVE MANNER WITH MANAGEMENT, SUPERVISORS, AND CO-WORKERS.**
9. **ACT WITH HONESTLY AT ALL TIMES AND HELP TO ENSURE THE INTEGRITY OF DISCLOSURES IN PUBLIC DOCUMENTS**
10. **REFRAIN FROM PURCHASING ASSETS FROM THE COMPANY**
11. **REFRAIN FROM ENGAGING IN UNLAWFUL COMPETITION PRACTICE**

12. ANNUALLY ACKNOWLEDGE THAT YOU HAVE READ AND COMPLIED WITH THE STANDARDS OF CONDUCT POLICY

The following pages present these Standards in detail.

COMPLIANCE

Each director, officer, and employee is expected to comply with these Standards of Conduct and to avoid situations that violate these Standards. It is up to each individual to protect the reputation of the Company and the privacy of its customers. Being unfamiliar with the Company's policies or the laws that govern our business operations is never an acceptable reason for failing to achieve the Company's high ethical standards.

In addition to the other obligations described below and throughout this document, each director, officer, and employee of the Company has the following responsibilities:

- Read understand and comply with all provisions of these Standards;
- Comply with the laws and regulations that apply to the Company's business; and
- Report violations and suspicious activity that may jeopardize the Company's reputation or business.

You should be aware that any action or behavior that, in the opinion of the Company, violates or jeopardizes these Standards of Conduct provides a basis for immediate disciplinary action up to and including termination from employment and/or removal from the Board, as applicable. Conduct that may result in discipline includes failure to promptly report a known or suspected violation of the Standards, failure to cooperate in internal investigations of possible violations, and retaliation of any kind against anyone who reports a violation. As many of these Standards relate directly to the laws that govern the day to day operation of our business, often a violation of these Standards can also be considered breaking the law and could subject the individual to criminal penalties or civil sanctions.

INTERPRETATION OF STANDARDS OF CONDUCT

Subject to the express limitations of these Standards of Conduct, Company Bylaws, and applicable law, the Board of Directors shall have the discretionary authority to interpret these Standards of Conduct, to make all factual determinations under these Standards of Conduct, and to make all other determinations necessary or advisable for administration of these Standards of Conduct.

WAIVERS OF THE STANDARDS OF CONDUCT

Waivers of these Standards are extremely rare, and if granted must be obtained in advance and memorialized in writing. Most requests for a waiver are resolved through clarification of a particular Standard in light of the relevant circumstances. Any request for waiver of these Standards for directors and executive officers must be presented to and approved by the Board of Directors. Approval will only be granted in cases in which the underlying objective of the Standards will not be violated and only for just cause, as determined in the sole discretion of the Board of Directors. Any request for a waiver of any provision of these Standards by an employee should be made to General Counsel or the Chief Executive Officer of FCBI who will seek Board approval as necessary. Any amendment to or grant of a waiver from a provision of these Standards to any director or executive officer will be promptly disclosed in accordance with applicable laws and regulations.

REPORTS AND INVESTIGATIONS

The Company is relying on each individual to not only understand and comply with these Standards but to report violations or suspicious activity when appropriate. There are many resources for you if you have questions about these Standards or need to report problems, violations or suspicious activities.

Whenever suspected acts of dishonesty or misconduct or conduct that is inconsistent with these Standards are reported, a fair and thorough investigation will be undertaken. All directors, officers, and employees are expected to cooperate fully with all inquiries and investigations. When asked to cooperate and participate in an investigation, each person is required to maintain confidentiality regarding the investigation. Any violations of the law, Company policy, or these Standards (including a failure to cooperate, or engaging in actions that obstruct or otherwise interfere with an investigation or inquiry) which is substantiated by the investigation will result in corrective action which may include immediate termination.

NO RETALIATION

The Company will not tolerate any retaliatory action against anyone, who in good faith, reports a suspected ethics violations or illegal conduct, or who cooperates with or provides information as part of an investigation into a complaint. Allegations of retaliation will be investigated, and if substantiated, prompt disciplinary action will be taken up to and including the termination of any employee found to have engaged in retaliatory conduct. This provision, along with the Company's Whistleblower Policy and other similar policies, are critical to the Company's culture of expecting employees to report suspected wrongdoing and it will be diligently enforced. Please contact your Supervisor, the Manager of Human Resources or General Counsel if you believe an instance of retaliation has occurred.

It is also important to note that false allegations made with an improper motive is a serious issue and it too may result in disciplinary action. Any such false allegation undermines the effectiveness of the reporting process and compromises the reputation of others and will not be tolerated.

STANDARDS

1. You are expected to conduct the business of the Company in full compliance with both the letter and the spirit of the law and these rules and to promptly report any violations.

The Company has an enviable reputation for honesty, integrity and security. Such is vital to its success. To merit and maintain the complete confidence of our customers, we all must act responsibly. Each director, officer and employee must conduct his or her personal affairs and business dealings in a manner which develops and maintains the highest level of professionalism. Remember that your personal conduct may directly or indirectly reflect on the Company and other directors, officers and employees. You have assumed a duty to the Company, its customers, and shareholders to act in a manner that will merit the continued trust and confidence of the public in the Company. To others, you are the Company, and your actions reflect our values and standards. As an employee, you are a reflection of the Company, and as such, you are expected to avoid any actions which would make others question your integrity.

Similarly, the Company's reputation for high standards of ethics and quality is established by the manner in which we conduct business. On a daily basis, you are expected to stay within the letter and the spirit of these rules and of the various laws and regulations which apply to our business. Discovery of any event of an unethical, fraudulent, or illegal nature or of activities or transactions appearing to be in violation of the Standards of Conduct should be promptly reported to General Counsel, who shall report them immediately to the Chief Executive Officer of FCBI. Any such instances involving persons at a senior level within the organization should be promptly reported directly to the Chief Executive Officer of FCBI.

2. You are expected to protect and use confidential information properly.

One of our most critical responsibilities is to maintain and protect the trust placed in us by our customers. Confidential information – whether obtained from those with whom the Company does business or from sources within the Company – must be safeguarded.

As a financial services organization, directors, officers, and employees are entrusted with important information about individuals and businesses. It is essential that each person safeguard this information. Privacy laws pertaining to affiliates and unaffiliated third parties make it imperative that operating procedures be followed precisely as they relate to customer information. Careful attention should be paid to full compliance with the Privacy Policy and the Information Systems and Data Security Policy. When in doubt, check with your Supervisor, the Compliance Officer, or internal legal counsel before providing customer information to any outside source.

Maintaining confidentiality is important regardless of the form the information takes – oral, print, digital, or on electronic equipment. You must take care in what you say, to whom, and where; about how you treat memos, files and reports; and about ensuring that there is no misuse of the information you display on computer screens and store in databases. Electronic mail (E-mail) and voice mail should only be accessed by authorized individuals. Unauthorized access to E-mail or voice mail, as more fully discussed in the Acceptable Use Policy, and other violations of the Information Systems and Data Security Policy will result in disciplinary action up to and including immediate termination.

There is much information about the Company, its activities, customers, directors, officers and employees which should not be made available to the public for various reasons. Neither the public nor the media has a right to know confidential information about the Company which is known to the directors, officers and employees of the Company. Any inquiries made of any director, officer or employee of the Company by any third party should be referred to an Authorized Spokesperson enumerated in the Company's Regulation FD Policy. No one affiliated with the Company should feel reluctant to decline to respond to questions concerning the Company.

Any director, officer or employee to be interviewed by law enforcement officials or opposing legal counsel on behalf of the Company regarding matters directly or indirectly related to Company business or customer affairs must notify General Counsel as soon as possible. When possible, such interview should be conducted in the presence of General Counsel and/or their internal or external designee.

3. You are expected to recognize and avoid conflicts of interest.

A conflict of interest exists when any form of interest – direct or indirect – is of such nature that it might reasonably affect the director, officer or employee’s judgment or decisions exercised on behalf of the Company. It is the Company’s policy that directors, officers and employees avoid conflicts of interest.

The following are some typical activities which could present conflicts of interest or the appearance of conflicts. They are prohibited by the Company – and, in some cases, by law:

Gifts/Free Services

The Company policy prohibits directors, officers and employees from accepting gifts, hospitality or free services that might influence their business judgment. Directors, officers and employees must not solicit gifts, hospitality or free services from current or prospective customers or suppliers. In addition, the Company discourages directors, officers and employees from accepting any gifts or hospitality from prospective or current customers of the Company. This policy is not intended to preclude the acceptance or the giving of common courtesies usually associated with accepted business practices, including accepting or giving advertising mementos or gifts of small value (less than \$200) which are of such a nature as to indicate they are merely tokens of respect or friendship.

This policy is not intended to preclude the acceptance or the giving of gifts or services from romantic partners or members of your immediate family. The following persons are considered members of your “immediate family”: your spouse, parents, grandparents, children, grandchildren and siblings, including any such relationship that arises through marriage or by adoption. It also includes members of your household, whether or not they are related to you.

Accepting Offers of Hospitality

You may not solicit hospitality or accept lavish or unusual entertainment or hospitality from a current or prospective customer or supplier.

You may accept normal amenities that facilitate the discussion of Company business such as a normal and customary business lunch, dinner, or other unsolicited business-related hospitality or services, unless the receipt of such hospitality would or is made to influence your judgment, or it is not normal and customary for the occasion.

On a case-by-case basis, the Company may approve other circumstances that are not specifically addressed above.

In this regard, if a director, officer, or employee is offered to receive something of value, other than gifts of a nominal value, from a customer, then the director, officer, or employee must disclose the fact to the Company’s Manager of Human Resources or General Counsel. The Company will keep contemporaneous written reports of such disclosure. General Counsel and/or the CEO will review the disclosure to determine whether or not what is offered or accepted is reasonable and not a threat to the integrity of the Company.

Directors, Officers or Employees Named in a Customer’s Will

A director, officer or employee may not accept gifts or bequests from customers or suppliers of the Company under wills or trust instruments without the prior written approval of the Board of Directors unless the gift or bequest is from a member of the director, officer or employee’s immediate family. This policy applies even if the gift or bequest was not known by the director, officer or employee to have been provided in the will or trust.

If there is litigation against you and/or the Company regarding the gift or bequest, you are solely responsible for providing your own defense and for indemnifying the Company.

Other Areas of Potential Conflict

- Undisclosed borrowing from a customer, regardless of the terms of such borrowing, and whether such borrowing is direct or indirect, or through third parties.
 - Certain interlocking affiliations, especially if prohibited by statute.
 - Providing excessive gifts or entertainment to clients or potential clients or extending to them banking terms that are more favorable than those normally offered.
 - Processing transactions on your own account or on an account for a member of your immediate family, outside employers or other businesses, trade associations, charitable organizations, social or fraternal clubs or other organizations with which they have a relationship is prohibited. Immediate family is defined as your spouse; your child, parent, grandparent or sibling; a child, parent, grandparent, or sibling of your spouse; a romantic partner; or anyone living in your household.
 - Using Company stationery, telephones or mail service for personal use.
 - Offering bribes, kickbacks, remuneration or other improper consideration to any person, business entity or official of any government agency in the United States or abroad, either directly or indirectly, to gain preferential treatment in securing business or obtaining special concessions in the Company's interest.
 - Buying, selling, trading, or carrying securities or commodities for your personal account – or accounts for a member of your immediate family or other “associate” – under circumstances which would obligate you in any sense to a dealer, broker, or client or which could influence your judgment in handling transactions for the Company's account or on behalf of a client, is not permitted. An “associate” is (a) a member of your immediate family or someone who lives in your household over whose purchases, sales, or other trading activities you exercise influence, or (b) an investment account over which you exercise sole investment discretion.
- 4. You are expected to protect the Company's ownership of property, including information, products and services, and you may not use Company property, information or position for improper personal gain.**

The misuse or removal of Company furnishings, equipment, or supplies without prior authorization is prohibited.

This applies equally to other property obtained or copied by the Company for its exclusive use – such as client lists, files, reference materials and reports, computer software, data processing systems and databases. Neither originals nor copies may be removed from the Company's premises or used for purposes other than Company business without your Supervisor's prior authorization.

The Company's products, services, reports and compilations/database material are its property. The contribution you make to their development and implementation while you are employed at or serving the Company does not give you any claim of ownership. All new ideas, concepts developments, improvements logos, marks, or other forms of intellectual property created, develops or improved that relate or would be useful to the Company or its business while you are employed by the Company are the sole and exclusive property of the Company and remain its property even if you leave the organization.

You must take care to avoid providing a competitor or potential competitor with proprietary information about the Company's facilities, its systems or its products or services.

Those employees furnished or given access to personal computers residing on the corporate network must comply with the Company's Acceptable Use Policy relating to E-mail, security, and internet usage, which are furnished to each user as well as the provisions of the Information Systems and Data Security Policy. The Company's computer and telecommunications systems are Company property and should be used in accordance with established policy.

All directors, officers and employees are prohibited from engaging in self-dealing or otherwise taking for themselves personally opportunities that are discovered through the use of Company property, information or their position in the Company without the prior consent of the Board of Directors. No director, officer or employee may use Company property, information, or his/her position in the Company for improper personal gain, and no employee may compete with the Company directly or indirectly while he/she is employed by the Company. Directors, officers and employees owe a duty of loyalty and duty of care to the Company to advance its legitimate business interests when the opportunity to do so arises.

For non-attorney directors, all officers and employees, fiduciary appointments either with a commercial banking affiliate or with another person, firm or corporation (except for a member of your immediate family) need the prior approval of the President.

When acting on behalf of the Company, no director, officer or employee shall vote to approve or disapprove, or exercise any discretionary authority with respect to any loan, purchase, sale, lease, account or other transaction between the Company and:

- members of their families;
- any individual or organization lending money to or employing members of their families to the best of their knowledge; or
- any organization which they or, to the best of their knowledge, members of their families are associated with or in which a financial or management interest (direct or indirect) is held, unless the President determines that the related interest is insufficient to affect the employee's decisions or actions.

5. You are expected to conduct outside activities in a way that does not compromise you or the Company.

To protect its customers, its business and you, the Company places restrictions on the non-company business activities you may engage in.

(a) Non-Company Business Activities

OFFICERS: You must obtain the prior written consent of the head of your department or division to engage in any business-related activity outside the Company, whether or not compensation is received. Requests for consent should be filed with the Company's Chief Executive Officer of FCBI. If approval is given and the activity undertaken, you are expected to notify the Chief Executive Officer of FCBI, or his designee, when the activity ceases.

DIRECTORS: Directors shall avoid actual or apparent conflicts of interest with the Company in personal or professional relationships. Generally speaking, a conflict of interest occurs when a director's or a member of the director's immediate family's personal interest interferes, has the potential to interfere, or appears to interfere materially with: (a) the business interests of the Company; or (b) the ability of the director to carry out his or her duties and responsibilities. A director shall disclose to the Board any transaction or relationship that the director reasonably expects could give rise to an actual or apparent conflict of interest with the Company. However, whether an actual or apparent conflict of interest exists depends on the facts of each situation and will be determined in the sole discretion of the Board. Whenever there is any question regarding whether a conflict of interest exists, we encourage each director to consult the Board.

EMPLOYEES: You may undertake supplemental employment provided you promptly disclose your extra job to your immediate supervisor, it does not interfere with your work for the Company, and written approval by your Supervisor is provided to the Company's Manager of Human Resources, who will then approve or deny the request. If approval is granted, the Human Resources Manager, in conjunction with General Counsel as necessary, will issue specific guidelines as may be applicable to the situation. However, you may not be employed by another bank, brokerage firm or other financial institution while you are employed by the Company. In addition, you shall not undertake supplemental employment that might influence or appear to influence actions taken, judgments made, or advice given by you as a Company employee. All approved outside employment requests will be maintained by the Manager of Human Resources.

(b) Working for the Community

- Directors, officers and employees are encouraged to actively participate in non-profit organizations such as educational, religious, health and welfare institutions, and service clubs. They are also encouraged to serve their communities and schools, including through service on committees and boards.
- Voluntary efforts on behalf of non-profits and civic organizations usually take place outside of regular business hours. If voluntary work requires the use of Company time, prior approval should be obtained by the employee's Supervisor.
- Employees choosing to participate in civic, charitable, political, and professional association activities are responsible for seeing that such participation does not result in any actual or apparent conflict of interest,

encroach upon working time or otherwise interfere with regular duties. If an employee has any question in this regard, he or she should discuss the matter with his or her manager before engaging in the activity.

- The foregoing policy statements are not intended to discourage personnel from directorships or other forms of participation in those charitable, religious, educational, and community activities not carried on for profit in which business people, historically, have considered it both their right and civic obligation to participate. All personnel are encouraged to take part in such worthy endeavors so long as such activities do not impair efficiency in the performance of or conflict with corporate duties.

6. You are expected to manage your personal finances responsibly, and report on your indebtedness as required.

Each employee has the responsibility for living within his/her financial means. Because of the nature of the banking business, your personal financial condition, if improperly handled, could undermine your credibility and that of the Company. Employees are expected to meet their personal financial obligations in a timely, sound, and responsible manner. Garnishments, levies, liens, insufficient fund checks, and past due obligations are indicators of unsound personal financial condition and may be cause to terminate employment depending on the individual facts and circumstances.

LOANS

- Directors, officers and employees are not permitted to borrow from customers or suppliers, except those who engage in lending in the usual course of their business and then only on terms offered to others in similar circumstances, without special treatment as to interest rates, security, repayment terms and the like. This prohibition does not preclude borrowing from anyone related to the employee by blood or marriage.
- Directors, officers and employees are not permitted to borrow from other directors, officers, or employees (except in nominal [\$25.00 or less] amounts on an infrequent basis) and are prohibited from borrowing from subordinates.

OVERDRAFTS/KITING

- Each director, officer, and employee is expected to handle his/her checking account in a reasonable manner. Unpaid and/or excessive overdrafts will not be tolerated. Employees shall also be held responsible for issues with any accounts, including business accounts that are under their control.
- Certain directors and officers are not prohibited to have overdraft protection and are responsible for knowing and following those regulations. Further, it is expected that employees with a title of Vice President or higher will not incur overdrafts.
- Kiting is prohibited.

7. You are expected to carry out personal securities and other financial transactions within the bounds set forth by the Company, reporting these transactions as required.

(a) Margin or Commodity Accounts

It is the policy of the Company to neither encourage nor discourage use of margin accounts. However, any employee considering the use of such an arrangement should carefully evaluate the risks involved.

(b) Company Securities

Normally purchases and sales of Company securities should be made through one of the Company's market makers or your regular broker/dealer. All transactions involving the Company's stock must adhere to the requirements set forth in the Company's Insider Trading Policy.

(c) "Inside Information" and Trading In Securities

Material nonpublic ("inside") information must never be passed to or used by the Company's personnel in conjunction with investment transactions for the Company or for our clients.

Individual directors, officers and employees may not use "inside information" to trade in securities of any sort – nor may you pass along such information, expressly, or by way of making a recommendation for the purchase or sale of a security, based upon such information to someone else for this purpose.

For additional details concerning trading of Company securities, please see the Company's Insider Trading Policy.

8. You are to treat all customers and members of the public with courtesy and respect. You are also expected to work in a cooperative manner with management, supervisors, and co-workers.

Each director, officer and employee should endeavor to respect the rights of and deal fairly with the Company's customers, suppliers and competitors. Rude, discourteous, or unprofessional behavior toward a customer or anyone in contact with the Company is not permitted. Being threatening, intimidating, or assaulting to, or being insubordinate to the proper and lawful direction of, a manager/supervisor or co-worker will not be tolerated. No director, officer or employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair-dealing practice.

9. You are expected to act with honesty at all time, ensure the integrity of Company records, and to make full disclosure of any transactions or activities which are relative to the Company's operations to management.

It is the duty of all directors, officers and employees to ensure that all records and accounting information is accurate and that complete and accurate records are maintained to ensure reliability and integrity. All transactions must be reflected in accurate and timely manner. False and misleading entries are prohibited. All directors, officers and employees shall comply with all internal control procedures for safeguarding assets and the proper reporting and disclosure of financial information. Moreover, all employees and officers shall provide timely and candid forecasts and assessments to management and the Board to ensure full, fair, accurate, timely and understandable disclosure in documents filed with or submitted to the SEC or other regulatory agencies and in other public communications. Finally, all directors, officers and employees are expected to act honestly at all times and are required to respond honestly when dealing with the Company's independent and internal auditors, regulators and attorneys.

10. You are expected to refrain from the purchase of assets from the Company.

- All directors, officers and employees and their immediate families or "associates", whether acting individually or in a fiduciary capacity, are not permitted to sell assets to, or purchase assets from, the Company or any estate being administered by the Company without prior approval by the President for transactions involving assets or services having a fair market value of less than \$20,000. If such assets are being offered by the Company at public sale or public auction, or by approved bid procedures, or in cases involving Trust assets, or the purchase or sale has been approved by a court having jurisdiction, said prior approval is not required.
- All directors, officers and employees or members of their immediate families shall not purchase from the Company repossessed or foreclosed property unless the purchase is at a public sale or auction. Directors, officers and employees shall not purchase real property on which the Company or any affiliate is known to be contemplating foreclosure.
- The appropriate Board of Directors shall review and approve each business transaction between the Company and an insider or person related to an insider involving assets or services having a fair market value of \$20,000 or more as specified by law. (The term "person related to an insider" is defined to mean any person controlling, controlled by or under common control with an insider. In addition, the term includes immediate family.) The minutes of the meeting at which approval is given shall indicate the nature of the transaction, the parties to the transaction, and a notion that such review was undertaken and approval given. Prior review and approval of such transactions is desirable and should occur except under circumstances in which such review and approval is clearly impractical. Where prior review and approval by the Board of Directors is clearly impractical, subsequent approval should occur as soon as possible

11. You shall refrain from engaging in unlawful competition practices.

The antitrust laws preserve and foster an economic system of free enterprise. In providing its full range of financial services, the Company engages in vigorous, yet fair and open competition. All directors, officers, and employees of the Company are expected to observe the highest standard of ethical conduct in relationships with competitors. Directors, officers and employees of the Company are prohibited from entering into arrangements with competitors for the purpose of setting or controlling prices, rates, trade practices, marketing policies or disclosing competitor's future plans which have not been disclosed generally to the public.

Antitrust and banking laws prohibit the Company from requiring a customer to purchase certain other financial products from the bank or its holding company in order to obtain credit, lease, or other services or sell property of any kind. Additionally, unless the Company has a reasonable basis, it may not preclude a customer from obtaining financial services from a competitor as a condition or requirement for obtaining financial products for the Company. All employees, officers and directors must be alert in recognizing situations, transactions and activities actually or potentially affected by antitrust and banking laws.

12. You are expected to annually acknowledge that you have read and complied with these Standards.

The Company's General Counsel is responsible for the administration of the Standards and the required reports. All Certification Statements shall be submitted to the Company's Human Resources Department for review and storage in confidential files separate from employee files.

The primary accountability and responsibility for the Standards of Conduct rests with each individual director, officer and employee. All directors, officers and employees will receive a copy of these Standards and shall annually complete and file with the Company's Manager of Human Resources a certification statement that he/she has read the Standards and understands its requirements. Reports shall be submitted more frequently than annually whenever there has been a material change from the date of the last report.

Approved by the First Community Bank and First Community Bankshares, Inc. Board of Directors: December 10, 2019