

SVB & T Corporation

Independent Auditor's Report and Consolidated Financial Statements

December 31, 2020 and 2019

SVB & T Corporation
December 31, 2020 and 2019

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Independent Auditor's Report

Board of Directors
SVB & T Corporation
French Lick, Indiana

We have audited the accompanying consolidated financial statements of SVB & T Corporation and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2020 and 2019, and the related consolidated statements of income and comprehensive income, stockholders' equity and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of SVB & T Corporation and its subsidiaries as of December 31, 2020 and 2019, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

BKD, LLP

Cincinnati, Ohio
March 30, 2021

SVB & T Corporation
Consolidated Balance Sheets
December 31, 2020 and 2019
(In Thousands, Except Share Data)

Assets

	<u>2020</u>	<u>2019</u>
Cash and due from banks	\$ 12,604	\$ 6,144
Federal funds sold	10,201	10,745
Interest-bearing demand deposits in banks	<u>13,100</u>	<u>4,391</u>
Cash and cash equivalents	35,905	21,280
Interest-bearing time deposits in banks	1,267	1,200
Available-for-sale securities	61,460	57,820
Loans held for sale	894	156
Loans, net of allowance for loan losses of \$5,985 and \$4,340 at December 31, 2020 and 2019	368,266	345,822
Premises and equipment	6,141	6,636
Federal Home Loan Bank stock	2,738	2,567
Bank-owned life insurance	9,002	8,820
Accrued interest receivable	2,853	2,413
Foreclosed assets held for sale	720	129
Other	<u>6,872</u>	<u>6,007</u>
Total assets	<u>\$ 496,118</u>	<u>\$ 452,850</u>

Liabilities and Stockholders' Equity

Liabilities

Deposits		
Noninterest bearing	\$ 82,900	\$ 51,344
Interest-bearing	<u>314,087</u>	<u>309,846</u>
Total deposits	396,987	361,190
Accrued interest payable	531	927
Long-term debt	42,000	39,764
Other liabilities	<u>5,230</u>	<u>5,102</u>
Total liabilities	<u>444,748</u>	<u>406,983</u>

Stockholders' Equity

Preferred stock; Series A shares; \$.001 par value; authorized 100,000 shares; issued and outstanding 2020 and 2019 - 125 shares; liquidation preference \$1,000 per share	125	125
Common stock, no par value; \$0.25 stated value; authorized - 2020 and 2019 - 2,000,000 shares issued - 2020 and 2019 - 800,000 shares; outstanding - 2020 and 2019 - 559,136 shares	200	200
Capital surplus	6,618	6,618
Retained earnings	50,128	45,884
Accumulated other comprehensive income	3,393	2,134
Treasury stock, at cost		
Common; 2020 and 2019 - 240,864 shares	<u>(9,094)</u>	<u>(9,094)</u>
Total stockholders' equity	<u>51,370</u>	<u>45,867</u>
Total liabilities and stockholders' equity	<u>\$ 496,118</u>	<u>\$ 452,850</u>

SVB & T Corporation
Consolidated Statements of Income and Comprehensive Income
Years Ended December 31, 2020 and 2019
(In Thousands, Except Share Data)

	<u>2020</u>	<u>2019</u>
Interest and Dividend Income		
Loans	\$ 18,387	\$ 17,154
Securities		
Taxable	815	1,054
Tax-exempt	1,016	902
Dividends on Federal Home Loan Bank stock	87	123
Other	107	325
Total interest and dividend income	<u>20,412</u>	<u>19,558</u>
Interest Expense		
Deposits	2,917	4,561
Long-term debt	894	952
Total interest expense	<u>3,811</u>	<u>5,513</u>
Net Interest Income	16,601	14,045
Provision for Loan Losses	<u>2,967</u>	<u>885</u>
Net Interest Income After Provision for Loan Losses	<u>13,634</u>	<u>13,160</u>
Noninterest Income		
Fiduciary activities	3,211	2,915
Customer service fees	584	713
Net gains on loan sales	3,279	771
Net realized gains on sales of available-for-sale securities	8	444
Other	711	1,031
Total noninterest income	<u>7,793</u>	<u>5,874</u>
Noninterest Expense		
Salaries and employee benefits	9,391	8,290
Premises and equipment	1,964	1,666
Deposit insurance premiums	123	22
Other	4,342	4,372
Total noninterest expense	<u>15,820</u>	<u>14,350</u>
Income Before Income Tax	5,607	4,684
Provision for Income Taxes	<u>766</u>	<u>628</u>
Net Income	<u>\$ 4,841</u>	<u>\$ 4,056</u>
Basic and Diluted Earnings Per Share	<u>\$ 8.63</u>	<u>\$ 7.22</u>
Net Income	<u>\$ 4,841</u>	<u>\$ 4,056</u>
Other Comprehensive Income		
Unrealized appreciation on available-for-sale securities, net of taxes of \$336 and \$555 for 2020 and 2019, respectively	1,265	2,086
Less: reclassification adjustment for realized gains included in net income, net of taxes of \$2 and \$93, respectively	(6)	(351)
	<u>1,259</u>	<u>1,735</u>
Comprehensive Income	<u>\$ 6,100</u>	<u>\$ 5,791</u>

SVB & T Corporation
Consolidated Statements of Stockholders' Equity
Years Ended December 31, 2020 and 2019
(In Thousands, Except Shares Outstanding and Per Share Data)

	Common Stock		Preferred Stock	Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income	Treasury Stock	Total
	Shares	Amount						
Balance, January 1, 2019	559,136	\$ 200	\$ 125	\$ 6,618	\$ 42,403	\$ 399	\$ (9,094)	\$ 40,651
Net income	-	-	-	-	4,056	-	-	4,056
Other comprehensive income	-	-	-	-	-	1,735	-	1,735
Dividends on common stock (\$1.00 per share)	-	-	-	-	(559)	-	-	(559)
Dividends on preferred stock (\$128 per share)	-	-	-	-	(16)	-	-	(16)
Balance, December 31, 2019	559,136	200	125	6,618	45,884	2,134	(9,094)	45,867
Net income	-	-	-	-	4,841	-	-	4,841
Other comprehensive income	-	-	-	-	-	1,259	-	1,259
Dividends on common stock (\$1.04 per share)	-	-	-	-	(581)	-	-	(581)
Dividends on preferred stock (\$128 per share)	-	-	-	-	(16)	-	-	(16)
Balance, December 31, 2020	559,136	\$ 200	\$ 125	\$ 6,618	\$ 50,128	\$ 3,393	\$ (9,094)	\$ 51,370

SVB & T Corporation
Consolidated Statements of Cash Flows
Years Ended December 31, 2020 and 2019
(In Thousands)

	<u>2020</u>	<u>2019</u>
Operating Activities		
Net income	\$ 4,841	\$ 4,056
Items not requiring (providing) cash		
Depreciation and amortization	660	677
Provision for loan losses	2,967	885
Amortization and accretion, net	172	163
Deferred income taxes	(341)	82
Gain on sale of securities	(8)	(444)
(Gain) loss on sale of foreclosed assets	(42)	23
Write-down of foreclosed assets	98	-
Increase in cash surrender value of bank-owned life insurance	(182)	(768)
Gain on disposal of premises and equipment	-	(10)
Changes in		
Loans held for sale	(738)	(6)
Accrued interest receivable	(440)	(589)
Other assets	(865)	(1,063)
Accrued interest payable	(396)	261
Other liabilities	123	1,133
Net cash provided by operating activities	<u>5,849</u>	<u>4,400</u>
Investing Activities		
Net change in interest-bearing time deposits	(67)	(25)
Purchases of available-for-sale securities	(13,264)	(22,427)
Proceeds from calls and maturities of available-for-sale securities	10,533	6,462
Proceeds from sales of available-for-sale securities	521	16,266
Net change in loans	(26,785)	(41,002)
Purchase of premises and equipment	(165)	(2,050)
Purchase of FHLB stock	(171)	(398)
Proceeds from the sale of premises and equipment	-	20
Proceeds from the sale of foreclosed assets	727	80
Net cash used in investing activities	<u>(28,671)</u>	<u>(43,074)</u>
Financing Activities		
Net increase in demand deposits, money market, NOW and savings accounts	69,199	20,967
Net change in certificates of deposit	(33,402)	8,369
Proceeds from Federal Home Loan Bank advances	19,037	73,000
Repayment of Federal Home Loan Bank advances	(16,801)	(57,946)
Dividends paid	(586)	(435)
Net cash provided by financing activities	<u>37,447</u>	<u>43,955</u>
Change in Cash and Cash Equivalents	14,625	5,281
Cash and Cash Equivalents, Beginning of Year	<u>21,280</u>	<u>15,999</u>
Cash and Cash Equivalents, End of Year	<u>\$ 35,905</u>	<u>\$ 21,280</u>
Supplemental Cash Flows Information		
Interest paid	\$ 4,207	\$ 5,252
Income taxes paid	750	505
Real estate acquired in settlement of loans	1,097	174
Dividends accrued but not paid	145	140

SVB & T Corporation
Notes to Consolidated Financial Statements
December 31, 2020 and 2019
(Tables in Thousands, Except Share Data)

Note 1: Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

SVB & T Corporation (Company) is a financial holding company whose principal activity is the ownership and management of its wholly owned subsidiary, Springs Valley Bank & Trust Company (Bank). The Bank is primarily engaged in providing a full range of banking and financial services to individual and corporate customers in Orange, Dubois and surrounding counties in southern Indiana. The Bank is subject to competition from other financial institutions. The Bank is subject to the regulation of certain federal and state agencies and undergoes periodic examinations by those regulatory authorities.

The Bank has five wholly owned subsidiaries: SVB & T Holdings, Inc., which is primarily engaged in managing the Bank's investment securities; SVB & T Investment I, II and III, LLC, which are primarily engaged in holding certain real estate acquired by the Bank in connection with the foreclosure of loans; and SVB & T Properties, Inc., which was formed during 2015. SVB & T Properties, Inc., a Delaware corporation, holds approximately \$81.1 million and \$84.5 million of loans at December 31, 2020 and 2019, respectively. As part of the formation, SVB & T Properties, Inc. issued 125 shares of 12.5% Series A cumulative preferred stock during 2015. The preferred stock is carried at \$125,000 and is included in the consolidated balance sheets. SVB & T Risk Management, Inc., a wholly owned subsidiary of the Company, was formed on July 9, 2016 as a captive insurance company and is incorporated in Nevada.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company, its wholly owned subsidiaries, including the Bank and each of the Bank's wholly owned subsidiaries. All significant intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Material estimates that are particularly susceptible to significant change relate to the determination of the allowance for loan losses, valuation of real estate acquired in connection with foreclosures or satisfaction of loans, loan servicing rights, valuation of deferred tax assets and fair value of financial instruments.

SVB & T Corporation
Notes to Consolidated Financial Statements
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Cash and Cash Equivalents

The Company considers all liquid investments with original maturities of three months or less to be cash equivalents.

At December 31, 2020, the Company's cash accounts exceeded federally insured limits by approximately \$4,266,000. At December 31, 2020, the Company held \$10,296,000 at the Federal Home Loan Bank and Federal Reserve Bank, which are not subject to FDIC limits.

Interest-Bearing Deposits in Banks

Interest-bearing deposits in banks are carried at cost.

Debt Investments

Debt securities held by the Company generally are classified and recorded in the consolidated financial statements as follows:

Classified as	Description	Recorded at
Available for sale (AFS)	Securities not classified as held-to-maturity or trading	Fair value, with unrealized gains and losses excluded from earnings and reported in other comprehensive income

Purchase premiums and discounts are recognized in interest income using the interest method over the terms of the securities. Gains and losses on the sale of securities are recorded on the trade date and are determined using the specific identification method.

When the fair value of securities is below the amortized cost, the Company's accounting treatment for an other-than-temporary impairment (OTTI) is as follows:

Circumstances of Impairment Considerations	Accounting Treatment for OTTI Components	
	Credit Component	Remaining Portion
Not intended for sale and more likely than not that the Company will not have to sell before recovery of cost basis	Recognized in earnings	Recognized in other comprehensive income
Intended for sale or more likely than not that the Company will be required to sell before recovery of cost basis	Recognized in earnings	

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For held-to-maturity debt securities, the amount of OTTI recorded in other comprehensive income for the noncredit portion of a previous OTTI is amortized prospectively over the remaining life of the security on the basis of the timing of future estimated cash flows of the security.

When a credit loss component is separately recognized in earnings, the amount is identified as the total of principal cash flows not expected to be received over the remaining term of the security, as projected based on cash flow projections.

Loans Held for Sale

Mortgage loans originated and intended for sale in the secondary market are carried at the lower of cost or fair value in the aggregate. Net unrealized losses, if any, are recognized through a valuation allowance by charges to noninterest income. Gains and losses on loan sales are recorded in noninterest income.

Loans

Loans that management has the intent and ability to hold for the foreseeable future or until maturity or payoffs are reported at their outstanding principal balances adjusted for unearned income, charge-offs and the allowance for loan losses.

For loans amortized at cost, interest income is accrued based on the unpaid principal balance. Loan origination fees, net of certain direct origination costs, as well as premiums and discounts, are deferred and amortized as a level yield adjustment over the respective term of the loan.

The accrual of interest on mortgage and commercial loans is discontinued at the time the loan is 90 days past due unless the credit is well-secured and in process of collection. Past due status is based on contractual terms of the loan. In all cases, loans are placed on nonaccrual or charged off at an earlier date if collection of principal or interest is considered doubtful.

All interest accrued but not collected for loans that are placed on nonaccrual or charged off are reversed against interest income. The interest on these loans is accounted for on the cash-basis or cost-recovery method, until qualifying for return to accrual. Loans are returned to accrual status when all the principal and interest amounts contractually due are brought current and future payments are reasonably assured.

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Allowance for Loan Losses

The allowance for loan losses is established as losses are estimated to have occurred through a provision for loan losses charged to income. Loan losses are charged against the allowance when management believes the uncollectibility of a loan balance is confirmed. Subsequent recoveries, if any, are credited to the allowance.

The allowance for loan losses is evaluated on a regular basis by management and is based upon management's periodic review of the collectibility of the loans in light of historical experience, the nature and volume of the loan portfolio, adverse situations that may affect the borrower's ability to repay, estimated value of any underlying collateral and prevailing economic conditions. This evaluation is inherently subjective as it requires estimates that are susceptible to significant revision as more information becomes available.

The allowance consists of allocated and general components. The allocated component relates to loans that are classified as impaired. For those loans that are classified as impaired, an allowance is established when the discounted cash flows, collateral value or observable market price of the impaired loan is lower than the carrying value of that loan. The general component covers nonclassified loans and is based on historical charge off experience and expected loss given default derived from the Company's internal risk rating process. Other adjustments may be made to the allowance for pools of loans after an assessment of internal or external influences on credit quality that are not fully reflected in the historical loss or risk rating data.

A loan is considered impaired when, based on current information and events, it is probable the Company will be unable to collect the scheduled payments of principal or interest when due according to the contractual terms of the loan agreement. Factors considered by management in determining impairment include payment status, collateral value and the probability of collecting scheduled principal and interest payments when due. Loans that experience insignificant payment delays and payment shortfalls generally are not classified as impaired. Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, the reasons for the delay, the borrower's prior payment record and the amount of the shortfall in relation to the principal and interest owed. Impairment is measured on a loan-by-loan basis for commercial and construction loans by either the present value of expected future cash flows discounted at the loan's effective interest rate, the loan's obtainable market price or the fair value of the collateral if the loan is collateral dependent.

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Groups of loans with similar risk characteristics are collectively evaluated for impairment based on the group's historical loss experience adjusted for changes in trends, conditions and other relevant factors that affect repayment of the loans. Accordingly, the Company does not separately identify individual consumer and residential loans for impairment measurements, unless such loans are the subject of a restructuring agreement due to financial difficulties of the borrower.

On March 27, 2020, the President of the United States signed the *Coronavirus Aid, Relief, and Economic Security Act* (the "CARES Act"), which provides entities with optional temporary relief from certain accounting and financial reporting requirements under U.S. GAAP. Section 4013 of the CARES Act allows financial institutions to suspend application of certain TDR accounting guidance for loan and lease modifications related to the COVID-19 pandemic made between March 1, 2020 and the earlier of December 31, 2020 or 60 days after the end of the COVID-19 national emergency, provided certain criteria are met. Section 4013 of the CARES Act was amended on December 27, 2020 to extend this relief until January 1, 2022. The relief can be applied to loan and lease modifications for borrowers that were not more than 30 days past due as of December 31, 2019 and to loan and lease modifications that defer or delay the payment of principal or interest, or change the interest rate on the loan. The Company chose to apply this relief to eligible loan and lease modifications.

Premises and Equipment

Depreciable assets are stated at cost, less accumulated depreciation. Depreciation is charged to expense using the straight-line method over the estimated useful lives of the assets. Maintenance and repairs are expensed as incurred while major additions and improvements are capitalized. Gains and losses on disposition are included in current operations.

Federal Home Loan Bank Stock

Federal Home Loan Bank (FHLB) stock is a required investment for institutions that are members of the FHLB system. The required investment in the common stock is based on a predetermined formula, carried at cost and evaluated for impairment.

Bank-Owned Life Insurance

The Bank has purchased life insurance policies on certain key executives. Bank-owned life insurance is recorded at the amount that can be realized under the insurance contract at the balance sheet date, which is the cash surrender value adjusted for other charges or other amounts due that are probable at settlement.

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Foreclosed Assets Held for Sale

Assets acquired through, or in lieu of, loan foreclosure are held for sale and are initially recorded at fair value, less cost to sell at the date of foreclosure, establishing a new cost basis. Subsequent to foreclosure, valuations are periodically performed by management and the assets are carried at the lower of carrying amount or fair value, less cost to sell. Revenue and expenses from operations and changes in the valuation allowance are included in net income or expense from foreclosed assets.

Mortgage Servicing Rights

Mortgage servicing assets are recognized separately when rights are acquired through purchase or through sale of financial assets. Under the servicing assets and liabilities accounting guidance (ASC 860-50), servicing rights resulting from the sale or securitization of loans originated by the Company are initially measured at fair value at the date of transfer. The Company subsequently measures each class of servicing asset using either the fair value or the amortization method. The Company has elected to initially and subsequently measure the mortgage servicing rights for consumer mortgage loans using the fair value method. Under the fair value method, the servicing rights are carried in the balance sheet at fair value and the changes in fair value are reported in earnings in the period in which the changes occur.

Fair value is based on market prices for comparable mortgage servicing contracts, when available, or alternatively, is based on a valuation model that calculates the present value of estimated future net servicing income. The valuation model incorporates assumptions that market participants would use in estimating future net servicing income, such as the cost to service, the discount rate, the custodial earnings rate, an inflation rate, ancillary income, prepayment speeds and default rates and losses. These variables change from quarter to quarter as market conditions and projected interest rates change, and may have an adverse impact on the value of the mortgage servicing right and may result in a reduction to noninterest income.

Servicing fee income is recorded for fees earned for servicing loans. The fees are based on a contractual percentage of the outstanding principal or a fixed amount per loan and are recorded as income when earned. The amortization of mortgage servicing rights is netted against loan servicing fee income.

Operating Leases

The right-of use (ROU) asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for lease payments made at or before the lease commencement date, plus any initial direct costs incurred less any lease incentives received. For operating leases, the ROU asset is subsequently measured throughout the lease term at the carrying amount of the lease liability, plus initial direct costs, plus (minus) any prepaid (accrued) lease payments, less the unamortized balance of lease incentives received. Lease expense for lease payments is recognized on a straight-line basis over the lease term.

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Lease payments included in the measurement of the lease liability are comprised of fixed payments owed over the lease term.

Treasury Stock

Common stock shares repurchased are recorded at cost. Cost of shares retired or re-issued is determined using the first-in, first-out method.

Transfers of Financial Assets

Transfers of financial assets are accounted for as sales, when control over the assets has been surrendered. Control over transferred assets is deemed to be surrendered when (1) the assets have been isolated from the Company—put presumptively beyond the reach of the transferor and its creditors, even in bankruptcy or other receivership, (2) the transferee obtains the right (free of conditions that constrain it from taking advantage of that right) to pledge or exchange the transferred assets and (3) the Company does not maintain effective control over the transferred assets through an agreement to repurchase them before their maturity or the ability to unilaterally cause the holder to return specific assets.

Revenue Recognition

Accounting Standards Codification 606, *Revenue from Contracts with Customers* (ASC 606) provides that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The guidance enumerates five steps that entities should follow in achieving this core principle. Revenue generated from financial instruments, including loans and investment securities, are not included in the scope of ASC 606. Revenue-generating activities that are within the scope of ASC 606 and that are presented as noninterest income in the Company's consolidated statements of income include:

Fiduciary income - this includes periodic fees due from trust and investment services for managing the customers' financial assets. Fees are generally charged on a quarterly or annual basis and are recognized ratably throughout the period, as the services are provided on an ongoing basis.

Service charges and fees on deposit accounts - these include general service fees charged for deposit account maintenance and activity and transaction-based fees charged for certain services, such as debit card, wire transfer, or overdraft activities. Revenue is recognized when the performance obligation is completed, which is generally after a transaction is completed or monthly for account maintenance services.

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Income Taxes

The Company accounts for income taxes in accordance with income tax accounting guidance (ASC 740, *Income Taxes*). The income tax accounting guidance results in two components of income tax expense: current and deferred. Current income tax expense reflects taxes to be paid or refunded for the current period by applying the provisions of the enacted tax law to the taxable income or excess of deductions over revenues. The Company determines deferred income taxes using the liability method. Under this method, the net deferred tax asset or liability is based on the tax effects of the differences between the book and tax basis of assets and liabilities, and enacted changes in tax rates and laws are recognized in the period in which they occur. Deferred income tax expense results from changes in deferred tax assets and liabilities between periods. Deferred tax assets are reduced by a valuation allowance if, based on the weight of evidence available, it is more likely than not that some portion or all of a deferred tax asset will not be realized.

Uncertain tax positions are recognized if it is more likely than not, based on the technical merits, that the tax position will be realized or sustained upon examination. The term more likely than not means a likelihood of more than 50 percent; the terms examined and upon examination also include resolution of the related appeals or litigation processes, if any. A tax position that meets the more likely than not recognition threshold is initially and subsequently measured as the largest amount of tax benefit that has a greater than 50 percent likelihood of being realized upon settlement with a taxing authority that has full knowledge of all relevant information. The determination of whether or not a tax position has met the more likely than not recognition threshold considers the facts, circumstances and information available at the reporting date and is subject to management's judgment.

The Company recognizes interest and penalties on income taxes, if any, as a component of income tax expense.

The Company files consolidated income tax returns with its subsidiaries. The Company's tax years still subject to examination by taxing authorities are years subsequent to 2016 (federal and Indiana).

Earnings Per Share

Basic earnings per share represents income available to common stockholders divided by the weighted-average number of common shares outstanding during each period. Diluted earnings per share reflects additional potential common shares that would have been outstanding if dilutive potential common shares had been issued, as well as any adjustment to income that would result from the assumed issuance. Potential common shares that may be issued by the Company relate solely to outstanding stock options and are determined using the treasury stock method.

Treasury stock shares are not deemed outstanding for earnings per share calculations.

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Comprehensive Income

Comprehensive income consists of net income and other comprehensive income, net of applicable income taxes. Other comprehensive income includes unrealized appreciation (depreciation) on available-for-sale securities.

Note 2: Restriction on Cash and Due From Banks

The Company is required to maintain reserve funds in cash and/or on deposit with the Federal Reserve Bank. There was no reserve required at December 31, 2020.

Note 3: Securities

The amortized cost and approximate fair values, together with gross unrealized gains and losses, of securities are as follows:

	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Approximate Fair Value
Available-for-Sale Securities				
December 31, 2020				
Mortgage-backed				
GSE residential	\$ 12,062	\$ 352	\$ (5)	\$ 12,409
State and political subdivisions	<u>45,103</u>	<u>3,954</u>	<u>(6)</u>	<u>49,051</u>
	<u>\$ 57,165</u>	<u>\$ 4,306</u>	<u>\$ (11)</u>	<u>\$ 61,460</u>
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Approximate Fair Value
Available-for-Sale Securities				
December 31, 2019				
Mortgage-backed				
GSE residential	\$ 15,160	\$ 207	\$ (58)	\$ 15,309
State and political subdivisions	<u>39,959</u>	<u>2,564</u>	<u>(12)</u>	<u>42,511</u>
	<u>\$ 55,119</u>	<u>\$ 2,771</u>	<u>\$ (70)</u>	<u>\$ 57,820</u>

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The amortized cost and fair value of available-for-sale securities at December 31, 2020, by contractual maturity, are shown below. Expected maturities will differ from contractual maturities because issuers may have the right to call or prepay obligations with or without call or prepayment penalties.

	Amortized Cost	Fair Value
Within one year	\$ 1,042	\$ 1,059
One to five years	5,125	5,467
Five to ten years	10,404	11,476
After ten years	28,532	31,049
	<u>45,103</u>	<u>49,051</u>
Mortgage-backed GSE residential	12,062	12,409
	<u>57,165</u>	<u>61,460</u>
Totals	<u>\$ 57,165</u>	<u>\$ 61,460</u>

The Company had no securities pledged as collateral at December 31, 2020 and 2019, respectively.

Gross gains of approximately \$8,000 and \$503,000 and gross losses of approximately \$0 and \$59,000 resulting from sales of available-for-sale debt securities were realized during the years ended December 31, 2020 and 2019, respectively.

Certain investments in debt securities are reported in the consolidated financial statements at an amount less than their historical cost. Total fair value of these investments at December 31, 2020 and 2019, was approximately \$1,661,000 and \$7,590,000, respectively, which is approximately 3 percent and 13 percent, respectively, of the Company's available-for-sale investment portfolio. These declines primarily resulted from changes in market interest rates since the investments were purchased.

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The following tables show the Company's investments' gross unrealized losses and fair value of the Company's investments with unrealized losses that are not deemed to be other-than-temporarily impaired, aggregated by investment class and length of time that individual securities have been in a continuous unrealized loss position at December 31:

Description of Securities	2020					
	Less Than 12 Months		12 Months or More		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Available-for-Sale Securities						
Mortgage-backed GSE residential	\$ 541	\$ (3)	\$ 89	\$ (2)	\$ 630	\$ (5)
State and political subdivisions	1,031	(6)	-	-	1,031	(6)
Total temporarily impaired securities	<u>\$ 1,572</u>	<u>\$ (9)</u>	<u>\$ 89</u>	<u>\$ (2)</u>	<u>\$ 1,661</u>	<u>\$ (11)</u>

Description of Securities	2019					
	Less Than 12 Months		12 Months or More		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Available-for-Sale Securities						
Mortgage-backed GSE residential	\$ 6,240	\$ (45)	\$ 862	\$ (13)	\$ 7,102	\$ (58)
State and political subdivisions	488	(12)	-	-	488	(12)
Total temporarily impaired securities	<u>\$ 6,728</u>	<u>\$ (57)</u>	<u>\$ 862</u>	<u>\$ (13)</u>	<u>\$ 7,590</u>	<u>\$ (70)</u>

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Note 4: Loans and Allowance for Loan Losses

Classes of loans at December 31 include:

	2020	2019
Commercial		
Nonreal estate commercial	\$ 66,017	\$ 73,154
Commercial real estate	207,177	169,756
Consumer		
Nonreal estate consumer	13,031	13,676
Consumer mortgage	74,864	78,236
Home equity line of credit	12,473	14,219
Credit cards and other	814	862
	<u>374,376</u>	<u>349,903</u>
Gross loans	374,376	349,903
Net deferred loan fees	(283)	-
In-process accounts	158	259
Allowance for loan losses	<u>(5,985)</u>	<u>(4,340)</u>
	<u>\$ 368,266</u>	<u>\$ 345,822</u>

The following tables present the balance in the allowance for loan losses and the recorded investment in loans based on portfolio segment and impairment method as of December 31:

	2020						
	Nonreal Estate Commercial	Commercial Real Estate	Nonreal Estate Retail Consumer	Consumer Mortgage	Home Equity Line of Credit	Credit Cards and Other	Total
Allowance for Loan Losses							
Balance, beginning of year	\$ 1,303	\$ 2,146	\$ 87	\$ 667	\$ 87	\$ 50	\$ 4,340
Provision charged to expense	1,297	1,463	71	65	29	42	2,967
Losses charged off	(1,065)	(180)	(62)	(62)	(46)	(48)	(1,463)
Recoveries	76	8	18	25	-	14	141
Balance, end of year	<u>\$ 1,611</u>	<u>\$ 3,437</u>	<u>\$ 114</u>	<u>\$ 695</u>	<u>\$ 70</u>	<u>\$ 58</u>	<u>\$ 5,985</u>
Ending balance							
Individually evaluated for impairment	<u>\$ 587</u>	<u>\$ 1,135</u>	<u>\$ 2</u>	<u>\$ 61</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,785</u>
Ending balance							
Collectively evaluated for impairment	<u>\$ 1,024</u>	<u>\$ 2,302</u>	<u>\$ 112</u>	<u>\$ 634</u>	<u>\$ 70</u>	<u>\$ 58</u>	<u>\$ 4,200</u>
Loans							
Ending balance							
Individually evaluated for impairment	<u>\$ 732</u>	<u>\$ 10,946</u>	<u>\$ 12</u>	<u>\$ 450</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 12,140</u>
Ending balance							
Collectively evaluated for impairment	<u>\$ 65,285</u>	<u>\$ 196,231</u>	<u>\$ 13,019</u>	<u>\$ 74,414</u>	<u>\$ 12,473</u>	<u>\$ 814</u>	<u>\$ 362,236</u>

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	2019							Total
	Nonreal Estate Commercial	Commercial Real Estate	Nonreal Estate Retail Consumer	Consumer Mortgage	Home Equity Line of Credit	Credit Cards and Other		
Allowance for Loan Losses								
Balance, beginning of year	\$ 581	\$ 2,063	\$ 128	\$ 885	\$ 48	\$ 188	\$ 3,893	
Provision charged to expense	1,028	133	(3)	(206)	39	(106)	885	
Losses charged off	(306)	(79)	(84)	(33)	-	(62)	(564)	
Recoveries	-	29	46	21	-	30	126	
Balance, end of year	<u>\$ 1,303</u>	<u>\$ 2,146</u>	<u>\$ 87</u>	<u>\$ 667</u>	<u>\$ 87</u>	<u>\$ 50</u>	<u>\$ 4,340</u>	
Ending balance								
Individually evaluated for impairment	<u>\$ 533</u>	<u>\$ 317</u>	<u>\$ -</u>	<u>\$ 19</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 869</u>	
Ending balance								
Collectively evaluated for impairment	<u>\$ 770</u>	<u>\$ 1,829</u>	<u>\$ 87</u>	<u>\$ 648</u>	<u>\$ 87</u>	<u>\$ 50</u>	<u>\$ 3,471</u>	
Loans								
Ending balance								
Individually evaluated for impairment	<u>\$ 1,813</u>	<u>\$ 7,100</u>	<u>\$ -</u>	<u>\$ 285</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 9,198</u>	
Ending balance								
Collectively evaluated for impairment	<u>\$ 71,341</u>	<u>\$ 162,656</u>	<u>\$ 13,676</u>	<u>\$ 77,951</u>	<u>\$ 14,219</u>	<u>\$ 862</u>	<u>\$ 340,705</u>	

Internal Risk Categories

Loan grades for commercial loans are numbered 1 through 8. Grades 1 through 4 are considered satisfactory grades. The grade of 5, special mention or O.A.E.M., represents loans of lower quality and is considered criticized. The grades of 6, or substandard, and 7, or doubtful, refer to assets that are classified. The use and application of these grades by the Bank will be uniform and shall conform to the Bank's policy.

Minimal Risk, Pass (1): All of the risks associated with this credit (based on each of the Bank's creditworthiness criteria) are minimal or the loan is supported by pledged deposits, U.S. Government securities, etc.

Low Risk, Pass (2): Most of the risks associated with this credit (based on each of the Bank's creditworthiness criteria) are minimal.

Moderately Low Risk, Pass (3): Some of the risk associated with this credit (based on each of the Bank's creditworthiness criteria) is acceptable.

Moderate Risk, Pass (4): The weighted overall risk associated with this credit (based on each of the Bank's creditworthiness criteria) is acceptable.

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Special Mention, O.A.E.M. (5): The weighted overall risk associated with this credit is considered higher than normal (but still acceptable) or the loan possesses deficiencies which corrective action by the Bank would remedy, thereby reducing risk.

Substandard (6): The weighted overall risk associated with this credit (based on each of the Bank's creditworthiness criteria) is considered undesirable, or the Bank is inadequately protected and there exists the distinct possibility of sustaining some loss if not corrected.

Doubtful (7): Weakness makes collection or liquidation in full (based on currently existing facts) improbable.

Loss (8): This credit is of little value and not warranted as a bankable asset.

Risk characteristics applicable to significant segments of the loan portfolio are described as follows.

Nonreal Estate Commercial: The nonreal estate commercial portfolio includes loans to commercial customers for use in financing working capital needs, equipment purchases and expansions. The loans in this category are repaid primarily from the cash flow of a borrower's principal business operation. Credit risk in these loans is driven by creditworthiness of a borrower and the economic conditions that impact the cash flow stability from business operations.

This category includes PPP loans that were authorized CARES Act. The PPP was implemented by the Small Business Administration ("SBA") with support from the Department of the Treasury and provided small businesses that were negatively impacted by the COVID-19 pandemic with government guaranteed and potentially forgivable loans that could be used to pay up to eight or twenty-four weeks, depending on the date of the loan, of payroll costs including benefits. Funds could also be used to pay interest on mortgages, rent, and utilities. The majority of the PPP loans made by the Company have a maturity of two years and an interest rate of 1%. In addition, the SBA pays originating lenders processing fees based on the size of the loan, ranging from 1% to 5% of the loan amount. A borrower who meets certain requirements can request loan forgiveness from the SBA. If loan forgiveness is granted, the SBA will forward the forgiveness amount to the lender.

Commercial Real Estate: Commercial real estate loans typically involve larger principal amounts, and repayment of these loans is generally dependent on the successful operations of the property securing the loan or the business conducted on the property securing the loan. These loans are viewed primarily as cash flow loans and secondarily as loans secured by real estate. Credit risk in these loans may be impacted by the creditworthiness of a borrower, property values and the local economies in the Bank's market areas.

Nonreal Estate Consumer: The nonreal estate consumer loan portfolio consists of various term and line of credit loans such as automobile loans and loans for other personal purposes. Repayment for these types of loans will come from a borrower's income sources that are typically independent of the loan purpose. Credit risk is driven by consumer economic factors (such as unemployment and general economic conditions in the Bank's market area) and the creditworthiness of a borrower.

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Consumer Mortgage: The consumer mortgage portfolio is generally secured by owner-occupied 1-4 family residences. Repayment of these loans is primarily dependent on the personal income and credit rating of the borrowers. Credit risk in these loans can be impacted by economic conditions within the Bank's market areas that might impact either property values or a borrower's personal income. Risk is mitigated by the fact that the loans are of smaller individual amounts and spread over a large number of borrowers.

Home Equity Line of Credit: The home equity line of credit portfolio is secured by 1-to-4 family residential properties. These lines of credit are typically secured by a junior lien.

Credit Cards and Other: The credit cards and other portfolio primarily consists of extensions of credit to individuals for household, family and other personal expenditures arising from credit cards. Also included in this portfolio are extensions under prearranged overdraft plans.

The following tables present the credit risk profile of the Company's commercial loan portfolio based on rating category and payment activity as of December 31:

	2020		
	Nonreal Estate Commercial	Commercial Real Estate	Total
Grade			
Pass (1-4)	\$ 64,407	\$ 183,222	\$ 247,629
Special mention, O.A.E.M. (5)	878	6,982	7,860
Substandard (6)	732	16,973	17,705
Doubtful (7)	-	-	-
Loss (8)	-	-	-
	<u>66,017</u>	<u>207,177</u>	<u>273,194</u>
Total	<u>\$ 66,017</u>	<u>\$ 207,177</u>	<u>\$ 273,194</u>
	2019		
	Nonreal Estate Commercial	Commercial Real Estate	Total
Grade			
Pass (1-4)	\$ 71,850	\$ 163,564	\$ 235,414
Special mention, O.A.E.M. (5)	190	2,536	2,726
Substandard (6)	1,114	3,656	4,770
Doubtful (7)	-	-	-
Loss (8)	-	-	-
	<u>73,154</u>	<u>169,756</u>	<u>242,910</u>
Total	<u>\$ 73,154</u>	<u>\$ 169,756</u>	<u>\$ 242,910</u>

The Bank evaluates the loan risk grading system definitions and allowance for loan loss methodology on an ongoing basis. No significant changes were made to either during the past year.

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Management grades all loans except commercial loans as performing or nonperforming. Nonperforming loans are defined as those that are more than 90 days past due or on nonaccrual.

	2020				
	Nonreal Estate Consumer	Consumer Mortgage	Home Equity Line of Credit	Credit Cards and Other	Total
Performing	\$ 13,031	\$ 74,583	\$ 12,413	\$ 813	\$ 100,840
Nonperforming	-	281	60	1	342
Total	<u>\$ 13,031</u>	<u>\$ 74,864</u>	<u>\$ 12,473</u>	<u>\$ 814</u>	<u>\$ 101,182</u>

	2019				
	Nonreal Estate Consumer	Consumer Mortgage	Home Equity Line of Credit	Credit Cards and Other	Total
Performing	\$ 13,654	\$ 77,473	\$ 14,219	\$ 834	\$ 106,180
Nonperforming	22	763	-	28	813
Total	<u>\$ 13,676</u>	<u>\$ 78,236</u>	<u>\$ 14,219</u>	<u>\$ 862</u>	<u>\$ 106,993</u>

The following tables present the Company's loan portfolio aging analysis as of December 31:

	2020					Total Loans > than 90 Days and Accruing
	30-89 Days Past Due	Greater Than 90 Days Past Due	Total Past Due	Current	Total Loans	
Commercial						
Nonreal estate commercial	\$ 58	\$ 48	\$ 106	\$ 65,911	\$ 66,017	\$ -
Commercial real estate	190	743	933	206,244	207,177	522
Consumer						
Nonreal estate consumer	32	-	32	12,999	13,031	-
Consumer mortgage	363	281	644	74,220	74,864	2
Home equity line of credit	-	60	60	12,413	12,473	-
Credit cards	6	1	7	807	814	1
Total loans	<u>\$ 649</u>	<u>\$ 1,133</u>	<u>\$ 1,782</u>	<u>\$ 372,594</u>	<u>\$ 374,376</u>	<u>\$ 525</u>

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	2019					
	30-89 Days Past Due	Greater Than 90 Days Past Due	Total Past Due	Current	Total Loans	Total Loans > than 90 Days and Accruing
Commercial						
Nonreal estate commercial	\$ 146	\$ 140	\$ 286	\$ 72,868	\$ 73,154	\$ 91
Commercial real estate	2,536	430	2,966	166,790	169,756	108
Consumer						
Nonreal estate consumer	140	22	162	13,514	13,676	5
Consumer mortgage	356	763	1,119	77,117	78,236	185
Home equity line of credit	699	-	699	13,520	14,219	-
Credit cards	18	28	46	816	862	28
	<u>\$ 3,895</u>	<u>\$ 1,383</u>	<u>\$ 5,278</u>	<u>\$ 344,625</u>	<u>\$ 349,903</u>	<u>\$ 417</u>

A loan is considered impaired, in accordance with the impairment accounting guidance (ASC 310-10-35-16) when, based on current information and events, it is probable the Company will be unable to collect all amounts due from the borrower in accordance with the contractual terms of the loan. Impaired loans include nonperforming commercial loans but also include loans modified in troubled debt restructurings where concessions have been granted to borrowers experiencing financial difficulties. These concessions could include a reduction in the interest rate on the loan, payment extensions, forgiveness of principal, forbearance or other actions intended to maximize collection.

The following tables present impaired loans for the years ended December 31:

	2020					
	Recorded Balance	Unpaid Principal Balance	Specific Allowance	Average Investment in Impaired Loans	Interest Income Recognized	Interest Income Recognized Cash Basis
Loans without a specific valuation allowance						
Nonreal estate commercial	\$ 115	\$ 115	\$ -	\$ 122	\$ 7	\$ 7
Commercial real estate	5,213	5,213	-	5,489	373	280
Nonreal estate consumer	-	-	-	-	-	-
Consumer mortgage	137	137	-	148	6	12
Home equity line of credit	-	-	-	-	-	-
Loans with a specific valuation allowance						
Nonreal estate commercial	617	617	587	603	22	17
Commercial real estate	5,733	5,733	1,134	5,784	553	362
Nonreal estate consumer	12	12	2	12	-	-
Consumer mortgage	313	313	62	315	9	23
Home equity line of credit	-	-	-	-	-	-
	<u>\$ 12,140</u>	<u>\$ 12,140</u>	<u>\$ 1,785</u>	<u>\$ 12,473</u>	<u>\$ 970</u>	<u>\$ 701</u>

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	2019					
	Recorded Balance	Unpaid Principal Balance	Specific Allowance	Average Investment in Impaired Loans	Interest Income Recognized	Interest Income Recognized Cash Basis
Loans without a specific valuation allowance						
Nonreal estate commercial	\$ 854	\$ 854	\$ -	\$ 1,057	\$ 61	\$ 69
Commercial real estate	5,837	5,837	-	6,330	430	438
Nonreal estate consumer	-	-	-	-	-	-
Consumer mortgage	-	-	-	-	-	-
Home equity line of credit	-	-	-	-	-	-
Loans with a specific valuation allowance						
Nonreal estate commercial	959	959	533	1,256	58	50
Commercial real estate	1,263	1,263	317	1,315	48	45
Nonreal estate consumer	-	-	-	-	-	-
Consumer mortgage	285	285	19	285	9	-
Home equity line of credit	-	-	-	-	-	-
Total impaired loans	<u>\$ 9,198</u>	<u>\$ 9,198</u>	<u>\$ 869</u>	<u>\$ 10,243</u>	<u>\$ 606</u>	<u>\$ 602</u>

The following table presents the Company's nonaccrual loans at December 31:

	2020	2019
Commercial		
Nonreal estate commercial	\$ 48	\$ 498
Commercial real estate	369	460
Consumer		
Nonreal estate consumer	29	22
Consumer mortgage	691	1,109
Home equity line of credit	109	-
Credit cards and other	-	-
	<u>\$ 1,246</u>	<u>\$ 2,089</u>

At December 31, 2020, the Company had a number of loans that were modified in troubled debt restructurings and impaired. The modification of terms of such loans included one or a combination of the following: an extension of maturity, a reduction of the stated interest rate, modification to interest only payments or a permanent reduction of the recorded investment in the loan.

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The following tables present information regarding troubled debt restructurings by class for the years ended December 31, 2020 and 2019.

Newly classified troubled debt restructurings:

	2020		
	Number of Loans	Pre- Modification Recorded Balance	Post- Modification Recorded Balance
Nonreal estate commercial	2	\$ 257	\$ 257
Commercial Real Estate	2	767	767

	2019		
	Number of Loans	Pre- Modification Recorded Balance	Post- Modification Recorded Balance
Consumer Mortgages	2	\$ 150	\$ 150
Commercial Real Estate	2	3,071	3,071

New restructured loans by type of modification:

	2020				
	Interest Only	Principal Reduction	Term	Combination	Total
Nonreal estate commercial	\$ -	\$ -	\$ -	\$ 257	\$ 257
Commercial Real Estate	-	-	-	767	767

	2019				
	Interest Only	Principal Reduction	Term	Combination	Total
Consumer Mortgages	\$ -	\$ 150	\$ -	-	\$ 150
Commercial Real Estate	-	-	3,071	-	3,071

The troubled debt restructurings referred to above did not increase the allowance for loan losses during the years ended December 31, 2020 and 2019.

A loan is considered to be in default when it is 90 days past due or transferred to nonaccrual.

No troubled debt restructurings modified in the past 12 months subsequently defaulted.

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Note 5: Premises and Equipment

Major classifications of premises and equipment, stated at cost, are as follows:

	<u>2020</u>	<u>2019</u>
Land	\$ 1,161	\$ 1,058
Buildings and improvements	7,226	6,347
Equipment	3,663	3,781
Construction in progress	49	1,078
	<u>12,099</u>	<u>12,264</u>
Less accumulated depreciation	<u>5,958</u>	<u>5,628</u>
Net premises and equipment	<u>\$ 6,141</u>	<u>\$ 6,636</u>

Note 6: Loan Servicing

Loans serviced for others are not included in the accompanying consolidated balance sheets. The unpaid principal balances of mortgage and other loans serviced for others were approximately \$138,541,000 and \$75,703,000 at December 31, 2020 and 2019, respectively.

The loans serviced for others result from loan sales transactions with the FHLB of Indianapolis that provide for establishment of a Lender Risk Account (LRA), which represents a recourse obligation for absorbing potential losses on loans sold and an asset to the Bank. The funds withheld to settle recourse obligations was approximately \$2,564,000 December 31, 2020; however, these receivables are recorded at their fair value at the time of the establishment of the LRA. The fair value is estimated by discounting the cash flows over the life of each master commitment contract. The carrying value of the LRA is equal to the initial fair value plus an interest component, less any cash receipts and was approximately \$1,100,000 and \$598,000 at December 31, 2020 and 2019, respectively.

The following summarizes the activity in mortgage servicing rights measured using the fair value method for the years ended December 31, 2020 and 2019:

	<u>2020</u>	<u>2019</u>
Fair value as of the beginning of the year	\$ 553	\$ 458
Recognition of mortgage servicing rights on the sale of loans	842	163
Change in fair value due to changes in valuation inputs or assumptions used in the valuation model	<u>(560)</u>	<u>(68)</u>
Fair value at the end of the year	<u>\$ 835</u>	<u>\$ 553</u>

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Note 7: Deposits

	<u>2020</u>	<u>2019</u>
Demand deposits	\$ 167,736	\$ 135,153
Savings deposits	129,066	92,450
Certificates and other time deposits of \$250,000 or more	21,668	37,530
Other certificates and time deposits	<u>78,517</u>	<u>96,057</u>
Total	<u>\$ 396,987</u>	<u>\$ 361,190</u>

At December 31, 2020, the scheduled maturities of time deposits are as follows:

2021	\$ 82,865
2022	12,556
2023	2,060
2024	1,334
2025	<u>1,370</u>
	<u>\$ 100,185</u>

Note 8: Short-Term Borrowings

At December 31, 2020, the Company had total discretionary federal fund lines of \$16,000,000 available with three financial institutions. No amounts were outstanding against the lines as of December 31, 2020 and 2019.

Note 9: Long-Term Debt

Long-term debt consisted of the following components:

	<u>2020</u>	<u>2019</u>
Federal Home Loan Bank Advances	\$ 37,000	\$ 34,764
Subordinated debentures	<u>5,000</u>	<u>5,000</u>
Total	<u>\$ 42,000</u>	<u>\$ 39,764</u>

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At December 31, 2020 and 2019, advances from the FHLB totaled \$37,000,000 and \$34,764,000, respectively. At December 31, 2020, advances ranged from .25% to 2.34%, due at various dates through 2029.

As a member of the FHLB system at year-end 2020, the Company had the ability to obtain up to \$25,397,000 in additional borrowings based on collateral pledged to the FHLB at December 31, 2020. The FHLB advances are secured by mortgage and CRE loans totaling approximately \$52,783,000 and \$49,391,000, respectively, at December 31, 2020.

On July 31, 2018, the Company issued \$5,000,000 of subordinated debentures at an initial fixed interest rate of 6.45%, which is payable quarterly. Beginning July 31, 2023, the interest rate converts to a variable rate equal to the three-month LIBOR plus 3.54%. The subordinated debentures mature on July 31, 2028.

Aggregate annual maturities of long-term debt at December 31, 2020 are:

2021	\$ 1,500
2022	13,500
2023	2,000
2024	-
2025	-
Thereafter	<u>25,000</u>
	<u><u>\$ 42,000</u></u>

Note 10: Operating Leases

The Company is a lessee in several noncancellable operating lease arrangements, primarily for retail branches and equipment. Certain of these leases contain renewal options for periods ranging from one year to five years. Payments due under the lease contracts include fixed payments plus, for many of the Company's real estate leases, variable payments such as the Company's proportionate share of property taxes, insurance, and common area maintenance.

The Company adopted ASU 2016-02, *Leases (ASC 842)*, using the alternative transition method as of the date of adoption, January 1, 2019, as permitted by the amendments in ASU 2018-11. As a result, the Company was not required to adjust its comparative period financial information for effects of the adoption of the standard or make the new required lease disclosures for periods prior to the effective date. Upon adoption of this accounting guidance on January 1, 2019, the Company recorded an initial ROU asset of \$366,000, and a lease liability of \$366,000.

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Management elected to adopt the package of transition practical expedients and, therefore, has not reassessed (1) whether existing or expired contracts contain a lease, (2) lease classification for existing or expired leases or (3) the accounting for initial direct costs that were previously capitalized. The Company did elect the practical expedient to use hindsight for leases existing at the adoption date. The Company did not elect the practical expedient, by class of underlying asset, to not separate nonlease components from the associated lease components.

Management determines if an arrangement is or contains a lease at contract inception. If an arrangement is determined to be or contain a lease, the Company recognizes a ROU asset and a lease liability at the lease commencement date. Leases are classified as operating or finance leases at the lease commencement date. At December 31, 2020, all of the Company's leases were classified as operating leases. The Company's lease liability is initially and subsequently measured at the present value of the unpaid lease payments at the lease commencement date. Key estimates and judgments related to the lease liability include how management determines (1) the discount rate it uses to discount the unpaid lease payments to present value, (2) the lease term, and (3) lease payments.

ASC 842 requires a lessee to discount its unpaid lease payments using the interest rate implicit in the lease or, if that rate cannot be readily determined, its incremental borrowing rate. Generally, management cannot determine the interest rate implicit in the lease because it does not have access to the lessor's estimated residual value or the amount of the lessor's deferred initial direct costs. Therefore, the Company utilizes its incremental borrowing rate as the discount rate for leases. The Company's incremental borrowing rate for a lease is the rate of interest it would have to pay for the respective property being leased. At the time of adoption, the Company applied a 5.50% - 6.00% discount rate to each lease based on this estimate.

The lease term for all of the Company's leases includes the noncancellable period of the lease plus any additional periods covered by either the Company's option to extend (or not to terminate) the lease that the Company is reasonably certain to exercise, or an option to extend (or not to terminate) the lease controlled by the lessor. If a lease contract contains multiple renewal options, management generally models lease cash flows through the first renewal option period unless the contract contains economic incentives or other conditions that increase or decrease the likelihood that additional renewals are reasonably certain to be exercised.

The Company's operating lease ROU asset and lease liability are presented in "Other Assets" and "Other Liabilities," respectively, on the Company's consolidated balance sheets. The carrying amount of the Company's ROU asset and lease liability at December 31, 2020 and 2019 were \$305,000 and \$336,000, respectively. The Company's operating lease expense is recorded in "Premises and equipment" expense on the Company's consolidated statements of income and comprehensive income.

For the year ended December 31, 2020, total operating lease cost equaled \$51,000 and the cash paid for amounts included in measurement of lease liabilities equaled \$49,000.

For the year ended December 31, 2019, total operating lease cost equaled \$51,000 and the cash paid for amounts included in measurement of lease liabilities equaled \$49,000.

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At December 31, 2020, the Company's operating leases had a weighted-average remaining term of 7.8 years and a weighted-average discount rate of 5.51%.

At December 31, 2019, the Company's operating leases had a weighted-average remaining term of 8.7 years and a weighted-average discount rate of 5.52%.

Undiscounted cash flows included in lease liabilities have expected contractual payments as follows:

2021	\$	49
2022		48
2023		43
2024		47
2025		47
Thereafter		142
		<u>376</u>
Less effects of discounting		<u>(71)</u>
		<u>\$ 305</u>

Note 11: Income Taxes

The provision for income taxes includes these components:

	<u>2020</u>	<u>2019</u>
Taxes currently payable	\$ 1,107	\$ 546
Deferred income taxes	<u>(341)</u>	<u>82</u>
Income tax expense	<u>\$ 766</u>	<u>\$ 628</u>

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A reconciliation of income tax expense at the statutory rate to the Company's actual income tax expense is shown below:

	<u>2020</u>	<u>2019</u>
Computed at the statutory rate (21%)	\$ 1,178	\$ 983
Increase (decrease) resulting from		
Tax-exempt interest	(237)	(213)
Tax-exempt life insurance income	(38)	(35)
Tax credits	(236)	(182)
Amortization of low income housing tax credit investments	169	136
Nontaxable captive insurance income	(110)	(113)
Other	40	52
	<u>40</u>	<u>52</u>
Actual tax expense	<u>\$ 766</u>	<u>\$ 628</u>

The tax effects of temporary differences related to deferred taxes shown on the consolidated balance sheets were:

	<u>2020</u>	<u>2019</u>
Deferred tax assets		
Allowance for loan losses	\$ 1,466	\$ 1,047
Loan income	116	42
Deferred compensation	704	634
Other real estate owned	26	-
Net operating loss	140	223
	<u>2,452</u>	<u>1,946</u>
Deferred tax liabilities		
Depreciation	(609)	(672)
Unrealized gains on available-for-sale securities	(902)	(567)
Federal Home Loan Bank Lender Risk Account	(290)	(160)
Prepays	(137)	(136)
Accrual to cash basis adjustments	(275)	(141)
Other	(17)	(32)
	<u>(2,230)</u>	<u>(1,708)</u>
Net deferred asset before valuation allowance	<u>222</u>	<u>238</u>
Valuation allowance		
Beginning balance	(434)	(140)
Change during the period	22	(294)
Ending balance	<u>(412)</u>	<u>(434)</u>
Net deferred liability	<u>\$ (190)</u>	<u>\$ (196)</u>

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Note 12: Regulatory Matters

The Bank is subject to various regulatory capital requirements administered by the federal banking agencies. Failure to meet minimum capital requirements can initiate certain mandatory and possibly additional discretionary actions by regulators that, if undertaken, could have a direct material effect on the Bank's financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Bank must meet specific capital guidelines that involve quantitative measures of the Bank's assets, liabilities and certain off-balance-sheet items as calculated under US GAAP regulatory reporting requirements and regulatory capital standards. The Bank's capital amounts and classification are also subject to qualitative judgments by the regulators about components, risk weightings and other factors. Furthermore, the Bank's regulators could require adjustments to regulatory capital not reflected in these financial statement amounts.

Quantitative measures established by regulatory reporting standards to ensure capital adequacy require the Bank to maintain minimum amounts and ratios (set forth in the table below) of total and Tier I capital (as defined) to risk-weighted assets (as defined), common equity Tier I capital (as defined) to total risk-weighted assets (as defined) and of Tier I capital (as defined) to average assets (as defined). Management believes, as of December 31, 2020 and 2019, that the Bank meets all capital adequacy requirements to which they are subject.

As of December 31, 2020, the most recent notification from the FDIC categorized the Bank as well capitalized under the regulatory framework for prompt corrective action. To be categorized as well capitalized, the Bank must maintain minimum total risk-based capital, Tier I risk-based capital, common equity Tier I risk-based capital and Tier I leverage ratios as set forth in the table. There are no conditions or events since that notification that management believes have changed the Bank's category.

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The Bank's actual capital amounts and ratios are also presented in the table.

	Actual		Minimum Capital Requirement		Minimum to be Well Capitalized Under Prompt Corrective Action Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
As of December 31, 2020						
Total capital						
(to risk-weighted assets)	\$ 56,990	14.7%	\$ 30,995	8.0%	\$ 38,743	10.0%
Tier I capital						
(to risk-weighted assets)	52,008	13.4%	23,246	6.0%	30,995	8.0%
Common equity Tier I capital						
(to risk-weighted assets)	52,008	13.4%	17,434	4.5%	25,183	6.5%
Tier I capital						
(to average assets)	52,008	10.6%	19,685	4.0%	24,606	5.0%
As of December 31, 2019						
Total capital						
(to risk-weighted assets)	\$ 51,880	14.6%	\$ 28,455	8.0%	\$ 35,569	10.0%
Tier I capital						
(to risk-weighted assets)	47,415	13.3%	21,341	6.0%	28,455	8.0%
Common equity Tier I capital						
(to risk-weighted assets)	47,415	13.3%	16,006	4.5%	23,120	6.5%
Tier I capital						
(to average assets)	47,415	10.5%	18,081	4.0%	22,601	5.0%

The above minimum capital requirements exclude the capital conservation buffer required to avoid limitations on capital distributions, including dividend payments and certain discretionary bonus payments to executive officers. The capital conservation buffer is being phased in from 0.0% for 2015 to 2.50% by 2019. The net unrealized gain or loss on available-for-sale securities is not included in computing regulatory capital.

The Bank is subject to certain restrictions on the amount of dividends that it may declare without prior regulatory approval. Generally, the Bank's payment of dividends is limited to net income for the current year plus the two preceding calendar years, less capital distributions paid over the comparable time period.

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Basel III Capital Rules

In July 2013, the three federal bank regulatory agencies jointly published final rules (the Basel III Capital Rules) establishing a new comprehensive capital framework for U.S. banking organizations. The rules implement the Basel Committee's December 2010 framework known as "Basel III" for strengthening international capital standards as well as certain provisions of the Dodd-Frank Act. These rules substantially revise the risk-based capital requirements applicable to bank holding companies and depository institutions, compared to the current U.S. risk-based capital rules. The Basel III Capital Rules define the components of capital and address other issues affecting the numerator in banking institutions' regulatory capital ratios. These rules also address risk weights and other issues affecting the denominator in banking institutions' regulatory capital ratios and replace the existing risk-weighting approach with a more risk-sensitive approach. The Basel III Capital Rules were effective for the Bank on January 1, 2015 (subject to a four-year phase-in period).

The Basel III Capital Rules, among other things, (i) introduce a new capital measure called "Common Equity Tier 1" (CET1), (ii) specify that Tier 1 capital consist of CET1 and "Additional Tier 1 Capital" instruments meeting specified requirements, (iii) define CET1 narrowly by requiring that most deductions/adjustments to regulatory capital measures be made to CET1 and not to the other components of capital and (iv) expand the scope of the deductions/adjustments as compared to existing regulations.

Note 13: Related-Party Transactions

At December 31, 2020 and 2019, the Company had loans outstanding to executive officers, directors, significant shareholders and affiliates (related parties) in the amount of approximately \$798,000 and \$495,000, respectively.

In management's opinion, such loans and other extensions of credit were made in the ordinary course of business and were made on substantially the same terms (including interest rates and collateral) as those prevailing at the time for comparable transactions with other persons. Further, in management's opinion, these loans did not involve more than normal risk of collectability or present other unfavorable features.

Deposits from related parties held by the Company at December 31, 2020 and 2019, totaled approximately \$1,458,000 and \$1,332,000, respectively.

Certain officers and directors of a related party own 40 percent of the outstanding capital stock of the Company.

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Note 14: Employee Benefits

The Company has a retirement savings 401(k) profit-sharing plan covering substantially all employees. Employees may contribute up to 100 percent of their compensation. The Company may also make contributions to the plan at the discretion of the board of directors. During 2018, the Company amended the plan. The plan provides for a 100% Company match up to a maximum of 3% and a 50% match up to a maximum of 4% and 5% of each participant's annual compensation. Employer contributions charged to expense for 2020 and 2019 were approximately \$513,000 and \$356,000, respectively.

The Company has an employee benefit plan, which covers most employees. Benefits include a self-insured medical plan, a wholly owned term-life insurance plan and a long-term disability plan. The self-insured medical plan carries an insurance override to protect the Company against major increases in claims. The Company's contributions to the plan for the years ended December 31, 2020 and 2019, were approximately \$824,000 and \$662,000, respectively.

The Company added supplemental retirement plan arrangements for the benefit of certain officers during 2014 in lieu of the Death Benefit Only (DBO) plan previously in place. Certain officers continue under the DBO plan. These arrangements are funded by life insurance contracts that have been purchased by the Company and a portion of death benefit has been endorsed to the employee. The Company has recorded income from the life insurance policies of approximately \$181,000 and \$168,000 in 2020 and 2019, respectively. The Company's expense for the plan during 2020 and 2019 was approximately \$124,000 and \$115,000, respectively. The Company has a liability recorded of approximately \$1,203,000 and \$1,109,000 at December 31, 2020 and 2019, respectively, for the post-retirement liability related to the future premiums for these policies. The Company's recorded assets in the policies are approximately \$9,001,000 and \$8,820,000 at December 31, 2020 and 2019, respectively.

Note 15: Earnings Per Share

Earnings per share were computed as follows:

	Year Ended December 31, 2020	
Income	Weighted-Average Shares	Per Share Amount
Net income	\$ 4,841	
Less preferred stock dividends	(16)	
Net income available to common stockholders	<u>\$ 4,825</u>	
Basic and diluted earnings per share		
Income available to common stockholders	<u>559,136</u>	<u>\$ 8.63</u>

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	Year Ended December 31, 2019	
Income	Weighted- Average Shares	Per Share Amount
Net income	\$ 4,056	
Less preferred stock dividends	(16)	
Net income available to common stockholders	\$ 4,040	
Basic and diluted earnings per share		
Income available to common stockholders	559,136	\$ 7.22

There were no options to purchase shares of common stock or other dilutive securities as of December 31, 2020 and 2019.

Note 16: Disclosures About Fair Value of Assets and Liabilities

ASC Topic 820, *Fair Value Measurements*, defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Topic 820 also specifies a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

- Level 1** Quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2** Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities
- Level 3** Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities

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Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying consolidated balance sheets, as well as the general classification of such assets pursuant to the valuation hierarchy. The Company has no liabilities measured at fair value on a recurring basis. There have been no significant changes in the valuation techniques during the year ended December 31, 2020.

Cash Equivalents and Available-for-Sale Securities

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. Level 1 securities include money market mutual funds. If quoted market prices are not available, then fair values are estimated by a third-party pricing service using pricing models, quoted market prices of securities with similar characteristics or discounted cash flows. The inputs used by the pricing service to determine fair value may include one, or a combination of, observable inputs such as benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers and reference data market research publications and are classified within Level 2 of the valuation hierarchy. These Level 2 securities include, state and political subdivisions and mortgage-backed GSE residential securities.

Mortgage Servicing Rights

Mortgage servicing rights do not trade in an active, open market with readily observable prices. Accordingly, fair value is estimated using discounted cash flow models having significant inputs of discount rate, prepayment speed and default rate. Due to the nature of the valuation inputs, mortgage servicing rights are classified within Level 3 of the hierarchy.

Mortgage servicing rights are tested for impairment on a quarterly basis. The Controller's office measures mortgage servicing rights through the completion of a proprietary model. Inputs to the model are developed by staff that work in mortgage servicing and are reviewed by the Controller. The model is tested quarterly using baseline data to check its accuracy.

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The following tables present the fair value measurements of assets recognized in the accompanying consolidated balance sheets measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31:

	2020				
	Fair Value Measurements Using				
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)	
		Significant Unobservable Inputs (Level 3)			
Cash Equivalents					
Money market mutual fund	\$ 1,679	\$ 1,679	\$ -	\$ -	
Available-for-Sale Securities					
Mortgage-backed GSE residential	12,409	-	12,409	-	
State and political subdivisions	49,051	-	49,051	-	
Other assets					
Mortgage servicing rights	835	-	-	835	

	2019				
	Fair Value Measurements Using				
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)	
		Significant Unobservable Inputs (Level 3)			
Cash Equivalents					
Money market mutual fund	\$ 724	\$ 724	\$ -	\$ -	
Available-for-Sale Securities					
Mortgage-backed GSE residential	15,309	-	15,309	-	
State and political subdivisions	42,511	-	42,511	-	
Other assets					
Mortgage servicing rights	553	-	-	553	

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Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a nonrecurring basis and recognized in the accompanying consolidated balance sheets, as well as the general classification of such assets pursuant to the valuation hierarchy. The Company has no liabilities measured at fair value on a nonrecurring basis. For assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

Impaired Loans (Collateral Dependent)

Loans for which it is probable that the Company will not collect all principal and interest due according to contractual terms are measured for impairment. Allowable methods for determining the amount of impairment include estimating fair value using the fair value of the collateral for collateral-dependent loans.

Impaired loans that are collateral dependent are classified within Level 3 of the fair value hierarchy when impairment is determined using the fair value method.

The Company considers the appraisal or evaluation as the starting point for determining fair value and then considers other factors and events in the environment that may affect the fair value. Appraisals of the collateral underlying collateral-dependent loans are obtained when the loan is determined to be collateral-dependent and subsequently as deemed necessary by management. Appraisals are reviewed for accuracy and consistency by management. Appraisers are selected from the list of approved appraisers maintained by management. The appraised values are reduced by discounts to consider lack of marketability and estimated cost to sell if repayment or satisfaction of the loan is dependent on the sale of the collateral. These discounts and estimates are developed by management by comparison to historical results.

The following table presents the fair value measurement of assets measured at fair value on a nonrecurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2020 and 2019:

	Fair Value Measurements Using			
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
December 31, 2020				
Collateral-dependent impaired loans	\$ 6,429	\$ -	\$ -	\$ 6,429
December 31, 2019				
Collateral-dependent impaired loans	\$ 2,323	\$ -	\$ -	\$ 2,323

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Unobservable (Level 3) Inputs

The following table presents quantitative information about unobservable inputs used in nonrecurring Level 3 fair value measurements at December 31, 2020 and 2019.

	Fair Value	Valuation Technique	Unobservable Inputs	Range (Weighted - Average)
December 31, 2020				
Collateral-dependent impaired loans	\$ 6,429	Market comparable properties	Marketability discount	15%-55% (34%)
Mortgage servicing rights	835	Discounted cash flow	Discount rate PSA	10.5%
December 31, 2019				
Collateral-dependent impaired loans	\$ 2,323	Market comparable properties	Marketability discount	15% - 40% (24%)
Mortgage servicing rights	553	Discounted cash flow	Discount rate PSA	10.5%

The following methods were used to estimate the fair value of all other financial instruments recognized in the accompanying consolidated balance sheets at amounts other than fair value.

Fair Value of Financial Instruments

The following tables present estimated fair values of the Company's financial instruments and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2020 and 2019:

	2020			
	Carrying Amount	Fair Value Measurements Using		
		Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Financial Assets				
Cash and cash equivalents	\$ 35,905	\$ 35,905	\$ -	\$ -
Interest-bearing time deposits in banks	1,267	1,267	-	-
Available-for-sale securities	61,460	-	61,460	-
Loans held for sale	894	-	894	-
Loans, net of allowance for loan losses	368,266	-	-	373,239
Federal Home Loan Bank stock	2,738	-	2,738	-
Interest receivable	2,853	-	2,853	-
Financial Liabilities				
Deposits	396,987	-	408,523	-
Long-term debt	42,000	-	43,741	-
Interest payable	531	-	531	-

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	2019			
	Fair Value Measurements Using			
	Carrying Amount	Quoted Prices		
		In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Financial Assets				
Cash and cash equivalents	\$ 21,280	\$ 21,280	\$ -	\$ -
Interest-bearing time deposits in banks	1,200	1,200	-	-
Available-for-sale securities	57,820	-	57,820	-
Loans held for sale	156	-	156	-
Loans, net of allowance for loan losses	345,822	-	-	345,176
Federal Home Loan Bank stock	2,567	-	2,567	-
Interest receivable	2,413	-	2,413	-
Financial Liabilities				
Deposits	361,190	-	364,731	-
Long-term debt	39,764	-	40,735	-
Interest payable	927	-	927	-

The following methods were used to estimate the fair value of all other financial instruments recognized in the accompanying consolidated balance sheets at amounts other than fair value.

Cash and Cash Equivalents and Interest-Bearing Time Deposits in Banks

The carrying amount approximates fair value.

Loans

Fair values of loans and leases are estimated on an exit price basis incorporating discounts for credit, liquidity and marketability factors.

Loans Held for Sale

The carrying amount approximates fair value due to the insignificant time between origination and date of sale.

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Federal Home Loan Bank Stock

The carrying amount approximates fair value. All transactions in the capital stock of the FHLB are executed at par.

Accrued Interest Receivable and Payable

The carrying amount approximates fair value. The carrying amount is determined using the interest rate, balance and last payment date.

Deposits

Fair value of term deposits is estimated by discounting the future cash flows using rates of similar deposits with similar maturities. The estimated fair value of demand, NOW, savings and money market deposits is the book value, since rates are regularly adjusted to market rates and amounts are payable on demand at the reporting date.

Long-Term Debt

The fair value of these borrowings is estimated by discounting the estimated future cash flows using current estimated market rates for similar borrowings. The market rates used were averages of current rates of companies with similar characteristics to the Company and obtained from an independent third party.

Note 17: Significant Estimates and Concentrations

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Estimates related to the allowance for loan losses are reflected in the note regarding loans. Current vulnerabilities due to certain concentrations of credit risk are discussed in the note on commitments and credit risk. Other significant estimates and concentrations not discussed in those notes include:

Investments

The Company invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the accompanying consolidated balance sheets.

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Note 18: Commitments and Credit Risk

Commitments to Originate Loans

Commitments to originate loans are agreements to lend to a customer as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Since a portion of the commitments may expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. Each customer's creditworthiness is evaluated on a case-by-case basis. The amount of collateral obtained, if deemed necessary, is based on management's credit evaluation of the counterparty. Collateral held varies, but may include accounts receivable, inventory, property, plant and equipment, commercial real estate and residential real estate.

At December 31, 2020 and 2019, the Company had outstanding commitments to originate loans aggregating approximately \$80,717,000 and \$65,499,000, respectively.

Standby Letters of Credit

Standby letters of credit are irrevocable conditional commitments issued by the Bank to guarantee the performance of a customer to a third party. Financial standby letters of credit are primarily issued to support public and private borrowing arrangements, including commercial paper, bond financing and similar transactions. Performance standby letters of credit are issued to guarantee performance of certain customers under nonfinancial contractual obligations. The credit risk involved in issuing standby letters of credit is essentially the same as that involved in extending loans to customers. Fees for letters of credit issued, are initially recorded by the Company as deferred revenue and are included in earnings at the termination of the respective agreements. Should the Company be obligated to perform under the standby letters of credit, the Company may seek recourse from the customer for reimbursement of amounts paid.

The Company had total outstanding standby letters of credit amounting to \$797,000 and \$733,000 at December 31, 2020 and 2019, respectively, with terms ranging from one year to five years.

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Impact of COVID-19 on the Company

In March 2020, the COVID-19 coronavirus was identified as a global pandemic and began affecting the health of large populations around the world. As a result of the spread of COVID-19, economic uncertainties arose which can ultimately affect the financial position, results of operations and cash flows of the Company as well as the Company's customers. In response to economic concerns over COVID-19, in March 2020, the *Coronavirus Aid, Relief, and Economic Security Act* (CARES Act) was passed into law by Congress. The CARES Act included relief for individual Americans, health care workers, small businesses and certain industries hit hard by the COVID-19 pandemic. The 2021 Consolidated Appropriations Act, passed by Congress in December 2020, extended certain provisions of the CARES Act affecting the Company into 2021. The CARES Act included several provisions designed to help financial institutions like the Company in working with their customers. Section 4013 of the CARES Act, as extended, allows a financial institution to elect to suspend generally accepted accounting principles and regulatory determinations with respect to qualifying loan modifications related to COVID-19 that would otherwise be categorized as a troubled debt restructuring (TDR) until January 1, 2022. The Company has taken advantage of this provision to extend certain payment modifications to loan customers in need. As of December 31, 2020, the Company has \$10.5 million of outstanding loans that were modified during 2020 under the CARES Act guidance, that remain on modified terms. The Company modified other loans during 2020 under the guidance that have since returned to normal repayment status as of December 31, 2020. The CARES Act also approved the Paycheck Protection Program (PPP), administered by SBA with funding provided by financial institutions. The 2021 Consolidated Appropriations Act approved a new round of PPP loans in 2021. The PPP provides loans to eligible businesses through financial institutions like the Company, with loans being eligible for forgiveness of some or all of the principal amount by the SBA if the borrower meets certain requirements. The SBA guarantees repayment of the loans to the Company if the borrower's loan is not forgiven and is then not repaid by the customer. The Company earns a 1% interest rate on PPP loans, plus a processing fee from the SBA for processing and originating a loan. The Company originated approximately \$21.7 million in PPP loans during 2020, of which approximately \$9.4 million are still outstanding at December 31, 2020.

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Note 19: Future Change in Accounting Principle

The Financial Accounting Standards Board issued Accounting Standards Update (ASU) No. 2016-13, *Financial Instruments - Credit Losses (Topic 326)*. The ASU introduces a new credit loss model, the current expected credit loss model (CECL), which requires earlier recognition of credit losses, while also providing additional transparency about credit risk.

The CECL model utilizes a lifetime “expected credit loss” measurement objective for the recognition of credit losses for loans, held-to-maturity securities and other receivables at the time the financial asset is originated or acquired. The expected credit losses are adjusted each period for changes in expected lifetime credit losses. For available-for-sale securities where fair value is less than cost, credit-related impairment, if any, will be recognized in an allowance for credit losses and adjusted each period for changes in expected credit risk. This model replaces the multiple existing impairment models, which generally require that a loss be incurred before it is recognized.

The CECL model represents a significant change from existing practice and may result in material changes to the Company’s accounting for financial instruments. The Company is evaluating the effect ASU 2016-13 will have on its consolidated financial statements and related disclosures. The impact of the ASU will depend upon the state of the economy and the nature of our portfolios at the date of adoption. The new standard is effective for annual periods beginning after December 15, 2022.

Note 20: Subsequent Events

Subsequent events have been evaluated through March 30, 2021, which is the date the consolidated financial statements were available to be issued.