



svb&tcorporation

Administrative Offices: 1500 Main Street, Jasper, IN 47546
Phone: 800.843.4947

**NOTICE OF ANNUAL MEETING OF SHAREHOLDERS TO
BE HELD MAY 21, 2024**

To the Shareholders of SVB&T Corporation:

Notice is hereby given that the Annual Meeting of Shareholders of SVB&T Corporation will be held “virtually” **via Conference Call (812) 634-4849, access code 0199460**, on May 21, 2024, at 9:15 a.m. local time for the following purposes:

1. To elect twelve (12) directors to hold office for one year and until their successors are elected and have qualified, as set forth in the accompanying Proxy Statement;
2. To consider and act upon the ratification of FORVIS (formerly known as BKD, LLP) as the independent auditors for the Corporation for the fiscal year ending December 31, 2024; and
3. To consider and transact such other business as may properly come before the meeting.

Any action may be taken on the foregoing proposals at the Annual Meeting on the date specified above, or on any date or dates to which the Annual Meeting may be adjourned or postponed. Only shareholders of record at the close of business on March 15, 2024, are entitled to notice of and to vote at the Annual Meeting or any adjournments or postponements thereof.

All shareholders are requested to complete, date, sign and return the enclosed Proxy card in the enclosed return envelope or vote online per the instructions on the Proxy card.

A Proxy Statement, a Proxy card and a return envelope accompany this notice. A copy of the Corporation’s Audited Financial Statements and 2023 Annual Report are available online at www.svbt.bank. A paper copy of the Corporation’s 2023 Audited Financial Statements may also be requested by contacting Ryan Heim, Treasurer and CFO of SVB&T Corporation, at rheim@svbt.bank, by telephone at 812.634.4889 or by mail at P.O. Box 830, Jasper, Indiana 47547-0830.

By Order of the Board of Directors

French Lick, Indiana
April 1, 2024

James C. Tucker, Secretary

YOUR VOTE IS IMPORTANT

IN ORDER TO HAVE PROPER REPRESENTATION AT THE ANNUAL MEETING OF SHAREHOLDERS, PLEASE VOTE PROMPTLY BY SIGNING, DATING AND MAILING YOUR PROXY CARD IN THE ENCLOSED RETURN ENVELOPE OR BY VOTING ONLINE. IF YOU HOLD YOUR STOCK IN “STREET NAME” IN AN ACCOUNT AT A BROKERAGE FIRM OR AT A BANK OR OTHER NOMINEE OR INTERMEDIARY HOLDER (AN “INTERMEDIARY”), PLEASE FOLLOW THE INSTRUCTIONS ON THE VOTING INSTRUCTION CARD FURNISHED BY THE INTERMEDIARY.



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PROXY STATEMENT

'VIRTUAL' ANNUAL MEETING OF SHAREHOLDERS

TO BE HELD MAY 21, 2024
VIA CONFERENCE CALL
TEL. (812) 634-4849,
ACCESS CODE 0199460

The Board of Directors of SVB&T Corporation (the "Corporation") is furnishing this Proxy Statement to solicit Proxies from the holders of the Corporation's common stock for use at our Annual Meeting of Shareholders to be held on Tuesday, May 21, 2024, at 9:15 a.m. local time, or at any adjournment or postponement of the meeting. The Annual Meeting will be held virtually via Conference Call at Dial-in Number (812) 634-4849, access code 0199460.

The Corporation is the holding company for Springs Valley Bank & Trust Company (the "Bank").

At the Annual Meeting, shareholders are being asked to consider and vote upon the following proposals:

- the election of twelve (12) directors to hold office for one year and until their successors are elected and have qualified;
- the ratification of FORVIS (formerly known as BKD, LLP) as the independent auditors for the Corporation for the fiscal year ending December 31, 2024; and
- the transaction of such other business as may properly come before the meeting.

As of the date of mailing of this Proxy Statement, we are not aware of any other business to be presented for consideration at the Annual Meeting other than the matters described above.

It is important that your shares of stock be represented at the Annual Meeting whether or not you plan to attend. Accordingly, you are asked to vote your shares by completing, signing, dating, and returning your Proxy card in the enclosed return envelope as promptly as possible or by voting online per the instructions on your Proxy card.

This Proxy Statement and the enclosed Proxy card will be mailed on or about April 1, 2024, to individuals who are shareholders of record on March 15, 2024.



PROXIES AND PROXY SOLICITATION

How to Vote Your Shares

For Shareholders of Record. If, on March 15, 2024, your shares were registered directly in your name, you are a “shareholder of record.” If a shareholder of record properly executes the enclosed Proxy card, either by mail or by voting online, the Proxies named will vote the shares of common stock represented by that Proxy card at the Annual Meeting. Where a shareholder specifies a choice, the Proxy card will be voted in accordance with the shareholder’s instructions. Where no specific direction is given, the Proxies will vote the shares “FOR” the election of management’s director nominees, and “FOR” the ratification of the appointment of Forvis, LLP (formerly known as BKD, LLP) as the Corporation’s independent auditors for the fiscal year ending December 31, 2024. As to any other matters presented at the Annual Meeting, the shares for which Proxy cards have been received will be voted in accordance with the discretion of the appointed Proxies.

For Beneficial Owners (Street Name Holders). If, on March 15, 2024, your shares were held in an account at a brokerage firm or at a bank or other nominee or intermediary holder (an “intermediary”), you are a beneficial owner of shares held in “street name.” As such, it is the intermediary who is considered the shareholder of record for purposes of voting at the Annual Meeting. The intermediary should provide to you a request for voting instructions along with the Corporation’s proxy solicitation materials. By completing the voting instruction card and returning it to the intermediary, you may direct the intermediary how to vote your shares. If you do not direct the intermediary how to vote your shares, it may result in broker non-votes. Alternatively, if you want to vote your shares online during the Annual Meeting, you must contact the intermediary directly in order to obtain a legal proxy issued to you by the intermediary. You should contact the intermediary promptly as the intermediary may have a deadline in advance of the Annual Meeting for requesting a proxy.

Broker non-votes are votes that are not cast (and are not permitted to be cast) on a non-routine matter because the broker has not received voting instructions from the beneficial owner. On routine matters, intermediaries have discretionary authority to cast a vote even in the absence of voting instructions from the beneficial owner. For purposes of the Annual Meeting, the ratification of Forvis, LLP (formerly known as BKD, LLP) as the independent auditors for the Corporation for the fiscal year ending December 31, 2024, is a routine matter, but the election of directors is a non-routine matter.

The Corporation will pay the cost of soliciting Proxies. In addition to solicitation by mail, the directors, officers and employees of the Corporation or the Bank may solicit Proxies personally or by email or telephone, without additional compensation.

Revocation of Proxies

For Shareholders of Record. Any Proxy card given by a shareholder of record pursuant to this solicitation or otherwise may be revoked by the shareholder giving it at any time before it is voted by (i) delivering to the Corporation’s Secretary at the above address, on or before the taking of the vote at the Annual Meeting, a written notice of revocation bearing a later date than the Proxy card or a later dated Proxy card relating to the same shares of common stock, or (ii) attending the Annual Meeting and voting online. Attendance at the Annual Meeting will not in itself constitute the revocation of a Proxy card.

For Beneficial Owners (Street Name Holders). If your shares are held in street name by an intermediary, you should contact the intermediary for instructions as to how to change your vote. You should contact the intermediary promptly as the intermediary may have a deadline in advance of the Annual Meeting for changing your vote.

Voting Rights: Vote Required

Shareholders of record as of the close of business on March 15, 2024, will be entitled to one vote on each matter presented for a vote at the Annual Meeting for each share of the Corporation’s common stock held on such date. Such vote may be exercised by a properly executed Proxy card or by voting online as discussed above. A majority of the outstanding shares of the common stock present “in person” or represented by Proxy will constitute a quorum for purposes of the Annual Meeting. Abstentions and broker non-votes will be counted for purposes of determining a quorum.

Directors will be elected by a plurality of the votes cast. All other matters to come before the Annual Meeting, including the proposal to ratify the appointment of Forvis, LLP (formerly known as BKD, LLP) as the Corporation’s independent auditors for the fiscal year ending December 31, 2024, will be approved if the votes cast favoring each proposal exceed the votes cast opposing that proposal.

With regard to the election of directors, votes may be cast in favor of or withheld from each nominee. Votes that are withheld and broker non-votes will be excluded entirely from the vote and will have no effect on the voting results. Abstentions may be specified on all proposals except the election of directors and will be counted as present for purposes of determining the existence of a quorum regarding the item on which the abstention is noted. For the proposal to ratify the appointment of Forvis, LLP (formerly known as BKD, LLP) as the Corporation’s independent auditors, the abstentions and broker non-votes will not be counted as votes cast and therefore will have no effect on the voting results.

PROPOSAL 1: ELECTION OF DIRECTORS

The Board of Directors acting as the nominating committee has recommended and approved the twelve (12) nominees identified in the following table, each of whom is currently serving as a Director of the Corporation and of the Bank. It is intended that the Proxy cards solicited on behalf of the Board of Directors (other than Proxy cards in which the vote is withheld as to a nominee) will be voted at the Annual Meeting “**FOR**” the election of the nominees identified below. If a nominee is unable to serve, the shares represented by all valid Proxy cards will be voted for the election of such substitute nominee as the Board of Directors may recommend. At this time, the Board of Directors knows of no reason why a nominee might be unable to serve if elected.

<u>Name and Principal Occupation</u>	<u>Age</u>	<u>Director Since*</u>
Douglas A. Habig Kimball International, Inc. (Retired) Chairman of the Board, SVB&T Corporation	77	1973
Jeffrey Craig Buse President Springs Valley Bank & Trust Company and SVB&T Corporation	45	2022
John B. Habig Kimball International, Inc. (Retired)	90	1959
Karl Frank Hall Hall Bros. Transportation Corporation, Inc. (Retired)	75	2012
Tonya S. Heim Memorial Hospital & Health Care Center (Retired)	75	2014
Tracy Lorey, Ph.D. Superintendent Greater Jasper Consolidated Schools	54	2016
James G. McDonald Attorney-at-Law McDonald Law Office	63	2021
Jeffrey P. Owens Partner & Co-Owner Taber Owens Construction Group	44	2020
Robert F. Schneider Kimball International, Inc. (Retired)	63	2019
Jamie R. Shinabarger CEO Springs Valley Bank & Trust Company and SVB&T Corporation	66	2008
Ronald J. Thyen Kimball International, Inc. (Retired)	86	1999
James C. Tucker Attorney-at-Law Tucker & Tucker, P.C.	77	1989

The Board of Directors and executive officers as a group beneficially own 175,481 shares or 15.97% of the Corporation's outstanding stock.

* Includes service as a Director of the Bank for years prior to 1982, which is the year the Corporation was formed.

PROPOSAL 2: RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS

The Board is seeking shareholder ratification of its selection of Forvis, LLP (formerly known as BKD, LLP) as the Corporation's independent auditors for the fiscal year ending December 31, 2024.

The Board of Directors recommends that shareholders vote "**FOR**" the ratification of the appointment of Forvis, LLP (formerly known as BKD, LLP) as the Corporation's independent auditors for the fiscal year ending December 31, 2024.

OTHER MATTERS

The Board of Directors is not aware of any business to come before the Annual Meeting other than the matters described above in this Proxy Statement. However, if any other matters are properly presented at the Annual Meeting for action, Proxies for the shareholder will have the discretion to vote on such matters in accordance with their best judgment.

By Order of the Board of Directors,

James C. Tucker, Secretary