

ANNUAL MEETING OF SHAREHOLDERS OF VIRGINIA NATIONAL BANKSHARES CORPORATION

July 24, 2025

PROXY VOTING INSTRUCTIONS

INTERNET - Access "www.voteproxy.com" and follow the on-screen instructions or scan the QR code with your smartphone. Have your proxy card available when you access the web page.



TELEPHONE - Call toll-free **1-800-PROXIES** (1-800-776-9437) in the United States or **1-201-299-4446** from foreign countries from any touch-tone telephone and follow the instructions. Have your proxy card available when you call.

Vote online/phone until 5:00 PM Eastern Time the day before the meeting.

MAIL - Sign, date and mail your proxy card in the envelope provided as soon as possible.

IN PERSON - You may vote your shares in person by attending the Annual Meeting.

COMPANY NUMBER	
ACCOUNT NUMBER	

IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE SHAREHOLDERS' MEETING TO BE HELD ON JULY 24, 2025

A complete set of proxy materials related to Virginia National Bankshares Corporation's 2025 Annual Meeting of Shareholders (the "Meeting") is available on the internet at www.vnbcorp.com/proxy. The materials available include the Notice of Annual Meeting of Shareholders, the Proxy Statement, the form of Proxy and the Annual Report on Form 10-K for the year ended December 31, 2024. The matters to be acted upon are set forth below. Execution of a proxy will not affect a registered shareholder's right to attend the Meeting. Any registered shareholder who has executed and returned a proxy may revoke it by attending the Meeting and voting in person.

Please detach along perforated line and mail in the envelope provided IF you are not voting via the Internet.

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THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR ALL NOMINEES" IN PROPOSAL 1 AND "FOR" PROPOSALS 2, 4 AND 5.
THE BOARD OF DIRECTORS RECOMMENDS THAT THE ADVISORY VOTE ON THE COMPENSATION FOR NAMED EXECUTIVE OFFICERS BE HELD EVERY ONE YEAR (PROPOSAL 3).
PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE, OR VOTE VIA THE INTERNET OR BY PHONE AS INSTRUCTED ABOVE.
PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE ☒

1. Election of the following persons as directors to serve until the next annual meeting of shareholders

☐ FOR ALL NOMINEES

☐ WITHHOLD AUTHORITY
FOR ALL NOMINEES

☐ FOR ALL EXCEPT
(See instructions below)

NOMINEES:

- ☐ John B. Adams, Jr.
- ☐ Kevin T. Carter
- ☐ Hunter E. Craig
- ☐ William D. Dittmar, Jr.
- ☐ Randolph D. Frostick
- ☐ Linda M. Houston
- ☐ Jay B. Keyser
- ☐ Glenn W. Rust
- ☐ Sterling T. Strange, III
- ☐ Gregory L. Wells

INSTRUCTIONS: To withhold authority to vote for any individual nominee(s), mark "FOR ALL EXCEPT" and fill in the circle next to each nominee you wish to withhold, as shown here: ☐

To change the address on your account, please check the box at right and indicate your new address in the box directly above. Please note that changes to the registered name(s) on the account may not be submitted via this method. ☐

2. Advisory (non-binding) approval of the Company's executive compensation. ☐ FOR ☐ AGAINST ☐ ABSTAIN

3. Advisory (non-binding) vote to approve the frequency of the advisory vote on the Company's executive compensation. ☐ 1 year ☐ 2 years ☐ 3 years ☐ ABSTAIN

4. Approval of an amendment to the Virginia National Bankshares Corporation 2022 Stock Incentive Plan to increase the number of shares available for issuance under the plan by 150,000 shares. ☐ FOR ☐ AGAINST ☐ ABSTAIN

5. Ratification of the appointment of Yount, Hyde & Barbour, P.C. as the Company's independent registered public accounting firm for 2025. ☐ FOR ☐ AGAINST ☐ ABSTAIN

6. To transact such other business as may properly come before the Meeting or any adjournments or postponements thereof. ☐ FOR ☐ AGAINST ☐ ABSTAIN

This Proxy will be voted as specified. If no specification is made, this Proxy will be voted in accordance with the recommendations of the Board of Directors.

PLEASE COMPLETE THIS PROXY ABOVE, SIGN BELOW AND RETURN IT PROMPTLY IN THE ENVELOPE PROVIDED.

Execution of a Proxy will not affect a registered shareholder's right to attend the meeting and vote in person. Any registered shareholder who has executed and returned a Proxy may revoke it by attending the meeting and voting in person.

Signature of Shareholder

Date:

Signature of Shareholder

Date:

Note: Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.

To Our Friends and Fellow Shareholders:
The Directors and Staff of
Virginia National Bankshares Corporation
Cordially Invite You to Join Them for an
Informal Discussion
Immediately Following the Formal Annual Meeting

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VIRGINIA NATIONAL BANKSHARES CORPORATION

This Proxy is solicited on behalf of the Board of Directors

The shareholder(s) hereby appoint(s) Virginia R. Bayes, Gregory L. Wells and Kevin T. Carter, any of whom may act alone and with full power of substitution, as proxies, to represent and vote all shares of Virginia National Bankshares Corporation (the “Company”) of the shareholder(s) at the Annual Meeting of Shareholders of the Company to be held on Thursday, July 24, 2025 at 10:00 a.m. Eastern Time at the Hilton Garden Inn, 1793 Richmond Road, Charlottesville, Virginia 22911, or any adjournment or postponement thereof, on each of the matters listed on the reverse side of this proxy card.

This proxy, when properly executed, will be voted in the manner directed by the shareholder signing on the reverse side of this proxy card, voting online or by telephone. If no direction is made, this proxy will be for “FOR” all Directors in PROPOSAL 1, “FOR” PROPOSALS 2, 4 and 5, and “FOR” a vote on named executive compensation every One Year (PROPOSAL 3).

(Continued and to be signed on the reverse side.)