

**PROXY**

**CedarStone Bank  
900 West Main Street  
Lebanon, Tennessee 37087**

**ANNUAL MEETING OF SHAREHOLDERS  
May 17, 2011**

**PLEASE SIGN AND RETURN PROMPTLY IN THE SELF-ADDRESSED ENVELOPE.  
THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS.**

The undersigned hereby appoints Robert L. McDonald or Nelson Steed as proxies, each with the power to appoint his substitute, and hereby authorizes them to represent and to vote, as designated below, all of the shares of common stock of CedarStone Bank, which the undersigned is entitled to vote at the Annual Meeting of Shareholders to be held at CedarStone Bank, located at 900 West Main Street, Lebanon, Tennessee on Tuesday, May 17, 2011 at 1:00 p.m. Central Daylight Time, or any adjournment thereof.

(1) As to the election of the Board of Directors listed in the proxy statement delivered in connection with the annual meeting:

\_\_\_\_\_ **For** all nominees listed below      \_\_\_\_\_ **Withhold Authority** to vote for all nominees listed below

(INSTRUCTION: To withhold authority to vote for any individual nominee, strike a line through the nominee's name in the list below)

|                      |                        |                       |                        |
|----------------------|------------------------|-----------------------|------------------------|
| Kevin D. Bay         | Robert L. McDonald     | Donald E. Moser       | Nelson Steed           |
| Jacqueline W. Cowden | Francis G. Moscardelli | Bancroft O'Quinn, Jr. | Paul B. Vantrease, Jr. |

(2) As to the ratification of the appointment of Rayburn, Bates & Fitzgerald, PC as CedarStone Bank's independent accountants and auditors for fiscal year 2011.

\_\_\_\_\_ **For**                                      \_\_\_\_\_ **Against**                                      \_\_\_\_\_ **Abstain**

(3) Approval of an advisory proposal on executive compensation.

\_\_\_\_\_ **For**                                      \_\_\_\_\_ **Against**                                      \_\_\_\_\_ **Abstain**

(4) In their discretion, the proxies are authorized to vote upon such other business as may properly come before the meeting.

*This proxy when properly executed will be voted in the manner directed herein by the undersigned shareholder(s). If no direction is made, this proxy will be voted for proposals 1, 2 and 3.*

**Please Sign below and Return in the Enclosed Self-addressed Envelope.  
This Is the Only Document You Need to Return at this Time.**

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature of Shareholder(s)

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature of Joint Shareholder(s)

\_\_\_\_\_ I will attend shareholder meeting

\_\_\_\_\_ I will not attend shareholder meeting