2022 ANNUAL REPORT

BUILDING UPON BEILDING UPON





Dear Shareholders:

l am proud to report another year of strong profitability, record loan growth, and robust asset

quality, despite a complex operating environment characterized by rising interest rates, slowing residential mortgage demand, and growing economic uncertainty. Our performance in 2022 also reflects the December 2021 acquisition of Farmers State Bank of Munith (FSB), which added approximately \$105 million in assets and expanded Fentura's presence in Munith, Stockbridge, and Grass Lake, Michigan. Overall, Fentura's 2022 financial and operating results are encouraging and demonstrate the success of the strategies we are pursuing to grow our Bank by creating sustained value for our employees, customers, and shareholders.

Fentura experienced robust growth in 2022 as total assets increased by \$271.1 million, or 19.1% to a record of \$1.7 billion. Net interest income increased 18.7% to an annual record of \$52.5 million as a result of asset growth and a nine basis-point increase in our net interest margin. Our larger scale, the benefits of the FSB acquisition, and a continuous focus on operating efficiencies helped partially offset a significant reduction in noninterest income, after historically high residential mortgage demand in 2020 and 2021. In fact, despite a \$4.2 million, or 29.8% year-over-year decline in annual noninterest income, net income was down by \$1.6 million, or 9.9% and we ended the year with net income of \$14.9 million, or \$3.38 per share. We also ended 2022 with record total shareholders' equity of \$126.1 million.

As an independent community bank, we were founded to serve the needs of our neighbors and friends, and **since 1898 we have remained committed to establishing a foundation of trust within our communities.** Our community banking values drive our success as we look to partner with our customers by providing local financial solutions that answer every customer's individual needs. As a result, we continue to focus on growing our footprint and during 2022, we began promoting The State Bank's products and services across the three locations associated with the FSB acquisition. In 2022, we also opened a new loan production office in Bay City, which is our first location in Bay County, Michigan.

It is also vital that we stay attuned to the needs and aspirations of our customers. That is why we have invested in technology and innovation to provide our customers with more convenient and efficient banking solutions. During the first quarter of 2022, we implemented a new, modern digital banking platform. Key enhancements of the platform to retail customers included money management and aggregation solutions, authorized user status, smartwatch integration, and advanced credit score monitoring. Several additional updates are planned for 2023 including the ability to send personal wire transfers. Our business and commercial customers now have enhanced security functionality including user management and authentication tools.

Our longstanding approach to create solutions for our customers that allow them to overcome barriers and reach their financial goals helped us grow gross loans by \$336.1 million, or 30.6% to a record \$1.4 billion.

As The State Bank celebrates its 125th anniversary, I am proud of the strong position of our Bank.

Growth was led by commercial and residential loan demand. Importantly, asset quality remains excellent, even as loans increased significantly during 2022. At December 31, 2022, we had no accruing loans past due 90 days or more and total nonperforming assets were 0.15% of total assets, compared to 0.17% at December 31, 2021. While we continue to see strong demand for loans, in 2023 we are focused on maintaining robust asset quality, controlling expenses and driving profitability.

PRESIDENT & CEO REPORT

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The rapid increase in interest rates has caused growing competition for deposits and The State Bank, like many financial institutions, experienced significant pressure to attract and retain deposits. Despite these trends, deposits at December 31, 2022 increased yearover-year by 8.5% to \$1.3 billion, driven primarily by growth in interest-bearing accounts. As we look to 2023, we have a number of strategic initiatives in place to continue growing deposits in our core markets. **We are also focused on maintaining a flexible capital structure to support growth.** At December 31, 2022, we had total liquidity sources of \$334.5 million and total investment securities of \$125.0 million.

As The State Bank celebrates its 125th anniversary in 2023, I am proud of the strong position of our Bank. According to the FDIC's June 2022 Deposit Market Share report, The State Bank was the 22nd largest bank in the state of Michigan and one of the largest independent Michigan-based community banks in the state. Our Bank was also named to the American Banker's Top 200 Publicly Traded Banks for the fifth consecutive year, as we continually produce strong returns. Additionally, the Bank was named the 2022 #1 Michigan-Based Community Bank SBA Lender by the Small Business Administration. which reflects our commitment to support local small businesses and represents the third consecutive year we have assumed the top spot. To celebrate our 125th anniversary and recent accomplishments, The State Bank will be hosting events across our markets throughout 2023.

The Company understands the importance of strong corporate governance, and we continue to proactively work with our advisors to identify potential governance enhancements that we may implement in the future. In addition, **refreshing our Board with experienced individuals that reflect the diverse makeup and values of our local communities is an important initiative**. As a result, Fentura Financial and The State Bank appointed three new directors in August 2022 including Mark Bole, Kristen Holt, and Debra Williams.

Mark is the Global Chief Administrative Officer and President of International Operations for GM Financial and has been involved in Junior Achievement of Southeastern Michigan and Cass Community Social Services. Kristen is the President and Chief Executive Officer of GreenPath Financial Wellness, the nation's largest national financial wellness company, and currently serves on the board of the National Foundation for Credit Counseling, the National Diversity Council, and has served local organizations including the United Way of Washtenaw County. Debra is the Chief Operating Officer of Neighborhood Service Organization, a comprehensive community-based integrated health and human services organization headquartered in Detroit and is also the President of Williams Collaborative, a consultancy company that provides customized strategy, talent, and culture solutions. As you can see, Mark, Kristen, and Debra align with the vision and mission of our organization by bringing tremendous professional experience and community involvement to Fentura. I look forward to their contributions to the Bank.

Finally, we remain committed to returning capital back to shareholders and during 2022 we increased our dividend by 12.5%, representing the fifth consecutive year we have increased our annual dividend. In January 2023, we increased our regular quarterly dividend by an additional 11.1% to \$0.10 per share. We also invested \$2.4 million during 2022 to repurchase 86,461 shares of our common stock.

Our 2022 results demonstrate a compelling legacy of strong operating and financial performance as we work hard to support our mission, vision, and core values. I am proud of our recent performance and excited for the future as we remain focused on supporting our communities and creating value for our shareholders.

As always, thank you for your continued support.

Warmly,

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Ronald L. Justice President and CEO



BUILDING UPON BETTER

Building Upon BETTER

2022 was a year to build upon our commitment to families, businesses, communities, and our shareholders. Our customers deserve the best of everything from their bank and for the past year, we have focused on just that. We offered our customers the best of innovative financial tools, financial education, access to experts in home-buying, business lending, planning for retirement, and making the most of their money. We dug deep into our communities to give back and get involved. Our employees made great commitments to serve inside our lobbies and outside in the areas where they both live and work.

Our shareholders deserve the best of our efforts as well. This year we were once again able to increase book value per share to \$28.40.

As a bank, our vision is to be a community bank known for helping our customers look past obstacles or limiting perspectives to see what's possible. Our passion for service and sophistication is unique in our space and truly provides us the opportunity to build upon the best in community banking.

J BETTER INNOVATION & FINANCIAL WELLNESS



A BETTER STATE OF DIGITAL BANKING

In January 2022 we introduced our retail and business customers to the best-in-class online and mobile banking tools. Through a partnership with NCR, the world's leading provider of digital services for banks, we launched a new suite of innovative tools so our customers can better monitor and manage their finances through their computer or smartphone. Features like account aggregation, credit monitoring and simulation, and money management tools ensure our customers can budget, plan, track, and save. Innovation like digital receipt storage and smartwatch banking are tools of convenience so we can make lives easier and allow customers to connect when and where they want to.

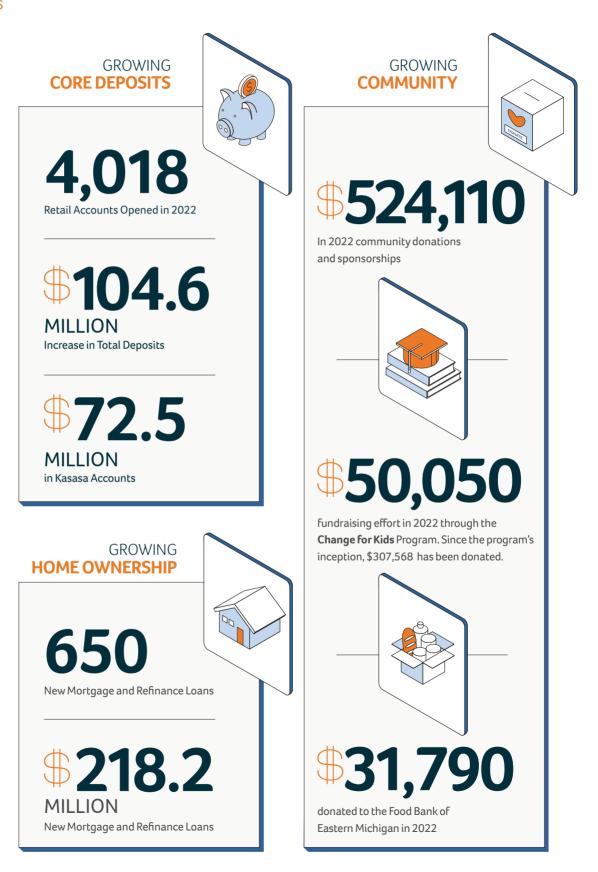
A BETTER SUPPORT FOR FINANCIAL WELLNESS

In 2022, 60 percent of American workers indicated a concern for their household's financial wellness, being less prepared for unexpected financial events, and increasingly stressed about their financial future (Employee Benefits Research Institute, 2022). To serve our customers in every way possible, we began a partnership with GreenPath Financial Wellness to provide comprehensive financial counseling, financial education, and money management tools to our customers. Through this partnership, our customers have access to free, one-on-one financial counseling, pre-purchase housing counseling, housing delinquency/ foreclosure prevention counseling, credit report reviews, debt management planning, and more. As our customers improve their financial well-being, we provide products and services to help them achieve their financial goals and reach a better state.



BETTER NUMBERS

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BETTER NUMBERS



BETTER FINANCIAL PARTNERSHIPS

HERE TO GUIDE YOU

"We have used The State Bank for several loans, whether it may be personal, refinance or business and it is always a quick and easy process. Aeron Grigg and The State Bank helped back our business from the beginning. They saw our vision and helped make it happen. They have always been on top of getting loans needed to keep the business running proficiently. They are there to guide you along the way by always looking out for your best interest to help grow and maintain your business."

EBE Electric, LLC

Every single time we approached The State Bank with a set of challenges or growth ideas, they were there for us, encouraged us and helped us achieve the goals we set for ourselves.

Chad & Marybeth Brennan, CRUST a baking co.

YOU ACTUALLY MATTER

"My family and I are so blessed to have The State Bank on our side. I have been using them for years for all my commercial needs. They always deliver the best customer service in banking I have ever experienced. You are more than a number to them, you actually matter. Stephanie Claborn and Lisa Wood have been absolutely amazing to work with. I have never met a person who works at The State Bank, that was not smiling. If you do not bank with this bank, you are missing out."

Bobby J Grossi DDS, Grossi Dental and Wellness, and Crumbl Cookie owner

EASY, SIMPLE, FAST

"As a realtor, I have worked with Mindy Ball for many years. Since she joined The State Bank I have noticed transactions seem easier, less complicated and very fast. The team is outstanding with explanations and updates. Thank you for taking care of my clients."

Angie Ridley, Broker / Owner, Complete Realty LLC

THERE ISN'T A BETTER BANK

"Cislo Title Company has been banking with The State Bank for 33 years. There isn't a better bank to handle all of our banking needs. Particularly Lisa Wood and Andy Gavulic have done a fabulous job providing Cislo Title with great customer service. Also, their mortgage, commercial loan and wire department are as good as it gets. I would highly recommend The State Bank!"

Matt Delecki, Cislo Title Company

A RELATIONSHIP THAT SPANS DECADES

"It has been a pleasure doing business with The State Bank. My dad opened my first savings account for me at The State Bank in the 1980s. Since then, they have helped me with my personal mortgage needs and helped me grow my business with commercial construction loans and commercial mortgages. The personal service from The State Bank for myself and my business has been a great experience."

Jonathan Hamel, White's Landing

RESILIENCE AND CLIENT-CENTRIC SERVICE

"Thank you for partnering with me in the financing of multiple apartment complexes in multiple counties throughout our metro. As a national investment broker by trade, I have gathered it takes a nimble approach to timely execution with clients and you are no different. I was not only impressed with your bank's aggressive terms but their willingness to build on our business relations deal after deal. I interact with financial institutions around the country and I am proud to affiliate myself with The State Bank due to their resilience and clientcentric service, despite all the headwinds we have faced in recent years. I appreciate all you and your bank have done for me and write this in sincerity so your future prospects can take notice."

Simon Jonna, Jonna Group Real Estate Investment Services

They always deliver the best customer service in banking I have ever experienced.

Bobby J Grossi DDS, Grossi Dental and Wellness and Crumbl Cookie owner

BETTER FINANCIAL PARTNERSHIPS

NAVIGATING A COMPLEX WORLD

"Jill White from The State Bank has been an excellent partner in helping Look Self Storage secure several commercial loans combined with an SBA loan. Her extensive knowledge and expertise in the field, along with her attention to detail, have made the entire process efficient and stress-free. Jill's ability to navigate the complex world of financing has given Look Self Storage the flexibility it needs to grow and succeed. We are grateful for her assistance and highly recommend her services and The State Bank." Thomas Lapham, Look Self Storage

A BANK THAT BELIEVES IN US

"We have worked with The State Bank since the very beginning of CRUST a baking co. We just recently surpassed our 11-year anniversary on February 1, 2023. Over the years we have experienced many obstacles most of which required our partners at The State Bank to help us navigate and fund our growth along the way. Every single time we approached The State Bank with a set of challenges or growth ideas, they were there for us, encouraged us and helped us achieve the goals we set for ourselves. We are extremely grateful to have such an openminded, risk-taking bank that believes in us and what we do. We have experienced phenomenal customer service and a true sense of partnership while working with The State Bank. We appreciate their ability to invest in us and our vision for the future. We would not be where we are today if it weren't for our partners at The State Bank."

Chad & Marybeth Brennan, CRUST a baking co.

UNWAVERING COMMITMENT

"Nearly a decade ago, we made the decision to switch business banking accounts to The State Bank. We couldn't be happier with that decision! The State Bank offers attractive rates and all of the banking functionality and tools that you would expect with a business banking account. But what sets them apart is their top-notch customer service. I have outstanding relationships with multiple operational employees and executives, who are always available to respond to our many needs. The commitment to their clients is unwavering and creates an extremely positive and effortless banking experience!"

Jeff Krueger, E&L Construction Group

Their commitment to their clients is unwavering and creates an extremely positive and effortless banking experience!

Jeff Krueger, E&L Construction Group

HANDLED WITH INTEGRITY

"Tom Hufton conducted a thorough review of our financial circumstances and prepared a detailed plan to ensure a financially secure future retirement. A multitude of financial options were developed, explained, and implemented via mutual agreement. He made us feel very comfortable and has continually monitored and updated our account to meet our changing circumstances over a period of many years.

We are exceptionally pleased with Tom Hufton and The State Bank Wealth Advisors and are certain that we made the right choice in the selection of an extremely competent and personable financial advisor years ago. All the details of our financial holdings have been handled with promptness, accuracy, and absolute integrity."

Richard Latinen

A TRUE PARTNER

"Everyone we have had the pleasure to work with at The State Bank has been extremely professional and very responsive. From securing an initial line of credit to obtaining numerous equipment loans to day-to-day banking activities, we have always received the personal attention and quick turnaround we needed. In the middle of one of the largest disaster recovery projects in recent years, Tom Barrett and his team were able to guickly provide a significant increase to our line of credit to meet our immediate cash flow needs. This allowed us to guickly obtain the required resources to assist multiple communities to begin recovery and regain some normalcy to their lives during a very difficult time. Tom and his team at The State Bank have been a true partner to our business and the communities we serve."

Cheryl A. Cameron, SPE Group

BETTER GROWTH: 2022 HIGHLIGHTS

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Dollars in Thousands Except Per Share Amounts

Balance Sheet and Asset Quality Ratios

CET1 Capital to Risk Weighted Assets

Tier 1 Capital to Average Assets

	12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
Net Loans to Total Deposits	106.77%	88.71%	98.48%	100.19%	100.60%
ALLL to Gross Loans	0.91%	0.95%	1.02%	0.67%	0.58%
Net Loan Charge-offs to Gross Loans	0.05%	0.02%	0.05%	0.00%	0.02%
Nonperforming Loans to Gross Loans	0.16%	0.18%	0.75%	0.17%	0.14%

Per Share Data

	12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
Earnings per Share	\$3.38	\$3.60	\$3.31	\$2.49	\$2.65
Book Value per Share	\$28.40	\$27.68	\$24.68	\$21.75	\$19.31
Tangible Book Value per Share	\$26.22	\$25.43	\$23.88	\$20.87	\$18.32
Market Price per Share	\$22.20	\$28.28	\$22.00	\$25.23	\$21.00
Dividends per Share	\$0.36	\$0.32	\$0.30	\$0.28	\$0.24
Total 1 Year Return to Shareholders (%)	-20.23%	30.00%	-11.61%	21.48%	12.50%
Common Shares Outstanding	4,439,725	4,496,701	4,694,275	4,664,369	4,636,455
Average Common Shares Outstanding	4,448,003	4,624,243	4,684,006	4,653,872	3,812,433

Performance Ratios					
	12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
Return on Average Assets	0.98%	1.26%	1.29%	1.20%	1.20%
Return on Average Shareholders' Equity	12.30%	13.52%	14.05%	12.02%	15.05%
Net Interest Margin Yield (FTE)	3.67%	3.58%	3.50%	3.83%	3.84%
Efficiency Ratio	65 .11%	64.65%	58.10%	63.20%	65.23%
Capital Ratios					
	12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
Total Capital to Risk Weighted Assets	10.87%	12.22%	15.14%	14.03%	14.00%
Tier 1 Capital to Risk Weighted Assets	9.95%	11.30%	13.93%	13.33%	13.40%

8.96%

8.58%

10.07%

9.13%

12.38%

9.80%

11.64%

11.20%

11.52%

10.92%

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CONDENSED CONSOLIDATED BALANCE SHEETS

Assets					
	12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
Cash and Cash Equivalents	\$57,844	\$83,446	\$46,757	\$46,803	\$23,412
Total Securities	125,049	164,942	76,111	61,621	94,721
Loans Held for Sale	493	6,783	27,306	19,491	903
Gross Loans	1,436,166	1,100,092	1,066,562	870,555	772,227
Less Allowance for Loan Losses	13,000	10,500	10,900	5,813	4,488
Net Loans	1,423,166	1,089,592	1,055,662	864,742	767,739
All Other Assets	82,311	73,022	45,610	42,102	39,675
Total Assets	\$1,688,863	\$1,417,785	\$1,251,446	\$1,034,759	\$926,450

Liabilities and Shareholders' Equity

	12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
Total Deposits	\$1,332,883	\$1,228,298	\$1,071,976	\$863,102	\$763,124
Total Borrowed Funds	222,350	50,000	49,000	61,500	69,000
Accrued Interest and Other Liabilities	7,543	15,032	14,602	8,713	4,810
Total Liabilities	1,562,776	1,293,330	1,135,578	933,315	836,934
Total Shareholders' Equity	126,087	124,455	115,868	101,444	89,516
Total Liabilities and Shareholders' Equity	\$1,688,863	\$1,417,785	\$1,251,446	\$1,034,759	\$926,450

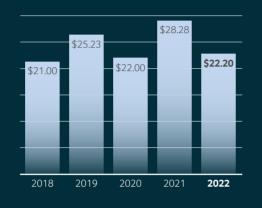
CONDENSED CONSOLIDATED STATEMENTS OF INCOME FOR THE YEARS ENDED

Interest and Dividend Income

	12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
Loans, Including Fees	\$56,610	\$45,129	\$44,238	\$41,102	\$34,371
Investments	2,610	1,781	1,741	2,439	1,979
Total Interest and Dividend Income	59,220	46,910	45,979	43,541	36,350
Total Interest Expense	6,767	2,736	5,924	8,627	5,827
Net Interest Income	52,453	44,174	40,055	34,914	30,523
Provision for Loan Losses	3,105	(180)	5,634	1,335	1,057
Net Interest Income, After Provision for Loan Losses	49,348	44,354	34,421	33,579	29,466
Total Non-Interest Income	9,880	14,080	19,640	8,163	8,277
Total Non-Interest Expenses	40,585	37,663	34,684	27,223	25,310
Income Before Federal Income Taxes	18,643	20,771	19,377	14,519	12,433
Federal Income Taxes	3,710	4,192	3,913	2,941	2,319
Net Income	\$14,933	\$ 16,579	\$15,464	\$11,578	\$10,114

BETTER GROWTH: 2022 HIGHLIGHTS

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MARKET PRICE PER SHARE

RETURN ON AVERAGE ASSETS



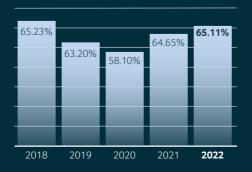
BALANCE SHEET



EARNINGS PER SHARE



EFFICIENCY RATIO



NET INCOME



Dollars in Thousands Except Per Share Amounts

RECOGNIZED FOR BETTER

BEST OF...

The State Bank was honored this year with several Best Of awards. The Tri-County Times, serving Fenton, Linden, and Holly awarded The State Bank with Best Bank, Favorite Mortgage Lender, and Best Financial Planning honors. The Swartz Creek View readers awarded The State Bank with Best Bank and Favorite Mortgage Lender.



TOP PERFORMING COMMUNITY BANKS

Fentura Financial, Inc., announced that once again it ranked in the American Banker's "Top 200 Community Banks" list, as one of the top performing community banks in the United States. The banks were ranked on three-year return on average equity between 2019 and 2021. Fentura Financial, Inc. ranked number 63 out of 200. (Source: Capital Performance Group.)



Our team continues to focus on serving our families, businesses and communities and receiving this recognition from American Banker proves their dedication is truly making a difference. We have learned that our ability to stand out amongst our competitors relies on how we uniquely serve our customers with the perspective that anything is possible. Ron Justice, President & CEO of Fentura Financial, Inc. and The State Bank.

COMMITMENT TO FINANCIAL WELLNESS

In 2022, The State Bank provided upwards of 1,400hours of training support to 16 organizations, across four counties. Over the course of 30 sessions, the bank's Community Reinvestment Act (CRA) team reached 457 individuals with topics about saving and budgeting, understanding and maintaining credit, and assessing homeownership readiness.



SBA LEADER THREE YEARS & COUNTING

For the third year in a row, The State Bank was ranked as the #1 Michigan-Based Community Bank Small Business Administration (SBA) Lender based upon the number of approved loans for the SBA fiscal years ending September 30, 2020, 2021, and 2022. Our expertise and commitment to small businesses has led to our continued success in this area.



LOCATIONS

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MAIN OFFICE

175 N. Leroy Street Fenton, MI 48430 810.629.2263

BIRCH RUN 8412 Main Street

Birch Run, MI 48415 989.624.6280

BRIGHTON 134 N. First Street Brighton, MI 48116 810.534.0800

CHESANING 12771 Brady Road Chesaning, MI 48616 989.845.7070

FARMINGTON HILLS

Northwestern Professional Center 31000 Northwestern Highway, Suite 150 Farmington Hills, MI 48334 248.498.6979

GRAND BLANC NORTH

1401 E. Hill Road Grand Blanc, MI 48439 810.603.9500

GRAND BLANC SOUTH

7606 S. Saginaw Street Grand Blanc, MI 48439 810.695.9601

GRASS LAKE

12005 Michigan Avenue Grass Lake, MI 49240 517.985.1062

HOLLY

4043 Grange Hall Road Holly, MI 48442 810.750.8701

LINDEN

107 Main Street Linden, MI 48451 810.750.8794 MONTROSE

200 W. State Street Montrose, MI 48457 810.639.6101

MUNITH 201 N. Main Street Munith, MI 49259 517.985.1062

NEW LOTHROP 9380 Genesee Street New Lothrop, MI 48460 810.638.3003

SAGINAW 218 S. Washington Avenue Saginaw, MI 48601 989.393.4020

SILVER PARKWAY 15095 Silver Parkway Fenton, MI 48430 810.750.5605

ST. CHARLES 207 S. Saginaw Street St. Charles, MI 48655 989.865.9434

STOCKBRIDGE 5101 M-106 Stockbridge, MI 49285 517.985.1062

THOMAS TOWNSHIP 7590 Gratiot Road Saginaw, MI 48609 989.781.2350

VG'S FOOD CENTER

18005 Silver Parkway Fenton, MI 48430 810.750.8781

ATM ONLY LOCATIONS

ALPINE FOOD PLAZA 606 W. Broad Street Linden, MI 48451

BURT 10811 Albee Road Burt, MI 48417

CHESANING 148 Chapman Street Chesaning, MI 48616

THOMPSON ROAD 3237 W. Thompson Road Fenton, MI 48430

LOAN PRODUCTION OFFICES

BAY CITY 268 Uptown Drive Bay City, MI 48708

FLINT 615 Saginaw Street Flint, MI 48502



