



**OHIO VALLEY BANC CORP.**  
**420 Third Avenue**  
**P.O. Box 240**  
**Gallipolis, OH 45631**

**No. of OVBC Shares:**  
**Account No.**

**Control Number:**

Please indicate any address change above.

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## **PROXY VOTING INSTRUCTIONS**

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Shareholders of record have three ways to vote by proxy:

**By Internet**

Go to [www.cleartrustonline.com/ovbc](http://www.cleartrustonline.com/ovbc). Have your 12-digit Control Number available and follow the instructions. You will incur only your usual Internet access charges.

**By Phone – 1-813-235-4490**

**By Mail**

Mark, sign and date this proxy on the reverse side and return in the enclosed envelope to: Stock Transfer Agent, ClearTrust LLC, 16540 Pointe Village Drive, Suite 205, Lutz, FL 33558-9909.

Please note that the last instruction received, whether by Internet, phone, or mail, will be the instruction counted.

**Important Notice Regarding the Availability of Proxy Materials  
for the Shareholder Meeting to be held on May 17, 2023**

The Proxy Statement, sample proxy card and Annual Report to Shareholders for the 2023 Annual Meeting are available on the Company's website at [www.ovbc.com/proxymaterials](http://www.ovbc.com/proxymaterials).

To obtain directions to attend the Annual Meeting and vote in person, please call Melissa P. Wooten, Assistant Vice President, Shareholder Relations Manager and Trust Officer, at 1-800-468-6682 or 1-740-578-3287.

**OHIO VALLEY BANC CORP.  
PROXY FOR ANNUAL MEETING OF SHAREHOLDERS  
TO BE HELD ON MAY 17, 2023**

**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**

The undersigned holder(s) of common shares of Ohio Valley Banc Corp. (the "Company") hereby appoints Thomas E. Wiseman, Larry E. Miller II, and Tom R. Shepherd, and each of them, with full power of substitution, as true and lawful attorneys and proxies of the undersigned to vote all of the common shares of the Company that the undersigned is entitled to vote at the Annual Meeting of Shareholders of the Company, to be held on Wednesday, May 17, 2023 at 5:00 p.m., Eastern Daylight Saving Time, and at any adjournment(s) thereof, as follows:

1. To elect the following three (3) directors to the Board of Directors for a term expiring in 2026:

Kimberly A. Canady      ☐ Vote For      ☐ Withhold Authority to Vote

Brent A. Saunders      ☐ Vote For      ☐ Withhold Authority to Vote

David W. Thomas      ☐ Vote For      ☐ Withhold Authority to Vote

2. To approve, in a non-binding vote, the compensation of the Company's named executive officers. FOR    AGAINST    ABSTAIN  
☐      ☐      ☐
3. To recommend, in a non-binding vote, the frequency of shareholder votes on the Company's named executive officer compensation. 1 YEAR   2 YEARS   3 YEARS   ABSTAIN  
☐      ☐      ☐      ☐
4. To ratify the selection of Crowe LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2023. FOR    AGAINST    ABSTAIN  
☐      ☐      ☐
5. The individuals designated to vote this proxy are authorized to vote in their discretion upon any other matter which properly comes before the Annual Meeting or any adjournment thereof.

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" THE ELECTION OF THE THREE NOMINEES LISTED IN ITEM 1, WHO HAVE BEEN NOMINATED BY THE BOARD OF DIRECTORS, "FOR" ITEM 2, FOR "1 YEAR" ON ITEM 3, AND "FOR" ITEM 4.**

**WHERE A CHOICE IS INDICATED, THE SHARES REPRESENTED BY THIS PROXY WILL BE VOTED OR NOT VOTED AS SPECIFIED. UNLESS INSTRUCTIONS TO THE CONTRARY ARE GIVEN, THE COMMON SHARES REPRESENTED BY THIS PROXY WILL BE VOTED "FOR" THE ELECTION OF THE NOMINEES LISTED ABOVE AS DIRECTORS OF THE COMPANY, "FOR" THE APPROVAL OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, "FOR" A FREQUENCY OF 1 YEAR FOR VOTES ON THE APPROVAL OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION, AND "FOR" THE RATIFICATION OF THE SELECTION OF CROWE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2023 FISCAL YEAR. IF ANY OTHER MATTERS ARE PROPERLY BROUGHT BEFORE THE ANNUAL MEETING OR ANY ADJOURNMENT THEREOF OR IF A NOMINEE FOR ELECTION AS A DIRECTOR NAMED IN THE PROXY STATEMENT IS UNABLE TO SERVE OR FOR GOOD CAUSE WILL NOT SERVE, THE COMMON SHARES REPRESENTED BY THIS PROXY WILL BE VOTED IN THE DISCRETION OF THE INDIVIDUALS DESIGNATED TO VOTE THIS PROXY, TO THE EXTENT PERMITTED BY APPLICABLE LAW, ON SUCH MATTERS OR FOR SUCH SUBSTITUTE NOMINEE(S) AS THE DIRECTORS MAY RECOMMEND.**

**ALL PROXIES PREVIOUSLY GIVEN BY THE UNDERSIGNED ARE HEREBY REVOKED.**

Please sign exactly as your name appears hereon. All joint owners should sign. When signing as Attorney, Executor, Administrator, Trustee, or Guardian, please give full title as such. If the shareholder is a corporation, please sign the full corporate name by authorized officer. If the shareholder is a partnership, please sign in partnership name by authorized person.

\_\_\_\_\_  
Shareholder Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Shareholder Signature (Joint Owners)

\_\_\_\_\_  
Date

**IF YOU WISH TO PROVIDE YOUR INSTRUCTIONS TO VOTE VIA THE INTERNET OR BY PHONE,  
PLEASE READ THE INSTRUCTIONS ON THE REVERSE SIDE**