



First Sentry Bank
YOUR TOWN...YOUR BANK

press release

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First Sentry Bancshares, Inc. Announces Agreement to Purchase Rock Branch Community Bank

Huntington, W.Va., <March 28, 2016>: First Sentry Bancshares, Inc. ("First Sentry"), a \$500 million community bank holding company, headquartered in Huntington, West Virginia with one bank subsidiary, First Sentry Bank, and Rock Branch Community Bank ("Rock Branch"), a \$75 million community bank headquartered in Nitro, West Virginia jointly announce that they have entered into a definitive merger agreement whereby First Sentry will acquire Rock Branch Community Bank by merging it with First Sentry Bank, for a combination of cash and First Sentry stock. The transaction is currently valued at approximately \$7.4 million. The merger is subject to satisfaction of various contractual conditions and the receipt of all regulatory and Rock Branch shareholder approvals.

"Today is a great day for community banking in our region. The merger with Rock Branch Community Bank represents our entrance into Putnam County, and we are excited to become a meaningful participant in that community and region. We feel this combination of two strong, locally-owned and independent banks is what this region needs to not only foster economic expansion, but to also continue to meet the financial and civic needs of the communities we represent," said Geoffrey S. Sheils, President & CEO of First Sentry Bank.

Rock Branch President, CEO and Chairman Joseph K. McDonie stated, "This is a special opportunity to bring together two community banks in West Virginia that share not only a deep commitment to customer, but a deep commitment to community as well. We are truly fortunate to have a partner in First Sentry Bank whose core values are similar, and we are firmly committed to create value for our shareholders, to provide new and innovative banking products and services to our customers and to strengthen the communities we serve."

Sheils noted that, "Rock Branch customers should enjoy First Sentry's ever increasing modern financial products and services such as internet banking, mobile banking, e-mail bank statements, ApplePay, debit card rewards program and more. Commercial customers will also benefit from First Sentry's larger lending limits, cash management and remote deposit products while retaining the quality customer service and prompt credit decisions for which community banks like Rock Branch and First Sentry are well-known."

Dinsmore & Shohl LLP is serving as legal counsel to First Sentry with respect to the transaction. Bowles Rice LLP is acting as legal counsel and Austin Associates, LLC as financial advisor to Rock Branch.

First Sentry Bank, a West Virginia state chartered bank has been recognized for several years by American Banker Magazine as one of the Top 200 Community Banks in America. Additionally, the bank maintains a 5-

star rating, the highest possible rating by Bauer Financial, the nation's leading independent bank rating firm.

This press release contains "forward-looking statements" as that term is defined in the Private Securities Litigation Reform Act of 1995. Words or phrases such as "expect," "believe," "intend," "plan," "estimate," "may," "should," "will likely result," "will continue," "is anticipated," "estimate," "project" and similar expressions are intended to identify forward-looking statements. Such forward-looking statements are subject to and involve known and unknown risks, uncertainties and other factors, which may cause actual results to be materially different from those indicated in the forward-looking statements. The following factors, among others, could cause actual results to differ materially from the anticipated results or other expectations expressed in forward looking statements: (1) the businesses of First Sentry and Rock Branch may not be combined successfully or such combination may take longer to accomplish than expected; (2) the cost savings from the merger may not be fully realized or may take longer to realize than expected; (3) operating costs, customer loss and business disruption following the merger, including adverse effects on relationships with employees, may be greater than expected; (4) governmental approvals of the merger may not be obtained, or adverse regulatory conditions may be imposed in connection with the governmental approvals of the merger; (5) the shareholders of Rock Branch may fail to approve the merger; (6) changes in general economic conditions, which could affect the volume of loan originations, deposit flows and real estate values, credit quality trends; (7) changes in laws, regulations or policies by government or regulatory agencies, (8) fluctuations in interest rates, (9) change in the demand for loans in the market areas that First Sentry and Rock Branch conduct their respective business, and (10) competition from other banks in First Sentry's and Rock Branch's markets. These statements include, but are not limited to, statements about First Sentry's and Rock Branch's plans, objectives, expectations and intentions and other statements contained in this presentation that are not historical facts. First Sentry and Rock Branch caution readers not to place undue reliance on any such forward-looking statements, which speak only as of the date made. First Sentry and Rock Branch undertake no obligation to publicly release the result of any revisions that may be made to any forward-looking statements to reflect events or circumstances after the date of such statements or to reflect the occurrence of anticipated or unanticipated events.

This press release does not constitute an offer of securities by either Rock Branch or First Sentry. In connection with the proposed transaction, an offering statement will be filed with the United States Securities and Exchange Commission ("SEC"). The offering statement will contain a proxy statement/offering circular to be distributed to the shareholders of Rock Branch in connection with their vote on the merger. **SHAREHOLDERS OF ROCK BRANCH ARE URGED TO READ THE OFFERING STATEMENT AND THE PROXY STATEMENT/OFFERING CIRCULAR, WHEN IT BECOMES AVAILABLE, AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED MERGER.** The information in this press release is not a substitute for the offering statement and any other documents First Sentry and Rock Branch intend to file with the SEC.

The offering circular/proxy statement will be, and other documents filed or to be filed by First Sentry with the SEC will be, available free of charge at the SEC's website (www.sec.gov) or from First Sentry by contacting Geoffrey Sheils, President and CEO, First Sentry Bancshares, Inc, (304) 522-6400.

Rock Branch is currently not engaged in a solicitation of proxies from its shareholders in connection with First Sentry's proposed acquisition of Rock Branch. If a proxy solicitation commences, Rock Branch and its directors, executive officers and other members of management and employees may be deemed to

participate in the solicitation of proxies from its shareholders in connection with the proposed merger. Additional information regarding the interests of such participants may be obtained by reading the proxy statement/offering circular when it becomes available.