

SOLERA NATIONAL BANCORP, INC.

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

ANNUAL MEETING OF STOCKHOLDERS – DECEMBER 10, 2024 AT 3:00 P.M. LOCAL TIME

CONTROL ID:

REQUEST ID:

The undersigned, a stockholder of Solera National Bancorp, Inc. (the “Company”), hereby revoking any proxy heretofore given, does hereby appoint Michael Quagliano proxy, with power of substitution, for and in the name of the undersigned to attend the annual meeting of stockholders of the Company to be held at Solera National Bank, 319 S. Sheridan Blvd., Lakewood, CO 80226 on Tuesday, December 10, 2024 beginning at 3:00 PM, Local Time, or at any adjournment or postponement thereof, and there to vote, as designated below.

(CONTINUED AND TO BE SIGNED ON REVERSE SIDE.)

VOTING INSTRUCTIONS

If you vote by phone, fax or internet, please **DO NOT** mail your proxy card.



MAIL: Please mark, sign, date, and return this Proxy Card promptly using the enclosed envelope.



FAX: Complete the reverse portion of this Proxy Card and Fax to **202-521-3464**.




INTERNET: <https://www.iproxydirect.com/slrc>



PHONE: 1-866-752-VOTE(8683)

↓ Please ensure you fold then detach and retain this portion of this Proxy ↓

ANNUAL MEETING OF THE STOCKHOLDERS OF
SOLERA NATIONAL BANCORP, INC.

PLEASE COMPLETE, DATE, SIGN AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE.
PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE: 

PROXY SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

Proposal 1	→	FOR	AGAINST	
The election of the six director nominees named in the enclosed proxy statement to our Board of Directors for terms expiring at the 2025 annual meeting of shareholders and/or until their successors are duly elected and qualified.				
Drew M. Quagliano		<input type="checkbox"/>	<input type="checkbox"/>	
Michael D. Quagliano		<input type="checkbox"/>	<input type="checkbox"/>	CONTROL ID:
Aaron Vosmek		<input type="checkbox"/>	<input type="checkbox"/>	REQUEST ID:
Alan D. Weel		<input type="checkbox"/>	<input type="checkbox"/>	
Jordan Wright		<input type="checkbox"/>	<input type="checkbox"/>	
Vic Lombardi		<input type="checkbox"/>	<input type="checkbox"/>	

Proposal 2	→	FOR	AGAINST	ABSTAIN
Ratification of Fortner Baynes as the independent registered public accounting firm for the Company for the fiscal year ending December 31, 2024.				

Proposal 3	→	FOR	AGAINST	ABSTAIN
Proposal to modify Mike Quagliano's stock options. The proposal modifies the 2023 approved strike price and approval process with respect to previously granted 2025, 2026, 2027, and 2028 stock options.				

Proposal 4	→	FOR	AGAINST	ABSTAIN
Proposal to modify and approve the Executive Chairman's compensation from \$1,800,000 to \$1,670,000. Reflecting 10% of Solera National Bank's income.				

Proposal 5	→	FOR	AGAINST	ABSTAIN
Employee & Director stock purchase plan. Proposal to create an employee & Director stock purchase plan to allow employees to purchase Solera stock at a discount price for the purpose of helping retain key employees.				

Proposal 6	→	FOR	AGAINST	ABSTAIN
Proposal to approve non-employee director compensation of \$120,000 per annum.				

Proposal 7	→	FOR	AGAINST	ABSTAIN
Proposal to approve Alan Weels' 2025 \$130,000 compensation for his contribution as a voting member of the Directors Credit Committee. Mr. Weel has the option not to collect this compensation, should he choose.				

Proposal 8	→	FOR	AGAINST	ABSTAIN
Proposal to approve Drew Quagliano's 2025 \$50,000 compensation for her contribution to the Directors Credit Committee as the Board of Directors' representative on the Directors Credit Committee. Ms. Quagliano has the option not to collect this compensation, should she choose.				

Note				
The transaction of such other business as may properly come before the annual meeting or at any adjournment or postponement thereof. Issues raised by shareholders that relate to aviation, capitalization, and dividends.				

MARK "X" HERE IF YOU PLAN TO ATTEND THE MEETING: ☐

MARK HERE FOR ADDRESS CHANGE ☐ New Address (if applicable):

The Board of Directors recommends voting 'FOR' proposals 1, 2, 3, 4, 5, 6, 7, AND 8.

IMPORTANT: 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.

Dated: _____, 2024

(Print Name of Stockholder and/or Joint Tenant)

(Signature of Stockholder)

(Second Signature if held jointly)