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MIKE JONES, PRESIDENT  
STEVE LESTER, SENIOR VICE-PRESIDENT  
EDWARD A. HAMMOND III, SENIOR VICE-PRESIDENT



ALAN BOONE, VP & CASHIER  
KATHY THOMAS, VICE-PRESIDENT  
RITA ELDRIDGE, COMPLIANCE

## BANK OF WINONA

JANUARY 1, 2002

RECEIVED  
FEDERAL RESERVE BANK  
02 MAR -5 PM 12:59

TOP HAT PLAN EXEMPTION  
PENSION AND WELFARE BENEFITS ADMINISTRATION  
ROOM N-5644  
U.S. DEPARTMENT OF LABOR  
200 CONSTITUTION AVENUE, N.W.  
WASHINGTON, DC 20210

### RE:NOTICE OF PLAN OF DEFERRED COMPENSATION

GENTLEMEN:

PURSUANT TO DOL REG. SEC. 2520.104-23, THE UNDERSIGNED  
EMPLOYER HEREBY FILES THE FOLLOWING INFORMATION WITH  
RESPECT TO ITS PLAN OF DEFERRED COMPENSATION.

1. NAME AND ADDRESS OF EMPLOYER:

BANK OF WINONA  
312 N. APPELEGATE  
P O DRAWER 231  
WINONA, MS 38967

2. FEDERAL EMPLOYER IDENTIFICATION NUMBER: 64-0117330

3. THE EMPLOYER MAINTAINS ONE PLAN OF DEFERRED  
COMPENSATION, WHICH IS EVIDENCED BY A WRITTEN DOCUMENT AND  
WHICH BECAME EFFECTIVE JANUARY 1, 2002, PRIMARILY FOR THE  
PURPOSE OF PROVIDING SUPPLEMENTAL RETIREMENT BENEFITS TO A  
SELECT GROUP OF MANAGEMENT OR HIGHLY-COMPENSATED  
EMPLOYEES.

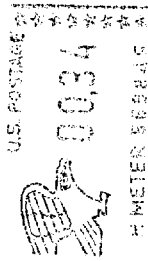
4. 5 EMPLOYEES ARE COVERED BY SUCH PLAN.

VERY TRULY YOURS,

A handwritten signature in cursive script, appearing to read 'Mike Jones'.  
MIKE JONES  
PRESIDENT



BANK OF WINONA  
P.O. BOX 231  
WINONA, MS 38967-0231



Top Hat Plan Exemption  
Pension and Welfare Benefits Administration  
Room N-5644  
U.S. Department of Labor  
200 Constitution Avenue, N.W.  
Washington, DC 20210