

**ANNUAL MEETING OF SHAREHOLDERS OF
VIRGINIA NATIONAL BANK**

May 17, 2010

**IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE
SHAREHOLDERS MEETING TO BE HELD ON MAY 17, 2010**

A complete set of proxy materials related to Virginia National Bank's Annual Meeting to be held at the date, time and location set forth above is available at www.vnb.com. The materials available include the Notice of Annual Meeting of Shareholders, the Proxy Statement, the form of Proxy and the Annual Report on Form 10-K for the year ended December 31, 2009. The matters to be acted upon are above. Execution of a proxy will not affect a shareholder's right to attend the Meeting and vote in person. Any shareholder who has executed and returned a proxy may revoke it by attending the Meeting and voting in person.

Please sign, date and mail
your proxy card in the
envelope provided as soon
as possible.

↓ Please detach along perforated line and mail in the envelope provided. ↓

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THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" THE ELECTION OF DIRECTORS.
PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE

1. To elect the following persons identified in the Proxy Statement as directors to serve until the next Annual Meeting of Shareholders:

- | | | |
|---|---|-------|
| <input type="checkbox"/> FOR ALL NOMINEES | NOMINEES: | |
| <input type="checkbox"/> WITHHOLD AUTHORITY FOR ALL NOMINEES | <input type="radio"/> H. K. Benham, III | _____ |
| <input type="checkbox"/> FOR ALL EXCEPT (See instructions at right) | <input type="radio"/> Steven W. Blaine | _____ |
| | <input type="radio"/> Hunter E. Craig | _____ |
| | <input type="radio"/> William D. Dittmar, Jr. | _____ |
| | <input type="radio"/> Janet L. Dorman | _____ |
| | <input type="radio"/> Claire W. Gargalli | _____ |
| | <input type="radio"/> Mark T. Giles | _____ |
| | <input type="radio"/> James E. Haden | _____ |
| | <input type="radio"/> David G. Kalergis | _____ |
| | <input type="radio"/> Neal F. Kassell, M.D. | _____ |
| | <input type="radio"/> C. Wilson McNeely, III | _____ |
| | <input type="radio"/> Susan K. Payne | _____ |
| | <input type="radio"/> Glenn W. Rust | _____ |

INSTRUCTIONS: To withhold authority to vote for any individual nominee(s), mark "FOR ALL EXCEPT" and fill in the circle next to each nominee you wish to withhold, as shown here: (●)
To cumulate your vote for one or more of the above nominee(s), write the manner in which such votes shall be cumulated in the space to the right of the nominee(s) name(s). If you are cumulating your vote, do not mark the circle. If you wish to cumulate your votes, you must vote by using the proxy card rather than voting by telephone or the Internet.

IN THE ELECTION OF DIRECTORS, THE PROXIES MAY CUMULATE AND DISTRIBUTE VOTES AS THEY WISH ABSENT INSTRUCTIONS ABOVE HOW VOTES ARE TO BE CUMULATED AND DISTRIBUTED.

PLEASE COMPLETE THIS PROXY ABOVE, SIGN BELOW AND RETURN IT PROMPTLY IN THE ENVELOPE PROVIDED.

To change the address on your account, please check the box at right and indicate your new address in the address space above. Please note that changes to the registered name(s) on the account may not be submitted via this method.

Signature of Shareholder _____ Date: _____ Signature of Shareholder _____ Date: _____

Note: 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.