



First South
Farm Credit

2023 Annual Meeting Information Statement

March 30, 2023, 8:30a.m.

Horne Event Center

661 Sunnybrook Road, Ridgeland, Mississippi

FIRST SOUTH FARM CREDIT, ACA

2023 ANNUAL STOCKHOLDERS' MEETING INFORMATION STATEMENT

DATE, TIME, AND PLACE OF MEETING

In accordance with Section 400 of the First South Farm Credit, ACA (First South or Association) Second Amended and Restated Bylaws (Bylaws), the 2023 annual meeting of the stockholders of First South (Annual Meeting) will be held at the time and place shown below:

***March 30, 2023, 8:30a.m.
Horne Event Center
661 Sunnybrook Road, Suite 100
Ridgeland, MS***

All stockholders of First South are invited and encouraged to attend the Annual Meeting. Participation by telephone will not be available.

PURPOSE OF MEETING

The purpose of the Annual Meeting is to provide required reports to the stockholders and to nominate the candidates for election to serve as the stockholder-elected directors and 2023 Nominating Committee members and alternates of the Association. Stockholders will have the opportunity to ask questions and provide their input to the First South Board and management.

Unlike previous annual meetings of the Association, the election of stockholder-elected directors and Nominating Committee members and alternates will not be held during the 2023 Annual Meeting. The election of the Nominating Committee and stockholder-elected directors will be conducted by ballots mailed to eligible voting stockholders following the 2023 Annual Meeting.

VOTING RIGHTS

The Board of Directors of the Association (Board) has established the close of business on January 31, 2023 as the record date for voting purposes (Record Date). As of that date, there were 11,149 voting stockholders of First South who are eligible to vote by mail ballot following the 2023 Annual Meeting.

Pursuant to the Bylaws, each of the voting stockholders of First South is entitled to only one vote regardless of the number of single or joint loans the voting stockholder may have with First South. In the case of joint loans, the vote may be cast by only one of the joint holders designated and duly authorized by the other joint holder(s) in a writing filed with the Association. The vote of a voting stockholder that is a legal entity may be cast by an individual equity owner or officer of the entity, designated and duly authorized in a writing filed with the Association.

For the election of stockholder-elected directors, each voting stockholder holding Class C Voting Common Stock as of the Record Date shall be entitled to one vote multiplied by the number of stockholder-elected directors to be elected by mail ballot after the 2023 Annual Meeting. Therefore, each voting stockholder will have eight (8) votes in the 2023 election of stockholder-elected directors and may distribute those votes among the stockholder-elected director candidates as the voting stockholder chooses. Further direction about how voting stockholders may cast their votes will be included with the ballots mailed after the Annual Meeting to the voting stockholders entitled to vote.

The Bylaws implement the following twenty-one (21) election regions (Election Regions) for the election of stockholder-elected directors and members of the Nominating Committee to ensure that representation is distributed throughout the Association's three state territory, and maps showing each of the Election Regions are attached to this Annual Meeting Information Statement:

| Election Region | State and Counties/Parishes | Number of Voting Stockholders in the Election Region as of the Record Date |
|------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|
| 1 | Alabama – Colbert, Franklin, Lamar, Lauderdale, Lawrence, Marion, Walker, Winston | 458 |
| 2 | Alabama – DeKalb, Jackson, Limestone, Madison, Marshall | 620 |
| 3 | Alabama – Blount, Calhoun, Cherokee, Cleburne, Clay, Cullman, Etowah, Jefferson, Morgan, Randolph, Shelby, St. Clair, Talladega | 1,363 |
| 4 | Alabama – Bibb, Choctaw, Fayette, Greene, Hale, Marengo, Perry, Pickens, Sumter, Tuscaloosa | 632 |
| 5 | Alabama – Autauga, Bullock, Butler, Chambers, Chilton, Coosa, Crenshaw, Dallas, Elmore, Lee, Lowndes, Macon, Montgomery, Russell, Tallapoosa, Wilcox | 1,438 |
| 6 | Alabama – Barbour, Coffee, Covington, Dale, Geneva, Henry, Houston, Pike | 1,441 |
| 7 | Alabama – Baldwin, Clarke, Conecuh, Escambia, Mobile, Monroe, Washington | 742 |
| 1 | Louisiana – St. Helena, St. Tammany, Tangipahoa, Washington | 320 |
| 2 | Louisiana – East Baton Rouge, East Feliciana, Livingston, Pointe Coupee, West Baton Rouge, West Feliciana | 255 |
| 3 | Louisiana – Ascension, Assumption, Iberville, Plaquemines, Jefferson, Lafourche, Orleans, St. Bernard, St. Charles, St. James, St. John the Baptist, Terrebonne | 378 |
| 4 | Louisiana – Evangeline, Iberia, Lafayette, St. Landry, St. Martin, St. Mary | 255 |
| 5 | Louisiana – Acadia, Allen, Beauregard, Calcasieu, Cameron, Jefferson, Davis, Vermilion | 262 |
| 6 | Louisiana – Avoyelles, Grant, LaSalle, Natchitoches, Rapides, Sabine, Vernon, Winn | 221 |
| 7 | Louisiana – Caldwell, Catahoula, Concordia, East Carroll, Franklin, Madison, Morehouse, Richland, Tensas, West Carroll, Ouachita | 333 |
| 1 | Mississippi – Benton, Calhoun, Choctaw, Desoto, Lafayette, Grenada, Marshall, Montgomery, Panola, Tate, Webster, Yalobusha | 221 |
| 2 | Mississippi – Alcorn, Chickasaw, Clay, Itawamba, Lee, Lowndes, Monroe, Noxubee, Oktibbeha, Pontotoc, Prentiss, Tippah, Tishomingo, Union, Winston | 217 |
| 3 | Mississippi – Attala, Claiborne, Clarke, Hinds, Jasper, Kemper, Lauderdale, Leake, Madison, Neshoba, Newton, Rankin, Scott, Simpson, Smith, Warren, Yazoo | 748 |
| 4 | Mississippi – Covington, George, Greene, Forrest, Hancock, Harrison, Jackson, Jefferson Davis, Jones, Lamar, Marion, Pearl River, Perry, Stone, Wayne | 689 |
| 5 | Mississippi – Adams, Amite, Copiah, Franklin, Jefferson, Lawrence, Lincoln, Pike, Walthall, Wilkinson | 255 |
| 6 | Mississippi – Bolivar, Coahoma, Issaquena, Quitman, Sharkey, Tunica, Washington | 170 |
| 7 | Mississippi – Carroll, Holmes, Humphreys, Leflore, Sunflower, Tallahatchie | 131 |

Each Election Region shall be represented by one stockholder-elected director on the Board. No person shall be nominated, elected or appointed, or allowed to continue to serve, as a stockholder-elected director of First South, unless he or she is a holder or joint holder of Class C Voting Common Stock of First South, or is an individual designated in accordance with the Bylaws to vote the voting stock of a voting stockholder; is a bona fide farmer,

rancher, or producer or harvester of aquatic products; and resides or conducts farming operations in First South's chartered territory. An individual is deemed to reside where the individual maintains his or her primary residence; provided however, a stockholder who neither resides nor conducts farming operations in First South's chartered territory may serve as a stockholder-elected director or member of the Nominating Committee and shall be treated for purposes of the election as residing in the Election Region encompassing the branch office that services such stockholder's loan. Each voting stockholder as of the Record Date, regardless of the location of the residence of the voting stockholder, is entitled to vote for each stockholder-elected director and each member and alternate of the Nominating Committee.

NOMINATING COMMITTEE

By mail ballot following the 2023 Annual Meeting, the voting stockholders of the Association as of the Record Date shall elect a Nominating Committee composed of twenty-one (21) members and twenty-one (21) alternates, with one member and one alternate elected from each Election Region. Each of the members and alternates of the Nominating Committee will be elected to a one-year term. Each voting stockholder as of the Record Date, regardless of the residence of the voting stockholder, is entitled to vote for each Nominating Committee member and alternate. The nominee for each of the twenty-one Election Regions to serve if elected as a member of the 2023 Nominating Committee receiving the greatest number of votes cast shall be elected to serve as a member of the 2023 Nominating Committee. The nominee for each of such Election Region to serve if elected as an alternate to the 2023 Nominating Committee receiving the greatest number of votes cast shall be elected to serve as the alternate to the 2023 Nominating Committee for that Election Region. In the event a member of the Nominating Committee is unable or unwilling to serve, the vacancy on the Nominating Committee shall be filled by the alternate from the Election Region to which the vacancy relates.

A nominee to serve for an Election Region must reside or conduct farming operations in that Election Region. A nominee is deemed to reside where the nominee maintains his or her primary residence; provided however, for purposes of the election, stockholders who neither reside nor conduct farming operations in the Association's chartered territory shall be deemed to reside in the Election Region where the branch that services their loan is located. Also, an individual designated in accordance with the Bylaws to vote the Class C Common Stock held by a voting stockholder may serve as a member or alternate of the Nominating Committee of the Association, so long as that individual meets all of the other requirements for serving on the Nominating Committee of the Association.

The nominees for each Election Region selected by the 2022 Nominating Committee for election to the 2023 Nominating Committee are:

| Election Region | Name | City of Residence |
|------------------------|---------------------------------|--------------------------|
| Alabama-1 | Eric Lyn Grimes (Member) | Moulton |
| Alabama-1 | Brandon Letson (Alternate) | Hillsboro |
| Alabama-2 | Michael E. Moore (Member) | Toney |
| Alabama-2 | Austin P. Ainsworth (Alternate) | Guntersville |
| Alabama-3 | Walter Scott Kirksey (Member) | Arab |
| Alabama-3 | Paul Holmes (Alternate) | Eva |
| Alabama-4 | William David Johnston (Member) | Emelle |
| Alabama-4 | Clyde M. Leavelle (Alternate) | Buhl |

| | | |
|---------------|-------------------------------------|-----------------|
| Alabama-5 | William A. (Billy) McCurdy (Member) | Lowndesboro |
| Alabama-5 | Mark D. Cannon (Alternate) | Notasulga |
| Alabama-6 | Brooks Hays (Member) | Dothan |
| Alabama-6 | Paige Mobley Watson (Alternate) | Headland |
| Alabama-7 | Ronald J. (Joey) Koptis (Member) | Robertsdale |
| Alabama-7 | Preston S. Ryals (Alternate) | Loxley |
| Louisiana-1 | Michael E. Miller (Member) | Kentwood |
| Louisiana-1 | William Brasher (Alternate) | Amite |
| Louisiana-2 | Josh Phares (Member) | Clinton |
| Louisiana-2 | Timothy Pinter (Alternate) | Ventress |
| Louisiana-3 | John L. Burt, III (Member) | Napoleonville |
| Louisiana-3 | Benjamin F. Guillot (Alternate) | White Castle |
| Louisiana-4 | Craig Melancon (Member) | St. Martinville |
| Louisiana-4 | Tiqua Manuel (Alternate) | Mamou |
| Louisiana-5 | Joel B. Faulk (Member) | Crowley |
| Louisiana-5 | Charles Hine Unkel (Alternate) | Kinder |
| Louisiana-6 | John Paul Vanmol (Member) | Lecompte |
| Louisiana-6 | Jess Vanderlick (Alternate) | Alexandria |
| Louisiana-7 | Gregory N. Kincaid (Member) | Fort Necessity |
| Louisiana-7 | John O. Lowery (Alternate) | Rayville |
| Mississippi-1 | John G. (Trey) Brower, III (Member) | Water Valley |
| Mississippi-1 | Daniel B. Fulton (Alternate) | Bruce |
| Mississippi-2 | Clarence E. Henley, Jr. (Member) | Aberdeen |
| Mississippi-2 | Vacant (Alternate) | |
| Mississippi-3 | Scott Cannada (Member) | Edwards |
| Mississippi-3 | Ty Irby (Alternate) | Brandon |
| Mississippi-4 | Mark Edward Young (Member) | Collins |
| Mississippi-4 | William J. Morgan (Alternate) | Hattiesburg |
| Mississippi-5 | Robert C. Taylor (Member) | Smithdale |
| Mississippi-5 | Jason A. Taylor (Alternate) | Summit |
| Mississippi-6 | Lawrence Reginelli (Member) | Shaw |
| Mississippi-6 | George Fioranelli (Alternate) | Cleveland |
| Mississippi-7 | Walter Makamson (Member) | Greenwood |
| Mississippi-7 | Clint Dunn (Alternate) | Itta Bena |

Additional nominations for election to the Nominating Committee may be made from the floor at the Annual Meeting. Each nomination from the floor must be an eligible and qualified candidate who complies with the Election Region requirements to which the Nominating Committee position is assigned. Each nominee must be a stockholder that owns or jointly owns the Class C Voting Common Stock of the Association or an individual designated in accordance with the Bylaws to vote the Class C Common Voting Stock held by a voting stockholder. Nominators must be voting stockholders or individuals designated in accordance with the Bylaws to vote the Class C Voting Common Stock held by a voting stockholder. The floor nominee must be present during the 2023 Annual Meeting to state whether he or she accepts the nomination. Nominations from the floor do not require a "second" before being placed on a ballot. Upon receiving a floor nomination, the Annual Meeting process will be stopped until initial eligibility is determined. After initial eligibility is determined, the meeting will proceed. Subsequent due diligence will be performed to determine if the nominee meets all the eligibility requirements imposed by the FCA regulations and the Association's Bylaws and policies. Floor nominees meeting all eligibility requirements will be placed on the ballot mailed to the voting stockholders after the conclusion of the Annual Meeting.

Only one stockholder jointly sharing ownership of the Class C Voting Common Stock of the Association may seek the opportunity to serve as a member or alternate on the Nominating Committee within an election cycle, and that individual is not required to be designated to cast votes on behalf of all the stockholders sharing ownership of the Class C Voting Common Stock. No person shall be nominated, elected or appointed, or allowed to continue to serve as a member of the Nominating Committee, if that person is the spouse, parent, sibling, natural or adopted child, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law or daughter-in-law of a: (i) director of the Association, (ii) nominee for election to the Board, (iii) member of the Nominating Committee, (iv) nominee for election to the Nominating Committee, or (v) salaried officer of the Association.

STOCKHOLDER-DIRECTOR ELECTIONS TO OCCUR IN 2023

The Board consists of twenty-one (21) stockholder-elected directors and two (2) directors appointed by the Board (Outside Directors). While serving as a director of the Association, each Outside Director may not serve as a director, officer, agent, employee or stockholder of any Farm Credit institution. At all times the stockholder-elected directors shall constitute at least 60 percent of the members of the Board. The Bylaws require a stockholder-elected director to serve from each of the twenty-one (21) Election Regions designated by the Bylaws. However, each voting stockholder as of the Record Date, regardless of the residence of the voting stockholder, is entitled to vote for each stockholder-elected director position to be filled.

In order to stand for election to a stockholder-elected director position, the candidate must be a resident of, or conduct farming operations in, the Election Region corresponding to such position. An individual is deemed to reside where the individual maintains his or her primary residence; provided however, stockholders who neither reside nor conduct farming operations in the Association's chartered territory may serve as stockholder-elected director and shall be treated as residing in the Election Region encompassing the branch office that services their loans. An individual designated in accordance with the Bylaws to vote the Class C Voting Common Stock of a voting stockholder may be a director of the Association so long as that individual meets all of the other requirements for serving as a director.

No person shall be nominated, elected or appointed, or allowed to continue to serve as a director of the Association, if that person is the spouse, parent, sibling, natural or adopted child, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law or daughter-in-law of a: (i) director of the Association, (ii) nominee for election to the Board, (iii) member of the Nominating Committee, (iv) nominee for election to the Nominating Committee, or (v) salaried officer of the Association.

No more than one stockholder jointly sharing ownership of the Class C Voting Common Stock of the Association may simultaneously serve as a stockholder-elected director of the Association, and that individual is not required to be designated to cast votes on behalf of all the stockholders sharing ownership of the Class C Voting Common Stock.

No individual who is seventy (70) years of age or older on December 31st of the year preceding the date of election or appointment shall be eligible to be nominated, elected or appointed as a director, regardless of whether such election or appointment is by the Board or by the stockholders and regardless of whether such individual is serving as a director at the time of such proposed nomination, election or appointment. However, a director serving at the time of his or her seventieth birthday may complete such director's then current term.

By mail ballot following the Annual Meeting, the voting stockholders as of the Record Date shall elect individuals to serve as stockholder-elected directors for the stockholder-elected director positions for the following Election Regions: Alabama-1, Alabama-2, Alabama-4, Louisiana-2, Louisiana-5, Mississippi-1, Mississippi-5 and Mississippi-6, as described above. Each of the stockholder-elected directors will be elected to a three-year term. The nominees for the eight (8) stockholder-elected director positions selected by the 2022 Nominating Committee are identified in the attached Exhibit A. Through the mail ballot process, the nominee receiving the greatest number of votes for each stockholder-elected director position shall be declared elected.

Additional nominations may be made from the floor during the Annual Meeting. Each nomination from the floor must meet the same eligibility and qualification requirements as candidates nominated by the Nominating Committee. To place a nominee's name on the ballot, the person making the nomination must be a voting stockholder holding Class C Voting Common Stock of the Association or individual designated in accordance with the Bylaws to vote the Class C Voting Common Stock held by a voting stockholder. Each nominee must be as of the Record Date a holder or joint holder of Class C Voting Common Stock of the Association or individual designated in accordance with the Bylaws to vote the Class C Voting Common Stock held by a voting stockholder, and must be eligible to serve for the position for which nominated.

The floor nominee must be present during the Annual Meeting to state whether he or she accepts the nomination. Upon receiving a floor nomination, the Annual Meeting process will be stopped until initial eligibility is determined. After initial eligibility is determined, the meeting will proceed. Subsequent due diligence will be performed to determine if the nominee meets all the eligibility requirements imposed by FCA regulations and the Association's Bylaws and policies. The nominees for stockholder-elected director positions shall disclose in writing to the Association no later than three (3) business days of the nomination, their name, age, business experience during the last five years including principal occupation and employment, any business entities on whose board of directors the nominee serves, identify any family relationship of the nominee that deals with Farm Credit that would be reportable under FCA regulations if elected to the Board and may be required to disclose certain transactions related to loans, transactions other than loans, and involvement in certain legal proceedings. Floor nominees meeting all eligibility requirements will be placed on the ballot mailed to the voting stockholders after the conclusion of the Annual Meeting.

Management is not aware of any transactions between any of the nominees listed in this Annual Meeting Information Statement and First South or its senior officers and directors which are prohibited by FCA regulations. Additionally, loans to the candidates and directors have been made in the ordinary course of business and were made on the same terms, including interest rate, amortization schedule, and collateral, as those prevailing at the time for comparable transactions with other persons. No such loans involved more than a normal risk of collectability. The candidates have not disclosed, nor is management aware of, any involvement the candidates may have had during the past five (5) years concerning bankruptcy, criminal proceedings or injunctions preventing the candidate from engaging in any type of business practices.

FIRST SOUTH FARM CREDIT, ACA DIRECTORS

SERVING AS OF JANUARY 31, 2023

| ELECTION REGION | NAME | AGRICULTURE TYPE | AGE* | BEGAN SERVICE | CURRENT TERM EXPIRATION |
|--------------------|----------------------------|-------------------------|------|---------------|-------------------------|
| Alabama | | | | | |
| Region 1 | Paul S. Clark | Row Crops | 71 | 4/01/96 | 2023 |
| Region 2 | S. Alan Marsh | Row Crops | 68 | 8/19/92 | 2023 |
| Region 3 | Barry A. DeFoor | Poultry, Cattle, Hay | 63 | 4/24/20 | 2025 |
| Region 4 | W. Townsend Kyser, III | Catfish, Beef Cattle | 46 | 4/24/20 | 2023 |
| Region 5 | R. Shepherd Morris | Row Crops | 66 | 4/01/03 | 2024 |
| Region 6 | James F. “Trey” Martin III | Row Crops, Beef Cattle | 54 | 4/01/13 | 2025 |
| Region 7 | Walter Rodney Richardson | Row Crops, Cattle | 71 | 11/15/95 | 2024 |
| Louisiana | | | | | |
| Region 1 | John G. Ingraffia | Dairy, Hay | 60 | 4/05/18 | 2024 |
| Region 2 | James M. Norsworthy, III | Cattle, Hay, Timber | 72 | 8/19/92 | 2023 |
| Region 3 | Daniel C. Mattingly | Sugarcane | 61 | 4/01/04 | 2025 |
| Region 4 | Wilson E. Judice | Sugarcane, Soybeans | 43 | 4/01/15 | 2024 |
| Region 5 | Robert “Dale” Thibodeaux | Row Crops, Crawfish | 65 | 4/01/08 | 2023 |
| Region 6 | Richard T. “Tad” Hargis | Row Crops | 53 | 3/25/21 | 2024 |
| Region 7 | Thomas A. “Tap” Parker | Row Crops | 60 | 4/01/04 | 2025 |
| Outside | Amy C. Ellender | | 57 | 1/24/13 | 2025 |
| Mississippi | | | | | |
| Region 1 | Kevin Kimzey | Row Crops | 53 | 6/20/19 | 2023 |
| Region 2 | Roy Tucker | Row Crops | 69 | 4/01/04 | 2025 |
| Region 3 | Michael W. Patrick | Row Crops | 57 | 4/01/12 | 2024 |
| Region 4 | Adam W. Bass | Poultry, Cattle, Timber | 43 | 4/04/19 | 2025 |
| Region 5 | Conner V. House | Timber | 44 | 3/25/21 | 2023 |
| Region 6 | Thomas H. Nelson, Jr. | Row Crops | 64 | 4/01/02 | 2023 |
| Region 7 | Ray L. Makamson | Row Crops | 70 | 4/01/06 | 2024 |
| Outside | Dr. Marty J. Fuller | | 64 | 4/01/02 | 2023 |

**age as of annual meeting date*

Directors are elected for three-year terms. Outside directors are elected by the Board for three-year terms. All incumbent directors have attended at least 75 percent of the Board meetings and/or meetings of Board committees on which he or she served during the past fiscal year, except Mr. Norsworthy. No director resigned or declined to stand for re-election since the Association’s last annual meeting of stockholders because of policy disagreements with the Board. Management is not aware of any transactions conducted between the First South directors and First South or its senior officers and staff which are not in compliance with FCA regulations or Association policies.

VOTING PROCESS

After the 2023 Annual Meeting, a mail-in ballot and other election information will be mailed to each voting stockholder of the Association determined as of the Record Date. In the election of the stockholder-elected directors, each voting stockholder entitled to vote shall have one vote multiplied by the number of stockholder-elected directors to be elected by mail ballot after the 2023 Annual Meeting. Each voting stockholder may distribute those votes among the candidates for stockholder-elected director positions as the voting stockholder chooses. Further direction on how a voting stockholder may distribute the voting stockholder's votes will be included with the ballot mailed after the Annual Meeting to each voting stockholder entitled to vote.

An independent third party appointed by the Board shall tally and certify the election results. A tie between two candidates may be broken, if mutually agreed upon by the candidates, by any method approved by the Board which may include the flip of a coin. The independent third party appointed by the Board shall report the results of the election to the chief executive officer of the Association, who shall send a notice to the stockholders or post the election results on the Association's website.

ANNUAL REPORT

Stockholders are encouraged to review the 2022 Annual Report that was published and sent to each stockholder in March 2023. The 2022 Annual Report is also made available on the Association's website www.firstsouthfarmcredit.com. Annually the Association publishes its annual report on its website in conjunction with sending the annual report electronically to the FCA. Stockholders may also request a copy by contacting First South Farm Credit, ACA at 574 Highland Colony Parkway, Suite 100, Ridgeland, MS 39157, or calling (601) 977-8381.

MAILING DATE AND ONLINE AVAILABILITY OF ANNUAL MEETING INFORMATION STATEMENT

This 2023 Annual Meeting Information Statement was mailed to all stockholders on or about March 9, 2023, and was posted on www.firstsouthcredit.com simultaneous with its mailing. It will be available on the Association's website for not less than thirty days. Copies of the 2023 Annual Meeting Information Statement are also available for inspection at all offices of the Association.

OTHER BUSINESS

There are no other business matters to be discussed at the meeting except listed herein upon which a stockholder vote is required.



FIRST SOUTH FARM CREDIT, ACA
YEAR END FINANCIAL DATA - DECEMBER 31, 2022
(DOLLARS IN THOUSANDS)
(UNAUDITED)

| STATEMENT OF CONDITION | |
|-----------------------------------------------|---------------------|
| <u>ASSETS</u> | |
| Loans | 2,935,532 |
| Less: Allowance for Loan Losses | (20,622) |
| Net Loans | <u>\$ 2,914,910</u> |
| Cash | 125 |
| Accrued Interest Receivable | 26,107 |
| Investment in the AgFirst FCB | 79,041 |
| Premises & Equipment, Net | 18,251 |
| Other Property Owned, Net | 35 |
| Other Assets | 23,403 |
| Total Assets | <u>\$ 3,061,872</u> |
| <u>LIABILITIES</u> | |
| Notes Payable to the AgFirst FCB | 2,411,438 |
| Accrued Interest Payable | 6,329 |
| Dividends and Patronage Refund Payable | 21,048 |
| Accounts Payable | 7,024 |
| Other Liabilities | 25,344 |
| Total Liabilities | <u>\$ 2,471,183</u> |
| At-Risk Capital | |
| Capital Stock & Participation Certificates | 52,613 |
| Surplus | |
| Allocated | 256,357 |
| Unallocated | 294,889 |
| Accumulated Other Comprehensive Income (loss) | (13,170) |
| Total Capital | <u>\$ 590,689</u> |
| TOTAL LIABILITIES AND CAPITAL | <u>\$ 3,061,872</u> |

| STATEMENT OF INCOME | |
|-----------------------------------------------------|-------------------|
| <u>INTEREST INCOME</u> | |
| Loans | 134,333 |
| Total Interest Income | <u>\$ 134,333</u> |
| <u>INTEREST EXPENSE</u> | |
| Notes Payable to the AgFirst FCB | 63,402 |
| Total Interest Expense | <u>\$ 63,402</u> |
| Net Interest Income | 70,931 |
| Provision for Loan Losses | 1,000 |
| Net Interest Income After Provision For Loan Losses | <u>\$ 69,931</u> |
| <u>OTHER INCOME</u> | |
| Loan Fees | 3,640 |
| Fees for Financially Related Services | 1,717 |
| Patronage Refund from the AgFirst FCB | 35,243 |
| Gains on sales of premises and equipment, net | 518 |
| Insurance Fund refunds | - |
| Other noninterest income | 75 |
| Total Other Income | <u>\$ 41,193</u> |
| <u>OTHER EXPENSE</u> | |
| Salaries and Employee Benefits | 30,590 |
| Occupancy and Equipment | 2,203 |
| Insurance Fund Premium | 4,530 |
| Losses on other property owned, net | (180) |
| Other Operating Expenses | 6,853 |
| Total Other Expenses | <u>\$ 43,996</u> |
| Income Before Income Taxes | 67,128 |
| Benefit for Income Taxes | 37 |
| NET INCOME | <u>\$ 67,091</u> |

CERTIFICATION

The undersigned certify that we have reviewed the 2023 Annual Meeting Information Statement of First South Farm Credit, ACA and that the report has been prepared in accordance with all applicable statutory or regulatory requirements, and that the information contained herein is true, accurate and complete to the best of our knowledge and belief.

James F. Martin, III
Chairman of the Board

Gines Pérez, III
President and
Chief Executive Officer

Sarah F. Lutz
Senior Vice President and
Chief Financial Officer

March 3, 2023

EXHIBIT A**NOMINEES FOR STOCKHOLDER-ELECTED DIRECTORS**

(The nominee receiving the greatest number of votes from each position will be elected.)

ALABAMA**REGION 1**

Charles Mitchell "Mitch" Compton, Jr., 66, of Moulton, Alabama, owns and operates Cedar Swamp Farm, a poultry farm and cow/calf operation with 71 cows. His business address is 4715 CR 221, Moulton, AL 35650. Mr. Compton's son and grandson have a loan relationship with First South.

Mitchell Hardin Henry, 28, of Moulton, Alabama, is a full-time cattle producer. His business address is 13003 Court Street, Moulton, AL 35650. His operation, Hardin Farms, LLC, finishes 700 feeder calves a year and maintains a cow/calf herd of 40 head. He also raises hay and corn silage to feed cattle on 400 acres. Mr. Henry serves as secretary/treasurer of the Lawrence County Farmers Federation, an agricultural policy organization. Mr. Henry's grandfather, uncle, and aunt also have a loan relationship with First South.

REGION 2

S. Alan Marsh, 68, of Madison, Alabama, is the President of Marsh Farms, a 2,450-acre row crop farming operation consisting of cotton, soybeans, wheat, and corn. His business address is 1315 Rountree Place, Madison, AL 35756. Mr. Marsh is a director of First South Farm Credit, ACA, a Farm Credit institution making loans for agriculture, and South Limestone Gin Co-op, that runs a cotton gin. He is also a director of Limestone County Farmers Federation, an agricultural policy organization, and a member of Staplecotn, a cooperative to market cotton. Mr. Marsh served on the Board of Directors of AgFirst Farm Credit Bank until December 31, 2021. Mr. Marsh's wife and son also have a loan relationship with First South.

Andrew White, 46, of Gurley, Alabama, is a family doctor, and his business address is 1302 S. Broad St., Scottsboro, AL 35768. He also owns a row crop farm of 695 acres, Corales Farm, LLC.

REGION 4

David R. Edmonds, 45, of Livingston, Alabama, has a cattle operation, 5E Ranch, consisting of approximately 2,000 stockers per year and 200 brood cows on 1,550 acres. He also owns and manages approximately 1,200 acres of timber. His business address is 7170 AL Hwy 28 E, Livingston, AL 35470. In the past five years he was employed by Investar Bank as a loan officer and Caterpillar as a salesman. He is a co-owner of Easter Sales, an industrial supply company; West Alabama Rentals, a rental property company; and Blalock Seafood, a seafood store in Orange Beach, AL. He currently serves on the board of Sumter County Water Authority, Brewersville United Methodist Church pastoral committee, Wesley Foundation (a college outreach ministry), and Alabama Farmers Federation, which supports Alabama farmers. Mr. Edmonds' father also has a loan relationship with First South.

W. Townsend Kyser, III, 46, of Greensboro, Alabama, is Chief Financial Officer of Kyser Family Farms, a catfish and cattle operation of approximately 4,000 acres. His business address is 10 Rosemary Road, Greensboro, AL 36744. Mr. Kyser is a director of First South Farm Credit, ACA, a Farm Credit institution making loans for agriculture. He is the current President of Hale County Alabama Farmers Federation (ALFA), an agricultural advocacy organization. He serves as an Executive Committee Member for Catfish Farmers of America, a farming organization that looks after the catfish industry, and is a board member of Black Warrior EMC, a rural electric cooperative. Mr. Kyser is also a director on the Alabama Farm Service Agency committee, a federal governmental entity that deals with lending and government programs. Mr. Kyser's father and brother also have a loan relationship with First South.

CONTINUED

LOUISIANA**REGION 2**

Edward (Glenn) DeLee, 61, of Clinton, Louisiana, is a commercial beef cattle farmer and professional engineer (PE) at Providence Engineering. He previously was Project Engineer for East and West Feliciana and Pointe Coupee parishes. His business address is 13065 Hurst Lane, Clinton, LA 70722. He manages almost 1,000 head of cattle. He also has 2,000+ acres of pastureland, 700+ acres of dedicated hay and 100+ acres of timber. Mr. DeLee serves on the board of DEMCO, a rural electric cooperative. His son also has a loan relationship with First South.

George G. LaCour, Jr., 60, of Morganza, Louisiana is general manager of GNG Farm Partnership, a family farming operation consisting on 6,000 acres of corn, cotton, soybeans, sugarcane, rice, wheat, and crawfish. He is also a managing partner of GNL Farm, LLC, that consists of sugarcane and soybeans. His business address is P.O. Box 280, Morganza, LA 70759. Mr. LaCour is a partner in Superior Land Management, LLC, a land management company that represents absentee land owners in South Central Louisiana. He also has a business interest in Perkins Road Express Wash, LLC. Mr. LaCour is a member of Lacour & Blake, LLC, a rental property company. He serves as a director of Edgar LaCour Land Company, LLC, a family agriculture land company and Bessie Land Company, LLC, a farm real estate company. He is a manager for Delta Farmland, LLC; Madison Farmland, LLC; and Milam Acres, LLC; all real estate. He is on the First South Farm Credit Regional Advisory Committee for Louisiana Region 2. Mr. LaCour is Vice Chairman of the board of Tri-Parish Gin, a cotton gin; Secretary of the board of Louisiana Sugar Growers and Refinery, a trade organization for sugar; board member of American Sugar Cane League, a sugar advocacy organization; Vice President of the board of PC Electric; President of the board of Pointe Coupee Farmers Co-op; director of Staplecotn Marketing Co-op, a cotton marketing coop; director of Pointe Coupee FSA Committee, a governmental body that deals with agricultural lending and disaster programs; board member of Pointe Coupee Farm Bureau, an agriculture advocacy organization; Chairman of the board of National Cotton Ginners, a trade organization and board member of National Cotton Council, a cotton advocacy organization. Mr. LaCour's sister also has a loan relationship with First South.

REGION 5

Dennis Hoffpauir, 52, of Egan, Louisiana, is a partner in Triple D Farms, LLP, 395 Bossier Road, Crowley, LA 70526, consisting of around 400 acres. He has been employed by Helena Chemical Company as a pesticide applicator since 2013. Mr. Hoffpauir's wife, brothers and father also have a loan relationship with First South.

Robert (Dale) Thibodeaux, 65, of Midland, Louisiana, has a farming operation with his family consisting of 10,500 acres, including 5,500 acres of rice, 3,000 acres of soybeans, and 2,000 acres of crawfish. His business address is 151 Blackbird Road, Midland, LA 70559. His business interests include Thibodeaux Ag Group, a farming entity; Thibodeaux Brothers Farm, a custom farming and equipment leasing company; Thibodeaux Crawfish, LLC; Krewe du Meanger, a social club; Thibodeaux Brothers Dryer, grain drying operation; Thibodeaux Brothers Water, a land company; Thibodeaux Brothers Trucking, a grain trucking operation; Thibodeaux Land Company; and Acadia Processors, a crawfish processor. Mr. Thibodeaux is a director of First South Farm Credit, ACA, a Farm Credit institution making loans for agriculture. He serves as a board member of Acadia Soil and Water District, which implements conservation practices, and Acadia 5th Ward Port Board, which manages businesses on port property. He is a member of Southwest Farm Cooperative, an ag supplier; Acadia Rice Growers Association; and South Louisiana Rail Facility, an entity that markets and ships rice. Mr. Thibodeaux's wife, brother, brothers-in-law, sisters-in-law, son, daughter-in-law, and nephew also have a loan relationship with First South.

CONTINUED

MISSISSIPPI**REGION 1**

Kevin Kimzey, 53, of Water Valley, Mississippi, is the owner and operator of Kevin Kimzey Farms, a family partnership farming 3,000 acres of cotton, corn, and soybeans. Mr. Kimzey's business address is 4344 Highway 315, Water Valley, MS 38965. His family also owns 600 acres of pine and hardwood timber. Mr. Kimzey is a director of First South Farm Credit, ACA, a Farm Credit institution making loans for agriculture. He is a stockholder in Yalobusha Gin Company and a member of Staplcotn, a cotton marketing cooperative.

Jimmy T. Yancy, 62, of Taylor, Mississippi, is a bids and contract manager in Animal Health for Bloodworth Wholesale Drug. His business address is 447 CR 303, Taylor, MS 38673. He also owns a pharmaceutical chemical company, Willow Birch Pharma, Inc.; along with Willow Birch Properties, LLC, an ownership of residential, commercial rental properties, and timberland; and King Boat Docks, LLC, a boat docking company. He has approximately 300 acres of timberland. He is a director of Taylor Water Association, a rural water association.

REGION 5

Conner V. House, 47, of Natchez, Mississippi, is a forester and co-owner of Good Hope, Inc. where he serves as Vice President, Secretary, and Treasurer; Geronimo Hardwood Timber, LLC, an entity that leases out farm land to operators and actively manages tree farm acreage; and Cottonport Hardwood, LLC. His business address is 1135 Highway 61 S, Natchez, MS 39120. Mr. House is a director of First South Farm Credit, ACA, a Farm Credit institution making loans for agriculture. He is manager of Alligator Bayou Companies, LLC; Bridge South Development, LLC; Cottonport Hardwoods, LLC; Cotton Valley Hardwoods, LLC. He is President of America Plan & Build Corp. and Miss-Lou Timber Merchandising, Inc.

Kevin B. Wells, 57, of Summit, Mississippi, is a member of Wells Acres, LLC, which manages 333 acres of timberland. He also has 15 cows on 40 acres. His business address is P.O. Box 1286, Summit, MS 39666. He is also President of Wells Investment Property, Inc. This real estate development entity consists of multiple storage facilities, a retail property and several cell towers.

REGION 6

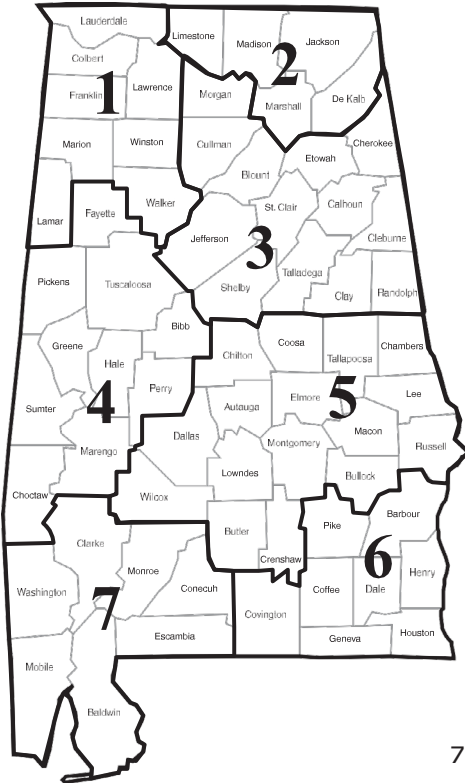
Thomas H. "Tommy" Nelson, Jr., 64, of Glen Allan, Mississippi, farms along with his family a 9,000-acre row crop operation consisting of Nelson-King Farms; Nelson-King Lands, LLC; E. G. Nelson Inc.; and Everhope Plantation, LLC; producing corn and soybeans. His business address is 1156 Lake Jackson Road, Glen Allan, MS 38744. Mr. Nelson is the Vice Chairman of First South Farm Credit, ACA, a Farm Credit institution making loans for agriculture. He is President of E. G. Nelson, Inc., and manager of Nelson-King Farms. He is a Board Member of Washington County Farm Bureau, which supports and promotes agriculture in Washington County, Mississippi, and is Chairman of the Board of Trustees of Avon United Methodist Church in Avon, MS. Mr. Nelson's son, brother-in-law, and nephew also have a loan relationship with First South.

James Monroe Westerfield, 34, of Merigold, Mississippi, is a first generation farmer. His business address is 4382 Highway 61, Merigold, MS. Mr. Westerfield farms rice, corn, soybeans, and wheat and farms with his brother-in-law. He is a landlord to his family restaurant, commercial properties in downtown Cleveland and rental houses. He also custom farms, plants, and harvests. He trades commodities on a small scale and restores and trades classic vehicles. His brother-in-law also has a loan relationship with First South.

IF A REGION IS NOT LISTED, THERE IS NO ELECTION FOR THAT REGION.

Alabama

7 DIRECTOR REGIONS



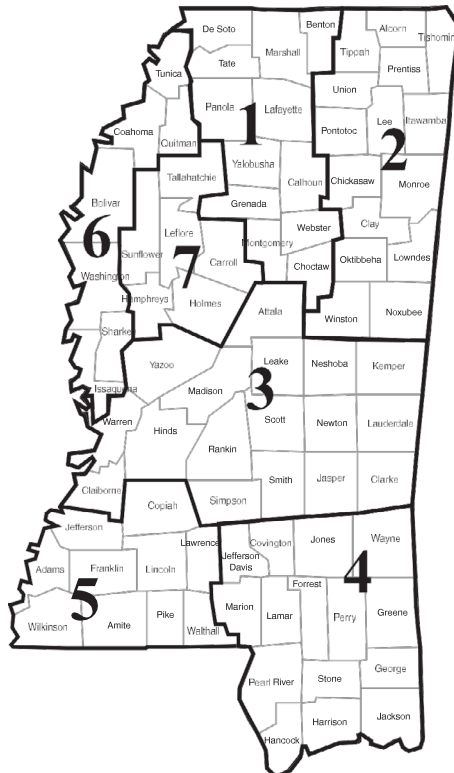
Louisiana

7 DIRECTOR REGIONS



Mississippi

7 DIRECTOR REGIONS



SCHOLARSHIP REQUIREMENTS

- Applicants for the scholarship must be a First South member or the spouse, child, stepchild, or legal ward of the First South member.
- An applicant can receive the First South scholarship only one time. Multiple winners within the same family are allowed, if future scholarships are available.
- Scholarships will be in the amount of \$500 total per winner.
- Scholarship money can be used to meet tuition, book costs, and lab fees by full-time undergraduate students pursuing a degree.
- Applicants must be a high school senior or pursuing a degree from a university or community/junior college, or state-approved vocational, trade or technical school, located within First South's lending territory.
- Scholarship money must be used within the year of selection.
- Scholarship money will be paid into the school of applicant's choice and drawn based on methods approved by the institution at the time expenditures for eligible purposes are to be incurred.
- Applicants must have at least a C+ average (2.5 on a 4 point system or 80 and above on a numerical grading system). This average requirement must be the final average for graduating seniors from high school or must be the cumulative average for those applicants currently enrolled in a college. The recipients will be required to furnish First South official transcripts verifying that they meet these criteria within 30 days of being notified that they have won the scholarship. Failure to do so, or to make arrangements satisfactory to First South, will result in the scholarship being awarded to a qualified alternate.
- Representatives of the internal audit firm will conduct the drawing at the Association's annual meeting. Two (2) winners and two (2) alternates will be selected for each state. Deadline for receiving applications will be the day of the Association's annual meeting. Applications will be separated by state for the purposes of selecting winners in the drawing.
- Scholarship proceeds will be available for use for the quarter/semester immediately following the announcement of winners.
- The recipients must agree to appear in pictures to be used in Association advertising materials.

SCHOLARSHIP APPLICATION

*(Complete and return to:
 Harper, Rains, Knight & Company
 1052 Highland Colony Parkway, Suite 100
 Ridgeland, MS 39157)*

Name of Applicant

First South Member's Name
 (if other than applicant)

School Attending

Address

Phone Number

First South Office Where Membership Located

Signature



2023 Annual Meeting Information Statement

March 30, 2023, 8:30 a.m., Horne Event Center