



AGGEORGIA
FARM CREDIT

OFFICIAL NOTICE of the
2024 ANNUAL STOCKHOLDERS' MEETING and
Annual Meeting Information Statement



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OFFICIAL NOTICE
2024 ANNUAL STOCKHOLDERS' MEETING
OF AGGEORGIA FARM CREDIT

AgGeorgia Farm Credit (the "Association") will be hosting one (1) business only meeting on **Wednesday, October 16, 2024, at 8:00 a.m.** The 2024 Annual Stockholders' Meeting of the Association will be held at AgGeorgia Farm Credit's corporate headquarters located at 468 Perry Parkway, Perry, GA, and you are cordially invited to attend.

Enclosed is the Annual Meeting Information Statement for the Association. This statement includes information relevant to nominees for the 2025 Nominating Committee and four (4) Board of Director positions expiring in 2024. The election of the nominating committee and directors will be conducted by using mail or online ballots following the meeting.

If you plan to attend the meeting please contact your local branch office, call 800-768-FARM, or email marketing@aggeorgia.com by Wednesday, October 9, 2024.

We look forward to seeing you at your Annual Meeting.

Sincerely yours,


Glee C. Smith

Chairwoman of the Board of Directors


James R. Crain

Chief Executive Officer



IMPORTANT NOTICE

**All Voting Will Be
Completed Via Mailed
Or Online Ballots**

2024 Annual Meeting Information Statement



DATE, TIME AND PLACE OF ANNUAL MEETING

Date	Time	Annual Meeting Place
Wednesday 10/16/2024	8:00 A.M.	AgGeorgia Farm Credit Corporate Headquarters 468 Perry Pkwy, Perry, GA

All stockholders of AgGeorgia Farm Credit ("Association") are invited and encouraged to attend the above annual meeting of the stockholders of the Association. Election of the 2025 Nominating Committee and Directors will be conducted by using mail or online ballots following the meeting. All floor nominations for the 2025 Nominating Committee and Director positions must be made by a voting stockholder of the Association at the Annual Meeting after the 2024 Nominating Committee has provided its list of Director nominees and Nominating Committee nominees.

VOTING STOCKHOLDERS

The Board of Directors of the Association ("Board") has established the close of business on August 31, 2024 as the record date for voting purposes. As of that date, there were 4,945 voting stockholders of the Association who are eligible to vote following the meeting.

The bylaws of the Association state that three percent (3%) of the total number of voting stockholders as of the record date shall constitute a quorum, and a quorum will be determined by the number of completed ballots returned for the election process.

VOTING RIGHTS

In accordance with the Association's bylaws, each voting stockholder is designated and duly authorized to vote; provided however, each voting stockholder shall be entitled to only one (1) vote regardless of the number of single or joint loans such voting stockholder may have with the Association. Loan(s) made to one (1) or more members of such voting stockholder's household, or to one (1) or more entities in which such voting stockholder is an equity owner, and which the Association reasonably believes to be for the sole purpose of creating multiple votes, shall be deemed to be loan(s) made to such voting stockholder. In the case of joint loans, the vote may be cast by only one (1) 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 shall be cast by an individual equity owner or officer of the entity, designated and duly authorized in a writing filed with the Association. In no event may an individual vote more than once, nor shall any voting stockholder be entitled to cumulate votes.

The following stockholders of the Association are not entitled to vote: **1.)** Class A Stockholders; **2.)** Class B Stockholders; and **3.)** borrowers holding Class C Participation Certificates.



VOTING INFORMATION

Following the Annual Meeting, all voting for Directors and 2025 Nominating Committee members shall be completed either by mail ballot or online ballot. Voting information will be sent to eligible voting stockholders of the Association within ten (10) business days following the Annual Meeting. Voting information will include a mail-in ballot, or for those who prefer online voting, instructions on how to access the online voting site. Voting information mailed to a voting stockholder's address as recorded in the books or records of the Association shall be conclusive evidence of receipt of the voting information by the voting

stockholder. Biographical information on Director nominees will be included with the voting information. The election polls will be closed at the end of fifteen (15) business days following the date on which the voting information is mailed to the voting stockholders. After the polls are closed, an independent third party (Survey & Ballot Systems) will tally the ballots. The results of the election will be announced to the stockholders within ten (10) business days after the ballots are counted. The ballots shall be retained by Survey & Ballot Systems until the end of the term of the elected Directors.

DIRECTOR ELECTIONS

Election of Directors: There are four (4) Director positions up for election in 2024. The election of Directors will occur by using mail or online ballots following the Annual Meeting with the results of the voting announced after tabulation of the ballots by Survey & Ballot Systems. The candidate receiving the largest number of votes for each Director position will be declared elected. If no person is elected to a position because of a tie vote, a runoff election between those tying shall be held by re-balloting. However, if the candidates agree, a tie vote may be broken by any other method approved by the Board.

Nominations from the Floor: Nominations from the floor for each Director position may only be made at the Annual Meeting after the 2024 Nominating Committee has provided its slate of candidates. The nominators must be voting stockholders or individuals designated in accordance with the bylaws to vote the Class C Common Stock held by a voting stockholder. The nominees must be stockholders that are owners or joint owners of the Class C Common Stock of the Association or individuals designated in accordance with the bylaws to vote the Class C Common Stock held by a voting stockholder. Nominations from the floor do not require a "second" before being placed on a ballot, although the chairman/chairwoman conducting the meeting, in his/her sole discretion, may permit voting stockholders to second a nomination to show support. The floor nominee must be physically present at 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 the FCA regulations and the Association's bylaws and policies. Director nominations will be closed by the chairman/chairwoman following nominations from the floor. Each candidate nominated from the floor shall be responsible for providing the Association in paper or electronic form such nominee's biographical and disclosure information as required by law, regulations and the bylaws no later than three (3) business days after the nomination. Floor nominees meeting all eligibility requirements will be included with the voting information mailed to the voting stockholders after the conclusion of the Annual Meeting. Each nominee must be eligible for the Director position for which they have been nominated.

NOMINEES FOR DIRECTOR POSITIONS

For purposes of Director nomination and ensuring reasonable geographic representation as well as facilitating representation of different types of agriculture, the Association's territory has been divided into six geographic Director Regions with two stockholder-elected Directors representing each Director Region. A list of counties comprising each of the Association's Director Regions is available at www.aggeorgia.com. There are four (4) Director positions to be filled this election, all for a four (4) year term beginning on January 1, 2025. The Director positions to be filled this election represent Director Regions 2, 5 (two (2) positions) and 6. Each Director candidate's educational material was prepared and submitted by the candidate and is for informational purposes only. By regulation, the Association as an institution must remain impartial and can neither endorse nor oppose any candidate. The nominee listing will be first, by numerical order of Director Region, and second, by alphabetical order of last name of nominees. The 2024 Nominating Committee identified the following candidates for election to the Board for each of the four (4) Director positions whose current terms are expiring in 2024:

Director Position #2, Director Region #2

Justin W. Castleberry

Gainesville, GA; Forsyth County



Date of Birth: 10/09/1975

Resident of AgGeorgia Territory: Lifetime

Spouse and/or Children: Spouse – Julie C. Castleberry
Children – Sam (Marley), Eli, Isaac

Mr. Castleberry states, "Agriculture and agribusiness in our area of the state is rapidly changing. If elected, my desire is to be a representing voice to our area's members and prospective new members to help them obtain financing and support to keep their operations viable. I know firsthand the help that AgGeorgia has been to our family's operation and I desire to help others benefit from it so that agriculture can remain strong in our region."

Business Address: The primary residence is also the primary business address.

Business Experience/Principal Occupation/Employment in Last 5 Years:

- Self-employed farmer & trucking company operator
- Owner/operator of Castleberry Farms, S.E.C. Trucking, Inc., and C&C Farms South, LLC

Current Board Positions and/or Employment in Positions of Authority held by Nominee in Business Entities, and the Nature of Business of each Entity:

- Upper Chattahoochee Soil & Water Conservation District – treasurer; conservation
- Hall County Farm Service Agency – Chairman of County Committee; agricultural finance and support

Immediate Family Relationships and Organizations Affiliated with, who had Transactions with the Institution at Any Time during the Past Year:

- Family Relationship – Father, son

Education (including Special Courses and/or Certifications):

- Forsyth Central High School
- Gainesville College

Extent of Present Agricultural Operations:

- Commercial cow/calf operation
- Pullet grower for Mar-Jac Poultry
- Raise corn, soybeans & hay
- Provide transportation of grain & feed ingredients

Accomplishments Relative to Agriculture and the Farm Credit System:

- Fifth generation, lifetime farmer in Forsyth County
- 2014 Upper Chattahoochee Farm Family of the Year
- AgGeorgia Farm Credit, ACA – past Stockholder Advisory Council member
- AgGeorgia Farm Credit, ACA – past Nominating Committee member

Business or Professional Experience:

- Owned & operated S.E.C. Trucking, Inc. since 2005 providing grain and feed ingredient transportation throughout the southeast U.S.

Present Affiliations with any Farm Organizations:

- Upper Chattahoochee Soil & Water Conservation District – treasurer; conservation
- Hall County Farm Service Agency – Chairman of County Committee; agricultural finance and support
- Georgia Farm Bureau – member; insurance sales/agriculture promotion
- Georgia Corn Growers – member; agriculture promotion
- Georgia Cattlemen's Association – member; cattle industry promotion

Past/Present Affiliations with any Organizations (e.g., business professional, civic, church groups):

- Salem Baptist Church – member; deacon; Finance Committee Chairman

John H. Reece

Elijay, GA; Gilmer County



Date of Birth: 03/22/1971

Resident of AgGeorgia Territory: Lifetime

Spouse and/or Children: Spouse – S. Rachel Reece
Children – Taner, Emily, Josie

Mr. Reece states, "My wife, Rachel and I have 3 children, Taner, Emily and Josie. Farm Credit helped my father, B.J. Reece build chicken houses, helped me build chicken houses, raise cattle and grow my orchard operation and my son to build chicken houses. I would love to be able to keep farming and Farm Credit strong in our community and I would be dedicated and honored to serve on the AgGeorgia Farm Credit Board. It has always been a family thing to do business with Farm Credit."

Business Address: The primary business address, 9131 Hwy 52E, Elijay, GA 30536, differs from candidate's primary residence address.

Business Experience/Principal Occupation/Employment in Last 5 Years:

- Self-employed farmer
- Owner/operator of B J Reece Orchards

Current Board Positions and/or Employment in Positions of Authority held by Nominee in Business Entities, and the Nature of Business of each Entity:

- Georgia Mountain Apple Growers Association – Board President; agriculture promotion
- Georgia Apple Commission – Board Member; agriculture promotion

Immediate Family Relationships and Organizations Affiliated with, who had Transactions with the Institution at Any Time during the Past Year:

- Family Relationship – Wife

Education (including Special Courses and/or Certifications):

- Gilmer High School
- Georgia Residential Contracting License, Georgia Pesticide License

Extent of Present Agricultural Operations:

- 200 acres of apples
- 12 acres of peaches
- 4 acres of Asian pears
- 25 acres of produce
- 88 acres of leased pastureland
- 90 acres of hay production
- Beef cattle operation

Accomplishments Relative to Agriculture and the Farm Credit System:

- In 1991, Farm Credit helped me with a loan to build 6 chicken houses, raise beef cattle, and dairy cattle for 30+ years for 150-200 head. I have kept an operating loan with Farm Credit since 1995 when we were owner financing the orchard operation. We started with 40 acres and currently have over 200 acres of orchard and vegetables. In 2010, Farm Credit loaned us the money to build 8 new 42 X 600 chicken houses. The loans Farm Credit gave to me and my wife allowed us to plant new orchard each year, buy cattle and buy, sell and trade like farmers do. We now have over 200 acres of apples, 4 acres of pears, 12 acres of peaches and 25 acres of produce, in addition to our hay and beef cattle operation.
- AgGeorgia Farm Credit, ACA - past Nominating Committee member and secretary

Business or Professional Experience:

- Please refer to other summaries given.
- Previous experience in dairy and poultry operations.

Present Affiliations with any Farm Organizations:

- Georgia Cattlemen's Association – member; cattle industry promotion
- Georgia Mountain Apple Growers Association – Board President; agriculture promotion
- Georgia Certified Farm Market – member; agriculture promotion
- Georgia Apple Commission – Board Member; agriculture promotion
- Georgia Grown – past member

Past/Present Affiliations with any Organizations (e.g., business professional, civic, church groups):

- Liberty Baptist Church – Pastor
- New Liberty Baptist Church – previous pastor



Director Position #1, Director Region #5

Brett A. Walls

Byromville, GA; Dooly County



Date of Birth: 3/20/1984

Resident of AgGeorgia Territory: Lifetime

Spouse and/or Children: Spouse – Susan Walls

Business Address: The primary residence is also the primary business address.

Business Experience/Principal Occupation/Employment in Last 5 Years:

- Self-employed row crop farmer
- Owner/operator of BSBM Farms, LLC

Current Board Positions and/or Employment in Positions of Authority held by Nominee in Business Entities, and the Nature of Business of each Entity:

- Cordele Fire Department – Sergeant
- Dooly County Fire Department – Captain
- Dooly County Coroners Office – Deputy Coroner

Immediate Family Relationships and Organizations Affiliated with, who had Transactions with the Institution at Any Time during the Past Year:

- Family Relationship – Stepfather

Education (including Special Courses and/or Certifications):

- Southland Academy
- Southwest Georgia Technical College
- Georgia Public Safety Training Center
- NPQ Firefighter I, Haz Mat Tech, Instructor I, Fire Officer I

Extent of Present Agricultural Operations:

- 275 acres of cotton
- 80 acres of peanuts

Accomplishments Relative to Agriculture and the Farm Credit System:

- Started farming in 2014 and received an operating loan from AgGeorgia Farm Credit.

Business or Professional Experience:

- Please refer to other summaries given.

Present Affiliations with any Farm Organizations:

- None stated

Past/Present Affiliations with any Organizations (e.g., business professional, civic, church groups):

- Byromville Baptist Church – member
- Georgia Coroners Association – member

G. Teel Warbington

Vienna, GA; Dooly County



Date of Birth: 1/20/1964

Resident of AgGeorgia Territory: Lifetime

Spouse and/or Children: Spouse – Jeanie Warbington
Children – Lauren W. Fletcher, G. Austin Warbington and Madison W. Luke

Mr. Warbington states, “I have been a customer of Farm Credit for over 37 years. I know firsthand the value in long term relationships. With my experience, I have a feel for the credit needs of the average row crop farmer and the type of financial products that can benefit them. While I currently do not raise livestock, I did for many years and continue to sell corn to local dairies. We also do not raise poultry, but much of our corn production goes for chicken feed. I know the importance of livestock, poultry and also forestry to our economy and to Farm Credit. As a director I have learned much about our organization and feel that I can continue to bring a unique perspective on behalf of our members insuring a long term relationship with our stockholders through products, services, delivery, and stability.”

Business Address: The primary business address, 3240 Tippettville Rd, Vienna, GA 31092, differs from candidate's primary residence address.

Business Experience/Principal Occupation/Employment in Last 5 Years:

- Self-employed row crop farmer
- Partner/President/Member of Warbington Farms, Warbington Farms, Inc., AgServ, Inc., Dooly Farm Mfg. Co., and Agriventures, LLC

Current Board Positions and/or Employment in Positions of Authority held by Nominee in Business Entities, and the Nature of Business of each Entity:

- AgGeorgia Farm Credit, ACA – director; agricultural finance and lending
- The Cotton Board – director; cotton industry research and promotion
- Dooly County Farm Bureau – director/president; agriculture promotion
- GA Farm Bureau Health Insurance (MEWA) – Trustee; insurance plan

Immediate Family Relationships and Organizations Affiliated with, who had Transactions with the Institution at Any Time during the Past Year:

- Family Relationship – Brother, nephew, sister-in-law, son, wife

Education (including Special Courses and/or Certifications):

- Dooly County High School
- Abraham Baldwin Agricultural College (ABAC) – Associate of Science
- University of Georgia – Bachelor of Science (Ag Mech. Tech.)

Extent of Present Agricultural Operations:

- 4,375 acres of cotton
- 1,760 acres of peanuts
- 1,050 acres of corn

Accomplishments Relative to Agriculture and the Farm Credit System:

- Being raised on a farm, I have been associated with production agriculture all my life. Upon graduation from UGA in 1986, I began full-time farming with my first production loan through the Farm Credit System in Cordele, GA (then Cordele PCA). I have continued to utilize the Farm Credit System for the last 38 or so years to grow our farm from a small acreage to our current 7,200+/- acres.
- AgGeorgia Farm Credit, ACA - past Nominating Committee member
- Served on all of the board committees; currently serve on Budget Committee, Compensation Committee, Vice Chair of Audit Committee, Chairman of Ad Hoc Building Committee

Business or Professional Experience:

- I have during the course of my farming career done all jobs on the farm. I have specialized in administration, including marketing, purchasing, human resources, financing, taxes, and planning. I continue to have full responsibilities for fertility and pest control for all crops as well as all aspects of corn production.

Present Affiliations with any Farm Organizations:

- Dooly County Farm Bureau – director/president; agriculture promotion
- Georgia Farm Bureau – member; insurance sales/agriculture promotion
- American Farm Bureau Federation – member; agriculture promotion
- The Cotton Board – director; cotton industry research and promotion
- GA Farm Bureau Health Insurance (MEWA) – Trustee; insurance plan
- Mid-South Cooperative – stockholder/past director; agriculture cooperative
- Dooly County Jury Committee – past member

Past/Present Affiliations with any Organizations (e.g., business professional, civic, church groups):

- Smyrna Baptist Church – deacon, deacon chairman, member, Sunday School teacher



Director Position #2, Director Region #5

Daniel "Dan" T. King

Ashburn, GA; Turner County

Date of Birth: 12/11/1967

Resident of AgGeorgia Territory: Lifetime

Spouse and/or Children: Spouse – Marcy H. King
Children – Ware Bostick, Adams King



Mr. King states, "I wish to serve on the AgGeorgia board to propel Agriculture into the future. My experience as a production farmer in vegetable production and row crop production has educated me extensively on the needs farmers have. I also understand the needs farmers have in regard to inputs being involved in crop protection sales for 30 plus years. Also, operating a peanut mill for 30 years gives me more experience in what it takes to be a successful production farmer."

Business Address: The primary business address, P.O. Box 2787, Ashburn, GA 31714, differs from candidate's primary residence address.

Business Experience/Principal Occupation/Employment in Last 5 Years:

- Self-employed farmer
- Owner/operator of Dan King Farms
- Manager – Concordia Peanut Co.
- Tri-Co Ag Services

Current Board Positions and/or Employment in Positions of Authority held by Nominee in Business Entities, and the Nature of Business of each Entity:

- Concordia Peanut – manager; peanut marketing
- Georgia Watermelon Association – board member, past president; watermelon industry promotion

Immediate Family Relationships and Organizations Affiliated with, who had Transactions with the Institution at Any Time during the Past Year:

- None stated

Education (including Special Courses and/or Certifications):

- Turner County High School
- Georgia Southern University – Bachelor of Business Administration (Business Management)

Extent of Present Agricultural Operations:

- I currently farm 6,000 plus acres. Principal crops are peanuts, cotton, corn, snapbeans, squash, cantaloupe, watermelon, and peas.

Accomplishments Relative to Agriculture and the Farm Credit System:

- None stated

Business or Professional Experience:

- Please refer to other summaries given.

Past/Present Affiliations with any Farm Organizations:

- Concordia Peanut – manager; peanut marketing
- Georgia Watermelon Association – board member, past president; watermelon industry promotion
- Premium Peanut – member; peanut marketing

Past/Present Affiliations with any Organizations (e.g., business professional, civic, church groups):

- None stated

Clay E. Pirkle

Sycamore, GA; Turner County

Date of Birth: 12/28/1967

Resident of AgGeorgia Territory: 53 years

Spouse and/or Children: Spouse – Sharon Pirkle
Children – Andrew, DeAnna, Nathan



Mr. Pirkle states, "Agriculture is the #1 industry in the state of Georgia. The great state of Georgia cannot prosper if its #1 industry does not prosper. It has been said the bright light of economic opportunity has not shown equally across the state of Georgia, particularly in rural communities. My desire for Georgia aligns with the mission statement of AgGeorgia 'to improve the lives of Georgia's farmers, families, and rural communities.'"

Business Address:

- The primary residence is also the primary business address.

Business Experience/Principal Occupation/Employment in Last 5 Years:

- Self-employed farmer
- Owner/operator of Pirkle Farms
- Director of Operations – Georgia Federal State Inspection Service

Current Board Positions and/or Employment in Positions of Authority held by Nominee in Business Entities, and the Nature of Business of each Entity:

- Georgia House of Representatives – Chair, Transportation Appropriations
- Georgia Federal State Inspection Service – Director of Operations

Immediate Family Relationships and Organizations Affiliated with, who had Transactions with the Institution at Any Time during the Past Year:

- Family Relationship – Father

Education (including Special Courses and/or Certifications):

- Turner County High School
- Valdosta State College
- Georgia Institute of Technology – Bachelor of Science (Economics)
- University of Georgia – Master of Business Administration (Finance and Accounting)
- Additional year of Graduate coursework in Economics after completing MBA at UGA

Extent of Present Agricultural Operations:

- Farming 1,000 acres in Turner County – cotton, peanuts & butterbeans
- 150 head cow/calf operation

Accomplishments Relative to Agriculture and the Farm Credit System:

- I am a 4th generation row crop and cow-calf operator in Turner County. I began growing peanuts and cotton in 1994, eventually incorporating butterbeans into the operation in 1999. From 2015 to 2024 I served on the Georgia House Agriculture committee. From 2021 to 2022 I served on Governor Kemp's Rural Broadband Infrastructure Committee to bring rural broadband to farms, businesses, and households in the rural parts of the state. I have been a member of Georgia Farm Bureau for over 30 years. I worked with Farm Bureau, Georgia Agribusiness Council, Georgia Forestry Association, and Georgia Cattleman's Association to advance Ag friendly legislation.

Business or Professional Experience:

- After graduate school I worked as a Staff Economist with the U.S. Department of Labor, Bureau of Labor Statistics. I worked 8+ years as a Commercial/Ag Lender with Ashburn Bank (now called Colony Bank). Presently employed as Director of Operations at Georgia Federal State Inspection Service since May 2024.

Present Affiliations with any Farm Organizations:

- Georgia Farm Bureau – member; insurance sales/agriculture promotion
- Concordia Peanut – member; past board member; peanut marketing
- Georgia Cattleman's Association – member; cattle industry promotion

Past/Present Affiliations with any Organizations (e.g., business professional, civic, church groups):

- Bethel Baptist Church – Trustee, deacon, treasurer
- Scott Dawson Evangelic Organization – Board Member
- Ashburn Kiwanis Club – past member; civic organization
- Ashburn Rotary Club – past member; civic organization



Director Position #1, Director Region #6

Guy A. Daughtrey

Lenox, GA; Cook County



Date of Birth: 5/9/1958

Resident of AgGeorgia Territory: Lifetime

Spouse and/or Children: Spouse – Connie Daughtrey
Children – Chase Daughtrey

Mr. Daughtrey states, “I currently serve as Audit Committee Chairman and the Board designated Financial Expert. My concentration is the financial safety and soundness of the association. I have tried in earnest for the association to provide the best service, competitive rates and return the most Patronage to our members as financially possible. My diverse background in business and agriculture and commitment to both has allowed me to serve the interest of our members, our association and agriculture all over our territory. This has always been my mission as your director. I appreciate you allowing me to serve.”

Business Address: The primary residence is also the primary business address.

Business Experience/Principal Occupation/Employment in Last 5 Years:

- Owner/Operator of GADCO Inc. - pecan, hay, cattle, & timber operation
- Auditor with Southern Company

Current Board Positions and/or Employment in Positions of Authority held by Nominee in Business Entities, and the Nature of Business of each Entity:

- AgGeorgia Farm Credit, ACA – director; agricultural finance and lending
- South Georgia Regional Commission – Governor appointed board member; regional planning for 45 cities and 18 counties

Immediate Family Relationships and Organizations Affiliated with, who had Transactions with the Institution at Any Time during the Past Year:

- Family Relationship – Sister-in-law and brother-in-law

Education (including Special Courses and/or Certifications):

- Cook High School
- Abraham Baldwin Agricultural College (ABAC) – Associate of Science (Accounting)
- Georgia Southwestern College – Bachelor of Business Administration (Business)
- Executive Leadership Economics – Auburn University
- Professional development and director training with the Farm Credit System

Extent of Present Agricultural Operations:

- Pecan operation, hay, timber, and cow/calf herd

Accomplishments Relative to Agriculture and the Farm Credit System:

- Graduate of Georgia AgriLeaders and Advancing Georgia Leaders in Agriculture and Forestry (AGL)
- AgGeorgia Farm Credit, ACA – AgGeorgia Farm Credit, ACA – current Audit Committee member and designated as the board's financial expert, past board chairman and vice-chairman, alternate for Legislative Affairs Committee (LAC), various other committee service throughout tenure as an association director.

Business or Professional Experience:

- 38 years' experience with Southern Company in Auditing, Accounting, Administration & Region Operations – Retired

Present Affiliations with any Farm Organizations:

- Georgia Farm Bureau – member; insurance sales/agriculture promotion
- Georgia Pecan Growers Association – member; agriculture promotion

Past/Present Affiliations with any Organizations (e.g., business professional, civic, church groups):

- Lenox United Methodist Church – past treasurer and member
- Adel Wesleyan Church – member and staff parish committee

Phillip B. Taylor

Adel, GA; Cook County



Date of Birth: 03/15/1959

Resident of AgGeorgia Territory: Lifetime

Spouse and/or Children: Spouse – Pam Taylor

Business Address: The primary residence is also the primary business address.

Business Experience/Principal Occupation/Employment in Last 5 Years:

- Self-employed row crop & cow/calf operation
- Owner/operator of M J Taylor Farms

Current Board Positions and/or Employment in Positions of Authority held by Nominee in Business Entities, and the Nature of Business of each Entity:

- BCT Gin – director; processing/marketing

Immediate Family Relationships and Organizations Affiliated with, who had Transactions with the Institution at Any Time during the Past Year:

- None stated

Education (including Special Courses and/or Certifications):

- Cook High School

Extent of Present Agricultural Operations:

- 900 acres corn & soybeans
- 750 head cow/calf operation

Accomplishments Relative to Agriculture and the Farm Credit System:

- None stated

Business or Professional Experience:

- Please refer to other summaries given.

Present Affiliations with any Farm Organizations:

- BCT Gin – director; processing/marketing

Past/Present Affiliations with any Organizations (e.g., business professional, civic, church groups):

- Antioch Church – Choir, Chairperson of Pastor Parish Relations

DIRECTORS (Currently Serving)



Jack W. Bentley, Jr.
 Position #2, Director Region #3
 Age: 67
 Term of Office: 1/1/23-12/31/26
 Period Served: 1985 to present
 Types of Agriculture: Dairy & Beef Cattle,
 Pine & Softwood Timber



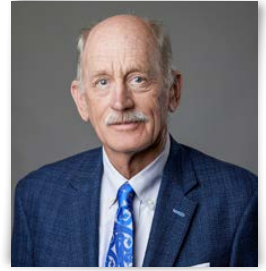
Guy A. Daughtrey
 Position #1, Director Region #6
 Age: 66
 Term of Office: 1/1/21-12/31/24
 Period Served: 2001 to present
 Types of Agriculture: Pine & Softwood
 Timber, Pecans



Robert Bradham "Brad" Edenfield
 Position #1, Director Region #4
 Age: 42
 Term of Office: 1/1/23-12/31/26
 Period Served: 2023 to present
 Types of Agriculture: Row Crops, Dairy
 Cattle



R. Brian Grogan
 Position #2, Director Region #1
 Age: 58
 Term of Office: 1/1/24-12/31/27
 Period Served: 2013 to present
 Types of Agriculture: Broiler Grower,
 Cow/Calf Operation



Robert "Bobby" G. Miller
 Position #1, Director Region #2
 Age: 73
 Term of Office: 1/1/22-12/31/25
 Period Served: 1991 to present
 Types of Agriculture: Cow/Calf
 Operation, Real Estate



Richard D. "Dave" Neff
 Outside Director
 Age: 77
 Term of Office: 2/2021-2/2025
 Period Served: 2002 to present
 Types of Agriculture: N/A



J. Dan Raines, Jr.
 Position #2, Director Region #5
 Age: 80
 Term of Office: 1/1/21-12/31/24
 Period Served: 1981 to present
 Types of Agriculture: Cow/Calf
 Operation, Pine & Softwood Timber



Joe A. "Al" Rowland
 Position #2, Director Region #4
 Age: 61
 Term of Office: 1/1/23-12/31/26
 Period Served: 2018 to present
 Types of Agriculture: Row Crops



Glee C. Smith
 Outside Director
 Age: 54
 Term of Office: 2/2023-2/2027
 Period Served: 2013 to present
 Types of Agriculture: N/A



C. Chase Springfield
 Position #1, Director Region #1
 Age: 49
 Term of Office: 1/1/24-12/31/27
 Period Served: 2024 to present
 Types of Agriculture: Broiler Grower,
 Hay & Cattle, Poultry Services



G. Teel Warbington
 Position #1, Director Region #3
 Age: 60
 Term of Office: 1/1/21-12/31/24
 Period Served: 2021 to present
 Types of Agriculture: Row Crops



Henry C. "Clint" Wortman, Jr.
 Position #2, Director Region #6
 Age: 56
 Term of Office: 1/1/24-12/31/27
 Period Served: 2022 to present
 Types of Agriculture: Row Crops, Beef
 Cattle, Pine & Softwood Timber, Pecans



Franklin B. Wright
 Position #2, Director Region #2
 Age: 78
 Term of Office: 1/1/21-12/31/24
 Period Served: 1991 to present
 Types of Agriculture: Dairy Farmer,
 Agri-Tourism



Patti York
 Position #1, Director Region #3
 Age: 56
 Term of Office: 1/1/22-12/31/25
 Period Served: 2021 to present
 Types of Agriculture: Broiler Grower,
 Cow/Calf Operation, Sheep Operation

*Ages listed as of August 31, 2024

Former Director David Smith attended less than 75% of Board of Directors meetings and Budget Committee meetings. R. Brian Grogan and Henry C. Wortman, Jr. attended less than 75% of Compensation Committee meetings, and J. Dan Raines, Jr. attended less than 75% of Budget Committee meetings..

NOMINEES FOR NOMINATING COMMITTEE POSITIONS

Following the Annual Meeting, the voting stockholders of the Association shall elect the 2025 Nominating Committee to serve a one-year term beginning January 1, 2025. In accordance with the bylaws of the Association, the Nominating Committee may consist of not less than eight (8) and no more than twelve (12) stockholders who own or jointly own Class C Common Stock. The Nominating Committee shall consist of at least one representative from each of the Director Regions. 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 on the Nominating Committee of the Association so long as that individual meets all of the other requirements for serving on the Nominating Committee. Only one stockholder jointly sharing ownership of the Class C Common Stock of the Association may seek the opportunity and serve 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 Common Stock. Up to three (3) alternates may also be elected. Vacancies on the Nominating Committee shall be filled by vote of the remaining members of the Nominating Committee from among the alternates, if any.

The 2024 Nominating Committee has determined that the 2025 Nominating Committee shall be comprised of twelve (12) member positions and two (2) alternate positions.

Nominations from the floor for election to the 2025 Nominating Committee may only be made at the Annual Meeting after the 2024 Nominating Committee has provided its slate of candidates. The nominators must be voting stockholders or individuals designated in accordance with the bylaws to vote the Class C Common Stock held by a voting stockholder. The nominees must be stockholders that are owners or joint owners of the Class C Common Stock of the Association or individuals designated in accordance with the bylaws to vote the Class C Common Stock held by a voting stockholder.

Nominations from the floor do not require a "second" before being placed on a ballot, although the chairman/chairwoman conducting the meeting, in his/her sole discretion, may permit voting stockholders to second a nomination to show support. The floor nominee must be physically present at 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 the FCA regulations and the Association's bylaws and policies. Each nominee must be eligible for the Nominating Committee position for which they have been nominated. Nominating Committee nominations will be closed by the chairman/chairwoman following nominations from the floor.

The twelve (12) Nominating Committee Nominees receiving the greatest number of votes cast during the election process shall be elected to serve as the members of the 2025 Nominating Committee, and the two (2) Nominating Committee-Alternate Nominees receiving the greatest number of votes cast shall be elected to serve as alternates to the 2025 Nominating Committee. The 2024 Nominating Committee has placed into nomination for election to the 2025 Nominating Committee the Fourteen (14) nominees listed below:

2025 NOMINATING COMMITTEE NOMINEES

Member Nominee	City/County of Residence	Region	Principal Occupation
Rebecca "Becky" A. Agnew	LaFayette, GA – Walker Co.	1	Cow/Calf Operation
Derrell "Derry" C. Bennett, Jr.	Adel, GA – Cook Co.	6	Row Crops
William "Bill" P. Bryan, Jr.	Summerville, GA – Chattooga Co.	1	Cow/Calf Operation
Rodney P. Dawson	Hawkinsville, GA – Pulaski Co.	5	Row Crops
Daniel A. Dobbs	Carnesville, GA – Franklin Co.	3	Broiler Grower
Wayne R. Ertzberger	Carnesville, GA – Franklin Co.	3	Cow/Calf Operation, Broiler Grower
C. Darrell Jones	Ellijay, GA – Gilmer Co.	2	Broiler Grower
M. Scott Moore	Unadilla, GA – Dooly Co.	5	Row Crops
David B. Norman	Moultrie, GA – Colquitt Co.	6	Row Crops, Produce
Andy S. Rodgers	Dearing, GA – McDuffie Co.	4	Dairy
Mark A. Smith	Eastanollee, GA – Stephens Co.	2	Cow/Calf Operation
James E. Tanner	Wrightsville, GA – Johnson Co.	4	Cow/Calf Operation, Timber
W. Scott Everidge (Alternate)	Pinehurst, GA – Dooly Co.	5	Row Crops
Edwin N. Hudson (Alternate)	Vienna, GA – Dooly Co.	5	Row Crops

DISCLOSURE INFORMATION

The Association has had loans outstanding during the last full fiscal year to date to its Senior Officers and Directors, their immediate family members, and any organizations with which such Senior Officers or Directors are affiliated that were 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 loan to any Officer or Senior Officer or Director, or organization affiliated with such person, or any immediate family member who resides in the same household as such person or in whose loan or business operation such person has a material financial or legal interest, involved more than the normal risk of collectability.

OTHER STOCKHOLDER ACTION

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

ANNUAL REPORT TO STOCKHOLDERS

The 2023 AgGeorgia Farm Credit Annual Report as of December 31, 2023 was mailed to all stockholders in accordance with FCA regulations. Stockholders are encouraged to review this report. Copies of this report are available at any branch and will be available at the Annual Meeting upon request and on the Association's website, www.aggeorgia.com. Annually the Association publishes its annual report on its website when it sends the annual report electronically to the FCA.

MAILING DATE AND AVAILABILITY OF ANNUAL MEETING INFORMATION STATEMENT

This 2024 Annual Meeting Information Statement was mailed to all stockholders on or about September 23, 2024. A copy of the 2024 Annual Meeting Information Statement is also made available for inspection on the Association's website, www.aggeorgia.com.

SENIOR OFFICER COMPENSATION DISCUSSION AND ANALYSIS

This section describes the compensation programs for AgGeorgia Farm Credit, ACA's President/CEO, Senior Officers and other highly compensated employees as defined by Farm Credit Administration (FCA) regulations. This section presents the compensation earned by our President/CEO, as well as the aggregate compensation earned by our Senior Officers and other highly compensated employees, for the years ended December 31, 2023, 2022, and 2021. This section also describes the retirement plans and presents pension benefits attributed to the Senior Officers and other highly compensated employees as defined by FCA regulations, for the year ended December 31, 2023.

CEO AND SENIOR OFFICER COMPENSATION

The Association strives to award compensation in a manner that is competitive in the market place, encourages retention and rewards employees for quantitative results-based performance metrics. Each year, the Compensation Committee reviews market studies for key positions to determine if the Association's compensation packages for the CEO and Senior Officers are in line with the market for those positions. A grading system ranks positions in pay ranges where the mid-point of the range is considered to be the market salary for that position.

The CEO's compensation package consists of a base salary, benefits and incentive opportunity. Compensation increases are awarded on an annual basis and are based upon the Association's financial performance in the areas of financial and operations, credit, audit, appraisal, marketing and business development and human resources. These metrics are determined by Association performance standards set each year by the Board of Directors, and actual performance is measured against those standards. Financial and operations metrics include net income performance to budget, return on assets, return on equity, capital ratios and efficiency ratios. Credit, audit and appraisal metrics include credit quality, nonearning assets as a percentage of total assets, credit administration, delinquency ratio, and appraisal quality. Marketing and Development metrics include loan growth and results of an annual customer satisfaction

survey, which are measured against the budget and standard set for those metrics. The human resources metric is budgeted personnel costs, and actual performance is measured against that budget amount. Performance versus metrics is measured annually and discussed each February by the Board Compensation Committee. Any salary increase for the CEO is determined by the Compensation Committee, and any increase awarded is paid retroactively to January 1st.

The CEO administers, but does not participate in the Incentive Plan in which all other employees, including the Senior Officers, participate. The CEO's incentive is determined solely at the discretion of the Board of Directors. Factors that may be considered in awarding the CEO an incentive are performance of the Association, and market studies of incentives granted by similar size associations and companies. CEO incentive is typically awarded by the Compensation Committee and paid at the same time other Association employees are paid per the stipulations in the Incentive Plan.

The Senior Officers' compensation also consists of base salary, benefits, and incentive. Senior Officer compensation is administered annually, and increases are based on meeting qualitative and quantitative performance standards set forth each year. Senior Officers are measured by essentially the same standards as the CEO. Actual performance against metrics such as return on assets, return on equity, capital ratios, credit quality, delinquency ratios, loan growth, credit administration and nonearning assets to total assets are the basis for determining pay increases for this group. Senior officer compensation is reviewed annually in March, and any increases awarded are paid retroactively to January 1st. Senior Officers participate in the same incentive plan as other Association employees, as detailed below.

The Association's CEO and Senior Officers participate in various employee benefit plans that are available to all employees under the same terms and conditions. These include health insurance, life insurance, dental insurance, and pension benefits. Because the CEO and Senior Officers receive these benefits on the same basis as other employees, they are not determined separately by the Compensation Committee for the CEO and Senior Officers.

The Incentive Plan is based on a fiscal year and is designed to motivate employees to exceed performance targets established by the Board of Directors. The Incentive Plan period is January 1,

2023 through December 31, 2023, and all employees eligible for benefits were eligible under this plan except as shown below.

- The Association CEO will administer all parts of the AgGeorgia Incentive Plan and will, therefore, not be eligible for distributions under any part of the plan. CEO bonus and/or incentive payments will be recommended by the Compensation Committee and approved by the Board of Directors.
- The Incentive Plan is divided into three distinct plans – the Administrative Plan which includes all employees, the Individual Plan which includes lending staff and the Discretionary Plan which is at the discretion of the CEO.
- A combined payment to an individual employee under the plan shall not exceed 40 percent of base salary.

The Administrative Plan is based on key performance indicators such as return on assets, customer service, credit quality and growth in accruing loan volume. It is a tiered plan, with higher earning opportunities for those not included in the Individual Plan. The Individual Plan is based on each individual's goals and standards of performance. Once a covered individual reaches their standard, they begin earning incentive for that criteria.

The Administrative Plan and the Individual Plan is paid during March each year, when final numbers are calculated.

Compensation earned by our President and aggregate compensation of other Senior Officers and highly compensated employees for the three years ended December 31, 2023, 2022 and 2021 is disclosed in the accompanying table. Our current Board policy regarding reimbursements for travel, subsistence, and other related expenses states that all employees, including Senior Officers, shall be reimbursed for actual reasonable travel and related expenses which are necessary and support our business interests. A copy of our travel policy is available to shareholders upon written request.

Name of Individual or Number in Group	Year	Salary	Bonus*	Change in Pension Value†	Deferred Comp.	Perquisite Other**	Total
James R. Crain	2023	\$ 375,000	\$ 144,375	\$ –	\$ –	\$ 54,763	\$ 574,138
James R. Crain	2022	\$ 350,000	\$ 140,000	\$ –	\$ –	\$ 58,196	\$ 548,196
James R. Crain	2021	\$ 330,009	\$ 115,000	\$ –	\$ –	\$ 42,307	\$ 487,316
9 Officers/HCE	2023	\$ 1,365,896	\$ 431,006	\$ 226,606	\$ 3,224	\$ 167,565	\$ 2,194,297
10(a) Officers/HCE	2022	\$ 1,608,414	\$ 581,526	\$ (551,569)	\$ –	\$ 247,208	\$ 1,885,579
9 Officers/HCE	2021	\$ 1,420,731	\$ 397,123	\$ 135,962	\$ –	\$ 149,931	\$ 2,103,747

*2023 Bonus includes estimated payouts under the 2023 Incentive Plan that was paid after the issuance of the 2023 Annual Report

**Primarily comprised of group life insurance premiums, employer contributions to 401K, and automobile compensation.

† The changes in pension values as reflected in the table above resulted primarily from changes in the actuarial assumptions for discount rate and mortality and an additional year of benefit accrual. See further discussion in Note 9, Employee Benefit Plans, of the Financial Statements.

(a) Includes one senior officer who retired from the Association as of 12/31/2022.

The disclosure of information on the total compensation paid during 2023 to any senior officer or to any other employee included in the aggregate group total as reported in the table above is available and will be disclosed to the shareholders of the institution upon request.



RETIREMENT PLAN OVERVIEW

The Association participates in three District sponsored qualified benefit plans. These plans include a multiemployer defined benefit pension plan, the AgFirst Farm Credit Retirement Plan, which is a final average pay plan (FAP Plan). In addition, the Association participates in a multiemployer defined benefit other postretirement benefits plan (OPEB Plan), the Farm Credit Benefits Alliance (FCBA) Retiree and Disabled Medical and Dental Plan, and the FCBA 401(k) Plan, a defined contribution 401(k) plan (401(k) Plan).

The FAP Plan covers employees hired prior to January 1, 2003 and includes other District employees that are not employees of the Association. It is accounted for as a multiemployer plan. The related net benefit plan obligations are not included in the Association's Consolidated Balance Sheets but are included in the Combined Balance Sheets for the AgFirst District. FAP Plan expenses included in employee benefit costs on the Association's Consolidated Statements of Comprehensive Income were \$760 for 2023, \$887 for 2022, and \$2,755 for 2021. At December 31, 2023, 2022, and 2021, the total liability balance for the FAP Plan was \$33,660, \$32,568, and \$39,135, respectively. The FAP Plan was 95.43 percent, 95.81 percent, and 96.17 percent funded to the projected benefit obligation as of December 31, 2023, 2022, and 2021, respectively.

In addition to providing pension benefits, the Association provides certain medical and dental benefits for eligible retired employees through the OPEB Plan. Substantially all of the Association employees may become eligible for the benefits if they reach early retirement age while working for the Association. Early retirement age is defined as a minimum of age 55 and 10 years of service. Employees hired after December 31, 2002, and employees who separate from service between age 50 and age 55, are required to pay the full cost of their retiree health insurance coverage. Employees who retire subsequent to December 1, 2007 are no longer provided retiree life insurance benefits. The OPEB Plan includes other Farm Credit System employees that are not employees of the Association or District and is accounted for as a multiemployer plan. The related net benefit plan obligations are not included in the Association's Consolidated Balance Sheets but are included in the Combined Statement of Condition for the Farm Credit System. The OPEB Plan is unfunded with expenses paid as incurred. Postretirement benefits other than pensions included in employee benefit costs on the Association's Consolidated Statements of Comprehensive Income were \$813 for 2023, \$754 for 2022, and \$747 for 2021. The total AgFirst District liability balance for the OPEB Plan presented in the Farm Credit System Combined

Statement of Condition was \$160,980, \$167,895, and \$209,599 at December 31, 2023, 2022, and 2021, respectively.

The Association also participates in the 401(k) Plan, which qualifies as a 401(k) plan as defined by the Internal Revenue Code. For employees hired on or prior to December 31, 2002, the Association contributes \$0.50 for each \$1.00 of the employee's first 6.00 percent of contribution (based on total compensation) up to the maximum employer contribution of 3.00 percent of total compensation. For employees hired on or after January 1, 2003, the Association contributes \$1.00 for each \$1.00 of the employee's first 6.00 percent of contribution up to the maximum employer contribution of 6.00 percent of total compensation. Employee deferrals are not to exceed the maximum deferral as determined and adjusted by the Internal Revenue Service. The 401(k) Plan costs are expensed as funded. Employer contributions to this plan included in salaries and employee benefit costs were \$919, \$854, and \$738 for the years ended December 31, 2023, 2022, and 2021, respectively. Beginning in 2015, contributions include an additional 3.00 percent of eligible compensation for employees hired after December 31, 2002.

In addition to the multiemployer plans described above, the Association sponsors nonqualified supplemental retirement and 401(k) plans. The supplemental retirement plan is unfunded and had a projected benefit obligation of \$1,732 and a net under-funded status of \$1,732 at December 31, 2023. Assumptions used to determine the projected benefit obligation as of December 31, 2023 included a discount rate of 5.00 percent. The expenses of these nonqualified plans included in noninterest expenses were \$103, \$94, and \$84 for 2023, 2022, and 2021, respectively. To provide former CEOs with a pension commensurate with their years of service, performance and salary, the board of directors elected to add them to a Supplemental Executive Retirement Plan (SERP) to make their total pension calculation equivalent to an employee not subject to the limitation of IRS Section 415. A SERP is a deferred compensation agreement between the employer and the key executive whereby the employer agrees to provide supplemental retirement income to the executive if certain pre-agreed eligibility and vesting conditions are met by the executive.

Information on pension benefits attributable to the Senior Officers and other highly compensated individuals is provided below.

Pension Benefits Table As of December 31, 2023

Name of Individual or Number in Group	Year	Plan Name	Number of Years Credited Service	Actuarial Present Value of Accumulated Benefits (1)	Payments During 2023
Senior Officers and Highly Compensated Employees:					
2 Officers, excluding the CEO	2023	AgFirst Retirement Plan	22.8	\$ 1,294,178	\$ -
				\$ 1,294,178	\$ -

*Represents the average years of credited service for the group

(1) The present value of pension benefits is the value at a specific date of the benefit payment stream an individual is expected to receive upon retirement based on pay and service earned to date. These present values change year over year as (1) pension benefits increase due to an additional year of pay and service being earned under the benefit formula, (2) individuals are one year older and one year closer to receiving payments, and (3) the assumptions used to determine the present value change.

The present value of pension benefits will naturally increase as the benefits earned under the plan increase. Since the pension benefit formula is dependent on base pay, pay increases directly impact the pension values.

The present value is calculated by discounting each expected future benefit payment back to the determination date at a specified interest (or discount) rate. When a year passes, there is one less year of discounting, which increases the present value. For those already eligible for unreduced retirement (e.g. have 85 age + service points), this increase is offset by the decrease in early retirement subsidy value. The early retirement subsidy provided under the plan is most valuable when a participant first reaches eligibility for unreduced benefits. The value decreases every year thereafter until age 65.

Finally, the present value of the expected future benefit payment stream is based on actuarial assumptions, chiefly the discount rate mentioned above. Other assumptions are also used, such as expected retirement age and life expectancy. Changes in the actuarial assumptions can increase or decrease the pension values. The discount rate is updated every year based on the interest rate environment at December 31. A decrease in the discount rate (i.e. less discounting) increases the present values and vice versa. There was a decrease in the discount rate assumption from December 31, 2022 to December 31, 2023, which increased the pension values.

Section 415 of the Internal Revenue Code (Code) provides for dollar limitations on benefits and contributions under qualified retirement plans. This limitation on annual benefit restricts highly compensated employees from receiving their full pension benefit relative to others under a defined benefit plan.

CERTIFICATION

The undersigned certify that this statement has been reviewed and has been prepared in accordance with all applicable statutory and regulatory requirements and that the information contained herein is true, correct, accurate, and complete to the best of his or her knowledge and belief.

Signed:


James R. Crain
President & Chief Executive Officer


Glee C. Smith
Chairwoman of the Board of Directors


Brandie L. Thompson
Chief Financial Officer

Date: August 31, 2024



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