

## 1. Sale of Monona Bankshares Stock

The undersigned shareholder (the “**Selling Shareholder**”) hereby requests the assistance of Monona Bankshares, Inc. (the “**Company**”) with an offer of the shares detailed below (the “**Subject Shares**”) by the Selling Shareholder for a certain asking price per share (the “**Price**”) and consents to the posting of the information contained on this Sales Offer Form on the Company’s website. The Selling Shareholder hereby acknowledges that any sale to a third party resulting from this offer is a private transaction between the Selling Shareholder and the purchaser of the shares and does not involve the Company, the Company’s wholly-owned subsidiary bank, Monona Bank (the “**Bank**”), or any officer, employee or director of the Company or the Bank in their capacity as such and the Selling Shareholder hereby holds the Company, the Bank and the officers, employees and directors of the Company and the Bank harmless from any loss or damages resulting from a sale, or attempted sale of shares at the stated Price. The Selling Shareholder further acknowledges that the Company, the Bank and the officers, employees and directors of the Company and the Bank (collectively, the “**Company Parties**”) may from time to time be aware of certain material non-public information regarding the operations or prospects of the Company and/or the Bank, which information, if known to the Selling Shareholder or the potential purchaser, could influence the price at which the Subject Shares are traded, and that the Company Parties are under no obligation and are strictly prohibited from disclosing such information to either the Selling Shareholder or the purchaser, including whether any such material non-public information exists.

## 2. Selling Shareholder Representations, Warranties and Covenants

The Selling Shareholder of the Company shares represents and warrants to the purchaser as of the date hereof and as of the closing of the transaction contemplated hereby (the “**Closing**”), which representations and warranties shall survive the Closing that:

- a. Selling Shareholder is the record owner and holder of the Subject Shares and shall continue to own the Subject Shares until the delivery of the Subject Shares to the purchaser at Closing.
- b. Subject Shares are entirely owned by Selling Shareholder free and clear of all liens, encumbrances, charges, and assessments of every nature and subject to no restrictions with respect to transferability, other than restrictions imposed under law or the Articles of Incorporation or Bylaws of Company.
- c. Selling Shareholder has full power and authority to assign and transfer the Subject Shares to the purchaser in accordance with the terms of this Sales Offer Form.
- d. The Company has made no representations or warranties regarding the value of the Subject Shares, the adequacy of the Price, or the advisability of transferring the Subject Shares.
- e. Selling Shareholder, either alone or together with his or her legal advisors, has determined that the transfer of the Subject Shares may be effected without violation of the securities registration provisions under the Securities Act of 1933, as amended, the Wisconsin Uniform Securities Law (Ch. 551, Wis. Stats.), and/or other applicable state securities laws.
- f. Selling Shareholder has the authority to execute this Sales Offer Form and to sell the Subject Shares; and
- g. Neither the execution nor delivery of this Sales Offer Form nor compliance with its terms shall cause Seller to breach any statute or regulation of any governmental authority.

Please check the appropriate box:



# SALES OFFER FORM

Initial Sales Offer

Amendment to terms contained on an Initial Sales Offer Form

Number of Shares Offered for Sale	Asking Price Per Share	Offer of Expiration Date	Willing to Sell Less than 100% of Shares	Minimum Number of Shares Willing to Sell if Less than 100%
			Yes      No	

IN WITNESS WHEREOF, the Selling Shareholder has executed this Sales Offer Form for shares as of the

\_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_

### 3. Selling Shareholder

Registration Name

Signature Owner/Trustee/Custodian

Printed Name

Address

AST Account Number

Primary Contact Number

Primary Email Address