JEFFERSON BANKSHARES, INC.
INVESTOR QUESTIONNAIRE

You have been delivered a copy of Jefferson Bankshares, Inc. (the "Company") Private Placement Memorandum dated February 28, 2014, based upon the Company's belief that you are a person having such knowledge and experience in financial and business matters as to be capable of evaluating the merits and risks of an investment in Company securities. In order that the Company may determine whether you are eligible to participate in this offering you are required to complete this Investor Questionnaire prior to the Company accepting your subscription for investment in Company securities.

This Offering is limited to Florida residents.

ALL QUESTIONS MUST BE ANSWERED. IF ALL OR PART OF A QUESTION IS NOT APPLICABLE, PLEASE INSERT "N/A" OR NONE IN THE RESPONSE SPACE.

Stock Registration

ONE OWNERSHIP PER ORDER FORM

(1) Form of stock ownership

☐ Individual
☐ Joint Tenants
☐ Tenants by the Entireties (husband and wife only)
☐ Tenants in Common
☐ *Uniform Transfer or Gift to Minors
☐ Fiduciary/Trust **(Under Agreement Dated _____)** Subject to approval. See restrictions herein.
☐ IRA (Custodian Name and Signature Required)

*** Minor's Social Security Number Required**

Name	Social Security or Tax I.D.
Name	Daytime Telephone
Street Address	Evening Telephone
City State Zip Code	State of Residence

Telephone: _____

Email Address: _____

☐ Please check if email is the primary way you would like to receive shareholder communications.

Number of Shares

(2) Number of Shares		Price Per Share		(2) Total Amount Due
	x	$9.50	=	$

Securities will not be issued, without prior approval, to any person who, in the Board of Directors' opinion, would be required to obtain prior clearance or approval from any state or federal regulatory authority.

Method of Payment

(3) Enclosed is a check or bank draft drawn on a U.S. bank, a cashier's check or money order payable to Jefferson Bankshares, Inc. for: $_____.

(4)

(4) **Deadline:** Jefferson Bankshares, Inc.'s offering began on February 28, 2014. The offering must be completed on or before April 28, 2014, unless extended in our sole discretion until no later than June 30, 2014.

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5. In which state, do you vote: _____ and hold a driver's license: _____

6. Business Address: _____

Telephone: _____

7. Preferred Mailing Address (check one): Residence: _____ Business: _____

8. Are you a current Company shareholder: Yes: _____ No: _____

If you answered "Yes" to Question 8, please skip questions 9-25 and complete "Signatures" on page 4.

If you answered "No" to Question 8 and are an individual, please answer Questions 9-12 (on page 2) and 19-24 (on page 4) as follows: if joint purchase, answer for both purchasers; if retired, answer for previous position.

If you answered "No" to Question 8 and are a corporation, trust, partnership, or other entity, please answer Questions 13-24 (on pages 3 and 4).

INVESTMENT BY INDIVIDUALS

9. Occupation: _____

10. Employer: _____ Since: _____

11. Are you associated with, or an employee of, a member of the Financial Industry Regulatory Authority or any Securities Exchange? Yes _____ No _____

12. Please check which of the following statements is applicable to you. (If more than one statement is applicable, you need check only one.)

_____ (a) I certify that I am an "accredited investor" because I had individual income[(1)] of more than $200,000 in each of the two prior calendar years and I reasonably expect to have individual income in excess of $200,000 during the current calendar year. (Please complete items 19 through 24).

_____ (b) I certify that I am an "accredited investor" because my spouse and I together had joint income[(1)] of more than $300,000 in each of the two prior calendar years and we reasonably expect to have joint income of more than $300,000 during the current calendar year. (Please complete items 19 through 24).

_____ (c) I certify that I am an "accredited investor" because I have an individual net worth[(2)], or my spouse and I have a joint net worth, of more than $1,000,000 (*excluding* in such calculation the value of my primary residence and the related indebtedness secured by my primary residence up to its fair market value and *including* in such calculation, if applicable, the related amount of indebtedness secured by my primary residence that exceeds its fair market value). (Please complete items 19 through 24).

_____ (d) I certify that I am an "accredited investor" because I am a director or executive officer of the Company. (No need to complete anything further except the signature lines.)

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(1) For purposes of this Questionnaire, "income" means "adjusted gross income" as reported for federal income tax purposes, plus the following amounts: (i) the amount of any interest income received which is tax-exempt under Section 103 of the Internal Revenue Code of 1986, as amended, ("the Code") and (ii) any deduction claimed for depletion under Section 611 et seq. of the Code.

(2) For purposes of this Questionnaire, "net worth" means the excess of total assets at fair market value, over total liabilities (excluding in such calculation the value of my primary residence and the related indebtedness secured by my primary residence up to its fair market value and including in such calculation, if applicable, the related amount of indebtedness secured by my primary residence that exceeds its fair market value).

INVESTMENT BY ENTITIES

13. Type of entity: Corporation _____
Partnership _____
Trust _____
Other Specify _____

14. Date of organization: _____

15. Number of equity owners (stockholders, partners [general and limited], beneficiaries of irrevocable trusts, grantors of revocable trusts, etc.): _____
(An Investor Questionnaire for each equity owner **may** be requested by the Company prior to acceptance as an investor.)

16. If the entity is a corporation, partnership, or revocable trust, does **each** of the equity owners satisfy at least **one** of the following criteria: (i) net worth (joint with spouse, if applicable) of more than $1,000,000; or (ii) individual income of more than $200,000 per year for each of 2012 and 2013, and individual income reasonably expected to be in excess of $200,000 for 2014; or (iii) joint income of more than $300,000 per year for each of 2012 and 2013, and joint income reasonably expected to be in excess of $300,000 for 2014.

17. Was the entity formed for the purpose of investing in the Company? Yes_____ No_____

18. Please state whether the proposed investor is any of the following entities:

(i) _____ A bank or a savings and loan association, whether acting in its individual or fiduciary capacity.

(ii) _____ A broker-dealer registered pursuant to Section 15 of the Securities Exchange Act of 1934.

(iii) _____ An insurance company.

(iv) _____ An investment company registered under the Investment Company Act of 1940.

(v) _____ A business development company as defined in the Investment Company Act of 1940.

(vi) _____ A Small Business Investment Company licensed by the Small Business Administration.

(vii) _____ An employee benefit plan within the meaning of Title I of the Employee Retirement Income Security Act of 1974 (ERISA), if the investment decision with respect to this investment is made by a plan fiduciary that is either a bank, savings and loan association, insurance company, or registered investment adviser, or if the employee benefit plan has total assets in excess of $5,000,000.

(viii)_____ A private business development company as defined in the Investment Advisers Act of 1940.

(ix) _____ An organization described in Section 501(c)(3) of the Internal Revenue Code, corporation, Massachusetts or similar business trust or partnership, not formed for the specific purpose of acquiring the securities offered, with total assets in excess of $5,000,000.

(x) _____ A trust with total assets in excess of $5,000,000, not formed for the specific purpose of acquiring the securities offered, whose purchase is directed by a sophisticated person as described in Securities Act Rule 506(b)(2)(ii).

OTHER INFORMATION

19. My proposed investment in these securities will not exceed 20% of my net worth, excluding my residence, its furnishings, and my automobiles. Yes_____ No _____

20. My purchase of these securities is in accordance with my investment goals and objectives, which investment goals and objectives include assuming a degree of risk in connection with investments in banks or other financial institutions. Yes_____ No _____

21. Are you obligated as an endorser, guarantor, surety, indemnitor or otherwise for any significant contingent liabilities? Yes ___

    If yes, please indicate type and amount: _____.

22. Are there any suits outstanding or litigation or claims pending against you which could adversely and materially affect your financial condition? Yes_____ No _____

23. If the purchaser is a corporation, partnership, or trust, you must enclose a true and correct current copy of the articles of incorporation, bylaws, partnership agreement, trust instrument, or other governing instruments and copies of authorizing resolutions. Have you done so?

    Yes_____ No_____ Not Applicable_____

24. The name, address, and occupation of your advisor, if any, in connection with the above investment is (if none has been utilized, please so indicate):

ACKNOWLEDGMENTS

By signing below:

1. I acknowledge receipt of the Private Placement Memorandum dated February 28, 2014. I acknowledge and certify that I have read and understand the disclosures set forth herein and in the Private Placement Memorandum. I have relied only on the Private Placement Memorandum in making my investment decision and on no other written or oral information.

2. I understand that I may not change or revoke my order once it is received by Jefferson Bankshares, Inc.

3. I certify that:

   (i) the social security number or taxpayer identification number given herein is correct; and
   (ii) I am not subject to backup withholding.

   If you have been notified by the Internal Revenue Service that you are subject to backup withholding because of under-reporting interest or dividends on your tax return, you must cross out Item (ii) above.

4. I acknowledge that I have not waived any rights under the Securities Act of 1933, as amended or the Securities Exchange Act of 1934, as amended.

5. I acknowledge that Jefferson Bankshares, Inc. has the right to accept or reject this Stock Order Form in whole or part, in its absolute discretion.

6. I represent that:

   (i) I am subscribing to purchase shares in good faith, in my own right and not as an agent for any undisclosed person;

   (ii) I have a net worth sufficient to enable me to bear the loss of the investment that I am proposing to make in the shares, am experienced in the evaluation of and investment of my funds in business entities with limited operating histories such as Jefferson Bankshares, Inc., and, either alone or with one or more Purchaser Representatives (as such term is defined in Securities and Exchange Commission Rule 501[h]), I have such knowledge and experience in financial matters as to be capable of evaluating the relative risks and merits of

this prospective investment; and

(iii) Any shares purchased by me will be held for investment and not with a view to their resale.

The undersigned hereby certifies that all of the answers which the undersigned has provided to the questions herein are true and correct to the best of the undersigned's knowledge.

THIS FORM MUST BE SIGNED AND DATED. THIS ORDER IS NOT VALID IF THE ORDER FORM IS NOT SIGNED. YOUR ORDER WILL BE FILLED AS PROVIDED BY THE PRIVATE PLACEMENT MEMORANDUM.

_____	_____
Witness	Signature of Investor/Trustee (if Investor is a trust) or officer (if Investor is a corporation) or partner (if Investor is a partnership)
_____	_____
Witness	Signature of Investor (if joint ownership)

NOTE: The same person may witness both signatures if joint ownership.

The securities offered are not savings accounts, deposits or other obligations of a bank. The securities offered are not insured by the Federal Deposit Insurance Corporation or any other governmental agency, and are subject to investment risk, including the possible loss of your entire investment.

RETURN THIS FORM TO: Jefferson Bankshares, Inc.
Attention: Robert B. McGivney
Chief Executive Officer
3711 Tampa Road
Oldsmar, Florida 34677

JEFFERSON BANKSHARES, INC.
ORDER FORM GUIDE AND INSTRUCTIONS

Instructions

Items 1 and 2 – Fill in the number of shares that you wish to purchase and the total payment due. The amount due is determined by multiplying the number of shares by the purchase price of $9.50 per share.

Shares will not be issued, without prior approval, to any person who, in the Board of Directors' opinion, would be required to obtain prior clearance or approval from any state or federal regulatory authority to own or control our securities. Jefferson Bankshares, Inc. has reserved the right to reject any subscription received in the offering, in whole or in part, in its absolute discretion.

Item 3 - Payment for shares may be made by check or bank draft drawn on a U.S. bank, a cashier's check or money order, or funds transferred via wire transfer payable to **"Jefferson Bankshares, Inc."** PLEASE DO NOT MAIL CASH.

Item 4 – The stock transfer industry has developed a uniform system of shareholder registrations that we will use in the issuance of Jefferson Bankshares, Inc. common stock. Print the name(s) in which you want the securities registered and the mailing address of the registration. Include the first name, middle initial, and last name of the shareholder. Avoid the use of two initials. Please omit words that do not affect ownership rights, such as "Mrs.," "Mr.," "Dr.," "special account," etc.

PLEASE DATE AND SIGN THE STOCK ORDER FORM WHERE INDICATED ON THE BACK.

PLEASE SEE YOUR LEGAL OR FINANCIAL ADVISOR IF YOU ARE UNSURE ABOUT THE CORRECT REGISTRATION OF YOUR STOCK.

Individual – The securities are to be registered in an individual's name only. You may not list beneficiaries for this ownership.

Tenants in Common – Tenants in common may identify two or more owners. When securities are held by tenants in common, upon the death of one co-tenant, ownership of the securities will be held by the surviving co-tenant(s) and by the heirs of the deceased co-tenant. All parties must agree to the transfer or sale of securities held by tenants in common. You may not list beneficiaries for this ownership.

Uniform Transfer or Gift to Minors – For residents of many states, securities may be held in the name of a custodian for the benefit of a minor under the Uniform Transfers to Minors Act. For residents in other states, securities may be held in a similar type of ownership under the Uniform Gift to Minors Act of the individual states. For either type of ownership, the minor is the actual owner of the securities with the adult custodian being responsible for the investment until the child reaches legal age.

On the first line, print the first name, middle initial, and last name of the custodian, with the abbreviation "CUST" and "Unif Tran Min Act" or "Unif Gift Min Act" after the name. Print the first name, middle initial, and last name of the minor on the second "NAME" line. Standard U.S. Postal Service state abbreviations should be used to describe the appropriate state. For example, securities held by John Doe as custodian for Susan Doe under the Florida Transfer to Minor Act will be abbreviated John Doe, CUST Susan Doe Unif Tran Min Act. FL. **Use the minor's Social Security Number.** Only one custodian and one minor may be designated.

Joint Tenants – Joint Tenants with right of survivorship identifies two or more individuals. When securities are held by joint tenants with rights of survivorship, ownership automatically passes to the surviving joint tenant(s) upon the death of any joint tenant. You may not list beneficiaries for this ownership.

Tenants by the Entireties – Husband and wife only. Essentially the same as Joint Tenants.

Fiduciary/Trust – Generally, fiduciary relationships (such as trusts, estates, guardianships, etc.) are established under a form of trust agreement or pursuant to a court order. Without a legal document establishing a fiduciary relationship, your securities may not be registered in a fiduciary capacity. Any trust ownership shall be subject to review and approval by legal counsel for the corporation.

Individual Retirement Account – Individual Retirement Account ("IRA") holders may make share purchased from their IRA accounts through a pre-arranged "trustee-to-trustee" transfer. Shares may only be held in a self-directed IRA. Jefferson Bankshares, Inc. will not offer a self-directed IRA for the purpose of purchasing this stock in this offering. The Subcription Agreement must be completed and executed by the IRA Custodian.

On the first "NAME" line, print the first name, middle initial, and last name of the fiduciary if the fiduciary is an individual. If the fiduciary is a corporation, list the corporate title on the first "NAME" line. Following the name, print the fiduciary "title" such as trustee, executor, personal representative, etc.

On the second "NAME" line, print either the name of the maker, donor, or testator, OR the name of the beneficiary. Following the name, indicate the type of legal document establishing the fiduciary relationship (agreement, court order, etc.). In the blank after "Under Agreement Dated," fill in the date of the document governing the relationship. The date of the document need not be provided for a trust created by a will.

An example of fiduciary ownership of stock in the case of a trust is: "John D. Smith, Trustee for Thomas A. Smith Trust Under Agreement Dated June 9, 1997."

Definition of Associate

A person's associates consist of the following: (1) any corporation or other organization (other than Jefferson Bankshares, Inc.) of which such person is a director, officer, or partner or is directly or indirectly the beneficial owner of 10% or more of any class of equity securities; (2) any trust or other estate in which such person has a substantial beneficial interest or as to which such person serves as trustee or in a similar fiduciary capacity; provided, however, that such term shall not include any tax-qualified employee stock benefit plan of Jefferson Bankshares, Inc. in which such person has a substantial beneficial interest or serves as a trustee or in a similar fiduciary capacity; and (3) any relative or spouse of such person, or any relative of such person, who either has the same home as such person or who is a director or officer of Jefferson Bankshares, Inc.