



2024 ANNUAL MEETING INFORMATION STATEMENT

**THE 2024 ANNUAL STOCKHOLDERS' MEETING WILL BE HELD
TUESDAY, FEBRUARY 20, 2024
AT
THE BINDERY AT OAKLAND
445 OAKLAND PARKWAY, WEST | LEESBURG, GEORGIA***

*DIRECTIONS TO THE BINDERY AT OAKLAND CAN BE FOUND ON THE BACK OF THE ENCLOSED INVITATION.

Registration will begin at 6:30 p.m., followed by dinner at 7:00 p.m.
The Business Meeting will commence immediately following dinner.

QUORUM

At each Annual Meeting, three percent (3%) of the total number of voting stockholders determined as of the Record Date shall constitute a quorum. For purposes of determining a quorum at an Annual Meeting where mail and online balloting is used for director elections, returned completed ballots shall be used to determine a quorum.

VOTING RIGHTS

Eligible voting stockholders were determined as of the close of business on December 31, 2023 (the "Record Date"). As of the Record Date, the number of voting stockholders entitled to vote was 1,456.

Each voting stockholder determined as of the Record Date is designated and duly authorized to vote; provided, however, each voting stockholder as of the Record Date shall be entitled to only one vote, regardless of the number of single or joint loans such voting stockholder may have with the Association. Loan(s) made to one or more members of such voting stockholder's household, or to one 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 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.

NOMINEES

Nominees are nominated on an at-large basis within the Association territory, which includes Baker, Calhoun, Chattahoochee, Clay, Decatur, Dougherty, Early, Grady, Lee,

Marion, Miller, Mitchell, Quitman, Randolph, Seminole, Schley, Stewart, Sumter, Terrell, Thomas, and Webster counties.

In order to stand for election to a stockholder-elected director position, the candidate must be a resident of, or conduct farm operations in, the Association's chartered territory. A director is deemed to reside where the director maintains his or her primary residence, and a stockholder is deemed to reside where the individual designated to vote the Class C Common Stock of the stockholder in accordance with the Bylaws maintains his or her primary residence.

The Association's Bylaws provide that except for the outside directors, no person shall be nominated, elected or appointed, or allowed to continue to serve as a director, unless he or she is a holder or joint holder of Class C Common Stock as of the Record Date or is an individual designated in accordance with the Bylaws to vote the Class C Common Stock of a voting stockholder. The 2024 Nominating Committee reviewed a list of stockholders and individuals designated in accordance with the Bylaws to vote the Class C Common Stock of a voting stockholder, and ascertained the willingness of individuals to serve if elected.

Nominees have been nominated by the 2024 Nominating Committee to fill expiring terms of stockholder-elected directors, and as members of the 2025 Nominating Committee. Additional nominations may be made from the floor during the 2024 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 or individual designated in accordance with the Bylaws to vote the Class C Common Stock held by a voting stockholder. Each nominee must be as of the Record Date a holder or joint holder of Class C Common Stock of the Association or an individual designated in accordance with the Bylaws to vote the Class C Common



Stock held by a voting stockholder.

No person shall be nominated, elected or appointed, or allowed to continue to serve as a director or a member of the Nominating Committee 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 of the Association, (iv) nominee for election to the Nominating Committee of the Association, or (v) salaried officer of the Association.

No more than one stockholder jointly sharing ownership of the Class C Common Stock of the Association may simultaneously serve as a 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 Common Stock.

Additionally, only one stockholder jointly sharing ownership of the Class C Common Stock of the Association may seek the opportunity to 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.

The floor nominee must be present during the 2024 Annual Meeting of Stockholders 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 regulations of the Farm Credit Administration ("FCA") and the Association's Bylaws and policies. The nominees for stockholder-elected director seats 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 meeting.

ELECTION OF DIRECTORS AND NOMINATING COMMITTEE

Two stockholder-elected directors' terms will expire in 2024 and will be filled for a three-year term by mail ballot after the Annual Meeting in 2024. The nominee receiving the largest number of votes for each board position shall be declared elected.

In addition, by mail ballot after the Annual Meeting, the voting stockholders as of the Record Date shall elect a 2025 Nominating Committee of four members and two alternates. The four nominees receiving the largest number of votes will be declared elected as members of the 2025 Nominating Committee, and the nominees receiving the next two largest number of votes shall be declared elected as alternates of the 2025 Nominating Committee. The members and alternates of the 2025 Nominating Committee will be elected to a one-year term.

The election of directors and the 2025 Nominating Committee will occur by mail or online ballot following the Annual Meeting with the results of the voting announced after tabulation of the ballots.

If no person is elected to a position because of a tie vote, a runoff election between those tying shall be held. The ballots shall be cast by mail or online and counted

2024 Annual Meeting
Information Statement



February 20, 2024

and the results shall be reported to the stockholders in the same manner as in the original election. However, if the candidates agree, a tie vote may be broken by any other method approved by the Board which may include the flip of a coin.

MAIL BALLOTING

All voting for Directors and 2025 Nominating Committee members will be by mail ballot or online ballot following the Annual Meeting. Voting information will be sent by mail within fifteen business days following the Annual Meeting to eligible voting stockholders of the Association as of the Record Date. 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 the twentieth business day following the date on which 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 mailed to the stockholders within ten 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.

DIRECTORS CURRENTLY SERVING

The Board is composed of six stockholder-elected directors elected by the voting stockholders of the Association, up to two outside directors elected by the Board, and up to one appointed stockholder director appointed by the Board; provided, however, at all times the stockholder-elected directors shall constitute at least sixty percent (60%) of the members of the Board. The current directors are shown below:

Name	Age	Term Expires	Period Served	Agriculture Type
William A. Bell, III	64	2025	2022 to present	Cattle, Corn, Cotton, Hay, Peanuts, Timber
John M. Bridges, Jr.	65	2026	2015 to present	Cotton, Peanuts, Pecans Sweet Corn, Timber
Lee N. Bush	58	2026	2020 to present	Outside Director
Roland Eric Cohen	47	2025	2022 to present	Pecans
James H. Dixon, Jr.	61	2026	2011 to present	Cattle, Hay, Poultry
Rex LaDon Durham	56	2024	2018 to present	Cattle, Peanuts, Timber
George Thomas Harrison, Jr.	50	2025	2017 to present	Outside Director
Edward D. Milliron	61	2024	2015 to present	Corn, Cotton, Oats, Peanuts, Pecans, Soybeans, Timber, Wheat



No incumbent director attended fewer than seventy-five percent (75%) of total Board meetings during the last fiscal year. No incumbent director except Roland Eric Cohen attended fewer than seventy-five percent (75%) of any committee meetings on which he or she served during the last fiscal year. Incumbent director Roland Eric Cohen attended sixty-six and sixty-seven hundredths percent (66.67%) of the meetings of the Governance Committee on which he served during the last fiscal year. 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.

NOMINEES

The following are the names and biographical information on each of the nominees for election to the Board of Directors:

Board Position No. 1 – Three Year Term

JESS STUART MCNEILL

Age

37

City and State of Residence

Americus, GA

Residence Address

471 Upper River Road
Americus, GA 31709
Sumter County

Business Address

375 Upper River Road
Americus, GA 31709
Sumter County

Business Experience, including principal occupation and employment, during the past five years

- Jam Spread Farming Company, LLC – Owner and Operator
- Legacy Agriculture, LLC – President and Manager

Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged

- Jam Spread Farming Company, LLC – Owner and Operator. Farming operation
- Legacy Agriculture, LLC – President and Manager. Bio-based ag retail distribution business

Extent of Present Agricultural Operations

- Jam Spread Farming Company, LLC consists of approximately 1,750 acres of crop land.
- The operation's crops include 1,500 acres of seed peanuts and corn, and 250 acres of timber.

Education

- University of Georgia – Bachelor of Science in Forest Resources and Master of Forest Resources
- Georgia Licensed Realtor
- Georgia Registered Forester

Reportable Family Relationships (FCA Regulations, Part 612)

Business Entity – Farm Credit institutional loan(s); such loans were made in the ordinary course of business.

EDWARD "TED" D. MILLIRON

Age

61

City and State of Residence

Shellman, GA

Business & Residence Address

449 Georgia Highway 41
Shellman, GA 39886
Randolph County

Business Experience, including principal occupation and employment, during the past five years

- Milliron Farms, Inc. – President, Co-owner, and Operator

Business interests on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged

- Milliron Farms, Inc. – President, Co-owner, and Operator. Farming operation
- Quality Gin – Director. Cotton gin
- Randolph County Board of Tax Assessors – Director. County governing tax assessment board

Extent of Present Agricultural Operations

- Milliron Farms, Inc. consists of approximately 2,000 acres of crops including cotton, peanuts, corn, soybeans, oats, wheat, pecans, and timber.

Education

- University of Georgia – Bachelor of Science in Agricultural Economics

Reportable Family Relationships (FCA Regulations, Part 612)

Son and business entities – Farm Credit institutional loan(s); such loans were made in the ordinary course of business.

Board Position No. 2 – Three Year Term

REX LADON DURHAM

Age

56

City and State of Residence

Blakely, GA

Residence Address

1063 Quail Haven Lane
Blakely, GA 39823
Early County

Business Address

111 North Broad Street
Bluffton, GA 39824
Clay County

Business Experience, including principal occupation and employment, during the past five years

- Bluffton Peanut, LLC – Owner and Manager
- Bluffton Freight Company, LLC – Owner and Operator
- Quail Haven Farm – Owner and Operator

Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged

- Bluffton Peanut, LLC – Owner and Manager. Peanut buying point
- Bluffton Freight Company, LLC – Owner and Operator. Trucking services to peanut buying point
- Quail Haven Farm – Owner and Operator. Timber and beef cow/calf operation
- Early County Board of Commissioners – District Commissioner. County governing authority
- Early County Farm Bureau – President. Farm federation

Extent of Present Agricultural Operations

- Quail Haven Farms consists of timber land and a cattle operation.
- Bluffton Peanut, LLC is a local peanut buying point.
- Bluffton Freight Company, LLC provides trucking services to the peanut buying point.

Education

- Mercer University – Bachelor of Business Administration in Accounting

Reportable Family Relationships (FCA Regulations, Part 612)

None

KATHRYN "KATE" ADAMS VON GLAHN

Age

44

City and State of Residence

Camilla, GA

Business & Residence Address

1930 Jerusalem Church Road
Camilla, GA 31730
Mitchell County

Business Experience, including principal occupation and employment, during the past five years

- Von Glahn Farms, LLC – Co-owner and Bookkeeper
- Joe B. Adams & Sons, Inc. – Bookkeeper
- AMB Professional Services – Bookkeeper

Business interests on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged

- Von Glahn Farms, LLC – Co-owner and Bookkeeper. Farming operation
- Von Glahn Investments, LLC – Co-owner. Real estate company
- Joe B. Adams & Sons, Inc. – Bookkeeper. Farming operation
- Baconton Community Charter School – Vice Chairperson. Governing board

Extent of Present Agricultural Operations

- Von Glahn Farms, LLC consists of approximately 502 acres of crop land.
- The operation's crops include 120 acres of corn, 120 acres of peanuts, 250 acres of pecans, and 12 acres of blueberries.
- The farm operation, which includes online and on-farm sales, has added agri-tourism and RV hosting for diversification.

Education

- University of Georgia – Bachelor of Business Administration in Information Systems
- Graduate of The Executive Program for Agricultural Producers (TEPAP)

Reportable Family Relationships (FCA Regulations, Part 612)

Spouse, father, brother, and business entities – Farm Credit institutional loan(s); such loans were made in the ordinary course of business.

2025 NOMINATING COMMITTEE NOMINEES

Timothy "Tim" Burch	Brent W. Collins
Wesson Dalton Gaston	Adam L. Graft
Matthew "Matt" S. Johnson	Joseph E. Rackley, IV

NOMINATING COMMITTEE CURRENTLY SERVING

Reggie C. Bostick	Adam L. Graft
E. Lanier Jordan	Joseph E. Rackley, IV

DISCLOSURE INFORMATION

The Association is not aware of any transactions between the nominees and the Association or its senior officers and staff, which are prohibited by FCA Regulations. Additionally, loans to the nominees have been made in the ordinary course of business and were made on the same terms, including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons. No loan to a senior officer, director, nominee, or to any 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.

The nominees have not disclosed, and management is not aware of, any involvement the nominees may have had during the past five years concerning bankruptcy, state insolvency law, criminal proceedings or injunctions preventing the candidate from engaging in any type of business practices. The nominees, their immediate family members, or organizations with which they are affiliated have not entered into any transactions other than those loans with the Association in the past fiscal year.

FINANCIAL STATEMENTS AND ANNUAL REPORT

Each stockholder has been provided a copy of the Annual Report of Southwest Georgia Farm Credit, ACA, as of December 31, 2022. Included in the Annual Report was the "Report of the Independent Accountants" discussing their audit and opinion thereof. The final 2023 financial information statements will be mailed to all stockholders of record at the end of the first quarter of 2024.

The 2023 Annual Report will also be made available on the Association's website www.SWGAFarmCredit.com. Annually the Association publishes its Annual Report on its website when it sends the Annual Report electronically to the FCA. Stockholders may also request a copy by contacting Southwest Georgia Farm Credit, ACA at 305 Colquitt Highway, Bainbridge, Georgia 39817, or calling (229) 246-0384.

ANNUAL MEETING INFORMATION STATEMENT

This 2024 Annual Meeting Information Statement was mailed to all stockholders on or about January 12, 2024, and was posted on www.SWGAFarmCredit.com simultaneous with its mailing. It will be available on the Association's website for not less than 30 days. Copies of the 2024 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.

2024 Annual Meeting
Information Statement

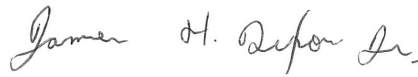


February 20, 2024

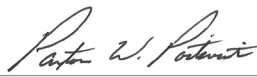
CERTIFICATION

The undersigned certify that this statement has been reviewed and 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 his/her knowledge and belief.

James H. Dixon, Jr., Chairman
Board of Directors
Southwest Georgia Farm Credit, ACA



Paxton W. Poitevint
CEO/President
Southwest Georgia Farm Credit, ACA



Ryan G. Burt
Chief Financial Officer
Southwest Georgia Farm Credit, ACA

