



# BAN C&N NOTES

C&N'S FOURTH QUARTER REPORT

## DEAR SHAREHOLDER:

As we close out 2025 and reflect on the fourth quarter, C&N delivered solid operating performance while completing a significant strategic milestone. The successful merger with Susquehanna Community Financial, Inc. meaningfully expanded our franchise, strengthened our balance sheet, and positioned us for long-term growth, even as reported results were temporarily impacted by merger-related expenses.

THE SUCCESSFUL MERGER WITH  
SUSQUEHANNA COMMUNITY  
FINANCIAL, INC. ... POSITIONED  
US FOR LONG-TERM GROWTH.

Net income for the fourth quarter of 2025 was \$4.5 million, or \$0.25 per diluted share, compared to \$6.6 million, or \$0.42 per diluted share, in the third quarter of 2025 and \$8.2 million, or \$0.53 per diluted share, in the fourth quarter of 2024. Earnings for the quarter included \$5.5 million of after-tax merger-related expenses associated with the Susquehanna acquisition. Excluding these expenses, adjusted earnings totaled \$10.0 million, or \$0.56 per diluted share, representing a material improvement from \$0.47 per diluted share in the third quarter of 2025 and demonstrating continued momentum in core earnings.

Net interest income and net interest margin improved in the fourth quarter and over the full year, driven by

disciplined loan pricing, growth in earning assets, a more efficient funding mix, and the addition of Susquehanna. The jump in loan and deposit balances was primarily due to the merger, but also reflected expansion across commercial, consumer, and residential loan portfolios and the ongoing strength of C&N's core deposit base. Credit quality remained solid, with low net charge-offs (0.08% of average loans receivable for the year in 2025) and an appropriately managed allowance for credit losses, including adjustments related to the acquisition. Noninterest income continued to grow and diversify, supported by brokerage, insurance, mortgage, and fee-based revenue, including contributions from Susquehanna. Noninterest expenses rose moderately due to the integration of the new business but remained controlled relative to the growth in scale. For a more detailed discussion of our quarterly results, see the press release linked to the QR code.



On October 1, 2025, C&N completed its merger with Susquehanna Community Financial, adding approximately \$596 million in assets, \$394 million in loans, and \$502 million in deposits, along with seven branch locations in central Pennsylvania. The transaction resulted in the issuance of approximately 2.3 million shares of C&N common stock and increased stockholders' equity by \$44.4 million, net of issuance costs. While the transaction resulted in modest tangible

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# BUSINESS & CULTURE

## C&N RECOGNIZED FOR FINANCIAL WELLNESS EFFORTS

In 2025, C&N introduced Centsable, our financial wellness program designed to help individuals, families and businesses build confidence and clarity in their financial lives. That commitment was recognized nationally when C&N received a Certificate of Recognition from the American Bankers Association Foundation as part of its 2025 Community Commitment Awards in the Financial Education category.



*C&N teammates reached 264 teens in 2025 through the ABA Foundation's Get Smart About Credit program, helping students learn how credit works and why it matters.*

Centsable brings together the many ways C&N supports financial well-being across our communities, combining in-person education, digital resources, fraud awareness and workplace and community partnerships. Through classroom visits, employer-based education, senior outreach and ongoing fraud prevention efforts, C&N teammates help simplify complex financial topics and provide practical guidance at every stage of life.

Financial wellness at C&N also extends beyond in-person engagement, with online tools and educational



*Through the ABA Foundation's Teach Children to Save program, C&N teammates connected with 1,227 children in 2025 to help build strong money habits from the start.*

resources that allow individuals to learn at their own pace and make informed decisions.

This recognition affirms the impact of our work and the dedication of our teammates. As we continue to build on Centsable in 2026, C&N remains focused on empowering the communities we serve with education, trusted resources and support that helps people make confident financial decisions.



Learn more at  
[cnbankpa.com/Centsable](https://cnbankpa.com/Centsable)



NOW ACCEPTING  
NOMINATIONS FOR OUR  
NEXT GBGT CAUSE!

C&N's Giving Back, Giving Together program is about listening to the communities we serve and working alongside local organizations to make a meaningful difference.

We invite you to share a cause or issue that matters to you and the nonprofits doing important work in that space. Your input helps guide where our next Giving Back, Giving Together campaign can make the greatest impact.

Scan the QR code below to share a cause that matters to you and join us in Giving Back, Giving Together.



Nominate your cause at  
[cnbankpa.com/GBGT](https://cnbankpa.com/GBGT)

# DOLLARS&SENSE

Below are unaudited financial highlights. Additional details on our Fourth Quarter financial results can be found on the Investor Relations section of our website section by scanning the QR code or visiting [cnbankpa.com/bancnotes](http://cnbankpa.com/bancnotes). The full unaudited financial results press release is available at [cnbankpa.com/Press-Releases](http://cnbankpa.com/Press-Releases).

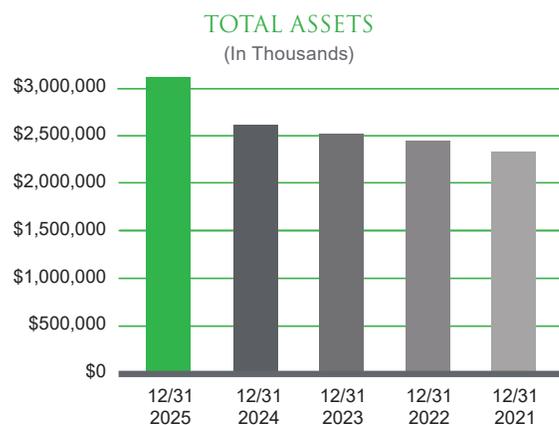


TABLE INFORMATION (In Thousands)	12/31 2025	12/31 2024	12/31 2023	12/31 2022	12/31 2021
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Total Assets	\$3,132,469	\$2,610,653	\$2,515,584	\$2,454,307	\$2,327,648
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Q4 HIGHLIGHTS (In Thousands, Except Per Share Data)	Q-4 2025	Q-4 2024	\$ INCREASE (DECREASE)	% INCREASE (DECREASE)
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Net Income	\$4,466	\$8,174	(\$3,708)	(45.36)%
Net Income - Diluted Per Share	\$0.25	\$0.53	(\$0.28)	(52.83)%
Dividends Per Share	\$0.28	\$0.28	\$0.00	0.00%

YEARS ENDED (In Thousands, Except Per Share Data)	12/31 2025	12/31 2024	\$ INCREASE (DECREASE)	% INCREASE (DECREASE)
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Total Assets	\$3,132,469	\$2,610,653	\$521,816	19.99%
Net Income	\$23,427	\$25,958	(\$2,531)	(9.75)%
Net Income - Diluted Per Share	\$1.46	\$1.69	(\$0.23)	(13.61)%
Dividends Per Share	\$1.12	\$1.12	\$0.00	0.00%

## Citizens & Northern Corporation (CZNC)

DATE	OPEN	HIGH	LOW	CLOSE	VOLUME
12/31/25	\$20.23	\$20.24	\$20.04	\$20.17	32,900

# NEW&INNOVATIVE

## C&N & SUSQUEHANNA INTEGRATION COMPLETE

We are pleased to share that the integration of Susquehanna Community Bank is now complete, marking the conclusion of a carefully managed transition.

Throughout the process, our team's focus remained on continuity, clear communication and creating a positive experience for customers, teammates and communities. With systems and operations fully aligned, former Susquehanna customers now have access to C&N's full suite of products, services, and digital tools, while they continue to receive the local service they value.

With this milestone complete, C&N is well positioned for continued growth.



## BANCNOTES

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book value dilution of \$0.56 per share at closing, we believe the long-term strategic and financial benefits significantly outweigh this short-term impact. Our team completed the systems conversion in December and are now fully focused on delivering consistent customer experiences and realizing the operational and growth opportunities of the combined franchise.

It is important to take note of our ongoing commitment to support the community. During the fourth quarter, the C&N Team continued to band together for our Giving Back, Giving Together program, raising over \$25,500. These funds support

our current cause - Honoring Our Heroes – which benefits active-duty military and veterans. In the past few months, our teammates have taken every opportunity to partner with local communities on a variety of creative fundraising efforts including purse bingo, raffles, and commemorative banners.

As we enter 2026, we do so with expanded scale, improved earnings capacity, a diversified balance sheet, and strong capital position. While the economic and interest rate environment remains fluid, we are well positioned to navigate uncertainty, support our customers and communities, and create long-

term value for our shareholders. Reflecting our confidence in C&N's financial strength and long-term outlook, on January 22, 2026, C&N's Board of Directors declared a regular quarterly cash dividend of \$0.28 per share, payable on February 13, 2026, to shareholders of record as of February 2, 2026.

We appreciate your continued trust and look forward to building on the momentum established in 2025.



J. Bradley Scovill  
President and CEO