

EXHIBIT "A"
BID FORM

TO: Federal Deposit Insurance Corporation
1601 Bryan St. - Suite 32128
Dallas, Texas 75201

Attention: Manager - Franchise Marketing
Division of Resolutions and Receiverships

FROM: COMMUNITY BANKERS TRUST CORPORATION*

BID FOR: [Failed Bank] SUBURBAN FEDERAL SAVINGS BANK
[City, State] (the "Bank") CROFTON, MD.

The undersigned Potential Acquirer submits this Bid Form ("Bid"), in accordance with the Instructions to Potential Acquirers ("Instructions") and instructions contained on this Form, to acquire certain assets and liabilities pursuant to a Purchase and Assumption (Whole Bank) with Loss Share Agreement.

* ON BEHALF OF BANK OF ESSEX, A
VIRGINIA BANK

This is bid number _____
of _____ bids submitted.

I. Transaction # 1 - All Deposits and Unsecured Liabilities

N/A

The Potential Acquirer is: BANK OF ESSEX
(Name, City, State)

Bids may be stated as a positive dollar amount, which represents the amount of First Loss the Potential Acquirer will assume prior to the commencement of loss sharing with the FDIC for the purchase of assets and/or to assume certain liabilities of the Bank, or a negative dollar amount, which is the amount to be paid by the FDIC to the Potential Acquirer for the purchase of assets and/or to assume certain liabilities of the Bank. When completing the Bid Form, Potential Acquirers **must** indicate a negative by placing parenthesis "(" around the dollar amount. All amounts will be considered positive (i.e., a First Loss amount) if not in parenthesis. If no bid is made for a transaction or option, leave the space blank or write "no bid". **A bid of zero in any form will be treated as a live bid of \$0.**

The bid amount is: \$ _____.

This is bid number _____
of _____ bids submitted.

II. Transaction # 2 – All Deposits

The Potential Acquirer is: BANK OF ESSEX, TAPPAHANNOCK, VA
(Name, City, State)

Bids may be stated as a positive dollar amount, which represents the amount of First Loss the Potential Acquirer will assume prior to the commencement of loss sharing with the FDIC for the purchase of assets and/or to assume certain liabilities of the Bank, or a negative dollar amount, which is the amount to be paid by the FDIC to the Potential Acquirer for the purchase of assets and/or to assume certain liabilities of the Bank. When completing the Bid Form, Potential Acquirers must indicate a negative by placing parenthesis "(" around the dollar amount. All amounts will be considered positive (i.e., a First Loss amount) if not in parenthesis. If no bid is made for a transaction or option, leave the space blank or write "no bid". A bid of zero in any form will be treated as a live bid of \$0.

The bid amount is:

\$ (45,000,000)
NEGATIVE BID

This is bid number _____
of _____ bids submitted.

III. Transaction # 3 – Insured Deposits Only

(N/A)

The Potential Acquirer is: BANK OF ESSEX
(Name, City, State)

Bids may be stated as a positive dollar amount, which represents the amount of First Loss the Potential Acquirer will assume prior to the commencement of loss sharing with the FDIC for the purchase of assets and/or to assume certain liabilities of the Bank, or a negative dollar amount, which is the amount to be paid by the FDIC to the Potential Acquirer for the purchase of assets and/or to assume certain liabilities of the Bank. When completing the Bid Form, Potential Acquirers **must** indicate a negative by placing parenthesis "(" around the dollar amount. All amounts will be considered positive (i.e., a First Loss amount) if not in parenthesis. If no bid is made for a transaction or option, leave the space blank or write "no bid". **A bid of zero in any form will be treated as a live bid of \$0.**

The bid amount is: \$ _____.

This is bid number _____
of _____ bids submitted.

IV. Resulting Institution Information (Place "Xs" where and as appropriate)

A. If the Potential Acquirer's Bid is accepted:

(i) the resulting financial institution will be a

bank
 thrift

(ii) the resulting financial institution

will
 will not
involve a de novo institution

(iii) the resulting financial institution

will
 will not
be operated as a branch of the Acquirer

B. Upon consummation of any transaction contemplated in this Bid, the name of the resulting financial institution involved in the transaction will be

ESSEX BANK, TA A DIVISION OF BANK OF ESSEX

and such institution will be a:

- national bank
- state member bank
- state non member bank
- federal savings bank
- state savings bank
- federal savings and loan association
- state savings and loan association
- other (please explain)

C. To be completed **only** if a holding company is involved:

Name of holding company: COMMUNITY BANKERS TRUST CORPORATION

This is bid number _____ of _____ bids submitted.
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Address of holding company: 4235 INNSLAKE DRIVE

GLEN ALLEN, VA 23060

The holding company ^{IS} will be a:

bank holding company
 thrift holding company

V. Contact

The following person is the designated contact person for the Potential Acquirer:

Name: GARY A. SIMANSON

Title: CHIEF STRATEGIC OFFICER

Address: 1325 TAPPAHANNOCK BLVD.
P. O. Box 965
TAPPAHANNOCK, VA 22560

Telephone: 202-431-0507 (office)

703-759-2502 (other)

Facsimile: 804-443-9427

cc: Name: GEORGE M. LONGEST, JR.

VI. Consummation of Transaction

The Potential Acquirer agrees that upon notification (which may be verbal) from the Corporation that the Potential Acquirer's Bid with respect to one of the transactions contemplated herein has been accepted, the Potential Acquirer will execute the appropriate agreement(s) and work diligently to consummate the transaction. Such consummation shall occur at such time and place as the Corporation in its sole discretion determines.

The Potential Acquirer represents and warrants that it has executed and delivered to the Corporation a Confidentiality Agreement, is eligible to purchase assets and able to execute a Purchaser Eligibility Certification ("Certification") and that all information provided and

This is bid number _____
of _____ bids submitted.

representations made by or on behalf of the Potential Acquirer in connection with this transaction and the transactions contemplated hereby, including, but not limited to, the Confidentiality Agreement and its eligibility to purchase assets and ability to execute a Certification, are and remain true and correct in all material respects and do not fail to state any fact required to make the information contained therein not misleading. The Potential Acquirer agrees that if it is a successful bidder that on notification it will execute and immediately deliver to the FDIC a Certification via fax and overnight delivery.

The undersigned, on behalf of the Potential Acquirer, hereby certifies that (i) the Potential Acquirer has full power and authority to submit this Bid and has taken all corporate action necessary with respect thereto, and (ii) the undersigned has been duly authorized to execute and submit this Bid on behalf of the Potential Acquirer.

A Board resolution authorizing the submission of the bid and authorizing this representative to sign on behalf of the institution or group has been submitted with each bid form.

Printed Name of Potential Acquirer

BANK OF ESSEX

By: *G. M. Longest Jr.*
(signature)

Name: GEORGE M. LONGEST, JR.

Title: Chief Executive Officer

Date: 1/23/09

This is bid number _____
of _____ bids submitted.

II. Transaction # 2 - All Deposits

The Potential Acquirer is: BANK OF ESSEX, TAPPAHANNOCK, VA
(Name, City, State)

Bids may be stated as a positive dollar amount, which represents the amount of First Loss the Potential Acquirer will assume prior to the commencement of loss sharing with the FDIC for the purchase of assets and/or to assume certain liabilities of the Bank, or a negative dollar amount, which is the amount to be paid by the FDIC to the Potential Acquirer for the purchase of assets and/or to assume certain liabilities of the Bank. When completing the Bid Form, Potential Acquirers must indicate a negative by placing parenthesis "(" around the dollar amount. All amounts will be considered positive (i.e., a First Loss amount) if not in parenthesis. If no bid is made for a transaction or option, leave the space blank or write "no bid". A bid of zero in any form will be treated as a live bid of \$0.

The bid amount is: \$ (45,000,000)
NEGATIVE BID

* SUCH BID TO BE OFFSET BY ANY EQUITY THAT TRANSFERS TO PURCHASER AT CLOSING. SUCH EQUITY TO BE REDUCED BY ANY PENALTY TO BE PAID TO THE FEDERAL HOME LOAN BANK ("FHLB") SHOULD PURCHASER ELECT TO REPLY ALL FHLB ADVANCES, AT CLOSING, OR A PORTION THEREOF, OF SUCH FHLB ADVANCES.