

**HARBOR BANKSHARES CORPORATION**  
**25 West Fayette Street**  
**Baltimore, Maryland 21201**

**April 29, 2026**

**AMENDED AND RESTATED NOTICE OF  
ANNUAL MEETING OF HARBOR BANKSHARES CORPORATION STOCKHOLDERS**

To Our Shareholders:

On April 10, 2026, you received notice of the 2026 Annual Meeting of Shareholders (the “Annual Meeting”) of Harbor Bankshares Corporation (the “Corporation”), which is scheduled to be held in a virtual-only format via Zoom on Wednesday, May 20, 2026, at 9:00 A.M. Eastern Daylight Time. Since the delivery of the notice of Annual Meeting on April 10, 2026, there has been a material change in our Board of Director’s recommendation as it relates to the election of directors. The Bylaws of the Corporation requires that notice of meetings of the shareholders be mailed to each shareholder not less than ten (10) nor not more than ninety (90) days before the date of said meeting. In accordance with the Bylaws and to give each shareholder ample time to review the matters scheduled to be discussed at the Annual Meeting, the formal Amended and Restated Notice of Annual Meeting appears on the next page.

For the avoidance of doubt, the remainder of this letter, the Amended and Restated Notice of Annual Meeting and the Amended and Restated Proxy Statement provided on the following pages amend and restate the original version of, as applicable, this letter, the Notice of Annual Meeting and the Proxy Statement, each dated April 10, 2026, in their entirety. To the extent we have received an executed proxy card prior to the date of this letter based on the April 10 Notice and Proxy Statement, the proxies named therein will not exercise such proxy and request that you submit a new proxy in accordance with the instructions provided in the Amended and Restated Proxy Statement.

At a meeting of the Board of Directors of the Corporation (the “Board”) held on April 22, 2026, the Board approved a resolution to decrease the size of the Class I Directors by one (1) director and reduce the size of the Board by one (1) director, in each case effective upon the election of directors at the Annual Meeting and withdrew its nomination of John D. Lewis for Class I Director. Therefore, there are five (5) available directorships for Class I Directors and for election at the Annual Meeting.

At the Annual Meeting, you will be asked to elect Kermit S. Billups, Natalie Madeira Cofield, James H. DeGraffenreidt, Jr., Joseph Haskins, Jr. and Rhonda Overby as Class I Directors for three-year terms and until their successors are duly elected and qualify and to ratify the appointment of Yount, Hyde & Barbour, P.C. as the independent public accounting firm for the Corporation for the year ending December 31, 2026. The Board of Directors recommends that shareholders vote FOR reelection of the five Class I Directors and FOR the ratification of the appointment of Yount, Hyde & Barbour, P.C. as the Corporation’s independent public accounting firm.

The enclosed Amended and Restated Proxy Statement gives you detailed information about the Annual Meeting and related matters.

It is important that your views be represented whether or not you plan to virtually attend the Annual Meeting. Your vote is important, whether you own a few shares or many. We urge you to vote your shares either virtually at the Annual Meeting or by returning your proxy as soon as possible.

Sincerely,

/s/Joseph Haskins, Jr.  
Chairman of the Board

**HARBOR BANKSHARES CORPORATION**  
**25 West Fayette Street**  
**Baltimore, Maryland 21201**

**AMENDED AND RESTATED NOTICE OF ANNUAL MEETING OF SHAREHOLDERS**  
To Be Held May 20, 2026

To Our Shareholders:

The Annual Meeting of Shareholders of Harbor Bankshares Corporation will be held in a virtual-only format via Zoom on Wednesday, May 20, 2026, at 9:00 A.M. Eastern Daylight Time. The meeting will be accessible at:

Join Zoom Meeting: <https://us06web.zoom.us/j/83272632617?pwd=Ev9W65Rd0XUazYJaUHnZ55YnosavJv.1>

Dial in: 1-301-715-8592

Meeting ID: 832 7263 2617

Passcode: 638102

There will not be a physical meeting. You will be entitled to virtually participate in the Annual Meeting only if you were a stockholder of record of the Corporation as of the close of business on the Record Date for the Annual Meeting, or if you hold a valid proxy for the Annual Meeting received from a stockholder of record on that date. If you hold your shares through an intermediary, such as a bank or broker, you must register in advance. Please refer to the section of this Amended and Restated Proxy Statement entitled **Attending the Meeting** for instructions on how to register.

The Annual Meeting of Shareholders will be held for the following purposes:

1. To elect five Class I Directors, each to serve for a three-year term;
2. To ratify the appointment of Yount, Hyde & Barbour, P.C. as the independent public accounting firm for the Corporation for the year ending December 31, 2026; and
3. To act upon such other matters as may properly come before the Annual Meeting or any adjournments or postponements thereof.

Note: The Board of Directors is not aware of any other business to come before the Annual Meeting.

The Board of Directors has fixed the close of business on March 26, 2026, as the Record Date for determination of shareholders entitled to vote at the Annual Meeting. The Harbor Bankshares Corporation's Board of Directors unanimously recommends that you vote **FOR** the election of the five Class I Directors and **FOR** the ratification of Yount, Hyde & Barbour, P.C. as the Corporation's independent public accounting firm.

Only shareholders of record of Harbor Bankshares Corporation voting common stock at the close of business on the Record Date will be entitled to notice of, and to vote at, the Annual Meeting or any adjournment thereof. To grant a proxy to vote your shares, you may complete and return the enclosed proxy card. You also may vote virtually at the Annual Meeting. Please vote promptly whether or not you expect to attend the Annual Meeting.

You are requested to fill in and sign the enclosed Form of Proxy and to mail it in the enclosed envelope. The Proxy will not be used if you attend and choose to vote virtually at the Annual Meeting. **Executed but unmarked proxies will be voted FOR the election of the five Class I Directors and FOR the ratification of Yount, Hyde & Barbour, P.C. as the Corporation's independent public accounting firm.**

This Amended and Restated Notice of Annual Meeting and the Amended and Restated Proxy Statement and proxy card attached to this notice amend and restate the original version of, as applicable, the Notice of Annual Meeting and the Proxy Statement, each dated April 10, 2026, in their entirety. To the extent we have received an executed proxy card prior to the date of this letter based on the April 10 Notice and Proxy Statement, the proxies named therein will not exercise such proxy and we request that you submit a new proxy in accordance with the instructions provided in the Amended and Restated Proxy Statement using the enclosed Form of Proxy and mailing it in the enclosed envelope.

Harbor Bankshares Corporation's only class of stock entitled to vote on the proposals to be presented at the Annual Meeting is its common stock, par value \$0.01 per share. A complete list of shareholders entitled to vote at the Annual Meeting will be available for inspection by any shareholder at the offices of Harbor Bankshares Corporation

during ordinary business hours for a period of at least ten days prior to the Annual Meeting.

By Order of the Board of Directors,  
/s/Yitzhak Zelmanovitch  
Corporate Secretary

Baltimore, Maryland  
April 29, 2026

**Your Vote Is Important. Please promptly sign, date, and return the enclosed proxy card. If you attend the Annual Meeting and decide that you wish to vote virtually or for any other reason desire to revoke your proxy, you can do so at any time prior to its use.**

**HARBOR BANKSHARES CORPORATION**  
**25 West Fayette Street**  
**Baltimore, Maryland 21201**

**AMENDED AND RESTATED PROXY STATEMENT**  
**FOR THE ANNUAL MEETING OF SHAREHOLDERS**  
To Be Held on May 20, 2026

**INTRODUCTION**

This Amended and Restated Proxy Statement is being sent to holders of the common stock, \$0.01 par value of Harbor Bankshares Corporation, a Maryland corporation (“Harbor” or the “Corporation”), in connection with the solicitation of proxies by the Board of Directors of Harbor for use at the 2026 Annual Meeting of Shareholders. The Annual Meeting of Shareholders will be held in a virtual-only format via Zoom on Wednesday, May 20, 2026, at 9:00 A.M. Eastern Daylight Time, and at any adjournment or postponement of the meeting. Information on how to join the meeting virtually is included in the Amended and Restated Notice of Annual Meeting of Shareholders. The Annual Meeting of Shareholders will be held for the following purposes:

1. To elect five Class I Directors, each to serve for a three-year term;
2. To ratify the appointment of Yount, Hyde & Barbour, P.C. as the independent public accounting firm for the Corporation for the year ending December 31, 2026; and
3. To act upon such other matters as may properly come before the Annual Meeting or any adjournments or postponements thereof.

This Amended and Restated Proxy Statement and the accompanying form of proxy are being sent to Harbor shareholders on or about April 29, 2026.

This Amended and Restated Proxy Statement and proxy card attached amend and restate the original version of, as applicable, the Proxy Statement and proxy card, each dated April 10, 2026, in their entirety. To the extent we have received an executed proxy card prior to the date of this letter based on the April 10 Proxy Statement, the proxies named therein will not exercise such proxy and we request that you submit a new proxy in accordance with the instructions provided in this Amended and Restated Proxy Statement using the enclosed Form of Proxy and mailing it in the enclosed envelope.

Only shareholders of record of voting common stock at the close of business on March 26, 2026, the record date, are entitled to notice of and to vote at the annual meeting and any adjournment or postponement of the meeting. As of March 26, 2026, there were 1,275,958 shares of Harbor common stock, par value \$0.01 per share, outstanding, consisting of 1,242,163 shares of voting common stock and 33,795 shares of nonvoting common stock.

The cost of soliciting proxies will be borne by Harbor. In addition to the solicitation of proxies by mail, Harbor also may solicit proxies personally or by telephone or other means through its directors, officers, and regular employees. Harbor also will request persons, firms, and corporations holding shares in their names or in the name of nominees that are beneficially owned by others to send proxy materials to and obtain proxies from those beneficial owners and will reimburse the holders for their reasonable expenses in doing so.

**PROPOSAL I—ELECTION OF DIRECTORS**

The Charter and By-laws of the Corporation provide that the directors shall be classified into three classes, as equal in number as possible, with each director serving a three-year term. Currently, the Board of Directors of the Corporation and The Harbor Bank of Maryland (“Bank”) is composed of twelve members. The terms of the Class I Directors are scheduled to expire at the 2026 Annual Meeting or until their respective successors have been duly elected and qualified.

Directors are elected by a plurality of the votes cast by the holders of shares of common stock present virtually or represented by proxy. Abstentions will have no effect on the result of the vote on this proposal.

Annually the Board of Directors evaluates the independence of each director. Based upon the recommendation of the Human Resources and Governance Committee, the Board affirmatively determined that 9 of our 12 directors are independent based on internal guidelines designed to ensure objective oversight of the Corporation’s affairs. In making its affirmative determination, the Board considered all relevant facts and circumstances, including commercial, banking, and

family relationships. The Board has determined that the following directors are not independent: Joseph Haskins, Jr., due to his service as Chief Executive Officer of the Corporation, and Rhonda Overby, because she is the spouse of Joseph Haskins, Jr., who serves as Chief Executive Officer of the Corporation, and she received more than \$120,000 in compensation for marketing consulting services provided to the Corporation during 2023. The Board has further determined that Rhonda Overby's participation on the Audit Committee is consistent with the Corporation's internal governance policies and provides a valuable perspective to the Committee's oversight functions.

Our Board is currently led by Joseph Haskins, Jr., who serves as Chairman. Effective April 22, 2026, following approval of the Board, Joseph Haskins, Jr. has assumed the position of the Corporation's Chief Executive Officer. To ensure strong independent oversight, the Board has appointed James H. DeGraffenreidt, Jr., as Lead Independent Director. In this capacity, the Lead Independent Director presides over all meetings of the Board at which the Chairman is not present, calls and leads executive sessions of independent directors, and acts as a liaison between the independent directors and management. The Board believes this leadership structure is effective for the Corporation as it utilizes the Chairman's long standing experience while providing a formal role for independent leadership on the Board.

**Directors to be elected at the 2026 Annual Meeting to serve until the 2029 Annual Meeting (Class I)**

<u>Name</u>	<u>Independent</u>	<u>Board Tenure and Professional Background</u>
Kermit S. Billups	X	Mr. Billups became director of the Corporation and the Bank in 2025. He is Co-Founder and Executive Vice President of Greenline Ventures, an impact-focused investment management firm that specializes in providing flexible capital to underserved businesses and communities nationwide.
Natalie Madeira Cofield	X	Ms. Cofield became a director of the Corporation and the Bank in 2023. She is the CEO of the Association for Enterprise Opportunity (AEO) and is the former Assistant Administrator for the U.S. Small Business Administration.
James H. DeGraffenreidt, Jr.	X	Mr. DeGraffenreidt has served as a director of the Corporation and the Bank since 1996. He is a retired Chairman and Chief Executive Officer of WGL Holdings, Inc., distributors of natural gas. Mr. DeGraffenreidt is the Lead Independent Director of the Corporation.
Joseph Haskins, Jr.		Mr. Haskins has served as director of the Corporation since its formation in 1992 and of the Bank since 1980. He served as Chairman, President, and CEO of the Corporation from its formation in 1992 through June 2020 and Chairman, President, and CEO of the Bank from 1987 through June 2020. From June 2020 through April 2023, he served as Chairman and CEO of the Corporation and the Bank until his retirement in April 2023. Mr. Haskins remains Chairman of the Board of the Corporation and the Bank.
Rhonda Overby		Ms. Overby became director of the Corporation and the Bank in 2025. She is the founder and CEO of Camera Ready, Inc., a strategic communications company.

### Continuing Directors

The following information is provided with respect to directors who will continue to serve as directors of the Corporation until the expiration of their terms at the times indicated.

#### Directors continuing to serve until the 2027 Annual Meeting (Class II)

<u>Name</u>	<u>Independent</u>	<u>Board Tenure and Professional Background</u>
Jonathan R. C. Dickey	X	Mr. Dickey became a director of the Corporation and the Bank in 2022. He is a Senior Member of Merriweather Money Management, LLC, an investment management company. Mr. Dickey is a certified public accountant.
Erich W. March	X	Mr. March as served as director of the Corporation since its formation in 1992 and of the Bank since 1980. He is Vice President of March Funeral Homes, Inc.
James H. Rhee	X	Mr. Rhee became a director of the Corporation and the Bank in 2022. He is a Managing Partner of The Livingston Group Asia, an international business and investment advisory firm based in Washington DC.

#### Directors continuing to serve until the 2028 Annual Meeting (Class III)

<u>Name</u>	<u>Independent</u>	<u>Board Tenure and Professional Background</u>
Miguel Lambert	X	Mr. Lambert became a director of the Corporation and the Bank in 2023. He has served as President of The Bulldog Group for over 15 years, managing a portfolio of business focusing on sustainability within the construction industry. Prior to that, Mr. Lambert worked in investment banking at Citibank.
Kimberly J. Levine	X	Ms. Levine became a director of the Corporation and the Bank in 2023. She is retired from the Corporation and the Bank having served as the Executive Vice President and Chief Financial Officer. Ms. Levine has over 25 years of experience as the Chief Financial Officer for community development financial institutions and minority-and women-owned banks. Ms. Levine is a certified public accountant.
James Scott, Jr.	X	Mr. Scott has served as a director of the Corporation and the Bank since 2000. He is a Principal in Platform Accounting Group, a national network of top-tier, local accounting firms. Mr. Scott is a certified public accountant.
Yitzhak Zelmanovitch	X	Mr. Zelmanovitch has served as a director of the Corporation and the Bank since 2019. He is President of Founders' Impact, Inc. formerly known as East Coast Capital Holdings, Ltd., a specialized business investment company and a licensee of the Small Business Administration that provides debt and equity capital to community-oriented financial service businesses.

## Security Ownership of Certain Beneficial Owners and Management

There were 1,275,958 shares of the Common Stock issued and outstanding on March 26, 2026, of which 1,242,163 were shares of voting common stock. The following table shows the beneficial ownership of the voting common stock as of this date by: (1) each of Harbor's current named executive officers and directors, (2) all of Harbor's current directors and executive officers as a group and (3) each shareholder known by Harbor to be the beneficial owner of more than 5% of outstanding shares of Common Stock.

<u>Name of Beneficial Owner<sup>(1)(2)</sup></u>	<u>Number of Shares Beneficially Owned<sup>(3)</sup></u>	<u>Percentage of Shares Beneficially Owned</u>
<b><i>Named Directors, Executive Officers, and Nominees:</i></b>		
Joseph Haskins, Jr. <sup>(4)</sup> .....	112,696	9.07%
John D. Lewis <sup>(5)</sup> .....	50,218	4.04%
Yitzhak Zelmanovitch <sup>(6)</sup> .....	28,791	2.32%
James Scott, Jr. <sup>(7)</sup> .....	23,161	1.86%
Erich W. March <sup>(8)</sup> .....	17,620	1.42%
James H. DeGraffenreidt, Jr. ....	11,992	*
Kimberly J. Levine.....	7,028	*
Miguel Lambert.....	2,800	*
James H. Rhee.....	1,100	*
Jonathan R. C. Dickey.....	700	*
Kermit S. Billups.....	516	*
Natalie Madeira Cofield.....	348	*
Rhonda Overby.....	25	*
Jodi L. Beal.....	7,094	*
All Directors and executive officers as a group (14 persons).....	264,089	21.26%
<b><i>Other 5% Shareholders:</i></b>		
William Paterakis <sup>(9)</sup> .....	157,066	12.64%
Edward St. John.....	96,228	7.75%

\* Less than 1%

- (1) Unless otherwise specified, the address is c/o Harbor Bankshares Corporation, 25 West Fayette Street, Baltimore, Maryland 21201.
- (2) Persons named in this table have sole or shared voting and/or investment power over the shares.
- (3) Unless otherwise specified, the number of shares shown represents shares of Common Stock.
- (4) Represents 112,696 shares of Common Stock, (including 600 shares of Common Stock beneficially owned by a child and 5,200 shares of Common Stock held by an IRA account).
- (5) Represents 50,218 shares of Common Stock (including 8,372 shares held by a brokerage). While Mr. Lewis remains a director, the term of his directorship ends at the 2026 Annual Meeting and Mr. Lewis has not been nominated for reelection. It is noted that Mr. Lewis is no longer an officer of Harbor Bankshares Corporation or The Harbor Bank of Maryland.
- (6) Represents 28,791 shares of Common Stock owned by Mr. Zelmanovitch (including 13,234 shares owned by a corporation over which Mr. Zelmanovitch has the power to vote).
- (7) Represents 23,161 shares of Common Stock (including 3,225 shares jointly owned by Mr. Scott and his wife and 3,430 shares held by a brokerage, jointly owned by Mr. Scott and his wife).
- (8) Represents 17,620 shares of Common Stock (including 15,453 shares owned by a corporation over which Mr. March has the power to vote).
- (9) Represents 157,066 shares of Common Stock as reflected on the Corporation's Shareholder records (including 110,193 shares of Common Stock owned by three corporations controlled by Mr. Paterakis (H&S Bakery Inc. 55,571 shares, Northeast Foods, Inc. 10,000 shares, and Jonber Associates, Inc. 44,622 shares)), 39,382 shares of Common Stock owned by Paterakis Limited Partnership LLP, 7,191 shares owned by Angeline Tsakalos Trustee, and 300 shares of Common Stock owned by William J Paterakis & Venice Paterakis Smith Personal Representatives of the Estate of John Paterakis.

## PROPOSAL II—RATIFICATION OF INDEPENDENT PUBLIC ACCOUNTANTS

### General

The Corporation's Audit Committee has retained Yount, Hyde & Barbour, P.C. as independent public accountants to audit the Corporation's 2026 consolidated financial statements. A representative of Yount, Hyde and Barbour, P.C. is expected to be present at the Annual Meeting, with the opportunity to make a statement if he or she decides and will respond to appropriate questions.

The Board recommends that shareholders vote FOR the ratification of the appointment of Yount, Hyde & Barbour, P.C. as the Corporation's independent public accounting firm. The ratification of the appointment of Yount, Hyde & Barbour, P.C. as the Corporation's independent public accounting firm requires a majority of the votes cast by the holders of shares of common stock present virtually or represented by proxy. Abstentions will have no effect on the result of the vote of this proposal. Shareholder approval of the appointment is not required. However, the Board believes that obtaining shareholder ratification of the appointment is a sound corporate governance practice. If the shareholders do not vote on an advisory basis in favor of the appointment of Yount, Hyde & Barbour, P.C., the Board will reconsider whether or not to hire the firm and may retain Yount, Hyde & Barbour, P.C. or hire another firm without resubmitting the matter for shareholders' approval. The Board retains the discretion at any time to appoint a different independent auditor.

## THE ANNUAL MEETING

### Purpose

This Amended and Restated Proxy Statement is furnished to shareholders of Harbor in connection with the solicitation of proxies by Harbor's Board of Directors for use at the Annual Meeting.

### Date, Place and Time of Annual Meeting

The Annual Meeting of Harbor's shareholders will be held in a virtual-only format via Zoom on Wednesday, May 20, 2026, at 9:00 A.M. Eastern Daylight Time.

### Shares Entitled to Vote; Quorum and Vote Required

The holders of record of the outstanding shares of Harbor voting common stock at the close of business on March 26, 2026, will be entitled to notice of and to vote at the Annual Meeting and any adjournment or postponement of the Annual Meeting. At the close of business on that date, there were 1,242,163 shares of Harbor common stock outstanding and entitled to vote at the Annual Meeting.

At the Annual Meeting Harbor shareholders will be entitled to one vote for each share of Harbor common stock owned of record and eligible to vote on the record date. The holders of a majority of the Harbor common stock must be present, either virtually or by proxy, to constitute a quorum at the meeting. Shares of Harbor common stock present virtually or represented by proxy, including shares whose holders abstain or do not vote and shares held of record by a broker or nominee that are voted on any matter, will be counted for purposes of determining whether a quorum exists at the Annual Meeting.

On the record date, the directors and executive officers of Harbor and the Bank (14 persons) held in the aggregate 264,089, or 21.26%, of Harbor Common Stock which were shares entitled to vote at the Annual Meeting.

A list of shareholders will be available for examination by holders of the Harbor common stock for any purpose related to the Annual Meeting during the 10 days prior to the Annual Meeting at its offices at 25 West Fayette Street, Baltimore, MD 21201.

### Voting Procedures and Revocation of Proxies

Proxies, in the form enclosed, that are properly executed by the shareholders and returned to Harbor Bankshares Corporation on or after the date of this Amended and Restated Proxy Statement and not subsequently revoked, will be voted in accordance with the instructions indicated on the proxies. Any properly executed *proxy* on which voting instructions are not specified will be voted FOR the election of the five nominated Class I Directors and FOR the ratification of Yount, Hyde & Barbour, P.C. as the Corporation's independent public accounting firm. The proxy also grants authority to the shareholders designated in the proxy to vote in accordance with their own judgment if an unscheduled matter is properly brought before the meeting.

If you are the record holder of your shares, you may revoke any proxy given pursuant to this solicitation by the Harbor Board of Directors at any time before it is voted at the Annual Meeting by:

- Giving written notice to the Secretary of Harbor; or
- Executing a proxy bearing a later date filed with the Secretary of Harbor at or before the meeting; or
- Attending and voting virtually at the meeting. Attendance without voting at the Annual Meeting will not in and of itself constitute revocation of a proxy.

All written notices of revocation and other communications with respect to revocation of proxies should be sent to: Harbor Bankshares Corporation, 25 West Fayette Street, Baltimore, MD 21201 Attention: Jodi L. Beal, Executive Vice President, and Chief Financial Officer. If you hold your shares in street name with a bank or broker, you must contact the bank or broker if you wish to revoke your proxy. To the extent you previously submitted a proxy prior to the date of this Amended and Restated Proxy Statement, we will return such proxy to you marked “void” and we request that you submit a new proxy using the enclosed Form of Proxy and the enclosed envelope.

### **Attending the Annual Meeting**

All of our shareholders are invited to virtually attend the Annual Meeting. If you are a beneficial owner of Harbor common stock held by a broker, bank or other nominee (i.e., in “street name”), you must register in advance to attend the Annual Meeting by submitting proof of proxy authority reflecting the Harbor Bankshares Corporation shares you hold, along with your name and email address no later than 5:00 p.m. Eastern Daylight Time on May 13, 2026, to: Harbor Bankshares Corporation, 25 West Fayette Street, Baltimore, MD 21201 Attention: Jodi L. Beal, Executive Vice President and Chief Financial Officer. A recent brokerage statement or a letter from a bank or broker are examples of proof of ownership. If you want to vote your shares of Harbor common stock held in street name virtually at the Annual Meeting, you will have to get a written proxy in your name from the broker, bank, or other nominee who holds your shares.

### **Annual Report**

Our Annual Report to Shareholders for the fiscal year ended December 31, 2025 was previously mailed to you with the original Proxy Statement dated April 10, 2026.

### **Solicitation of Proxies and Expenses**

This proxy solicitation is made by the Board of Directors of Harbor. Harbor is responsible for its expenses incurred in preparing, assembling, printing, and mailing this Amended and Restated Proxy Statement. Proxies will be solicited through the mail. Additionally, directors, officers and other employees of Harbor or its subsidiaries may solicit proxies in person, by telephone or other means of communication. None of these people will receive any special compensation for solicitation activities. Harbor will reimburse banks, brokers, and other custodians, nominees, and fiduciaries for their reasonable expenses in forwarding the proxy materials to beneficial owners.

### **OTHER MATTERS**

Management of Harbor knows of no other business to be presented at the Annual Meeting, other than procedural matters relating to the conduct of the Annual Meeting, but if other matters do properly come before the Annual Meeting, unless otherwise instructed, it is intended that the persons named in the proxy card will vote shares according to their best judgment.

By Order of the Board of Directors

/s/Joseph Haskins, Jr.  
Chairman of the Board

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