



EXECUTIVE COMMITTEE CHARTER

The purpose of the Executive Committee (the "Committee") shall be to possess and exercise, during the intervals between meetings of the Board of Directors (the "Board of Directors" or the "Boards") of Primis Financial Corporation (the "Company") and Primis, any and all powers of the Board of Directors in the management and direction of the business and affairs of the Company and Primis in which specific direction has not been given by the Board of Directors. In addition, the Committee shall perform such duties as may be directed by the Board of Directors from time to time.

Notwithstanding the foregoing, the Committee shall not have the powers specifically reserved to the full Board of Directors by the Company's and Primis' Articles of Incorporation, bylaws, applicable law or the rules of the Securities and Exchange Commission, The Nasdaq Stock Market LLC or the Virginia Bureau of Financial Institutions or by direction of the Board of Directors, nor shall the Committee exercise any authority granted exclusively to any other committee of the Board of Directors.

COMPOSITION OF COMMITTEE

The Committee shall consist of no fewer than three members and shall be comprised of the Chairman of the Board, the Chief Executive Officer of the Company and such other directors as the Board of Directors shall designate so long as a majority of the Executive Committee shall consist of independent directors. The members of the Committee and the Committee Chair shall be appointed, and may be replaced, by the Board of Directors. Committee members shall serve until they are replaced, they resign, or their successors are duly elected and qualified.

STRUCTURE AND OPERATIONS

The Committee shall meet when necessary in between regular meetings of the Board on urgent matters and when the Boards cannot be timely convened. Committee meetings shall occur at the call of any one of its members. Telephonic attendance at any meeting shall be permitted. The Committee shall report to the Boards on the Committee's activities and keep minutes of its acts and proceedings that shall be submitted at a subsequent meeting of the Boards.

Any action which may be taken by the Committee at a meeting may be taken upon a polling of each committee member, provided that the requisite number of committee members shall approve any such action.

OUTSIDE ADVISORS

The Committee shall have the authority to retain outside counsel and any other advisors as the Committee may deem appropriate in its sole discretion.