CODE OF ETHICS
BENCHMARK BANKSHARES, INC. AND ITS SUBSIDIARY, BENCHMARK COMMUNITY BANK

9/23

The banking business is based on trust. Benchmark's customers and stockholders entrust us with their money and confidential information because of our reputation for honesty, integrity and high ethical standards. Appearances can be as important as reality in the appropriate standard of ethical conduct. Since no list can take into account every situation, Benchmark's Code of Ethics is based on the exercise of conservative good judgment. It is the obligation of all Employees, Officers and Directors to know and understand the Code of Ethics and Benchmark's other policies and procedures and to consult with the company regarding any questions.

Employees, Officers or Directors who discover any Employee, Officer or Director engaging in an illegal or unethical act (other than accounting, accounting controls or auditing matters - see the next paragraph) have the responsibility to promptly notify Beth E. Moncure, Audit Committee Chairperson or E. Randy Lail, Chairman of the Board, who will conduct an investigation and may involve the Bank’s outside legal counsel.

Any phone notification should be followed up with a written report. Reports can be submitted anonymously or on a confidential basis. If such reports are submitted on a confidential basis, the reporting Employee's, Officer's or Director's name will not be disclosed in Benchmark's investigation, but Benchmark may be required to disclose the person's name to government entities. There will be no retaliation against a person making good faith reports or complaints. If an Employee, Officer or Director has a complaint or concern about any accounting, accounting control, or auditing matters at Benchmark (for example, if it is believed that an accounting or auditing practice is questionable or incorrect), the Employee, Officer or Director should follow procedures as set forth in Benchmark's Bank Communication Policy.

Benchmark's Employees, Officers and Directors must keep the company's information and customers' information confidential (except where disclosure is legally mandated, such as in a court proceeding). "Confidential" information includes all non-public information that might be of use to competitors or harmful to the company or its customers, if disclosed.

Benchmark's Employees, Officers and Directors must comply with all applicable laws, rules and regulations in conducting the company's business. This includes (but is not limited to) antitrust laws, insider trading laws, and employment laws, as well as laws and regulations of the Federal Reserve Bank and the Bureau of Financial Institutions of the Commonwealth of Virginia as they pertain to the conduct of banking business. Failure to abide by this Code of Ethics can be grounds for disciplinary action up to and including dismissal.

In summary, it is the expectation that all Employees, Officers and Directors of Benchmark Bankshares, Inc. and Benchmark Community Bank are to act in a manner that is always consistent with the highest possible standards of ethics.