

**Notice of Annual Meeting of Stockholders
and Proxy Statement**

**FREEDOM BANCSHARES, INC.
ANNUAL MEETING OF STOCKHOLDERS
May 21, 2020
5:00 PM**

To be held at:

**Freedom Bank
6640 West 143rd Street
Overland Park, Kansas 66223**

**NOTICE OF ANNUAL MEETING OF STOCKHOLDERS
TO BE HELD MAY 21, 2020**

Freedom Bancshares, Inc.'s (the "Company") annual stockholder meeting will be held on Thursday, May 21, 2020, at 5:00 p.m., at the offices of Freedom Bank, 6640 West 143rd Street, Overland Park, Kansas 66223 to consider and vote on the following matter:

1. The election of directors to hold office until the expiration of their one year terms, or until their successors shall be elected and qualified.

Only stockholders of record at the close of business on March 31, 2020 will be entitled to notice of or to vote at this meeting or any adjournments thereof.

Your vote is very important. We invite you to attend the annual meeting and vote your shares directly. However, if you are unable to personally attend, we urge you to exercise your right to vote by completing and returning the electronic proxy that will be provided to you by separate email. If you are a stockholder of record and attend the meeting, you may revoke your proxy by voting in person.

By Order of the Board of Directors,



Alisha M. Scott
Corporate Secretary

The date of this notice is April 21, 2020.

YOUR PROXY WILL BE DELIVERED TO YOU ELECTRONICALLY FOR VOTING, regardless of the number of shares you may own and whether you plan to attend the meeting in person, or not. You may revoke your proxy and vote your shares in person if revoked in accordance with the procedures described in the attached proxy statement.

**FREEDOM BANCSHARES, INC.
6640 WEST 143RD STREET
OVERLAND PARK, KANSAS 66223**

PROXY STATEMENT

GENERAL INFORMATION

We are providing these proxy materials to you in connection with the solicitation of proxies by the Board of Directors of Freedom Bancshares, Inc. (the “Company”) for the Annual Meeting of Stockholders and for any adjournment or postponement of the Annual Meeting. The Annual Meeting will be held on Thursday, May 21, 2020 at 5:00 p.m. at the offices of Freedom Bank, 6640 West 143rd Street, Overland Park, Kansas 66223. Due to the current COVID-19 pandemic, it may be possible to attend the meeting electronically and/or by teleconference, the details of which will be provided within 10 days in advance of the Annual Meeting.

This proxy statement and the accompanying proxy will first be sent on or about April 21, 2020 to the Freedom Bancshares, Inc. stockholders of record as of March 31, 2020.

Attendance at the Annual Meeting is limited to stockholders of record or their proxies, beneficial owners of Company stock having evidence of such ownership, and guests of the Company.

Proxies are being solicited to give all stockholders of record an opportunity to vote on the matter to be presented at the Annual Meeting. In the following pages of this Proxy Statement, you will find information on the matter to be voted upon at the Annual Meeting.

Only record holders of the Company’s common stock at the close of business on the Record Date are entitled to notice of and to vote at the Annual Meeting. As of the Record Date, there were 95,016 shares of Company common stock issued and outstanding. Each share is entitled to one vote on each matter properly brought before the meeting. Shares can be voted at the meeting only if the stockholder is present or represented by a valid proxy.

Many stockholders cannot personally attend the meeting and choose to be represented by proxy. Any stockholder of record giving the accompanying proxy has the power to revoke it at any time before it is exercised at the Annual Meeting by (i) delivery of written notice to the Corporate Secretary, (ii) delivery of a properly executed, later-dated written proxy, or (iii) voting by ballot at the Annual Meeting. Providing a proxy will in no way limit your right to vote at the Annual Meeting if you later decide to attend in person. If your shares are held in the name of a bank, broker or other holder of record, you must obtain a proxy, executed in your favor, from the holder of record to be able to vote at the meeting.

All shares entitled to vote and represented by properly executed proxies received prior to the Annual Meeting and not revoked will be voted at the Annual Meeting in accordance with the instructions indicated on those proxies. If you sign the proxy but do not specify how you want your shares to be voted, your shares will be voted in the manner recommended by the Board on all matters subject to vote by proxy. Votes will be counted by the Inspector of the Election appointed by the Chairman at the meeting.

If any other matters are properly presented for consideration at the Annual Meeting, including, among other things, consideration of a motion to adjourn the Annual Meeting to another time or place, the

persons named in the enclosed form of proxy will have discretion to vote on those matters according to their best judgment to the same extent as you would be entitled to vote. The Company does not anticipate that any other matters will be raised at the Annual Meeting.

Freedom Bancshares, Inc. maintains the confidentiality of the votes of individual stockholders. The Company does not disclose these to management not involved in the Annual Meeting, unless they must disclose for legal reasons. The Inspector of the Election, Secretary and Chairman may have access to individual votes in the normal course of counting and verifying the vote.

Cost of Proxy Solicitation

The Company will pay the cost of this solicitation of proxies. In addition, our Directors, officers or employees may solicit proxies for us in person, electronically, or by telephone. The Company may also, upon request, reimburse brokerage firms and other custodians, nominees or fiduciaries for their expenses in forwarding proxy materials to their customers who are beneficial owners and obtaining their voting instructions.

Required Votes--Election of Director Nominees

At each annual meeting of stockholders, the directors are elected for a one-year term.

Any shares not voted (whether by abstention, withheld votes, broker non-votes or otherwise) have no impact on the election of directors except to the extent that the failure to vote for an individual may result in another individual receiving a larger proportion of the total votes. If you sign the proxy but do not specify how you want your shares to be voted, your shares will be voted in favor of the election of each nominee listed on the proxy.

Each nominee must be elected by a plurality of the votes cast in person or by proxy at a meeting at which a quorum is present.

Each nominee has agreed to serve as director if elected and the Company is not aware of any nominee that will be unable to serve. If for any reason the nominee is unable to do so, the proxies will be voted for a substitute nominee selected by the Board.

Board of Directors of the Company and the Bank

<u>Name</u>	<u>Age</u>	<u>Positions</u>
Kurt A. Knutson	60	Chairman of the Board of Directors, President (of the holding company) and Chief Executive Officer
Kurt H. Mueller	80	Director
Randall R. Reinhardt	59	Director
Kelly J. Schoen	56	Director
Dennis M. Wilson	69	Director
David J. Vander Veen, Jr.	64	President (of the bank) and Director

PROPOSAL # 1: ELECTION OF DIRECTORS

The Company's full board consists of six directors. At each annual meeting of stockholders, the directors are elected to serve a one-year term and continue to hold office until their successors are elected and qualified. All six Directors are to be elected at the Annual Meeting and each will serve until expiration of their one-year terms or until their successor shall be elected and qualified. The persons named in the accompanying Proxy will vote the shares represented by the Proxy for the election of the following:

Nominees for Election

Kurt A. Knutson, Chairman of the Board of Directors, President and Chief Executive Officer. Knutson, age 60, serves as President and CEO of Freedom Bank. Knutson has been employed by the Holding Company in his present capacity since May 19, 2005. In 2006, Knutson led a group of local business people to form Freedom Bank which serves privately held businesses throughout the Kansas City metropolitan area and the southern Johnson County residential community. He has a total of 37 years of commercial banking experience, 34 of which are in the Kansas City market. Knutson was appointed by Governor Brownback to the Kansas State Banking Board in 2011 and re-appointed in 2013 and 2017, where he served until October 2019. Knutson served as Chairman of the State Banking Board from January 2013 through December 2016. Knutson was elected by his peers to the board of the Kansas Bankers Association to serve as Chairman from August 2019 to August 2020. From May 2003 until February 2005, Knutson was President of the Plaza Bank for Enterprise Bank & Trust, a commercial bank located in Kansas City, Missouri. From March 2002 until May 2003, Knutson was Executive Vice President and Chief Lending Officer of First National Bank of Olathe, based in Olathe, Kansas. Prior to joining First National Bank of Olathe, Knutson was employed by UMB Bank, N.A., from 1998 to 2002 as Senior Vice President and manager of the Capital Markets/Corporate Finance Group. Knutson worked for Bank of America and its predecessors in the Kansas City area from 1990 to 1998 as Vice President in commercial lending positions. Knutson's prior experience includes commercial lending experience with Johnson County Bank, Prairie Village, Kansas, and Bankers Trust Company in Des Moines, Iowa. Knutson is a graduate of the University of Iowa (B.B.A. 1982).

Kurt H. Mueller, Director. Mueller, age 80, is a private investor and advisor. Mueller has devoted his career to advising and assisting entrepreneurs. Mueller was Senior Vice President of the Ewing Marion Kauffman Foundation in 2002 and 2003, with responsibility for positioning the foundation as a supporter of several important New Economy initiatives in the Kansas City area. From 1997 to 2002, Mueller was the President and CEO of the Kauffman Center for Entrepreneurial Leadership, responsible for the foundation's initiatives to support entrepreneurs in America. From 1981 to 1997, Mueller was a partner and director of the Entrepreneurial Services practice of Ernst & Young, LLC and its predecessor, Arthur Young. Between 1976 and 1981, Mueller formed and managed Financial & Credit Consultants a financial consulting firm. Mueller was employed by National Bellas Hess, Inc. between 1966 and 1976, joining as Controller and leaving as President and CEO. He is a Certified Public Accountant and Certified Management Consultant. Mueller serves as a member of the board of directors of five companies and four not-for-profit organizations. Mueller is a graduate of the University of North Dakota (B.S. 1962) from which he also received an Honorary Doctor of Letters in 2004. Mr. Mueller's numerous years of business consulting experience and entrepreneurial leadership efforts serve as a wealth of knowledge in the development and ongoing improvement of the Bank's business plan. Mr. Mueller also serves as the Bank's Audit Committee Chairman.

Randall R. Reinhardt, Director. Reinhardt, age 59, is the owner and CEO of Zephyr Products, Inc., a metal fabricator based in Leavenworth, Kansas. Reinhardt has been employed by Zephyr Products since

1993. Prior to joining Zephyr Products, Reinhardt was employed by Boatmen's First National Bank (predecessor to Bank of America in Kansas City) as Vice President in the commercial lending division from 1990 to 1993. Prior to joining Boatmen's, he was employed by UMB Financial Corporation in varied commercial lending positions between 1983 and 1990. Reinhardt is a graduate of Kansas State University (B.S. 1983). Mr. Reinhardt's background in commercial banking, as well as his experience in owning and managing a middle-market company, has proven valuable in overseeing the implementation of the Bank's business plan, specifically the adherence to the adopted loan policy.

Kelly J. Schoen, Director. Schoen, age 56, is a member of the senior executive team of Frontier Investment Banking Corp. Prior to Frontier IBC, Mr. Schoen was the president and founder of Strategic Solutions, a consulting firm focusing on strategic planning, mergers & acquisitions, executive coaching, and general corporate consultation. He was also a founder of Wolf Oil Field Services which provides transportation and construction services to companies in energy development regions. Additionally, Kelly was a founder of Egan Crest LLC, which provides housing solutions to companies in high growth energy development regions. He was formerly the owner and CEO of Z3 Graphix, Inc., a commercial printing and marketing services firm based in Lenexa, Kansas, until 2007 when he sold the company to Uhlig, LLC. In 2005 and 2006, the National Association of Printing Leadership recognized Z3 Graphix as one of North America's top 13 "Best Managed Graphics Companies". Prior to joining Z3 Graphix, Schoen was employed for five years in the consulting division of KPMG Peat Marwick in Kansas City, Missouri, where he attained the Certified Public Accountant designation. Schoen was employed by the First National Bank of Omaha from 1987 to 1989. Schoen is a graduate of Kansas State University (B.S. 1986) and Creighton University (M.B.A. 1989). Mr. Schoen's consulting background and management experience growing a local marketing and graphic communications company serve as a strong qualification to aid the Bank. Mr. Schoen's accounting experience and CPA designation are additionally utilized as a member of the Audit Committee.

Dennis Wilson, Director. Wilson, age 69, has served as a Commercial Banking Representative, developing valuable commercial relationships for Freedom Bank since 2010. He was appointed by Governor Brownback in 2011 to the role of CEO and Executive Director of the Kansas State Lottery and State-Owned Casinos, where he served until December of 2012. A seasoned entrepreneur, Dennis has participated as an investor, partner and operator of several successful small businesses, including numerous automobile dealerships. He was a shareholder and served on the board of Archie State Bank, a community bank in Harrisonville, Missouri from 1983-1988. Dennis has a long and distinguished history of service to his community. He was elected Johnson County Treasurer from 2001-2005, where he was responsible for over \$700 million of taxpayer dollars and 82 employees, and was the recipient of the County Commissioner's Outstanding Achievement Award for his performance. Dennis was also elected State Senator for the 37th District of Johnson County from 2004-2008, where he served with honor on the Banking and Insurance Committee. He sits on the Johnson County Community College Foundation Board, and has previously volunteered his time in leadership roles for City Union Mission, Kansas City Sports Walk of Stars, Kansas City Chiefs Booster Club, Kansas, Inc. and Kansas Historical Society. His previous board experience includes Premier Sports, of which he is a shareholder. He is a veteran of the United States Air Force, graduated from the Chevrolet School of Merchandising and Management in Troy, Michigan and from the Bowhay Institute for Legislative Development, University of Wisconsin. Dennis will provide wise counsel on a wide range of business and finance issues, and offers invaluable expertise in issues involving Kansas governmental and political leadership.

David J. Vander Veen, Jr., Treasurer, Assistant Secretary and Director. Vander Veen, age 64, serves as President and Chief Commercial Officer of Freedom Bank. Vander Veen has been employed by the Company in his present capacity since January 17, 2007. He has a total of 29 years of commercial

banking experience, 26 of which are in the Kansas City market. From October of 2005 to January of 2007 Vander Veen was Senior Vice President and Johnson County Senior Lender for UMB Bank, N.A., a commercial bank headquartered in Kansas City, Missouri. Prior to joining UMB Bank, N.A., he was Senior Vice President and commercial portfolio manager at First National Bank of Olathe from March of 1999 to October of 2005. From January of 1993 to March of 1999, Vander Veen was employed by First National Bank of Missouri in various commercial and retail management roles. He began his banking career at The Savings Bank of Utica in Utica, New York in March of 1989 until moving to the Kansas City area in January 1993. He is a veteran of the U.S. Air Force and is a graduate of Utica College of Syracuse University (B.S. in 1989).

The Board of Directors recommends a vote “FOR” the election of Mr. Knutson, Mr. Mueller, Mr. Reinhardt, Mr. Schoen, Mr. Wilson and Mr. Vander Veen.