

June 16, 2005

Dear Sir or Madam:

My name is David L. Cox and I am Chairman, President and CEO of Emclair Financial Corp(EMCF), a one bank holding company located in Emlenton, Pennsylvania. Our bank is The Farmers National Bank of Emlenton and was federally chartered in 1900. We are a community bank with \$278 million in assets and \$22 million in capital. We have approximately 750 shareholders.

We are very concerned with the costs involved with compliance with Sarbanes-Oxley. We are also doubting that our compliance with this law will have any benefit to our shareholders or the public. As a National Bank, we are under extreme scrutiny by federal regulators and our own auditors concerning financial reporting, however, our auditors tell us we will need to spend time, money and effort reviewing systems that have been under a microscope for many years. The community banks of this nation are facing many competitors that have a lot more available resources. We face insurance companies, retail giants, and even internet companies that are entering the banking business. Many of these companies spread their compliance costs over a much bigger earnings base than the small community banks. We are estimating spending between 5% to 10% of our net income to become compliant. Also, our stock is not traded on a daily basis and there is no benefit to the market. Fifteen years ago we felt as a community bank we should increase our shareholder base to better serve the communities where we are located.

That decision is coming back to haunt us because of government regulations such as these. I am asking you to consider the Community Banks in a different category than other publicly traded companies because of the regulatory burden we already bear. I know you have a very difficult task, but the misdeeds of dishonest men should not bring about punishment for those individuals and companies that run a clean shop.

Thank you for your consideration.

David L. Cox
Chairman, President and CEO
Emclair Financial Corp
Farmers National Bank