

COMMON STOCK OF OCONEE FINANCIAL CORPORATION

THIS PROXY IS SOLICITED BY THE BOARD OF DIRECTORS FOR THE 2011 ANNUAL MEETING OF SHAREHOLDERS

The undersigned hereby appoints Douglas D. Dickens and B. Amrey Harden or either of them, with power of substitution to each, the proxies of the undersigned to vote all of the undersigned's shares of the Common Stock of Oconee Financial Corporation at the Annual Meeting of Shareholders of OCONEE FINANCIAL CORPORATION to be held at 5:00 p.m. at the H. Mell Wells Operations Center of Oconee State Bank, 7920 Macon Highway, Watkinsville, Georgia, on Monday, May 2, 2011 and any adjournment thereof.

THE BOARD OF DIRECTORS FAVORS A VOTE "FOR" THE NOMINEES AND UNLESS INSTRUCTIONS TO THE CONTRARY ARE INDICATED IN THE SPACE PROVIDED, THE PROXY WILL BE SO VOTED.

1. **FOR** the nominees listed to the right

Election of Nominees:

G. Robert Bishop, Jimmy L. Christopher, Douglas D. Dickens, J. Albert Hale, Sr., B. Amrey Harden, Henry C. Maxey, Ann B. Powers, Jerry K. Wages, Virginia S. Wells, and Tom F. Wilson

WITHHOLD AUTHORITY

to vote for all nominees

WITHHOLD AUTHORITY

to vote for an individual nominee

Write name(s) below:

2. Such other matters as may properly come before the meeting or any adjournment thereof.

It is understood that this proxy confers discretionary authority in respect to matters now known or determined at the time of the mailing of the notice of the meeting to the undersigned.

The undersigned hereby acknowledges receipt of the Notice of Annual Meeting of Shareholders dated April 15, 2011 and the Proxy Statement furnished therewith.

_____, 2011
Dated and signed

Signature

Signature

(Signature(s) should agree with the name(s) hereon. Executors, administrators, trustees, guardians and attorneys should so indicate when signing. For joint accounts, each owner should sign. Corporations should sign their full corporate name by a duly authorized officer.)

This proxy is revocable at or at any time prior to the meeting.

Please indicate below whether or not you will be attending the 2011 annual meeting.

___ **Yes, I am planning on attending the 2011 annual meeting. Number attending** ___

___ **No, I will not be attending the 2011 annual meeting.**

Please sign and return this proxy in the accompanying prepaid envelope.