

**CHARTER OF THE
EXECUTIVE COMMITTEE
OF THE
BOARD OF DIRECTORS OF UNITED BANKSHARES, INC.**

I. AUTHORITY AND COMPOSITION

The Committee is established pursuant to the By-Laws of United Bankshares, Inc. Committee members are appointed annually by the Board. The Committee shall consist of the CEO of the Corporation and at least three independent Directors. The Directors must meet the independence requirements of the National Association of Securities Dealers Quotation System (NASDAQ) and any standards of independence as may be prescribed for purposes of any federal securities, tax or other laws relating to the Committee's duties and responsibilities. The Chairman and CEO will be the only officer of the Corporation on the Committee. The Committee Chairman shall be appointed by the Board.

The Committee may also appoint a Secretary, who need not be a Director, and may delegate to its Chairman such power and authority as the Committee deems to be appropriate, except such powers and authorities required by law to be exercised by the whole Committee or by a subcommittee of at least two members.

II. PURPOSE OF THE COMMITTEE

The Committee shall exercise all the authority of the Board of Directors whenever the Board of Directors is not meeting unless prohibited by law or under the provisions of the Articles of Incorporation or By-laws of the Corporation.

In addition, the Committee is appointed to discharge the Board's responsibilities relating to the investigation of mergers and acquisitions by marshaling necessary information and data to evaluate the advisability of mergers and acquisitions and report their findings to the Board of Directors.

III. DUTIES AND RESPONSIBILITIES OF THE COMMITTEE

The following activities are set forth as a guide with the understanding that, to the extent permitted by law, the Committee may diverge from this guide as it considers appropriate.

- A. The Committee shall exercise all the authority of the Board of Directors whenever the Board of Directors is not meeting.
- B. The Committee shall be responsible for accessing any potential mergers and acquisitions.

The Committee shall:

- (a) Report regularly to the Board on its activities;
- (b) Maintain minutes of its meetings and records relating to those meetings and the Committee's activities;
- (c) Have authority to obtain advice and assistance from internal or external legal, accounting or other advisors;
- (d) Form and delegate authority to subcommittees of one or more Committee members when appropriate;

IV. GENERAL

In performing their responsibilities, Committee members are entitled to rely in good faith on information, opinions, reports or statements prepared or presented by:

- (a) One or more officers or employees of the Corporation whom the Committee members reasonably believe to be reliable and competent in the matters presented
- (b) Counsel, independent auditors, or other persons as to matters which the Committee members reasonably believe to be within the professional or expert competence of such person; or
- (c) Another Committee of the Board as to matters within its designated authority, in which the Committee members reasonably believe to merit confidence.