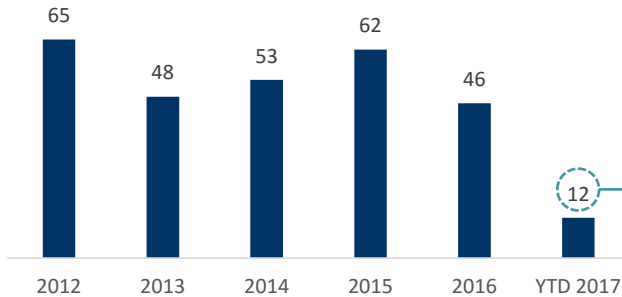
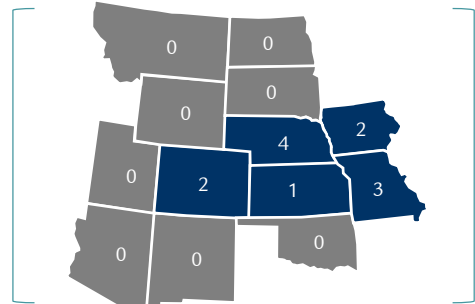


## REGIONAL MERGERS & ACQUISITIONS STATISTICS

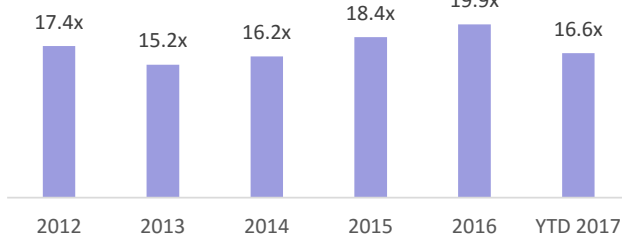
### Regional Bank Acquisitions



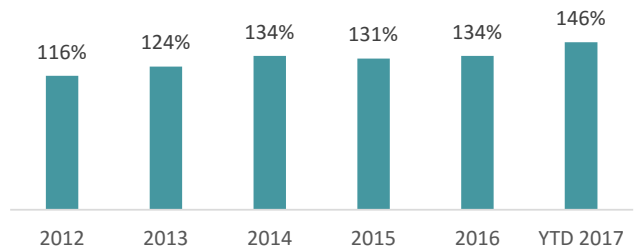
### 2017 Acquisition Activity by State



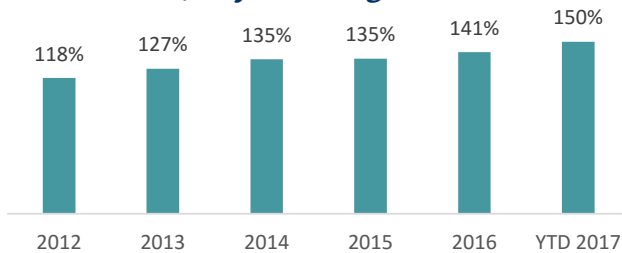
### Price / LTM Earnings



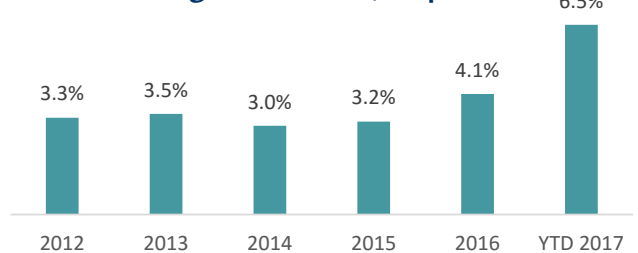
### Price / Tangible Book



### Price / Adjusted Tangible Book<sup>(1)</sup>



### Tangible Premium / Deposits



(1) Calculated on 9.0% of tangible assets

Note: Excludes Price/Earnings >40x and positive Tangible Premium/Deposits >10%; YTD figures as of 3/31/2017

Source: SNL Financial

## REGIONAL MERGERS & ACQUISITIONS NEWS

On March 14<sup>th</sup>, Fort Collins-based **Bank of Colorado** and Lincoln-based **Pinnacle Bank**, subsidiaries of **Pinnacle Bancorp, Inc.** (\$9.7 billion in assets), agreed to acquire McCook, Nebraska-based **AmFirst Bank** (\$260 million in assets). AmFirst's footprint includes three Nebraska locations and two Denver MSA locations. Terms of the deal were not made publicly available. **GLC Advisors & Co., LLC acted as the exclusive financial advisor to AmFirst Bank.**

### GLC DEAL

On March 15<sup>th</sup>, a bank holding company in formation by a local investor group, **Topeka Bancorp Inc.**, agreed to acquire Topeka, Kansas-based **Kaw Valley Bancorp Inc.**, the parent company of **Kaw Valley Bank** (\$397 million in assets). Kaw has nine locations throughout the greater Topeka area. The transaction is expected to close during the summer of 2017 and is subject to regulatory approval. Terms of the deal were not made publicly available.

Source: SNL Financial

On March 29th, Mountain Grove, Missouri-based **First Bancshares Inc.** (OTC Pink: FBSI), the parent company of **First Home Bank** (\$219 million in assets), agreed to acquire Colorado Springs, Colorado-based **Stockmens Bank** (\$110 million in assets). The resulting franchise will amount to ten locations (eight in Missouri, one in Colorado, and one in Nebraska). Under terms of the deal, First Home will merge into Stockmens resulting in three banking operations: Stockmens Bank in Colorado, State Bank of Bartley in Nebraska and First Home Bank in Missouri. The transaction is expected to close during the second half of 2017 and is subject to regulatory approval. Terms of the deal were not made publicly available.

Source: SNL Financial


**REGIONAL BANK INDEX**

Regional Bank stocks ended March down 2.6% – outperforming the SNL US Bank Index (down 3.8%) and underperforming the S&P 500 Index (no monthly change). For year-to-date 2017, Regional Bank stocks are averaging a valuation of 20.3x last twelve months earnings and 218% of tangible book value. Regional Bank stocks continue to back away from 52-week highs with the average regional bank stock trading near 92% of its 52-week high – compared with 98% at January’s month-end.

**Regional Bank Index Companies and Statistics (market data as of 3/31/2017)**

Company Name	Ticker	State	MRQ		Market Cap (\$M)	Stock Price (\$ Actual)	52-Week High (%)	3/31/2017 Return		Price/ LTM Earnings (x)	Price/ Tangible Book (%)	Price/ Common Book (%)
			Total Assets (\$M)	LTM ROAA (%)				Month (%)	YTD (%)			
BancFirst Corporation	BANF	OK	\$7,019	1.05	\$1,426	\$89.90	91.9	(5.7)	(3.4)	20.2	220.7	199.9
BOK Financial Corporation	BOKF	OK	\$32,772	0.72	\$5,119	\$78.27	92.3	(5.1)	(5.7)	22.2	184.0	156.2
Capitol Federal Financial, Inc.	CFFN	KS	\$9,140	0.74	\$2,019	\$14.63	86.5	(3.0)	(11.1)	23.6	147.5	147.5
CoBiz Financial Inc.	COBZ	CO	\$3,630	1.02	\$698	\$16.80	93.6	(1.5)	(0.5)	20.0	231.9	230.9
Commerce Bancshares, Inc.	CBSH	MO	\$25,641	1.13	\$5,716	\$56.16	92.9	(4.8)	(2.9)	21.5	258.5	242.8
Enterprise Financial Services Corp	EFSC	MO	\$4,081	1.29	\$994	\$42.40	92.1	(3.5)	(1.4)	17.6	239.7	219.6
Equity Bancshares, Inc.	EQBK	KS	\$2,192	0.55	\$387	\$31.77	85.1	(2.4)	(5.6)	29.7	190.9	143.9
First Interstate BancSystem, Inc.	FIBK	MT	\$9,064	1.10	\$1,790	\$39.65	88.5	(9.6)	(6.8)	18.6	234.3	181.3
Glacier Bancorp, Inc.	GBCI	MT	\$9,451	1.32	\$2,600	\$33.93	89.2	(8.1)	(6.3)	21.3	271.2	232.5
Great Southern Bancorp, Inc.	GSBC	MO	\$4,551	1.04	\$707	\$50.50	90.5	0.9	(7.6)	15.7	169.0	164.1
Great Western Bancorp, Inc.	GWB	SD	\$11,423	1.18	\$2,492	\$42.41	93.4	(0.8)	(2.7)	19.2	268.3	148.4
Guaranty Bancorp	GBNK	CO	\$3,366	0.93	\$691	\$24.35	96.6	(1.6)	0.6	23.2	245.8	195.8
Heartland Financial USA, Inc.	HTLF	IA	\$8,247	0.98	\$1,332	\$49.95	97.5	0.8	4.1	15.5	221.5	176.4
MidWestOne Financial Group, Inc.	MOFG	IA	\$3,080	0.68	\$410	\$34.29	89.1	(6.0)	(8.8)	19.3	173.8	128.4
National Bank Holdings Corporation	NBHC	CO	\$4,573	0.50	\$865	\$32.50	95.5	(1.5)	1.9	NM	186.1	163.0
People's Utah Bancorp	PUB	UT	\$1,666	1.48	\$473	\$26.45	95.8	(0.6)	(1.5)	20.3	206.8	206.3
Southern Missouri Bancorp, Inc.	SMBC	MO	\$1,492	1.06	\$265	\$35.52	96.7	1.4	0.4	17.8	214.7	203.0
UMB Financial Corporation	UMBF	MO	\$20,683	0.81	\$3,753	\$75.31	92.6	(4.5)	(2.3)	23.4	220.1	190.6
West Bancorporation, Inc.	WTBA	IA	\$1,854	1.27	\$370	\$22.95	92.4	3.6	(7.1)	16.2	224.0	224.0
Western Alliance Bancorporation	WAL	AZ	\$17,201	1.61	\$5,171	\$49.09	92.0	(4.9)	0.8	19.6	324.7	272.7
Zions Bancorporation	ZION	UT	\$63,239	0.78	\$8,502	\$42.00	90.3	(6.5)	(2.4)	21.1	144.5	123.2
<b>Regional Bank Index (Average)</b>			<b>\$11,636</b>	<b>1.01</b>	<b>\$2,180</b>		<b>92.1</b>	<b>(2.6)</b>	<b>(3.3)</b>	<b>20.3</b>	<b>218.0</b>	<b>188.1</b>
<b>SNL US Bank Index</b>								<b>(3.8)</b>	<b>0.6</b>	<b>16.2</b>	<b>188.8</b>	<b>143.1</b>
<b>S&amp;P 500 Index</b>								<b>(0.0)</b>	<b>5.5</b>			

Note: Includes publicly traded banks headquartered in AZ, CO, IA, KS, MO, MT, ND, NE, NM, OK, SD, UT, WY  
 3-month daily average volume greater than 10,000 shares and market capitalization greater than \$150 million  
 Excludes banks identified as the target in a merger/acquisition  
 Price / Earnings ratios greater than 40.0x deemed non-meaningful (“NM”)

Source: SNL Financial

## THE RETURN OF THE DE NOVO BANK?

In early 2017, the community banking industry welcomed its first de novo institution into the fold since July 2015 and only the third since the end of 2010. Blue Gate Bank, headquartered in Costa Mesa California, opened its doors in January after filing its de novo application in February of 2016 and raising approximately \$30 million in capital.

### Operational De Novo Banks Established (since 12/31/2010)

#	Date Established	Bank Name	City, State	Earliest Call Report Filing
1	1/23/2017	Blue Gate Bank	Costa Mesa, CA	2017Q1
2	7/28/2015	Primary Bank	Bedford, NH	2015Q3
3	12/2/2013	Bank of Bird-in-Hand	Bird in Hand, PA	2013Q4

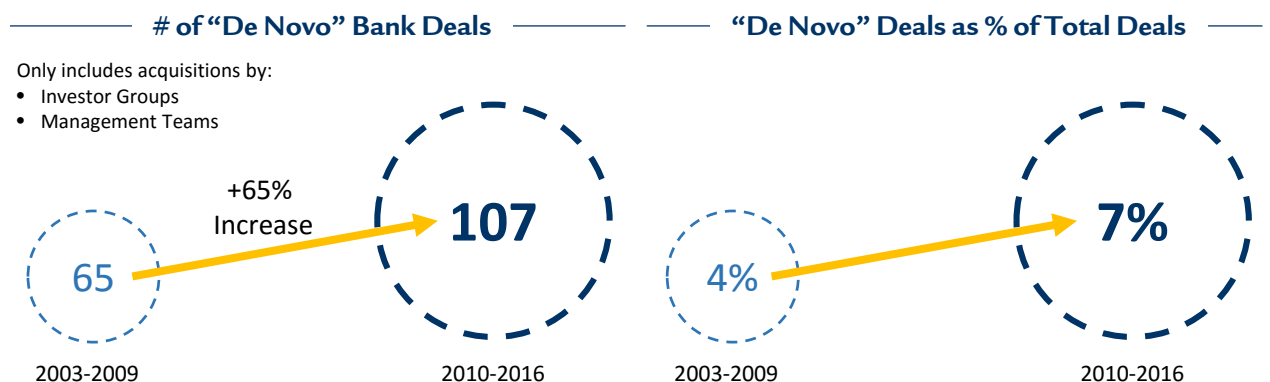
De novo banks are once again starting to trickle back into the market – albeit with a lengthier application process and higher capital requirements. Starting in the fall of 2016, the industry has experienced the highest number of banks seeking de novo charters in over five years – six banks are currently in the pipeline to receive banking charters. Five banks have filed de novo applications since the fall of 2016 and are waiting for regulatory approval and one bank has received regulatory approval.

### Filed and Approved Banks in Formation

#	Date Filed	Bank Name	City, State	Status	Approval Date	Maximum Capital to be Raised (\$000)
1	12/15/2016	Winter Park National Bank	Winter Park, FL	Filed	-	\$30,000
2	12/14/2016	Bank of Austin	Austin, TX	Filed	-	\$40,000
3	10/28/2016	Pacific Metro Bank	Johns Creek, GA	Filed	-	\$15,000
4	10/3/2016	Tennessee Bank & Trust	Nashville, TN	Filed	-	\$22,000
5	8/12/2016	Endeavor Bank	San Diego, CA	Filed	-	\$25,000
6	7/11/2016	Infinity Bank	Santa Ana, CA	Approved	1/24/2017	\$30,000
7	7/1/2015	Core Commercial Bank	Newport Beach, CA	Approved*	11/18/2015	\$25,000

\* Withdrawn from de novo process as of 11/17/2016

Encouraged by the industry and regulators, a new form of “de novo” banking has evolved: the acquisition of smaller banks by investor groups and management teams. Given the increased capital requirements associated with establishing a new banking charter, many groups are on the hunt for existing banks charters. The data below highlights the increase in the number of acquisitions by these groups after the financial downturn.



Source: SNL Financial


**GLC'S TEAM AND EXPERTISE**

## Denver

1512 Larimer Street  
 Denver, CO 80202

**FINANCIAL SERVICES**  
**MERGERS & ACQUISITIONS**

**Adam C. Fiedor**  
 Managing Director

[Adam.Fiedor@glca.com](mailto:Adam.Fiedor@glca.com)  
 303.479.3845

**Michael D. Richter**  
 Managing Director

[Michael.Richter@glca.com](mailto:Michael.Richter@glca.com)  
 303.479.3844

**Mike P. Fleschner**  
 Associate

[Michael.Fleschner@glca.com](mailto:Michael.Fleschner@glca.com)  
 303.479.3846

## New York

805 Third Avenue  
 New York, NY 10022

**RESTRUCTURING / M&A**

**Soren Reynertson**  
 Managing Director

## San Francisco

451 Jackson Street  
 San Francisco, CA 94111

**MERCHANT BANKING**

**Tom Benninger**  
 Managing Director

[www.glca.com](http://www.glca.com)

### GLC Overview

**GLC Advisors & Co.** delivers objective, senior-level expertise to clients through a variety of advisory assignments including: M&A, financing/debt advisories, restructurings/recapitalizations, fairness opinions, and valuations. Offices are located in New York, San Francisco, and Denver. GLC Advisors is affiliated with **GLC Investment Advisors**, an investment firm which provides debt and equity capital for leveraged buyouts, strategic acquisitions, recapitalizations and growth financings for middle market companies.

### GLC's Denver Financial Services Group

GLC's Denver-based Financial Services Group has **30+** years of collective M&A experience in the Financial Services Industry while completing **70+** successful transactions and financing engagements and **80+** valuations and strategic advisory assignments. The team has been consistently ranked as one of the most active M&A groups in the nation by SNL Financial LC and frequently speaks at industry conferences and conventions, including state banking associations.

### Financial Services Expertise and Service Offerings

Industry Focus	 Commercial Banks	 Specialty Finance	 FinTech
	 Asset Management	 Insurance	 SBA SBIC Funds/ CRA
Service Offerings	 Mergers & Acquisitions	 Debt & Equity Financing	 Branch Transactions
	 Fairness Opinions	 Valuations	 Strategic Advisories