

**BNC Bancorp (NASDAQ: BNCN) Closes Offering of \$60.0 million 5.5% Subordinated Notes due October 2024**

Sandler O'Neill + Partners, L.P. served as sole book-running manager for this offering. Sandler O'Neill has been a book-running manager in eight of the ten public offerings of senior notes or subordinated debt for community banks in 2014.<sup>1</sup>

**About the Offering:**

BNC Bancorp (NASDAQ: BNCN) (the "Company"), the parent company of Bank of North Carolina (the "Bank"), today announced that it has completed the public offering and sale of \$60 million of its 5.5% Fixed to Floating Rate Subordinated Notes due October 1, 2024 (the "Notes"). The Notes will bear interest at a fixed rate of 5.5% per annum from and including September 30, 2014 to but excluding October 1, 2019, payable semi-annually in arrears. From and including October 1, 2019 to the maturity date, the interest rate will reset quarterly to an annual interest rate equal to the then-current three-month LIBOR plus 359 basis points, payable quarterly in arrears. The Notes were sold to the public at par, resulting in net proceeds, after underwriting discounts and commissions, of approximately \$59.2 million.

The Company plans to use the proceeds of the offering to fund the payment of the outstanding principal balance on its \$30.0 million senior unsecured term loan with Synovus Bank, to fund the payment of accrued and unpaid interest and prepayment fees due under such loan, and for general corporate purposes.

*This announcement is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy securities.*

**About the Company:**


Headquartered in High Point, NC, BNC Bancorp is the parent company of Bank of North Carolina, a commercial bank with \$3.7 billion in assets. Bank of North Carolina provides a complete line of banking and financial services to individuals and businesses through its 48 banking offices in North and South Carolina. The Bank's 10 locations in South Carolina operate as BNC Bank. BNC Bancorp's stock is traded and quoted in the NASDAQ Capital Market under the symbol "BNCN".

*(1) Source: SNL Financial. Includes all public offerings of senior notes and subordinated debt since 1/1/2014 for banks with assets of less than \$25 billion.*

September 30, 2014

**5.5% Subordinated Notes  
due 2024**

**\$60.0 Million**



**Sole Book-Running Manager**

**SANDLER O'NEILL + PARTNERS**

**Financial Highlights as of June 30, 2014<sup>2</sup>**

*(Dollars in millions)*

Total assets	\$3,683
Total gross loans (held for investment)	2,670
Total deposits	3,125
Shareholders' equity	327
Market capitalization	471
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Tier 1 leverage ratio	7.62%
Tier 1 risk-based capital ratio	9.22
Total risk-based capital ratio	10.27
TCE / TA	7.30

*(2) Financial data not pro forma for the pending acquisition of Harbor Bank Group or the subordinated note offering.*

**Sandler O'Neill Contacts:**

Bob Kleinert  
Managing Principal  
(212) 466-7806

Scott Clark  
Principal  
(212) 466-7965

Jacques de Saint Phalle  
Principal  
(212) 466-7721

Jennifer Docherty  
Managing Director  
(212) 466-7796

Susan Weinberg  
Managing Director  
(212) 466-7807

Conrad Chanzit  
Managing Director  
(617) 994-6531

Demetrios Hadgis  
Associate Director  
(212) 466-8019

Jocelyn Kukulka  
Vice President  
(212) 466-8032

Davis Mangham  
Analyst  
(212) 466-7963