

## CAPITAL MARKETS ANNOUNCEMENT

**Civista Bancshares, Inc. (NASDAQ: CIVB; Sandusky, OH) Closes \$35.0 Million Offering of Common Stock**

Sandler O'Neill + Partners, L.P. served as Joint Book-Running Manager for this offering.

This transaction is the 114<sup>th</sup> public offering or private placement of common stock for a bank or thrift since January 1, 2012 for which Sandler O'Neill acted as book-runner, co-manager or placement agent – more than any other investment bank during that period. These transactions have raised approximately \$20.2 billion for our clients.<sup>1</sup>

### About the Offering:

Sandusky, Ohio – Civista Bancshares, Inc. (NASDAQ: CIVB) (“Civista”) the parent of Civista Bank, announced today that it has completed a public offering of 1,610,000 of its common shares at a price of \$21.75 per share. The offering resulted in gross proceeds of approximately \$35.0 million and net proceeds of approximately \$32.8 million. The offering as completed included shares purchased by the underwriters upon exercise in full of the overallotment option granted to them by Civista.

*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:

Civista Bancshares, Inc. is a \$1.4 billion financial holding company headquartered in Sandusky, Ohio. Civista's banking subsidiary, Civista Bank, operates 29 locations in Northern, Mid-Central, and Southwestern Ohio.

(1) Source: SNL Financial

(2) Financial data does not reflect the proceeds from the follow-on offering

February 24, 2017

Common Stock Offering

**\$35.0 Million**



Joint Book-Running Manager  
SANDLER O'NEILL + PARTNERS

### Financial Highlights as of December 31, 2016<sup>2</sup>

*(Dollars in millions)*

Total Assets	\$1,377
Net Loans	1,044
Total Deposits	1,121
Total Equity	138
Tang. Common Equity / Tang. Assets	6.70%
LTM ROAA	1.19%
LTM ROAE	12.90%

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