

CAPITAL MARKETS ANNOUNCEMENT

FCB Bancorp, Inc. (OTC Pink: FCBE) Closes Private Placement of \$10.4 Million of Subordinated Notes due 2025

Sandler O'Neill + Partners, L.P. served as the sole placement agent for this offering.

This transaction is the 32nd subordinated note or senior note transaction for a community bank or bank holding company since January 1, 2014 in which Sandler O'Neill acted as a placement agent, sole underwriter or book-runner, more than any other investment bank and approaching half of all the deals done during that period.¹

About the Offering:

LOUISVILLE, KY - FCB Bancorp, Inc. (OTC Pink: FCBE) (the "Company"), the parent company of First Capital Bank of Kentucky (the "Bank"), completed the private placement of \$10.4 million in aggregate principal amount of fixed-to-floating rate subordinated notes. Unless earlier redeemed, the notes mature on October 15, 2025 and bear interest at a fixed rate of 6.00% per year, from and including October 14, 2015 to but excluding October 15, 2020. From and including October 15, 2020 to the maturity date or early redemption date, the interest rate shall reset quarterly to an interest rate per annum equal to the then current three-month LIBOR rate +460.5 basis points, payable quarterly in arrears. The Company intends to contribute the net proceeds to the repayment of variable rate series C non-cumulative preferred stock issued through SBLF and for general corporate purposes. The subordinated notes have been structured to qualify as Tier 2 capital for regulatory 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 Bank:

First Capital Bank of Kentucky opened for business on February 12, 1996 in Louisville, Kentucky and is a closely held bank that began with \$10 million dollars in capital that was raised through a stock offering of one million shares. The Bank is locally-owned and was established to offer customers an alternative to large, impersonal banks with out-of-town ownership. The Bank offers its customers a community banking experience with "local flavor" and continues to give attention to personal service and to building long-term relationships.

(1) Note: Includes nationwide subordinated debt and senior note offerings since 1/1/2014 that involved one or more book managers or placement agents for banks or bank holding companies with less than \$25bn in assets; excludes deals that were not reported and deals where no underwriter or placement agent was reported; Source: SNL Financial

(2) Financial data is not pro forma for the offering

October 14, 2015

6.000% Fixed-to-Floating
Rate Subordinated Notes
due 2025
\$10.4 Million



FCB BANCORP, INC.

Sole Placement Agent
SANDLER O'NEILL + PARTNERS

Financial Highlights (as of 6/30/2015)²

(\$ in thousands)

Total Assets	\$499,416
Net Loans	394,911
Total Deposits	345,148
Total Equity	37,702
Tier 1 Leverage Ratio	7.59%
Tier 1 Risk-Based Capital Ratio	9.43%
Total Risk-Based Capital Ratio	10.01%
TCE / TA	5.60%

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