

## CAPITAL MARKETS ANNOUNCEMENT

## Midwest BankCentre, Inc. Closes Private Placement of \$30.0 Million of Subordinated Notes due 2025

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

This transaction is the 27<sup>th</sup> subordinated note or senior note transaction for a community bank 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.<sup>1</sup>

## About the Offering:

SAINT LOUIS, MO – Midwest BankCentre, Inc. completed the private placement of \$30.0 million in aggregate principal amount of fixed-to-floating rate subordinated notes to certain institutional accredited investors. Unless earlier redeemed, the notes mature on September 30, 2025 and bear interest at a fixed rate of 5.50% per year, from and including September 17, 2015 to but excluding September 30, 2020. From and including September 30, 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 plus 393 basis points, payable quarterly in arrears. The Company intends to contribute the net proceeds to the repayment of an outstanding term loan of \$10.0 million and general corporate purposes which may include share repurchases, possible acquisitions and organic growth. The subordinated notes are expected to qualify as Tier 2 capital at the holding company and the company does not expect to downstream to the bank any of the net proceeds.

*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:

Midwest BankCentre, Inc. is a bank holding company whose principal activity is the ownership and management of its wholly-owned subsidiary, Midwest BankCentre (the Bank). The Bank generates commercial, mortgage and consumer loans and receives deposits from customers located primarily in the St. Louis metropolitan area. The Bank operates under a state bank charter, is a member of the Federal Reserve Bank and provides full banking services. As a state bank member of the Federal Reserve, the Bank is subject to regulation by the State of Missouri Division of Finance, Federal Reserve, and the Federal Deposit Insurance Corporation.

(1) Note: Includes nationwide subordinate debt and senior note offerings since 1/1/2014 for book manager and placement agent roles; excludes deals that were not reported and deals where no underwriter was reported; Source: SNL Financial

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

September 17, 2015

5.500% Fixed-to Floating  
Rate Subordinated Notes  
due 2025  
**\$30.0 Million**



Lead Placement Agent  
**SANDLER O'NEILL + PARTNERS**

Financial Highlights (as of 6/30/2015)<sup>2</sup>

(\$ in thousands)

Total Assets	\$1,621,003
Net Loans	1,022,735
Total Deposits	1,289,575
Total Equity	150,591
Tier 1 Leverage Ratio	8.50%
Tier 1 Risk-Based Capital Ratio	10.65%
Total Risk-Based Capital Ratio	11.64%
TCE / TA	8.07%

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