

First American International Corp. (OTCQB: FAIT; Brooklyn, NY) has agreed to merge with RBB Bancorp (NASDAQ: RBB; Los Angeles, CA)

Deal Value: Approximately \$117 Million

This transaction creates a powerful bicoastal community bank with a focus on the Asian-American community.

Sandler O'Neill served as financial advisors and rendered a fairness opinion to First American International Corp. This transaction represents Sandler O'Neill's 161st bank or thrift transaction nationwide since January 1, 2015, representing \$48.5 billion in aggregate transaction value. Sandler O'Neill has served as a financial advisor on more bank and thrift transactions and for a greater aggregate deal value than any other investment bank during that time period.¹

Los Angeles, CA, April 23, 2018 – RBB Bancorp (NASDAQ:RBB) and its subsidiaries, Royal Business Bank and RBB Asset Management Company (collectively referred to herein as "RBB") and First American International Corp. (OTC: FAIT) and its subsidiary First American International Bank (collectively referred to herein as "First American"), today announced the signing of a definitive agreement in a cash and stock transaction valued at \$116.8 million, or \$52.32 per share.

First American International Corp. is the holding company for First American International Bank, a community development financial institution and a minority depository institution with total assets of \$873 million, total gross loans of \$715 million, and total deposits of \$630 million as of December 31, 2017. Principally serving the Chinese-American communities in the boroughs of Manhattan, Queens and Brooklyn, New York, First American has eight full-service branches, offering consumer and business banking and loan products and services, as well as non-deposit insured investment products and services, and one satellite mortgage origination office.

Under the terms of the definitive agreement, upon consummation of the transaction, all of First American common shares will be exchanged for approximately 3.0 million shares of RBB common stock and \$33.7 million in cash. Based on a closing price for RBB Bancorp's common stock of \$27.48 as of April 20, 2018, the aggregate transaction value is approximately \$116.8 million.

RBB expects the transaction to be accretive to earnings per share in 2019 in the mid-teens. RBB also expects to incur tangible book value per share dilution of approximately 4.1% upon closing of the transaction, with a tangible book value dilution payback period of approximately 1.9 years. The earnings per share accretion estimates are based on estimated cost savings of approximately 30% of First American's non-interest expense, with 25% of the cost savings phased in during 2018 and 100% phased in during 2019. The earnings per share accretion estimates do not include any assumption of revenue synergies.

Pursuant to the terms of the definitive agreement, upon closing of the transaction, First American will designate two individuals, one of whom is First American's Chairman, Mr. Raymond Yu, to serve on the Board of Directors of RBB, which will be expanded to 15 members. Mr. Yu will be appointed Vice Chairman of the Board of Directors of RBB.

First American's Board of Directors has unanimously approved this transaction that is expected to close during the second half of 2018. The transaction is subject to the approval of First American's shareholders, as well as regulatory approval and other customary closing conditions.

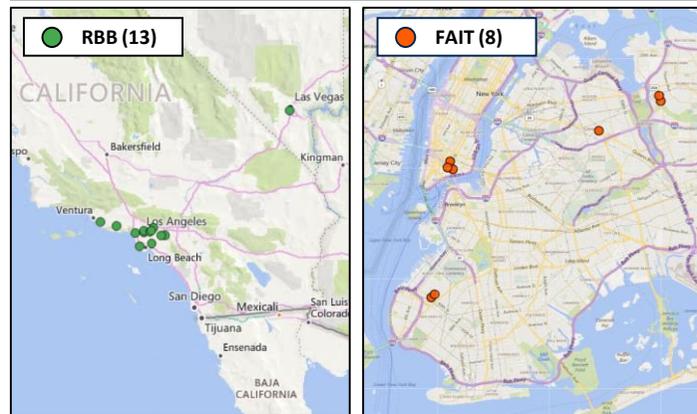
Financial Highlights

<i>(Dollars in millions)</i>	RBB	FAIT
Total Assets	\$1,691	\$873
Total Net Loans	\$1,361	\$705
Total Deposits	\$1,337	\$630
Total Shareholder's Equity	\$265	\$79
TCE / TA	14.09%	7.13%

1) Source: S&P Global Market Intelligence; Excludes terminated transactions and self-advisory roles

Note: Financial data as of 12/31/2017

Pro Forma Branch Map



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