

CAPITAL MARKETS ANNOUNCEMENT

USAmeriBancorp, Inc. (private; Clearwater, FL) Closes Private Placement of \$45.0 Million of Subordinated Notes due 2026

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

This transaction is the 56th subordinated note or senior note transaction for a bank or thrift since January 1, 2014 in which Sandler O'Neill acted as a placement agent, sole underwriter or book-runner.¹ Sandler O'Neill's market share during this period, based on transactions reported in SNL Financial, is approximately half.²

About the Offering:

USAmeriBancorp, Inc. announced that it has completed a private placement to qualified institutional investors of \$45 million in subordinated notes. The notes are non-callable for five years and have a stated maturity of April 1, 2026. USAmeriBancorp intends to use the proceeds of the offering to support growth initiatives, to partially redeem Preferred Stock, and to use for general corporate purposes. The notes were issued at the holding company level, and have been structured to qualify as Tier 2 capital under regulatory guidelines. They bear interest at a fixed rate of 6.25% for five years, and thereafter at a floating rate based on three-month LIBOR plus 4.945%. The subordinated notes have been assigned an investment grade rating of BBB- by Kroll Bond Rating Agency.

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:

USAmeriBancorp, Inc. is the parent of Clearwater, Fla.-based USAmeriBank. The bank is an independent, privately held bank that has established itself as an outstanding middle-market financial institution. USAmeriBank serves the needs of individuals and businesses in the Tampa Bay area in Florida, and in the Birmingham, Montgomery and Tallapoosa areas in Alabama, by providing a high-level of personalized service and attention to a targeted customer base. More information is available at USAmeriBank.com.

(1) Source: Sandler O'Neill + Partners. Deal count includes nationwide subordinated debt and senior note offerings since 1/1/2014 for banks or bank holding companies with less than \$25 billion in assets.

(2) Source: SNL Financial. Aggregate deal count used in market share calculation includes nationwide subordinated debt and senior note offerings since 1/1/2014 for banks or bank holding companies with less than \$25 billion in assets that have reported book-running managers or placement agents. Sandler O'Neill transactions used to calculate market share are those in which Sandler O'Neill acted as either a book-runner or placement agent.

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

March 31, 2016

6.25% Fixed-to-Floating Rate
Subordinated Notes
due 2026

\$45.0 Million

 USAmeriBancorp, Inc.

Lead Placement Agent

SANDLER O'NEILL + PARTNERS

Financial Highlights (as of 12/31/2015)³

(\$ in millions)

Total Assets	\$3,632
Gross Loans	2,945
Total Deposits	2,984
Total Equity	292
TCE / TA	7.10%
Tier 1 Leverage Ratio	8.41%
Tier 1 Risk-Based Capital Ratio	9.68%
Total Risk-Based Capital Ratio	11.17%

Sandler O'Neill Contacts:

Bill Burgess Principal (312) 281-3442	Kevin O'Keefe Principal (404) 442-2870	Jacques de Saint Phalle Principal (212) 466-7721	Susan Weinberg Managing Director (212) 466-7807	Jennifer Docherty Managing Director (212) 466-7796
Conrad Chanzit Managing Director (617) 994-6531	Jason Mendelson Managing Director (212) 466-7907	Eric Ferdinand Director (312) 281-3447	Jeff Gwizdala Vice President (312) 281-3476	Michael Berkemeyer Analyst (312) 281-3483

SANDLER O'NEILL + PARTNERS, L.P.

New York - Atlanta - Boston - Chicago - San Francisco