Balance Sheet Management in 2016

April 2016

Scott Hildenbrand Principal/Chief Balance Sheet Strategist (212) 466-7865 shildenbrand@sandleroneill.com

SANDLER O'NEILL + PARTNERS, L.P.

Table of Contents

- I. Current Balance Sheet Themes
- II. Common ALCO Misconceptions

III. Key Takeaways

- Liquidity
- Balance Sheet Restructurings
- Derivative Use

Current Balance Sheet Themes

- The long awaited Fed move came in December 2015 impact?
 - Flattening yield curve (10yr treasury down approximately 50 bps in 2016)
 - Possibility of negative rates/ floors on indices
- Lower NIM and higher loan/deposit ratios could lead to an increase in competition for funding, as banks will be pushed to grow
 - Earnings vs. margin growth
 - The cost of liquidity will increase before interest rates do
- Derivative usage will continue to trend upwards in 2016 now is time to prepare and educate the Board
- Strong supply and demand for whole loan transactions
 - Increasing concentration in Commercial Real Estate
- Continuing questions on the application of regulatory constraints
- Bond portfolio exposure to rising rates
- M & A consolidation: Is the combined balance sheet efficient

Interest Rate Environment

• Changes in rates from 2013 to now

Index	2013	2014	2015	4/15/16
Fed Funds Target	0.25%	0.25%	0.50%	0.50%
2 Year Treasury	0.33%	0.53%	0.72%	0.73%
10 Year Treasury	2.49%	2.48%	2.15%	1.75%
2-10 Year Treasury Spread	2.16%	1.95%	1.43%	1.02%
Bank Margins	\checkmark	\checkmark	\checkmark	\checkmark

• The curve is continuing to flatten as we see the spread between the 2 and 10 Year Treasury compressing

Common ALCO Misconceptions

- Banks are letting rate predictions and views dictate asset/liability decisions
 - Overall balance sheet needs should dictate IRR strategies do not evaluate in silo
 - Do not rely on changes in rates to drive earnings
 - Allow lenders to go and get rate risk and allow management to evaluate and mitigate the risk
- ALCO Meetings
 - Should not be a history lesson
 - Create a summary ALCO package that highlights main discussion points
 - Equate future rate risk to current earnings: how does your bank measure the opportunity cost of its current interest rate risk position?
 - The board should be on the same page for go forward strategies around interest rate risk, earnings, capital, and liquidity
- Bond Portfolio
 - Ideally Banks should be spending 1 day a month on the bond portfolio
 - Do not let mark to market issues get in your way
 - Main purpose is for interest rate risk and liquidity AFS vs. HTM

Key Takeaway: Evaluate Liquidity

- Use your model to assess general impact of losing "core" deposits while considering timing, cost, and strategic planning implications
- With deposit levels at an all time high, one Bank we worked with wanted to evaluate the risk of potential outflow of deposits when/if rates start to rise
 - Is the Bank Exposed?

Has our Loan to Deposit Ratio increased? Has our competitors'?	Yes / Yes
Have MMDA balances increased?	Yes
while # of accounts decreased?	Yes
Deposit mix shift since 2007/pre- credit crisis?	Yes
Market Factor: Deposit Premium for M&A Transactions have increased	Yes
Market Factor: Liquidity Coverage Ratio	?

- Given the above, the Bank ran a "what-if" scenario to measure the impact of potential deposit outflow:
 - 20% of the MMDA growth between 2007-today migrates to CDs if rates begin to rise
 - Change beta on MMDA in a rising rate environment from 50% to 80%
- Since the results of the "what-if" scenario equated to a change in NII volatility > 5%, the Bank then evaluated their liquidity/funding options and presented to the board

Key Takeaway: Balance Sheet Restructuring

- The recent Fed hike and flattening of the curve has led Banks to reconsider their current balance sheet positions
- After reviewing 4th quarter earnings releases, two major themes prevailed to address the flattening of the curve:
 - "Pre-finance" anticipated cash flow from the bond portfolio
 - Strategy is self-liquidating –borrowings can be paid down with anticipated bond cash flows over time
 - Increasing current/future earnings to help alleviate declining projections
 - Wholesale delever/relever
 - Identify wholesale inefficiency and strategic ways to improve while considering
- Recent Balance Sheet Restructuring example:
 - Initial considerations
 - Earnings: address worst case environment (rates flat in 2016)
 - Interest Rate Risk: maintain overall profile
 - **Capital**: improve for strong loan demand

Key Takeaway: Derivative Usage in 2016

- Derivative usage will continue to trend upwards in 2016 now is time to prepare and educate the Board
- Allow your Bank to enhance its loan platform by providing management with the tools and education they need in order to evaluate and mitigate the risk
- The CFTC has recently granted exemption from mandatory interest rate swap clearing for bank holding companies under \$10 billion in assets
- Future issuance of debt
 - Lock in future cost of funds in today's rate environment without increasing current level of funding
 - Mitigate potential refunding risk

GENERAL INFORMATION AND LIMITATIONS

You should consult your attorneys/legal professionals and auditors/accounting professions before undertaking any interest rate derivative transactions for the purpose of mitigating interest rate risk. Sandler O'Neill's services should not be used exclusively to satisfy relevant regulatory requirements. Sandler O'Neill makes no guarantee that its services will be deemed satisfactory for compliance with regulatory requirements.

This presentation, and any oral or video presentation that supplements it, have been developed by and are proprietary to Sandler O'Neill & Partners, L.P. and were prepared exclusively for the benefit and internal use of the recipient. Neither the printed presentation nor the oral or video presentation that may supplement it, nor any of their contents, may be reproduced, distributed or used for any other purpose without the prior written consent of Sandler O'Neill & Partners, L.P.

The analyses contained herein rely upon information obtained from the recipient or from public sources, the accuracy of which has not been verified, and cannot be assured, by Sandler O'Neill & Partners, L.P. Moreover, many of the projections and financial analyses herein are based on estimated financial performance prepared by or in consultation with the recipient and are intended only to suggest reasonable ranges of results. Finally, the printed presentation is incomplete without any oral or video presentation that supplements it.

Because Sandler O'Neill's analyses and data contained herein are provided for information purposes only, they do not constitute an offer, or a solicitation of an offer, to buy or sell any of the securities described herein at the levels noted. In addition, as Sandler O'Neill's analyses are prepared as of a particular date and time, they will not reflect subsequent changes in market values or prices or in any other factors relevant to their determination.

Sandler O'Neill & Partners, L.P. prohibits employees from offering, directly or indirectly, favorable research, a specific rating or a specific price target, or offering or threatening to change research, a rating or a price target to a company as consideration or inducement for the receipt of business or compensation. Sandler O'Neill also prohibits research analysts from being compensated for their involvement in, or based upon, specific investment banking transactions.

Sandler O'Neill & Partners, L.P. is a limited partnership, the sole general partner of which is Sandler O'Neill & Partners, Corp., a New York corporation. Sandler O'Neill & Partners, L.P. is a registered broker-dealer and a member of the Financial Industry Regulatory Authority, Inc. Sandler O'Neill Mortgage Finance, L.P. is a wholly-owned indirect subsidiary of Sandler O'Neill & Partners, Corp.

We have provided this analysis at your request on the understanding that you will make an independent judgment regarding the reliability and use of the analysis and its outputs. We also understand that you will not represent that Sandler O'Neill & Partners, L.P. is the source of, or has vouched for the accuracy of, this analysis in any public statement or filing you might make, including reports or other filings submitted to your regulators.

Sandler O'Neill & Partners, L.P. is not an accounting advisor, and this information and analysis does not represent accounting advice. You should consult your auditors and/or accounting professional for accounting guidance.

This material is protected under applicable copyright laws and does not carry any rights of publication or disclosure.

SANDLER O'NEILL + PARTNERS