



CREATING CALIFORNIA'S PREEMINENT COMMUNITY BANK ON THE CENTRAL COAST MAY 20, 2024

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#### **Non-GAAP Measurements**

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# Transaction Highlights

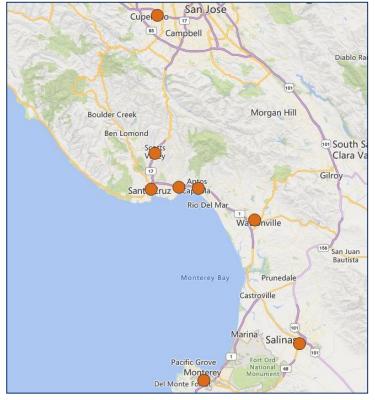
Transaction Overview	<ul> <li>West Coast Community Bancorp ("SCZC"), the bank holding company for Santa Cruz County Bank, will acquire 1<sup>st</sup> Capital Bancorp ("FISB"), the bank holding company for 1<sup>st</sup> Capital Bank, a community bank headquartered in Salinas, CA</li> <li>FISB is a community bank operating five full-service branch offices in Monterey, Salinas, King City, San Luis Obispo and Santa Cruz</li> <li>FISB will merge with and into SCZC; 1st Capital Bank will merge with and into Santa Cruz County Bank</li> </ul>
Strategic Rationale	<ul> <li>Two community-focused banks with complementary business models</li> <li>Gains scale in existing markets, while extending into new attractive geographies         <ul> <li>#1 community bank by deposit market share in the combined Santa Cruz and Monterey counties with 10.3%</li> </ul> </li> <li>Strong balance sheet well-positioned to deliver sustained, superior profitability         <ul> <li>~1/3 of pro forma balance sheet marked-to-market, expanding strategic flexibility</li> <li>Enhancement of customer mix and product offerings</li> <li>Added scale allows for further upgrades in technology offerings and facilities</li> </ul> </li> </ul>
Culturally Aligned	<ul> <li>Similar cultures and experienced leadership</li> <li>Commitment to our roots and the surrounding communities</li> <li>Shared history of involvement in the Central Coast</li> <li>Strong foundation, with both banks being established for 17+ years (nearly 40 years combined)</li> </ul>
Financially Attractive	<ul> <li>Accretive to EPS: ~16% in 2025 and ~20% in 2026</li> <li>Tangible book value earnback of 2.5 years</li> <li>Internal rate of return of 20%+</li> <li>Strong pro forma capital ratios</li> </ul>



# West Coast Community Bancorp (OTCQX: SCZC)

### **Company Overview**

- Founded in 2004 in Santa Cruz, CA
- A leading SBA lender, operates eight branches across three counties with 140 full-time employees as of Q1 2024
- Ranked #1 community bank in deposit market share in Santa Cruz County at 15.5%



#### Rankings and Recognition



### Financial Highlights *(as of 3/31/2024)*

<b>\$1.7B</b>	<b>94.7%</b>	<b>2.14%</b>
Total Assets	Loans / Deposits	ROAA
<b>\$1.4B</b>	<b>39%</b>	<b>18.1%</b>
Gross Loans	NIB Deposits	ROATCE
<b>\$1.5B</b>	<b>12.50%</b>	<b>4.86%</b>
Total Deposits	TCE / TA	Net Interest Margin
<b>\$211M</b> Tangible Common Equity	<b>0.01%</b> NPAs <sup>(1)</sup> / Assets	<b>42.8%</b> Efficiency Ratio

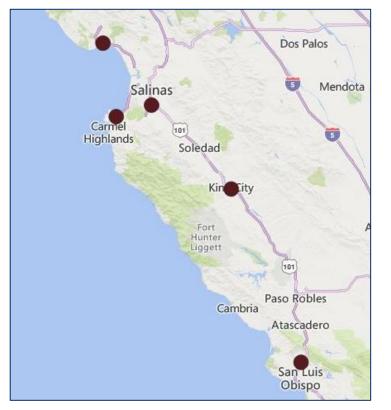
Source: S&P Global.

(1) Excludes 90+ days past due.

# 1<sup>st</sup> Capital Bancorp (OTCQX: FISB)

### **Company Overview**

- Founded in 2007 in Salinas, CA
- Operates a five full-service branch footprint along the Central Coast with 96 full-time employees as of Q1 2024
- Attractive, low cost of funds of 1.36% as of Q1 2024



- Ranked #2 community bank in deposit market share inMonterey County at 6.1%
- Pristine credit quality on originated loans

## Financial Highlights (as of 3/31/2024)

\$1.0B Total Assets	<b>71.2%</b> Loans / Deposits	<b>0.36%</b> ROAA
\$0.6B	42%	5.7%
Gross Loans	NIB Deposits	ROATCE
\$0.9B	6.43%	3.16%
Total Deposits	TCE / TA	Net Interest Margin
\$65M	0.04%	70.4%
Tangible	NPAs <sup>(1)</sup> / Assets	Efficiency Ratio
Common Equity		



## Pro Forma Company Snapshot

### Top 10 CA Banks Under \$5bn in Assets\*

Asset			Assets <sup>(1)</sup>	
Rank	Со	(\$mm)		
1.	River City Bank	\$4,974		
2.	1867 Western Finar	ncial Corporation	\$4,480	
3.	RBB Bancorp		\$3,878	
4.	American Business	Bank	\$3,876	
5.	Bank of Marin Bance	orp	\$3,767	
6.	Sierra Bancorp		\$3,553	
7.	Five Star Bancorp		\$3,476	
8.	Exchange Bank		\$3,336	
9.	PCB Bancorp		\$2,854	
10.	Pro Forma Franchi	ise <sup>(2)</sup>	\$2,727	
21.	West Coast Comm	unity Bancorp	\$1,713	
36.				
	Pro Forma Fina	ncial Highli	ghts <sup>(3)</sup>	
\$2.8B	Total Assets	\$2.4B	Total Deposits	
<b>\$2.1B</b>	Total Loans	\$247M	Tangible Common Equity	
9.12%	TCE / TA	11.51%	CET1 Ratio	
9.33%	Leverage Ratio	13.22%	TRBC Ratio	

Source: S&P Global.

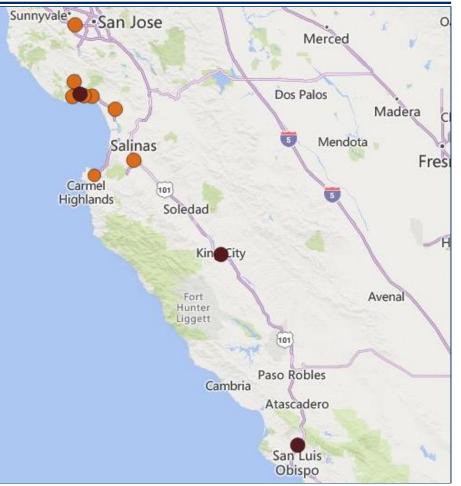
\*All banks headquartered in California with total assets under \$5bn; excludes merger targets.

(1) As of the quarter ended 3/31/2024.

(2) Excluding purchase accounting/merger adjustments.

(3) Inclusive of assumptions as found on "Key Transaction Assumptions" page.

### **Central Coast – Silicon Valley Footprint**





## Comparison to Western Region Banks

	Pro Forma <sup>(1)</sup>	Western Region Banks \$1B - \$5B Total Assets <sup>(2)</sup>	
2025 Estimated Profitability	3) WEST COAST COMMUNITY BANCORP	Median	Top Quartile
ROAA	1.89%	0.84%	1.12%
ROATCE	20.5%	8.8%	12.3%

### **Capital & Liquidity**

Loans HFI / Deposits	85.5%	95.2%	79.5%
CET1	11.5%	12.8%	15.3%
Leverage Ratio	9.3%	10.0%	11.3%
NPA / Assets	0.02%	0.25%	0.17%

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Source: S&P Global and FactSet.

(1) Inclusive of assumptions as found on "Key Transaction Assumptions" page

(2) Includes all major exchange-traded banks headquartered in the Western Region (AK, AZ, CA, CO, HI, ID, MT, NM, NV, OR, UT, WA, and WY) with assets between \$1bn - \$5bn; excludes merger targets.

(3) 2025 estimated profitability for Western Region banks per FactSet Consensus as of May 20, 2024.



# Transaction Structure and Overview

Consideration Mix	<ul> <li>0.3600 shares of SCZC stock for each FISB share</li> <li>100% stock consideration to FISB common shareholders</li> <li>FISB unvested restricted stock units to receive stock consideration</li> </ul>
Implied Transaction Value <sup>(1)</sup>	\$63 million transaction value, or \$10.78 per share
Pro Forma Ownership	• SCZC: 80.0%   FISB: 20.0%
Leadership	<ul> <li>Two FISB Board members to be appointed to SCZC's Board of Directors; pro forma Board of ten members</li> <li>SCZC's executive team to lead the pro forma franchise</li> </ul>
Due Diligence	Comprehensive financial, legal, regulatory and operational due diligence conducted
Approval & Timing	<ul> <li>SCZC and FISB shareholder approvals</li> <li>Customary regulatory approvals</li> <li>Anticipated to close in Q4 2024</li> </ul>



# Key Transaction Assumptions

Loan Credit Mark Estimate	<ul> <li>Total gross credit mark of \$12.7 million, or 1.78x FISB's existing reserves</li> <li>\$6.0 million, or 47%, allocated to non-PCD loans; accreted straight-line over 4 years</li> <li>Establishment of reserves equal to 1.0x the non-PCD mark</li> </ul>
Fair Value Estimates and Other Adjustments	<ul> <li>Loan Portfolio: write-down of 3.7%, or \$23.0 million, accreted straight-line over 4 years</li> <li>Held-to-Maturity Securities: write-down of 6.5%, or \$4.5 million; \$3.4 million accreted straight-line over ~7 years</li> <li>Time Deposits (excl. Brokered): write-down of 1.0%, or \$251 thousand, accreted straight-line over ~2 years</li> <li>Subordinated Debt: write-down of 30.0%, or \$4.4 million, accreted straight-line over ~3 years</li> <li>Accretion of AOCI of (\$29.8) million straight-line over ~7 years</li> <li>Core deposit intangible of \$30.9 million, or 4.00% of non-time deposits, amortized sum-of-years digits over 10 years</li> <li>Other earnings adjustments, including unwinding of FISB's pay fixed swaps and rate corridor</li> </ul>
Cost Savings	<ul> <li>~\$11.2 million, or 45% of FISB's non-interest expense base</li> <li>25% realized in Q4 2024, 75% realized through Q3 2025 and 100% thereafter</li> </ul>
Restructuring Charge	• One-time transaction costs of approximately \$15.8 million (pre-tax), fully included in modeling at closing



# Pro Forma Financial Impact

Transaction Pricing <sup>(1)</sup>		Financial Impact <sup>(2)</sup>	
0.97x	Price / Tangible Book Value Per Share	~16%	2025e Earnings per Share Accretion
<b>10.5</b> x	Price / 2025e Earnings Per Share	~20%	2026e Earnings per Share Accretion
	Core Deposit Premium	(12%)	Tangible Book Value Dilution
(0.3%)		2.5 years	Tangible Book Value Earnback
(0.7%)	One-Day Market Premium <sup>(3)</sup>	20%+	Internal Rate of Return

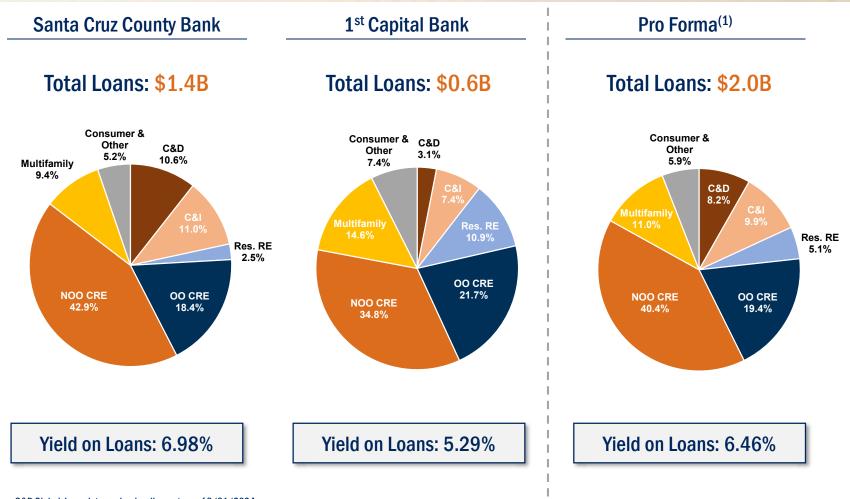
(1) Based on SCZC closing price of \$29.94 as of May 20, 2024.

(2) Inclusive of assumptions as found on "Key Transaction Assumptions" page.

(3) Based on FISB closing price of \$10.85 as of May 20, 2024.



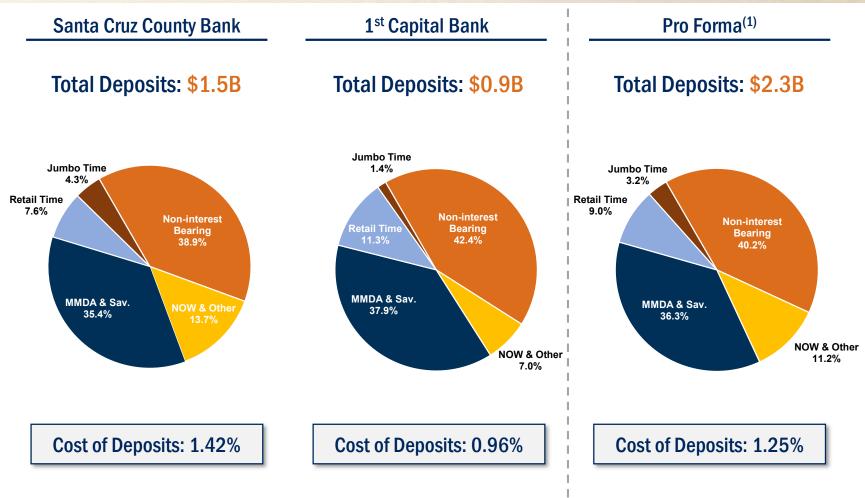
# Pro Forma Loan Mix



Source: S&P Global. Loan data per bank call reports as of 3/31/2024. (1) Excludes purchase accounting/merger adjustments.



# Pro Forma Deposit Composition



Source: S&P Global. Deposit data per bank call reports as of 3/31/2024.

(1) Excludes purchase accounting/merger adjustments.

