UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): November 12, 2024

CAPITAL BANCORP, INC.

(State or other jurisdiction of incorporation or organi

001-38671

52-2083046 (IRS Employer Identification N

2275 Research Boulevard, Suite 600, Rockville, Maryland 20850

<u>(301) 468-8848</u>

gistrant's telephone number, including area code

Not Applicable (Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

D Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

D Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company \Box

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol	Name of Each Exchange on Which Registered
Common Stock, par value \$0.01 per share	CBNK	NASDAQ Stock Market

Item 7.01 Regulation FD Disclosure

Capital Bancorp, Inc. (the "Company") is filing an investor presentation relating to its third quarter of 2024 (the "Presentation") that will be used by Company management for presentations to investors and others. The Presentation replaces and supersedes investor presentation materials previously furnished as an exhibit to the Company's Current Reports on Form 8-K. A copy of the Presentation is attached hereto as Exhibit 99.1.

The information in this Current Report on Form 8-K and in the exhibit is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section, nor shall it be incorporated by reference into any filing under the Securities Act of 1933, as amended, except as may expressly be set forth in any such filing by specific reference. The furnishing of the transcript is not intended to constitute a representation that such furnishing is required by Regulation FD or that the transcript includes material investor information that is not otherwise publicly available.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

- 99.1 Investor Presentation September 2024.
- 104 Cover Page Interactive Data File (embedded within the Inline XBRL document)



SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized. CAPITAL BANCORP, INC.

Date: November 12, 2024

By: <u>/s/ Dominic Canuso</u> Name: Dominic Canuso Title: Chief Financial Officer



Forward Looking Statements

The statements contained in this presentation that are not historical facts are forward-looking statements based on management's current expectations and beliefs concerning thure developments and heir potential effects on Capital Bancorp, Inc. (the "Company" or "Capital") including, without limitation, plans, strategies and goals, and statements about the Company's expectations regarding revenue and asset growth, financial performance and profitability, toan and deposit growth, yields and returns, loand diversification and credit management, and stareholder value creation. These statements are often, but not always, made through the use of works or phrases such as "outlock." Follows: "expects," 'potential." Continues." "may," 'will, "could, "seeks." "projects," can," ongoing," approximately, "predicts," 'intends, "plans," "estimates," "anticipate" or the negative version of those works or other comparable works. Such statements involve inherent takes and uncertainties, many of which are difficult to predict and are generally beyond the control of the Company. The induston of or reference to forward-looking information in this presentation have afficient to pregated as a representation by Capital or any regarding) this presentation may turn out to be inaccurate. Accordingly you are cautioned not to place undue reliance on forward-looking statements are not guarantees of future performance and are subject to certain risks, uncertainties and assumptions that are difficult to predict. Although the Company era certain factors which could cause actual results to differ materially from those contained or implied in the forward-looking statements: violatily and disruptions in global capital and credit markets; competity perseurs on product prioring and services; success, impact, and timing to comparing users in liceatiance and the supplication thereatly fuculting market acceptance of any texp policies or services; the impact of changes in financial services policies. Laws, and regulatoris, including the costs

Except as otherwise indicated, this presentation speaks as of the date hereof. The delivery of this presentation shall not, under any circumstances, create any implication that there has been no change in the affairs of Capital after the date hereof.

Certain of the information contained herein may be derived from information provided by industry sources. The Company believes that such information is accurate and that the sources from which it has been obtained are reliable. Capital cannot guarantee the accuracy of such information, however, and has not independently verified such information. While Capital is not aware of any instalatements regarding the industry data presented in this presentation. Capital's estimates invoke risks and ancertainties and are subject to change based on various factors. Similarly, Capital believes that its internal research is reliable, even though such research has not been verified by independent sources.

Non-U.S. GAAP Financial Measures

This presentation may include certain non-GAAP financial measures intended to supplement, not substitute for, comparable GAAP measures. These non-GAAP financial measures should not be considered in isolation, and should be considered as additions to, and not substitutes for or superior to, measures of financial performance prepared in accordance with GAAP. There are a number of limitations related to the use of these non-GAAP financial measures versus their nearest GAAP equivalents. For example, other companies may calculate non-GAAP financial measures adifferently or may use other measures to evaluate their performance, all of which could reduce the usefulness of the Company's non-GAAP financial measures as tooks for comparison. If included in this presentiation, see the Appendix to this presentiation for a reconciliation of the non-GAAP financial measures used in (or conveyed orally during) this presentation to their most directly comparable GAAP financial measures.

G CAPITAL BANCORP, INC.

Capital Bancorp, Inc. (NASDAQ-CBNK)

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	Sep	tember 30,		June 30,	Se	ptember 30,	
Balance Sheet		2024		2024	QoQ Result	2023	YoY Result
Assets	\$	2,561	\$	2,439	5.0% \$	2,272	12.7%
Portfolio Loans		2,108		2,022	4.3%	1,863	13.2%
Deposits		2,186		2,100	4.1%	1,968	11.1%
Quarterly Financial Performance							
Tangible Book Value per Share ⁽¹⁾	\$	20.13	\$	19.26	4.5% \$	17.48	15.2%
Earnings per Share, Diluted	\$	0.62	\$	0.59	5.1% \$	0.70	-11.4%
Earnings per Share, Diluted, as adjusted ⁽¹⁾	\$	0.66	\$	0.59	11.9% \$	0.70	-5.7%
ROAA, annualized		1.42%	•	1.40%	2 bps	1.75%	-33 bps
ROAA, annualized, as adjusted ⁽¹⁾		1.51%		1.41%	10 bps	1.75%	-24 bps
ROAE, annualized		12.59%		12.53%	6 bps	16.00%	-341 bps
ROAE, annualized, as adjusted ⁽¹⁾		13.40%		12.62%	78 bps	16.00%	-260 bps
Efficiency Ratio		66.07%	,	67.11%	-104 bps	65.02%	105 bps
Efficiency Ratio, as adjusted ⁽¹⁾		64.92%	,	66.92%	-200 bps	65.02%	-10 bps
Net Interest Margin		6.41%	•	6.46%	-5 bps	6.71%	-30 bps
Net Interest Margin, as adjusted ⁽¹⁾⁽²⁾		4.08%		4.00%	8 bps	4.05%	3 bps

1999	2002	2011	2012	2017	2018	2020	2021	2022	2024
					•				 ● →
Founded as Harbor Capital National Bank	Recapitalized by investor group led by Stephen Ashman	Acquired three failed institutions including OpenSky®	CEO Ed Barry joined Capital Bank	Assets exceed \$1 billion	Successful IPO and inclusion in R2000 OpenSky® accounts exceed 168,000	Originated \$371 million SBA-PPP loans (2020 & 2021)	\$40MM net income, dividend initiated, assets exceed \$2 billion	Capital Bank reports record earnings	Capital Bank completes acquisition of Integrated Financial Holdings, Inc. ("IFHI")
CAPITAL BA	endix for reconcilia	tion of non-GAAP	measures.				OpenSky® accounts exceed 700,000		3

Business Model Remains Uniquely Diversified

CAPITAL BANCORP, INC.



Third Quarter 2024 Highlights

Earnings and Profitability	 Net Income of \$8.7 million; as adjusted⁽¹⁾ of \$9.2 million Diluted EPS of \$0.62; as adjusted⁽¹⁾ of \$0.66 Return on Average Assets of 1.42%; as adjusted⁽¹⁾ of 1.51% Return on Average Equity of 12.59%; as adjusted⁽¹⁾ of 13.40%
Tontability	 Cash dividend of \$0.10 per share declared Pre-tax Merger-Related Expenses totaled \$0.5 million; \$1.3 million YTD
Key Operating Trends	 Net Interest Margin of 6.41% Core Net Interest Margin, Adjusted⁽¹⁾⁽²⁾ of 4.08% Efficiency Ratio of 66.1%; as adjusted⁽¹⁾ of 64.9%
Loans and Deposits	 Total portfolio loans increased \$85.9 million, or 4.3% (not annualized), to \$2.108 billion Total average portfolio loans increased \$61.0 million to \$2.054 billion Total deposits increased \$85.8 million, or 4.1% (not annualized), to \$2.186 billion Total average deposits increased \$80.6 million to \$2.091 billion Portfolio loans-to-deposit ratio (average balances) of 98.2%
APITAL BANCORP, INC. Refer to Appendix for reconciliation of non-G4 Excluding credit card loans	AP measures.



Transaction Overview and Strategic Rationale

As of Merger Announcement on March 27, 2024

					Strategic Plan Initiati	103
Integrate	ancorp, Inc. (NASDA d Financial Holdings set bank holding co action	s, Inc. (OTCQX:IF	HI), a \$518	-	CBNK Strategic Initiative	- Rifi
	ed aggregate purch	ase price of \$66.	5 million		Growth in the commercial bank business line	
	tock / 19% cash at an adquartered in Ralei		na		Growth in fee income	
C&I, Gove	te (single location) b ernment Guaranteed es loan origination a	d Lending ("GGL	") and		Build domain expertise in new product / industry verticals	
High deg	ree of fee income (4 ity track record (1.5		and top-tier		Further shift in the loan mix toward C&I and growth in regional C&I lending capabilities	
~17%	~1.8 Yrs TBV per share Earnback (Years)	20%+ Return on Invested Capital ³	~2 Yrs EPS Pull- Forward (Years) ⁴		Value accretive deployment of excess capital	

CAPITAL BANCORP, INC.

Merger Update

- Merger completed on October 1, 2024
- On track to achieve the full run-rate level of ~\$7mm in annual cost savings
- · Validated view on revenue synergies and pro forma USDA volumes utilizing our larger balance sheet

Accomplishments

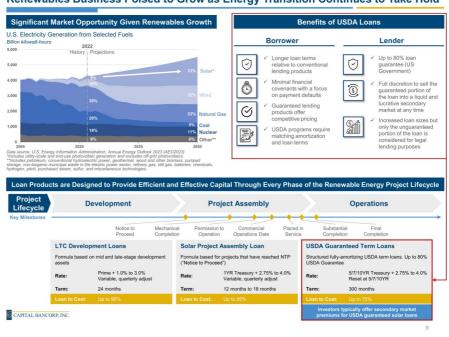
- Conducted CBNK cultural immersion sessions at all IFH locations, each attended by key CBNK executives
- Executed on Day 1 organizational changes
- Enacted required policy changes and Government Guaranteed lending committee
- Finalized post-LD1 integration and technology plan
- Began participating in IFH USDA loan participations in Q3 2024 (pre-close)

Next Steps

- Core systems conversion scheduled for late February 2025
- Ongoing technology and vendor consolidation
- Continued execution of merger related revenue synergies; utilization of our larger balance sheet to participate in greater amounts of USDA bridge and government guaranteed lending; which IFH previously had to forego

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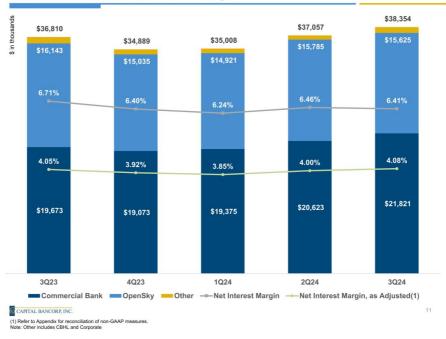
G CAPITAL BANCORP, INC.



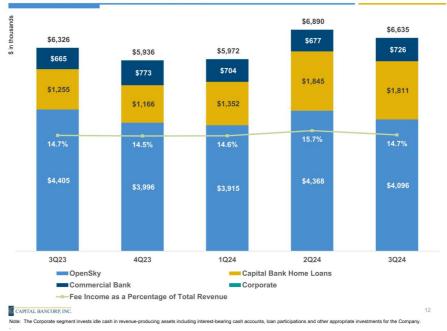
Renewables Business Poised to Grow as Energy Transition Continues to Take Hold



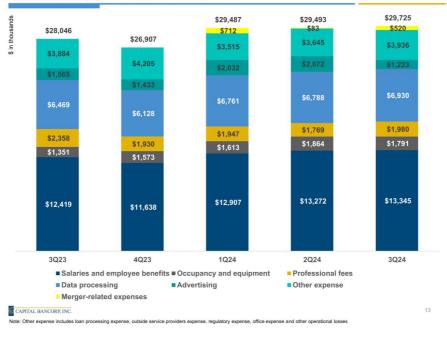
Net Interest Income and Net Interest Margin



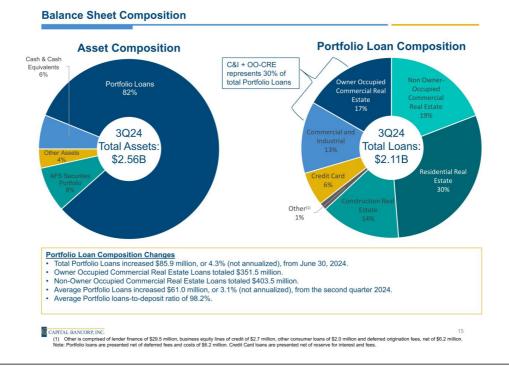
Noninterest Income – Quarter to Date



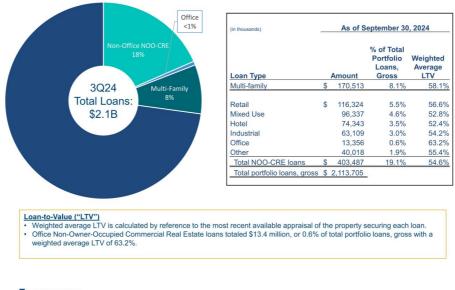
Noninterest Expense – Quarter to Date





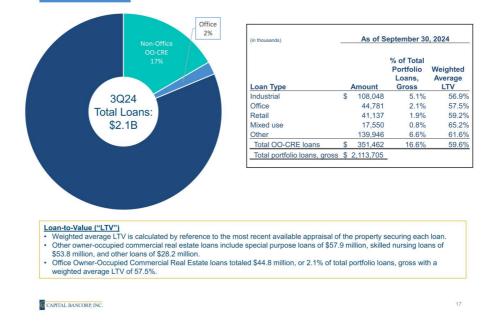


Non-Owner-Occupied Commercial Real Estate ("NOO-CRE"), incl. Multi-Family

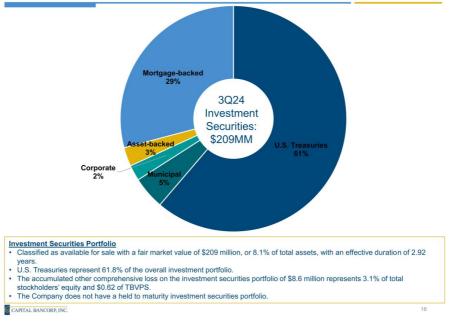


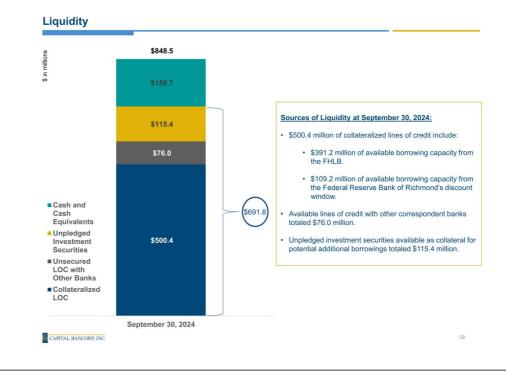
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Owner-Occupied Commercial Real Estate ("OO-CRE")

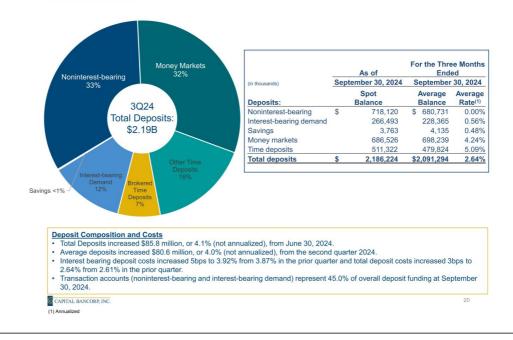


High Quality, Low Risk Investment Portfolio



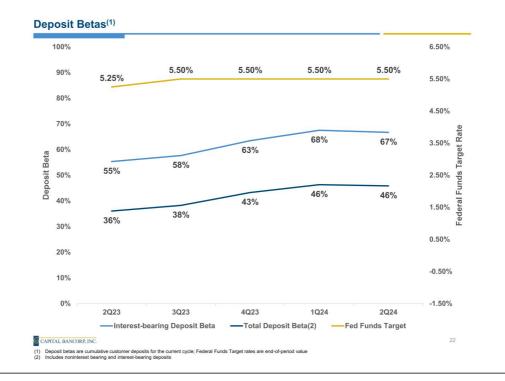


Composition of Deposits



9.72%	9.59%	9.58%	9.72%	9.66%
6.76%	6.89%	6.96%	7.04%	7.15%
3.39%	3.70%	3.91%	3.87%	3.92%
2.21%	2.47%	2.64%	2.61%	2.64%
3Q23	4Q23	1Q24	2Q24	3Q24
30/23	4023	10/24	2024	36/24

Loan Yield and Deposit Rate Trends



Credit Metrics

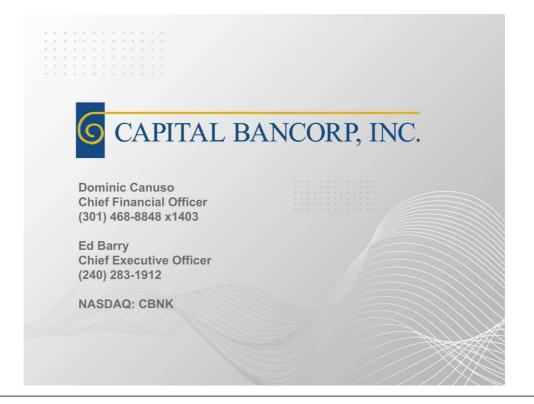


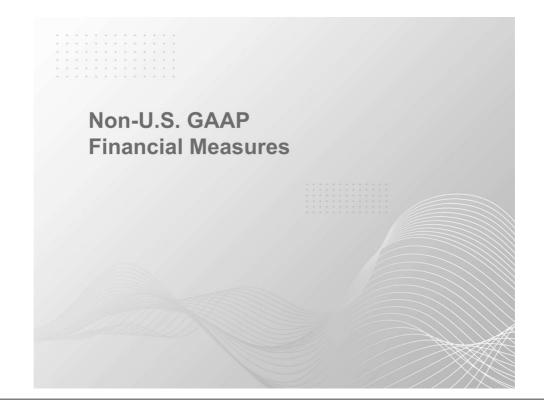
Robust Capital Ratios



Share Appreciation Outperforms Industry







Reconciliation of Non-GAAP Information

Tangible Book Value Per Share	Quarters Ended									
(in thousands, except per share amount)	Sept	ember 30, 2024	Ju	ine 30, 2024	Sept	ember 30, 2023				
Total Stockholders' Equity	\$	280,111	\$	267,854	\$	242,878				
Less: Preferred equity		-		-		-				
Less: Intangible assets		-		-		-				
Tangible Common Equity	\$	280,111	\$	267,854	\$	242,878				
Period End Shares Outstanding		13,917,891		13,910,467		13,893,083				
Tangible Book Value Per Share	\$	20.13	\$	19.26	\$	17.48				
Net Interest Margin, as Adjusted ⁽¹⁾			Qu	arters Ended						
(in thousands)	Sept	ember 30, 2024	Ju	ine 30, 2024	Sept	ember 30, 2023				
Net Interest Income	\$	38,354	\$	37,057	\$	36,810				
Less: Credit card loan income		15,137		15,205		15,792				
Net Interest Income, as Adjusted	\$	23,217	\$	21,852	\$	21,018				
Average Interest Earning Assets		2,380,946		2,307,070		2,176,477				
Less: Average credit card loans		119,458		111,288		116,814				
Total Average Interest Earning Assets, as Adjusted	\$	2,261,488	\$	2,195,782	\$	2,059,663				
Net Interest Margin, as Adjusted ⁽¹⁾		4.08%		4.00%		4.05%				

(1) Annualized

CAPITAL BANCORP, INC.

Reconciliation of Non-GAAP Information

Net Charge-offs to Average Portfolio Loans ⁽¹⁾		Quarters Ended									
(in thousands)	Se	ptember 30, 2024		une 30, 2024	N	larch 31, 2024	De	cember 31, 2023	Sep	otember 30, 2023	
Total Net Charge-offs	\$	2,655	\$	1,935	\$	1,987	\$	2,477	\$	1,780	
Total Average Portfolio Loans		2,053,619	1,	992,630		1,927,372		1,863,298		1,847,772	
Net Charge-offs to Average Portfolio Loans ⁽¹⁾		0.51%		0.39%		0.41%		0.53%		0.38%	
Nonperforming Loans to Total Portfolio Loans	Quarters Ended										
(in thousands)	Se	ptember 30, 2024		une 30, 2024	N	larch 31, 2024	De	cember 31, 2023	Sep	otember 30, 2023	
Total Nonperforming Loans	\$	15,460	\$	14.053	\$	14,361	\$	16,042	\$	15.236	
Total Portfolio Loans		2,107,522	2,	021,588		1,964,525		1,903,288		1,862,679	
Nonperforming Loans to Total Portfolio Loans		0.73%		0.70%		0.73%		0.84%		0.82%	
Allowance for Credit Losses to Total Portfolio Loa	ins				Qı	arters Ende	d				
	Se	ptember 30,		une 30,	N	larch 31,	De	cember 31,	Sep	otember 30,	
(in thousands)		2024		2024		2024		2023		2023	
Allowance for Credit Losses	\$	31,925	\$	30,832	\$	29,350	\$	28,610	\$	28,279	
Total Portfolio Loans		2,107,522	2,	021,588		1,964,525		1,903,288		1,862,679	
Nonperforming Loans to Total Portfolio Loans		1.51%		1.53%		1.49%		1.50%		1.52%	

(1) Annualized

CAPITAL BANCORP, INC.

Reconciliation of Non-GAAP Information

Earnings Metrics, as Adjusted					Q	arters Ende	d			
	Se	ptember 30,	June 30,		March 31,		December 31,		Se	ptember 30
(in thousands, except per share data)		2024		2024		2024		2023		2023
Net Income	\$	8,672	\$	8,205	\$	6,562	\$	9,030	\$	9,788
Add: Merger-Related Expenses, net of tax		557		62		538		-		-
Net Income, as Adjusted	\$	9,229	\$	8,267	\$	7,100	\$	9,030	\$	9,788
Weighted average common shares - Diluted		13,951		13,895		13,919		13,989		14,024
Earnings per share - Diluted	\$	0.62	S	0.59	\$	0.47	\$	0.65	\$	0.70
Earnings per share - Diluted, as Adjusted	\$	0.66	\$	0.59	\$	0.51	\$	0.65	\$	0.70
Average Assets	\$	2,437,870	S	2,353,868	\$	2,299,234	\$	2,202,479	\$	2,221,117
Return on Average Assets ⁽¹⁾		1.42%		1.40%		1.15%		1.63%		1.759
Return on Average Assets, as Adjusted ⁽¹⁾		1.51%		1.41%		1.24%		1.63%		1.75%
Average Equity	\$	274,087	\$	263,425	\$	258,892	\$	248,035	\$	242,671
Return on Average Equity ⁽¹⁾		12.59%		12.53%		10.19%		14.44%		16.009
Return on Average Equity, as Adjusted ⁽¹⁾		13.40%		12.62%		11.03%		14.44%		16.009
Net Interest Income	\$	38,354	\$	37,057	\$	35,008	\$	34,889	\$	36,810
Noninterest Income		6,635		6,890		5,972		5,936		6,326
Total Revenue	\$	44,989	\$	43,947	\$	40,980	\$	40,825	\$	43,136
Noninterest Expense		29,725		29,493		29,487		26,907		28,046
Efficiency Ratio ⁽²⁾		66.07%		67.11%		71.95%		65.91%		65.02%
Noninterest Expense	\$	29,725	S	29,493	\$	29,487	\$	26,907	\$	28,046
Less: Merger-Related Expenses		520		83		712		-		-
Noninterest Expense, as Adjusted	\$	29,205	\$	29,410	\$	28,775	\$	26,907	\$	28,046
Efficiency Ratio, as Adjusted ⁽²⁾		64.92%		66.92%		70.22%		65.91%		65.02%

(1) Annualized (2) The efficiency ratio is calculated by dividing noninterest expense by total revenue (net interest income plus noninterest income).

CAPITAL BANCORP, INC.