#### 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): July 29, 2019

#### CAPITAL BANCORP, INC.

Maryland

001-38671

52-2083046

(State or other jurisdiction of incorporation or organization)

(Commission file number) <u>2275 Research Boulevard, Suite 600, Rockville, Maryland 20850</u> (Address of principal executive offices) (Zip Code)

(301) 468-8848 s telephone number, including area

....

(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 x

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. x

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

On July 30, 2019, Edward F. Barry, Chief Executive Officer; Scot Browning, President; and Alan W. Jackson, Executive Vice President and Chief Financial Officer, of Capital Bancorp, Inc. (NASDAQ: CBNK)(the "Company"), the holding company of Capital Bank, N.A., will participate in the KBW Community Bank Investor Conference in New York, New York. During the conference the members of the Company's management team will hold a series of meetings with institutional investors.

The Company is filing an investor presentation (the "Presentation"), which will be used by the management team for presentations to investors and others. A copy of the Presentation is attached hereto as Exhibit 99.1 and incorporated herein by reference. The Presentation is also available on the Company's website at <a href="http://www.capitalbankmd.com">www.capitalbankmd.com</a>.

Information contained herein, including Exhibit 99.1, shall not be deemed filed for the purposes of the Securities Exchange Act of 1934, as amended, nor shall such information and Exhibit be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

#### Item 9.01. Financial Statements and Exhibits

99.1 Capital Bancorp, Inc., Investor Presentation, July 2019

2

#### 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.

By: <u>/s/ Alan W. Jackson</u> Name: Alan W. Jackson Title: Chief Financial Officer

July 29, 2019

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Ed Barry Chief Executive Officer

Scot Browning President Alan Ja Chief Financ

# **KBW Community Bank Investor Conference**

July 30, 2019

## **Forward Looking Statements**



The statements contained in this presentation that are not historical facts are forward-looking statement based on management's current expectations and beliefs concerning future developments and their 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, loan and deposit growth, yields and returns, loan diversification and credit management, and shareholder value creation. These statements are often, but not always, made through the use of words or phrases such as "outlook," "believes,' "expects," "potential," "continues," "may," "will," "could," "seeks," "projects", "can", "ongoing", "approximately," "predicts," "intends," "plans," "estimates," "anticipates" of the negative version of those words or other comparable words. Such statements involve inherent risks and uncertainties, many of which are difficult to predict and are genera beyond the control of the Company. The inclusion of or reference to forward-looking information in this presentation should not be regarded as a representation by Capital or a other person that the future plans, estimates or expectations contemplated by the Company will be achieved. Any or all of the forward-looking statements and that any such 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 believes that the expectations reflected in such forward-looking statements. Additional factors that could cause actual results may prove to be materially different from the expected results expressed or implied by such forward-looking statements. Additional factors that could cause actual results to differ materially from those expressed in the forward-looking statements are discussed on to Pase Annual Report on Form 10-K of Capital Bancorp, Inc. filed with th

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 misstatements regarding the industry data presented in this presentation, Capital's estimates involve risks and uncertainties 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.

This presentation includes certain non-GAAP financial measures intended to supplement, not substitute for, comparable GAAP measures. These non-GAAP financial measure 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 accordar 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 to evaluate their performance, all of which could reduce the usefulness of the Company's non-GAAP financial measures as tools for comparable GAAP financial measures.



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# Capital Bancorp, Inc. (NASDAQ - CBNK)



Franchise Highlights

Balance Sheet (\$M, except per share amounts)	Unaudited 30/2019		Quarter Result
Assets	\$ 1,234		10% QoC
Loans	1,056		5% QoQ
Deposits	1,037	$\mathbf{\hat{c}}$	7% QoQ
Quarterly Financial Performance			
Earnings per Share, Diluted	\$ 0.29	$\widehat{1}$	21% QoC
ROAA	1.39%	$\overline{\mathbf{A}}$	14% QoQ
ROATCE	13.23%		16% QoQ
Tangible Book Value per Share	\$ 8.97		4% QoQ
Efficiency Ratio	72.18%	~	390 bps
Net Interest Margin	5.79%		33 bps

## **Corporate Timeline**



Gaithersburg 0 Columbia 💡 0 Glen Burnie 9 355 Rockville 0 5 **₽** Ann Bowie Silver Spring Bethesda 9 Washington 50 8 335 Branch Corpor OpenSl Mortga LPO 100 DC-MD-VA





## Footprint

# **Investment Opportunity**

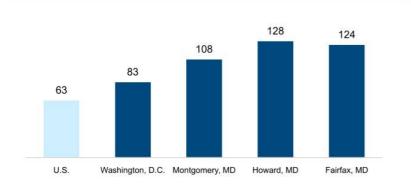
Operate in Exceptional Markets	<ul> <li>The Washington, D.C. and Baltimore, MD MSAs make up one of the largest and wealthiest regions in the U.S.</li> <li>Consolidation creates new opportunities for customer and talent acquisitic</li> <li>Market insulated from economic downturns by federal government present</li> </ul>
Entrepreneurial Management Team	<ul> <li>Experts in their fields combining large and community bank skills</li> <li>Capabilities in data, analytics, marketing and technology</li> <li>Significant board and management ownership</li> </ul>
Consistently High Performing Community Bank	<ul> <li>Profitability has consistently exceeded community banking peers</li> <li>Entrepreneurial culture with a disciplined strategic approach</li> <li>Strong organic balance sheet growth</li> <li>Superior asset quality</li> </ul>
Innovation Driven, Fee Based Businesses	<ul> <li>Secured credit card and mortgage divisions drive high fee income</li> <li>Proprietary technology and analytics</li> <li>Digital enabled marketing</li> </ul>
Building Earnings Momentum	<ul> <li>Significant investments in core deposit generation and commercial sales force</li> <li>Scalable OpenSky<sup>®</sup> infrastructure with processor conversion (Q4 2017) and investment in analytics</li> </ul>
	CAPITAL BANCORP, IN



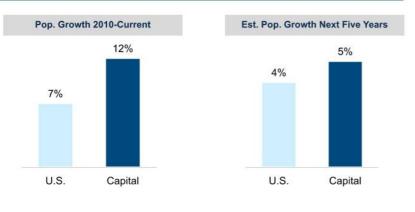
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# **Exceptional Markets**

## Median Household Income by County (\$000)



## Growth of Capital Bank Cities of Operation<sup>(2)</sup>



- rce: S&P Global Market Intelligence, Bureau of Labor Statistics and GMU Center for Regional Analysis. Data is not seasonally adjusted. Represents aggregate population growth of Capital's cilies of operation. Cilies of operation defined as cilies where the Company has a full service branch location Determined as the percentage of the population with a bachelor's degree or higher.

## Washington, D.C. – Baltimore, MD Market

- Recent M&A in market creating disruptions and creating opportunities to acquire talen and customers
- Total population of more than 9.1 million
- Includes the four wealthiest counties in the U.S. (as measured by median HH income)
- Combined GDP of \$722 billion (would rank . 3<sup>rd</sup> nationally among U.S. MSAs)
- Washington D.C. MSA added 60,700 jobs • between Oct 2017 and Oct 2018<sup>(1)</sup>
- Approximately 45% of the combined ٠ population of the Washington, DC and Baltimore, MD MSAs has a college degree
- Home to 15 companies from the 2017 Fortune 500 list and 5 of the U.S.'s largest 100 private companies, including the most recent announcement of Amazon's HQ2
- Significant opportunity to take market shar from large, out of market players: Top 6 banks in both Washington, D.C. and Baltimore, MD MSAs are \$50B+ institution





# **Experienced Management Team**

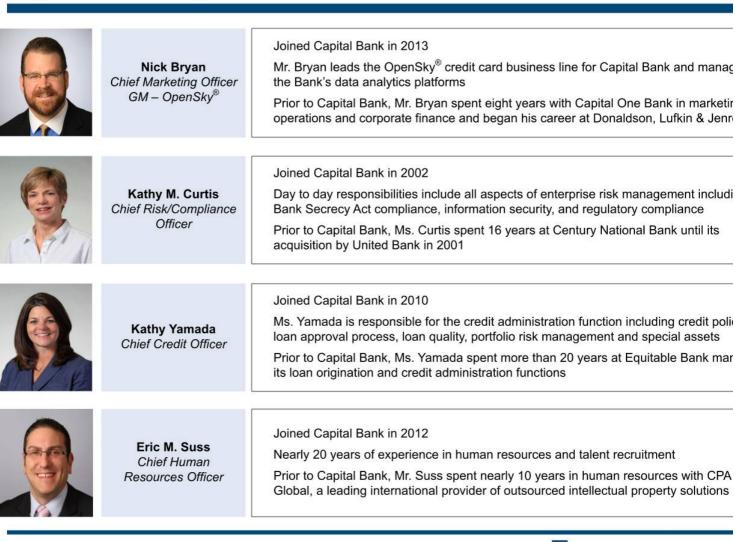


Joined Capital Bank as Chief Executive Officer in 2012Prior to joining Capital Bank, Mr. Barry held senior positions at Capital One Bank, B: America, and E&Y/Capgemini where he held a variety of roles primarily focusing on marketing, data, analytics and strategyRecognized in 2017 as E&Y's Entrepreneur of the Year, Mid-Atlantic Region <sup>(1)</sup> Image: Start R. Browning PresidentPresidentJoined Capital Bank as President in 2002Currently oversees the commercial lending department, which has grown from \$13. million to over \$850.2 million in funded loans during his tenure 30 years of banking experience primarily in commercial lending Prior leadership roles with United Bank, F&M Bank Allegiance and Century NationalImage: Start R. Browning PresidentImage: Start R. Browning PresidentJoined Capital Bank as Chief Financial Officer in 2017Image: Start R. Browning Prior to joining Capital Bank, Mr. Jackson has more than 30 years of financial services experience including previ serving as CFO of two publicly traded banksPrior to joining Capital Bank, Mr. Jackson was a Senior Managing Director with Finf- and spent 5 years with Banker's Dashboard & S&P Global Market IntelligenceImage: Start Bieker Chief Operating OfficerPrior to joining Capital Bank, Mr. Dicker spent 16 years with Capital One Bank rising Senior Vice President where he led Treasury Management Strategy, Marketing & Analytics and served as Head of Enterprise Payments Key experience also includes core system and CRM implementations, sales enable banking innovation, data and analytics		· · · · · · · · · · · · · · · · · · ·
Scot R. Browning PresidentCurrently oversees the commercial lending department, which has grown from \$13. million to over \$850.2 million in funded loans during his tenure 30 years of banking experience primarily in commercial lending Prior leadership roles with United Bank, F&M Bank Allegiance and Century NationalImage: Scot R. Browning PresidentJoined Capital Bank as Chief Financial Officer in 2017Image: Scot R. Browning Prior leadership roles with United Bank, F&M Bank Allegiance and Century NationalImage: Scot R. Browning PresidentJoined Capital Bank as Chief Financial Officer in 2017Image: Scot R. Browning Prior to joining Capital Bank, Mr. Jackson was a Senior Managing Director with FinF and spent 5 years with Banker's Dashboard & S&P Global Market IntelligenceImage: Scot R. Browning Prior to joining Capital Bank, Mr. Dicker spent 16 years with Capital One Bank rising Senior Vice President where he led Treasury Management Strategy, Marketing & Analytics and served as Head of Enterprise Payments Key experience also includes core system and CRM implementations, sales enable		Prior to joining Capital Bank, Mr. Barry held senior positions at Capital One Bank, Ba America, and E&Y/Capgemini where he held a variety of roles primarily focusing on marketing, data, analytics and strategy
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		Prior to joining Capital Bank, Mr. Dicker spent 16 years with Capital One Bank rising Senior Vice President where he led Treasury Management Strategy, Marketing & Analytics and served as Head of Enterprise Payments Key experience also includes core system and CRM implementations, sales enable

(1) Financial Services category.



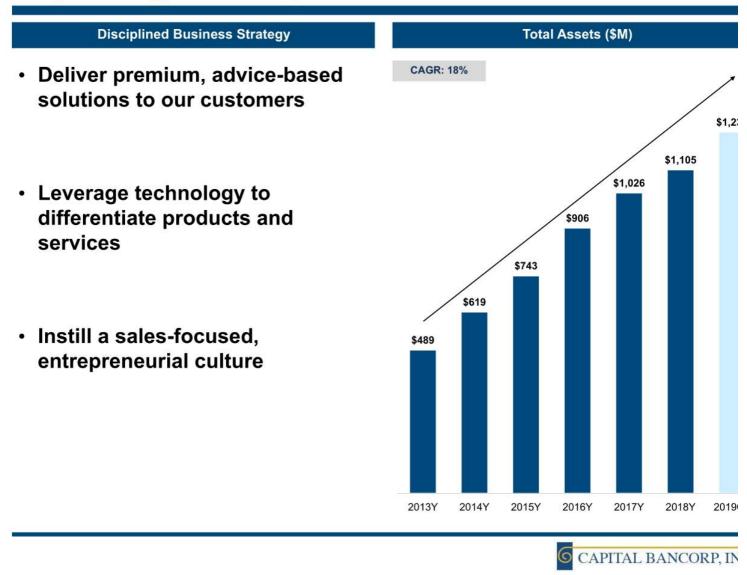
## **Experienced Management Team**





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# **Unique Strategy Consistently Drives Performance**



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## **Diversified Lines of Business**



## Commercial Banking

- Approximately \$1.2 billion of assets
- Provide sophisticated advice and exceptional client service
- Target customers with complex financial needs
- Loan officers are trusted advisors to their clients
- Service level proven by significantly greater than peer loan yield

## OpenSky<sup>®</sup> Secured Credit Card

- \$40.1 million loan portfolio
- Credit related consumer product secured by deposits
- High yield plus fee income and significant NIB deposits
- Differentiated consumer business line
- Originated nationwide through digital channels
- Proprietary web/mobile origination platform

# Number of Cards Outstanding (000s) 211.4 170.0 211.4 149.2 170.0 63.4 96.4 96.4 170.0 2015Y 2016Y 2017Y 2018Y 2019Q2

## Residential Mortgage Origination

- 3.40% QTD GOS margin
- 79.1% purchase volume
- MD, VA and DC comprise 77% of origination volume
- Recent hires focused on purchased money originations and niche products





## Leveraging the Power of Technology

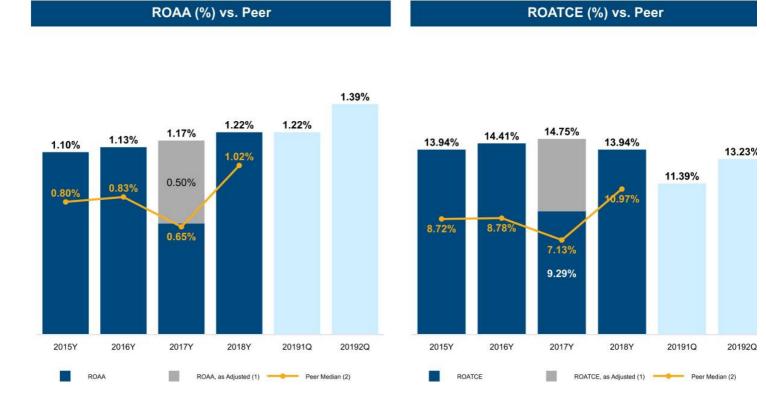
 In-house development team Apollo customer acquisition system developed for OpenSky<sup>®</sup> provides automated Internally work flows for digital account applications processes Developed · In-house staff participates in business development calls and designs bespoke Technology technology solutions for customers to enhance their operational efficiency Solutions · Proprietary data warehouse built to run analytics and identify opportunities OpenSky<sup>®</sup>: Proprietary customer behavior scoring (B-Score) Proprietary Algorithmic, selective credit line increases (CLIP program) 0 **Business** Net present value driven models drive product and marketing decisions Analytics 0 · Internally developed commercial credit stress testing that tracks micro market performance Social media driven OpenSky<sup>®</sup> and mortgage marketing programs User-friendly OpenSky<sup>®</sup> mobile application; 81% of applications are submitted on mobile devices using a digital platform Web and Mobile Enabled · Online marketing campaigns are closely tracked and analyzed to assess efficacy ar Platforms ensure commercial effectiveness QuickClose digital mortgage platform launched in fourth quarter 2018



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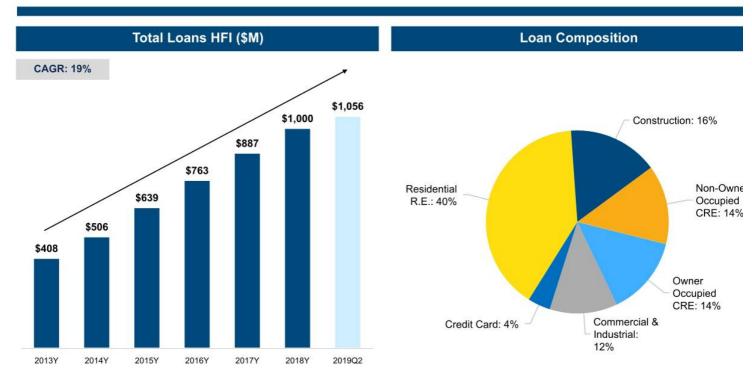
# **Consistently High Performing**



Note: 2019 is YTD data as of 6/30/19. 2013 data excludes the impact of bargain purchase gains. 2017 earnings impacted by \$2.3 million of pre-tax, one-time data processing conversion costs, \$2.4 million of pre-tax, non-recurring forgone interest and fees and a \$1.4 million deferred tax asset revaluation (7) ROAA, as Adjusted and ROATCE, as Adjusted are non-GAAP measures and exclude \$4.2 million of non-recurring charges and lost revenue. Please refer to the non-GAAP schedules included in the Appendix to this presentation of this measure. (7) Peer group consists of major exchange traded ("MET") banks with most recent quarter assets less than \$2.0 billion. Peer data per S&P Global Market Intelligence.

CAPITAL BANCORP, IN

# Loan Portfolio



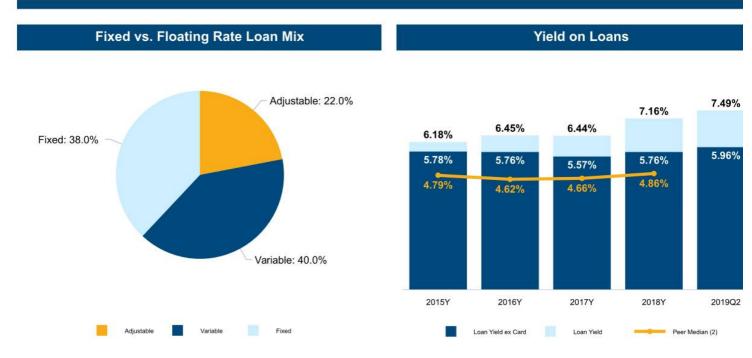
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- · Owner-occupied CRE loans make up approximately 49% of total commercial real estate loans
- Residential real estate loans consist primarily of investment 1-4 family property (rentals)
- Strong underwriting standards
- Regular portfolio stress testing includes analyzing the construction portfolio for declines in property values





## **Balanced Loan Portfolio**



- · Short duration loan portfolio well positioned for current interest rate environment
  - 21% of the loan portfolio re-prices within three months and 38% re-prices within one year
- Excluding credit card portfolio, loan yield has averaged more than a 100bps premium to local pe since 2015

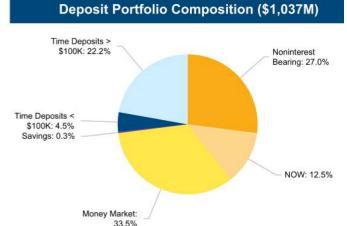
Data	as of 6/30/19.	
(0	Data excludes loans held for sale.	
(2)	Peer group consists of: EGBN, SASR, OLBK, ANCX, SONA, JMSB, HBMD, TCFC and FVCB. Peer data per S&P Global Market Intelligence.	CAPITAL BANCORP, IN



# **Deposit Portfolio Composition**

## **Core Deposit Momentum**

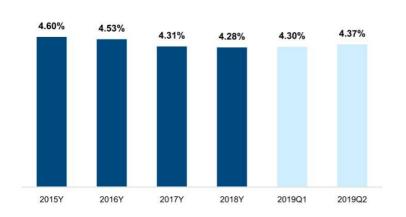
- Recruiting deposit sales teams, including fiduciary salespeople, from recently acquired competitors driving core deposit growth
- Customizing solutions for clients, including fiduciary and non-profit organizations, to generate low-cost business deposit accounts
- Selectively adding full service branches to support areas with high customer concentration
- OpenSky<sup>®</sup> provides a unique channel for generating zero interest deposits







## Net Interest Margin, excluding Credit Card Loans



## Deliver real, advice-based solutions to customers' complex credit needs vs. acting a the low-cost provider (largely avoid bid situations)

- Specifically target customers with complex credit needs
- Net interest margin is enhanced by OpenSky card returns and deposit contribution
- Consistently collect loan fees

Note: Static GAP Analysis reflects change in net interest income under a parallel rate shock analysis. Peer group consists of: EGBN, SASR, OLBK, ANCX, SONA, JMSB, HBMD, TCFC and FVCB. Peer data per S&P Global Market Intelligence. 2017Y represents Net Interest Margin, as Adjusted and is a non-GAAP measure adjusted for the impact of non-recurring foregone interest and fees related to the OpenSky<sup>®</sup> data processing conversion. Please refer to the non-GAAP schedules included in the Appendix to this presentation for a reconciliation of this measure.

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## **Delivering Superior Net Interest Margin**





72.2%

2019Q2

## **Efficiency Ratio**

#### Efficiency Ratio<sup>(1)</sup> 73.9% 73.2% 71.6% 70.0% 70.0% 68.6% 6.1% 66.1% 65.0% 63.6% 62.0% 59.3% 58.2% 2014Y 2015Y 2016Y 2018Y 2013Y 2017Y

Efficiency Ratio

Peer Median (2)

Recent investments should have a positive long-term impact on efficiency:

- Credit card data processing conversion has elevated expenses but positioned the business line for the long-term
- Hired significant deposit gathering business development officers since the beginning of 2017 to support core funding growth
- Reston, VA and Columbia, MD branch locations opened in Q2 2017 and Q2 2018, respectively

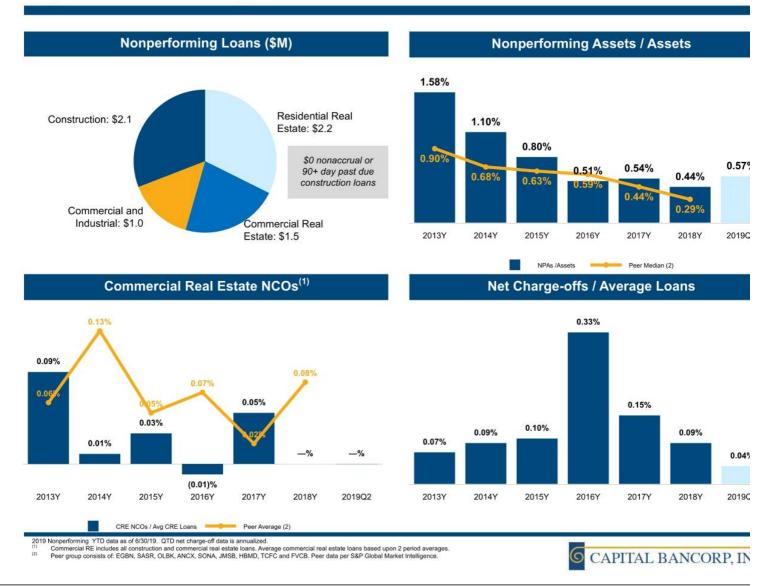
YTD data is as of June 30, 2019. Efficiency ratio is a non-GAAP measure. Please refer to the non-GAAP schedules included in the Appendix to this presentation for a reconciliation of this measure.
 2017Y includes Efficiency Ratio, as Adjusted and is a non-GAAP measure adjusted for the impact of \$2.4M of non-recurring foregone interest and fees and \$2.3 million of non-recurring data processing expenses related to the OpenSity and and recurring data processing expenses related to the OpenSity and processing expenses related to the OpenSity expenses related to the OpenSity expension of this measure.
 (2) Peer group consists of: EGBN, SASR, OLBK, ANCX, SONA, JMSB, HBMD, TCFC and FVCB. Peer data per S&P Global Market Intelligence.

CAPITAL BANCORP, IN

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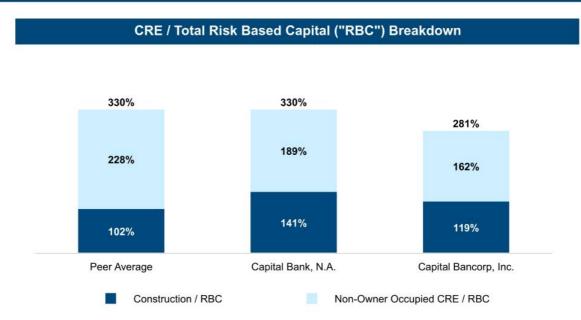


# **Superior Asset Quality Metrics**





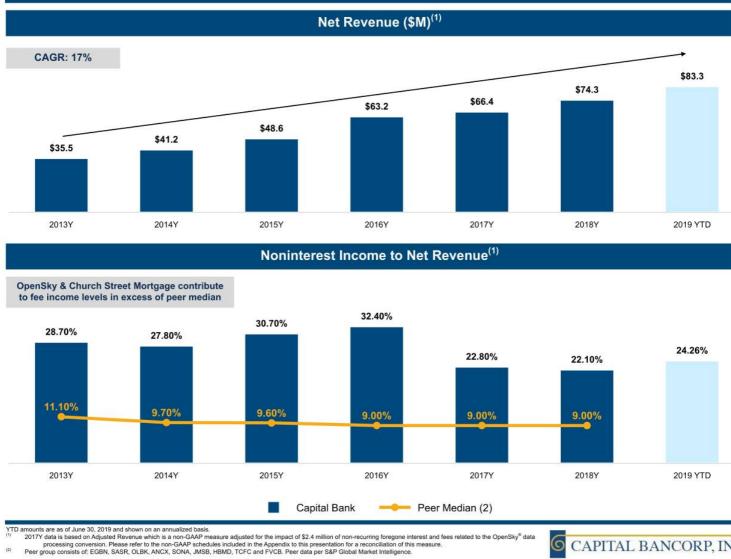
## **Commercial Real Estate ("CRE") Concentration Levels**



- Construction lending is a historical core competency focused on single family homes and individual condo and townhouse conversions to established builders
- · Loan to value limits of 75% for investor and 80% for owner-occupied construction lending
- Construction loans provide a short-duration, high-yield asset class, plus loan fee income, which supports asset sensitivity
- · Deep expertise in CRE and real estate development at the Board level



## **Diversified Revenue Model**



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# **OpenSky<sup>®</sup> Secured Credit Card Division**

## **Customer Demographics**

- 0 Underserved by traditional credit products
- 0 Poor or nonexistent credit history
- Nationwide customer base 0
- Minimum initial deposit of \$200 and 0 maximum initial deposit of \$3,000 per card and \$5,000 per individual

## Value Proposition

- Help customers repair or create 0 acceptable credit history
- 0 Functions as a traditional VISA credit card

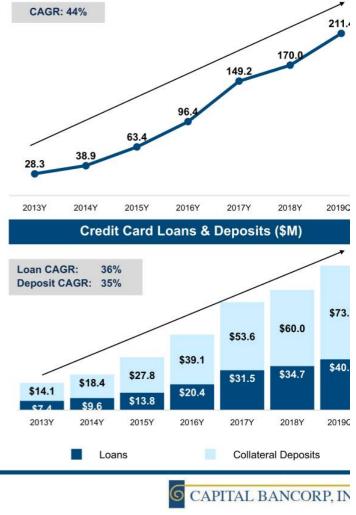
## **Technology driven**

- Nationwide web and mobile platform -0 81% of applications are submitted on mobile devices using adaptive digital platform
- Perform proprietary analytics on 0 customer base to monitor and innovate the portfolio

Data as of 6/30/19. CAGRs measured from 12/31/13 through 6/30/19.

170.0 149.2 96.4 63.4 38.9 28.3 2013Y 2014Y 2015Y 2016Y 2017Y 2018Y 2019C Credit Card Loans & Deposits (\$M) Loan CAGR: 36% Deposit CAGR: 35% \$73. \$60.0 \$53.6 \$39.1 \$40. \$27.8 \$34.7 \$31.5 \$18.4 \$14.1 \$20.4 \$13.8 .... 2013Y 2014Y 2015Y 2016Y 2017Y 2018Y 20190 **Collateral Deposits** Loans 

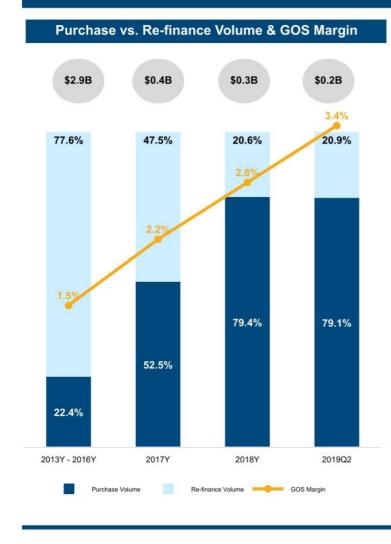
Number of Outstanding Accounts (000s)







# **Capital Bank Home Loan Division**

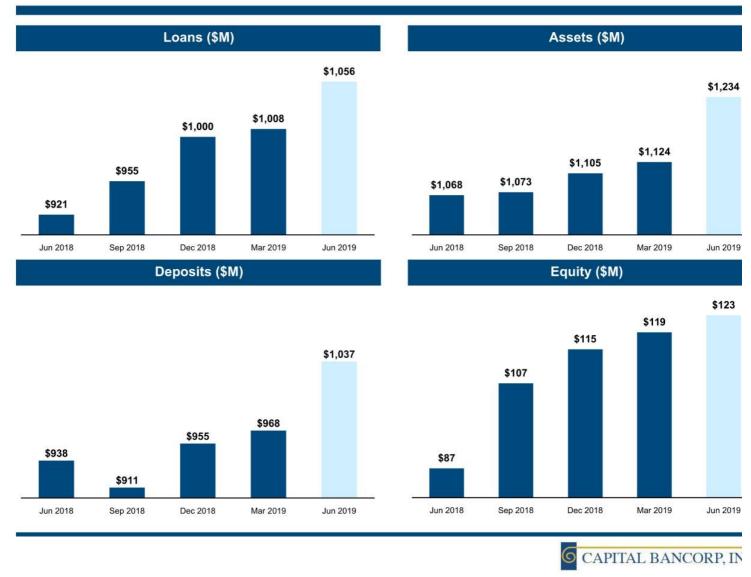


- Right-sized mortgage division in conjunctic with Federal Reserve rate hikes and in anticipation of a reduction in industry-wide re-finance volume
- Production hires since the beginning of 2017 focused on niche products and purchase originations
- MD, VA and Washington, D.C. represent 77% of origination volume within our primary market areas
- National technology-enabled consumer direct marketing efforts, including social media campaigns
- Right sizing of business model has led to profitability across the entire cycle





# **Consistent Performance**



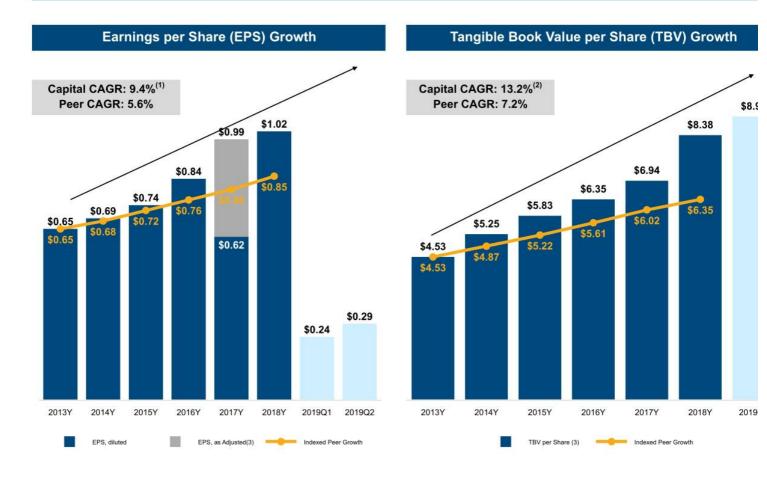


## **Consistent Performance**





## **Building Earnings Momentum**



- Peer group consists of: EGBN, SASR, OLBK, ANCX, SONA, JMSB, HBMD, TCFC and FVCB. Peer data per S&P Global Market Intelligence. Note: 2013 earnings per share for Capital excludes bargain purchase gains. YTD data is as of June 30, 2019. (1) Based on EPS, as adjusted for 2017. CASR represents the period from 2013 through 6/30/2019. (2) EPS, as Adjusted is a on-GAAP measure and excludes \$42 million of non-recurring charges and lost revenue. (3) Tangible book value per share and EPS, as Adjusted are non-GAAP measures. Refer to the non-GAAP schedules included in the Appendix for a reconciliation of these measures.

**G** CAPITAL BANCORP, IN



- Operate in Premier Markets
- Entrepreneurial Management Team
- Consistently High Performing Community Bank
- Innovation Driven, Fee Based Businesses
- Building Earnings Momentum









# Appendix



## **ROATCE Reconciliation**

"Return on average tangible common equity" is a non-GAAP measure defined as net income, less bargain purchase gain (net of taxes), plus the amortization of intangible assets (net of taxes) divide by average total equity net of average intangible assets.

### Return on Average Tangible Common Equity

Dollars in Thousands				Ye	ar Ended	Dec	ember 31,					Q	uarter Ended	Ye	ear to D
	2013		2014		2015		2016		2017		2018	Ji	une 30, 2019	Ju	ne 30, 1
Net Income	\$ 6,857	\$	6,793	\$	7,492	\$	9,441	\$	7,109	\$	12,767	\$	4,023	\$	7
Less: Bargain Purchase Gain, net of taxes	(1,076)		<u> </u>		<del></del>								·		
Add: Intangible Asset Amortization, net of taxes	33		20		14		10	_					2 <u>—2</u>		
Net Income Excluding Intangible Amortization and Bargain Purchase Gain, net, as Adjusted	\$ 5,814	\$	6,813	\$	7,506	\$	9,451	\$	7,109	\$	12,767	\$	4,023	\$	7
Average Total Equity	36,965		45,775		53,883		65,590		76,543		91,590		121,934		120
Less: Average Preferred Equity									_		_		_		
Less: Average Intangible Assets	 (84)		(53)		(26)		(8)				1 <u></u>				
Average Tangible Common Equity	\$ 36,881	\$	45,722	\$	53,857	\$	65,582	\$	76,543	\$	91,590	\$	121,934	\$	120
Return on Average Tangible Common Equity	15.76%	5	14.90%	6	13.94%	b	14.419	6	9.29%	6	13.94%	6	13.23%	6	1:





## **ROATCE, as Adjusted Reconciliation**

"Return on average tangible common equity, as adjusted" is a non-GAAP measure defined as net income, less bargain purchase gain (net of taxes), plus non-recurring foregone interest and fees, plus non-recurring data processing expenses, plus non-recurring deferred tax revaluation, less the tax impact of conversion-related items, plus the amortization of intangible assets (net of taxes), divided by average total equity, net of average intangible assets.

#### Return on Average Tangible Common Equity, as Adjusted

Dollars in Thousands				1	'ea	r Ended	De	cember 3	1,				Quarter Ended	Y	ear to Dat
	ĺ.,	2013		2014		2015		2016		2017	2018		June 30, 2019	Ju	ne 30, 20 <sup>.</sup>
Net Income	\$	6,857	\$	6,793	\$	7,492	\$	9,441	\$	7,109	\$ 12,767	\$	4,023	\$	7,34
Less: Bargain Purchase Gain, net of taxes		(1,076)													-
Add: Non-recurring foregone interest and fees		_		<u></u>				20 <u></u> 2		2370	<u>19 - 1</u> 7		( <u>)</u> -		( <u>)</u>
Add Non-recurring data processing expenses								_		2,275			—		-
Add: Non-recurring deferred tax revaluation		_		_		_		_		1,386	—				5 - C
Less: Tax impact of conversion related items		—		—		_		_		(1,847)			10 <del>1-0</del> 1		
Net Income, as Adjusted	\$	5,781	\$	6,793	\$	7,492	\$	9,441	\$	11,293	\$ 12,767	\$	4,023	\$	7,34
Add: Intangible asset amortization, net of taxes		33		20		14		10		—	-				-
Net Income Excluding Intangible Amortization and Bargain Purchase Gain, net, as Adjusted	\$	5,814	\$	6,813	\$	7,506	\$	9,451	\$	11,293	\$ 12,767	\$	4,023	\$	7,34
Average Total Equity	\$	36,965	\$	45,775	\$	53,883	\$	65,590	\$	76,543	\$ 91,590	\$	121,934	\$	120,04
Less: Average Preferred Equity										00000000000000000000000000000000000000	10000000000000000000000000000000000000				10000000000
Less: Average Intangible Assets		(84)		(53)		(26)		(8)		_					-
Average Tangible Common Equity	\$	36,881	\$	45,722	\$	53,857	\$	65,582	\$	76,543	\$ 91,590	\$	121,934	\$	120,04
Return on Average Tangible Common Equity, as Adjusted		15.76%	b	14.90%	,	13.94%	6	14.41%	)	14.75%	13.94%	6	13.23%	5	12.3





# **ROAA**, as Adjusted Reconciliation

"Return on average assets, as adjusted" is a non-GAAP measure defined as net income, less bargain purchase gain (net of taxes), plus non-recurring foregone interest and fees, plus nonrecurring data processing expenses, plus non-recurring deferred tax revaluation, less the tax impac of conversion-related items, divided by average total assets.

### Return on Average Assets, as Adjusted

Dollars in Thousands				Y	ear Ended	Dec	ember 31,					QL	arter Ended	Y	ear to Date
k	2013		2014		2015		2016		2017		2018	Jı	ine 30, 2019	Ju	ne 30, 201
Net Income	\$ 6,857	\$	6,793	\$	7,492	\$	9,441	\$	7,109	\$	12,767	\$	4,023	\$	7,342
Less: Bargain Purchase Gain, net of taxes	(1,076)		<u> </u>		3 <u>2</u> 23		<u> </u>		8 <u>—9</u>				( <u></u> )		<u></u>
Add: Non-recurring foregone interest and fees					—				2370		_				-
Add Non-recurring data processing expenses			<u> </u>		<u> </u>				2275		<u> </u>				
Add: Non-recurring deferred tax revaluation	_		_		<del></del>				1386						-
Less: Tax impact of conversion related items			—		_				(1,847)		_		—		_
Net Income, as Adjusted	\$ 5,781	\$	6,793	\$	7,492	\$	9,441	\$	11,293	\$	12,767	\$	4,023	\$	7,342
Average Total Assets	\$ 471,400	\$	541,934	\$	679,595	\$	832,619	\$	964,946	\$	1,045,732	\$	1,163,317	\$	1,135,797
Return on Average Assets, as Adjusted	1.23%	5	1.25%	6	1.10%	b	1.13%	6	1.17%	5	1.22%	6	1.39%	,	1.30





"Net interest margin, as adjusted" is a non-GAAP measure defined as net interest income, plus nor recurring foregone interest and fees, divided by average interest earning assets.

#### Net Interest Margin, as Adjusted

Dollars in Thousands				Y	ear Ended	Dec	ember 31,					Q	arter Ended	Y	ear to Da
	2013	1	2014		2015		2016	Ш.,	2017		2018	Ji	ine 30, 2019	Ju	ine 30, 2
Net Interest Income	\$ 25,327	\$	29,717	\$	33,676	\$	42,759	\$	48,911	\$	57,888	\$	16,531	\$	31,2
Add: Non-recurring foregone interest and fees	—		—		—		-		2,370		—		0		
Net Interest Income, as Adjusted	\$ 25,327	\$	29,717	\$	33,676	\$	42,759	\$	51,281	\$	57,888	\$	16,531	\$	31,2
Average interest earning assets	\$ 467,772	\$	531,505	\$	671,275	\$	825,676	\$	955,479	\$	1,035,731	\$	1,146,084	\$	1,121,0
Net Interest Margin, as Adjusted	5.41%	6	5.59%	6	5.02%	ó	5.18%	6	5.37%	5	5.59%	6	5.79%	,	5





Net revenue for 2017 has been adjusted to exclude the impact of non-recurring foregone interest and fees and as such is considered a non-GAAP measure.

#### Adjusted Revenue and Noninterest Income to Adjusted Revenue

Dollars in Thousands				Y	ear Ended	Dec	ember 31,					Qua	arter Ended	Ye	ar to D
	2013		2014		2015		2016		2017		2018	Jur	ne 30, 2019	Jur	ie 30, 2
Noninterest Income	\$ 10,171	\$	11,442	\$	14,929	\$	20,473	\$	15,149	\$	16,124	\$	5,927	\$	10
Net Interest Income	25,327		29,717		33,676		42,759		48,911		57,888		16,531		31,
Add: Noninterest Income	10,171		11,442		14,929		20,473		15,149		16,124		5,927		10,
Add: Non-recurring foregone interest and fees			-						2,370				_		
Adjusted Revenue	\$ 35,498	\$	41,159	\$	48,605	\$	63,232	\$	66,430	\$	74,012	\$	22,459	\$	41,
Noninterest Income to Adjusted Revenue	28.65%	6	27.80%	6	30.71%	6	32.38%	6	22.80%	6	21.70%	6	26.39%	5	24





"Efficiency ratio, as adjusted" is a non-GAAP measure defined as total noninterest expense less no recurring data processing expenses, divided by the sum of net interest income, noninterest income and non-recurring foregone interest and fees.

#### Efficiency Ratio, as Adjusted

Dollars in Thousands				Ye	ar Ended	Dec	ember 31,				Qua	rter Ended	Ye	ar to Da
	2013	ľ	2014		2015	1	2016	ſ	2017	2018	Jun	e 30, 2019	Jur	ne 30, 20
Noninterest Expense	\$ 24,836	\$	28,821	\$	34,817	\$	43,380	\$	47,306	\$ 54,123	\$	16,210	\$	30,5
Less: Non-recurring data processing expenses	<u></u>				<u> </u>		<u> </u>		(2,275)	<u>;</u> ;		<u> </u>		
Adjusted Noninterest Expense	24,836		28,821		34,817		43,380		45,031	54,123		16,210		30,5
Net Interest Income	25,327		29,717		33,676		42,759		48,911	57,888		16,531		31,2
Add: Noninterest Income	10,171		11,442		14,929		20,473		15,149	16,124		5,927		10,0
Add: Non-recurring foregone interest and fees	—		_		_		_		2,370	_				
Adjusted Revenue	\$ 35,498	\$	41,159	\$	48,605	\$	63,232	\$	66,430	\$ 74,012	\$	22,459	\$	41,2
Efficiency Ratio, as Adjusted	69.96%	6	70.029	6	71.63%	6	68.60%	6	67.79%	73.13%	b	72.18%	b	73.



# **Diluted Earnings Per Share, as Adjusted Reconciliation**

"Diluted earnings per share, as adjusted" is a non-GAAP measure defined as net income, less bargain purchase gain (net of taxes), plus non-recurring foregone interest and fees, plus nonrecurring data processing expenses, plus non-recurring deferred tax revaluation, less the tax impac of conversion-related items, divided by the diluted weighted average shares outstanding.

## Diluted Earnings per Share, as Adjusted

Dollars in Thousands except per Share Items		Year Ended December 31,												Quarter Ended		Year to Da	
		2013		2014		2015		2016		2017		2018	Jı	une 30, 2019	Ju	ne 30, 2(	
Net Income	\$	6,857	\$	6,793	\$	7,492	\$	9,441	\$	7,109	\$	12,767	\$	4,023	\$	7.	
Less: Bargain Purchase Gain, net of taxes		(1,076)		10 <u>10 1</u> 0		10 <u>1000</u>		19 <u></u> 2		1 <u>1 - 1</u> 1				18 <u>1</u> 1			
Add: Non-recurring foregone interest and fees		—		_		-		_		2370		-		_			
Add Non-recurring data processing expenses		1						3		2275		<u>,</u>		10-10			
Add: Non-recurring deferred tax revaluation		: <u></u>						2 <u>1 - 1</u> 2		1386				<u> </u>			
Less: Tax impact of conversion related items										(1,847)		_					
Net Income, as Adjusted	50	5,781		6,793		7,492		9,441		11,293		12,767		4,023		7,	
Add: Convertible debt interest expense		281		281		281		( <del></del> .					8	-			
Net Income, as Adjusted for Diluted EPS	\$	6,062	\$	7,074	\$	7,773	\$	9,441	\$	11,293	\$	12,767	\$	4,023	\$	7,	
Diluted Weighted Average Shares Outstanding		9,336,596		10,279,548		10,488,036		11,289,044		11,428,000		12,462,138		13,914		13,	
Diluted Earnings per Share, as Adjusted	\$	0.65	\$	0.69	\$	0.74	\$	0.84	\$	0.99	\$	1.02	\$	0.29	\$	C	





"Tangible book value per share" is a non-GAAP measure defined as total stockholders' equity, less intangible assets, divided by shares of common stock outstanding.

## Tangible Book Value per Share

Dollars in Thousands except per Share Items			Quarter Ended		Year to Dat								
	2013		2014		2015		2016	2017	2018		June 30, 2019	J	une 30, 20 <sup>,</sup>
Total Stockholders'Equity	\$ 42,421	\$	50,216	\$	59,657	\$	70,748	\$ 80,119	\$ 114,563	\$	123,118	\$	123,1
Less: Preferred Equity	<u></u>		<u></u>		10 <u>—14</u>		<u> </u>		33 <u>-44</u>				
Less: Intangible Assets	(72)		(39)	č.	(17)	1		1000 C					
Tangible Common Equity	\$ 42,349	\$	50,177	\$	59,640	\$	70,748	\$ 80,119	\$ 114,563	\$	123,118	\$	123,1
Period End Shares Outstanding	9,342,860		9,562,820		10,225,780		11,144,696	11,537,196	13,672,479		13,718,665		13,718,6
Tangible Book Value per Share	\$ 4.53	\$	5.25	\$	5.83	\$	6.35	\$ 6.94	\$ 8.38	\$	8.97	\$	8

