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, 2024

CAPITAL BANCORP, INC.

Maryland

001-38671

52-2083046

2275 Research Boulevard, Suite 600, Rockville, Maryland 20850

(301) 468-8848

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

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

□ 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 \square

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
<u> </u>	<u> </u>	

Item 7.01 Regulation FD Disclosure

Capital Bancorp, Inc. (the "Company") is filing an investor presentation relating to its second 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 <u>Investor Presentation June 2024.</u>

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: July 29, 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 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 recation. These statements are often, but not always, made through statements or southors, "believes," respects," potential," continues," "may," will," could, "should," seeks," projects," carp." or organized by "projects," intends," plans, "believes," respects," potential," continues," "may," will," could, "should," seeks," projects," carp." organized by "may and the use of words or phrase south as a return of the project of the company of 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 any other person that the future plans, estimates or expectations contemplated by the Company will be achieved. Any or all of the forward-looking statements in (or conveyed orally regarding) this presentation may turn out to be inaccurate. Accordingly, you are cautioned not to place undure reliance in ordinary to the project or projec

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.

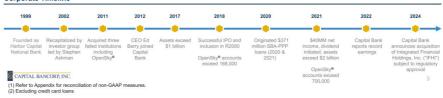
Non-U.S. GAAP Financial Measures

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 solation, 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 on-GAAP financial measures where the rearest GAAP equivalents. For example, other companies may calculate non-GAAP financial measures afferently 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 took for comparison. If included in this presentation, see the Appendix to this presentation for a reconciliation of the non-GAAP financial measures as took programs.

Capital Bancorp, Inc. (NASDAQ-CBNK)

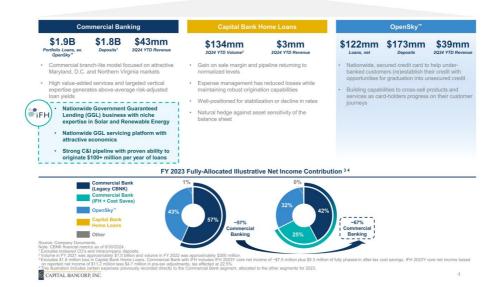
(in millions except per share data) Balance Sheet	une 30, 2024	N	March 31, 2024	QoQ Result	June 30, 2023	YoY Result
Assets	\$ 2,439	\$	2,324	4.9% \$	2,228	9.5%
Portfolio Loans	2,022		1,965	2.9%	1,838	10.0%
Deposits	2,100		2,006	4.7%	1,934	8.6%
Quarterly Financial Performance						
Tangible Book Value per Share(1)	\$ 19.26	\$	18.68	3.1% \$	16.98	13.49
Earnings per Share, Diluted	\$ 0.59	\$	0.47	25.5% \$	0.52	13.5%
Earnings per Share, Diluted, as adjusted(1)	\$ 0.59	\$	0.51	15.7% \$	0.52	13.5%
ROAA, annualized	1.40%)	1.15%	25 bps	1.34%	6 bp
ROAA, annualized, as adjusted(1)	1.41%	,	1.24%	17 bps	1.34%	7 bps
ROAE, annualized	12.53%	,	10.19%	234 bps	12.30%	23 bp
ROAE, annualized, as adjusted(1)	12.62%	,	11.03%	159 bps	12.30%	32 bp
Efficiency Ratio	67.11%)	71.95%	-484 bps	70.41%	-330 bp
Efficiency Ratio, as adjusted(1)	66.92%)	70.22%	-330 bps	70.41%	-349 bp
Net Interest Margin	6.46%)	6.24%	22 bps	6.63%	-17 bp
Net Interest Margin, as adjusted(1)(2)	4.00%)	3.85%	15 bps	4.06%	-6 bp

Corporate Timeline



Business Model Remains Uniquely Diversified





Second Quarter 2024 Highlights

Earnings and Profitability

- Net Income of \$8.2 million; as adjusted⁽¹⁾ of \$8.3 million
- Diluted EPS of \$0.59; as adjusted⁽¹⁾ of \$0.59
- Return on Average Assets of 1.40%; as adjusted⁽¹⁾ of 1.41%
- Return on Average Equity of 12.53%; as adjusted⁽¹⁾ of 12.62%
- Cash dividend of \$0.10 per share declared, or 25% higher than the prior quarter
- Pre-tax Merger-Related Expenses totaled \$0.1 million; \$0.8 million YTD

Key Operating Trends

- Net Interest Margin of 6.46%
- Core Net Interest Margin, Adjusted⁽¹⁾⁽²⁾ of 4.00%
- Efficiency Ratio of 67.11%; as adjusted⁽¹⁾ of 66.92%

Loans and Deposits

- Total portfolio loans increased \$57.1 million, or 11.7% annualized, to \$2.022 billion
- Total average portfolio loans increased \$65.3 million to \$1.993 billion
- Total deposits increased \$94.7, or 25.2% annualized, million to \$2.100 billion
- Total average deposits increased \$53.2 million to \$2.011 billion
- Portfolio loans-to-deposit ratio (average balances) of 99.1%

CAPITAL BANCORP, INC.

(1) Refer to Appendix for reconciliation of non-GAAP measures.
(2) Excluding credit card loans



Transaction Overview and Strategic Rationale

on March 27, 2024

CAPITAL BANCORP, INC.

Transaction Materially Accelerates CBNK's Strategic Plan Initiatives Strategic Acquisition of IFH FH Capital Bancorp, Inc. (NASDAQ: CBNK) is acquiring Integrated Financial Holdings, Inc. (OTCQX:IFHI), a \$518 million asset bank holding company **CBNK Strategic Initiative** \checkmark Growth in the commercial bank business line Announced aggregate purchase price of \$66.5 million - 81% stock / 19% cash at announcement IFH is headquartered in Raleigh, North Carolina Branch-lite (single location) business model specializing in C&I, Government Guaranteed Lending ("GGL") and renewables loan origination and servicing on a nationwide basis Build domain expertise in new product / industry verticals $\overline{\mathbf{A}}$ Further shift in the loan mix toward C&I and growth in regional C&I lending capabilities High degree of fee income (48% of revenue¹) and top-tier profitability track record (1.55% core ROAA²) lacksquare Value accretive deployment of excess capital ~2 Yrs EPS PullForward (Years)4 ~17% ~1.8 Yrs 20%+

Source: S&P Global Market Intelligence; FactSet.

Based on IFH 2023Y core net income based on reported net income of \$11.2 million less \$4.7 million in pre-tax adjustmen

return on invisered capital represents in this multi-synergized net income divided by the sum of deal value at announcement plus after-lax transaction charges less excess capital at closing.

*Reflects the time it would have taken CBNK to achieve pro forma 2025 EPS on a standalone basis; based on median consensus estimates at announcement with a growth rate applied post-202

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CAPITAL BANCORP, INC.

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Merger Closing and Integration Remains on Track

- Federal Reserve approval received on July 9th
- Merger is still subject to approval of the Office of the Comptroller of the Currency, CBNK's and IFH's shareholders and other customary closing conditions
- Planning for legal day 1 is substantially complete; Execution plans across a number of functional workstreams have been established
- Decisioning on critical technology and operational components is proceeding as expected

Q2 2024 Achievements Legal Day 1 Proceeding 12 Months Pre-Legal Day 1: Filed final S-4; Shareholder vote scheduled for August 15th Integration continues Communicate integration and conversion plan to impacted areas Fully execute on organizational initiatives Received Federal Reserve approval

- Finalized org structure changes, employee decisions and retention initiatives
- Confirmed efficiency tasks and potential revenue synergies
- Finalizing post-LD1 integration and technology plan
- Substantially completed review of pro forma policies and procedures
- Participated in certain

- Deploy colleague training
- Legal Day 1:
 - Execute communications plan
 - Commence efficiency initiatives
 - General ledger conversion
- Coordinate corporate policies
- Core conversion (planned for late February 2025)
- Vendor consolidation

Priority is to Deliver on Value Creation Commitments to Our Customers, Shareholders and the Communities That We Serve

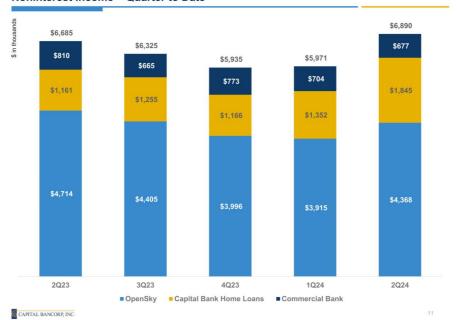


Net Interest Income and Net Interest Margin



(1) Refer to Appendix for reconciliation of non-GAAP measures. Note: Other includes CBHL and Corporate

Noninterest Income - Quarter to Date



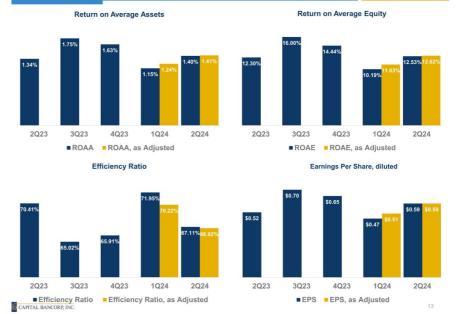
Note: Other income includes BOLI income, customer service fees, and other income.

Noninterest Expense – Quarter to Date



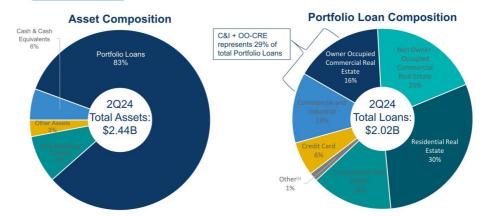
Note: Other expense includes loan processing expense, outside service providers expense, regulatory expense, office expense and other operational losses

Profitability



Note: Refer to Appendix for reconciliation of adjusted, non-GAAP measures.

Balance Sheet Composition



- Portfolio Loan Composition Changes

 Total Portfolio Loans increased \$57.1 million, or 2.9%, from March 31, 2024.

 Owner Occupied Commercial Real Estate Loans totaled \$319.4 million.

 Non-Owner Occupied Commercial Real Estate Loans totaled \$397.1 million.

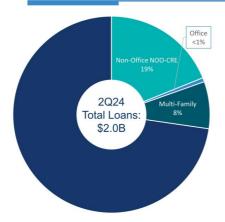
 Average Portfolio Loans increased \$65.3 million, or 3.4%, from the first quarter 2024.

 Average Portfolio loans-to-deposit ratio of 99.1%.

CAPITAL BANCORP, INC

(1) Other is comprised of lender finance of \$3.3 million, business equity lines of credit of \$3.0 million, other consumer loans of \$1.9 million and deferred origination fees, net of \$6.8 million. Note: Portfolio loans are presented net of deferred fees and costs of \$6.8 million. Credit Card loans are presented net of reserve for interest and fees.

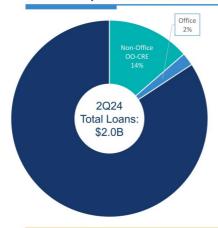
Non-Owner-Occupied Commercial Real Estate ("NOO-CRE"), incl. Multi-Family



(in thousands)		As of June 30, 2024										
Loan Type		Amount	% of Total Portfolio Loans, Gross	Weighted Average LTV								
Multi-family	\$	156,744	7.7%	56.1%								
Retail	\$	113,697	5.6%	54.2%								
Mixed Use		94,143	4.6%	51.3%								
Industrial		61,992	3.1%	54.6%								
Hotel		75,427	3.7%	50.8%								
Office		13,699	0.7%	63.1%								
Other		38,122	1.9%	48.2%								
Total NOO-CRE loans	\$	397,080	19.6%	52.7%								
Total portfolio loans, gross	\$	2,028,367										

- Weighted average LTV is calculated by reference to the most recent available appraisal of the property securing each loan.
 Office Non-Owner-Occupied Commercial Real Estate loans totaled \$13.7 million, or 0.7% of total portfolio loans, gross with a weighted average LTV of 63.1%

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



(in thousands)		As of June 30, 2024									
Loan Type		Amount	% of Total Portfolio Loans, Gross	Weighted Average LTV							
Industrial	\$	78,596	3.9%	53.3%							
Office		42,876	2.1%	57.1%							
Retail		40,596	2.0%	59.1%							
Mixed use		17,657	0.9%	65.6%							
Other		139,644	6.9%	61.2%							
Total OO-CRE loans	\$	319,369	15.7%	58.7%							
Total portfolio loans, gross	\$	2,028,367									

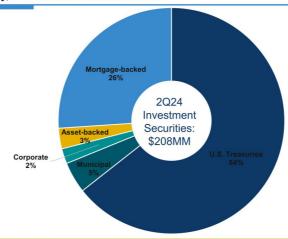
- Loan-to-Value ("LTV")

 Weighted average LTV is calculated by reference to the most recent available appraisal of the property securing each loan.

 Other owner-occupied commercial real estate loans include special purpose loans of \$58.3 million, skilled nursing loans of \$53.8 million, and other loans of \$27.5 million.

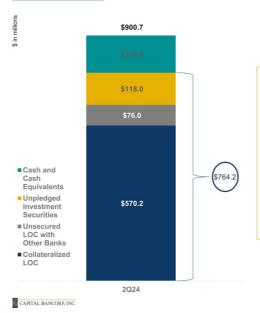
 Office Owner-Occupied Commercial Real Estate loans totaled \$42.9 million, or 2.1% of total portfolio loans, gross with a weighted average LTV of 57.1%

High Quality, Low Risk Investment Portfolio



- | Investment Securities Portfolio |
 Classified as available for sale with a fair market value of \$208 million, or 8.5% of total assets.
 The amortized cost of the investment securities portfolio was \$227.1 million, with an effective duration of 2.92 years.
 U.S. Treasuries represent 64.3% of the overall investment portfolio.
 The accumulated other comprehensive loss on the investment securities portfolio of \$13.1 million represents 4.9% of total stockholders' equity and \$0.94 of TBVPS.
 The Company does not have a held to maturity investment securities portfolio.

Liquidity

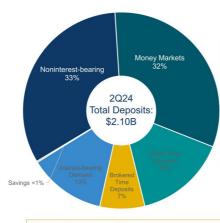


Sources of Liquidity:

- \$570.2 million of collateralized lines of credit include:
 - \$464.3 million of available borrowing capacity from the FHLB.
 - \$105.9 million of available borrowing capacity from the Federal Reserve Bank of Richmond's discount window.
- Available lines of credit with other correspondent banks totaled \$76.0 million.
- Unpledged investment securities available as collateral for potential additional borrowings totaled \$118.0 million.

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Composition of Deposits



(in thousands)	_	As of June 30, 2024	For the Three Months Ended June 30, 2024					
Deposits:		Spot Balance		Average Balance	Average Rate ⁽¹⁾			
Noninterest-bearing	\$	684,574	\$	653,018	0.00%			
Interest-bearing demand		266,070		216,247	0.28%			
Savings		4,270		4,409	0.09%			
Money markets		672,455		671,240	4.21%			
Time deposits		473,059		465,822	5.07%			
Total deposits	\$	2,100,428	\$2	2,010,736	2.61%			

- Deposit Composition and Costs

 Total Deposits increased \$94.7 million, or 4.7%, from March 31, 2024.

 Average deposits increased \$55.2 million, or 2.7%, from the first quarter 2024.

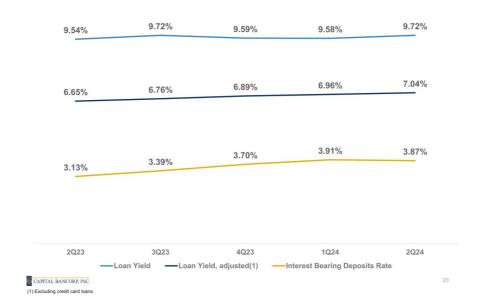
 Interest bearing deposit costs decreased 4bps to 3.87% from 3.91% in the prior quarter and total deposit costs decreased 3bps to 2.61% from 2.64% in the prior quarter.

 Transaction accounts (noninterest-bearing and interest-bearing demand) represent 45.3% of overall deposit funding at June 30, 2024.

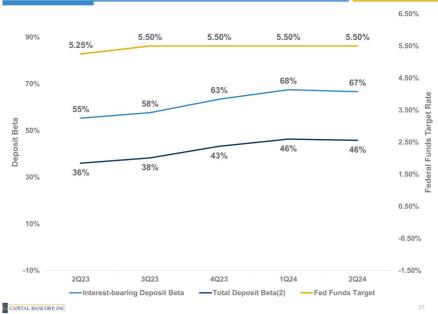
CAPITAL BANCORP, INC.

(1) Annualized

Loan Yield and Deposit Rate Trends



Deposit Betas⁽¹⁾



(1) Deposit betas are cumulative customer deposits for the current cycle; Federal Funds Target rates are end-of-period value

Credit Metrics

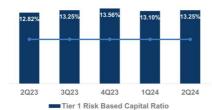
CAPITAL BANCORP, INC.

(1) Refer to Appendix for reconciliation of non-GAAP measures.



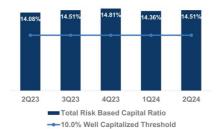
Robust Capital Ratios





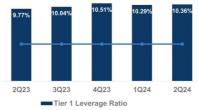
→8.0% Well Capitalized Threshold

Tier 1 Leverage Ratio



Total Risk Based Capital Ratio

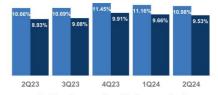
Tangible Common Equity



→5.0% Well Capitalized Threshold

CAPITAL BANCORP, INC.

Note: Ratios presented are for Capital Bank unless otherwise noted



■ Holding Company Tangible Common Equity

■ Capital Bank Tangible Common Equity

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Share Appreciation Outperforms Industry

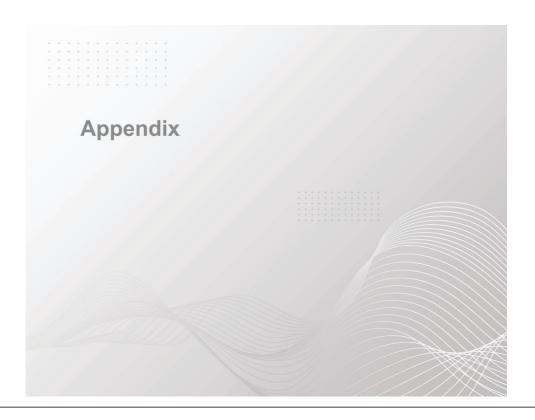




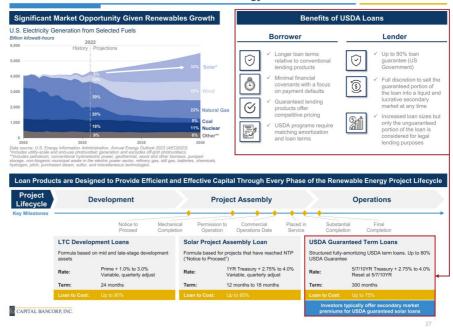
Dominic Canuso Chief Financial Officer (301) 468-8848 x1403

Ed Barry Chief Executive Officer (240) 283-1912

NASDAQ: CBNK



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



Reconciliation of Non-GAAP Information

Tangible Book Value Per Share			Qu	arters Ended			
(in thousands, except per share amount)	Ju	ne 30, 2024	Ma	arch 31, 2024	June 30, 2023		
Total Stockholders' Equity	\$	267,854	\$	259,465	\$	237,435	
Less: Preferred equity		-		-		-	
Less: Intangible assets		-		-		-	
Tangible Common Equity	\$	267,854	\$	259,465	\$	237,435	
Period End Shares Outstanding		13,910,467		13,889,564		13,981,414	
Tangible Book Value Per Share	\$	19.26	\$	18.68	\$	16.98	
Net Interest Margin, as Adjusted ⁽¹⁾			Qu	arters Ended			
(in thousands)	Ju	ne 30, 2024	Ma	arch 31, 2024	Ju	ine 30, 2023	
Net Interest Income	\$	37,057	\$	35,008	\$	35,340	
Less: Credit card loan income		15,205		14,457		14,818	
Net Interest Income, as Adjusted	\$	21,852	\$	20,551	\$	20,522	
Average Interest Earning Assets		2,307,070		2,254,663		2,136,936	
Less: Average credit card loans		111,288		110,483		110,574	
Total Average Interest Earning Assets, as Adjusted	\$	2,195,782	\$	2,144,180	\$	2,026,362	
Net Interest Margin, as Adjusted ⁽¹⁾		4.00%		3.85%		4.06%	

(1) Annualized

CAPITAL BANCORP, INC.

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Reconciliation of Non-GAAP Information

Net Charge-offs to Average Portfolio Loans(1)			Quarters Ende	d	
(in thousands)	June 30, 2024	March 31, 2024	December 31, 2023	September 30, 2023	June 30, 2023
Total Net Charge-offs	\$ 1,935	\$ 1,987	\$ 2,477	\$ 1,780	\$ 1,583
Total Average Portfolio Loans	1,992,630	1,927,372	1,863,298	1,847,772	1,802,608
Net Charge-offs to Average Portfolio Loans(1)	0.39%	0.41%	0.53%	0.38%	0.35%
Nonperforming Loans to Total Portfolio Loans			Quarters Ende	d	
(in thousands)	June 30, 2024	March 31, 2024	December 31, 2023	September 30, 2023	June 30, 2023
Total Nonperforming Loans	\$ 14,053	\$ 14,361	\$ 16,042	\$ 15,236	\$ 15,709
Total Portfolio Loans	2,021,588	1,964,525	1,903,288	1,862,679	1,838,131
Nonperforming Loans to Total Portfolio Loans	0.70%	0.73%	0.84%	0.82%	0.85%
Allowance for Credit Losses to Total Portfolio Loans			Quarters Ende	d	
(in thousands)	June 30, 2024	March 31, 2024	December 31, 2023	September 30, 2023	June 30, 2023
Allowance for Credit Losses	\$ 30,832	\$ 29,350	\$ 28,610	\$ 28,279	\$ 27,495
Total Portfolio Loans	2,021,588	1,964,525	1,903,288	1,862,679	1,838,131
Nonperforming Loans to Total Portfolio Loans	1.53%	1.49%	1.50%	1.52%	1.50%

(1) Annualize

CAPITAL BANCORP, INC.

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Reconciliation of Non-GAAP Information

Earnings Metrics, as Adjusted				Qı	uarters Ende	d			
	June 30,	N	larch 31,	De	cember 31,	Se	ptember 30,	٠,	June 30,
(in thousands, except per share data)	2024		2024		2023		2023		2023
Net Income	\$ 8,205	\$	6,562	\$	9,030	\$	9,788	\$	7,318
Add: Merger-Related Expenses, net of tax	62		538		-	,	-		-
Net Income, as Adjusted	\$ 8,267	\$	7,100	\$	9,030	\$	9,788	\$	7,318
Weighted average common shares - Diluted	13,895		13,919		13,989		14,024		14,059
Earnings per share - Diluted	\$ 0.59	\$	0.47	\$	0.65	\$	0.70	\$	0.52
Earnings per share - Diluted, as Adjusted	\$ 0.59	\$	0.51	\$	0.65	\$	0.70	\$	0.52
Average Assets	\$ 2,353,868	\$	2,299,234	\$	2,202,479	\$	2,221,117	\$	2,184,351
Return on Average Assets ⁽¹⁾	1.40%		1.15%		1.63%		1.75%		1.34%
Return on Average Assets, as Adjusted ⁽¹⁾	1.41%		1.24%		1.63%		1.75%		1.34%
Average Equity	\$ 263,425	\$	258,892	\$	248,035	\$	242,671	\$	238,684
Return on Average Equity ⁽¹⁾	12.53%		10.19%		14.44%		16.00%		12.30%
Return on Average Equity, as Adjusted ⁽¹⁾	12.62%		11.03%		14.44%		16.00%		12.30%
Net Interest Income	\$ 37,057	\$	35,008	\$	34,889	\$	36,810	\$	35,340
Noninterest Income	6,890		5,972		5,936		6,326		6,687
Total Revenue	\$ 43,947	\$	40,980	\$	40,825	\$	43,136	\$	42,027
Noninterest Expense	29,493		29,487		26,907		28,046		29,592
Efficiency Ratio ⁽²⁾	67.11%		71.95%		65.91%		65.02%		70.41%
Noninterest Expense	\$ 29,493	\$	29,487	\$	26,907	\$	28,046	\$	29,592
Less: Merger-Related Expenses	83		712		_		_		-
Noninterest Expense, as Adjusted	\$ 29,410	\$	28,775	\$	26,907	\$	28,046	\$	29,592
Efficiency Ratio, as Adjusted ⁽²⁾	66.92%		70.22%		65.91%		65.02%		70.41%

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

CAPITAL BANCOR, INC.