

# Keefe, Bruyette & Woods Community Bank Investor Conference

July 31, 2018

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**Richard P. Smith – President & CEO**

**John S. Fleshood – Executive Vice President & COO**



# SAFE HARBOR STATEMENT

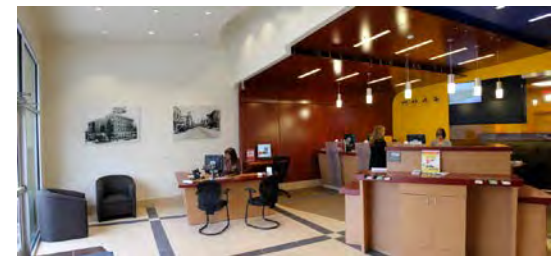
Statements contained herein that are not historical facts are forward-looking statements based on management's current expectations and beliefs concerning future developments and their potential effects on the Company. Such statements involve inherent risks and uncertainties, many of which are difficult to predict and are generally beyond the control of the Company. There can be no assurance that future developments affecting the Company will be the same as those anticipated by management. The Company cautions readers that a number of important factors could cause actual results to differ materially from those expressed in, or implied or projected by, such forward-looking statements. These risks and uncertainties include, but are not limited to, the following: the strength of the United States economy in general and the strength of the local economies in which the Company conducts operations; the effects of, and changes in, trade, monetary and fiscal policies and laws, including interest rate policies of the Board of Governors of the Federal Reserve System; inflation, interest rate, market and monetary fluctuations; the impact of changes in financial services policies, laws and regulations; technological changes; mergers and acquisitions, including costs or difficulties related to the integration of acquired companies; changes in the level of the Company's nonperforming assets and charge-offs; any deterioration in values of California real estate, both residential and commercial; the effect of changes in accounting standards and practices; possible other-than-temporary impairment of securities held by the Company; changes in consumer spending, borrowing and savings habits; ability to attract deposits and other sources of liquidity; changes in the financial performance and/or condition of our borrowers; the impact of competition from financial and bank holding companies and other financial service providers; the possibility that any of the anticipated benefits of the Company's recent merger with FNBB will not be realized or will not be realized within the expected time period, or that integration of FNBB's operations with those of the Company will be materially delayed or will be more costly or difficult than expected; the challenges of integrating and retaining key employees; the possibility that the merger may be more expensive to complete than anticipated, including as a result of unexpected factors or events; unanticipated regulatory or judicial proceedings; the costs and effects of litigation and of unexpected or adverse outcomes in such litigation; and the Company's ability to manage the risks involved in the foregoing. Additional factors that could cause results to differ materially from those described above can be found in our Annual Report on Form 10-K for the year ended December 31, 2017, which is on file with the Securities and Exchange Commission (the "SEC") and available in the "Investor Relations" section of our website, <https://www.tcbk.com/investor-relations> and in other documents we file with the SEC. Annualized, pro forma, projections and estimates are not forecasts and may not reflect actual results.

## **FNB Bancorp Merger**

Certain numbers reflecting the FNB Bancorp merger included in this presentation were prepared by management as of the quarter ended June 30, 2018. TriCo will file an amended Form 8-K on or before September 23, 2018 that will include financial statements for FNB Bancorp and combined pro forma financial information for TriCo and FNB as if the merger was effective on June 30, 2018. The pro forma financial information will reflect various adjustments required by applicable acquisition accounting rules that are not reflected in this presentation.

# AGENDA

- Company Overview
- Recent Activities & Focus
- Key Revenue Drivers
- Challenges & Opportunities
- Financials
- Questions



# COMPANY OVERVIEW\*

<b>Asset Size:</b>	<b>\$6.1 Billion</b>
<b>Location:</b>	<b>Chico, CA</b>
<b>Founded:</b>	<b>1975</b>
<b>Deposits:</b>	<b>\$5.1 Billion</b>
<b>Loans (<i>net</i>):</b>	<b>\$4.0 Billion</b>
<b>Bank Branches:</b>	<b>79</b>
<b>ATMs:</b>	<b>99</b>



\* Data includes FNB Bancorp acquisition completed on July 6, 2018

# COMPANY OVERVIEW\*

<b>Nasdaq:</b>	<b>TCBK</b>
<b>Stock Price:</b>	<b>\$38.34</b>
<b>Market Capitalization:</b>	<b>\$1.16 billion</b>
<b>Price to Book stated:</b>	<b>1.7x</b>
<b>Price to TBVPS</b>	<b>2.0x</b>
<b>Rank (Total Assets) among CA Publicly Traded Banks:</b>	<b>12</b>
<small>(Source: SNL Financial)</small>	

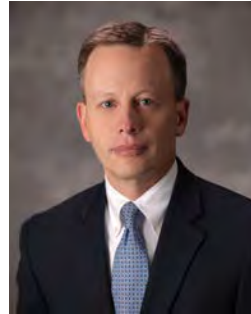


\*Data includes FNB Bancorp acquisition completed on July 6, 2018.

# EXECUTIVE TEAM



**Rick Smith**  
President & CEO  
*TriCo since 1993*



**John Fleshood**  
EVP Chief Operating Officer  
*TriCo since 2016*



**Tom Reddish**  
EVP Chief Financial Officer  
*TriCo since 1994*



**Craig Carney**  
EVP Chief Credit Officer  
*TriCo since 1996*



**Richard O'Sullivan**  
EVP Chief Commercial  
Lending Officer  
*TriCo since 1984*



**Dan Bailey**  
EVP Chief Retail Banking Officer  
*TriCo since 2007*

## 2018 ACCOMPLISHMENTS

- Consistently strong growth in corporate treasury management service charges and deposit balances
- Technology projects
  - Corporate treasury management products
  - Support for consumer, mortgage, and small business lending products
  - Continuing to leverage 2016 core conversion investment into payment systems and transaction automation efficiency
- Completed acquisition and IT integration of FNB Bancorp

# POSITIONED FOR TODAY, PREPARED FOR THE FUTURE

- Strong and growing bank capital
- Competitive product set to compete with banks both large and small - #1 Community Bank alternative in Northern California and on the San Francisco Peninsula
- Superior reputation versus large bank competitors
- Continue to see strong organic growth in current environment

	<u>v. Prior Year*</u>	<u>Sequential Qtr.</u>
– Loan growth:	11.3%	10.0%
– Deposit growth:	5.1%	(0.7%)

\*06/30/2018 vs. 06/30/2017



# POSITIONED FOR TODAY, PREPARED FOR THE FUTURE *continued*

- Strong focus on risk management and new regulatory realities
  - Enterprise Risk
  - Strong Focus on CRA & Compliance
  - HMDA Reporting
  - Fair Lending
- Experienced project teams, well prepared for continued growth through acquisition

# WHAT IS LONG TERM SUCCESS?

- Rewarding our shareholders
  - A winning culture with a motivated and talented work force (good people)
  - Significant and growing market share
  - Low cost core deposit base
  - Strong credit culture
  - Diversified revenue sources
  - Efficient operations
  - Strong risk management practices

# KEY DRIVERS OF BANK REVENUES

- **Deposits & Margin**
  - Average Cost of Deposits of **0.12%** as of 06/30/2018
  - Net Interest Margin in Q2 2018 was **4.14%**
- **Commercial Loans**
  - Commercial Real Estate
    - Diverse portfolio of property types and geographies
  - Commercial & Industry Lines and Loans & Leases
  - Agricultural Loans
  - Asset-Based Loans
- **Non-Interest Income**
  - Service Charge & Fee Income
  - Mortgage Finance
  - Bank Wealth Management Program

# KEY DRIVERS OF BANK REVENUES *continued*

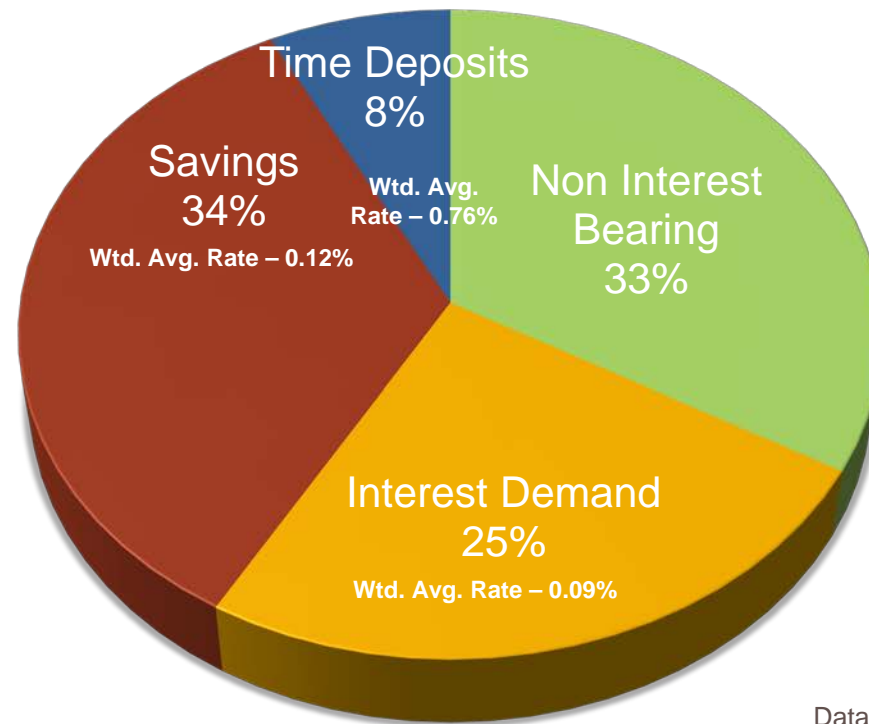
- **Consumer Loans**

- Home Equity Lines/Loans
  - Rising rates a positive for growth
- Small Business

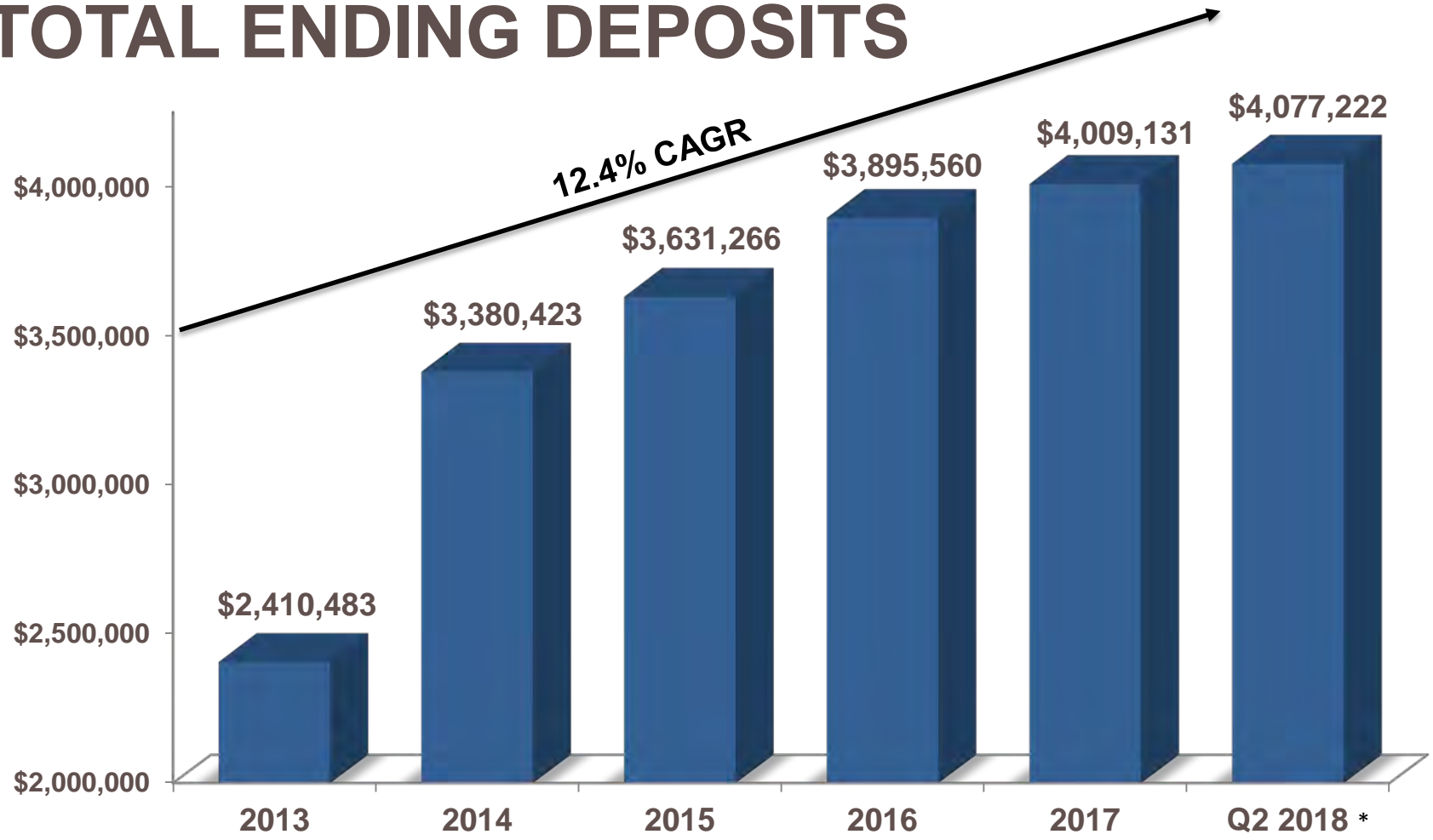
- **Growth Opportunities**

- Wealth Management – Bank Managed Program
  - Raymond James as Broker-Dealer
- Mortgage Banking
- Merchant Card Processing Fee Opportunities

# DEPOSIT STRUCTURE



# TOTAL ENDING DEPOSITS



\*Data as of 06.30.2018

# MARKET SHARE OF ALL BRANCHES

## SORTED BY ZIP CODE

Rank	Institution Name	State (Hdqtrd)	Charter	Deposits (\$000)	Market Share
1	U.S. Bank National Association	OH	Federal	9,893,012	21.2%
2	Wells Fargo & Company	SD	Federal	8,782,186	18.8%
3	Bank of America, National Association	NC	Federal	6,017,267	12.9%
<b>4</b>	<b>Tri Counties Bank</b>	<b>CA</b>	<b>State</b>	<b>3,881,355</b>	<b>8.3%</b>
5	JP Morgan Chase Bank, National Association	OH	Federal	2,994,175	6.4%
6	MUFG Union Bank, National Association	CA	Federal	2,177,323	4.7%
7	Bank of the West	CA	State	1,832,370	3.9%
8	Umpqua Bank	CA	State	1,636,359	3.5%

Source: FDIC Summary of Deposits, June 2017

## NON-INTEREST INCOME

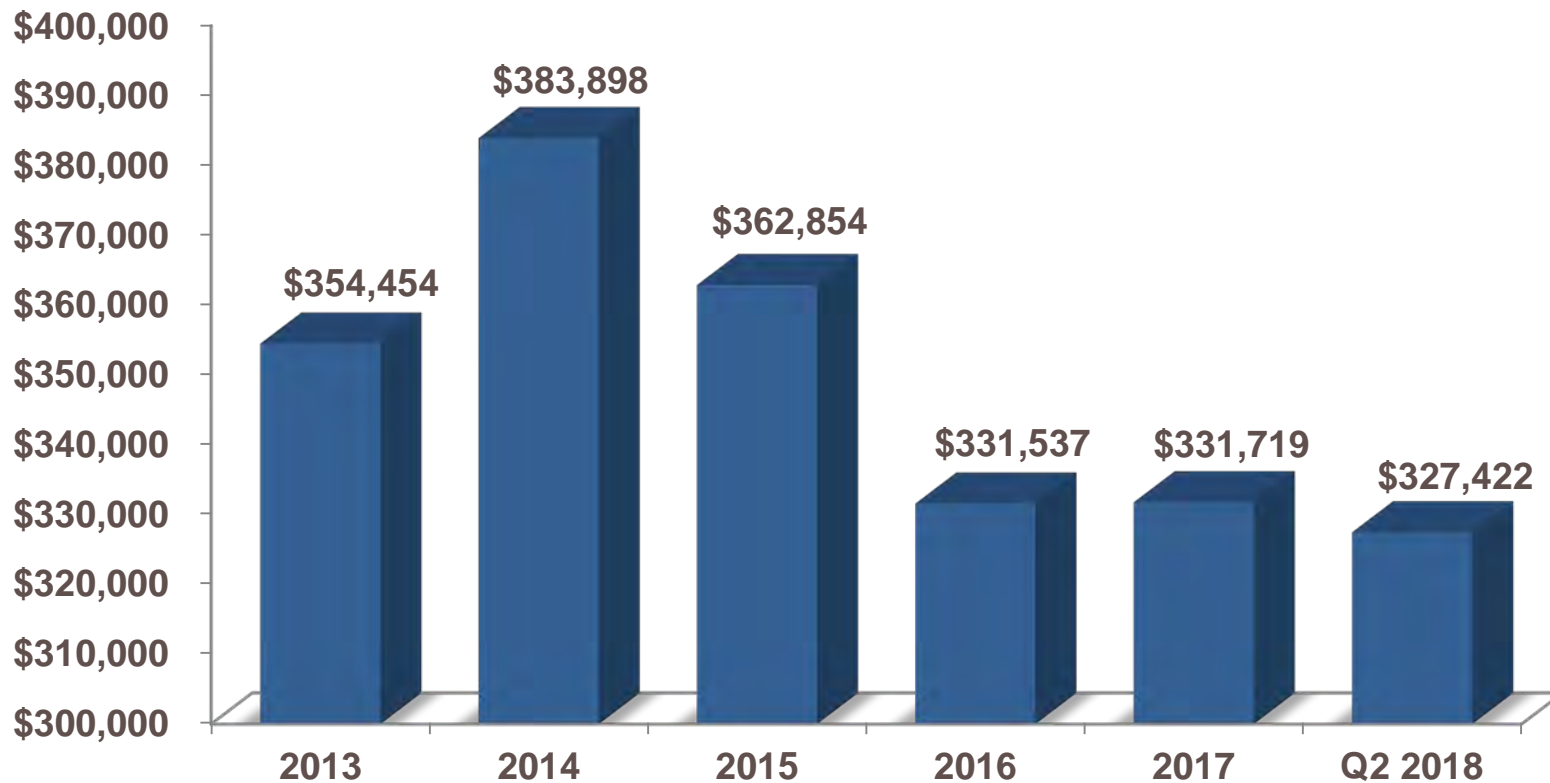
- Consistently Represents Approximately 20%+ of total revenues
- Wealth Management – recurring fee AUM model
- Deposit and Card products - Higher revenues from service charges and interchange income
- Corporate Treasury Management product fees continue to increase



# CONSUMER LOANS

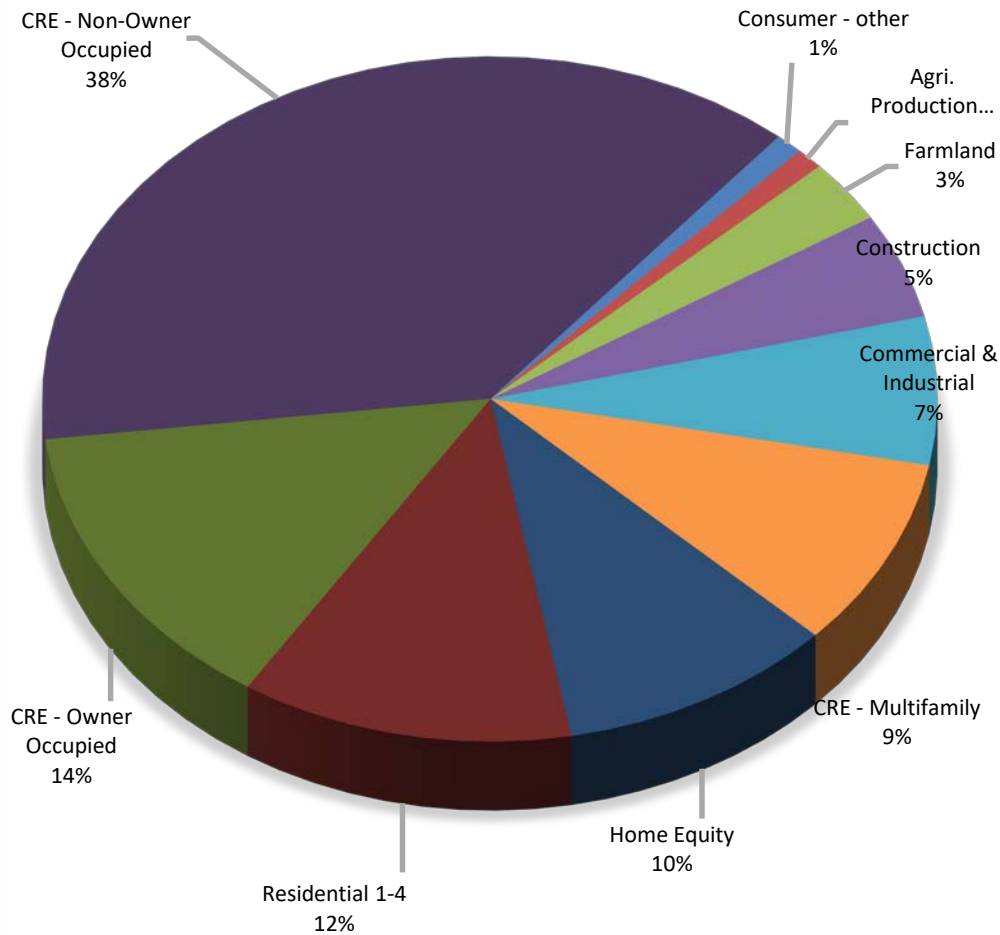
- Increased demand for consumer loans
  - Home equity values continue to increase
  - Borrowers using refinance of 1<sup>st</sup> mortgage to pay down debt
- Low rate environment led to historically high refi activity
  - \$43MM in Q2 2018 HELOC volume resulted in \$1.0MM increase in outstandings
  - This is compared to \$37MM in Q1 2018 volume resulting in a \$73MM contraction
  - Home equity lines/loans increasing in demand and may begin outpacing 1<sup>st</sup> lien refi volume soon

# HOME EQUITY LOANS OUTSTANDING



Data as of 06.30.2018

# LOAN PORTFOLIO BY TYPE



CRE – Non-Owner Occupied	\$1,184,947
CRE – Owner Occupied	\$444,050
Residential 1-4	\$384,692
Home Equity	\$327,422
CRE – Multifamily	\$283,911
Commercial & Industrial	\$212,566
Construction	\$156,729
Farmland	\$103,440
Agri. Production	\$25,053
Consumer – Other	<u>\$23,503</u>
<b>Total</b>	<b>\$3,146,313</b>

Data as of 06.30.2018

19 July / August 2018

## COMMERCIAL BANKING

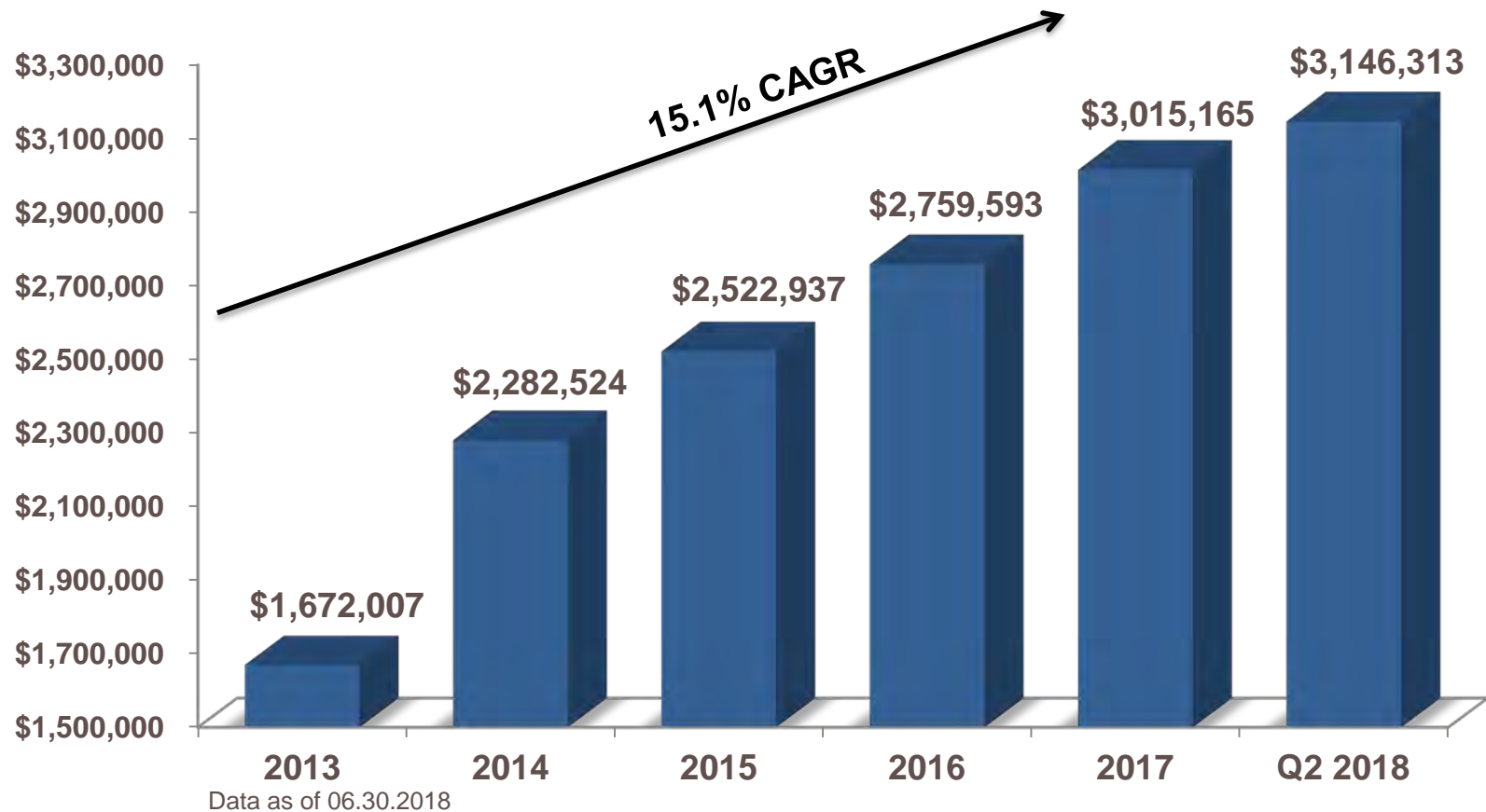
- Target loans of \$2,000,000 to \$15,000,000
- Personalized banking
  - Assigned Relationship Managers
  - Assigned Cash Management Officers
- In-market lending
- Competition is as fierce and diverse as it has ever been

## COMMERCIAL BANKING *continued*

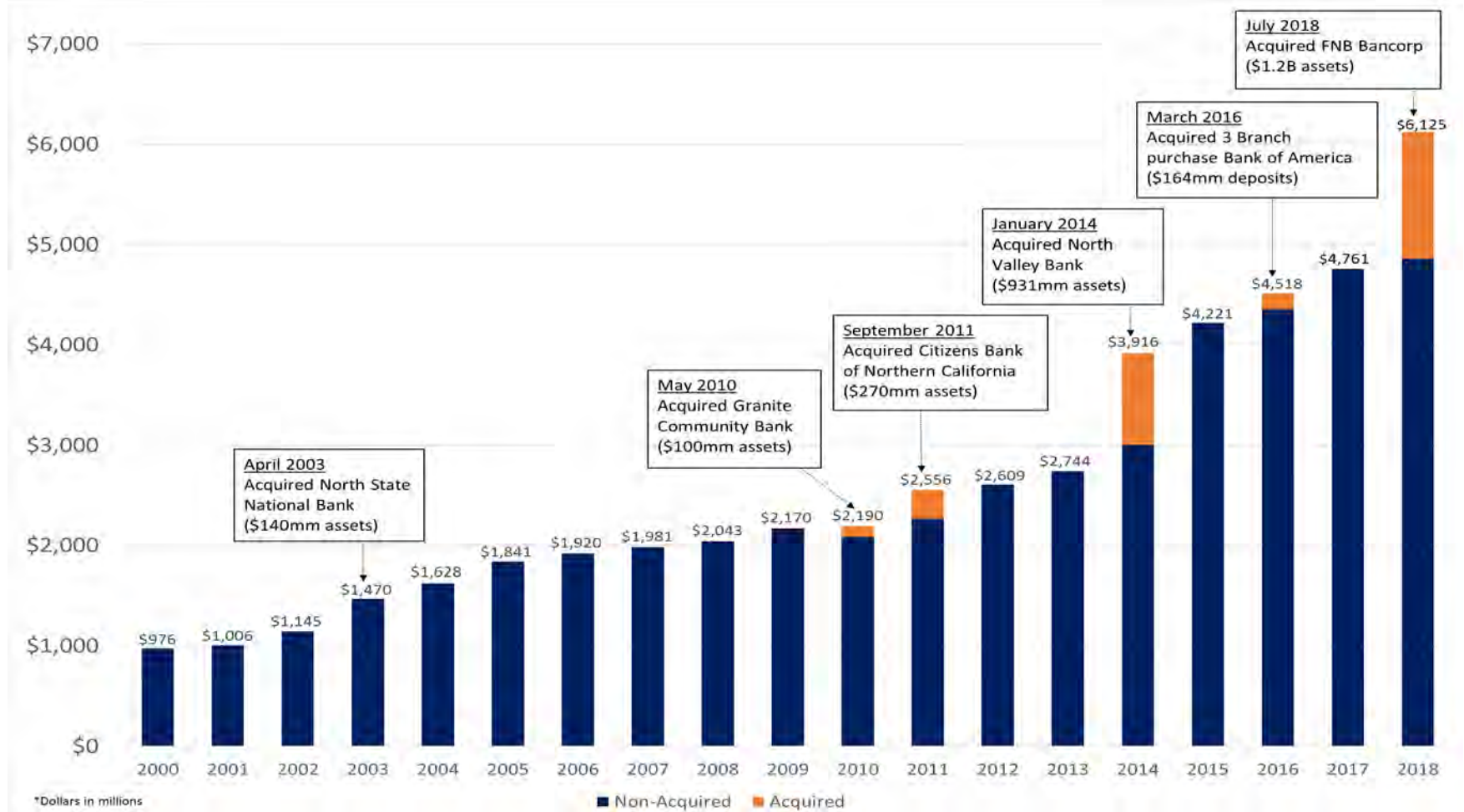
- Agricultural lending
  - Drought risk has subsided
  - Commodity prices have stabilized
- Loans <\$1,000,000 served through alternate channel
  - Business Relationship Managers
  - Credit scoring combined with traditional underwriting
- SBA 7(a) program now offered

# TOTAL LOANS

NET OF UNAMORTIZED DEFERRED LOAN FEES AND DISCOUNTS (\$000'S)



# GROWTH OPPORTUNITIES – TCBK HISTORY



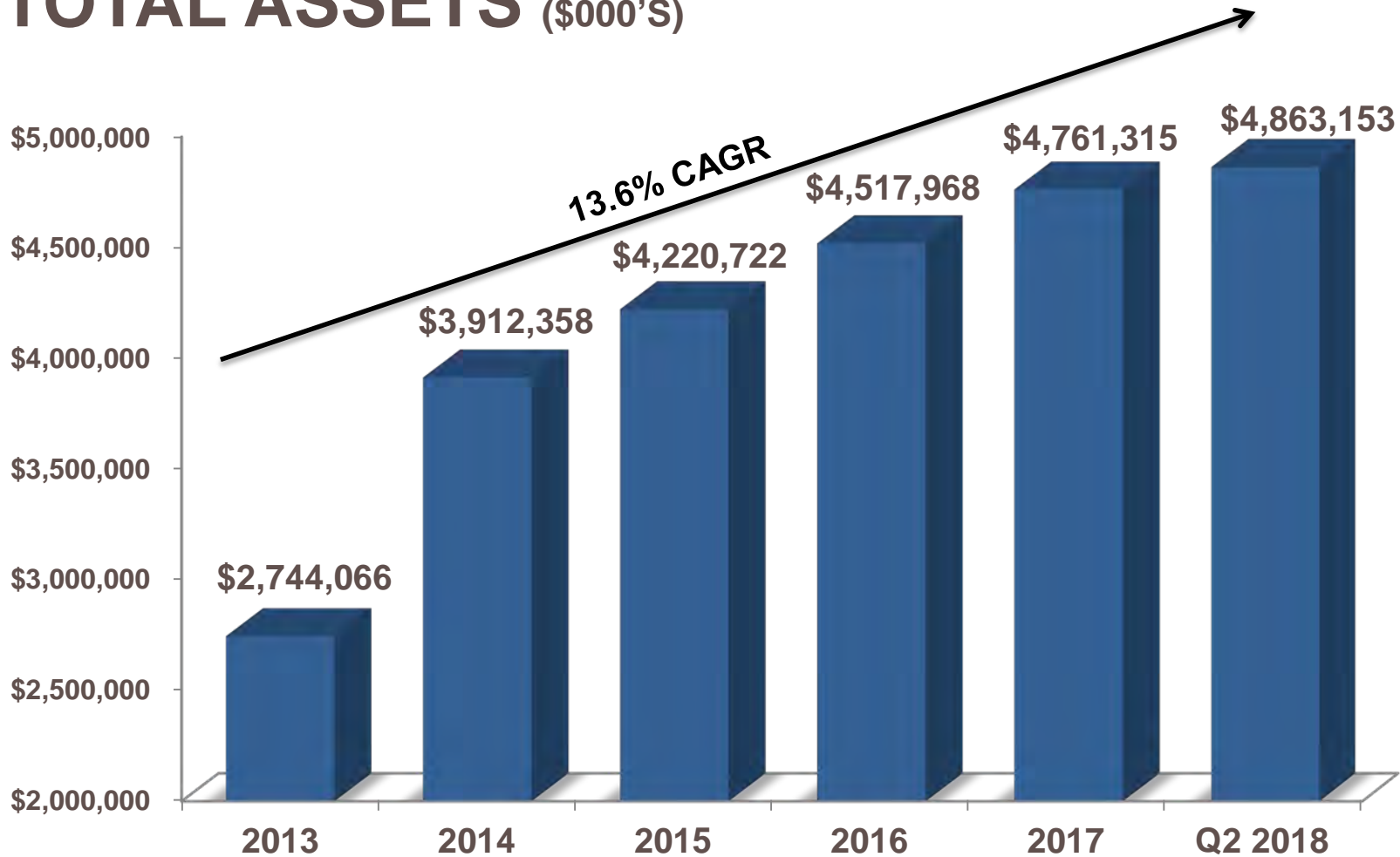
# WHAT KEEPS US UP AT NIGHT?

- Deposit Betas
- Ability to Increase Loan Yields
- Interest Rate Risk
- Aggressive Competitors
- Compliance Regulations
- The Cost of Compliance with New Regulations
- Dysfunction in Washington



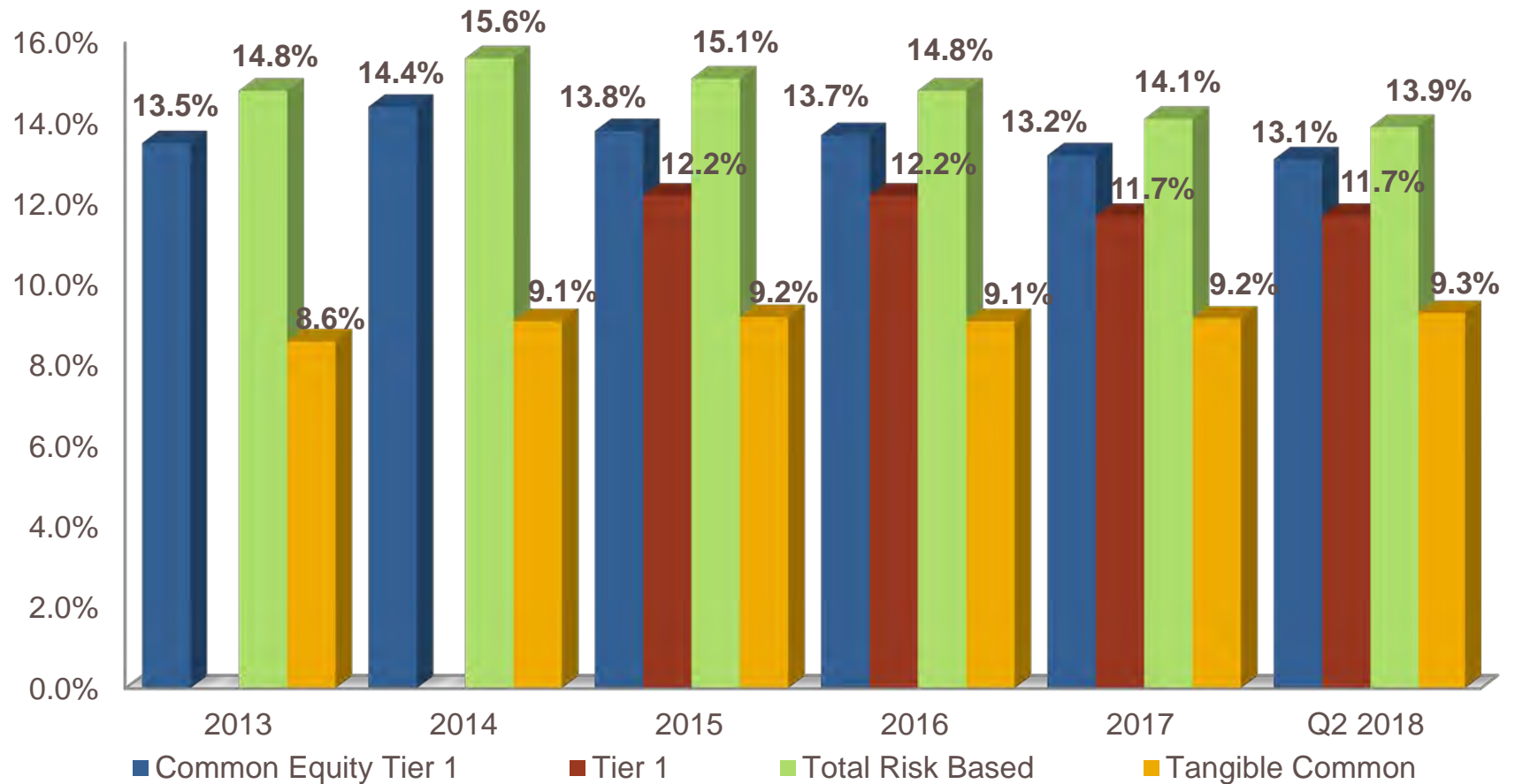
# FINANCIALS

# TOTAL ASSETS (\$000'S)



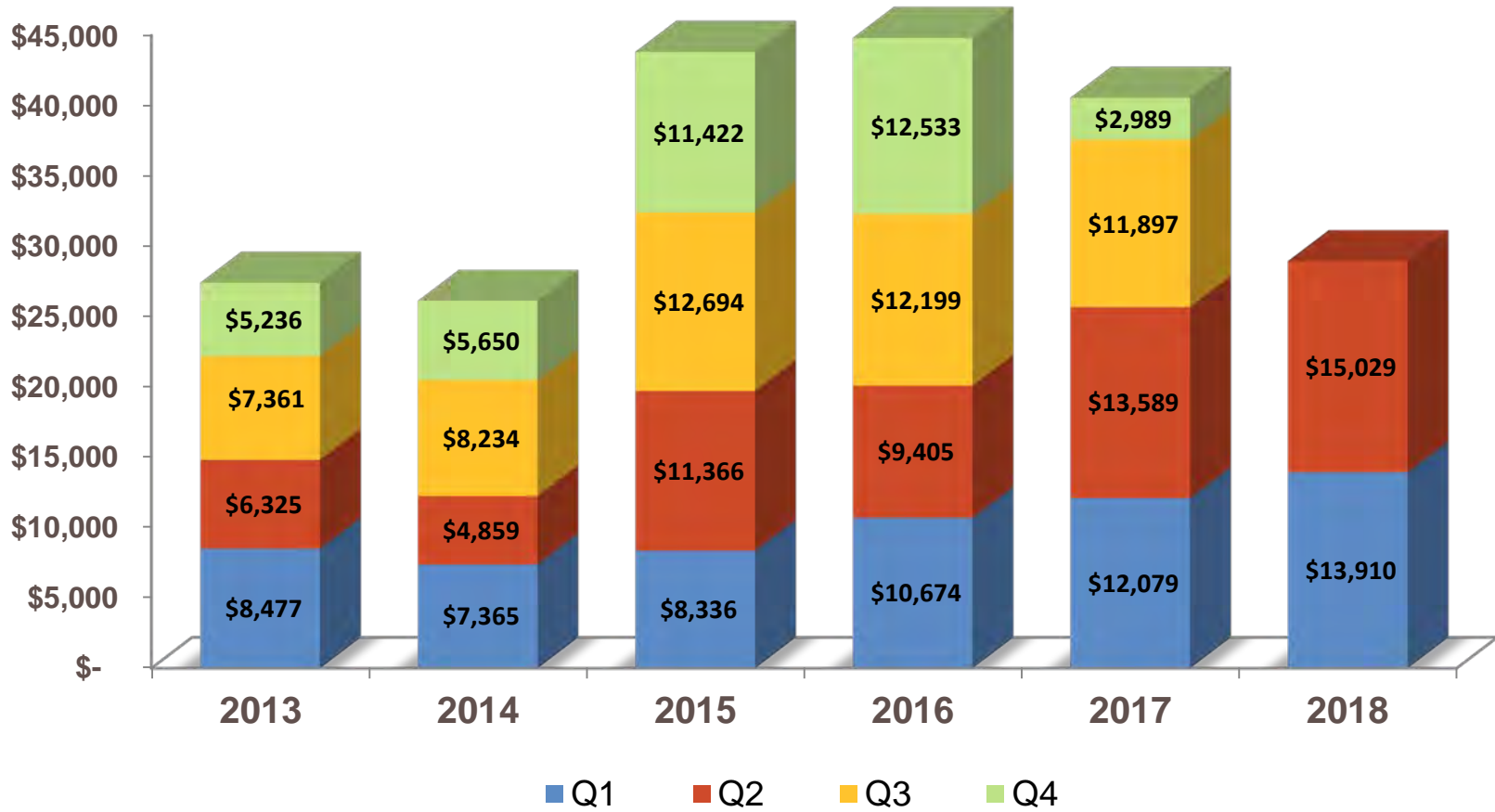
Data as of 06.30.2018

# CAPITAL RATIOS (\$000'S)



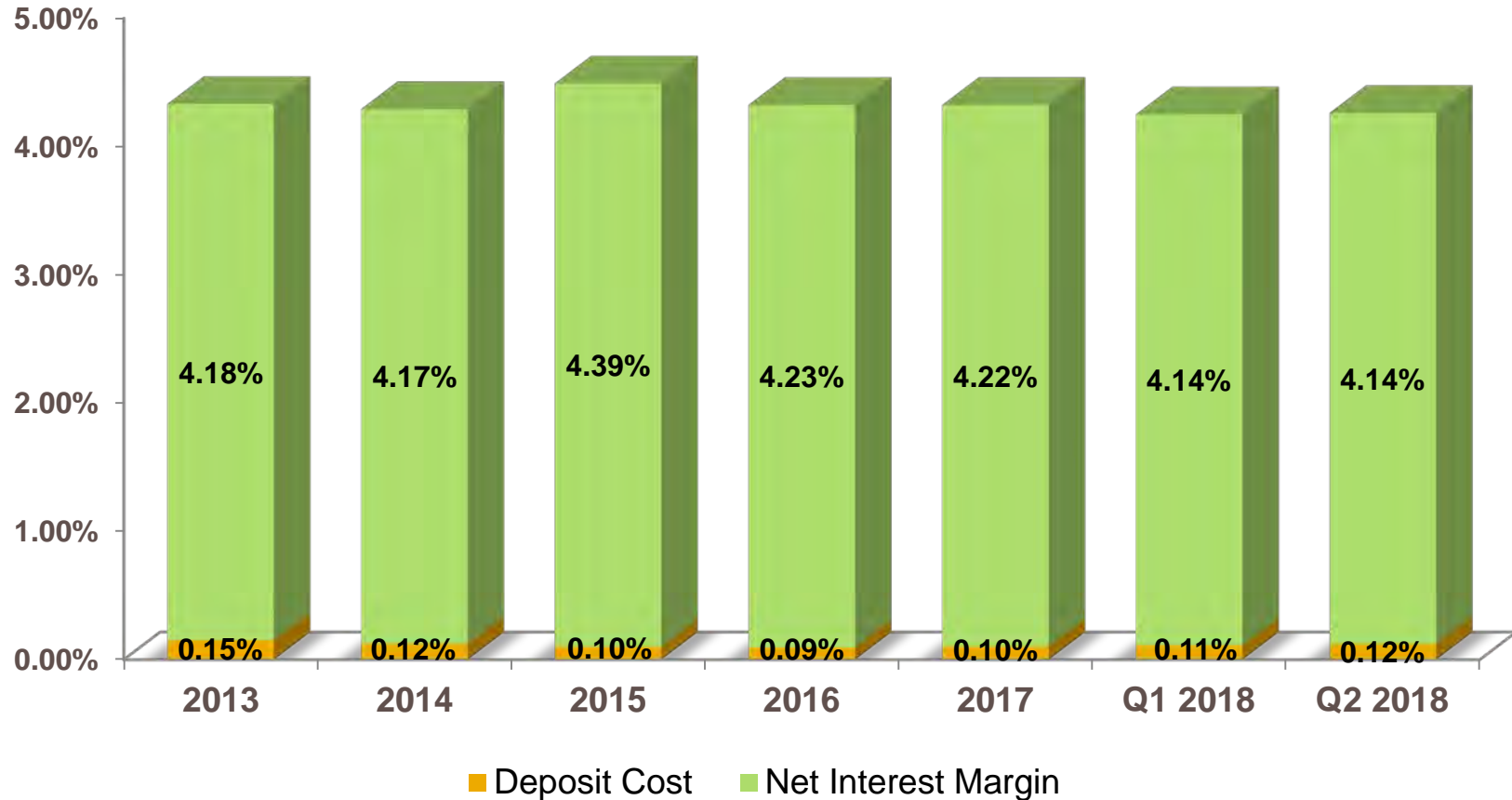
Data as of 06.30.2018

# NET INCOME (\$000'S)



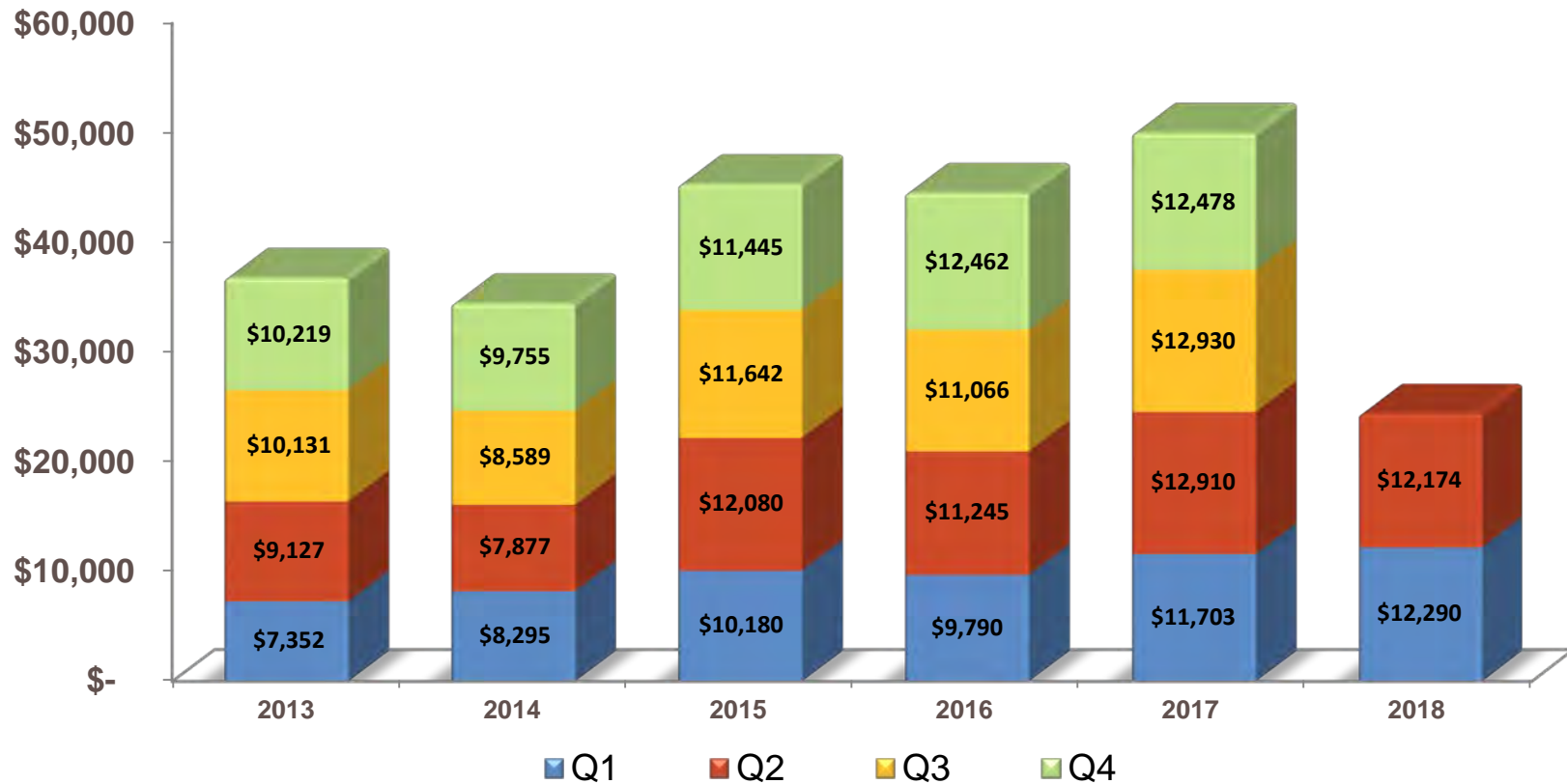
Data as of 06.30.2018

# NET INTEREST MARGIN



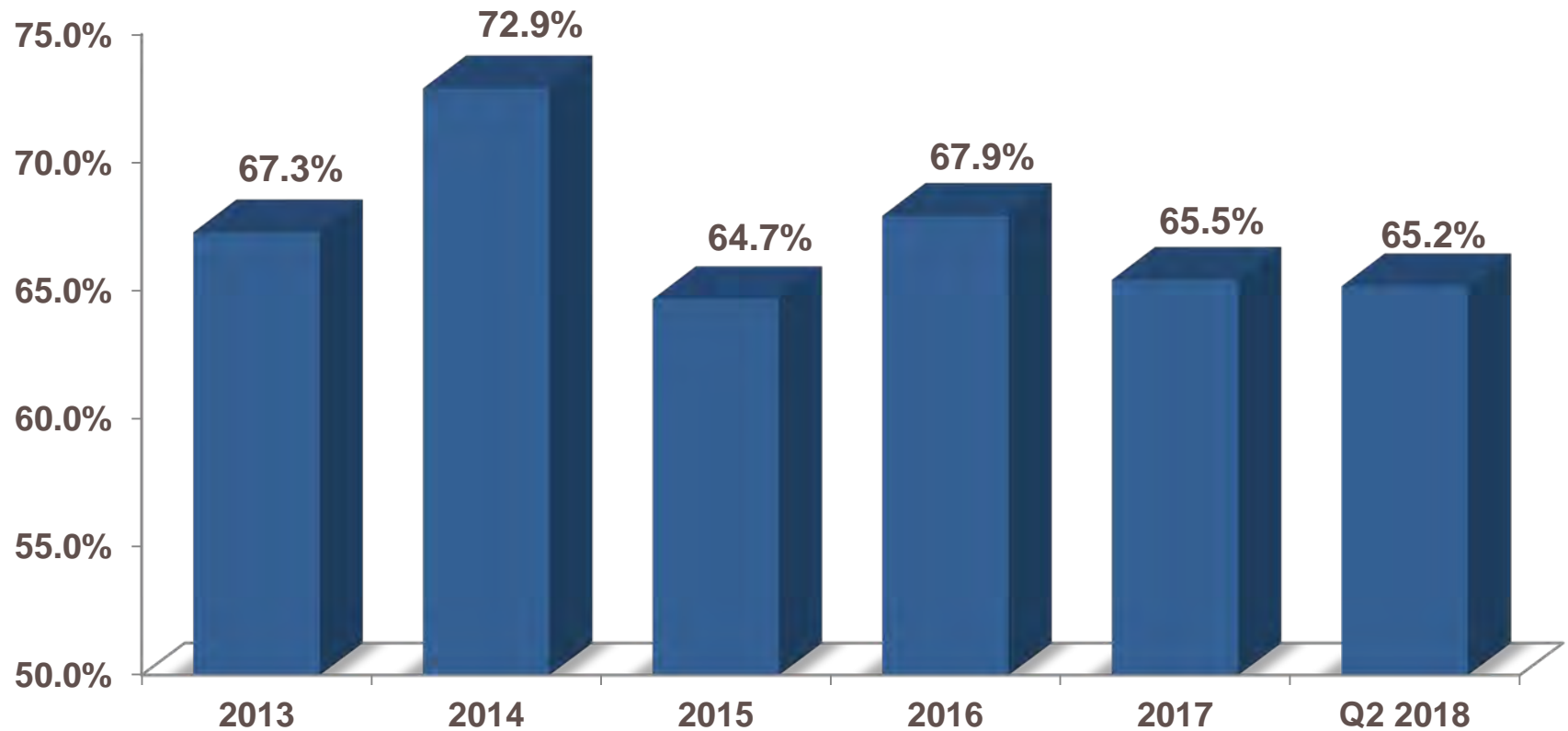
Data as of 06.30.2018

# NON-INTEREST INCOME (\$'000'S)



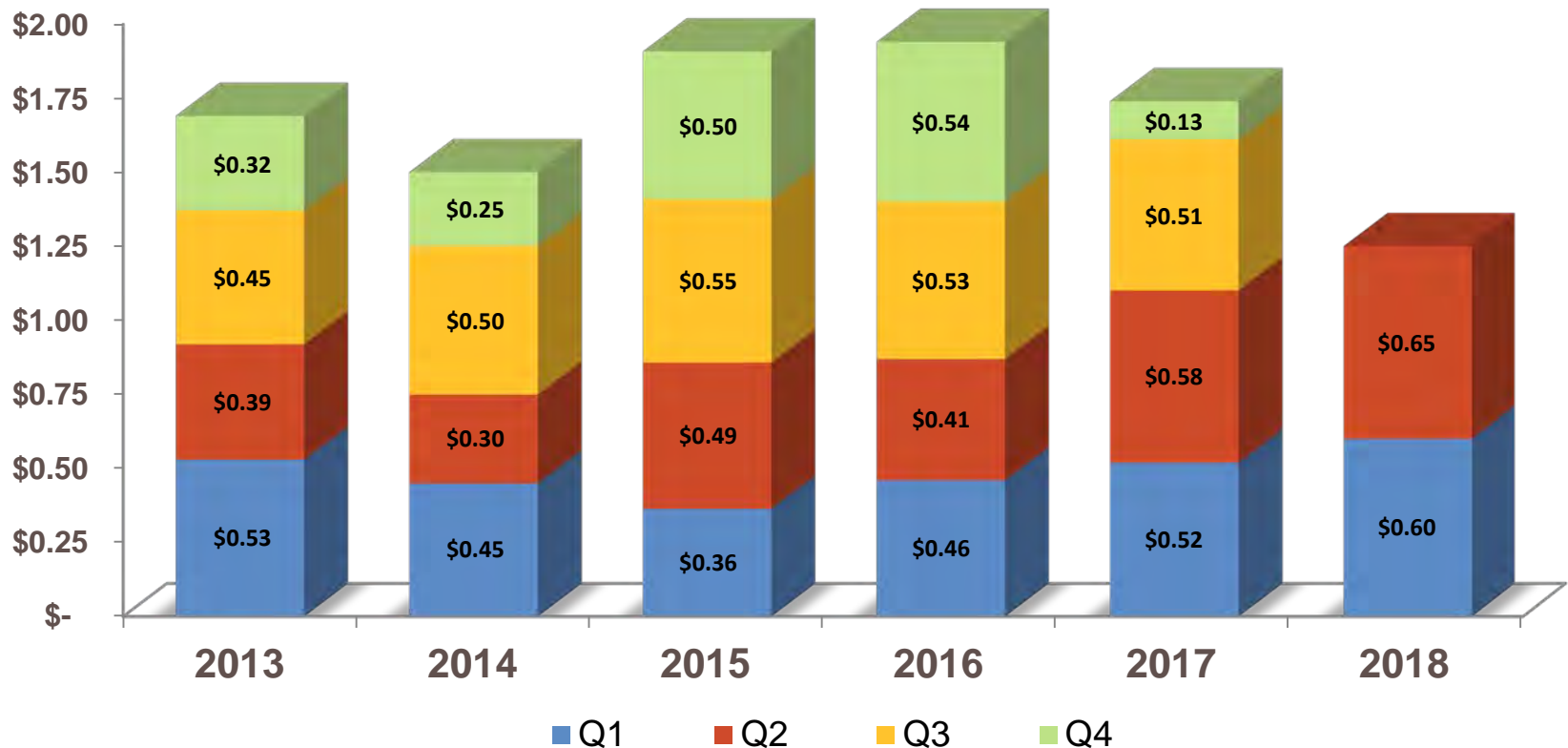
Data as of 06.30.2018

## EFFICIENCY RATIO (FULLY TAXABLE EQUIVALENT)



Data as of 06.30.2018

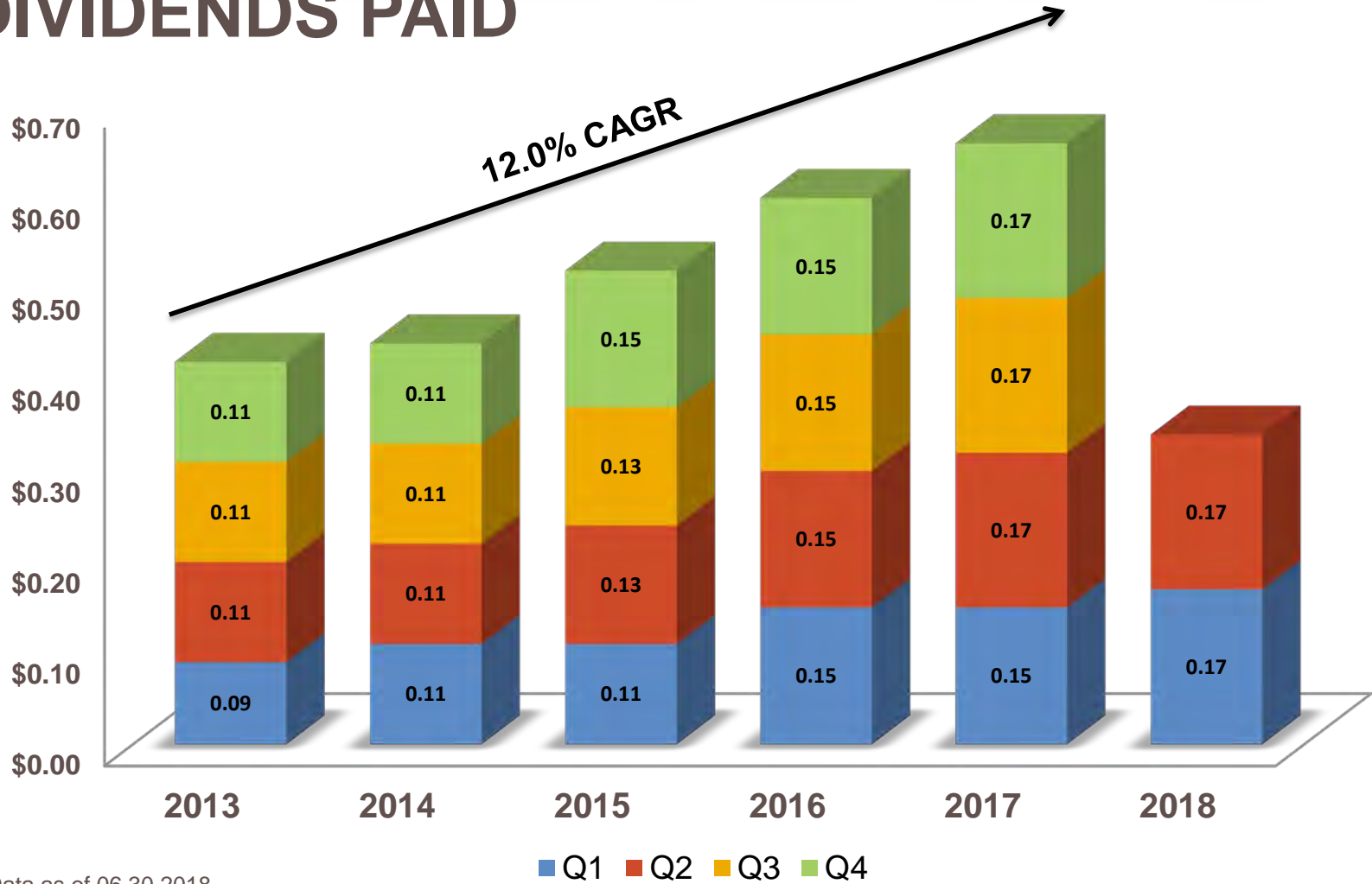
# DILUTED EARNINGS PER SHARE



Data as of 06.30.2018

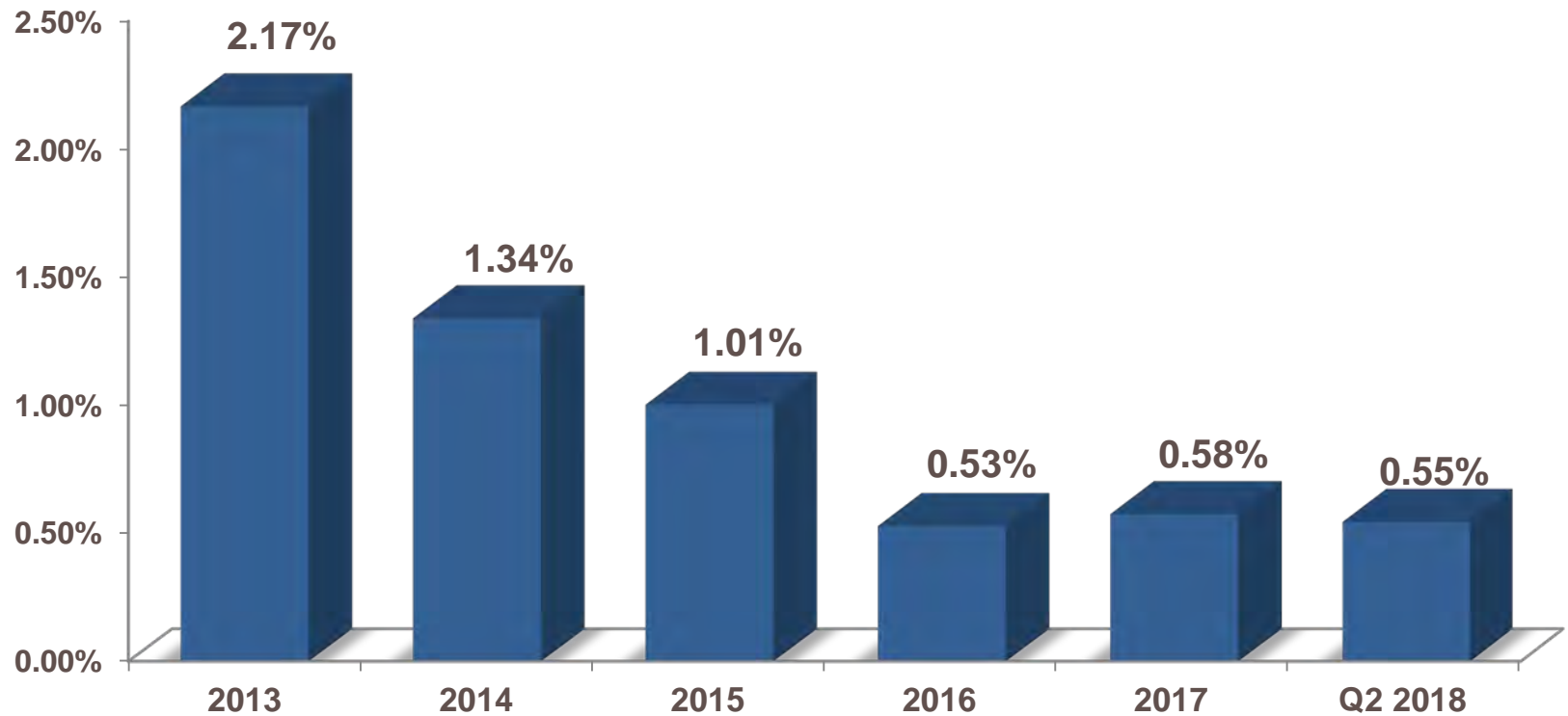


# DIVIDENDS PAID



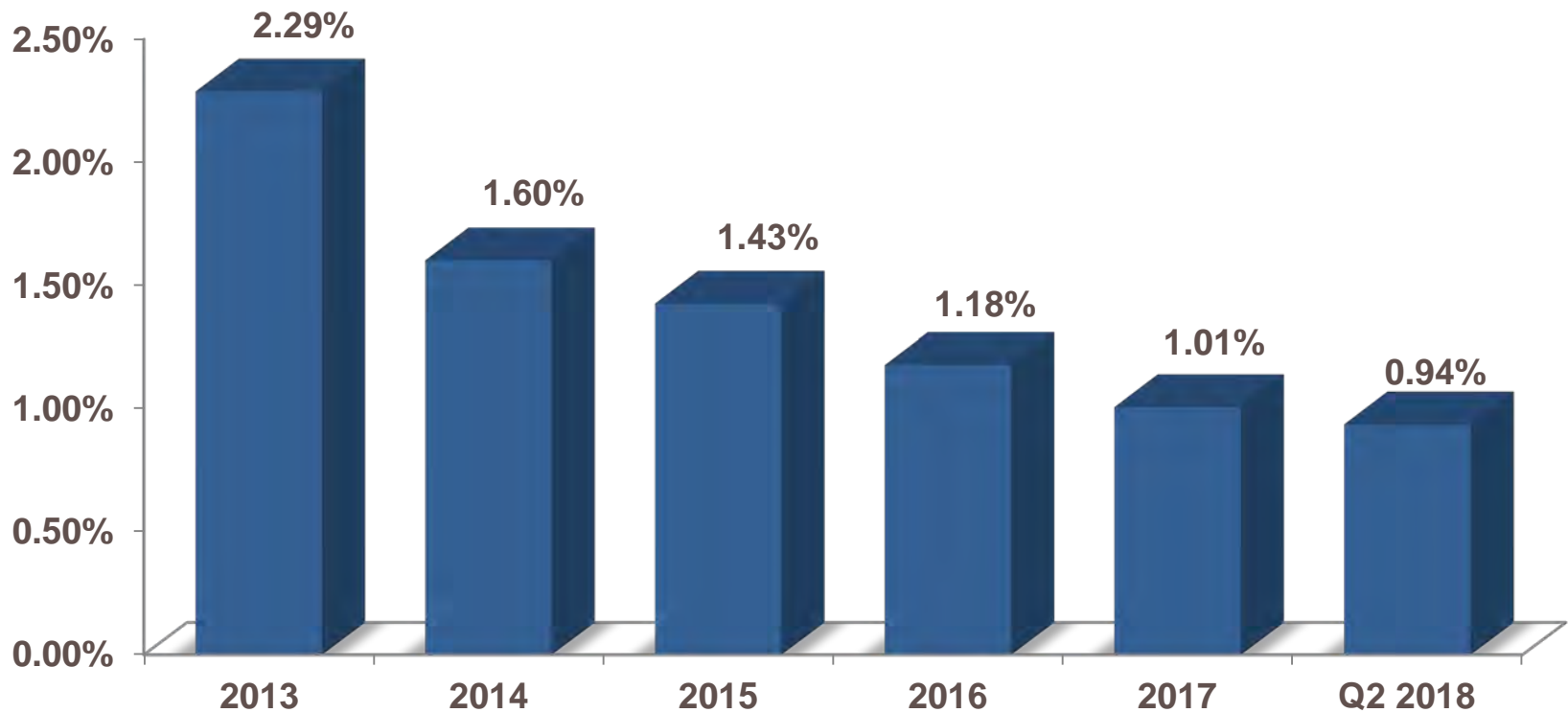
Data as of 06.30.2018

# NON-PERFORMING ASSETS TO TOTAL ASSETS



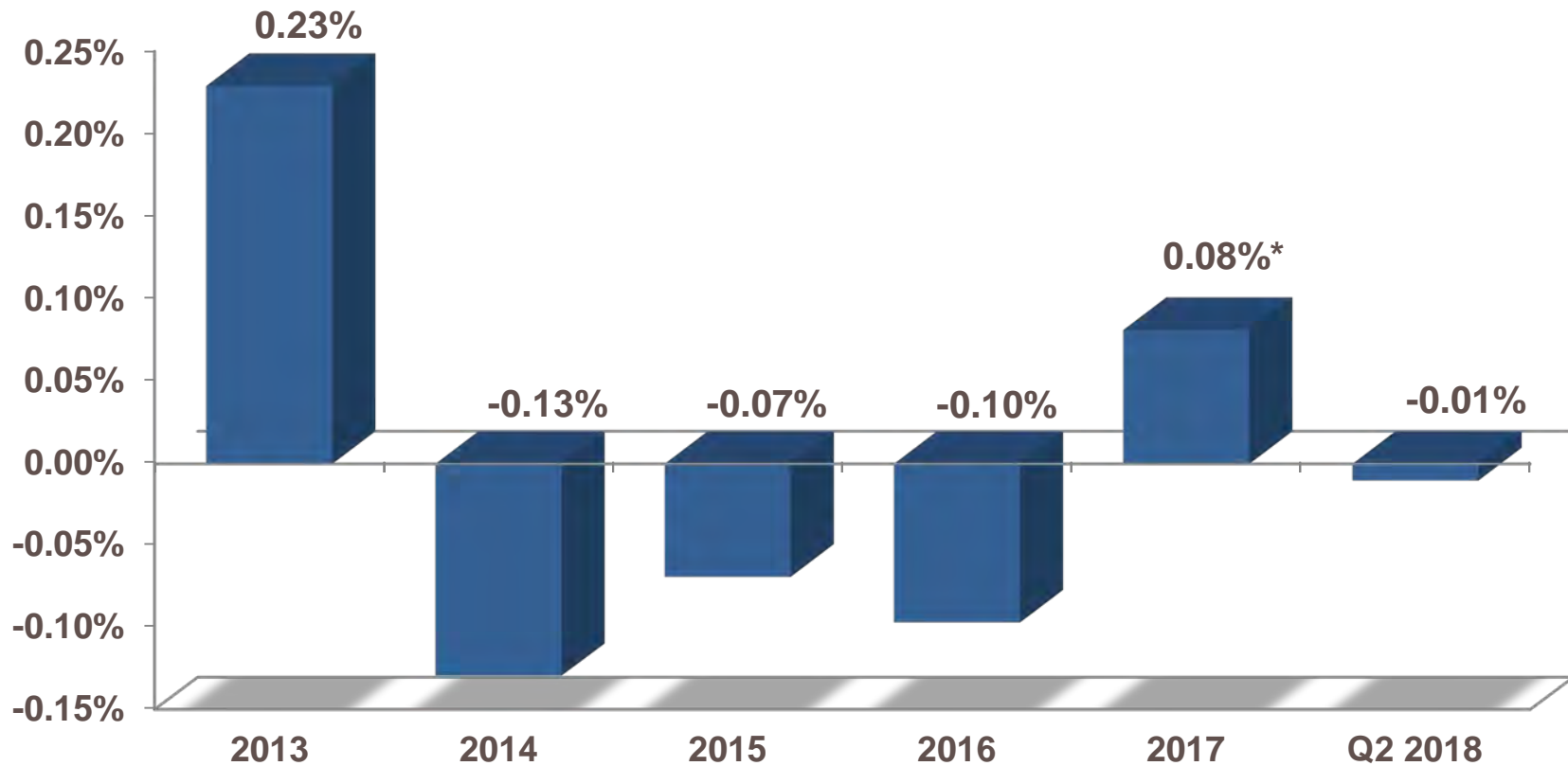
Data as of 06.30.2018

# ALLOWANCE FOR LOAN LOSSES TO TOTAL LOANS



Data as of 06.30.2018

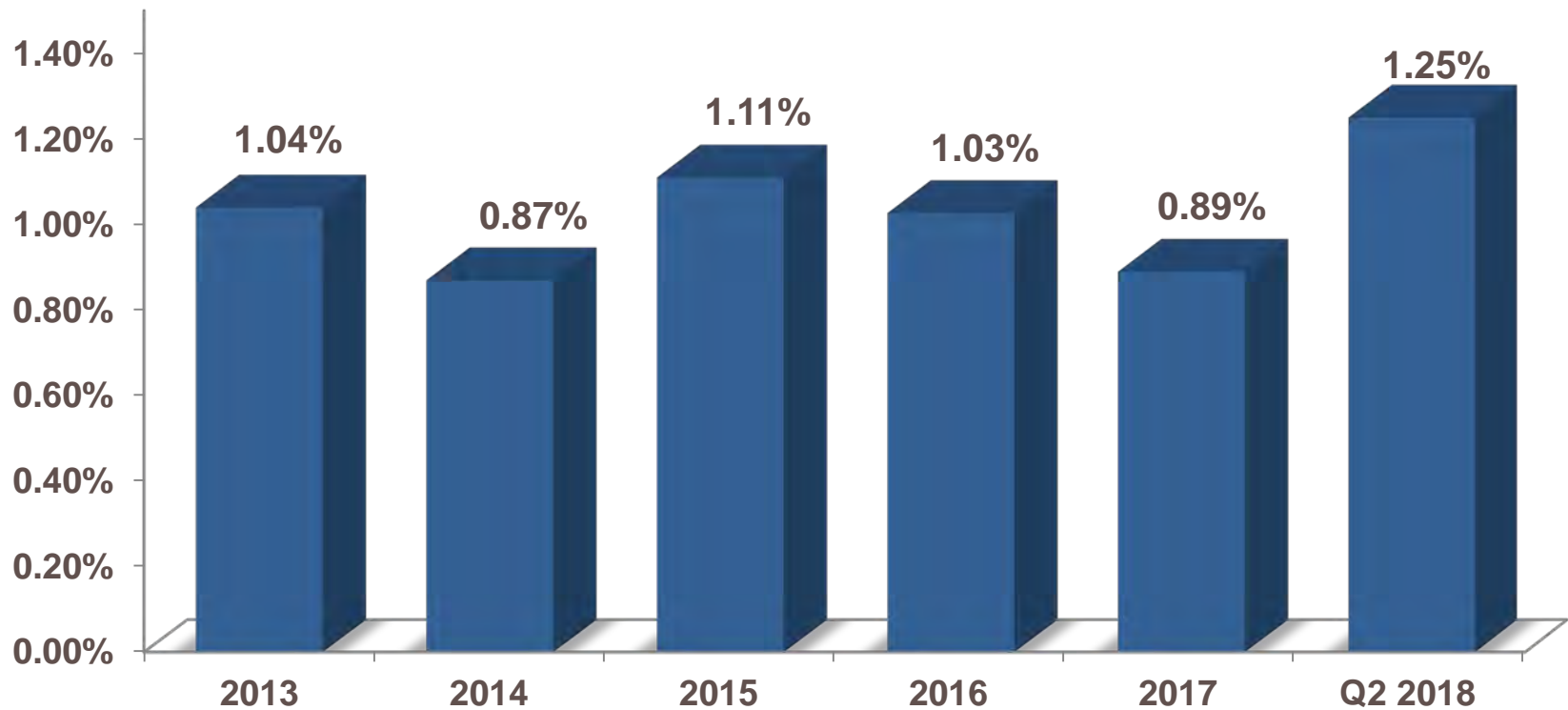
# ANNUALIZED NET CHARGE-OFFS TO AVERAGE LOANS



Data as of 06.30.2018

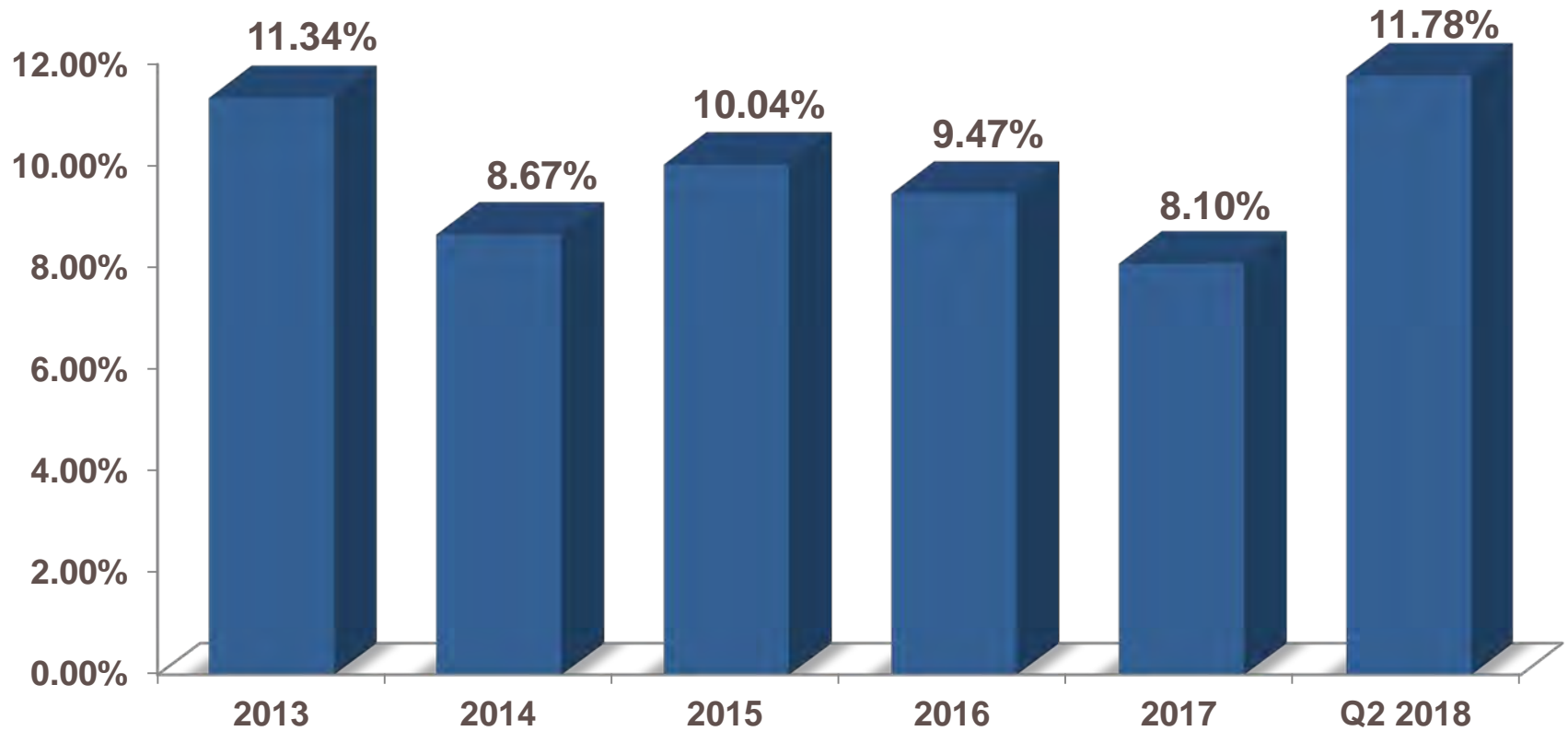
\*0.08% related to ASC 310-30 PCI loan adjustment

# RETURN ON AVERAGE ASSETS



Data as of 06.30.2018

# RETURN ON AVERAGE SHAREHOLDER'S EQUITY



Data as of 06.30.2018

# Acquisition of FNB Bancorp

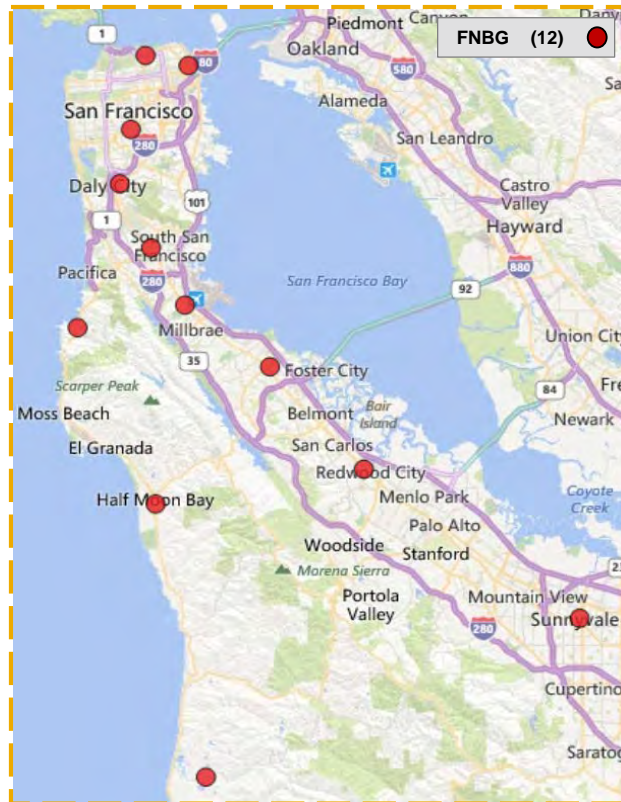
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Announced December 11, 2017

Keefe, Bruyette & Woods Community Bank  
Investor Conference

# PREMIER NORCAL COMMUNITY BANK

- TCBK has an extensive presence throughout Northern California and the Central Valley with 67 branches
- FNBG's twelve branches across the SF Peninsula provide scale in a key Northern California market
- FNBG adds an established presence with a 50+ year history serving the SF Peninsula
- San Francisco is the economic hub of Northern California, located ~150 miles from TriCo's headquarters in Chico, CA
- Significant business activity exists between San Francisco and other Northern California markets within TriCo's footprint



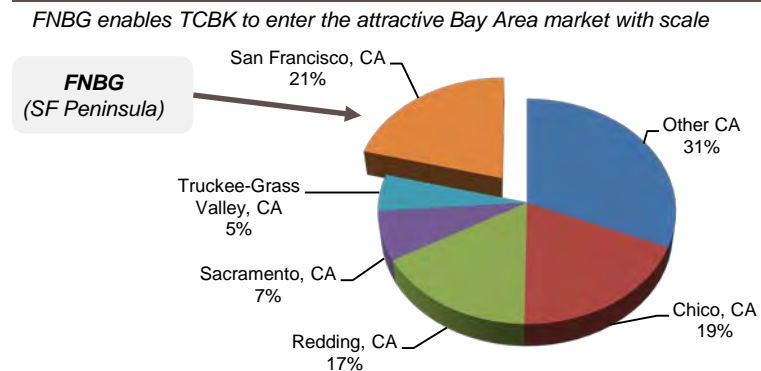


# MARKET POSITION IN NORCAL

- FNBG and TriCo will create the largest Northern California-based community bank at over \$6bn in assets
- TriCo currently has a dominant market share in several Northern California markets
  - #1 ranked deposit market share in Chico and Redding MSAs (~25% of total market)
  - Represent stable markets with low-cost, “sticky” deposits
  - Top 5 market share position in 42% of TCBK’s counties
- FNBG’s San Francisco presence provides increased growth prospects with strong demographic trends
  - Larger and thriving markets with affluent population base and significant business opportunities
  - Ample scale with capacity to improve market penetration
  - One of the largest, best-positioned community banks serving San Francisco
- TriCo’s recent expansion into Sacramento, CA complements San Francisco as a metro growth opportunity

Largest Northern California Based Banks			
Rank	Community Bank Rank	Institution	MRQ Total Assets (\$mm)
1		Wells Fargo & Company	\$1,934,939
2		First Republic Bank	84,320
3		SVB Financial Group	50,754
4	1	<b>TriCo Bancshares (Pro Forma)</b>	<b>6,100</b>
5	2	Mechanics Bank	5,702
6	3	Westamerica Bancorporation	5,446
7	4	Luther Burbank Corporation	5,320
8	5	Fremont Bancorporation	3,870
9	6	Farmers & Merchants Bancorp	3,072
10	7	1867 Western Financial Corporation	2,907

**TCBK 2017 Deposits by MSA (pro forma)**



# BAY AREA OPPORTUNITY

## Economy

- The Bay Area's \$780 billion economy would rank 5<sup>th</sup> among all US states and 18<sup>th</sup> globally among all countries
- The Bay Area economy grew 5.2% in 2016, ~3x faster than the US rate
- At 3.3% unemployment the area is significantly below national averages
- The Bay Area is the #1 region in the U.S. for venture capital investment
- Tourism attracts ~25 million visitors annually accounting for ~\$9.7B in spending
- More than 52% of the population holds a Bachelor's degree or higher
- 25 Colleges and Universities are present in San Francisco
- Although led by tech, the Bay Area economy is supported by a diverse set of industries

## Major Employers

- The Bay Area is home to 36 Fortune 500 companies, more than any other US region except New York
- Major employers include:

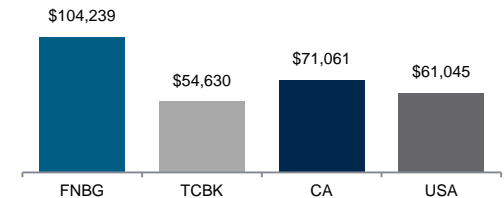


## Demographics

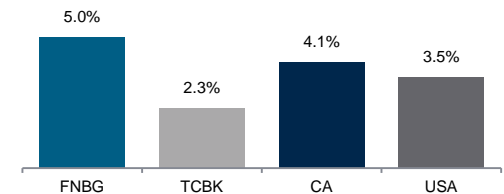
- With a population of ~7.6 million in the nine county region, the Bay Area represents ~20% of California's residents
- Attractive demographic trends driven by strong population growth on a large, affluent population base

## Strong Demographics<sup>(1)</sup>

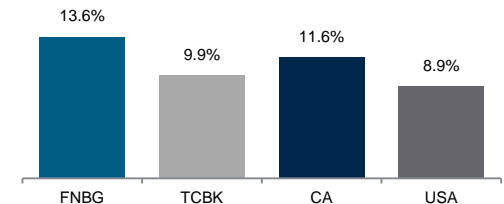
### 2017 Median HHI



### Projected 5-Year Population Growth



### Projected 5-Year Median HHI Growth



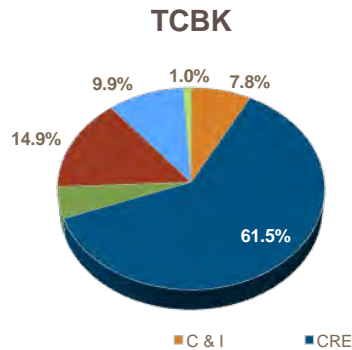
Sources: The San Francisco Center for Economic Development, Center for Continuing Study of the California Economy and U.S. Bureau of Labor Statistics.

(1) Median for zip codes in FNBG's and TCBK's footprint.

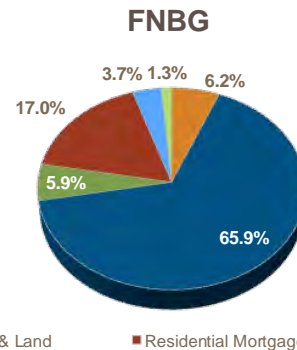
# PRO FORMA LOAN & DEPOSIT MIX

## Loan Portfolio

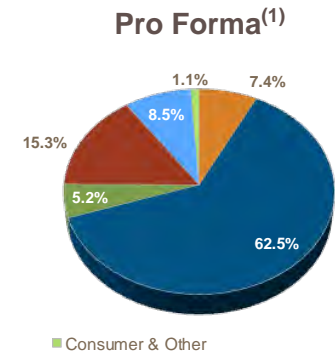
*Highly Similar Lending Focus, Shared Credit Culture*



\$2.9B Loans  
5.2% Yield on Loans



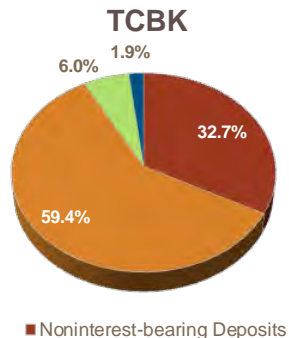
\$0.8B Loans  
5.2% Yield on Loans



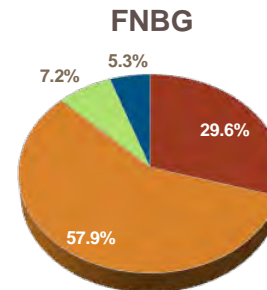
\$3.8B Loans  
5.2% Yield on Loans

## Deposit Base

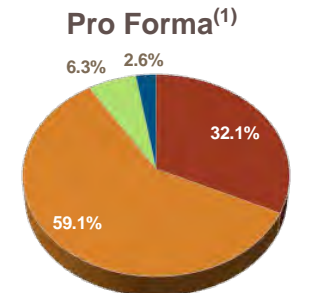
*Maintains An Attractive Low-Cost Deposit Base With A Liquid Balance Sheet*



\$3.9B Deposits  
0.11% Cost of Deposits  
Loan / Deposits 74.7%



\$1.0B Deposits  
0.29% Cost of Deposits  
Loan / Deposits 80.3%



\$5.0B Deposits  
0.14% Cost of Deposits  
Loan / Deposits 75.9%



# TRICO BANCSHARES IS COMMITTED TO:

Improving the financial success and well-being of our shareholders, customers, communities and employees.