

Plaza Bancorp (OTC PINK: PLZZ; Irvine, CA) has agreed to merge with Pacific Premier Bancorp, Inc. (Nasdaq: PPBI; Irvine, CA)

Deal Value: Approximately \$226.3 Million

Sandler O'Neill acted as exclusive financial advisor and rendered a fairness opinion to Plaza Bancorp in this transaction.

- This transaction represents Pacific Premier's 6th whole bank acquisition in the past 5 years

Sandler O'Neill has advised on 30 bank or thrift transactions in the Western Region since January 1, 2014 representing \$10.3 billion in aggregate transaction value, more transactions and transaction value than any other investment bank during that time period.¹

This transaction represents Sandler O'Neill's 139th bank or thrift transaction since January 1, 2015 representing \$44.9 billion in aggregate transaction value, more transactions and transaction value than any other investment bank during that time period.¹

Irvine, Calif., August 9, 2017 -- Pacific Premier Bancorp, Inc. (the "Company", "Pacific Premier"), the holding company of Pacific Premier Bank and Plaza Bancorp today announced they have entered into a definitive agreement under which Pacific Premier will acquire Plaza in an all-stock transaction valued at approximately \$226.3 million, or \$7.29 per share, based on a closing price for Pacific Premier's common stock of \$36.45 as of August 8, 2017. The Company expects the transaction will be immediately accretive to earnings per share and tangible book value per share.

Steve R. Gardner, Chairman, President and Chief Executive Officer of Pacific Premier, commented, "Entering Los Angeles County has been a key component of our long-term strategic plan to build Pacific Premier into the leading commercial bank headquartered in Southern California, and this transaction will enable us to achieve that goal in a way that makes strategic and economic sense for our franchise."

Plaza, the holding company of Plaza Bank, is headquartered in Irvine, California with \$1.3 billion in total assets, \$1.1 billion in gross loans and \$1.1 billion in total deposits as of June 30, 2017. Plaza has seven regional offices located in Irvine, Manhattan Beach, El Segundo, Pasadena, Montebello, San Diego and Las Vegas. The transaction will increase Pacific Premier's total assets to approximately \$7.7 billion on a pro forma basis.

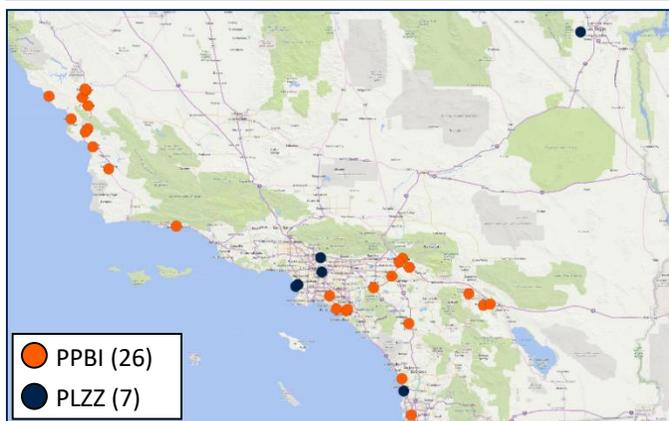
The earnings per share accretion estimates are based on estimated costs savings of approximately 35% of Plaza's non-interest expense, with 75% of the cost savings phased-in during 2018 and 100% phased-in during 2019.

Financial Highlights (\$ millions)²

	<u>PPBI</u>	<u>PLZZ</u>
Total Assets	\$6,441	\$1,266
Gross Loans	\$4,859	\$1,054
Deposits	\$4,946	\$1,074
Equity	\$960	\$126
LTM ROAA	1.00%	1.11%
TCE / TA	9.2%	9.4%

1: Excludes terminated transactions and self-advisory roles
 2: Data as of June 30, 2017
 Source: SNL Financial

Pro Forma Branch Network



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