

**First Citizens Bancshares, Inc. (Private; Waxahachie, TX) Closes Private Placement of \$23.0 Million of 6.00% Fixed to Floating Rate Subordinated Notes due September 2028**

Sandler O'Neill + Partners, L.P. served as the sole placement agent for this offering.

This transaction is the 93rd subordinated note or senior note transaction for a community bank since January 1, 2016 in which Sandler O'Neill acted as a placement agent, sole underwriter, book runner or initial purchaser.<sup>1</sup> These transactions have raised approximately \$5.5 billion for our clients, representing 64.6% market share of announced transactions.<sup>1</sup>

**About the Offering:**

First Citizens Bancshares, Inc. ("First Citizens"), the holding company for Citizens National Bank of Texas, today closed a private placement of \$23.0 million aggregate principal amount of 6.00% Fixed to Floating Rate Subordinated Notes due 2028.

First Citizens intends to use the net proceeds to redeem a portion of its existing outstanding indebtedness, to fund organic growth, and for general corporate purposes.

*This announcement is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy securities.*

**About the Company:**

First Citizens Bancshares, Inc. is a privately-held bank holding company established in 1981 and headquartered in Waxahachie, Texas. Through its subsidiary, Citizens National Bank of Texas, the Company provides a blend of secure online banking with personalized service at its brick-and-mortar locations. Citizens National Bank of Texas was founded in 1868 and is the oldest independent bank in Texas. Since 1930, the Bank has primarily been owned and led by four generations of the Singleton Family. First Citizens operates 13 branch locations.

- (1) Source: Sandler O'Neill Syndicate Desk, Bloomberg. Deal count includes subordinated debt or senior note offerings for Community Banks reported by Bloomberg; Community Banks defined as banks or bank holding companies with less than \$35 billion in assets.
- (2) Source: S&P Global Market Intelligence; Bank level financial data, not pro forma for the offering
- (3) The bank is structured as a Qualified Subchapter S Subsidiary; ROAA not shown tax-affected

August 16, 2018

6.00% Fixed to Floating Rate  
Subordinated Notes  
due September 2028

**\$23.0 Million**

**First Citizens Bancshares, Inc.**

Sole Placement Agent

**SANDLER O'NEILL + PARTNERS**

**Financial Highlights (as of 6/30/2018)<sup>2</sup>**

(Dollars in thousands)

Total Assets	\$998,921
Total Loans	\$857,058
Total Deposits	\$901,895
Total Equity	\$94,287
YTD ROAA <sup>3</sup>	2.13%
Tier 1 Leverage Ratio	9.24%
Tier 1 Risk-Based Capital Ratio	10.25%
Total Risk-Based Capital Ratio	11.17%

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