

CAPITAL MARKETS ANNOUNCEMENT

MB Financial Bank, N.A., a Subsidiary of MB Financial, Inc. (NASDAQ: MBFI; Chicago, IL) Closes Offering of \$175.0 Million of Subordinated Notes due 2027

Sandler O'Neill + Partners, L.P. served as the sole book-runner for this offering.

The 4.00% coupon is the lowest coupon on record for any A- Kroll rated subordinated note offering.¹

This transaction is the 126th subordinated note or senior note transaction for a community bank since January 1, 2014 in which Sandler O'Neill acted as a placement agent, sole underwriter, book runner, or initial purchaser. Since May 20, 2016, Sandler O'Neill has raised approximately \$4.2 Billion for its clients, capturing a 70.4% market share of announced transactions.¹

About the Offering:

Chicago, IL, November 16, 2017 – MB Financial Bank, N.A., a subsidiary of MB Financial, Inc. (NASDAQ: MBFI) announced today the completion of a public offering and sale of \$175.0 million in aggregate principal amount of its 4.00% fixed-to-floating rate subordinated notes due 2027 (the "Notes"). The Notes were sold at par, resulting in net proceeds, after discounts and estimated offering expenses, of approximately \$172.8 million. Kroll Bond Rating Agency and Egan-Jones have both assigned a rating of A- to the Notes.

The Bank intends to use the net proceeds from the offering 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:

MB Financial, Inc. is a Chicago-based institution with its common stock traded on The NASDAQ Global Select Market under the symbol "MBFI". A financial holding company, MB Financial has a market capitalization of \$3.7 billion and has 86 branches across the Chicago, IL MSA. MB Financial conducts a broad range of financial services through its banking subsidiary, MB Financial Bank, N.A. ("MB Bank"). MB Bank has three asset management subsidiaries.

MB Financial operates three main business lines, commercial banking, leasing and mortgage. For the last-twelve-months ending September 30th, 2017, the three operating segments had \$207 million of combined operating income, 86% from commercial banking, 11% from leasing, 3% from mortgage. MB Financial provides products and services to all 50 states and Canada with over half of the consolidated group's revenue generated from outside of Illinois.

(1) Source: Sandler O'Neill Syndicate Desk, Bloomberg. Deal count includes nationwide subordinated debt or senior note offerings for Community Banks reported by Bloomberg; Community Banks defined as banks or bank holding companies with less than \$25 billion in assets.

(2) Financial data is not pro forma for the subordinated notes offering; Bank-level data

November 16, 2017

4.00% Fixed-to-Floating Rate
Subordinated Notes due 2027
\$175.0 Million



Sole Book-Runner

SANDLER O'NEILL + PARTNERS

Financial Highlights as of September 30, 2017²

(Dollars in millions)

Total Assets	\$20,048
Net Loans (Excl. HFS)	13,726
Total Deposits	14,449
Total Equity	2,818
Tang. Common Equity/ Tang. Assets (%)	9.28
LTM ROAA (%)	1.11
LTM ROATCE (%)	12.96

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