



CIVISTA
BANCSHARES, INC.

Investor Presentation

Second Quarter 2023

Dennis G. Shaffer - Chief Executive Officer & President

Richard J. Dutton - Senior Vice President, Chief Operating Officer

NASDAQ: CIVB

Forward-Looking Statements. This presentation may contain “forward-looking statements” within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements express management’s current expectations, estimates or projections of future events, results or long-term goals, and are generally identifiable by the use of words such as “believe,” “expect,” “anticipate,” “plan,” “intend,” “estimate,” “may,” “will,” “would,” “could,” “should” or other similar expressions. All statements in this material speak only as of the date they are made, and we undertake no obligation to update any statement except to the extent required by law. Forward-looking statements are not guarantees of performance and are inherently subject to known and unknown risks, uncertainties and assumptions that are difficult to predict and could cause actual results or performance to differ materially from those expressed in or implied by the forward-looking statements. Factors that could cause actual results or performance to differ from those discussed in the forward-looking statements include the risks identified from time to time in our public filings with the SEC, including those risks identified in “Item 1A. Risk Factors” of Part I of the Company’s Annual Report on Form 10-K for the fiscal year ended December 31, 2022, as supplemented by any additional risks identified in the Company’s subsequent Form 10-Qs. These risks and uncertainties should be considered in evaluating forward-looking statements and undue reliance should not be placed on such statements.

Use of Non-GAAP Financial Measures. This presentation contains certain financial information determined by methods other than in accordance with accounting principals generally accepted in the United States (“GAAP”). These non-GAAP financial measures include “Tangible Book Value per Share” , “Tangible Common Equity to Tangible Assets” and “Efficiency Ratio”. The Company believes that these non-GAAP financial measures provide both management and investors a more complete understanding of the Company’s profitability. These non-GAAP financial measures are supplemental and are not a substitute for any analysis based on GAAP Measures. Not all companies use the same calculation of these measures; therefore this presentation may not be comparable to other similarly titled measures as presented by other companies. Reconciliations of these non-GAAP measures are provided in the Appendix section of this presentation.

Sources of Information: Company Management and S&P Global Market Intelligence

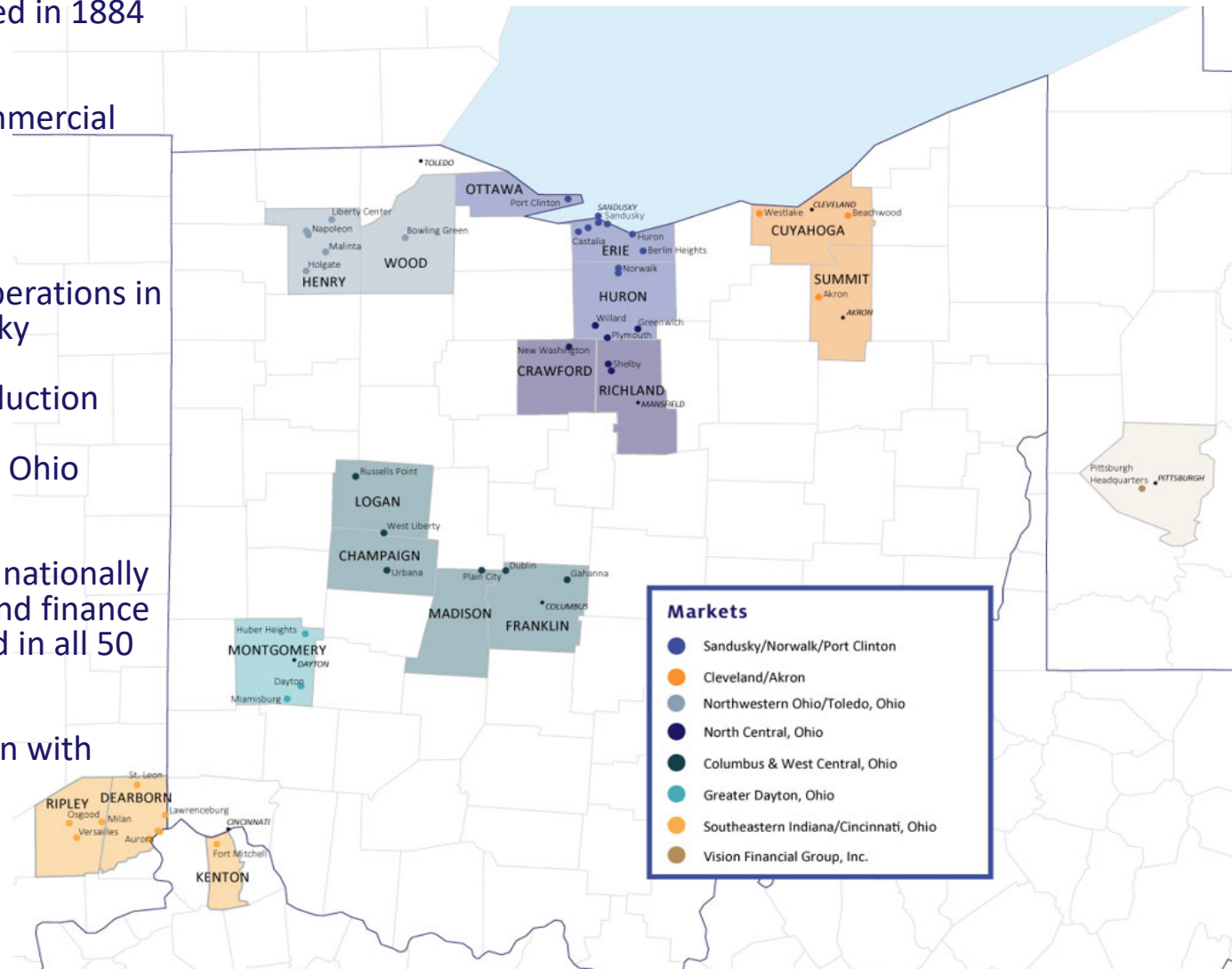
- **Civista Bancshares, Inc.'s common shares are traded on the NASDAQ Capital Market under the symbol "CIVB."**

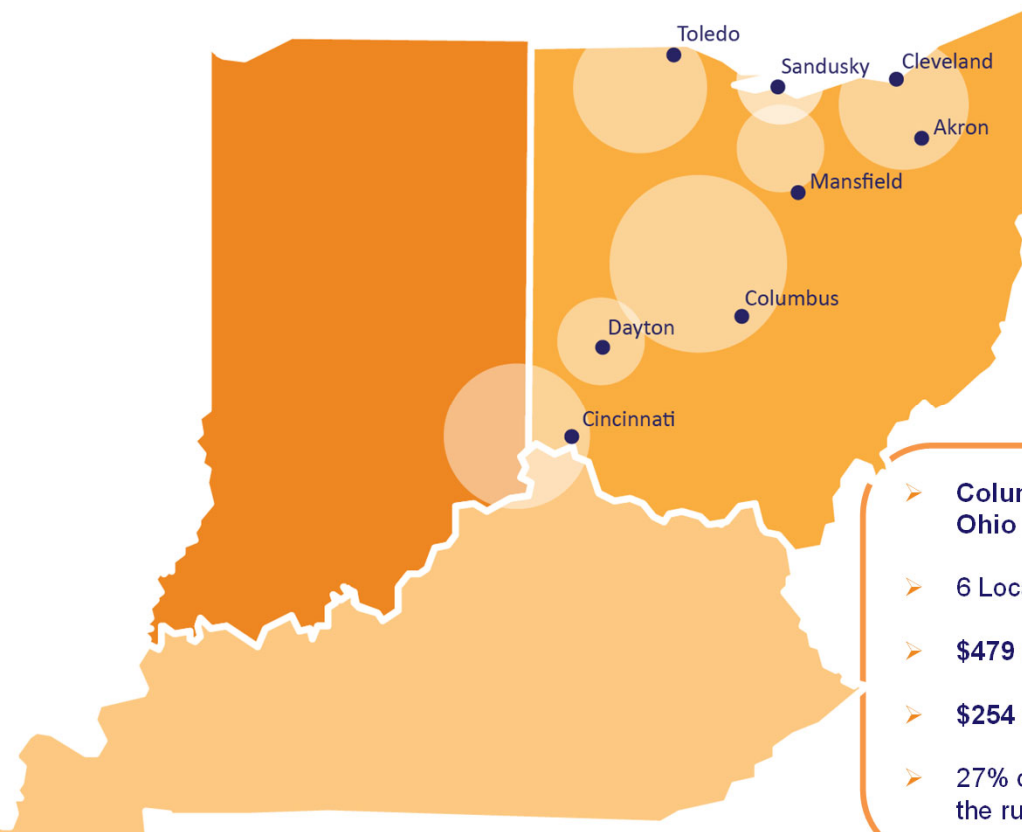
- Additional information can be found at:
 - **www.civb.com**

 - **Dennis G Shaffer**
 - *Chief Executive Officer & President*
 - **dgshaffer@civista.bank**
 - **Telephone: 888.645.4121**

Who We Are

- Bank founded and headquartered in 1884 in Sandusky, Ohio
- 10th Largest Publicly Traded Commercial Bank Headquartered in Ohio
- 508 Employees
- Community Banking Focused Operations in 14 Ohio, 2 Indiana and 1 Kentucky Counties
 - 41 Branches & 2 Loan Production Offices
 - Operations in the 5 largest Ohio MSAs
- Vison Financial Group (VFG) is a nationally recognized equipment leasing and finance company with equipment leased in all 50 states
- Full-Service Banking Organization with Diversified Revenue Streams
 - Commercial Banking
 - Retail Banking
 - Wealth Management
 - Mortgage Banking
 - Tax Refund Processing
 - Equipment Leasing





- **Northwest Ohio**
- 7 Locations
- **\$162 million** in loans
- **\$192 million** in deposits
- 17% deposit market share

- **Sandusky/Norwalk/Port Clinton, Ohio**
- 9 Locations
- **\$439 million** in loans
- **\$1,390 million** in deposits
- #1 deposit market share in Sandusky, Ohio with ~53%

- **Columbus & West Central, Ohio**
- 6 Locations
- **\$479 million** in loans
- **\$254 million** in deposits
- 27% deposit market share in the rural markets

- **Cleveland/Akron, Ohio**
- 3 Locations
- **\$819 million** in loans
- **\$151 million** in deposits

- **Vision Financial Group**
- **\$47 million** in financing leases
- **\$45 million** in commercial loans
- **\$47 million** in operating leases

- **Southeastern Indiana/Cincinnati, Ohio**
- 9 Locations
- **\$480 million** in loans
- **\$592 million** in deposits
- ~44% deposit market share

- **Greater Dayton, Ohio**
- 3 Locations
- **\$123 million** in loans
- **\$143 million** in deposits

- **North Central, Ohio**
- 6 Locations
- **\$42 million** in loans
- **\$218 million** in deposits
- ~39% deposit market share

- **Community bank franchise in growth markets with an established operating model**
 - Gather attractive low-cost deposits (107 bps total cost of deposits)
 - Generate loans organically in select growing markets (operations in the 5 largest MSAs in Ohio)
- **Strong capital position**
- **Disciplined underwriting verified with strong credit quality metrics**
 - Nonaccrual and 90 days Past Due to Gross Loans of 0.41% as of 6/30/2023
- **Experienced management team with a deep bench**
 - Average banking experience of 31 years
- **Noninterest income enhanced by multiple revenue streams**
- **Use of LPOs to extend our reach (Westlake, OH and Fort Mitchell, KY)**
- **Member Russell 2000 index**

Dennis G. Shaffer

Chief Executive Officer
and President



Richard J. Dutton

Senior Vice President
Chief Operating Officer



Charles A. Parcher

Senior Vice President
Chief Lending Officer



Paul J. Stark

Senior Vice President
Chief Credit Officer



Robert L. Curry, Jr.

Senior Vice President
Chief Risk Officer



Todd A. Michel

Senior Vice President
Controller



Lance A. Morrison

Senior Vice President
General Counsel and
Corporate Secretary



Russell L. Edwards

Senior Vice President
Retail Banking



**Donna M.
Waltz-Jaskolski**

Senior Vice President
Customer
Experience Officer



Carl A. Kessler III

Senior Vice President
Chief Information Officer



William P. Summers

President
VFG Leasing & Finance





GIVING BACK is strongly encouraged and supported with corporate donations, matching gifts and employee volunteerism.



Current Events

- 13.2%* or \$390.7 million of deposits uninsured at June 30, 2023
- Cash and unpledged securities of \$415.5 million at June 30, 2023
- Deposits, excluding tax program and brokered deposits, declined 2.3% from December 31, 2022 to June 30, 2023
- Excluding \$378.2 million of public deposits, Civista had no deposit concentrations at June 30, 2023
- “Civista’s deposit franchise is one of our most valuable characteristics and contributes significantly to our peer leading net interest margin and profitability”

- Strong on-balance sheet liquidity
 - \$415.5 million of cash and unpledged securities at June 30, 2023
- Ready access to off-balance sheet funding
 - Immediate access to \$1.3 billion in funding from FHLB, Federal Reserve and CDARS/IntraFi
- Civista has not and does not anticipate using the Federal Reserve's Bank Term Funding program

- **Adopted CECL January 1, 2023**
 - \$4.3 million increase in Allowance for Credit Losses
 - \$3.4 million increase in Reserve for Unfunded Commitments

- **Credit metrics remain stable and strong**
 - ACL to nonperforming loans was 327.05% at June 30, 2023
 - ACL to loans was 1.33% at June 30, 2023

- Civista continues to create capital through earnings
- “Well Capitalized” by regulatory standards
- Tangible Common Equity ratio was 6.16% at June 30, 2023

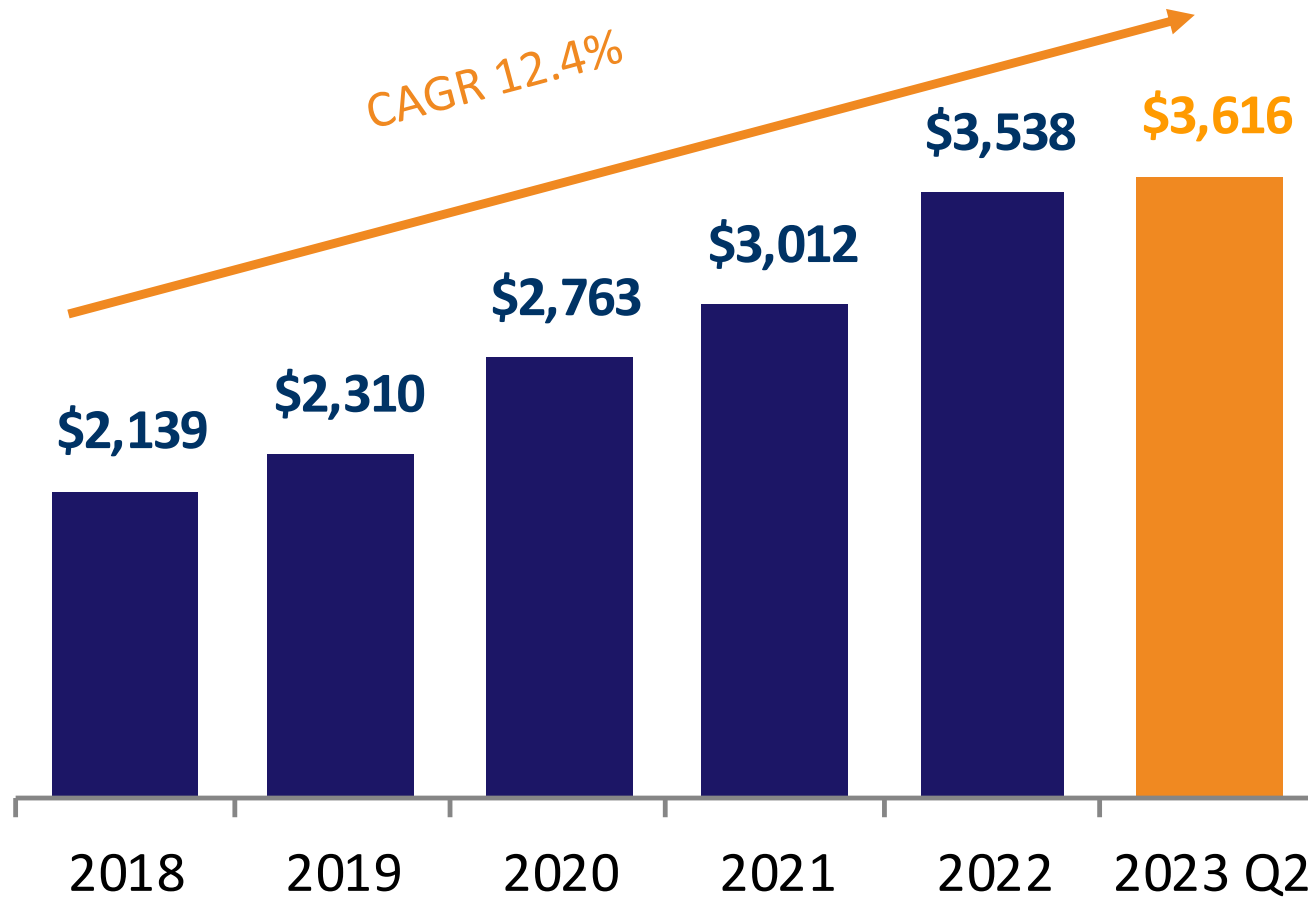
Financial Trends

Financial Highlights (\$s in thousands, except per share data)			
	June 30, 2023	June 30, 2022	% Change
Balance Sheet			
Assets	\$3,615,980	\$3,039,099	18.98%
Gross Loans (excluding HFS) ¹	2,636,280	2,064,221	27.71%
Deposits	2,942,774	2,455,502	19.84%
	June 30, 2023	June 30, 2022	% Change
Performance Analysis			
Net Income Available to Common	\$22,922	\$16,167	41.78%
ROAA ²	1.29%	1.04%	25.09%
ROAE ²	13.42%	9.87%	35.93%
Market Data			
Market Capitalization (\$mm)	\$274,576	\$309,066	
Price / Tangible Book Value ³	128.0%	141.7%	
Price/LTM diluted EPS	5.9x	9.8x	

1. June 30, 2023 includes \$403 thousand of PPP loans; June 30, 2022 includes \$3.6 million of PPP loans

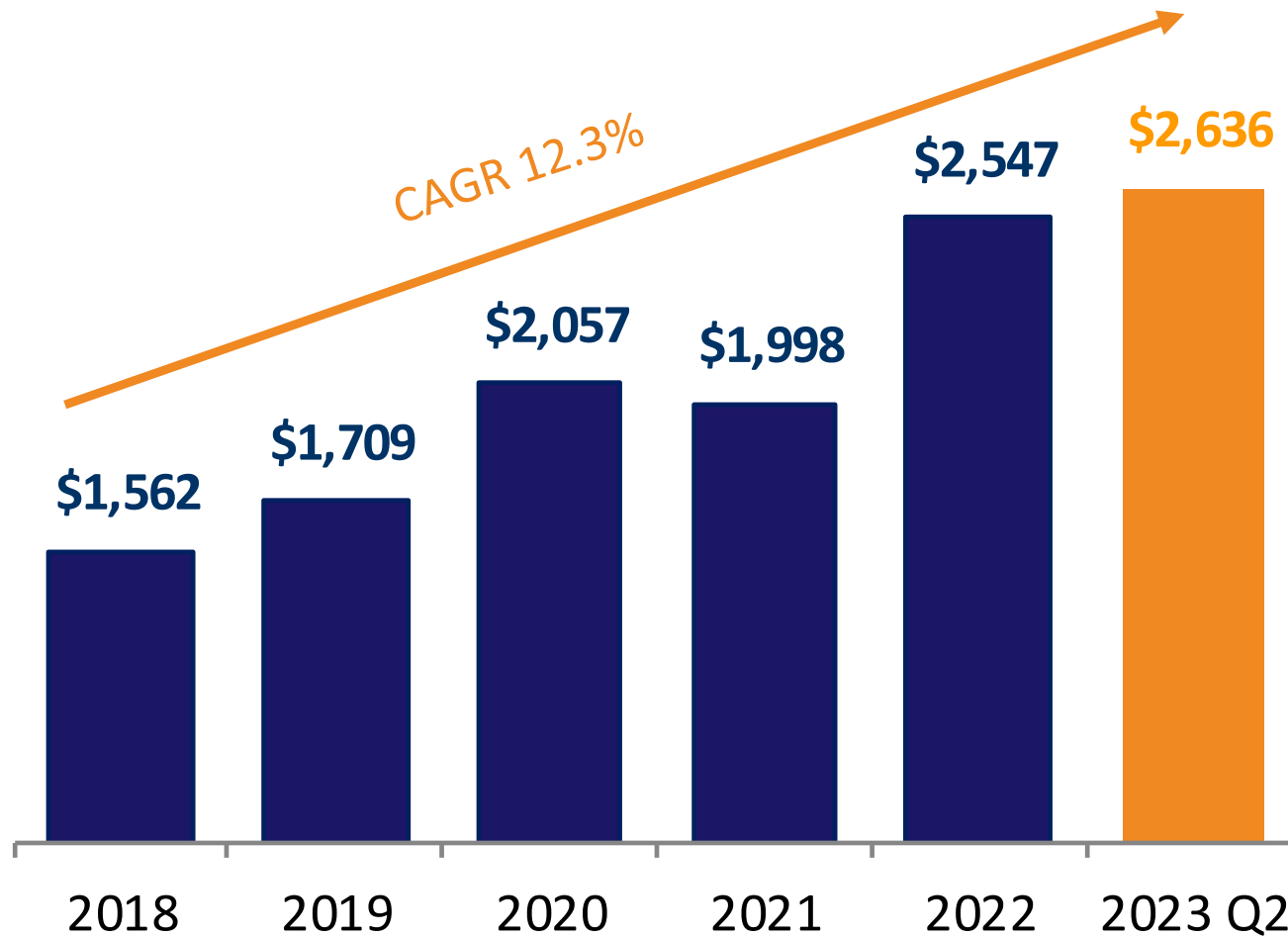
2. Presented on an annualized basis 3. Non-GAAP reconciliation on page 37

Total Assets¹ (\$ in millions)



1. 2018 includes the addition of \$578 million in assets due to United Community Bancorp acquisition. 2022 includes the addition of \$316 million in assets due to Comunibanc Corp acquisition.

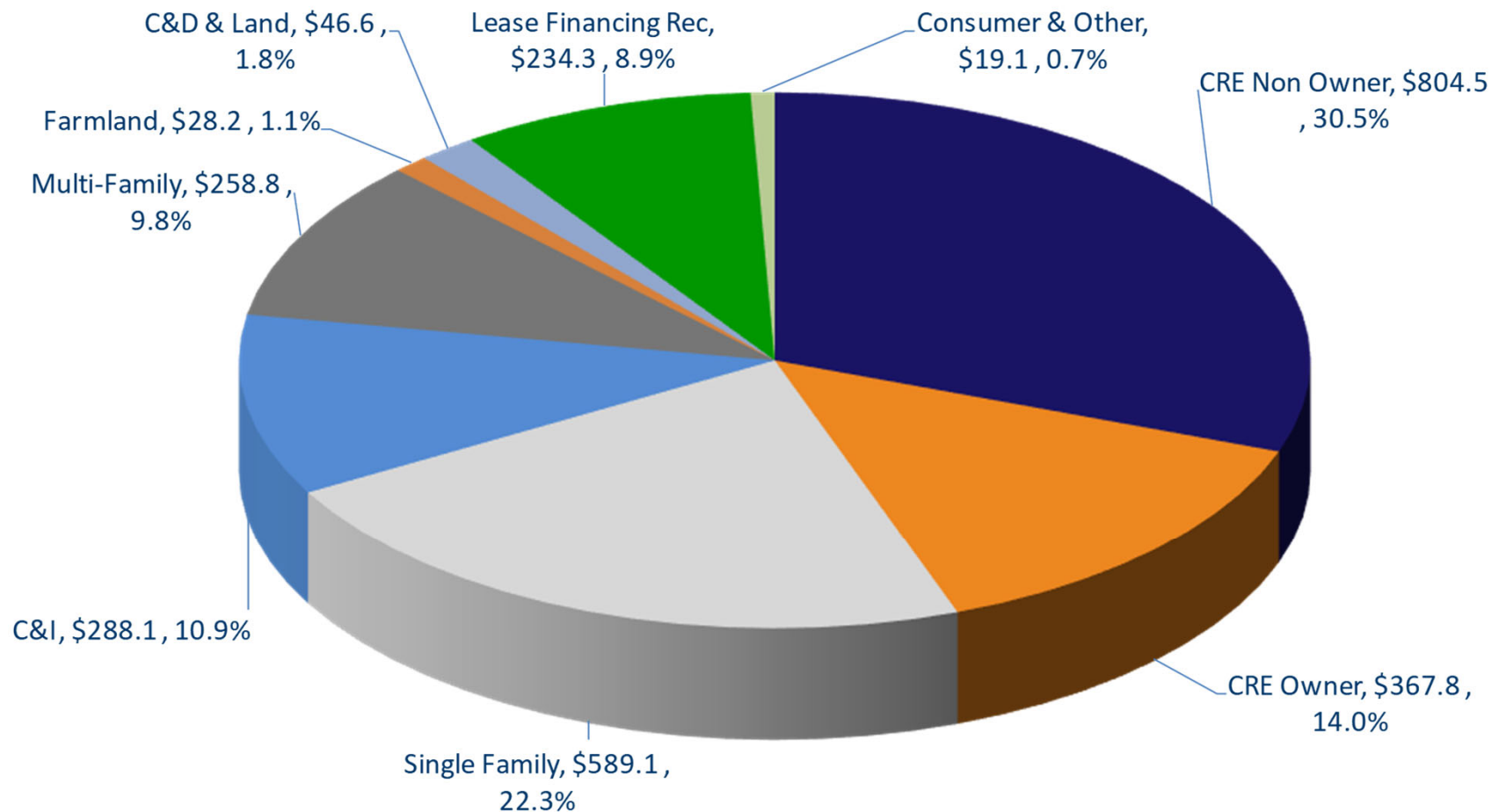
Total Gross Loans¹ (\$ in millions)



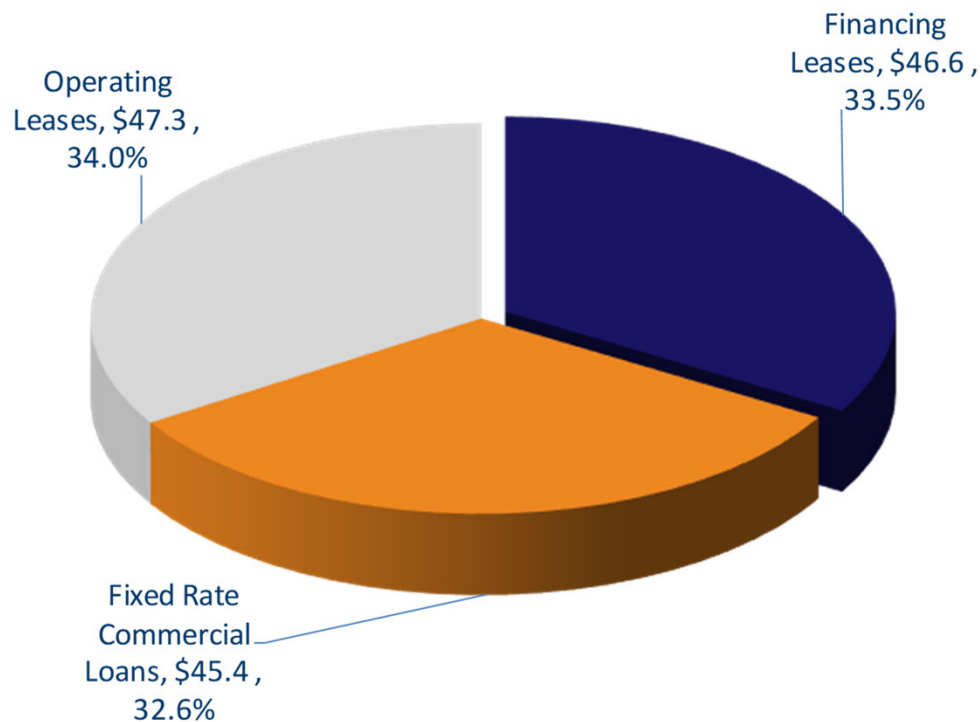
1. 2018 includes the addition of \$299 million in loans due to United Community Bancorp acquisition. 2020 includes \$217.3 million of PPP loans. 2021 includes \$43.2 million of PPP loans. 2022 includes \$819 thousand of PPP loans as well as \$169 million due to the Comunibanc Corp acquisition.

Loan Mix (\$ in millions)

➤ Total Gross Loans: \$2.6 billion

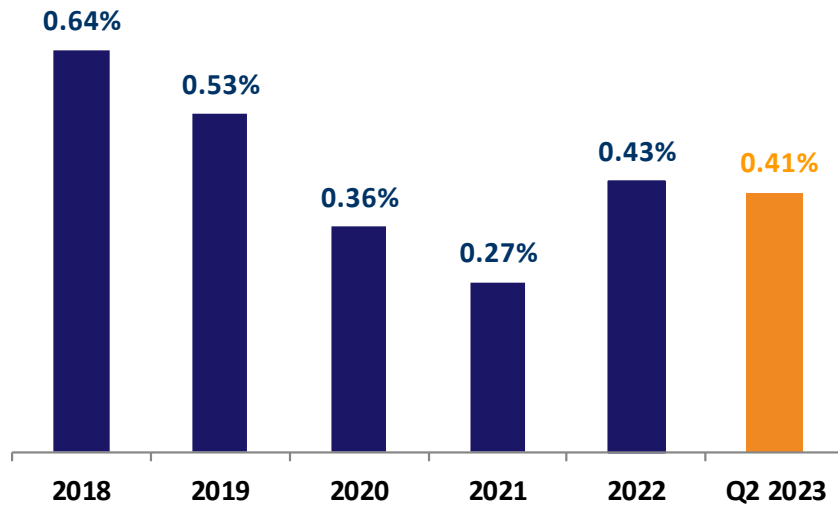


VFG Lease and Equipment Financing (\$ in millions)

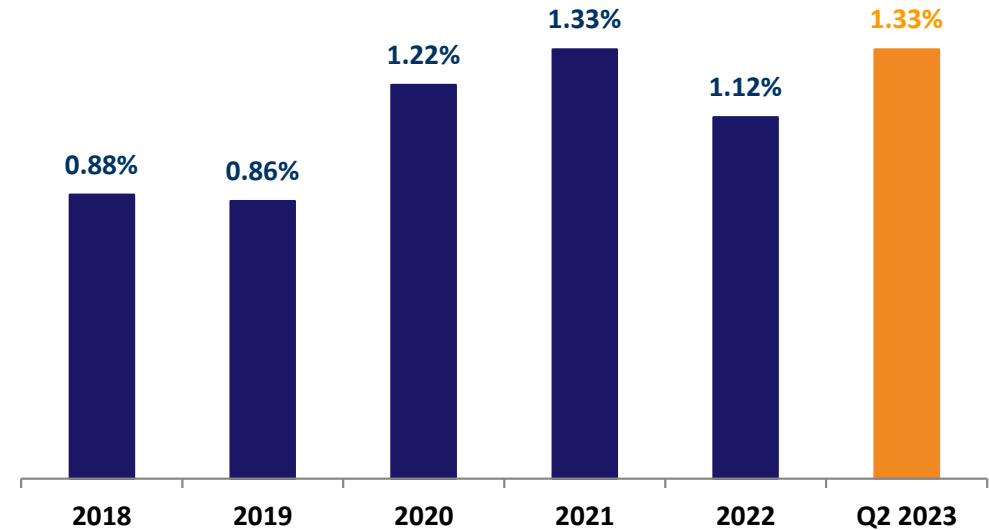


- 2023 YTD Production
 - YTD Funded: \$64.1 million
 - Sold: \$22.0 million
 - Net Production: \$42.1 million
- Average Yield on Total Portfolio: 7.70%
- Average Yield on Q2 Originations: 8.76%

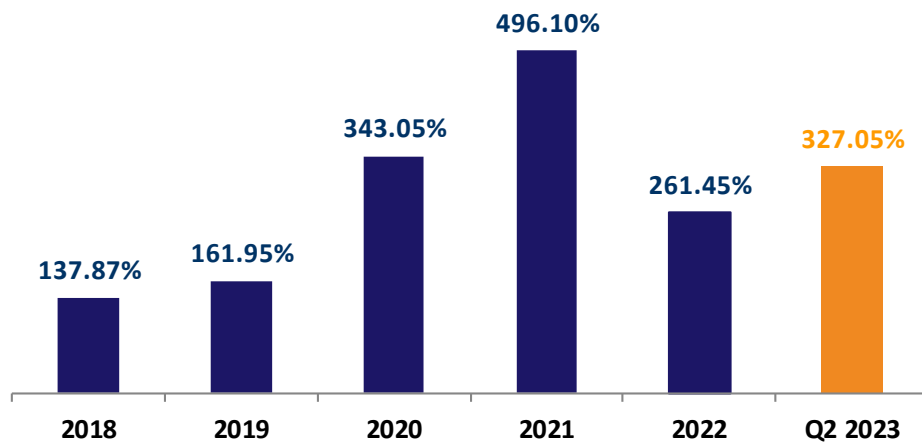
Nonaccrual & 90 days Past Due / Gross Loans



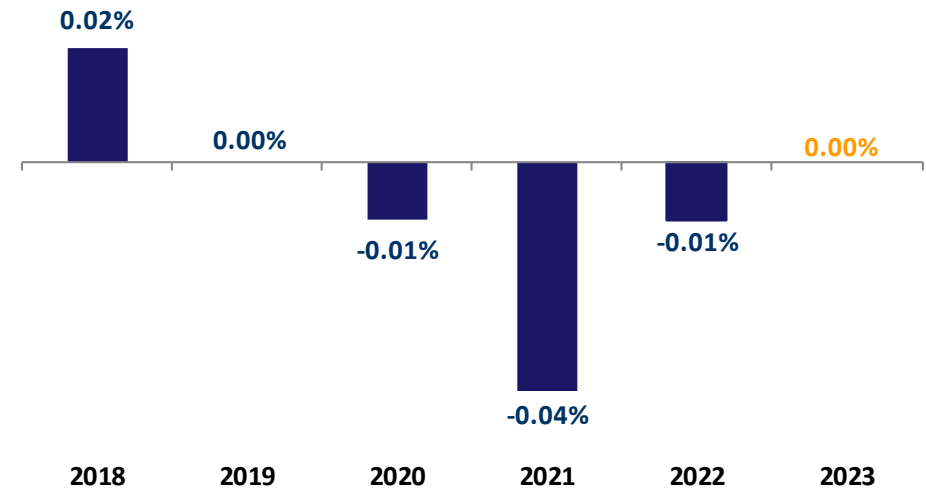
Loan Loss Reserves / Gross Loans



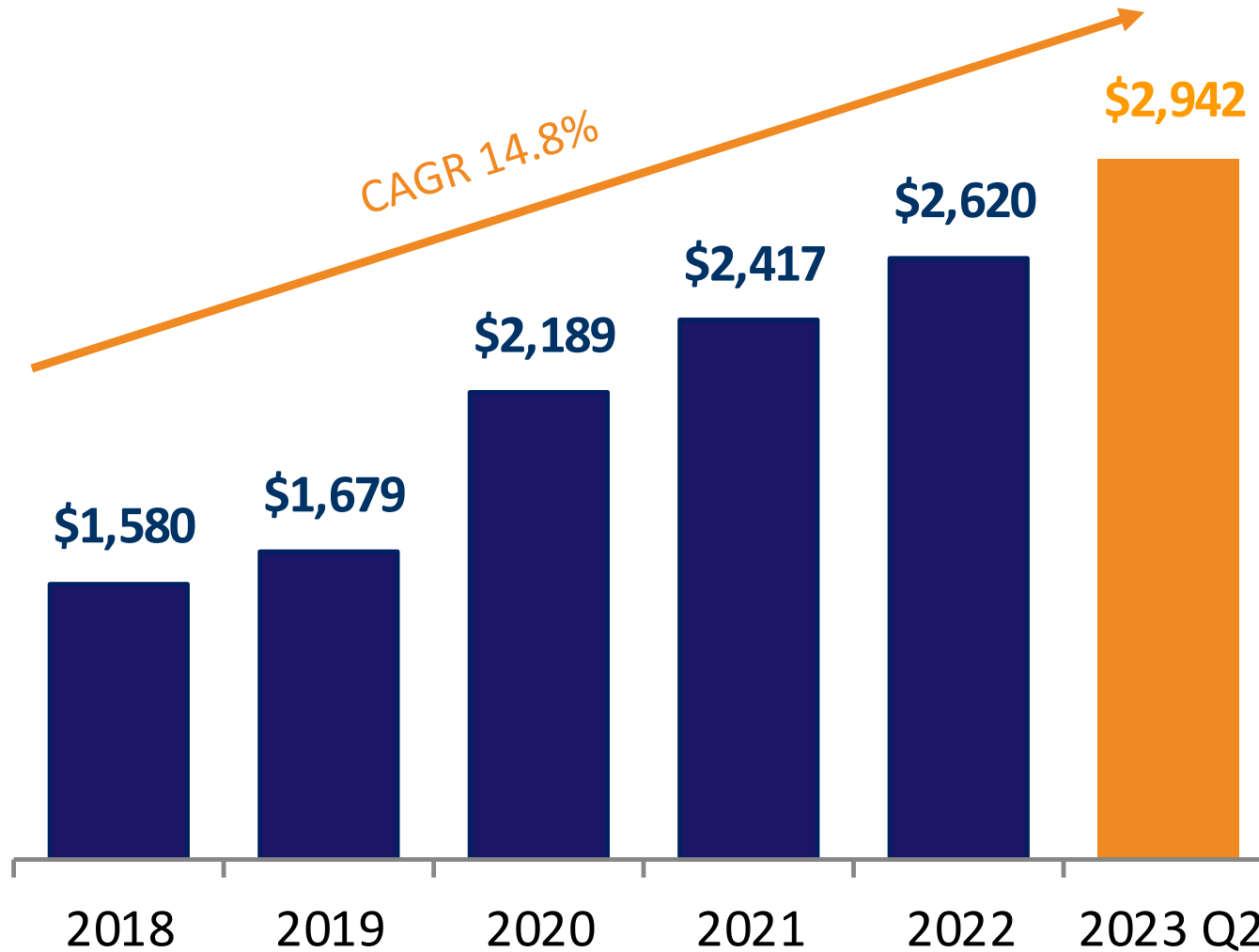
Reserves / NPLs



NCOs / Average Loans ¹



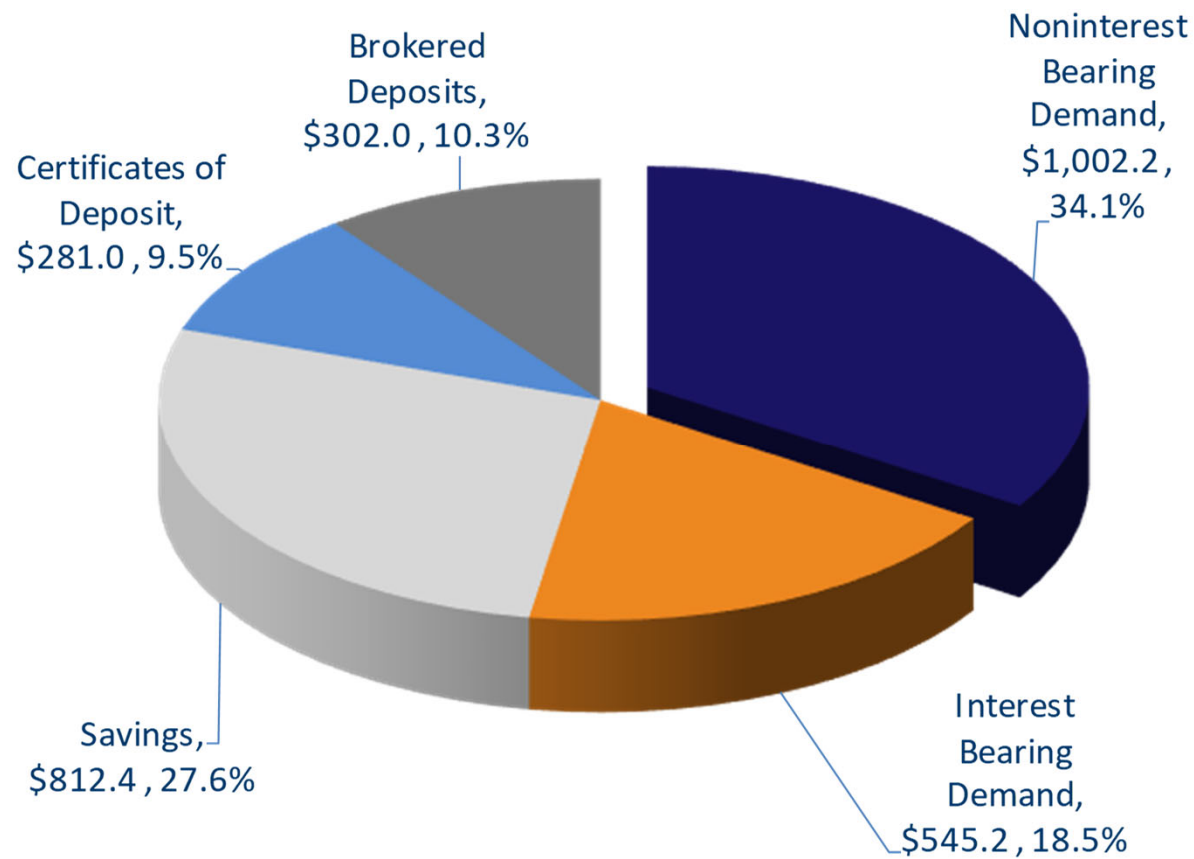
Total Deposits¹ (\$ in millions)



1. 2018 includes the addition of \$476 million in deposits due to United Community Bancorp acquisition. 2022 includes the addition of \$271 million in deposits due to the Comunibanc Corp acquisition.

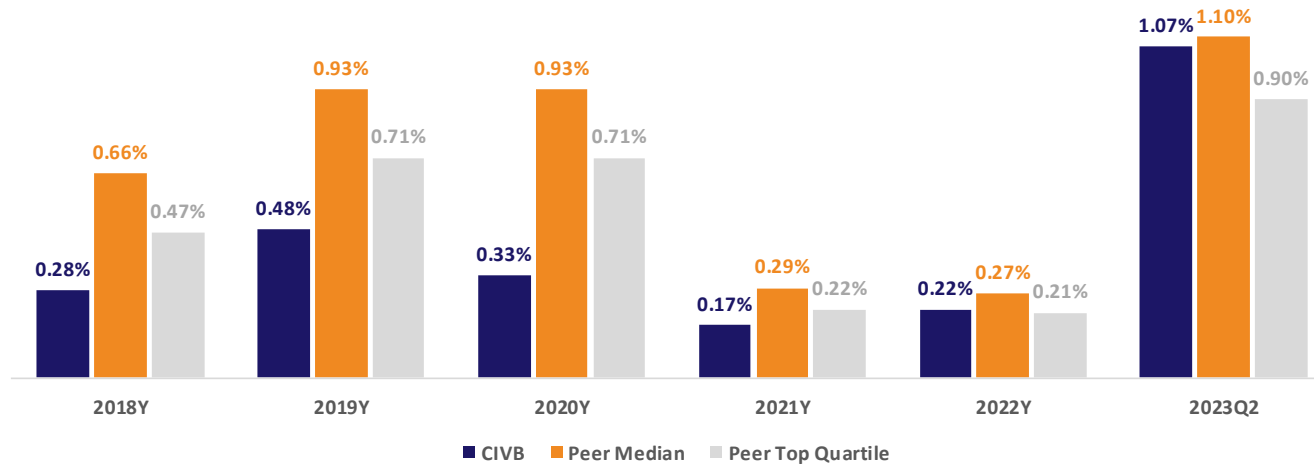
Deposit Mix

- Total Deposits: \$2.9 billion
- Loan/Deposit Ratio: 89.6%

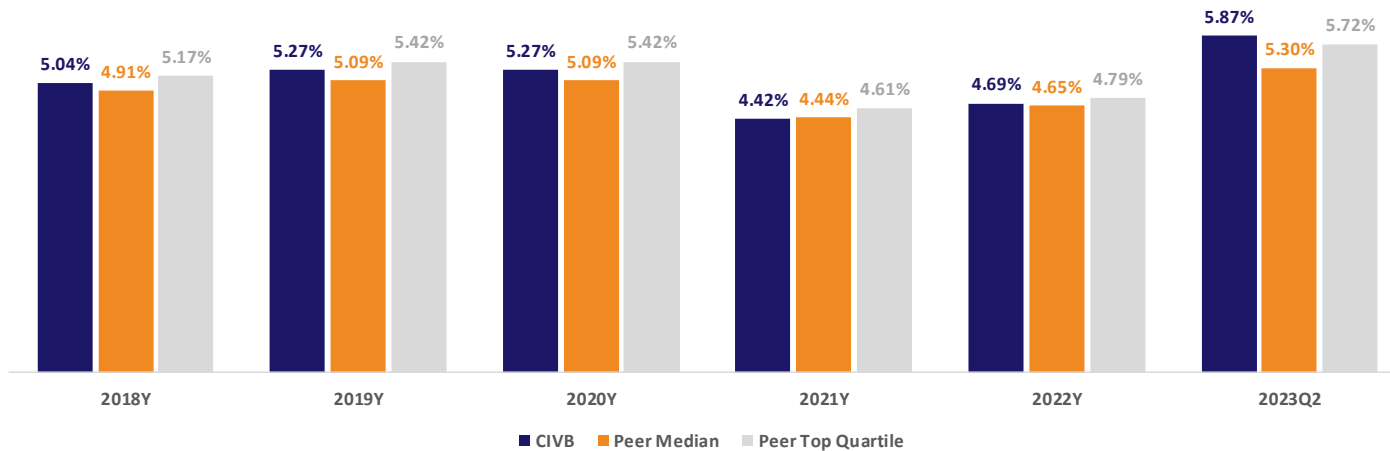


Year	Cost of Deposits	Cost of Funding
2018	0.28%	0.73%
2019	0.48%	0.68%
2020	0.33%	0.43%
2021	0.17%	0.24%
2022	0.15%	0.39%
2023	1.07%	1.51%

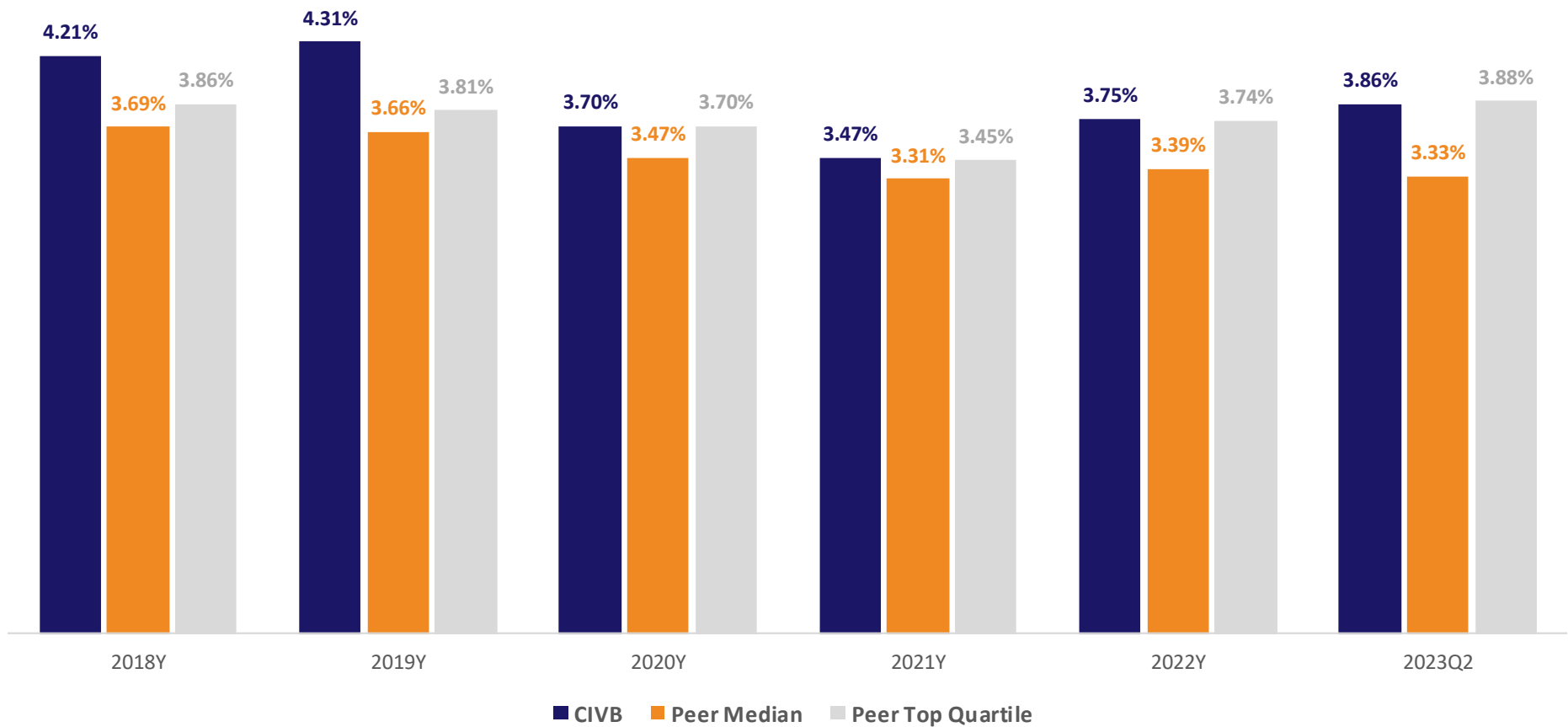
Total Cost of Deposits (%)



Yield on Loans (%)



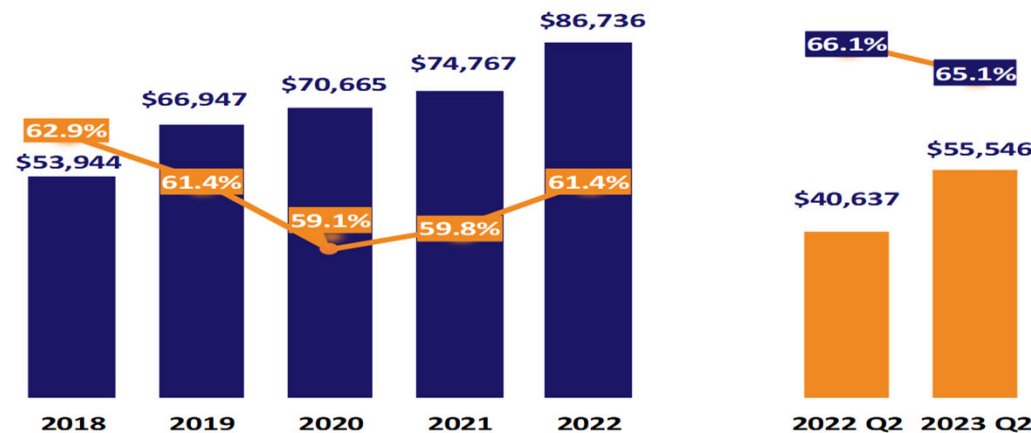
Net Interest Margin



Non-Interest Income and Expense

- Fee income platform
 - Service charges on deposit accounts were \$3.6 million YTD 2023 and \$3.1 million YTD 2022
- Mortgage Banking
 - Gain on sale of loans, primarily mortgage loans, YTD 2023 and 2022 was \$1.2 million and \$1.5 million, respectively
- Wealth Management
 - \$2.4 million YTD 2023 and \$2.5 million YTD 2022
- Tax Refund Processing Platform
 - \$2.4 million YTD 2023 and 2022
- Interchange Income
 - \$2.6 million YTD 2023 and \$2.4 million YTD 2022
- Disciplined approach to controlling non-interest expense
- Continued focus on review of branch network
- Identified efficiencies invested to enhance digital offerings
- Elimination of five mortgage operations positions post Q1, anticipate \$470 thousand in 2023 savings
- Renegotiation of Mastercard debit contract
 - One-time incentive payment of \$1.5 million
 - Increased “per transaction” fees

Non-Interest Expense and Efficiency Ratio¹



Capital Management

- Raised \$32.8 million of capital (issued 1,610,000 shares) in February 2017
- Additional \$104.7 million of capital (issued 4,277,430 shares) related to UCB merger in September 2018
- Redeemed outstanding preferred shares effective December 20, 2019
- November 2021 issued \$75 million in 3.25% subordinated debt
- Authorized \$13.5 million stock repurchase plan in May 2022
- During 2022, 742,015 shares, 5.0% of the shares outstanding on December 31, 2021, have been repurchased for \$16.8 million at a weighted average price of \$22.58 (179% of TBV)
- Increased the quarterly common dividend to \$0.15 per share in the second quarter 2023 and to \$0.16 per share in the third quarter 2023.

(\$s in thousands, except per share data)

	For the Years Ended December 31,					2023 Q2
	2018	2019	2020	2021	2022	
Total Equity	\$298,898	\$330,126	\$350,108	\$355,212	\$334,835	\$349,876
TCE / TA ¹	9.91%	11.01%	9.88%	9.25%	5.83%	6.16%
ROAE ^{2,3}	11.78%	10.64%	9.57%	11.61%	12.47%	13.42%

1. TCE Non-GAAP reconciliation on page 37

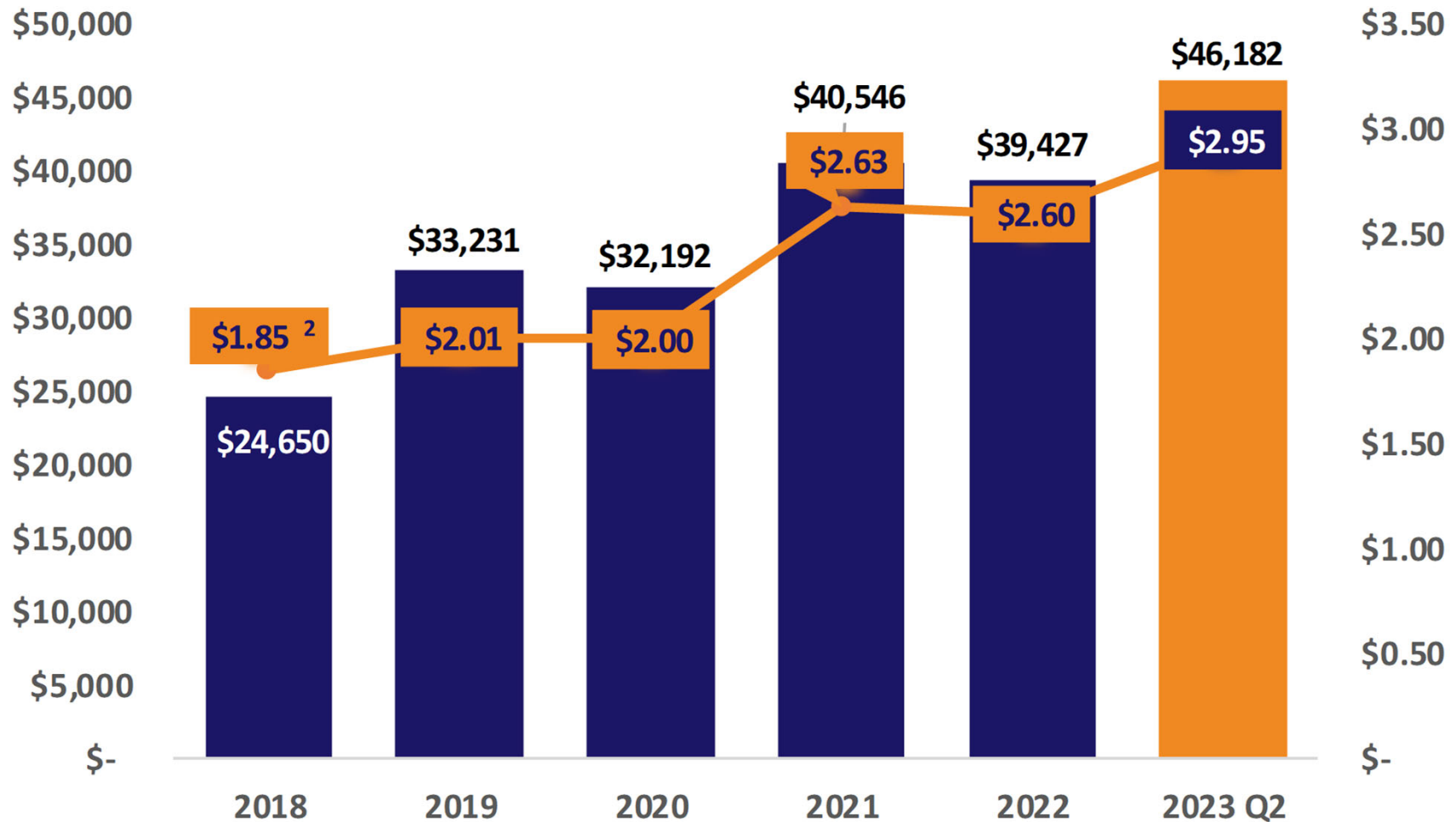
2. LTM basis

3. Page 41 shows 2018 ratios adjusted for merger related expenses

Providing Shareholder Value

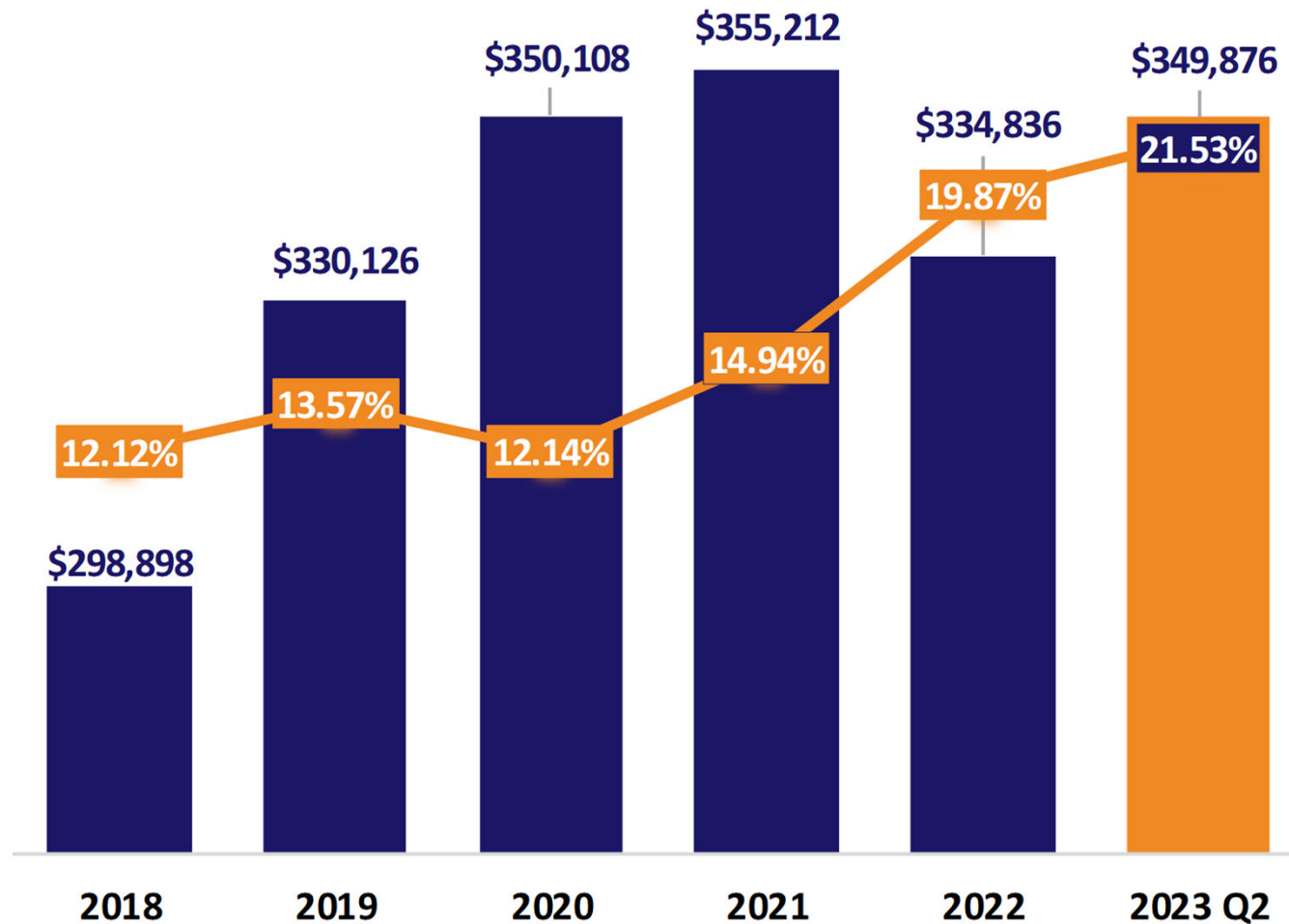
Net Income & Earnings Per Share (Available to Common)

(LTM - \$ in thousands)



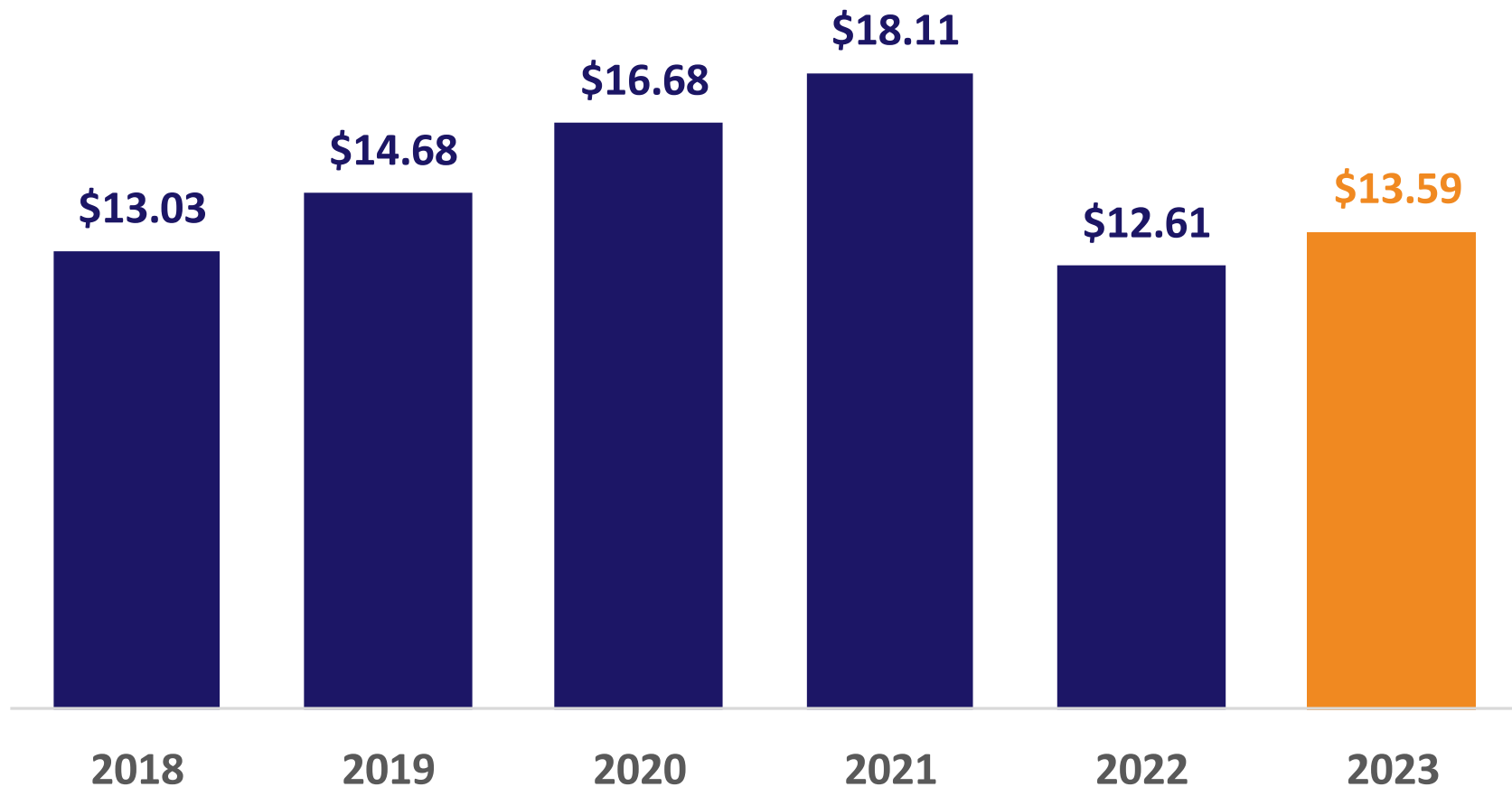
Total Shareholders' Equity & Return on Tangible Equity^{1,2,3}

(\$ in thousands)



1. LTM basis
 2. Non-GAAP reconciliation on page 37
 3. The change in the AOCI impact of unrealized losses on the investment portfolio from 12/31/21 to 12/31/22 was \$67.4 million and to 3/31/23 was \$65.2 million

Tangible Book Value per Share^{1,2}



1. Non-GAAP reconciliation on page 37

2. The change in the AOCI impact of unrealized losses on the investment portfolio on TBV/share from 12/31/21 to 12/31/22 was \$4.29 and to 3/31/23 was \$4.13

Why Civista?

Experienced Acquirer & Organic Growth Model

- Completed 6 acquisitions since 2007, including the acquisition of Comunibanc Corp, which closed July 1, 2022 and acquisition of Vision Financial Group, which closed October 3, 2022
- On June 27, 2022, opened de novo branch in Gahanna, Ohio, located in Franklin County (Columbus MSA)
- Expanded commercial loan growth in Columbus, Cleveland, Akron, Dayton and Cincinnati markets
- Since year-end 2018, loan portfolios in these markets have increased from \$645 million to \$1.3 billion through June 30, 2023
- Low cost, locally generated deposit base



Compelling Investment Opportunity

- Community bank franchise poised for acquisitions and strong core deposit franchise
- Strong capital position
- Strong credit culture and asset quality
- Experienced acquirer
- Continued strong NIM
- Experienced management team with an average of 31 years in banking
- Strategically positioned in attractive Ohio lending markets funded by low-cost deposits with operations in the 5 largest Ohio MSAs
- Demonstrated strong profitability from 2018 to Q2 2023
 - Net Income CAGR: 32.1%
 - TBV / Share CAGR: 0.9%
 - EPS CAGR: 26.6%

Additional Information

(\$s in thousands, except per share data)

						Q2 LTM
	2018	2019	2020	2021	2022	2023
Net Interest Income	\$66,107	\$85,100	\$89,727	\$95,425	\$110,204	\$126,944
Provision for Loan Losses	780	1,035	10,112	830	1,752	2,533
Noninterest Income	18,131	22,443	28,182	31,452	29,077	36,016
Noninterest Expense	66,679	66,947	70,665	78,484	90,493	105,402
Net Income/(Loss)	14,139	33,878	32,192	40,546	39,427	46,182
Net Income Available to Common Shareholders	\$13,180	\$33,231	\$32,192	\$40,546	\$39,427	\$46,182
Diluted Earnings/(Loss) per Common Share	\$1.02	\$2.01	\$2.00	\$2.63	\$2.60	\$2.96
<i>Return on Average Assets (ROAA)</i>	<i>0.81%</i>	<i>1.51%</i>	<i>1.17%</i>	<i>1.34%</i>	<i>1.22%</i>	<i>1.34%</i>
<i>Return on Average Equity (ROAE)</i>	<i>6.50%</i>	<i>10.64%</i>	<i>9.57%</i>	<i>11.61%</i>	<i>12.46%</i>	<i>14.28%</i>

(\$s in thousands, except per share data)

	As of and for the Years Ended December 31,					Q2
	2018	2019	2020	2021	2022	2023
Tangible Common Equity						
Total Shareholder's Equity - GAAP	\$ 298,898	\$ 330,126	\$ 350,108	\$ 355,212	\$ 334,835	\$ 349,876
Less: Preferred Equity	9,364	-	-	-	-	-
Less: Goodwill and intangible assets	<u>86,203</u>	<u>85,156</u>	<u>84,926</u>	<u>84,432</u>	<u>136,454</u>	<u>135,406</u>
<i>Tangible common equity</i>	\$ 203,331	\$ 244,970	\$ 265,182	\$ 270,780	\$ 198,381	\$ 214,470
Total Shares Outstanding	15,603,499	16,687,542	15,898,032	14,954,200	15,728,234	15,780,227
<i>Tangible book value per share</i>	\$ 13.03	\$ 14.68	\$ 16.68	\$ 18.11	\$ 12.61	\$ 13.59
Tangible Assets						
Total Assets - GAAP	\$ 2,138,954	\$ 2,309,557	\$ 2,768,862	\$ 3,011,983	\$ 3,537,830	\$ 3,615,980
Less: Goodwill and intangible assets	<u>86,203</u>	<u>85,156</u>	<u>84,926</u>	<u>84,432</u>	<u>136,454</u>	<u>135,406</u>
<i>Tangible assets</i>	\$ 2,052,751	\$ 2,224,401	\$ 2,683,936	\$ 2,927,551	\$ 3,401,376	\$ 3,480,574
<i>Tangible common equity to tangible assets</i>	9.91%	11.01%	9.88%	9.25%	5.83%	6.16%
Net Income ¹	\$ 24,650	\$ 33,231	\$ 32,192	\$ 40,546	\$ 39,427	\$ 46,182
<i>Return on Tangible Common Equity ¹</i>	12.12%	13.57%	12.14%	14.97%	19.87%	21.53%

(\$s in thousands)

	YTD 2018
Adjusted Efficiency ratio	
Noninterest expense - GAAP	\$ 66,679
Acquisition and integration expense	(12,735)
Adjusted noninterest expense	53,944
Net interest income - GAAP	66,107
Effect of tax-exempt income	1,062
Adjusted net interest income	67,169
Noninterest Income - GAAP	18,131
Loss on sales of investment securities, net	413
Adjusted Non-interest Income	18,544
Adjusted total revenue	\$ 85,713
Adjusted Efficiency ratio	62.9%

(\$s in thousands)

	2021
Adjusted Efficiency ratio	
Noninterest expense - GAAP	\$ 78,484
FHLB prepayment penalty	<u>(3,717)</u>
Adjusted noninterest expense	74,767
Net interest income - GAAP	95,425
Noninterest Income - GAAP	31,452
Gain on sale of Visa B shares	<u>(1,785)</u>
Adjusted Non-interest Income	29,667
Adjusted total revenue	\$ 125,092
Adjusted Efficiency ratio	59.8%

(\$s in thousands)

	YTD 2022
Adjusted Efficiency ratio	
Noninterest expense - GAAP	\$ 90,493
Acquisition and integration expense	<u>(3,757)</u>
Adjusted noninterest expense	86,736
Net interest income - GAAP	110,204
Effect of tax-exempt income	<u>2,092</u>
Adjusted net interest income	112,296
Noninterest Income - GAAP	29,076
Adjusted total revenue	\$ 141,372
Adjusted Efficiency ratio	61.4%

(\$s in thousands, except per share data)

	Actual 2018 GAAP	Merger and one-time items	Adjusted 2018
Net Interest Income	\$66,107	\$0	\$66,107
Provision for Loan Losses	780	0	780
Noninterest Income	18,131	413	18,544
Noninterest Expense	66,679	(12,735)	53,944
Net Income/(Loss)	14,139	11,470	25,609
Net Income Available to Common Shareholders	\$13,180	\$11,470	\$24,650
Diluted Earnings/(Loss) per Common Share	\$1.02	\$0.83	\$1.85
<i>Return on Average Assets (ROAA)</i>	<i>0.81%</i>	<i>0.66%</i>	<i>1.47%</i>
<i>Return on Average Equity (ROAE)</i>	<i>6.50%</i>	<i>5.28%</i>	<i>11.78%</i>



CIVISTA
BANCSHARES, INC.

Thank You

