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1/4/2016

1/4/2016

Completed

7/8/2016

2.38

13.80

Deal Overview

Buyer: Actual Acquirer: Target: Deal Type:

Sierra Bancorp Sierra Bancorp Coast Bancorp Bank & Thrift Company

Agreement Date: Announcement Date: Announced Deal Value (\$ M): Status:

Completion Date: Announced Deal Value Per Share (\$)

Consideration Breakout

Cash (\$M) 3.2 Common Stock (\$M) 9.2 Common Stock Issued 599,226

Deal Pricing Ratios

	Announcement	Completion
Price / Book (%)	130.0	113.5
Price / Tangible Book (%)	130.0	NA
Price / Earnings (x)	2.0	NA
Price / Deposits (%)	10.91	9.76
Price / Assets (%)	9.40	8.42
Tangible Book Premium/ Deposits (%)	3.02	NA

Deal Terms

Description of Consideration

Sierra Bancorp paid \$0.5624 in cash per share and issued 0.1029 share of its common stock for each outstanding share of Coast Bancorp. Additionally, Sierra Bancorp also assumed approximately \$7.22 million of Coast Bancorp's debt.

Accounting Method	Acquisition
In-State Transaction?	Yes
Merger of Equals?	No
Geographic Expansion?	Market Expansion
Goodwill Generated (\$ 000)	1,360
Estimated Cost Savings (%)	35.00
Estimated Cost Savings (\$ 000)	1,925
Est. Restructuring Charges (\$ 000)	3,200
Maximum Termination Fee (\$ 000)	700
Minimum Termination Fee (\$ 000)	0
Exchange Ratio (Common For Common)	0.102900
Exchange Ratio (Common For Preferred)	NA
Exchange Ratio (Preferred For Common)	NA
Exchange Ratio (Preferred For Preferred)	NA
Lockup Agreement	No
Strike Price (\$)	NA

% of Shares Outstanding	NA
Shares Under Option	NA
Core Deposit Intangibles (\$ 000)	1,827

Deal Advisers

	Financial Advisers Legal Counsel				
Firm Name	Adviser Hired?	Party Advised	Firm Name	Adviser Hired?	Party Advised
King Holmes Paterno & Soriano	Yes	Buyer	Keefe Bruyette & Woods Inc.	Yes	Buyer
Stuart Moore Staub	Yes	Seller	FIG Partners LLC	Yes	Seller

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