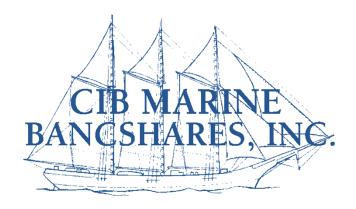
#### Celebrating our 30th Anniversary!



## Annual Shareholder Meeting

May 25, 2017

		Previous Close (May 24, 2017)
S&P 500 Index	INX	\$2,404.39
Dow Jones Industrial Average Index	INDU	\$21,012.42
KBW Regional Banking Total Return Index	KRXTR	\$157.93
CIB Marine Bancshares, Inc.	CIBH	\$1.45

Source: Bloomberg L.P.

## CALL TO ORDER

Mark A. Elste
Chairman of the Board of Directors

## FORWARD LOOKING STATEMENTS

CIB Marine has made statements during today's presentation that may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. CIB Marine intends these forward-looking statements to be subject to the safe harbor created thereby and is including this statement to avail itself of the safe harbor. Forward-looking statements are identified generally by statements containing words and phrases such as "may," "project," "are confident," "should be," "intend," "predict," "believe," "plan," "expect," "estimate," "anticipate" and similar expressions. These forward-looking statements reflect CIB Marine's current views with respect to future events and financial performance that are subject to many uncertainties and factors relating to CIB Marine's operations and the business environment, which could change at any time.

There are inherent difficulties in predicting factors that may affect the accuracy of forward-looking statements.

Stockholders should note that many factors, some of which are discussed in today's presentation or in the documents that are incorporated by reference, could affect the future financial results of CIB Marine and could cause those results to differ materially from those expressed in forward-looking statements. These factors, many of which are beyond CIB Marine's control, include but are not limited to:

- operating, legal, and regulatory risks;
- economic, political, and competitive forces affecting CIB Marine's banking business;
- the impact on net interest income and securities values from changes in monetary policy and general economic and political conditions; and
- the risk that CIB Marine's analyses of these risks and forces could be incorrect and/or that the strategies developed to address them could be unsuccessful.

These factors should be considered in evaluating the forward-looking statements, and undue reliance should not be placed on such statements. Forward-looking statements speak only as of the date they are made. CIB Marine undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. Forward-looking statements are subject to significant risks and uncertainties and CIB Marine's actual results may differ materially from the results discussed in forward-looking statements.

## **BOARD OF DIRECTORS**

Charles E. Baker, CPA	Retired Partner of Ernst & Young, LLP				
Willard Bunn III	Managing Director of Colonnade Advisors, LLC				
J. Brian Chaffin	President & CEO of CIB Marine Bancshares & CIBM Bank				
Mark A. Elste	Chairman of the Boards of CIB Marine Bancshares, Inc. and CIBM Bank				
Mark D. Henderson	Chief Information Officer of University of Illinois – Urbana/Champaign.				
John P. Hickey, Jr.	Retired President, CEO & Chairman of CIB Marine Bancshares, Inc. & CIBM Bank				
Gary L. Longman, CPA	Former President & CEO of Sunny Ridge Family Center and retired partner of KPMG LLP				
Charles D. Mires	Retired Director of Fixed Income & Alternative Strategies of a private investment management firm				
Steven C. Palmitier	President & COO of North American Company for Life and Health Insurance and Midland National Life Insurance Company				
Ronald E. Rhoades	President and CEO of Plastic Container Corp.				

## **CROWE HORWATH LLP**

• Brian Sterwald

## GODFREY & KAHN

Patrick Murphy

## **COMPUTERSHARE**

Andrew Waford

## MANAGEMENT TEAM

J. Brian Chaffin	President & CEO of CIB Marine Bancshares & CIBM Bank			
Patrick J. Straka	Chief Financial Officer of CIB Marine Bancshares & CIBM Bank			
Paul C. Melnick	Chief Credit Officer of CIB Marine Bancshares & CIBM Bank			
Daniel J. Rasmussen	Chief Administrative Officer & General Counsel of CIB Marine Bancshares & CIBM Bank			
James P. Mullaney	Director of Corporate Banking of CIBM Bank			
Gary A. Maughan	Mortgage Banking Director of CIBM Bank			
Joseph M. Arie	Director of Government Guaranteed Lending of CIBM Bank			
Mark V. Wilmington	Director of Retail Banking of CIBM Bank			
Joanne M. P. Blaesing	Director of Community Development of CIBM Bank			
Lee W. Abner	Director of Technology Services of CIBM Bank			

#### PROPOSAL I: ELECTION OF DIRECTORS

#### **Nominated Directors:**



Willard Bunn III



Gary L. Longman



Steven C. Palmitier

Elected directors will serve until 2020.

## PROPOSAL II: AMENDMENT TO ARTICLES OF INCORPORATION

Vote Results*				
For:	93.15%			
Against:	6.36%			
Abstain:	0.49%			

<sup>\*</sup>Voting percentages are as of 5:00PM (Central), May 24, 2017, and do not include votes cast subsequently or at the Annual Meeting of Shareholders. Final voting results will be published at <a href="https://www.cibmarine.com">www.cibmarine.com</a>.

# PROPOSAL III: NON-BINDING PROPOSAL REGARDING A NET OPERATING LOSS RIGHTS PLAN

Vote Results*				
For:	83.99%			
Against:	15.00%			
Abstain:	1.01%			

<sup>\*</sup>Voting percentages are as of 5:00PM (Central), May 24, 2017, and do not include votes cast subsequently or at the Annual Meeting of Shareholders. Final voting results will be published at <a href="https://www.cibmarine.com">www.cibmarine.com</a>.

# PROPOSAL IV: RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

#### **Crowe Horwath LLP**

Vote Results*				
For:	98.01%			
Against:	1.68%			
Abstain:	0.31%			

<sup>\*</sup>Voting percentages are as of 5:00PM (Central), May 24, 2017, and do not include votes cast subsequently or at the Annual Meeting of Shareholders. Final voting results will be published at <a href="https://www.cibmarine.com">www.cibmarine.com</a>.

# MANAGEMENT PRESENTATION TO SHAREHOLDERS

J. Brian Chaffin
President & CEO

## EXPENSE SAVINGS PLAN

- Two office closure savings
  - \$180,000 per annum
    - 2016: Nominal; 2017: \$180,000
- Reduction in positions & FTE
  - \$0.8 million per annum
    - 2016: \$0.6 million; 2017: \$0.8 million
    - Excluding the Mortgage Banking Division, total salary & benefits at CIBM Bank was down \$0.5 million in 2016 compared to 2015.
- Other: Telecommunication expense, professional fees, OREO expenses

## REVENUE GROWTH STRATEGIES

- Expand Mortgage Banking Division
- Continue growth in Corporate Banking Division
- Retail sales development
- Add Government Guaranteed Lending Division to grow SBA loans
- Add Trust Division

## REVENUE STRATEGIES

- Mortgage Banking
  - -2016
    - Added 20 lenders at the end of 2015
    - Added FHA Direct Endorsement authority
    - Net mortgage banking revenue increased \$3.4 million
    - Rollout of Affordable Loan Program
  - -2017
    - Pivot from a strong refinance market to a purchase money market
    - Develop Central Illinois markets, added 7 lenders
    - Upgrade loan operating system for improved quality and performance

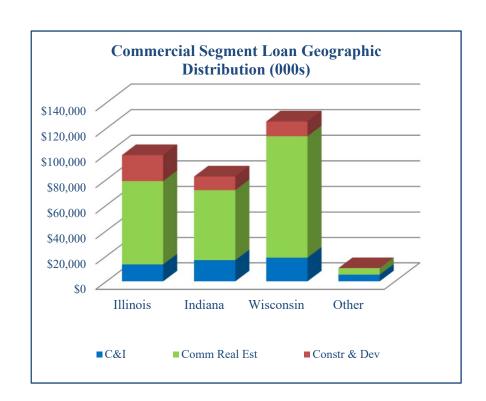
#### Corporate Banking

#### -2016

- \$75 million new loans in Commercial Division
- Portfolio diversified across all markets
- Strong Treasury
  Management services

#### -2017

 Add lenders in Indianapolis & Wheaton



- Retail Banking
  - -2016
    - Total deposits grew 6.1% in Retail Division
    - Improved customer relationship capabilities
    - Business development resource focus
  - -2017
    - E-Banking Services
    - New sales tools

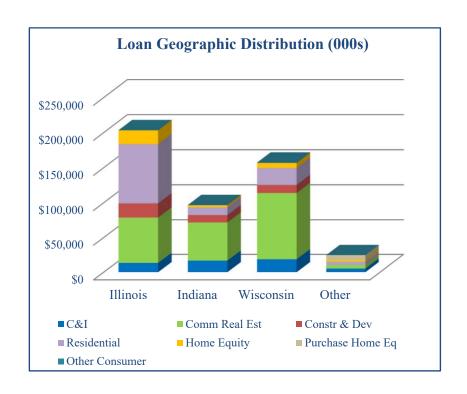
- Government Guaranteed lending
  - -2016
    - Off the ground with Joe Arie
    - Modest overhead; existing credit culture; higher dollar/lower volume of loans
    - Sold \$0.8 million
  - -2017
    - Sold \$3.7 million in first quarter
    - \$0.4 million in gains on sale
    - Added experienced underwriter
    - Continue to look for additional lenders

- SBA Reverse Repo
  - -2016
    - Started in 2<sup>nd</sup> quarter
    - Collateral backed by the U.S. government
  - -2017
    - Stabilize capacity
    - Expand to Trust Division

- Trust Division
  - Received Certificate of Authority in 2016
  - Develop sources and product
  - Focus product on:
    - SBA Reverse Repo for clients
    - Shareholders services (e.g., sweeps to money market mutual funds)

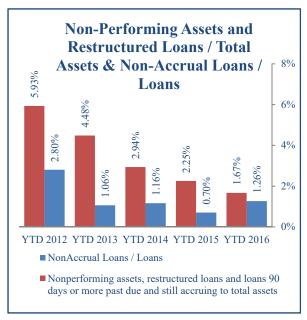
## **CREDIT ADMINISTRATION**

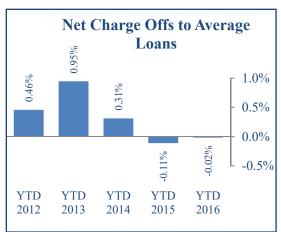
- Loan portfolio reflects improved diversification in real estate sector
  - Still strong in commercial, but more balance with 1st lien purchase and refi residential
  - Loans are geographically diversified



## **CREDIT ADMINISTRATION**

- Credit quality has improved over the longer term
  - Non-performing asset ratio is down more than 4% over the past 5 years
  - New credit issues are localized and idiosyncratic
- Net charge-offs have been strong the last few years
  - Net recoveries the past 2 years
  - Net recoveries (i.e., reversal of provision) not expected in the years ahead





## **COMMUNITY DEVELOPMENT**

- Joanne Blaesing appointed as Director of Community Development
- Commitment to "Service, Solutions and Integrity" in every market where we live and work
- Roll out and traction of Affordable Loan Program in 2016
- Volunteerism; financial education; and community investment

## 2016 RESULTS SUMMARY

- Outlook provided at 2015 shareholder meeting was \$2.6 to \$3.8 million
- Actual results were \$4.1 million; an increase of \$4.7 million from prior year
- Revenue growth
  - Net interest income up \$1.8 million
  - Non-interest income up \$5.0 million
  - Controlled costs
    - Primary expense increase in Avenue Mortgage compensation
    - Banking expenses (excluding the Mortgage Banking Division)
       were down \$0.3 million
    - Efficiency ratio improved to 86.94% from 102.68% in 2015

## Q1 2017 RESULTS SUMMARY

- Net income \$0.9 million
  - Earnings quality improved \$0.6 million compared to the first quarter of 2016 (net of provision for loan losses and net gains from sale of OREO and other write-downs)
- Revenue Growth
  - Net interest income up \$0.9 million annualized compared to the first quarter of 2016
  - Non-interest income reflected slowdown in mortgages but reported \$0.4 million net gain on sale of SBA 7(a) loans
- Controlled Costs
  - Efficiency ratio improved to 82.88% from 84.40% in the first quarter of 2016

## 2017 EARNINGS OUTLOOK

- Prior outlook still reasonable
  - Earnings of \$3.1 to \$4.5 million
- Key elements
  - Continue commercial lending growth
  - Modest growth in core deposits
  - Maintain net interest margins
  - Growth in SBA lending activities
  - Successful pivot to purchase money residential market
  - Stable operations and staff
  - Continued expense management

## CHAIRMAN'S PRESENTATION

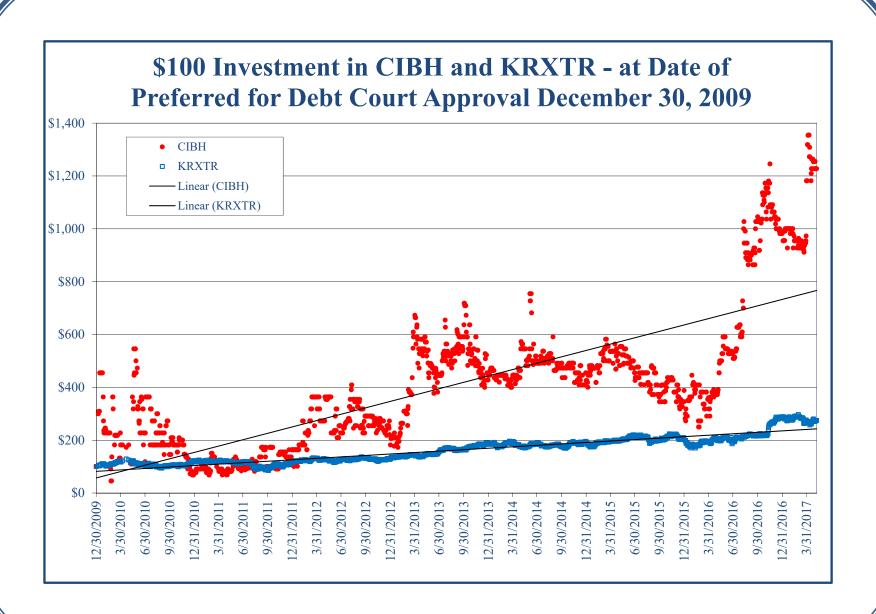
Mark A. Elste

## **STOCK PERFORMANCE**

Period	Ending Price per Share (1)	Traded Stock Volume YTD	Volume Weighted Average Price YTD (1)	Average Annual Total Return Since 12/31/2009 (2)	Average Annual Total Return Since 12/31/2010 (2)
12/31/2009	\$0.11	862,997	\$0.15		
12/31/2010	\$0.09	1,878,293	\$0.23	-23%	
12/31/2011	\$0.18	2,243,872	\$0.12	28%	112%
12/31/2012	\$0.20	1,950,703	\$0.27	22%	53%
12/31/2013	\$0.49	3,930,733	930,733 \$0.53 45%		79%
12/31/2014	\$0.47	2,011,497	\$0.53	34%	53%
12/31/2015	\$0.43	1,543,421	1,543,421 \$0.47 259		38%
12/31/2016	\$1.08	2,850,724	\$0.81	39%	53%
3/31/2017	\$1.30	403,234	\$1.07	41%	55%

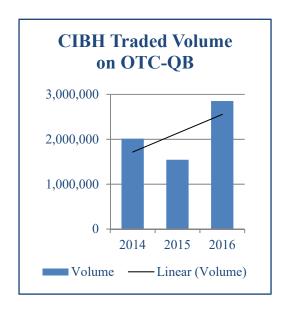
<sup>(1)</sup> Last stock price as reported on OTC Markets (OTCQB).

<sup>(2)</sup> Total return based on last stock price for CIBH as reported on OTC Markets (OTCQB). *Source: Bloomberg, L.P.* 



## **IMPROVED LIQUIDITY FOR COMMON STOCK**





## TARP PREFERRED STOCK SALES

Troubled Asset Relief Program

Transactions Report – Investment Programs

Sale results for preferred stock (1)

Count: 14

Statistics	Price per \$1,000 of Liquidation Preference	Percent of Price per Liquidation Preference
Average	\$612.40	61%
Median	\$635.98	64%

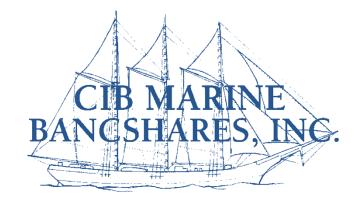
(1) Preferred Stock is as issued under the TARP Program to eligible banks. Data for January 1, 2015, through April 4, 2017, includes 14 sales.

Source: TARP Transaction Report for period ending April 5, 2017, Capital Purchase Program (https://www.treasury.gov/initiatives/financial-stability/reports/Pages/default.aspx)

# PREFERRED STOCK REPURCHASE PROGRAM SCENARIO ANALYSIS

REPURCHASE SCENARIO AT 70% OF LIQUIDATION PREFERENCE								
End of Year	2016	2017	2018	2019	2020	2021	2022	2023
Cash Used for Repurchase (in millions)		\$6	\$3	\$3	\$3	\$3	\$3	\$3
Total Shares of Series A Repurchased		8,571	4,286	4,286	4,286	4,286	4,286	4,286
Tangible Book Value per Common Share, basic	\$1.03	\$1.30	\$1.60	\$1.90	\$2.20	\$2.53	\$2.86	\$3.18
Book Value per Common Share, basic	\$0.53	\$0.86	\$1.21	\$1.53	\$1.87	\$2.23	\$2.60	\$2.96

In a letter to shareholders dated April 3, 2017, we introduced the idea of a plan to create a non-mandatory preferred stock repurchase program if the common and preferred shareholder vote in favor of an amendment to the Company's Articles of Incorporation as presented in the Proxy Statement for the May 25, 2017, Shareholder Meeting. In our Earnings Release dated April 12, 2017, we provide a draft analysis and assumptions analyzing the potential effects of the plan. Above is a summary of one scenario of that plan. Readers should refer to the other documents referenced, which are available at www.cibmarine.com.



# SHAREHOLDERS' QUESTIONS & COMMENTS

