2018 ANNUAL SHAREHOLDER MEETING

MANAGEMENT'S PRESENTATION
(J. Brian Chaffin)

Good afternoon. It is my pleasure to share with you some of the operating results from 2017 and the first quarter 2018, as well as some of our plans for 2018. For a complete review of 2017, I encourage all shareholders to review the audited financial statements provided with this year's proxy. First quarter 2018 information is available on our website.
[Slide #12]

2017 marked another year of improved performance from our core banking activities, including our newly formed Government Guaranteed Lending Division. As reflected in this slide, we met all outlook ranges provided at our 2017 Annual Meeting.
[Slide #13]

While our pre-tax net income in 2017 was only modestly higher than 2016, the composition of earnings from core banking activities in 2017 was significantly better. This slide reflects the impact of certain non-core banking activity, such as a litigation settlement recovery and gains on the sale of real estate owned by the Bank on 2016 results. If we exclude these items from 2016 and 2017, the comparative earnings were $2.7 million better in 2017.
[Slide #14]

As more fully described in our 2017 earnings release and annual report, our growing record of stronger earnings has contributed to our ability to restore a significant portion of our deferred tax assets. At year-end 2017, we recorded a $23 million income tax benefit resulting in net income after tax of $27 million.
[Slide #15]

Revenue Growth – 2017 and 2018
We continue to focus on growing revenue through our net interest income business as well as expanding our non-interest income business units. This slide shows net interest income represents the majority of our revenue, while our non-interest income derived from mortgage banking and SBA loan sales is growing.
[Slide #16]

Net Interest Income
The loan portfolio, along with the securities portfolio managed by our CFO, Patrick Straka, and his team, provide the net interest income revenue for the Company. This slide shows a breakdown of our loan portfolio which is largely generated by our Retail, Corporate Banking and Mortgage Banking Divisions.

Mortgage Banking
- The increase in our residential mortgage loans has accounted for much of the growth in total loans the past four years, as was the intent when we acquired Avenue Mortgage in 2013.
- This growth leveled out in 2017 as we have met the internal threshold established for this segment in order to maintain proper portfolio diversification.

Corporate Banking
- The commercial loan portfolio, represented by commercial & industrial loans (C&I loans), commercial real estate loans, and construction & development loans, represents the largest segment of our portfolio.
- The geographic distribution of these loans also provides a diversification benefit to the risk profile of the portfolio.
- These loans are originated and managed by our Corporate Banking team, led by Jim Mullaney, Director of Corporate Banking.

- Heightened competitive pressures on pricing as well as terms have contributed to the flat loan balances in 2017 and into 2018, but we are committed to maintaining the strong credit culture that has led to the continued improvement in asset quality the past several years.
- We believe we can achieve moderate loan growth in 2018, but we will not compromise our credit standards for the sake of loan growth.
- Jim continues to pursue hiring new lenders in key markets to grow the division across our markets, delivering lending and treasury management services to our business clients.

Retail Banking

- Our Retail Banking Division, led by Mark Wilmington, continues to support much of the funding needs generated by our lending activities, as well as generating home equity, consumer, and Fast Track small business loans.
- The Fast Track small business loan is a new product that targets business loans under $100,000 and, in most cases, we are closing the loan within one week from application date.
- This product has been well received in our markets due to quick turn-around time and reasonable pricing. Growth in this product will be modest as the individual loan balances are small, but we expect it to contribute nicely to new deposit activities and it contributes to small business growth in the communities we serve.
- During 2017, the Retail Division fully integrated our customer relationship management system and we are seeing benefits from the efficiencies and marketing capabilities provided by this tool.

As consumer behavior continues to evolve in the banking industry, we remain focused on providing high-quality service to our client base that desires personal interaction, while also expanding our e-banking capabilities for those clients that like the convenience afforded by these services.

Non-Interest Income

Our non-interest income is generated by our Mortgage Banking, Government Guaranteed Lending, and Trust Divisions.

[Slide #17]

- As previously noted, our Mortgage Banking Division originates residential mortgages for the Bank portfolio. However, the majority of loans now originated are sold in the secondary market, thus generating attractive non-interest income from the premium received from the sale.
- This slide shows how the increase in interest rates during 2017 led to a decline in refinancing activity and a shift in the mix of loans originated to financing for home purchases.
- Our new Affordable Loan Program, designed to assist low and moderate income borrowers, grew nicely in 2017 and we are very pleased with the impact this product is having in our communities.
- As we enter 2018, the shift in the mix of refinance versus purchase business continues, but we have seen improved volume over 2017 related to our continued effort to expand the number of mortgage loan officers and sales operations throughout our geographic footprint.
- Gary Maughan and his team have differentiated themselves in the industry by providing an exceptional experience for clients in quality service and quick turn-around times. Our Mortgage Banking Division averages 22 days from loan application to a clear-to-close approval.

[Slide #18]

- As reflected in this next slide, our Government Guaranteed Lending Division, led by Joe Arie, achieved very nice growth in loans closed and revenue generated in 2017.
- Similar to our Mortgage Banking Division, this business unit provides significant non-interest income from the sale of the guaranteed portion of SBA 7(a) loans as well as net interest income from the portion of the loans retained in the Bank's portfolio.
- While increasing interest rates present marketing challenges for the floating rate SBA 7(a) loan product, Joe and his team continue to find quality loan opportunities in loan segments best suited for the program.
- We continue to expand this business unit and have added 2 business development officers and a

loan processor in the past few months.
- Gain on sale of SBA 7(a) loans was lower in the first quarter of 2018 versus 2017, however, we are very pleased with pipeline of loan opportunities and closings pending.
- We expect to see continued growth in loan balances and revenue contribution from this division and are working toward more consistency in quarter-to-quarter results.

[Slide #19]

Trust Division
- Another source of future non-interest income will be our Trust Division.
- In the fourth quarter of 2016, we received our certificate of authority to form a Trust Division led by Dan Rasmussen, General Counsel and Chief Administrative Officer.
- We expected to utilize our SBA Reverse Repo asset, described last year, to offer a more attractive rate to customers with high cash balances who seek the security of the SBA guaranty.
- Utilization of this specific product within the Trust Division has been delayed due to the acquisition of a significant counterparty for the Repo asset. This slide shows that balances have not yet stabilized sufficiently to begin our marketing efforts to trust clients.
- The Trust Division had no assets under management at the end of 2017, is expected to generate a marginal contribution to earnings in 2018, and we feel the Trust Division will be a significant contributor to earnings in the future as we are working towards stabilizing the Repo balances and developing other services.

[Slide #20]

Credit Administration

Our Credit Administration team, led by Paul Melnick, continues to perform at a high level in meeting the demands of new loan production; managing the risk profile of our total loan portfolio; and resolving the inevitable problem loans that occur in our business.
- These next slides highlight some of the key asset quality metrics:
  - Our nonaccrual loan to total loan ratio has continued to decline and reached a low point of 0.13% at March 31, 2018.
  - Non-performing assets to total assets have declined to under 1.00% at March 31, 2018, and may be at or near cyclical lows.

[Slide #21]

  - Annualized net charge-offs remain very low or negative.
  - We have seen an increase in some potential problem loan categories; specifically, Substandard Accrual and the Special Mention category. The increase in Substandard Accrual is primarily one client. Loans in these categories have shown some potential weakening of credit characteristics, but don't necessarily result in a Non-Accrual or Charge Off status. We routinely monitor all loans and increase the level of monitoring of loans that fall into these categories.

[Slide #22]

Community Development
- We are very proud of the efforts of our colleagues throughout the Company to support numerous not-for-profit organizations that contribute to the improvement of the communities we serve.
- Integrated in CIBM Bank's motto "Service, Solutions and Integrity", the word "service" not only applies to how we approach every customer interaction, it also applies to the commitment we have to the communities we live and work in.
- Joanne Blaesing, Director of Community Development, has worked with our teams throughout the Company to broaden the impact we have in all of the markets we serve.

This slide shows some of the organizations the Company and its employees partner with to make a positive difference in our communities.

[Slide #23]

First Quarter 2018 Results
Moving to first quarter 2018 results, this slide reflects that pre-tax income is similar to first quarter 2017 results.

- Pre-tax net income increased to $1.0 million in the first quarter of 2018 from $0.9 million in the same period of 2017.
- With stronger asset quality, recoveries, and a decline in volume, we had a reversal of some loan loss provision.
- Loan growth has continued to be flat to down for the first quarter, due in part to a temporary decline in some short-term high-quality loans, however we are very pleased with the new business pipeline and have over $12 million of unfunded construction loans approved, largely comprised of owner occupied commercial real estate projects.
- Net mortgage revenue was higher in the first quarter of 2018 by $0.2 million compared to the same period in 2017, due to about $10 million higher mortgage production.
- Gain on sale from origination and sale of SBA 7(a) loans was down for the quarter but, similar to our commercial loans, the new business pipeline for our Government Guaranteed Lending Division is quite strong and we are planning for continued growth in revenue from this business unit.

[Slide #24]

2018 Earnings Outlook
To continue the forward-looking guidance we have provided the past two years, this slide shows our outlook for 2018 is for:

- a pre-tax earnings range of $3.5 to $5.2 million;
- a total assets range of $660 to $698 million;
- a pre-tax return on average assets range of 0.52% to 0.76%; and
- a pre-tax basic earnings per share range of $0.19 to $0.28 ($0.09 to $0.14 per share on a diluted basis).

The key elements to meeting this forecast are:

- moderate loan growth with some upside potential;
- new hires for revenue producing positions;
- maintaining and growing the net interest margin;
- non-interest income growth;
- selective investments in technology for security, customer experience, and efficiency initiatives.

The earnings guidance does not include any impact from preferred stock repurchase plans or activity.

This concludes my comments and now allow me to turn the podium back over to Mark Elste.
[Slide #25]

CHAIRMAN'S PRESENTATION
(Mark Elste)

Thank you Brian and, on behalf of the Board of Directors, I would like to recognize Brian, his executive team, and the entire professional staff for another strong year of operating performance.

While none of us are resting on past accomplishments, I would like to take a few minutes to reflect on certain accomplishments of the Company over the last two years, with a particular focus on our improvements to shareholder value.

The Board has measured the performance of the bank and the parent company against aggressive goals established in the annual budget, as well as against historical and peer data on a monthly basis.
[Slide #26]

The performance measure that most common shareholders pay particular attention to is the price of CIB Marine common stock on the OTCQB market, quoted under the trading symbol CIBH. Of course, because CIB Marine is a non-SEC reporting company, trades reported on the OTCQB market are subject to certain limitations – such as periods where there is limited trading volume and the fact that the market does not reflect privately conducted trades in certificated shares. Nevertheless, the OTCQB price quote is the best indicator available to us of the market value of CIBH stock.

With that proviso, I call your attention to Slide #26 showing CIBH common stock performance and average annual total returns on common stock.
[Slide #27]

Slide #27 provides useful information for our shareholders about liquidity and trading volumes on the OTC Markets for CIBH stock.

These two slides effectively reflect the hard work and dedication of the professional staff and the Board to deliver shareholder value.
[Slide #28]

QUESTION & ANSWER PERIOD
(Mark Elste)

Now, ladies and gentlemen, we will answer questions submitted by shareholders for today's meeting.

The First Shareholder Question: The preferred stock is non-cumulative and perpetual. The Series B preferred stock is convertible, but not under current circumstances. Why is the Company contemplating buying back the preferred stock?

It is a fact that the Company's outstanding preferred stock has very limited rights and preferences. The preferred shareholders have never received a dividend and there is no mandatory redemption date. Furthermore, the preferred stock is only entitled to vote in very limited circumstances and the ability to convert the Series B preferred stock into common stock is only triggered by a merger transaction in which CIB Marine is not the surviving entity. The question the shareholder has asked is therefore an excellent interrogatory. In other words, given all the stated limitations, why is the Company proposing to repurchase preferred stock?

We certainly could choose not to amend the Articles of Incorporation to position us to be able to repurchase the preferred stock at this time. We could simply continue to build value in the Company. However, the Board believes that there are significant potential benefits to both the Company's preferred and common shareholders if the Company can repurchase and retire a portion or all of the preferred stock:

For the preferred shareholders, the primary benefit is that a liquidity event is provided to them to sell some or all their shares in market-like conditions.

For the Company's common shareholders, the potential benefits of repurchasing preferred stock include:

1. First, repurchases of outstanding preferred stock at a discount to the stated liquidation value of the shares can be highly accretive to book value, provided the Company takes a disciplined approach to repurchases. The factors influencing that discipline will be discussed in a moment.
2. Second, the Company would like to be in a position to pay dividends to its common shareholders. To do this, however, the Company must address the dividend preference held by the preferred stock. That is to say, as long as there are preferred shares outstanding, the Company is prohibited from paying any dividends on its common stock unless it first pays a 7% dividend to preferred shareholders for at least four consecutive quarters.

3. Third, repurchasing all preferred stock would eliminate the $60 million of liquidation preference the preferred stock holds and thereby remove an obstacle to potentially lucrative business combination opportunities.
4. Finally, the Company has a limited opportunity to eliminate the convertibility of the Series B preferred stock if it repurchases all preferred stock tendered in any of the modified Dutch auctions proposed to be conducted over the next three years. The elimination of the convertibility of the Series B shares has the potential to create significant value for the common shareholders in the event of a future business combination transaction.

The Second Shareholder Question: The sale of common stock to repurchase the preferred stock is "potentially dilutive". Will the sale of common stock and repurchase of preferred stock be accretive to shareholder value?

The Company has no affirmative obligation to purchase any preferred stock, just as no preferred shareholder is obligated to sell their preferred shares to the Company. The repurchase plan is entirely non-mandatory. Similarly, the Company has no obligation to sell any common stock to raise cash to buy any preferred stock. The Board will review all relevant factors, including the cost of the capital it would need to raise, prior to making any determination as to whether repurchases of preferred shares are in the best interests of the Company and its shareholders.

The plan as described in the Second Amendment to the Articles that you approved today is an opportunity; a chance to do something that may benefit the Company and all of its shareholders – common and preferred alike. We understand the challenges of completing any transactions with the preferred shareholders. For a period of three years, the Company will use its best efforts to create an opportunity, through a series of modified Dutch auctions, to repurchase shares of its preferred stock on terms that it believes are in the best interest of the Company and its shareholders. However, there is no obligation on the part of either the buyer or seller to engage in any such purchases or sales. We have agreed to use our best efforts to repurchase shares of preferred stock in each modified Dutch auction upon terms to be established by the Board of Directors, but there is no guaranty to the preferred shareholders that we will accept their sales offers.
Among the many obstacles that could cause the Board not to repurchase tendered shares of preferred stock are:

- preferred shareholders tender their shares at a price that the Board determines is too high;
- the Board determines that the cost of common capital it must raise to effect the repurchases is too high and/or the terms required by investors in the capital raise are unacceptable to the Board;
- the repurchase transactions trigger a change of control under IRS Section 382 and result in a loss in the realizable value of the Company's substantial deferred tax assets, which is not sufficiently off-set by the discount to liquidation value at which such shares of preferred stock are tendered; and
- the Board determines that the number or mix of Series A and Series B preferred shares tendered is not in the best interest of the Company and its shareholders.

The list of variables is lengthy and the degree of difficulty in getting all the pieces to line up correctly is high, but one of the fundamental pieces of the analysis is: will the pro forma results of the transaction, on net, be accretive or dilutive to book value? And, taking it a step further, what is the impact on potential future dividends and earnings per share on a basic and diluted basis?

Immediately following this meeting and the filing of the amendments to the Articles of Incorporation, we will commence the preferred stock tender process. Our investment banking firm will simultaneously begin discussions with potential common stock investors. It is our intention to conduct the common stock offering as a Regulation D private placement, in order to avoid having to register our shares with the SEC and thereby become a public reporting company. Accordingly, the investor qualifications to participate in the common stock offering will be very stringent and we will only be able to sell to a limited number of larger investors. We have a very tight timeline to complete the first year Dutch auctions, which will necessitate an expedited capital raise in year one.

In order to put this questions set into proper perspective, the Company has received feedback from common shareholders representing a significant ownership percentage. Some have expressed concern about the repurchase of preferred stock and the sale of additional shares of common stock to accomplish it. The sentiment they have expressed loud and clear is simply: do not overpay to repurchase noncumulative perpetual preferred stock.

Others have noted that there is no need to take action to repurchase preferred stock now. They point out that the preferred stock has essentially a zero cost of capital associated with it and the Company is under no deadline to take any action.

The Board understands these sentiments. Some recent changes in the structure of the CDOs that own roughly 75% of the preferred stock created circumstances permitting the preferred shareholders to be able to approve the Article amendment that positioned the Company to be able to conduct the modified Dutch auctions for the repurchase of preferred shares. While the Board is interested in exploring the opportunities to repurchase its preferred shares for the right price, it remains acutely aware of its responsibility to build shareholder value and be good stewards of corporate assets. We will not overpay for the preferred stock. It is much better for the Company to forgo repurchases of its preferred stock than it is to engage in repurchases on unfavorable terms.

The Board has retained experienced and qualified experts to assist it, including: investment bankers, legal counsel, accounting and tax experts, as well as the combined industry experience of our Board and management team. We are prepared to evaluate all aspects of the potential repurchase transactions as we navigate the Company toward a successful outcome, always with an eye toward the ultimate goal: building long-term shareholder value. We will report back to our shareholders on the results of this process.

A Shareholder Comment: You should register with the SEC and become a public reporting entity again.

Many of our shareholders appreciate the robust financial disclosures the Company makes. As a non-SEC reporting company, we are not required to make those disclosures. We provide far more information than most private companies do. We do it because it is helpful to our shareholders if we are as transparent as possible and we understand that our shareholders appreciate as much disclosure as possible. However, becoming a reporting company again would be a costly undertaking. The JOBS Act allowed smaller banks and bank holding companies to deregister as SEC reporting companies. In 2012, CIB Marine took advantage of that opportunity, along with 99 other banking corporations, and deregistered from SEC reporting. In 2012, we estimated savings from deregistering to be in excess of $400,000 annually.

To register with the SEC again would mean the Company would incur substantial one-time costs associated with becoming a public reporting company and burdensome recurring costs including: auditing fees, legal fees, shareholder services costs, and additional staffing expenses.

The Board believes that the appropriate level of public information about the Company is available and, on balance, the additional costs of being a public reporting company is not in the shareholders' long-term best interests.

Another Shareholder Question: How much common stock do "Company insiders" own? Does Company management receive incentive compensation tied to the repurchase of preferred stock? ***[Slide #29]***

Slide #29 shows stock ownership information available to us for our Directors and Executive Management, as well as our Directors and all members of management of the Company. As a private company, disclosure of this information is not mandatory and it is possible that officers below Executive Management level may own additional shares in nominee name that we are unable to include in this slide. The numbers reflect that there is significant ownership of the Company represented by the Board and management, which aligns the interests of Company management with building long-term shareholder value. Management of the Company does not receive any compensation incentive linked to repurchase or retirement of preferred stock.

[Slide #30 (Logo)]

GOODBYE

(Mark Elste)

Ladies and gentlemen, we wish to thank you for your participation in today's annual shareholder meeting. Members of the management team and the Board will be in the room immediately after the meeting in order to get to know you better. Please understand that, for your protection as well as ours, we must limit our responses to information that is publicly available to all shareholders. That may necessitate addressing some questions or issues in future shareholder letters or press releases, rather than individual conversations. Good day to you all and thank you for being a shareholder of CIB Marine.