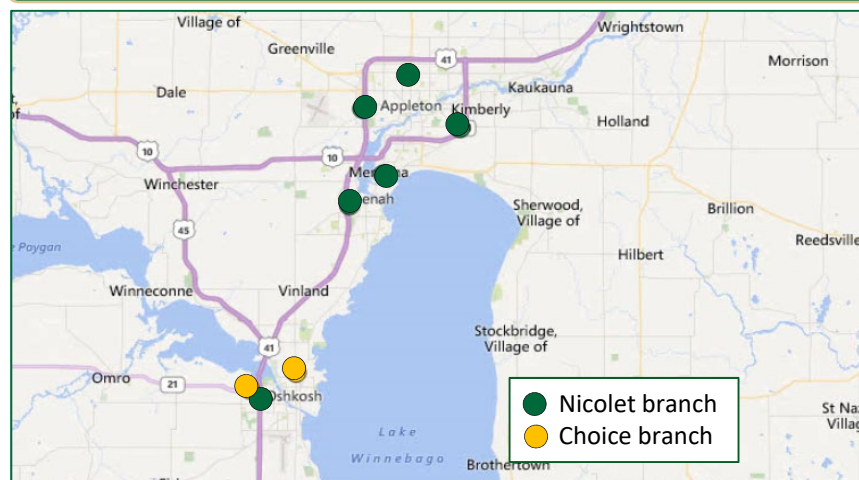


Choice Bank Highlights & Market Overview

Oshkosh Market Overview⁽¹⁾

- 6th largest MSA in the state of Wisconsin with a population over 170,000
- Home to over 3,600 small and mid-sized businesses (less than \$10 million in revenues)
- Industrial hub for several growth industries including manufacturing, aviation, and information technology
- Consistently ranked high in employment and education: 3rd best job market in the US in 2018, #5 best college town in 2018, and #3 in under-the-radar cities with great tech career opportunities

Fox Valley Region Branch Map



Oshkosh, WI Deposit Market Share⁽²⁾

| Rank | Institution | Branches | Deposits In Market (\$M) | Market Share |
|--|--------------------------------|-----------|--------------------------|--------------|
| 1 | Choice Bancorp Inc. | 2 | \$253 | 18.6% |
| 2 | Associated Banc-Corp | 3 | \$227 | 16.7% |
| 3 | West Pointe Bancshares Inc. | 1 | \$206 | 15.1% |
| 4 | U.S. Bancorp | 2 | \$171 | 12.6% |
| 5 | Bank of Montreal | 2 | \$114 | 8.4% |
| 6 | JPMorgan Chase & Co. | 2 | \$88 | 6.5% |
| 7 | Old National Bancorp | 1 | \$83 | 6.1% |
| 8 | Bank First National Corp. | 1 | \$69 | 5.1% |
| 9 | Nicolet Bankshares Inc. | 1 | \$56 | 4.1% |
| 10 | Sword Financial Corp. | 1 | \$39 | 2.9% |
| Total For 12 Institutions In Market | | 18 | \$1,360 | |

Choice Bancorp Summary Financials⁽³⁾

| | 2016 | 2017 | 2018 | YTD 3/31 |
|---------------------|-----------|-----------|-----------|-----------|
| Total Assets | \$334,264 | \$400,064 | \$421,138 | \$440,541 |
| Asset Growth | 20.3% | 19.7% | 5.3% | 4.6% |
| Total Net Loans | \$279,451 | \$335,669 | \$334,234 | \$334,249 |
| Loan Growth | 22.3% | 20.1% | -0.4% | 0.0% |
| Total Deposits | \$222,535 | \$250,848 | \$272,000 | \$310,885 |
| Deposit Growth | 6.5% | 12.7% | 8.4% | 14.3% |
| Loans / Deposits | 127% | 135% | 124% | 109% |
| Equity / Assets | 8.56% | 7.59% | 8.35% | 8.26% |
| ----- | | | | |
| Net Income | \$3,129 | \$2,082 | \$4,474 | \$1,194 |
| ROAA | 1.02% | 0.58% | 1.09% | 1.11% |
| ROAE | 11.85% | 6.94% | 13.79% | 13.35% |
| Net Interest Margin | 3.23% | 3.29% | 2.99% | 2.94% |
| Efficiency Ratio | 48.7% | 49.9% | 51.9% | 53.0% |
| ----- | | | | |
| NPAs/ Assets | 1.37% | 0.70% | 0.05% | 0.13% |
| NCOs/ Avg Loans | 0.16% | 0.91% | -0.17% | -0.32% |
| LLR / Loans | 1.73% | 1.11% | 1.27% | 1.35% |

Choice Bancorp Transaction Highlights

Strategic Rationale

- Further reinforces Nicolet as the “Lead Local” community bank throughout the Fox Valley region of Wisconsin (Appleton through Oshkosh)
- Combines Nicolet’s excess lower cost core deposit base with Choice’s historical commercial loan generation abilities
- No modeled revenue enhancements, however significant opportunity in wealth management, mortgage, and restructuring of Choice’s higher-cost deposit portfolio

| Financial Assumption | Expectation |
|--|---|
| Deal Value / Consideration ⁽¹⁾⁽²⁾ | \$72.4 million; 100% stock-for-stock for outstanding shares; cash for outstanding stock options |
| Exchange Ratio | 0.5x; subject to \$67.00 cap and \$55.00 collar |
| Pricing Ratios (as of 6/26/19) | Price-to-LTM Earnings: 15.9x Price-to-Tangible Book Value : 202% |
| EPS Accretion ⁽²⁾ | Mid-single digits in 2020 |
| TBV Dilution / Payback ⁽²⁾ | 1.9% dilutive; 2.3 year payback (crossover method) |
| Cost Savings | Estimated at 39%, or \$2.6 million, with vast majority realized in 2020 |
| Transaction Expenses | Estimated at \$3.8 million |
| Credit Mark | Approximately \$1.8 million (net of LLR) |
| Internal Rate of Return | Over 15.0% |