

M&A Transaction Announcement

First South Bank has been Acquired by Simmons Bank

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Transaction Profile

Advised Seller



Has been acquired by



The undersigned served as exclusive financial advisor to Hardeman County Investment Company Inc. and its subsidiary First South Bank

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May 15, 2017

Olsen Palmer is pleased to announce that First South Bank ("FSB") and its parent Hardeman County Investment Company, Inc. ("HCIC") have been acquired by Simmons First National Corporation ("Simmons").

Olsen Palmer LLC served as exclusive financial advisor and issued a Fairness Opinion to HCIC.

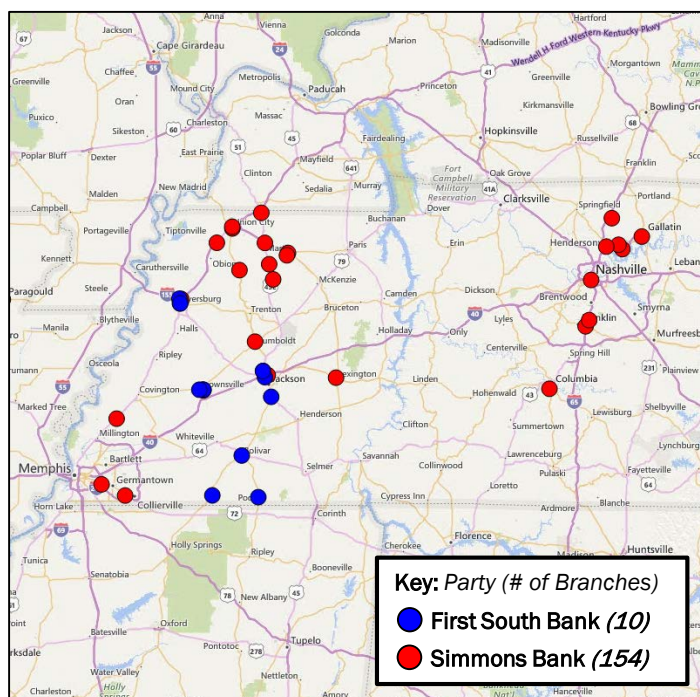
Under the terms of the agreement, HCIC shareholders received 4.8393 shares of Simmons stock and \$181.47 in cash for each share of HCIC stock held, equivalent to total consideration valued at **\$76.5 million** at the time of agreement which was originally entered into by both parties on November 17, 2016.

The transaction builds on Simmons' existing branch presence as well as on FSB's complementary business lines including traditional banking, mortgage banking, wealth management and trust, and insurance.

Founded in 1903, First South Bank has total assets of \$476 million and operates 10 branches across 4 Tennessee counties. Simmons (NASDAQ: SFNC) is a financial holding company, headquartered in Pine Bluff, Arkansas, with total assets of \$8.6 billion and locations in Arkansas, Kansas, Missouri and Tennessee.

Olsen Palmer has now advised on over \$400 million in total announced or completed bank M&A transaction value over the past 6 months.

Branch Footprint



Transaction Summary and Valuation Multiples

Transaction Date	November 17, 2016
Closing Date	May 15, 2017
Aggregate Consideration Value	\$76.5 million
Form of Consideration	~60% Stock/40% Cash
Price / Tangible Common Equity	1.84x
Price / LTM Net Income	18.8x
Price as % of Seller Assets	16.6%
Tangible Book Premium / Core Deposits	9.7%

Financial and Operating Summary

Location	Jackson, Tennessee
Year Established	1906
CEO	C. Hunter Simmons
Branches	10
FTE	121
Assets (\$mm)	\$476.3
ROAA (LTM)	1.38%
Efficiency Ratio (LTM)	67.7%
NPAs / Assets	0.34%

Note: Transaction Summary and Valuation Multiples reflect values at agreement. Financial and Operating Summary data as of Q1 2017. Source: SNL Financial.

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M&A Advisory Expertise

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Recent M&A Advisory Assignments

<p>OLSEN PALMER</p> <p><i>Library of Recent Bank M&A Transactions</i></p>	<p><i>Advised Seller</i></p> <p>FIRST SOUTH BANK</p> <p>Has been acquired by</p> <p>Simmons Bank</p> <p>May 15, 2017</p>	<p><i>Advised Seller</i></p> <p>DOOLIN SECURITY SAVINGS BANK F.S.B.</p> <p>Has agreed to merge with</p> <p>FM HC First Mutual Holding Co.</p> <p>May 11, 2017</p>	<p><i>Advised Seller</i></p> <p>Clayton.bank cb</p> <p>Has agreed to be acquired by</p> <p>FB FirstBank</p> <p>February 8, 2017</p>	<p><i>Advised Seller</i></p> <p>AmericanCity bank</p> <p>Has agreed to be acquired by</p> <p>FB FirstBank</p> <p>February 8, 2017</p>
<p><i>Advised Seller</i></p> <p>AMERICAN TRUST BANK OF EAST TENNESSEE</p> <p>Has been acquired by</p> <p>Citizens BANK</p> <p>December 2, 2016</p>	<p><i>Advised Acquirer</i></p> <p>FIRST FREEDOM Bank</p> <p>Has acquired 3 branches from</p> <p>Atlantic Capital</p> <p>May 13, 2016</p>	<p><i>Advised Acquirer</i></p> <p>Athens Federal COMMUNITY BANK, N.A.</p> <p>Has acquired 4 branches from</p> <p>Atlantic Capital</p> <p>April 1, 2016</p>	<p><i>Advised Seller</i></p> <p>FM BANK</p> <p>Has been acquired by</p> <p>F&M Bancorp, Inc.</p> <p>November 6, 2015</p>	<p><i>Advised Seller</i></p> <p>FNBB FIRST NATIONAL BANKERS BANK</p> <p>Has acquired</p> <p>IB Independent Bankers Bank</p> <p>September 25, 2015</p>
<p><i>Advised Seller</i></p> <p>FAIRMOUNT BANCORP, INC.</p> <p>Has been acquired by</p> <p>Hamilton Bank</p> <p>September 11, 2015</p>	<p><i>Advised Acquirer</i></p> <p>BANKFIRST</p> <p>Has acquired</p> <p>NCB Newton County Bank</p> <p>August 31, 2015</p>	<p><i>Advised Acquirer</i></p> <p>FIRST COMMERCIAL BANK <i>Where Business Is Personal.™</i></p> <p>Has acquired</p> <p>DeSoto Bank</p> <p>April 30, 2015</p>	<p><i>Advised Seller</i></p> <p>Traders Bank SINCE 1889</p> <p>Has been acquired by</p> <p>CITIZENS BANK</p> <p>March 6, 2015</p>	<p><i>Advised Acquirer</i></p> <p>FIRST CITIZENS NATIONAL BANK</p> <p>Has acquired</p> <p>SOUTHERN HERITAGE BANK</p> <p>October 1, 2014</p>

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Olsen Palmer LLC is an independent investment banking firm that exclusively advises financial institutions across Mergers & Acquisitions.

By design, advising clients is our only business, freeing the firm to take an innovative, truly client-centric approach: nimble, high-touch, and conflict-free.

Specializing in buy-side advisory, sell-side advisory, valuations, fairness opinions, branch acquisitions and divestitures, and Board-level assessments of strategic options.

For more information, please visit our website: www.OlsenPalmer.com