

M&A Transaction Announcement

North Shore Bank to Sell 2 Branches, \$42MM in deposits to Royal Savings Bank

Transaction Profile

Advised Seller



NORTH SHORE BANK

Has agreed to sell 2 branches to



The undersigned served as exclusive financial advisor to North Shore Bank, F.S.B

OLSEN || PALMER

October 28, 2019

Olsen Palmer is pleased to announce that North Shore Bank, F.S.B. (“North Shore”) has entered into a definitive purchase and assumption agreement to sell two branch banking centers to Royal Financial, Inc. (“Royal”, OTCQX: RYFL), parent company of Royal Savings Bank (“Royal Savings”).

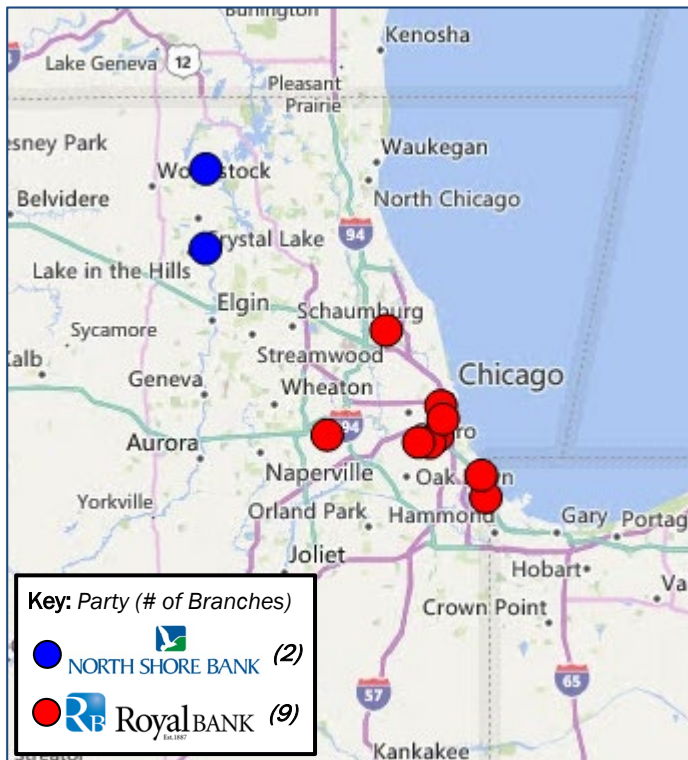
Upon completion of the transaction, Royal Savings will assume approximately \$42 million in total deposits in addition to substantially all the fixed assets of both branch locations.

Olsen Palmer LLC served as exclusive financial advisor to North Shore Bank, F.S.B. in connection with this transaction.

The transaction, which has received approvals from each party’s board of directors but remains subject to regulatory approvals and other customary closing conditions, is expected to close in the first quarter of 2020.

Olsen Palmer LLC remains a top 5 bank M&A advisor across the entire U.S. according to S&P Global, as ranked based on the number of whole-bank sell-side M&A transactions advised upon in 2019 year-to-date.

Branch Footprint



Transaction Summary

Transaction Date	October 28, 2019
Anticipated Closing Date	Q1 2020
Deposits to be Transferred	\$42 Million
Number of Branches	2
Branch Locations	Lake in the Hills, IL McHenry, IL
Deposit Premium	Not disclosed
Seller Financial Advisor	Olsen Palmer LLC
Seller Legal Advisor	Reinhart Boerner Van Deuren S.C.

Financial and Operating Summary

	NORTH SHORE BANK	Royal BANK
Location	Brookfield, WI	Chicago, IL
Year Established	1923	1887
CEO	James McKenna	Leonard Szwajkowski
Assets	\$2.0B	\$402.5MM
Branches	45	9
ROAA (LTM)	0.72%	1.07%
Ticker	NA	OTCQX: RYFL

Note: Financial information as of June 30, 2019. Source: S&P Global.

M&A Advisory Expertise

Olsen Palmer is a Leading M&A Advisor to Community Banks



Recent M&A Advisory Assignments

Advised Seller	Advised Seller	Advised Seller	Advised Merger-of-Equals	Advised Seller	Advised Seller	Advised Seller
 NORTH SHORE BANK Has agreed to sell 2 branches to Royal BANK October 28, 2019	 FARMERS & MERCHANTS BANK OF OXFORDVILLE Has been acquired by Bank of Brodhead October 11, 2019	 COMMUNITY Bank & Trust Has agreed to be acquired by Reliant Bank September 16, 2019	 NORTHSIDE BANK Has merged with First National Community Bank August 30, 2019	 Poplar Grove State Bank Has agreed to be acquired by FORRESTON STATE BANK August 22, 2019	 The Union Bank Has agreed to be acquired by FIRST GUARANTY BANK August 5, 2019	 First Alliance Bank Has agreed to be acquired by GUARANTY BANK & TRUST COMPANY July 25, 2019
 First National Bank Has agreed to be acquired by FIRST FINANCIAL BANK July 25, 2019	 FIRST MADISON BANK & TRUST Has been acquired by United Community Bank May 1, 2019	 SENB Bank Has acquired GATEWAY COMMUNITY BANK April 1, 2019	 CAMP GROVE STATE BANK Has agreed to be acquired by KATZ CAPITAL March 4, 2019	 1st FIRST NATIONAL BANK Has been acquired by Blackhawk Bank March 1, 2019	 Capital Bank Committed to our Community Has been acquired by FNB BANK October 24, 2018	 Southern COMMUNITY BANK Unlike all the rest Has been acquired by SmartBank May 1, 2018
 MB MERCHANTS & PLANTERS BANK Has been acquired by CENTENNIAL BANK April 2, 2018	 DOOLIN SECURITY SAVINGS BANK F.S.B. Has merged with First Mutual Holding Co. January 1, 2018	 Claytonbank cb & AmericanCity bank Have been acquired by First Bank July 31, 2017	 FIRST SOUTH BANK Has been acquired by Simmons Bank May 15, 2017	 AMERICAN TRUST BANK OF EAST TENNESSEE Has been acquired by Citizens BANK December 2, 2016	 FIRST FREEDOM Bank Has acquired 3 branches from Atlantic Capital May 13, 2016	 Athens Federal COMMUNITY BANK, N.A. Has acquired 4 branches from Atlantic Capital April 1, 2016
 FM BANK Has been acquired by F&M Bancorp, Inc. November 6, 2015	 FNBB FIRST NATIONAL BANKERS BANK Has acquired Independent Bankers Bank September 25, 2015	 FAIRMOUNT BANCORP, INC. Has been acquired by Hamilton Bank September 11, 2015	 BANK FIRST Has acquired Newton County Bank August 31, 2015	 FIRST COMMERCIAL BANK Has acquired DeSoto Bank April 30, 2015	 Traders Bank SINCE 1889 Has been acquired by CITIZENS BANK March 6, 2015	 FIRST CITIZENS NATIONAL BANK Has acquired SOUTHERN HERITAGE BANK October 1, 2014



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Olsen Palmer LLC is a nationally-recognized independent investment banking firm that exclusively advises financial institutions across the spectrum of Mergers & Acquisitions.

By design, we combine the extensive M&A expertise of a traditional investment banking firm with the agility, creativity, responsiveness, and independence of a boutique firm.

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

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