Midland States Bancorp, Inc. NASDAQ: MSBI

Stephens 8th Annual Bank CEO Forum

September 25-26, 2018



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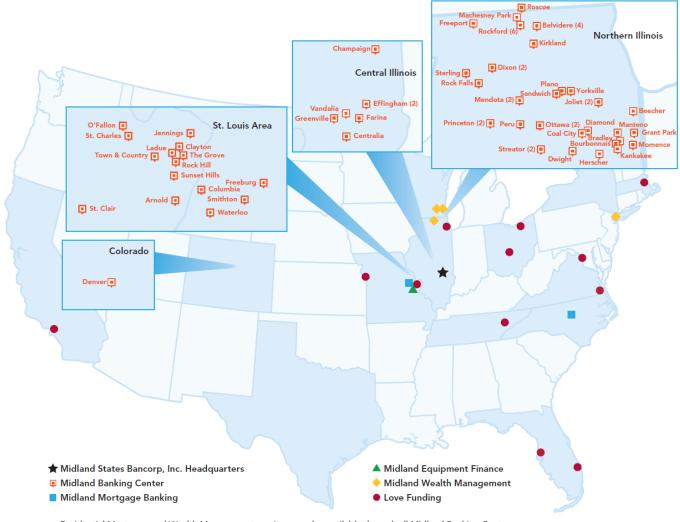
Use of Non-GAAP Financial Measures. This presentation may contain certain financial information determined by methods other than in accordance with accounting principles generally accepted in the United States ("GAAP"). These non-GAAP financial measures include "Adjusted Earnings," "Adjusted Diluted Earnings Per Share," "Adjusted Return on Average Assets," "Adjusted Return on Average Shareholders' Equity," "Adjusted Return on Average Tangible Common Equity," "Yield on Loans Excluding Accretion Income," "Net Interest Margin Excluding Accretion Income," "Tangible Common Equity to Tangible Assets," "Tangible Book Value Per Share" and "Return on Average Tangible Common Equity." The Company believes that these non-GAAP financial measures provide both management and investors a more complete understanding of the Company's funding profile and profitability. These non-GAAP financial measures are supplemental and are not a substitute for any analysis based on GAAP financial measures are supplemental and are not a substitute for any analysis based on GAAP financial measures. Not all companies use the same calculation of these measures; therefore this presentation may not be comparable to other similarly titled measures as presented by other companies. Reconciliations of these non-GAAP measures are provided in the Appendix section of this presentation.

Company Snapshot

- \$5.7 billion asset community bank established in 1881 and headquartered in Effingham, Illinois (4th largest Illinois-based community bank)
- \$3.2 billion Wealth Management business
- Strong fee generators consistently account for more than 30% of total revenue
- 95+ offices throughout the U.S. including 66 traditional branches in Illinois and Missouri
- 13 successful acquisitions since 2008
- Early 2018 acquisition of Alpine Bancorporation adds significant scale and expands core community banking and Wealth Management businesses

Dynamic and diversified business model pairing organic and acquisitive growth

Financial Services & Banking Center Footprint



Residential Mortgage and Wealth Management services are also available through all Midland Banking Centers.

Investment Summary

- Experienced and deep management team led by Board of Directors with considerable ownership
- Following management transition completed in 2007, consistent track record of driving compelling shareholder returns through disciplined strategic expansion and earnings growth
- Solid asset quality with low charge-off history driven by a diversified loan portfolio,
 conservative credit culture and disciplined underwriting process
- Attractive, stable and expandable core deposit franchise with 24% non-interest bearing accounts⁽¹⁾
- Proven track record of successful acquisitions with a focus on enhancing shareholder value while building a platform for scalability
- Illinois and contiguous states provide ample opportunities for future acquisitions
- Comprehensive risk management standards applied throughout the entire business



Business and Corporate Strategy

- In conjunction with a new leadership team, MSBI's corporate initiative-driven strategic plan was adopted
 in late 2007 to build a diversified financial services company anchored by a strong community bank
- Five core strategic initiatives:

Customer-Centric Culture

Drive our organic growth by focusing on customer service and accountability to our clients and colleagues; seek to develop bankers who create dynamic relationships; pursue continual investment in people; maintain a core set of institutional values

Operational Excellence

A corporate-wide focus on driving improvements in people, processes and technology in order to generate further improvement in Midland's operating efficiency and financial performance

Enterprise-Wide Risk Management

Maintain a program designed to integrate controls, monitoring and risk-assessment at all key levels and stages of our operations and growth; ensure that all employees are fully engaged

Accretive Acquisitions

Maintain experienced acquisition team capable of identifying and executing transactions that build shareholder value through a disciplined approach to pricing; take advantage of relative strength in periods of market disruption

Revenue Diversification

Generate a diversified revenue mix and build customer loyalty; driven originally by a wealth management focus, this core initiative has expanded to include residential mortgage origination, commercial FHA origination and servicing, and commercial equipment leasing

Management Team

Highly experienced senior management in place:



John M. Schultz: Chairman of the Board

- Held the position since 2006
- Chief Executive Officer of Agracel, Inc.
- Author of BoomtownUSA: the 7 ½ Keys to Big Success in Small Towns



Leon J. Holschbach: CEO of Midland States Bancorp

- Joined Midland States in August 2007
- 35+ years in community banking; 25+ years as bank president
- Held various executive and senior roles at community banks



Jeffrey G. Ludwig: President of Midland States Bancorp

- Recently promoted to CEO of the Bank
- More than 10 years serving as CFO
- Joined Midland States in November 2006; 16+ years in banking industry



Douglas J. Tucker: SVP, Corporate Counsel and Director of IR

- 19+ years experience advising banks and bank holding co.
- Significant IPO, SEC reporting and M&A experience
- Served as lead outside counsel for all of Midland's acquisitions and capital raise transactions from 2007 prior to joining the Company



Stephen A. Erickson: Chief Financial Officer

- Promoted to CFO in 2018 from Director of M&A
- Former CFO of EVO Merchant Services. Inc.
- Significant investment banking and public accounting experience



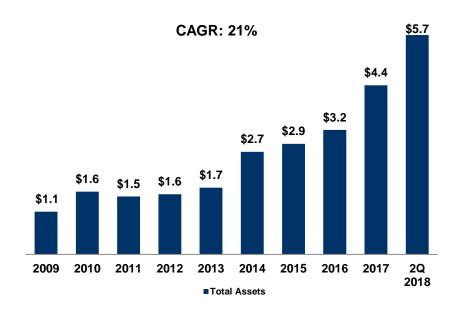
Jeffrey S. Mefford: President of Midland States Bank

- 25+ years in community banking
- Recently promoted from EVP position
- Oversees commercial, retail, mortgage and treasury sales
- Risk-focused corporate culture, promoting responsibility and accountability
- MSBI common shares are 10.7%⁽¹⁾ owned by the Board of Directors and executive officers

Strategic Growth History

Successful Execution of Strategic Plan...

(at period-end in Billions)



...Driving Consistent TBV Growth

(at period-end)





Successful Acquisition History

- Midland States has completed 13 transactions since 2008, including FDIC-assisted, branch, whole bank, asset purchase, business line, and a New York trust asset acquisition
- Demonstrated history of earnings expansion
- Deliberate diversification of geographies and revenue channels
- Successful post-closing integration of systems and businesses

Selected Acquisitions 2009 2010 2014 2016 2017 2018 Strategic AMCORE Bank. Love Savings / Centrue Alpine Capital Bank N.A. **Heartland Bank Sterling Bancorp Financial** Bancorp. FDIC-Whole Trust Whole Whole Bank & **Acquisition Type** Assisted 12 Branches Bank Administration Bank Wealth Mgmt Assets Acquired (\$mm) \$540.4 \$499.5 \$889.0 \$990.2 \$1.244.2 Champaign, Northern St. Louis. Yonkers, Northern Rockford. Location MO NY Illinois Illinois **Enhanced Scale** Expanded Revenue Financially Operationally and Market Core Bank and Diversification **Transformative Transformative** Presence **Wealth Management**

Overview of Alpine Bancorp. Acquisition

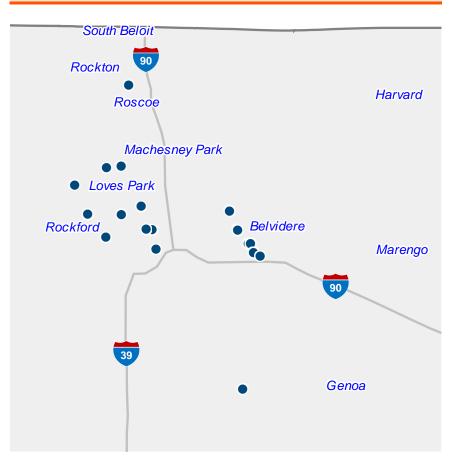
Key Highlights

- Closed February 28, 2018
- Expands Midland's franchise in Northern Illinois
 - Provides #1 deposit market share in Rockford, IL MSA
- Low-cost, relationship driven deposit franchise
 - 30% non-interest bearing deposits
- Healthy and growing commercial loan portfolio
- Attractive wealth management business
 - Approximately \$1.1B in AUM and over 1,600 accounts
- Shifts business mix more towards core banking and wealth management

Financial Impact

- Approx. 10% EPS accretion in 2019 (first full year of cost savings)
- TBV per share dilution of 3.5 years (crossover method)
- Added \$786 million in total loans
- Added \$1.1 billion in total deposits
- Provided excess liquidity that improved loan-to-deposit ratio

Alpine Branch Map

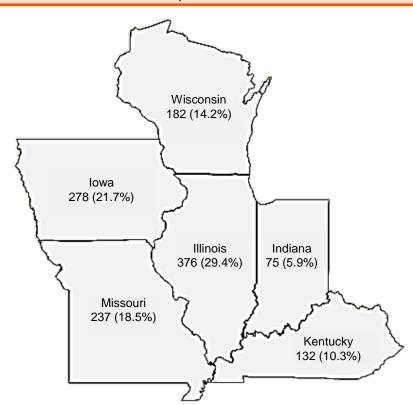




Market Opportunities & Acquisition Strategy

- MSBI believes there will be numerous small to midsized banking organizations available for acquisition within Illinois and contiguous states
- There are nearly 1,300 institutions in the six-state region with less than \$1.0 billion in assets (1)
 - Illinois and Missouri combine for nearly half of those institutions
- MSBI targets institutions with demographics similar to current markets that are strategically compelling and financially accretive
- Remain a community bank focused on customer service

Number of Banks & Thrifts With less than \$1.0 Billion in Assets (1)



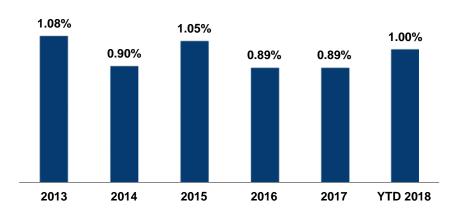
Be a "partner of choice" for community banks with scale and/or succession challenges

Long Track Record of Strong Returns and Increasing Dividends

- Profitability driven by MSBI's attractive asset base, core funding structure and fee generating businesses
- 10%+ annual dividend growth over the past 15 years

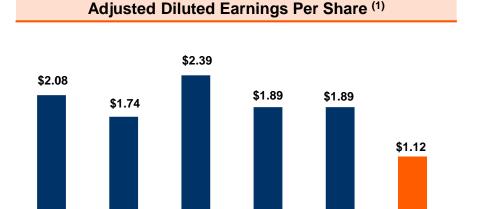
Adjusted Return on Average Assets(1)

Dividends Declared Per Share

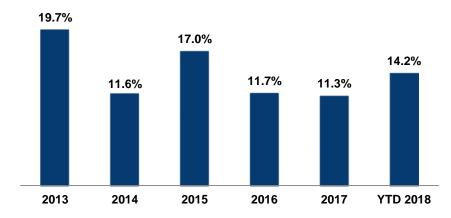




Performance Metrics



Adjusted Return on Avg. Tangible Common Equity (1)

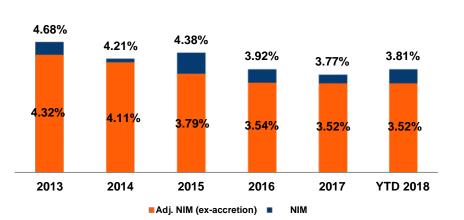


Net Interest Margin (2)

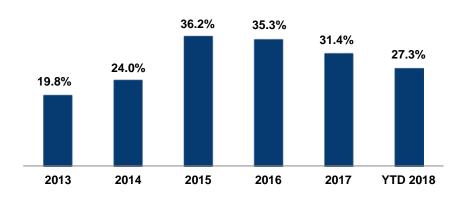
2016

2017

2015



Noninterest Income / Total Revenue (3)



Notes:

2013

2014

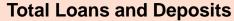
YTD 2018

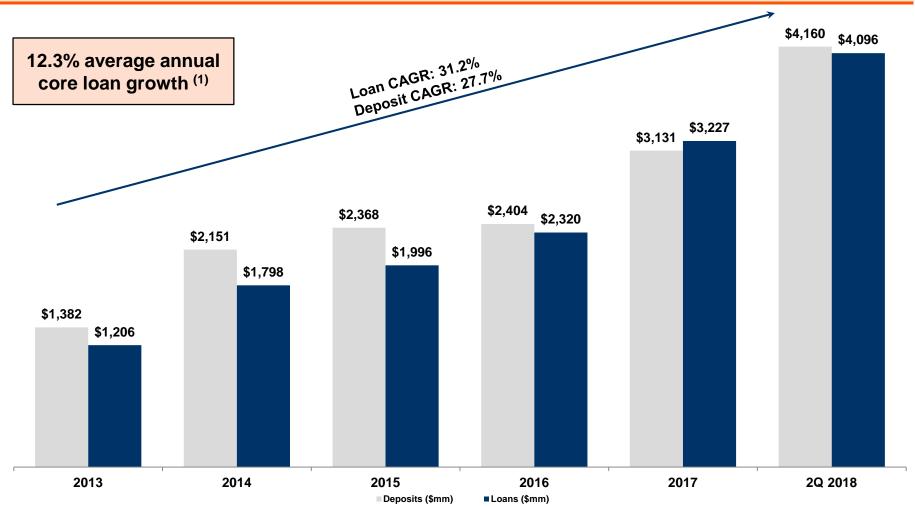
Adjusted diluted earnings per share and adjusted return on average tangible common equity are non-GAAP financial measures; please see page 29 for a reconciliation

⁽²⁾ Net interest margin excluding accretion income is a non-GAAP financial measure management uses to assess the impact of purchase accounting on the yield on loans and net interest margin, excluding loan accretion from acquired loans; please see page 28 for a reconciliation

B) Excludes gain on sale of investment securities

Delivering Organic Loan Growth





Note:

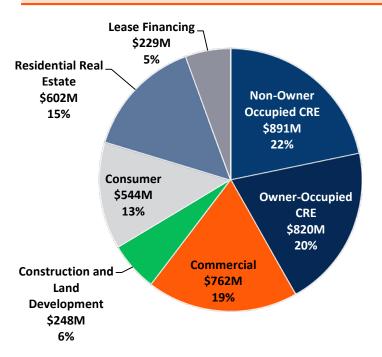
⁽¹⁾ Average annual core loan growth represents average percentage change in the Company's core loans from December 31, 2013 to June 30, 2018; core loans represent non-PCI loans, less non-PCI loans acquired, plus non-PCI loans sold as of the date the loans were acquired or sold, and exclude certain short-term loans that the Company does not consider to be core loans; acquired non-PCI loans become core loans subsequent to the acquisition date and will negatively affect core loan growth in future periods as these loans are repaid or prepaid

Loan Portfolio Overview

- Broadly diversified loan portfolio by type of customer and loan type
- Current loan origination efforts focus on high quality commercial loan segments
- 61% of portfolio is fixed; 39% is floating

Organic Loan Growth										
2013	21.1%									
2014	7.8%									
2015	11.6%									
2016	16.7%									
2017	10.7%									
YTD 2018	5.7% (ann.)									

Loan Portfolio Mix



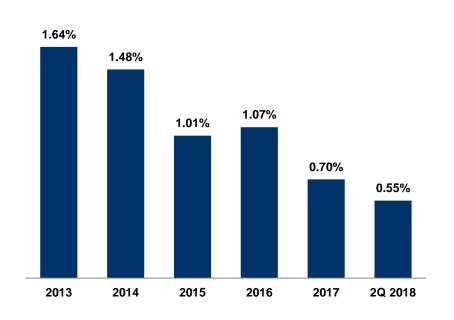
\$4.1 Billion Gross Loans 5.04% Yield (YTD)

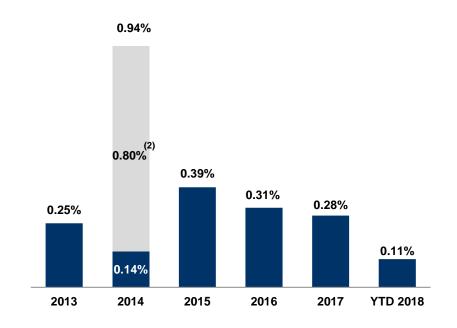
Strong Credit Quality

- Managed by experienced personnel, MSBI maintains a disciplined approval process and conservative credit culture
- Credit losses have steadily declined since 2015

Nonperforming Assets / Total Assets (1)

NCOs / Average Loans



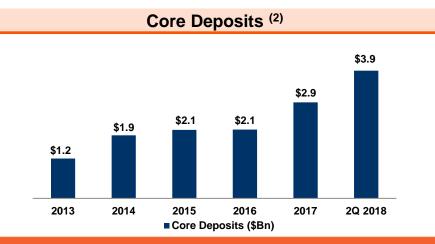


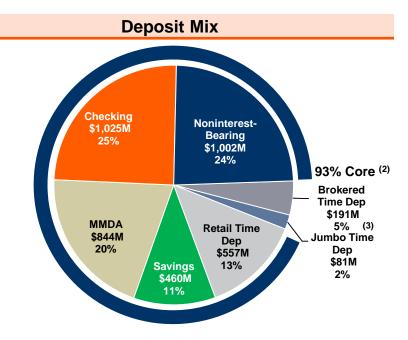
Nonperforming assets include nonperforming loans, other real estate owned and other repossessed assets; nonperforming assets exclude covered other real estate owned related to our two FDIC-assisted transactions; nonperforming loans include nonaccrual loans, loans past due 90 days or more and still accruing interest and loans modified under troubled debt restructurings; nonperforming loans exclude purchased credit-impaired loans, or PCI loans, acquired in our prior acquisitions; PCI loans had carrying values of \$30.4 million, \$44.2 million, \$38.5 million, \$22.5 million and \$50.2 million as of December 31, 2013, 2014, 2015, 2016, 2017 and June 30, 2018, respectively; this ratio may therefore not be comparable to a similar ratio of our peers



Attractive and Growing Core Deposit Base⁽¹⁾

- 93% core deposits (2)
- Recent acquisitions have improved overall funding mix
- 24% non-interest bearing deposits
- Retail deposits represent 53% of total deposits
- Low cost of deposits at 48 basis points





\$4.2 Billion Total Deposits 0.48% Cost

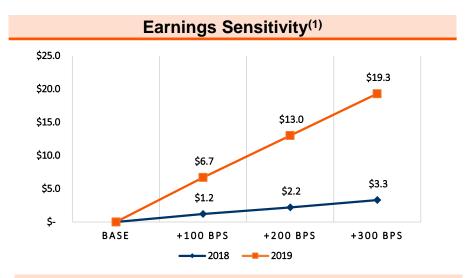
¹⁾ As of or for the six months ended June 30, 2018

⁽²⁾ Core deposits defined as total deposits less brokered deposits and certificates of deposit greater than \$250,000

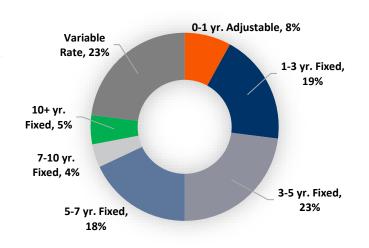
Positioned for Increasing Interest Rates

- Midland's modeled base case earnings projections as of June 30, 2018 for a +100 bps Ramp scenario would increase net interest income by \$1.2mm in Year 1 and \$6.7mm in Year Two.
- Midland's cumulative deposit beta during Q1 2017 – Q2 2018 was calculated at 12.80% (using 125 bps of rate change). Its anticipated that betas will continue to increase due to greater deposit competition

Asset & Liability Durations												
Securities	3.7											
Loans	1.3											
Non-interest Checking	5.3											
NOW	2.8											
Money Market	0.7											
Savings	5.8											
Time Deposits	1.0											
Borrowings	0.9											

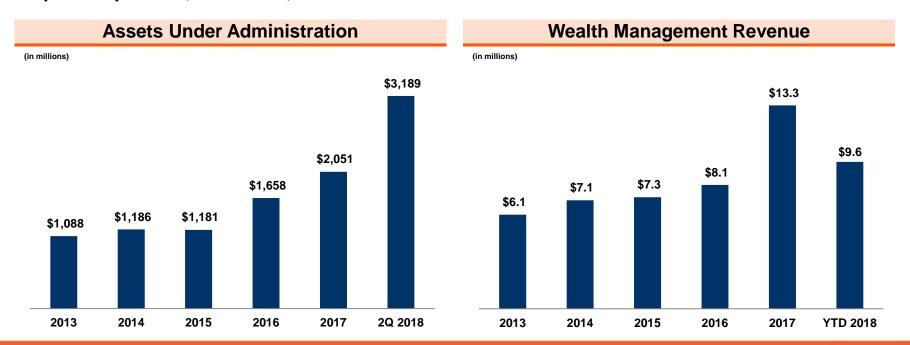


Loan Maturities



Wealth Management

- Wealth Management group offers Trust and Estate services, Investment Management, Financial Planning and Employer Sponsored Retirement Plans
- Acquisition of Sterling Trust (Nov. 2016) added \$400 million in Assets Under Administration
- Acquisition of CedarPoint Investment Advisors (Mar. 2017 \$180 million in AUA) added RIA platform
- Acquisition of Alpine Bancorporation added approx. \$1.1 billion in AUA
- Year-over-year organic growth in assets under administration was \$153 million, or 7.9%, excluding Alpine acquisition, at June 30, 2018



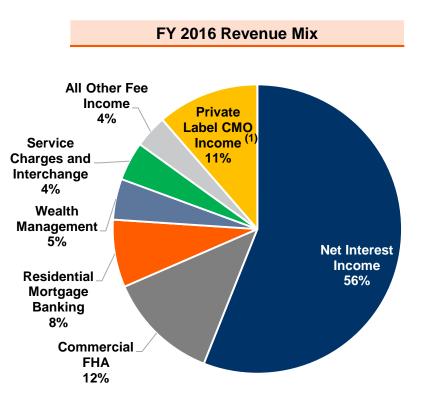
Love Funding – Commercial FHA Review

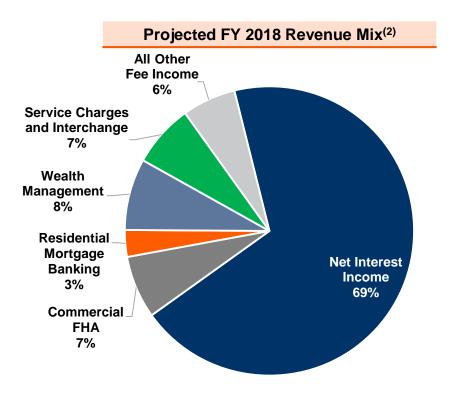
- Change in leadership
 - Jon Camps, Senior Vice President, promoted to President of Love Funding
 - > Reporting to Jeff Mefford, President of Midland States Bank
- Expense levels adjusted for new revenue expectations
 - Approximately \$2.0 million in annualized cost savings
- Long-term annual expectations
 - Total revenue of \$12 million to \$20 million
 - Pre-tax margin of 20% to 40%



Improving Quality of Earnings

- With recent acquisitions of Alpine and Centrue, a greater percentage of revenue is being derived from core community banking and wealth management businesses
- Private label CMO income⁽¹⁾ and gain on sale income from commercial FHA and residential mortgage banking declining as a percentage of total revenue





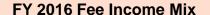
⁽¹⁾ Private label CMO income includes interest income and gain on sale generated from a portfolio that was added through an FDIC-assisted acquisition. The portfolio was sold in October 2016.

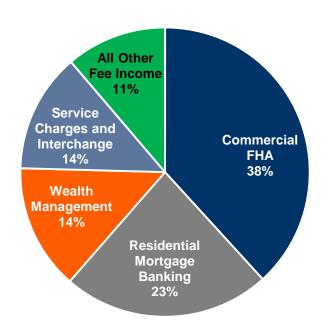




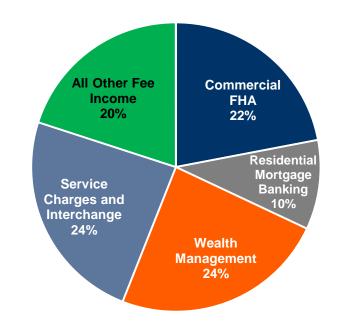
Fee Income Shifting to More Consistent Sources

- Wealth Management and core banking fees increasing as percentage of fee income
- Gain on sale income from commercial FHA and residential mortgage banking declining as a percentage of fee income





Projected FY 2018 Fee Income Mix⁽¹⁾



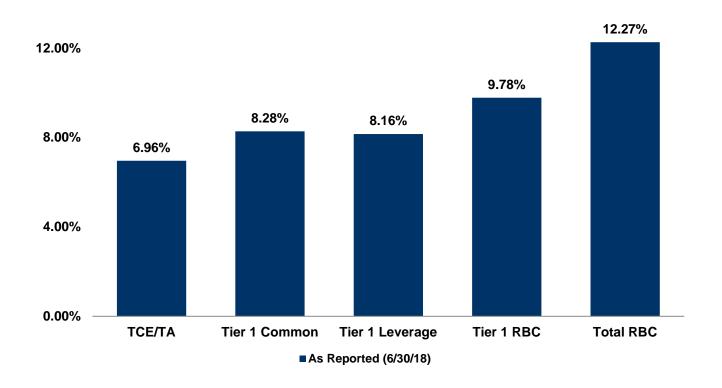


Outlook

- Alpine integration driving cost savings and improved efficiencies
- Alpine system conversion completed in mid-July
- Organic loan growth anticipated to be in mid-single-digits in 2018 as focus on liquidity and NIM are a priority
- Higher revenue and improved efficiencies expected to drive increased profitability
- Revenue mix shifting towards more stable sources of income

APPENDIX

Appendix: Capital Position



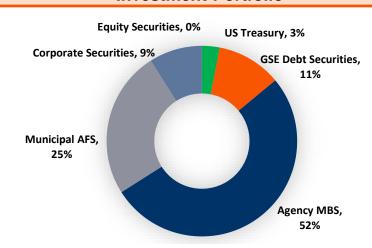
Appendix: Solid Reserve Coverage

			As of Dece	mber	31, 2015				As of	f Decemb	er 3	1,2016				As of	f Decembe	er 31	1,2017				A	s of June	30,2	2018	
7	/ 7	/ 7	7	47	7	% of the			7				% of the							% of the						/ 7	% of the
						Allowance							Allowance							Allowance							Allowance
	Non	n-				to Total	1	Non-					to Total		Non-					to Total	1	Non-					to Total
	Purch	ased	Purchased	4		Loans in	Pur	rchased	Pure	chased			Loans in	Pu	ırchased	Purc	chased			Loans in	Pu	rchased	Pur	chased			Loans in
	Credi	dit-	Credit-			the	C	redit-	Cr	edit-			the	C	Credit-	Cr	edit-			the	C	redit-	Cı	redit-			the
	Impai	ired	Impaired	47		Respective	Im	npaired	Imp	paired			Respective	In	mpaired	Imp	paired			Respective	In	npaired	Im	paired			Respective
(dollars in thousands)	Loar	ıns	Loans		Total	Category	I	Loans	Lo	oans	Ţ	Fotal	Category		Loans	Lo	oans	T	Total	Category	I	Loans	L	oans	T	Total	Category
Loans:																											
Commercial	\$	6,542	\$ 375	75 \$	6,917	1.38%	\$	5,421	\$		\$	5,920	1.29%	\$.,	\$	500	\$	5,256	0.95%	\$	5,639	\$	564	\$	6,203	0.81%
Commercial real estate		4,176	1,003	3	5,179	0.59%		2,993		232		3,225	0.33%		4,708		336		5,044	0.35%		4,976		401		5,377	0.31%
Construction and land development _		419		16	435	0.29%		345				345	0.19%		514		4		518	0.26%		505				505	0.20%
Total commercial loans	\$ 1	11,137	\$ 1,394	4 \$	12,531	0.82%	\$	8,759	\$	731	\$	9,490	0.59%	\$	9,978	\$	840	\$	10,818	0.49%	\$	11,120	\$	965	\$	12,085	0.44%
Residential real estate		1,626	494	4	2,120	1.30%		2,572		357		2,929	1.15%		2,210		540		2,750	0.61%		2,262		480		2,742	0.46%
Consumer		742	-	7	749	0.46%		900		30		930	0.34%		1,195		149		1,344	0.36%		1,480		149		1,629	0.30%
Lease financing		588			588	0.41%		1,513		-		1,513	0.79%		1,519		-		1,519	0.74%		1,790		-		1,790	0.78%
Total allowance for loan losses	\$ 1	14,093	\$ 1,895	5 \$	15,988	0.80%	\$	13,744	\$	1,118	\$	14,862	0.64%	\$	14,902	\$	1,529	\$	16,431	0.51%	\$	16,652	\$	1,594	\$	18,246	0.45%
<u> </u>																											

Appendix: Investments

- Midland continues to adjust the portfolio to optimize the portfolio's duration, mix, and to increase yield. Currently, the portfolio has an effective duration of approximately 3.7 years.
- The portfolio weighted average yield of 3.16% as of 6/30/2018 reflected the impact from the addition of the Alpine Bank portfolio.

Investment Portfolio



(dollars in thousands)	Book	Value	% of Total Investment Securities	Weighted Average T.E. Yield
Investment Securities Available for Sale:				
US Treasury securities	\$	24,595	3.4%	1.67%
Government sponsored entity debt securities		76,276	10.8%	2.41%
Agency mortgage-backed securities		363,061	51.3%	2.79%
State and municipal		176,779	25.0%	3.85%
Corporate securities		63,874	9.0%	4.90%
Total Securities Available for Sale	\$	704,585	99.5%	3.17%
Equity Securities		\$3,416	0.5%	2.26%
Total Investment Securities	\$	708,001	100.0%	3.16%

Appendix: Reconciliation of Net Interest Margin Excluding Accretion Income

										Six Months				
		Year Ended December 31,												
	2009	2010	2011	2012	2013	2014	2015	2016	2017	June 30, 2018				
Reported yield on loans	6.58%	6.48%	6.17%	5.73%	5.33%	4.65%	5.21%	4.85%	4.85%	5.04%				
Effect of accretion income on acquired loans	(0.56%)	(0.62%)	(0.65%)	(0.56%)	(0.50%)	(0.14%)	(0.73%)	(0.48%)	(0.30%)	(0.35%)				
Yield on loans excluding accretion income	6.02%	5.86%	5.52%	5.17%	4.83%	4.51%	4.48%	4.37%	4.55%	4.69%				
Reported net interest margin	4.04%	4.52%	4.88%	4.82%	4.68%	4.21%	4.38%	3.92%	3.77%	3.81%				
Effect of accretion income on acquired loans	(0.36%)	(0.42%)	(0.46%)	(0.40%)	(0.36%)	(0.10%)	(0.59%)	(0.38%)	(0.25%)	(0.29%)				
Net interest margin excluding accretion income	3.68%	4.10%	4.42%	4.42%	4.32%	4.11%	3.79%	3.54%	3.52%	3.52%				

Appendix: Reconciliation of Adjusted Earnings/Profitability (1)

											S	oix Months Ended	
(dollars in thousands, except per share data)		2013		2014		2015		2016		2017	June 30, 2018		
Adjusted Earnings													
Income before income taxes - GAAP	\$	20,528	\$	15,467	\$	35,498	\$	50,431	\$	26,471	\$	19,009	
Adjustments to other income:													
Gain (loss) on sales of investment securities, net		321		77		193		14,702		222		(5)	
Other than-temporary-impairment on investment securities		(190)		(190)		(461)		(824)		-		-	
Gain on bargain purchase		2,154		-		-		-		-		-	
FDIC settlement		-		1,709		-		-		-		-	
FDIC loss-sharing expense		(1,149)		(3,491)		(566)		-		-		-	
Amortization of FDIC indemnification asset, net		(2,705)		(954)		(397)		-		-		-	
Reversal of contingent consideration accrual		-		-		-		350		-		-	
Other		-		2,972		12				(67)		102	
Total adjusted other income		(1,569)		123		(1,219)		14,228		155		97	
Adjustments to other expense:													
Foundation contribution		-		900		-		-		-		-	
Expenses associated with payoff of subordinated debt		-		-		-		511		-		-	
Net expense from FDIC loss share termination agreement		-		-		-		351		-		-	
Branch network optimization plan charges		-		-		-		2,099		1,952		-	
Loss on mortgage servicing rights held for sale		-		-		-		-		4,059		188	
Integration and acquisition expenses		2,727		6,229		6,101		2,343		17,738		13,903	
Total adjusted other expense		2,727		7,129		6,101		5,304		23,749		14,091	
Adjusted earnings pre tax		24,824		22,473		42,818		41,507		50,065		33,003	
Adjusted earnings tax		7,283		6,758		13,625		14,064		19,710		7,216	
Impairment of net deferred tax assets		-								(4,540)		-	
Adjusted earnings	\$	17,541	\$	15,715	\$	29,193	\$	27,443	\$	34,895	\$	25,787	
Preferred stock dividends, net		4,718		7,601	-	-		-		83		72	
Preferred stock dividends paid upon early conversion (1)		-		(3,346)		-		-		-		-	
Adjusted earnings available to common shareholders	\$	12,823	\$	11,460	\$	29,193	\$	27,443	\$	34,812	\$	25,715	
Adjusted Diluted EPS	\$	2.08	\$	1.74	\$	2.39	\$	1.89	\$	1.89	\$	1.12	
Weighted average diluted common shares outstanding		8,379,455		7,528,641	1	2,112,403	1	4,428,839	1	8,283,214		22,817,472	
Average Assets	\$	1,630,565	\$	1,753,286	\$	2,768,879	\$	3,075,134		3,941,272	\$	5,216,551	
Adjusted Return on Average Assets		1.08%		0.90%		1.05%		0.89%		0.89%		1.00%	
Average Tangible Common Equity	\$	65,083	\$	98,546	\$	172,064	\$	234,898	\$	307,523	\$	364,594	
Adjusted Return on Average Tangible Common Equity		19.70%		11.63%		16.97%		11.68%		11.32%		14.22%	

