



Bank of Marin Bancorp

**Third Quarter 2024
Earnings Presentation**

October 28, 2024

Forward-Looking Statements

This discussion of financial results includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, (the "1933 Act") and Section 21E of the Securities Exchange Act of 1934, as amended, (the "1934 Act"). Those sections of the 1933 Act and 1934 Act provide a "safe harbor" for forward-looking statements to encourage companies to provide prospective information about their financial performance so long as they provide meaningful, cautionary statements identifying important factors that could cause actual results to differ significantly from projected results. Our forward-looking statements include descriptions of plans or objectives of management for future operations, products or services, and forecasts of revenues, earnings or other measures of economic performance. Forward-looking statements can be identified by the fact that they do not relate strictly to historical or current facts. They often include the words "believe," "expect," "intend," "estimate" or words of similar meaning, or future or conditional verbs preceded by "will," "would," "should," "could" or "may." Forward-looking statements are based on management's current expectations regarding economic, legislative, and regulatory issues that may affect our earnings in future periods. Factors that could cause future results to vary materially from current management expectations include, but are not limited to, general economic conditions and the economic uncertainty in the United States and abroad, including economic or other disruptions to financial markets caused by acts of terrorism, war, impacts from inflation, supply chain disruptions, changes in interest rates (including the actions taken by the Federal Reserve to control inflation), California's unemployment rate, deposit flows, real estate values, and expected future cash flows on loans and securities; the impact of adverse developments at other banks, including bank failures, that impact general sentiment regarding the stability and liquidity of banks; costs or effects of acquisitions; competition; changes in accounting principles, policies or guidelines; changes in legislation or regulation; natural disasters (such as wildfires and earthquakes in our area); adverse weather conditions; interruptions of utility service in our markets for sustained periods; and other economic, competitive, governmental, regulatory and technological factors (including external fraud and cybersecurity threats) affecting our operations, pricing, products and services; and successful integration of acquisitions. These and other important factors detailed in various securities law filings made periodically by Bancorp, copies of which are available from us at no charge. Forward-looking statements speak only as of the date they are made. Bancorp undertakes no obligation to release publicly the result of any revisions to these forward-looking statements that may be made to reflect events or circumstances that occur after the date of this press release or to reflect the occurrence of unanticipated events.

GAAP to Non-GAAP Financial Measures

This presentation includes some non-GAAP financial measures as shown in the Appendix of this presentation. Please refer to the reconciliation of GAAP to Non-GAAP financial measures included in our Form 8-K under Item 9 - Financial Statements and Exhibit 99.1 filed with the SEC on October 28, 2024.

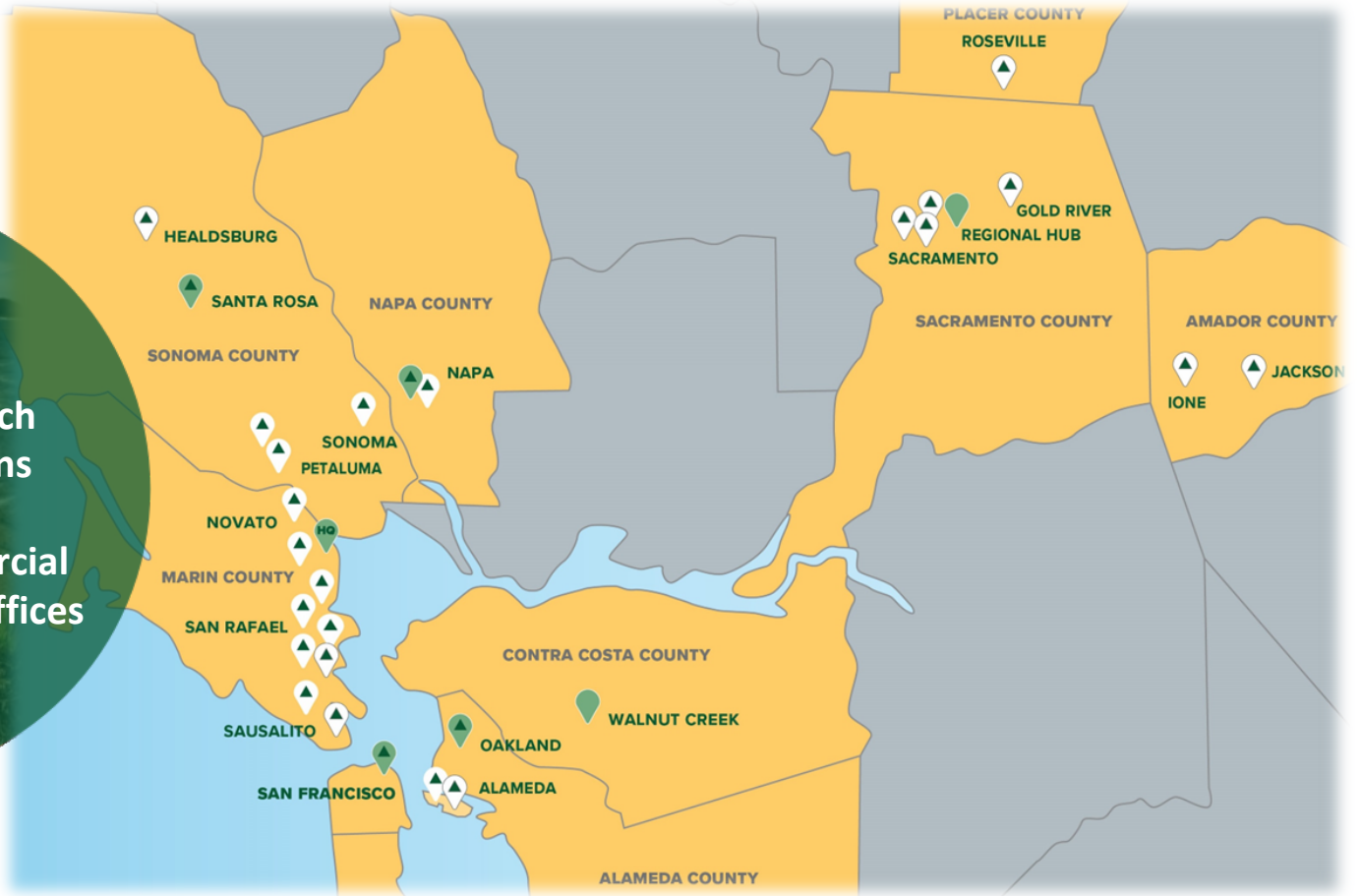
Bank of Marin Bancorp



BMRC AT A GLANCE

BMRC <small>NASDAQ</small>	Novato, CA <small>Headquarters</small>
\$3.8 Billion <small>Total Assets</small>	\$323.1 Million <small>Market Cap</small>
16.40% <small>Total RBC</small>	4.98% <small>Dividend Yield</small>

Data as of 9/30/24



Relationship Banking

Build strong, long-term customer relationships based on trust, integrity and expertise, inspiring loyalty through exceptional service.



Disciplined Fundamentals

Apply a disciplined business approach with sound banking practices, high quality products, and consistent fundamentals ensuring continued strong results.



Community Commitment

Give back to the communities that we serve through active employee volunteerism, nonprofit board leadership and financial contributions.

Third Quarter 2024 Highlights



Activities

- Originated \$28.2 million of new loans
- Acquired \$35.7 million residential real estate loan pool, as previously announced
- Began selected deposit rate reductions mid-August, reducing spot rate on non-deposit-network, interest-bearing deposits 18 bps while balances went up approximately \$10.4 million by September 30th
- Purchased \$114.5 million available-for-sale securities with proceeds from Q2 balance sheet repositioning and saw \$7.9 million improvement in unrealized losses on available-for-sale securities



Capital

- Bancorp total risk-based capital remained strong at 16.4%
- Bancorp TCE / TA of 9.7%, 8.2% when adjusted for HTM securities¹
- Tax-equivalent net interest margin increased to 2.70% from 2.52%, reflecting higher average earning asset yields from Q2 balance sheet restructuring
- Tax-equivalent yield on interest-earning assets of 4.04%, up 20 bps
- Total cost of deposits stable at 1.46% (interest-bearing 2.63%) for Q3 and trending down at 1.43% (interest-bearing 2.59%) for the month of September
- Book value per share increased to \$27.17 and tangible book value per share¹ similarly increased to \$22.46 largely due to stock repurchase of 220 thousand shares and improvement in unrealized losses on available-for-sale securities



Key Operating Trends

- Total deposits increased 3.0%
- Non-interest bearing deposits increased by \$55.7 million and remained a strong 44.5% of total deposits
- Uninsured deposits estimated to represent 28% of total deposits
- Immediately available net funding \$1.9 billion representing 208% coverage of estimated uninsured deposits



Deposits and Liquidity

- No provision for credit losses
- Non-accrual loans of 1.91% (from 1.62% last quarter) of total loans, due largely to one relationship totaling \$8.1 million moved to non-accrual status in Q3 due to ongoing renewal negotiations, no actual loss anticipated
- Non-accrual loan payoff of \$1.8 million including all accrued interest and fees
- Classified loans stable with minimal migration and down to 2.51% (from 2.63% last quarter) of total loans due to payoff above

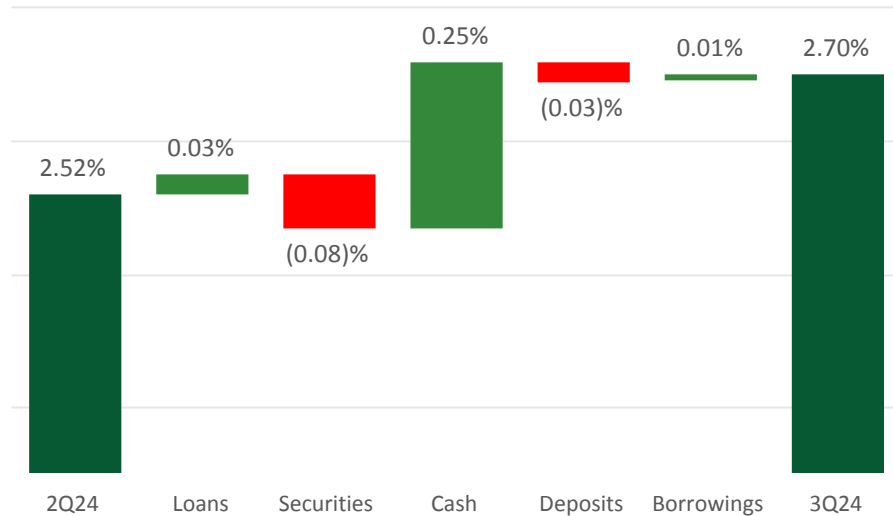


Credit Quality

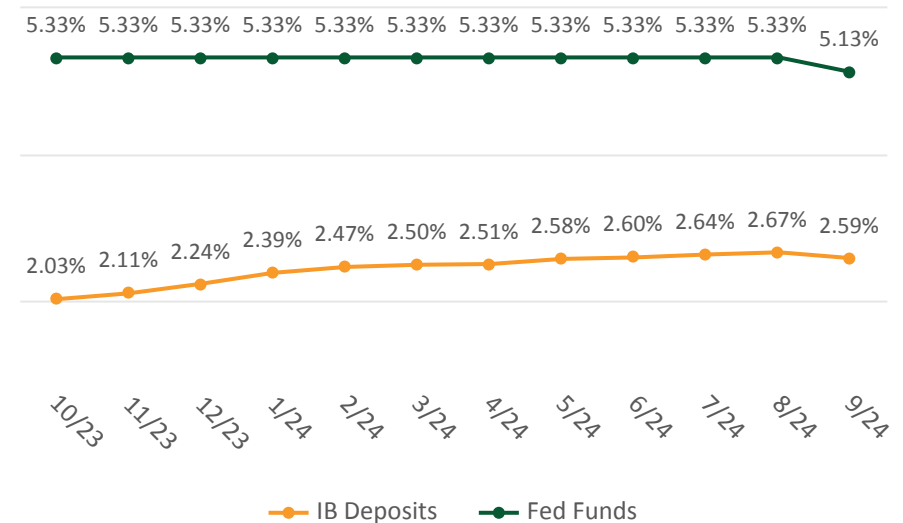
Net Interest Margin Drivers

- Linked-quarter NIM increased 18 bps due primarily to higher rates on loans and higher interest-bearing cash balances, partially offset by lower securities balances and higher deposit rates
- The Bank began deposit rate cuts in August and accelerated in September
- As a result, the quarter-over-quarter increase in cost of deposits decelerated, increasing only by 1 bp compared to 7 bps last quarter. Linked-month cost of deposits reduced by 5 bps in September
- Over time, we expect these cuts to offset declines in yields of floating rate assets
- Our practice is to use conservative modeled beta assumptions relative to actuals for both rising and falling environments, and we make adjustments as needed to reflect repricing expectations

Net Interest Margin Linked-Quarter Change



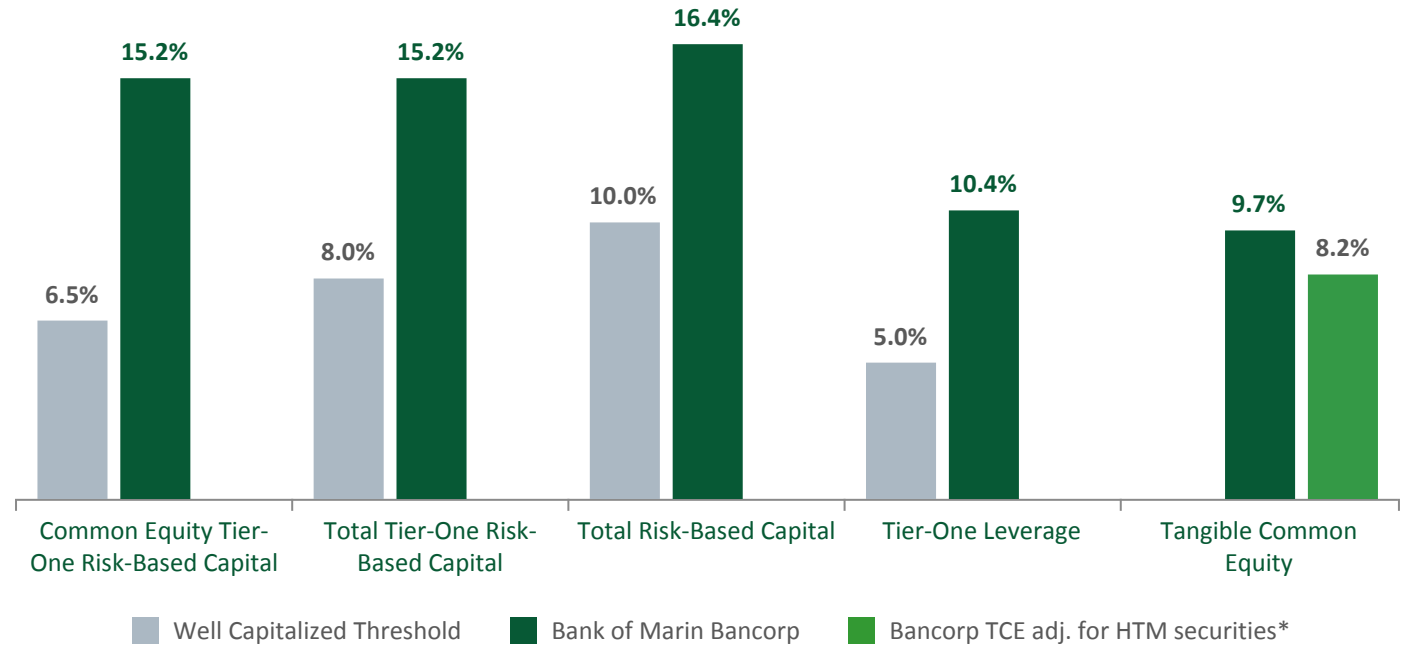
Average Monthly Cost of IB Deposits vs. Fed Funds



Robust Capital Ratios

As of 9/30/24

- We maintained high capital levels and are in a position of strength
- Total risk-based capital of 16.4%
- Tangible common equity ratio of 9.7%
- Stock repurchases of 220,000 shares totaling \$4.2 million in 3Q24



Strong Liquidity: \$1.9 Billion in Net Availability

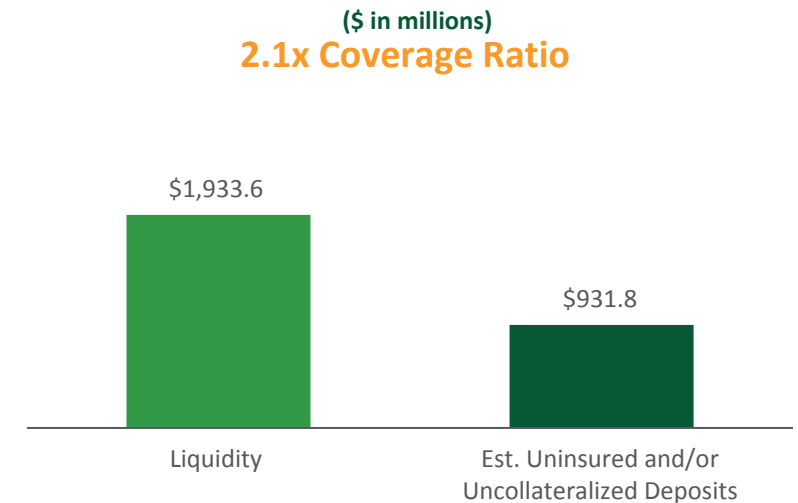
- Immediately available contingent funding represented 208% of September 30, 2024 estimated uninsured and/or uncollateralized deposits
- The Bank has long-established minimum liquidity requirements regularly monitored using metrics and tools similar to larger banks, such as the liquidity coverage ratio and multi-scenario, long-horizon stress tests
- Deposit outflow assumptions for liquidity monitoring and stress testing are conservative relative to actual experience

At September 30, 2024				
(\$ in millions)	Total Available	Amount Used	Net Availability	
Internal Sources				
Unrestricted Cash ¹	\$ 204.9	N/A	\$	204.9
Unencumbered Securities	302.3	N/A		302.3
External Sources				
FHLB line of credit	923.6	—		923.6
FRB line of credit	377.8	—		377.8
Lines of credit at correspondent banks	125.0	—		125.0
Total Liquidity	\$ 1,933.6	\$ —	\$	1,933.6

¹ Excludes cash items in transit

Note: Access to brokered deposit purchases through networks such as Intrafi and Reich & Tang and brokered CD sales not included above

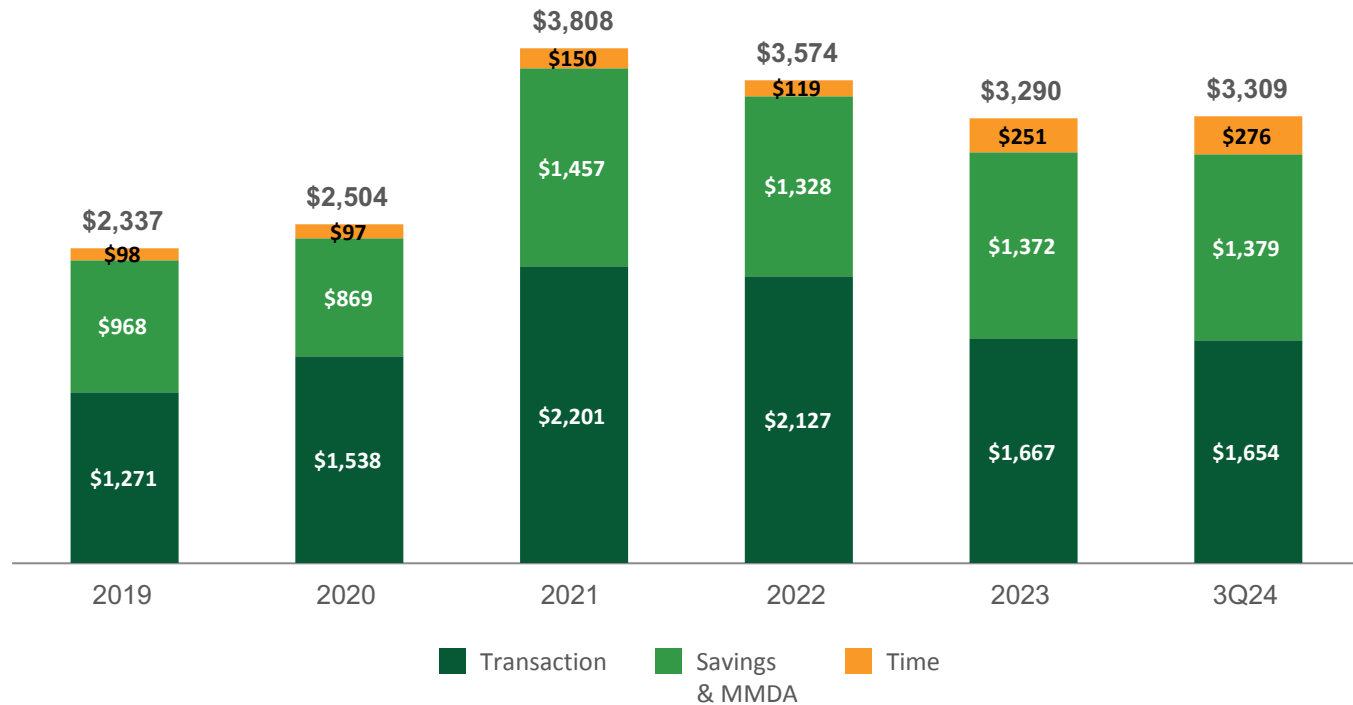
Liquidity & Uninsured Deposits



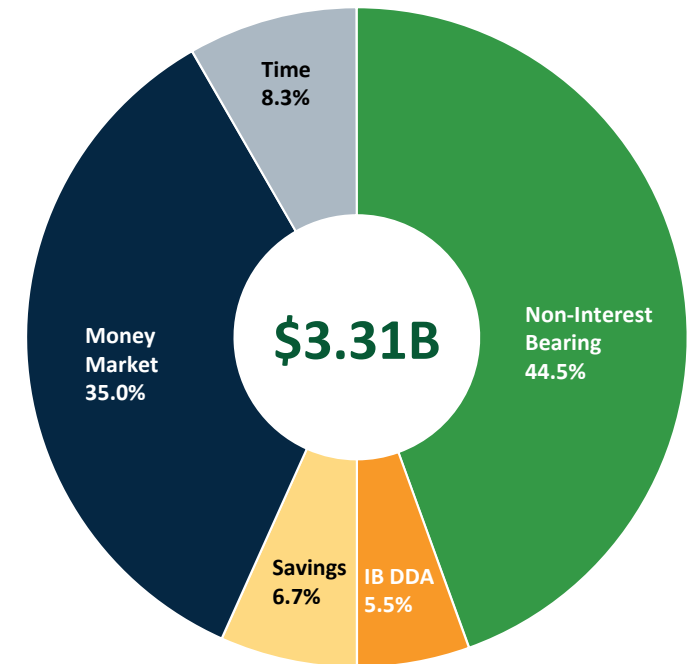
Strong Deposit Franchise

- Deposit mix continues to favor a high percentage of non-interest bearing deposits
- Total cost of deposits was 1.46% (interest-bearing 2.63%) for Q3 and 1.43% (interest-bearing 2.59%) for the month of September
- Bank began targeted deposit rate reductions mid-August with insignificant attrition
- Our time deposits are not derived from brokered CD markets or advertised CD specials

Total Deposits (\$ in millions)



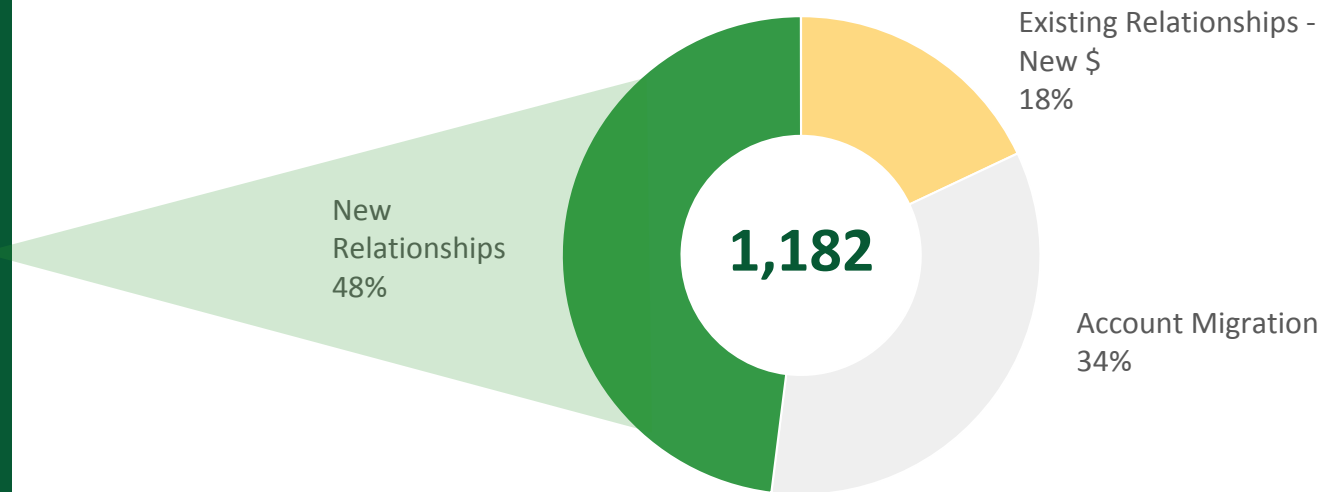
Total Deposit Mix at 3Q24



Granular Deposit Account Composition

- 48% of new accounts consisted of new relationships to the Bank
- 59% of new accounts were non-interest bearing by count
- 71% of new accounts were interest-bearing in dollars at a weighted average rate of 2.76%
- Reciprocal deposit network program (expanded FDIC insurance products) utilization increased notionally by \$30.9 million

New Accounts Mix (by count) 3Q24



Deposit Accounts Mix - Consumer vs Business 3Q24

(in thousands; except for # of Accounts)

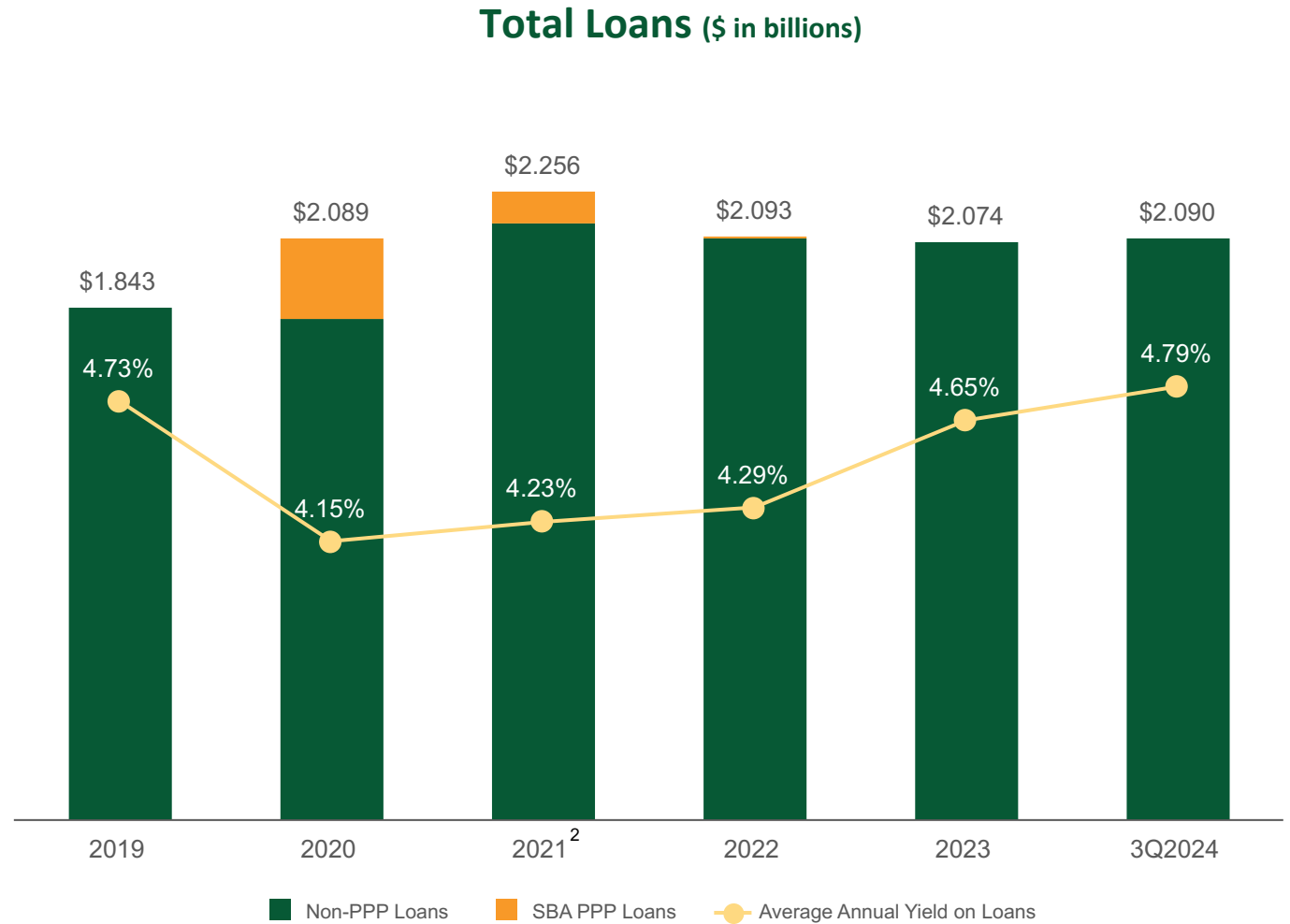
	Interest Bearing	Non-Interest	Total
Consumer			
Account Balances	\$ 971,581	\$ 334,178	\$ 1,305,759
# of Accounts	15,363	17,544	32,907
Avg Balance Per Account	\$ 63	\$ 19	\$ 40
Business			
Account Balances	\$ 863,552	\$ 1,133,147	\$ 1,996,699
# of Accounts	3,764	11,465	15,229
Avg Balance Per Account	\$ 229	\$ 99	\$ 131

*Excludes internal operating accounts such as holding company cash and deposit settlement accounts totaling \$6.8 million

Prudent, Sustainable Model for Loan Growth

- Loan originations were at yields higher than those on paid off loans
- Notable pipeline growth and diversification from key hires, enhanced compensation, and calling programs
- Sound underwriting produces a high-quality loan portfolio with low credit costs and stable earnings through cycles
- Extending credit and serving the needs of existing clients while ensuring new opportunities present the appropriate levels of risk and return

Five-year compound annual loan growth rate: 3.4%¹



¹ Compounded annual growth rate from September 30, 2019 to September 30, 2024

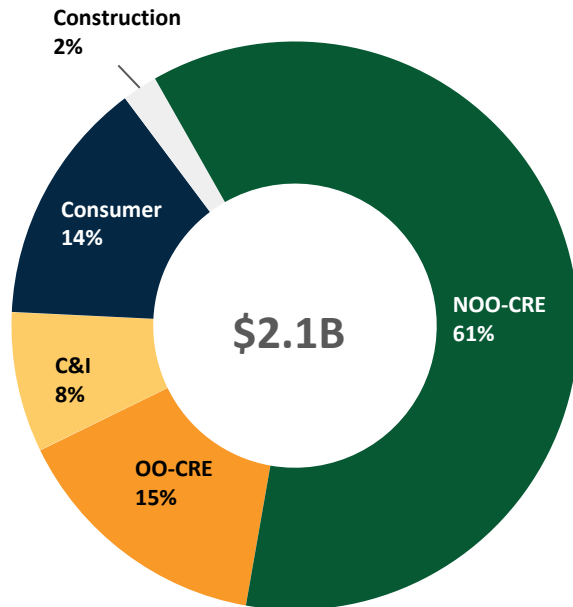
² Includes American River Bank loans acquired in 3Q21

Well-diversified Loan Portfolio

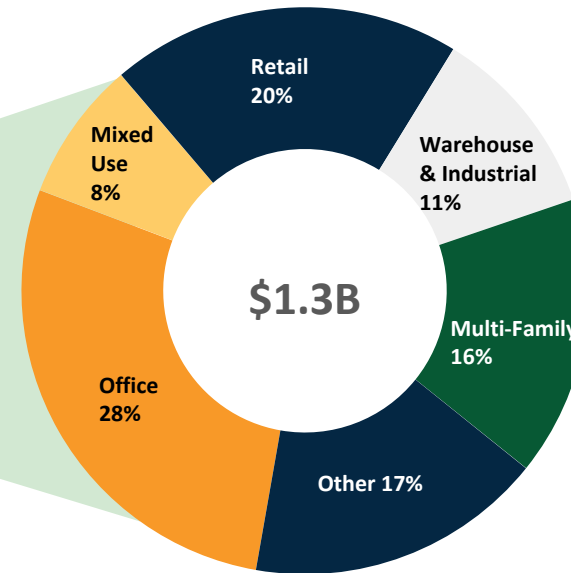
As of 9/30/24 - No material changes from 2Q24

- Loan portfolio is well-diversified across borrowers, industries, loan and property types within our geographic footprint
- 86% of all loans and 93% of loans excluding nonprofit organizations are guaranteed by owners of the borrowing entities
- Non-owner occupied commercial real estate is well-diversified by property type with 88% of loans (90% of loans excluding nonprofit organizations) being guaranteed by owners of the borrowing entities
- Since 2001, net charge-offs for all NOO CRE and OO CRE totals \$1.6 million
- Construction loans represent a small portion of the overall portfolio

3Q24 Total Loans



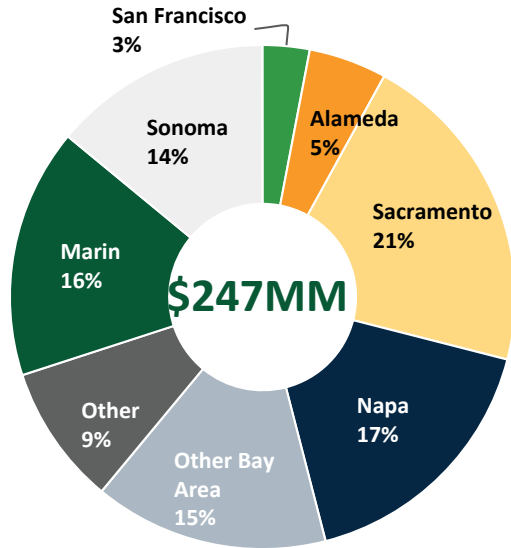
3Q24 Total NOO-CRE Loans



NOO CRE Portfolio Diversified Across Property Type & County

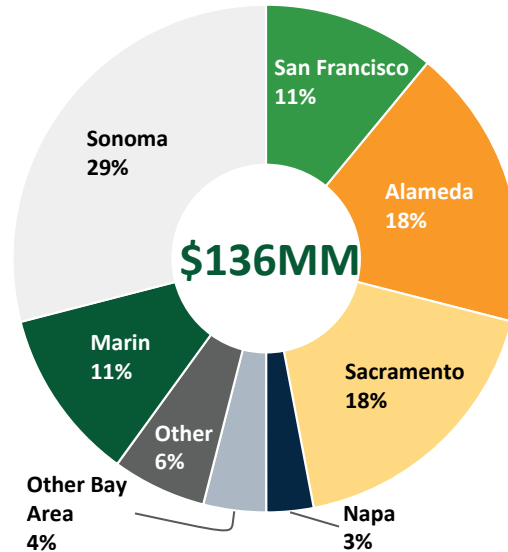
As of 9/30/24 - No material changes from 2Q24

Retail 3Q24



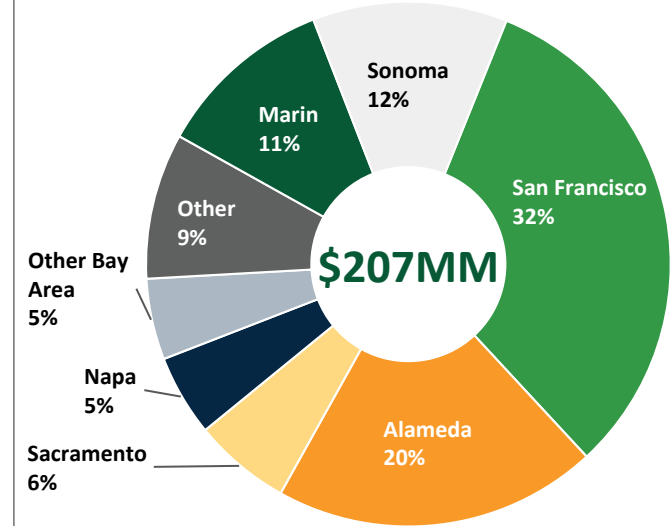
Average Balance: \$1.8MM
 Largest Balance: \$13.8MM
 Total # of Loans: 141
 Wtd. Avg. LTV*: 58%

Warehouse & Industrial 3Q24



Average Balance: \$1.9MM
 Largest Balance: \$14.6MM
 Total # of Loans: 73
 Wtd. Avg. LTV*: 55%

Multifamily 3Q24



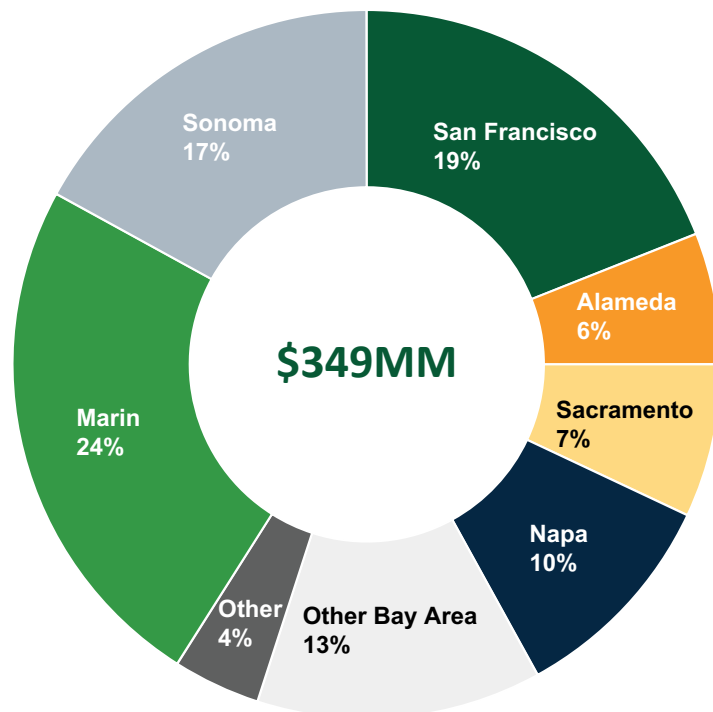
Average Balance: \$1.7MM
 Largest Balance: \$21.6MM
 Total # of Loans: 121
 Wtd. Avg. LTV*: 63%

Non-owner Occupied Office Exposure

As of 9/30/24 - No material changes from 2Q24

- \$349 million in credit exposure spread across our lending footprint comprised of 144 loans
- \$2.4 million average loan balance – largest loan at \$16.4 million
- 59% weighted average loan-to-value and 1.60x weighted average debt-service coverage ratio*
- City of San Francisco NOO CRE office exposure is 3% of total loan portfolio and 5% of total NOO CRE loans

NOO CRE Office Portfolio by County



City of S.F. NOO CRE Office Portfolio

Total Balance:	\$62.5 million
Average Loan Bal:	\$5.2 million
Number of Loans:	12 loans
Wtd. Average LTV*:	65%
Wtd. Average DCR:	1.04x
Average Occupancy:	81%

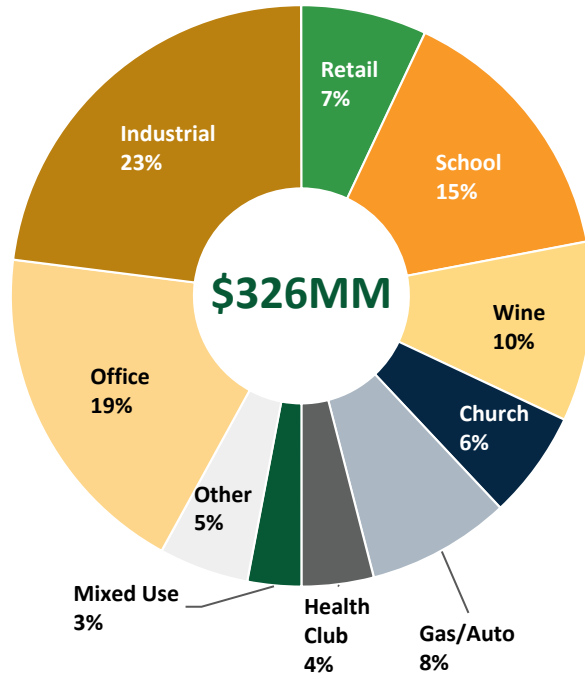
11 of the 12 loans are secured by low rise buildings and one loan is secured by a 10 story building

Note: Shortly after quarter end, one loan for \$7.2 million was reclassified to OO CRE. For the purpose of this presentation, this loan has been moved to the OO CRE category.

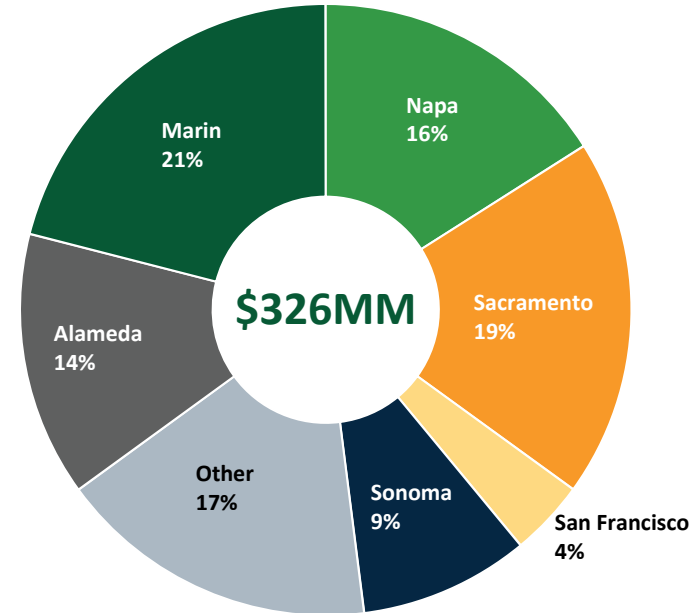
Owner-Occupied CRE Portfolio

As of 9/30/24 - No material changes from 2Q24

OO CRE by Type 3Q24



OO CRE by County 3Q24



Average Balance:	\$1.1MM
Largest Loan:	\$15.2MM
Wtd. Avg. LTV*:	47%
Total Balance:	\$325.9MM
Total Loans:	299

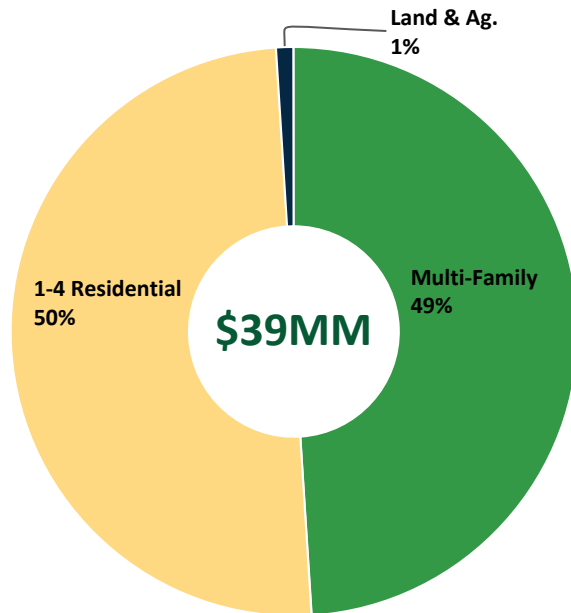
Note: Shortly after quarter end, one loan for \$7.2 million was reclassified from NO OCRE to OO CRE. For the purpose of this presentation, this loan has been included above under the OO CRE category.

Construction Portfolio Concentrations

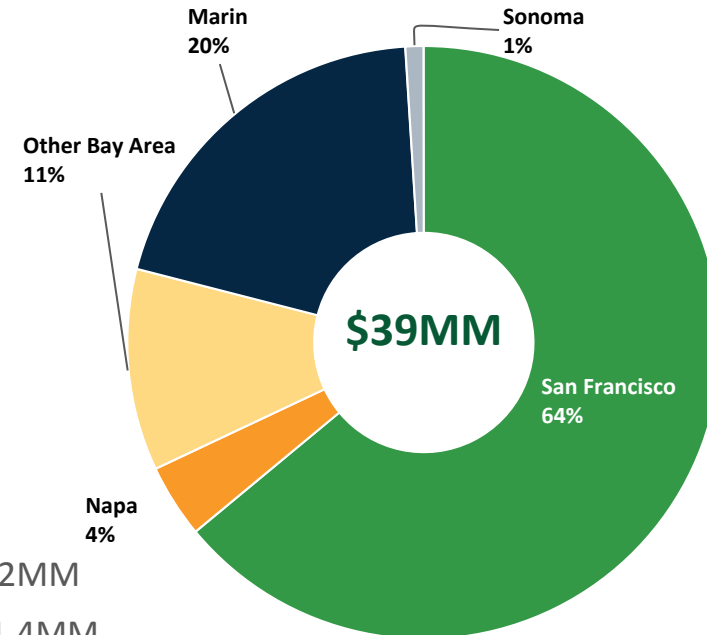
As of 9/30/24

- Construction loans decreased by a net \$11.9 million since 2Q24 primarily from two project completions that converted to NOO CRE
- The completions were in San Francisco County, decreasing the county concentration to 64% from 77%

Construction by Type 3Q24



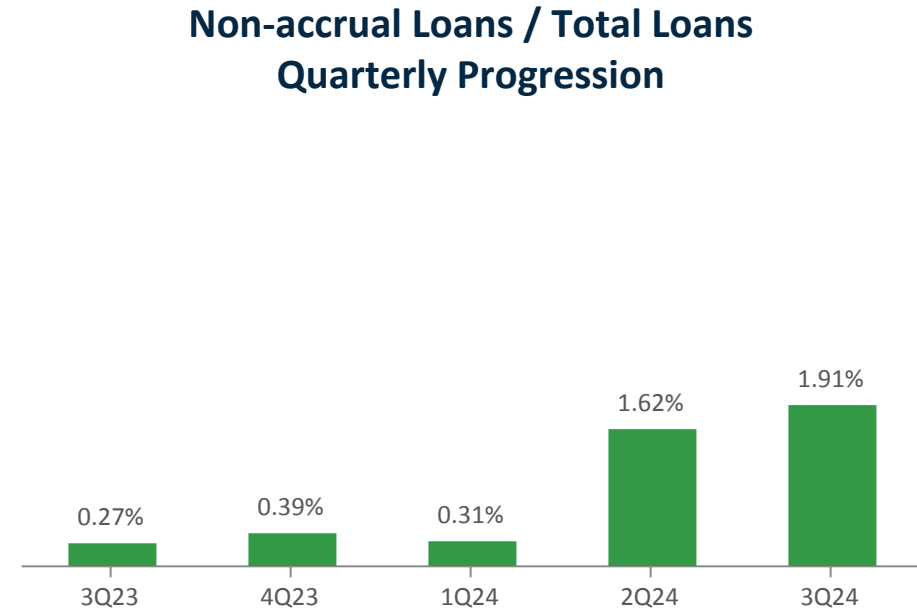
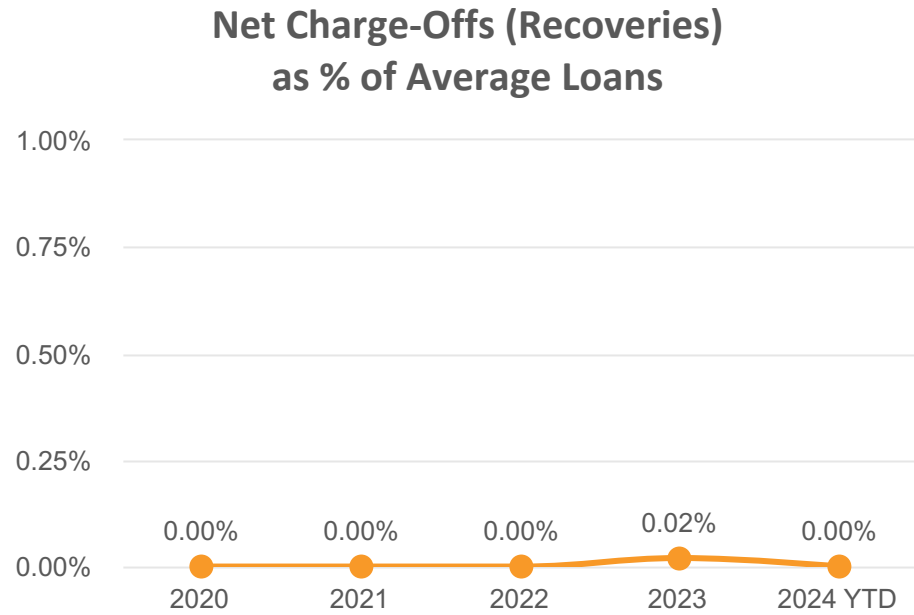
Construction by County 3Q24



Average Balance:	\$3.2MM
Largest Loan:	\$11.4MM
Wtd. Avg. LTV*:	67%
Total Balance:	\$39.3MM
Unfunded Commitments:	\$9.7MM
Total Loans:	12

History of Strong Asset Quality

- Allowance for credit losses to total loans of 1.47%, consistent with prior quarter
- Non-accrual balances increased largely due to one \$8.1 million NOO CRE loan which moved to non-accrual while renewal negotiations remain ongoing. Management believes there is no expectation of actual loss related.
- Consistent, robust credit culture and underwriting principles support strong asset quality
- Net charge-offs have consistently been negligible for the last five years due to strong underwriting fundamentals, except that in 4Q23 charge-offs included \$406 thousand charged to the allowance due to the sale of an acquired loan.



Low Refinance Risk in NOO CRE Portfolio through 2025

- We conducted a **DEEP DIVE** on loans maturing or repricing before year-end 2025 *
- **PORTFOLIO IS WELL-POSITIONED TO ABSORB HIGHER RATE ENVIRONMENT AT MATURITY OR REPRICING DATE**
- Wtd. Avg. DSC Assumptions for Maturing Loans: Current market interest rate + spread of 3.00%, fully drawn commercial real estate lines of credit, 25-year amortization
- Wtd. Avg. DSC Assumptions for Repricing Loans: Current market interest rate + contractual spread, fully drawn commercial real estate lines of credit, remaining amortization on each loan

Maturing Loan Commitments > \$1.0MM					
	# of loans	Commitment	Outstanding Balance	Wtd. Avg. Rate	Wtd. Avg. DSC
2024	4	\$10.6MM	\$10.6MM	4.32%	2.91x
2025	26	\$84.5MM	\$79.3MM	5.01%	1.44x
TOTAL	30	\$106.3MM	\$99.1MM		

Repricing Loan Commitments > \$1.0MM					
	# of loans	Commitment	Outstanding Balance	Wtd. Avg. Rate	Wtd. Avg. DSC
2024	4	\$12.8MM	\$12.8MM	4.43%	1.35x
2025	17	\$34.5MM	\$34.5MM	4.47%	1.58x
TOTAL	21	\$54.0MM	\$54.0MM		

Loans & Securities — Repricing & Maturity

\$ in millions, unless otherwise indicated

Total Loans¹

* at 9/30/2024

	Repricing Term							Total	Rate Structure				
	3 mo or less	3-12 mos	1-3 years	3-5 years	5-15 years	Over 15 years	Floating Rate		Variable Rate	Variable Rate at Floor	Variable Rate at Ceiling	Fixed Rate	
C&I	\$ 62.2	\$ 24.2	\$ 12.3	\$ 32.6	\$ 26.5	\$ 2.6	\$ 160.4	\$ 54.0	\$ 11.9	\$ 23.4	\$ —	\$ 71.1	
Real estate:													
Owner-occupied CRE	0.3	9.3	38.3	61.7	202.1	7.0	318.7	0.2	36.6	97.1	—	184.8	
Non-owner occupied CRE	19.0	60.0	214.7	271.5	688.1	13.1	1,266.4	7.8	102.8	347.8	—	808.0	
Construction	2.2	31.8	5.3	—	—	—	39.3	2.2	—	2.0	15.3	19.8	
Home equity	0.6	85.2	—	—	0.7	—	86.5	85.8	—	—	—	0.7	
Other residential	—	7.0	1.0	0.6	1.5	140.5	150.6	—	8.4	106.6	—	35.6	
Installment & other consumer	0.3	2.8	7.8	3.1	53.2	1.0	68.2	0.6	8.9	9.3	—	49.4	
Total	\$ 84.6	\$ 220.3	\$ 279.4	\$ 369.5	\$ 972.1	\$ 164.2	\$2,090.1	\$150.6	\$168.6	\$586.2	\$ 15.3	\$1,169.4	
% of Total	4 %	11 %	13 %	18 %	47 %	7 %	100 %	7 %	8 %	28 %	1 %	56 %	
Weighted Average Rate	8.24 %	7.26 %	4.82 %	5.15 %	4.35 %	4.69 %	5.04 %						

¹ Amounts represent amortized cost. Based on maturity date for fixed rate loans and variable rate loans at their floors and ceilings and next repricing date for all other variable rate loans. Does not include prepayment assumptions.

Investment Securities²

* at 9/30/24

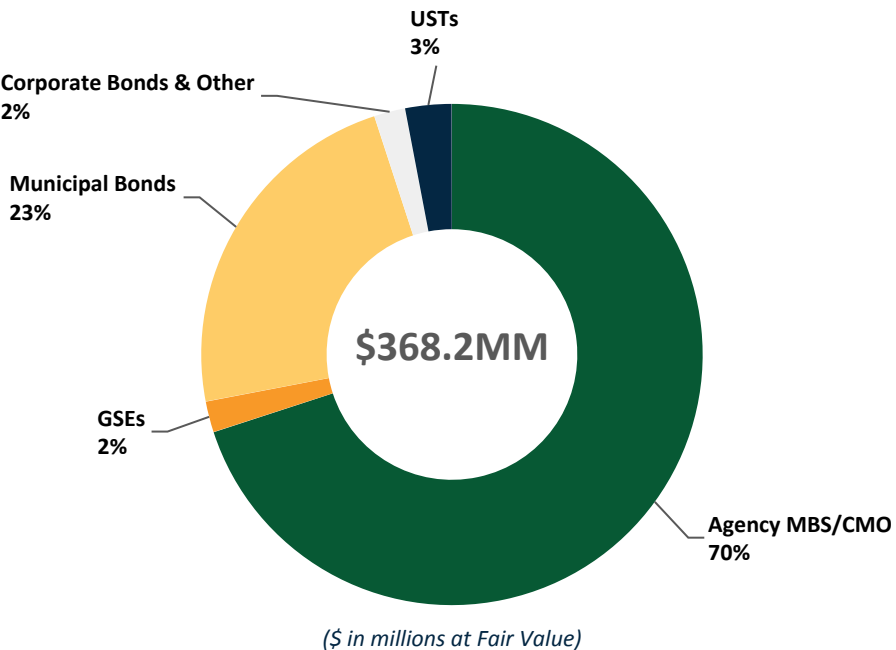
Maturity & Projected Cash Flow Distribution							
	3 mo or less	3-12 mos	1-3 years	3-5 years	5-10 years	Over 10 years	Total
Principal (par) & interest	\$ 26.3	\$ 204.2	\$ 254.8	\$ 265.1	\$ 458.8	\$ 269.6	\$ 1,478.8
% of Total	2 %	14 %	17 %	18 %	31 %	18 %	100 %

² Includes both available-for-sale and held-to-maturity investment securities with prepayment assumptions applied

High-Quality Securities Portfolio Generates Cash Flow

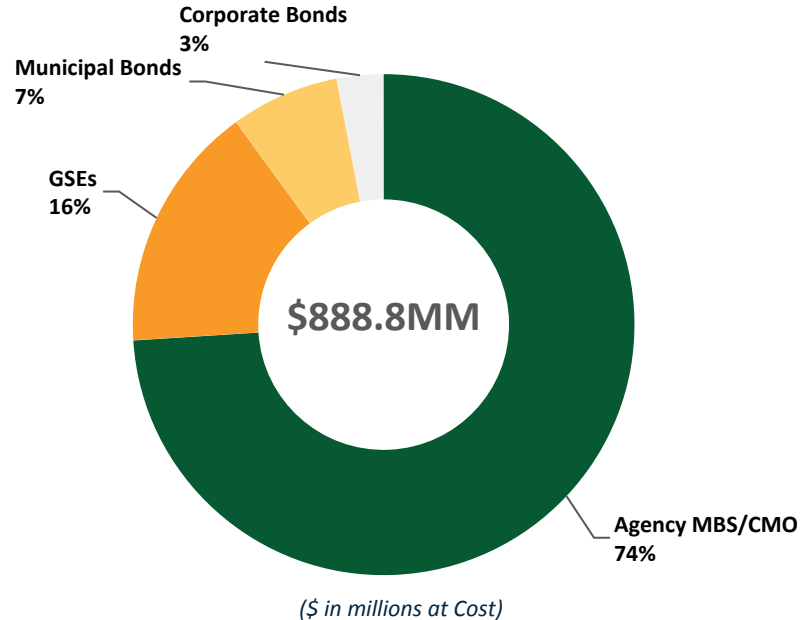
Data as of 9/30/24

AFS Securities Portfolio



Average Yield¹ — 3.29%
 Approx. Effective Duration — 3.58
 Unrealized Losses (after tax) — \$17.5 million
 TCE Bancorp — 9.7%

HTM Securities Portfolio



Average Yield — 2.45%
 Approx. Effective Duration — 5.35
 Unrealized Losses (after tax) — \$70.8 million
 TCE Bancorp w/ HTM — 8.2%²

¹ Taxable equivalent
² See Reconciliation of Non-GAAP Financial Measures in the Appendix



Bank of Marin Bancorp

Appendix



Reconciliation of GAAP to Non-GAAP Financial Measures

(in thousands, except per share amounts; unaudited)	September 30, 2024	
Tangible Common Equity - Bancorp		
Total stockholders' equity	\$	436,960
Goodwill and core deposit intangible		(75,782)
Total TCE	a	361,178
Unrealized losses on HTM securities, net of tax ¹		(70,837)
Unrealized losses on HTM securities included in AOCI, net of tax ²		7,951
TCE, net of unrealized losses on HTM securities (non-GAAP)	b	\$ 298,292
Total assets	\$	3,792,833
Goodwill and core deposit intangible		(75,782)
Total tangible assets	c	3,717,051
Unrealized losses on HTM securities, net of tax ¹		(70,837)
Unrealized losses on HTM securities included in AOCI, net of tax ²		7,951
Total tangible assets, net of unrealized losses on HTM securities (non-GAAP)	d	\$ 3,654,165
Bancorp TCE ratio	a / c	9.7 %
Bancorp TCE ratio, net of unrealized losses on HTM securities (non-GAAP)	b / d	8.2 %
Tangible Book Value Per Share		
Common shares outstanding	e	16,083
Book value per share	\$	27.17
Tangible book value per share	a / e	\$ 22.46
For further discussion about these non-GAAP financial measures, refer to our Form 8-K under Item 9 - Financial Statements and Exhibit 99.1 filed with the SEC on October 28, 2024.		

¹ Unrealized losses on held-to-maturity securities as of September 30, 2024 of \$100.6 million, including the unrealized losses that resulted from the transfer of securities from AFS to HTM, net of an estimated \$29.8 million in deferred tax benefits based on a blended state and federal statutory tax rate of 29.56%.

² The remaining unrealized losses that resulted from the transfer of securities from AFS to HTM, net of an estimated \$3.3 million in deferred tax benefits based on a blended state and federal statutory tax rate of 29.56% are added back as they are already included in AOCI.

Reconciliation of GAAP to Non-GAAP Financial Measures (Excluding Loss on Sale of Securities)

(in thousands, except per share amounts; unaudited)	Three months ended		Nine months ended	
	September 30, 2024	June 30, 2024	September 30, 2024	September 30, 2023
Net (loss) income				
Net (loss) income (GAAP)	\$ 4,570	\$ (21,902)	\$ (14,410)	\$ 19,285
Adjustments:				
Losses on sale of investment securities from portfolio repositioning	—	32,542	32,542	—
Related income tax benefit	—	(9,620)	(9,620)	—
Adjustments, net of taxes	—	22,922	22,922	—
Comparable net income (non-GAAP)	\$ 4,570	\$ 1,020	\$ 8,512	\$ 19,285
Diluted (loss) earnings per share				
Weighted average diluted shares	16,066	16,108	16,076	16,017
Diluted (loss) earnings per share (GAAP)	\$ 0.28	\$ (1.36)	\$ (0.90)	\$ 1.20
Comparable diluted earnings per share (non-GAAP)	\$ 0.28	\$ 0.06	\$ 0.53	\$ 1.20
Return on average assets				
Average assets	\$ 3,763,660	\$ 3,751,159	\$ 3,775,320	\$ 4,119,130
Return on average assets (GAAP)	0.48 %	(2.35)%	(0.51)%	0.63 %
Comparable return on average assets (non-GAAP)	0.48 %	0.11 %	0.30 %	0.63 %
Return on average equity				
Average stockholders' equity	\$ 435,645	\$ 432,692	\$ 434,773	\$ 424,606
Return on average equity (GAAP)	4.17 %	(20.36)%	(4.43)%	6.07 %
Comparable return on average equity (non-GAAP)	4.17 %	0.95 %	2.62 %	6.07 %
Efficiency ratio				
Non-interest expense	\$ 20,417	\$ 21,894	\$ 63,480	\$ 60,192
Net interest income	24,269	22,467	69,430	78,497
Non-interest income (GAAP)	2,888	(29,755)	(24,113)	8,272
Losses on sale of investment securities from portfolio repositioning	—	32,542	32,542	—
Non-interest income (non-GAAP)	\$ 2,888	\$ 2,787	\$ 8,429	\$ 8,272
Efficiency ratio (GAAP)	75.18 %	(300.37)%	140.08 %	69.37 %
Comparable efficiency ratio (non-GAAP)	75.18 %	86.70 %	81.53 %	69.37 %

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