

July 2016



has agreed to acquire



The undersigned served as exclusive financial advisor to Monona Bankshares, Inc.

 Brookfield Investment Partners LLC

Transaction Information

- **Date Announced:** July 29, 2016
- **Deal Value / Consideration:** Undisclosed
- **Closing:** Fourth Quarter 2016
- **Additional Details:** Monona will continue to operate all of Middleton's five branches, which bring the total number of locations to nine. The combined bank's headquarters will remain in Monona.

Brookfield's Role

- Brookfield Investment Partners served as Monona's exclusive financial advisor in the transaction
- During 2015, Brookfield educated Monona's Board on the M&A process to prepare them to take advantage of anticipated consolidation in the Madison, Wisconsin banking market
- Brookfield assisted Monona with financial modeling, provided pricing guidance and direction during negotiations, assisted with due diligence, and offered support to counsel during the drafting of the definitive agreement
- Unlike traditional financial advisors, Brookfield offered Monona an alternative consulting arrangement, while providing similar services throughout the M&A process. **As a result, Brookfield was able to reduce Monona's financial advisory fees by 50-60% versus median fees of similar transactions****

Financial Highlights

| (\$000s) | <u>Monona</u> | <u>Middleton</u> |
|---------------------|---------------|------------------|
| Total Assets | \$447.8 | \$293.1 |
| Total Loans | \$396.9 | \$195.4 |
| Total Deposits | \$353.4 | \$250.8 |
| LTM Core Net Income | \$3.9 | \$2.5 |
| Core ROAA | 0.90% | 0.90% |
| Core ROAE | 7.68% | 7.02% |

*Monona data as of 3/31/16. Middleton data as of 6/30/16. LTM core earnings removes the benefit from Middleton's negative loan loss provision and gain on booking the MSR asset in the 2Q'16



Brookfield Investment Partners LLC

**Exclusive of a fairness opinion, which was provided by a third party. Median financial advisor fees based on data provided by SNL Financial. Includes all M&A transactions over the past 5 years with a deal value between \$25 and \$75 million where data was readily available.