



GLACIER BANCORP, INC.

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NEWS RELEASE

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FOR IMMEDIATE RELEASE

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GLACIER BANCORP, INC. ANNOUNCES ENTRY INTO ARIZONA WITH THE ACQUISITION OF TFB BANCORP, INC. IN YUMA, ARIZONA

KALISPELL, MONTANA - Glacier Bancorp, Inc. (“Glacier” or the “Company”) (NASDAQ: GBCI) today announced the signing of a definitive agreement to acquire TFB Bancorp, Inc. (“TFB Bancorp”) (OTC Pink: TBBN), the holding company for The Foothills Bank, a community bank based in Yuma, Arizona. The acquisition marks Glacier’s 18th acquisition since 2000, its seventh announced transaction in the past four years and its first entry into the state of Arizona. The Foothills Bank provides banking services to businesses and individuals in Arizona with four banking offices located in Yuma, Prescott, and Casa Grande. As of September 30, 2016, TFB Bancorp had total assets of \$316 million, gross loans of \$257 million and total deposits of \$265 million.

The boards of Glacier and TFB Bancorp approved the transaction, which is subject to required regulatory approvals, TFB Bancorp shareholder approval, and other customary conditions of closing. The transaction provides for the payment to TFB Bancorp shareholders of a unit consisting of \$7.36152 per share in cash and 0.607387 shares of Glacier common stock. Based on the closing price of \$32.13 for Glacier shares on November 11, 2016, the transaction would result in an aggregate value of \$62.4 million, or \$26.88 per fully diluted TFB Bancorp common share. As of September 30, 2016, TFB Bancorp had tangible equity of \$37.0 million. Upon closing of the transaction, which is anticipated to take place in the first quarter of 2017, The Foothills Bank will be merged into Glacier Bank and operate as a separate banking division under its existing name and with its existing management team.

“We’re very excited to be adding The Foothills Bank to the Glacier family of banks,” stated Mick Blodnick, Glacier Bancorp’s President and Chief Executive Officer. “This is a terrific opportunity for us to enter Arizona with a highly respected and well managed community bank operating in several great market areas.” Randy Chesler, President of Glacier Bank added “With a great core deposit base, strong customer relationships, and a talented management team and staff, The Foothills Bank continues to post outstanding operating results, solid growth and is one of the best performing banks in Arizona. We believe this outstanding team will be a great addition to Glacier Bank.” Blodnick noted “Arizona represents a logical and long-targeted expansion of our core footprint and offers attractive long-term growth prospects with a solid economic base of transportation and logistics, government, tourism and agriculture. In addition, the transaction will be immediately accretive to Glacier’s earnings per share, excluding one-time transaction costs.”

Mary Lynn Lenz, President and CEO of TFB Bancorp, commented, “We are excited to be partnering with the entire Glacier organization. Foothills has been serving customers in our communities for over 19 years and our commitment to those communities is very important. This partnership will allow our customers to benefit from enhanced product offerings and a greater lending ability throughout Arizona. Furthermore, our shareholders will be receiving stock in a high-performing bank that has consistently delivered incredible shareholder return and dividend payments.”

Glacier management will review additional information regarding the transaction in a conference call beginning at 9 a.m. Mountain Time on Wednesday, November 16, 2016. The call may be accessed by dialing (877) 561-2748 and the conference ID is 20835058. A slide presentation to accompany management’s commentary may be accessed from Glacier’s November 16, 2016 8-K filing with the SEC or at <http://www.snl.com/IRWebLinkX/presentations.aspx?iid=1023792>.

Glacier was advised in the transaction by D.A. Davidson & Co. as financial advisor and Miller Nash Graham & Dunn LLP as legal counsel. TFB Bancorp was advised by Keefe, Bruyette & Woods, a Stifel Company, as financial advisor, and Hogan Lovells US LLP as legal counsel.

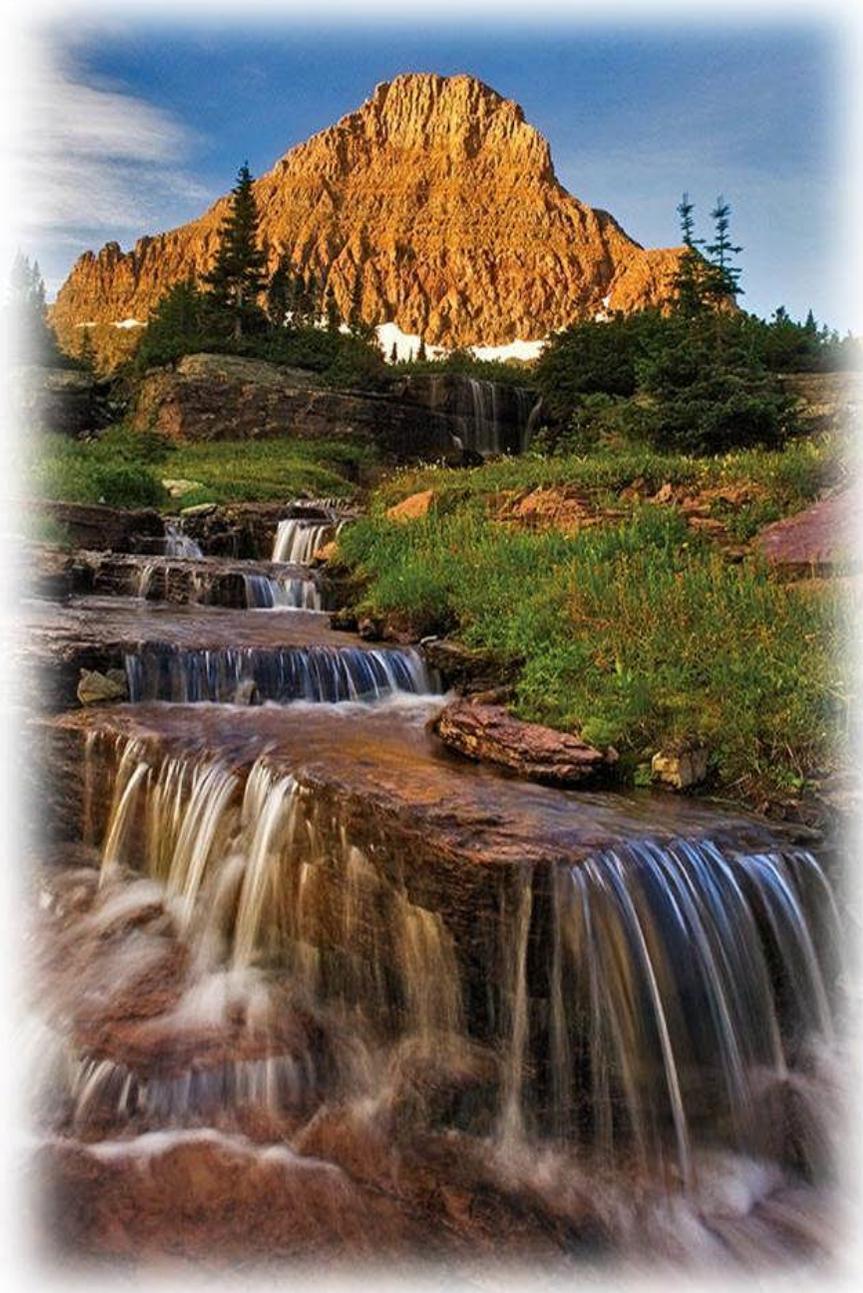
About Glacier Bancorp, Inc.

Glacier Bancorp, Inc. is a regional bank holding company providing commercial banking services in 88 communities in Montana, Idaho, Utah, Washington, Wyoming and Colorado. Glacier Bancorp, Inc. is headquartered in Kalispell, Montana and is the parent company for Glacier Bank, Kalispell and Bank divisions First Security Bank of Missoula; Valley Bank of Helena; Big Sky Western Bank, Bozeman; Western Security Bank, Billings; and First Bank of Montana, Lewistown, all operating in Montana; as well as Mountain West Bank, Coeur d’Alene operating in Idaho, Utah and Washington; Citizens Community Bank, Pocatello, operating in Idaho; 1st Bank, Evanston, operating in Wyoming and Utah; First Bank of Wyoming, Powell and First State Bank, Wheatland, each operating in Wyoming; North Cascades Bank, Chelan, operating in Washington; and Bank of the San Juans, Durango, operating in Colorado.

Visit Glacier’s website at <http://www.glacierbancorp.com>

Forward-Looking Statements

This news release includes forward-looking statements, which describe management’s expectations regarding future events and developments such as the benefits of the business combination transaction involving the Company and TFB Bancorp, continued success of the Company’s style of banking and the strength of the local economies in which it operates. Future events are difficult to predict, and the expectations described above are necessarily subject to risk and uncertainty that may cause actual results to differ materially and adversely. In addition to discussions about risks and uncertainties set forth from time to time in the Company’s public filings, factors that may cause actual results to differ materially from those contemplated by such forward-looking statements include, among others, the following possibilities: (1) local, national and international economic conditions are less favorable than expected or have a more direct and pronounced effect on the Company than expected and adversely affect the company’s ability to continue its internal growth at historical rates and maintain the quality of its earning assets; (2) projected business increases following strategic expansion or opening or acquiring new banks and/or branches are lower than expected; (3) costs or difficulties related to the integration of acquisitions are greater than expected; or (4) legislation or regulatory requirements or changes adversely affect the businesses in which the Company is engaged.



 **GLACIER BANCORP, INC.**
Montana, Idaho, Wyoming, Colorado, Utah & Washington

 **GLACIER
BANCORP, INC.**

**Expands into Arizona with
Acquisition of**

 **Foothills Bank**
Consider it done.

November 15, 2016



Forward Looking Statements

This presentation contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 ("PSLRA"). Such forward-looking statements include but are not limited to statements about the benefits of the business combination transaction involving Glacier Bancorp, Inc. ("Glacier Bancorp" or "Glacier") and TFB Bancorp, Inc., including future financial and operating results, the combined company's plans, objectives, expectations and intentions, and other statements that are not historical facts. These forward-looking statements are subject to risks and uncertainties that may cause actual results to differ materially from those projected, including but not limited to the following: the possibility that the merger does not close when expected or at all because required regulatory, shareholder or other approvals and other conditions to closing are not received or satisfied on a timely basis or at all; the risk that the benefits from the transaction may not be fully realized or may take longer to realize than expected, including as a result of changes in general economic and market conditions, interest and exchange rates, monetary policy, laws and regulations and their enforcement, and the degree of competition in the geographic and business areas in which Glacier Bancorp and TFB Bancorp, Inc. operate; the ability to promptly and effectively integrate the businesses of Glacier Bank and TFB Bancorp, Inc.; the reaction to the transaction of the companies' customers, employees, and counterparties; and the diversion of management time on merger-related issues. Readers are cautioned not to place undue reliance on the forward-looking statements, which speak only as of the date on which they are made and reflect management's current estimates, projections, expectations and beliefs. Glacier Bancorp undertakes no obligation to publicly revise or update the forward-looking statements to reflect events or circumstances that arise after the date of this release. This statement is included for the express purpose of invoking PSLRA's safe harbor provisions.



Transaction Overview

- **Glacier Bancorp will acquire TFB Bancorp, Inc. (“TFB Bancorp”) (OTC: TBBN), a Yuma, Arizona-based bank holding company for The Foothills Bank, with \$316 million in assets, as of September 30, 2016**
 - **Transaction marks Glacier’s first entry into the Arizona market and the seventh Glacier acquisition announcement in the past four years**

- **Each TBBN shareholder will receive a unit consisting of \$7.36152 per share in cash and 0.607387 shares of Glacier common stock**
 - **Based on the closing price of \$32.13 for Glacier shares on November 11, 2016, the transaction would result in an aggregate value of \$62.4 million, or \$26.88 per fully diluted TBBN common share.**

- **The Foothills Bank will be merged into Glacier Bank and operate as Glacier’s 14th separate banking division, continuing to do business under The Foothills Bank name**

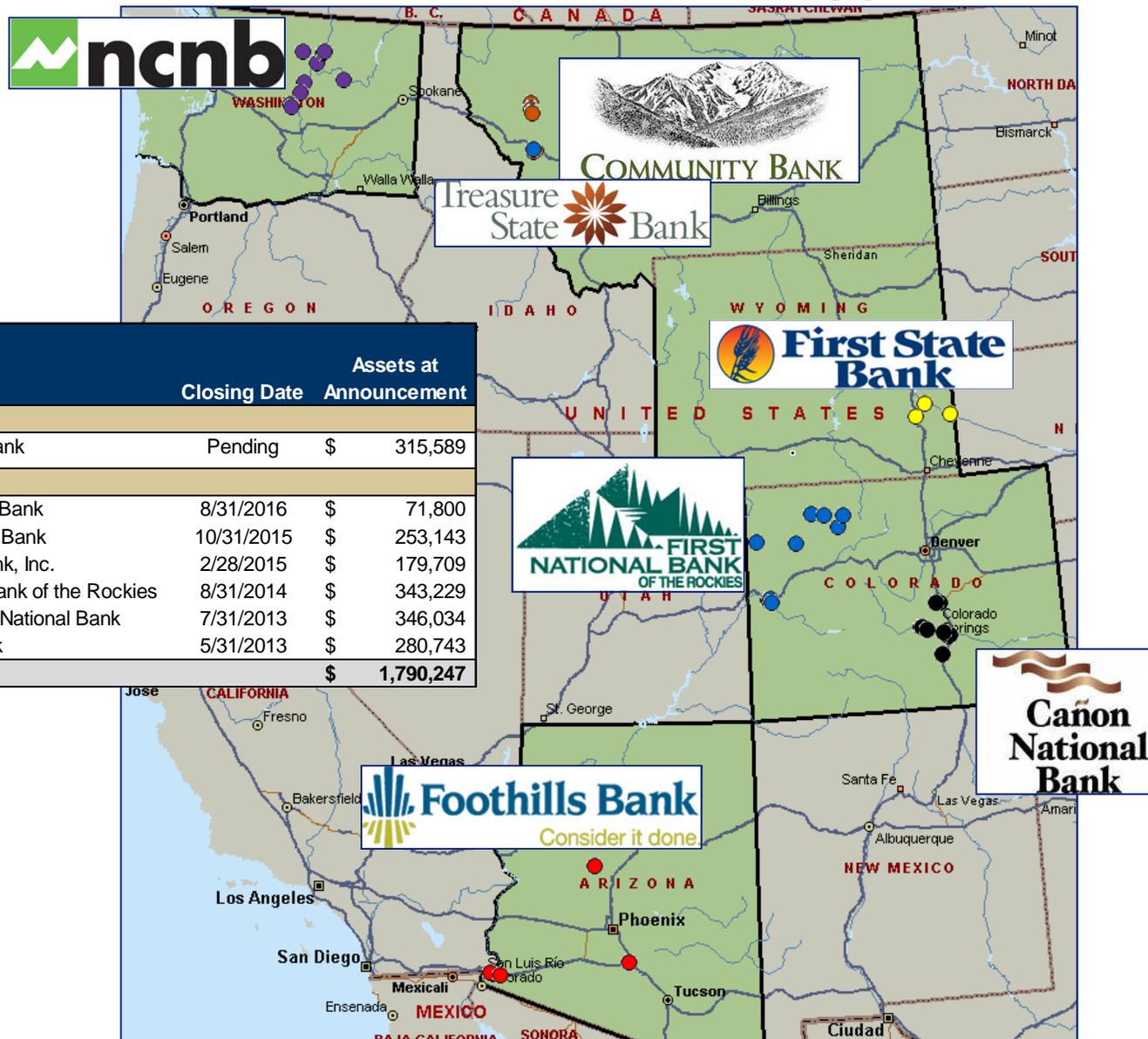
- **Management and employees of The Foothills Bank will remain in place**

- **Closing of transaction is subject to required regulatory approvals, TBBN shareholder approval, and customary closing conditions**

- **Targeted closing date is in the first quarter of 2017**



Focused M&A Strategy



Transaction	Closing Date	Assets at Announcement
Pending		
The Foothills Bank	Pending	\$ 315,589
Completed		
Treasure State Bank	8/31/2016	\$ 71,800
Cañon National Bank	10/31/2015	\$ 253,143
Community Bank, Inc.	2/28/2015	\$ 179,709
First National Bank of the Rockies	8/31/2014	\$ 343,229
North Cascade National Bank	7/31/2013	\$ 346,034
First State Bank	5/31/2013	\$ 280,743
Total		\$ 1,790,247

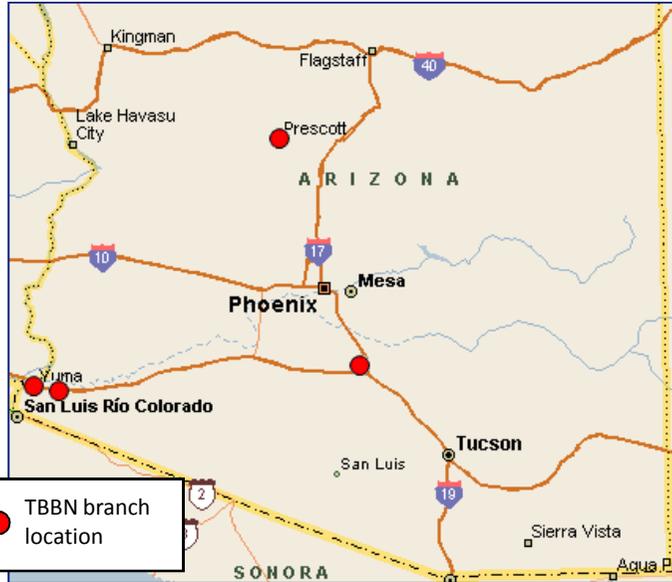
Source: SNL Financial



TFB Bancorp / The Foothills Bank



Branch Map



● TBBN branch location

TFB Bancorp Financial Overview (9/30/2016)

(\$000s)	
Total Assets	315,589
Gross Loans	257,439
Total Deposits	265,257
Noninterest-Bearing Deposits	81,680
Total Equity	41,856
Tangible Equity	36,985
LTM Net Income (9/30/2016)	3,595
Non-Performing Assets/ Total Assets ⁽¹⁾	0.77%
Non-Accrual Loans / Gross Loans	0.84%
Loan Loss Reserve / Gross Loans	1.21%
Loans / Deposits	97.1%
Year Established	1997
# of Employees (FTE)	58
# of Branches	4

Sources: Kiplinger, Company Management & SNL Financial, earnings release and call report data as of 9/30/2016

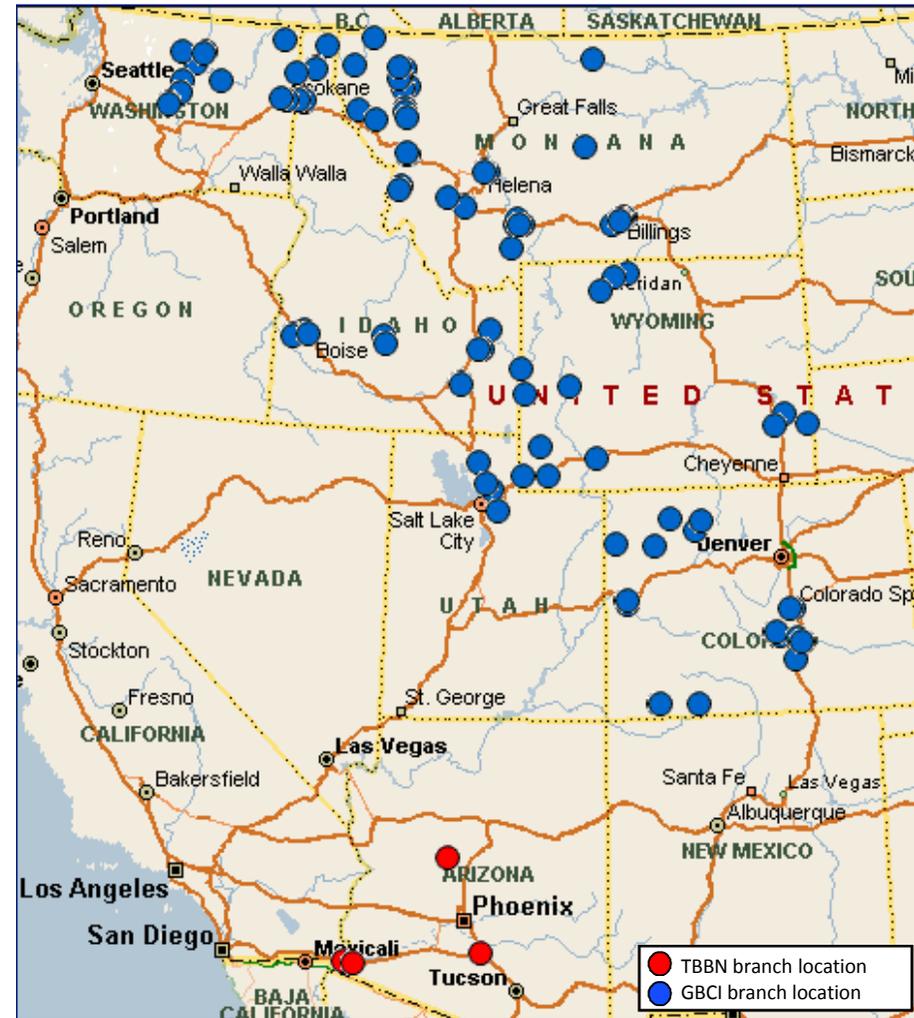
(1) NPAs include non-accrual loans, loans 90 days+ past due, and OREO

- **Founded in 1997; headquartered in Yuma, Arizona**
- **Well-managed and highly regarded community bank, with strong growth and increasing market share**
- **Arizona is one of the nation's strongest state economies**
 - 14th largest state by population with roughly 7 million residents
 - Projected to add over 84,000 new jobs in 2016; 3.2% annual job growth
- **Regional economy tied to transportation and logistics, government, tourism and agriculture**
- **67% of loans in CRE; 11% in C&D; 8% in Commercial**
- **17% total loan growth over the last twelve months ended September 2016**
- **Excellent core deposit base**
 - Average 2016 YTD cost of funds: 0.05%
 - 31% of deposits are non-interest bearing
- **Solid asset quality**
 - NPAs/ Assets⁽¹⁾ of 0.77%
 - Nonaccrual Loans/ Loans of 0.84%
- **Robust earnings**
 - 2015 net income of \$3.1 million (1.03% ROAA and 8.25% ROAE)
 - 2016 YTD net income of \$2.9 million (1.25% ROAA and 9.61% ROAE)



Strategic Rationale

- Glacier expands into the growing Arizona market and adds one of the highest performing banks in the region
- Arizona market offers significant opportunities for new growth
- Further geographic diversification of Glacier footprint
 - With the addition of Arizona, Glacier operates in seven states throughout the Western U.S.
 - Branch footprint extends from the Canadian border to the Mexican border
- Enhanced loan growth opportunities and improved Glacier loan diversification
- Talented and respected management team and Board
- Opportunity to better serve customers and grow through Glacier's expanded service offerings and higher lending limits



Source: SNL Financial



Attractive Economic Profile of Arizona

- Arizona is the 14th largest state by population with roughly 7 million residents
- Total GDP of Arizona was \$297 billion in Q1 2016
 - Ranked 22nd highest in the country and 4th highest in the Western U.S.⁽¹⁾
- Arizona has rebounded from the recession and the population is expected to grow steadily due to the low cost of living and favorable tax rate
- Kiplinger expects Arizona to be the second fastest job growth state in 2016
 - Arizona projected to add over 84,000 new jobs in 2016; 3.2% annual job growth
- Arizona was the eighth fastest growing state in 2015, adding 99,300 new residents from 2014
- Arizona population is projected to grow 5.9% through 2022, 7th fastest in the country



Sources: Nielsen, Kiplinger, U.S. Census Bureau, U.S. Bureau of Economic Analysis
(1) Includes AZ, CA, CO, ID, MT, NV, NM, OR, UT, WA and WY



Opportunity in the Arizona Market

- The Foothills Bank is the third largest bank headquartered in Arizona
- Money center banks control more than 75% of the Arizona banking market
- Total deposits in Arizona grew 8.3% annually through June 2016
- Tremendous opportunity for The Foothills Bank to gain market share with increased scale and ability to compete in the marketplace

Arizona

Rank	Institution (State)		Number of Branches	Deposits in Market	Market Share
	Total	AZ HQ			
1	-	JPMorgan Chase & Co. (NY)	255	\$ 30,126,930	26.42%
2	-	Wells Fargo & Co. (CA)	258	\$ 28,966,820	25.41%
3	-	Bank of America Corp. (NC)	142	\$ 20,685,689	18.14%
4	1	Western Alliance Bancorp (AZ)	10	\$ 5,333,625	4.68%
5	-	BBVA	75	\$ 4,673,606	4.10%
6	-	Zions Bancorp. (UT)	59	\$ 4,571,215	4.01%
7	-	Bank of Montreal	50	\$ 2,593,654	2.27%
8	-	U.S. Bancorp (MN)	80	\$ 1,687,307	1.48%
9	-	Midland Financial Co. (OK)	25	\$ 1,406,270	1.23%
10	-	BNP Paribas USA Inc. (NY)	17	\$ 1,199,510	1.05%
11	-	Washington Federal Inc. (WA)	31	\$ 1,187,401	1.04%
12	-	New York Community Bancorp (NY)	17	\$ 1,094,167	0.96%
13	-	Northern Trust Corp. (IL)	3	\$ 748,411	0.66%
14	-	Grandpoint Capital Inc. (CA)	3	\$ 735,589	0.65%
15	-	BOK Financial Corp. (OK)	4	\$ 730,893	0.64%
16	-	CoBiz Financial Inc. (CO)	4	\$ 624,064	0.55%
17	-	UMB Financial Corp. (MO)	7	\$ 545,981	0.48%
18	-	Heartland Financial USA Inc. (IA)	9	\$ 497,599	0.44%
19	2	State Bank Corp (AZ)	9	\$ 497,458	0.44%
20	-	Omaha Financial Holdings Inc. (NE)	7	\$ 482,475	0.42%
21	-	FirstBank Holding Co. (CO)	18	\$ 358,111	0.31%
22	-	Comerica Inc. (TX)	19	\$ 348,953	0.31%
23	-	Great Western Bancorp (SD)	7	\$ 305,711	0.27%
24	-	Johnson Financial Group Inc. (WI)	5	\$ 303,157	0.27%
25	-	Western State Agency Inc. (ND)	4	\$ 282,261	0.25%
26	-	First Fidelity Bancorp Inc. (OK)	6	\$ 279,925	0.25%
27	3	TFB Bancorp Inc. (AZ)	4	\$ 272,675	0.24%
28	4	Western Arizona Bancorp Inc. (AZ)	5	\$ 261,556	0.23%
29	-	Manhattan Banking Corp. (KS)	1	\$ 253,931	0.22%
30	-	BTC Financial Corp. (IA)	1	\$ 206,591	0.18%
<i>Total For Institutions In Market</i>			1,236	\$114,015,973	

Out of 50 Institutions

Source: SNL Financial, deposit data as of 6/30/2016



Financial Benefits

- **TBBN has posted strong earnings despite the challenging banking environment**
 - 1.03% ROAA in 2015 and 1.25% year-to-date through September
- **Impressive long-term growth trends, with total assets growing from \$109 million in 2005 to \$303 million in 2015**
- **Glacier adds nearly \$257 million in high quality loans, further diversifying Glacier's loan mix by geography and industry**
- **Glacier adds \$248 million in core deposits, with 31% of deposits non-interest bearing**
 - Average 2016 YTD cost of funds: 0.05%
- **Solid asset quality metrics contribute to favorable trends at Glacier**
- **Further realization of Glacier's capital deployment strategy**
- **Glacier anticipates year 1 EPS accretion of 1.4%⁽¹⁾**
- **Glacier Tangible Book Value / Share dilution of 0.6%; estimated EPS accretion provides TBV dilution payback in less than 2.5 years**

(1) Excluding one-time transaction costs and assuming 100% realization of estimated cost-saves in 2018



Key Deal Terms and Assumptions

Transaction Value ⁽¹⁾ :	\$62.4 million
Stock / Cash Mix ⁽¹⁾ :	72% stock (1,403,883 shares) 28% cash (\$17.34 million)
Structure:	Fixed exchange ratio
Collars:	\$22.62 to \$32.52 (with double trigger below \$24.04)
Fair Value Marks:	
Loan Discount:	2.00%
OREO Discount:	10.00%
Fixed Asset Write-up:	\$1.7 million
Core Deposit Intangible:	1.5%
Combined Transaction / Conversion Costs ⁽²⁾ :	\$6.1 million
Estimated Year One Cost Saves ⁽³⁾ :	15.6% (\$1.5 million), with 100% realization in 2018

(1) Based on the closing price of \$32.13 for Glacier shares on November 11, 2016

(2) Including employment and benefits plan costs, data processing conversion costs and penalties, and combined professional and advisory fees.

(3) Includes only specific itemized cost saves that parties have identified for reduction or elimination following closing of the transaction.



Transaction Multiples

Price / Tangible Book (9/30/16):	168.8%
Price / Earnings:	
LTM Earnings (9/30/16) ⁽¹⁾ :	17.4x
Forecasted 2016 Earnings ⁽²⁾ :	18.1x
Tangible Book Value Per Share Dilution:	-0.6%
Expected 2018 EPS Accretion - Year 1⁽³⁾:	1.4%

Note: Based on the closing price of \$32.13 for Glacier shares on November 11, 2016

(1) Calculated last twelve months' earnings based on 9/30/2016 data

(2) Based on forecasted 2016 earnings from TBBN management

(3) Excluding one-time transaction costs and assuming 100% realization of estimated cost-saves in 2018



Concluding Observations

- **The Foothills Bank acquisition continues Glacier’s tradition of adding high quality regional banks that fit the Glacier community banking model**
- **Unique opportunity for Glacier to enter the Arizona market**
- **Arizona is an attractive growth market and is complementary to Glacier’s existing markets**
- **Pricing metrics, deal structure, and conservative assumptions reflective of Glacier’s disciplined approach to acquisitions**
- **The Foothills Bank staff provides Glacier with additional lending talent, deep market knowledge, and strong customer relationships**
- **Under the Glacier structure, The Foothills Bank employees will be able to focus even greater attention on customers and community**
 - **With Glacier providing regulatory, operational, and financial support**
- **Transaction will enhance GBCI’s long-term track record of creating shareholder value**