Regent Capital Corporation Announces Strategic Merger with DLP Bancshares

Combined organization holds $2.3B in assets, strengthening community banking and lending capacity across Oklahoma, Texas, Missouri & Florida

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Regent Capital Corporation, the parent company of Regent Bank, and DLP Bancshares, Inc., the parent company of DLP Bank, announced today the closing of their transaction in which Regent Capital Corporation has acquired DLP Bancshares in
an all-stock transaction.

Regent Capital Corporation also recently announced the completion of a $35 million capital raise. This new capital will allow the organization to continue its rapid growth trajectory and explore strategic acquisition opportunities.

DLP Bank and Regent Bank will operate as separate community banks, both owned by Regent Capital Corporation. This merger will enhance the product and service offerings of both organizations, and it will increase their combined lending limit to over $55 million.

The combined organization has approximately $2.3 billion in total assets, $2 billion in deposits, $1.8 billion in loan and leases, 8 full-service branches and three loan production offices in four states, Oklahoma, Texas, Missouri, and Florida. Regent Capital Corporation now boasts 370 families as shareholders representing all markets it serves.

Three DLP Bank board members, Bob Peterson, Lisa Mead and Frank Rodriguez, will join Regent Capital Corporation and Regent Bank's boards, each of which will maintain a 10-member board. Sean Kouplen, Regent Bank Chairman & CEO, will join DLP Bank's board.

“We are honored to partner with a high-quality organization that aligns so well with our culture and accelerates our strategic priorities,” said Regent Bank Chairman and Chief Executive Officer, Sean Kouplen. “DLP Bank brings a tremendous investor base for future growth capital, a strong core deposit base and a loan mix that increases the diversification of our loan portfolio. The central and northeast Florida markets are an excellent complement to our existing rapidly growing markets in Oklahoma, southwest Missouri and north Texas.”

"We also look forward to welcoming the outstanding team members of DLP Bank into the Regent Capital Corporation family," added Kouplen. "Together we can expand our focus on providing responsive client service, the best place to work, and innovative banking solutions in all of our markets."

Founded in 1957, DLP Bank operates three full-service branches in Florida serving the Starke, Lake Butler and Interlachen communities in addition to an office in St Augustine, Florida. DLP Bank had $260 million in total assets, $225 million in deposits, and $106 million in loans. DLP Bancshares was founded by the principals of DLP Capital, a $5.25 billion private real estate investment firm with over 3,800 investor families nationwide.

"Regent's exceptional corporate culture and focus on client service make it an ideal partner for our bank, employees and clients," said DLP Bank Chairman, Bob Peterson. "We believe Regent can leverage the strengths of DLP Bank to magnify the continued growth of both organizations."

The vision forward is for both organizations to work closely together to continue their impressive growth through a four-pronged approach of best-in-class community banking, private banking, business banking, and real estate lending.

D.A. Davidson & Co. served as financial advisor, and McAfee & Taft served as legal counsel to Regent Capital Corporation. Ballard Spahr served as legal counsel to DLP Bancshares.

About Regent
Regent Capital Corporation is an Oklahoma-based bank holding company. Regent Bank is a premier, full-service bank dedicated to serving the diverse needs of entrepreneurs, business clients, medical professionals and local families. By pairing a range of banking, mortgage, insurance and wealth management solutions with a responsive service model, Regent has seen continuous growth and profitability. With total assets approaching $2 billion, five branches and two loan production offices, Regent has received numerous awards for its industry-leading growth, community leadership and exemplary corporate culture.

About DLP Bank
DLP Bank is a locally owned and operated financial institution headquartered in Starke, FL. Founded in 1957, the bank operates three full-service branches and one loan production office offering a wide variety of deposit, lending, other financial products and services to customers in and around central and northeast Florida. The bank boasts a low cost of funds, tremendous community involvement and is an Inc. 5000 Fastest Growing Company.

Forward-Looking Statements
This press release contains "forward-looking statements" within the meaning of the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking

statements include, without limitation, statements concerning plans, estimates, calculations, forecasts and projections with respect to the anticipated future performance of Regent Capital Corporation, Regent Bank, and DLP Bank. These statements are often, but not always, identified by words such as “may”, “might”, “should”, “could”, “predict”, “potential”, “believe”, “expect”, “continue”, “will”, “anticipate”, “seek”, “estimate”, “intend”, “plan”, “projection”, “would”, “annualized”, “target” and “outlook”, or the negative version of those words or other comparable words of a future or forward-looking nature.

Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on our current beliefs, expectations and assumptions regarding our business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of our control. Our actual results and financial condition may differ materially from those indicated in the forward-looking statements. Therefore, you should not rely on any of these forward-looking statements. Important factors that could cause our actual results and financial condition to differ materially from those indicated in the forward-looking statements include, among others, the following: the possibility that any of the anticipated benefits of the proposed merger will not be realized or will not be realized within the expected time period; the parties’ inability to meet expectations regarding the timing of the proposed merger; the challenges of integrating and retaining key employees; the risk that integration of DLP Bank’s operations with those of Regent Bank will be materially delayed or will be more costly or difficult than expected; changes to tax legislation and their potential effects on the accounting for the proposed merger; the failure of the proposed Merger to close for any reason, including the failure to satisfy other conditions to completion of the proposed Merger, including receipt of required regulatory and other approvals; diversion of management’s attention from ongoing business operations and opportunities due to the proposed merger; the effect of the announcement of the proposed merger on Regent Capital Corporation’s, DLP Bancshares’ or the combined company’s respective customer and employee relationships and operating results; the possibility that the proposed merger may be more expensive to complete than anticipated, including as a result of unexpected factors or events; changes in the global economy and financial market conditions and the business, results of operations and financial condition of Regent Capital Corporation, DLP Bancshares, Inc. and the combined company.

Any forward-looking statement made by us in this presentation is based only on information currently available to us and speaks only as of the date on which it is made. Regent undertakes no obligation to publicly update any forward-looking statement, whether written or oral, that may be made from time to time, whether as a result of new information, future developments or otherwise. Certain of the information contained in this presentation is derived from information provided by industry sources. Although Regent believes that such information is accurate and that the sources from which it has been obtained are reliable, Regent cannot guarantee the accuracy of, and have not independently verified, such information.

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