

REFINITIV

DELTA REPORT

10-Q

CBNK - CAPITAL BANCORP INC

10-Q - SEPTEMBER 30, 2023 COMPARED TO 10-Q - JUNE 30, 2023

The following comparison report has been automatically generated

TOTAL DELTAS 786

█ CHANGES 408

█ DELETIONS 178

█ ADDITIONS 200

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period ended **June 30, 2023** **September 30, 2023** OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Transition Period from

Commission file number 001-38671



CAPITAL BANCORP INC.

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction of incorporation or organization)

52-2083046

(IRS Employer Identification No.)

2275 Research Boulevard

Suite 600

Rockville

Maryland

20850

(Address of principal executive offices)

(Zip Code)

(301) 468-8848

Registrant's telephone number, including area code

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

Trading Symbol(s)

Name of each exchange on which registered

Common Stock, par value \$0.01 per share

CBNK

NASDAQ Stock Market

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes x No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

"

Accelerated Filer

Non-accelerated filer

"

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of **August 7, 2023** **November 7, 2023**, the Company had **13,941,048** **13,894,419** shares of common stock, par value \$0.01 per share, outstanding.

Capital Bancorp, Inc. and Subsidiaries

Form 10-Q

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PART I. CONSOLIDATED FINANCIAL INFORMATION

Item 1. CONSOLIDATED FINANCIAL STATEMENTS

Capital Bancorp, Inc. and Subsidiaries Consolidated Balance Sheets (unaudited)	Capital Bancorp, Inc. and Subsidiaries Consolidated Balance Sheets (unaudited)		Capital Bancorp, Inc. and Subsidiaries Consolidated Balance Sheets (unaudited)	
	(in thousands except share data)	June 30, 2023	(in thousands except share data)	September 30, 2023
Assets	(in thousands except share data)	June 30, 2023	December 31, 2022	(in thousands except share data)
Assets	Assets		Assets	September 30, 2023

Cash and due from banks	Cash and due from banks	\$ 18,619	\$ 19,963	Cash and due from banks	\$ 13,767	\$ 19,963
	Interest-bearing deposits			Interest-bearing deposits		
Interest-bearing deposits at other financial institutions	at other financial institutions			at other financial institutions		
Federal funds sold	Federal funds sold	376	20,688	Federal funds sold	1,957	20,688
Total cash and cash equivalents	Total cash and cash equivalents	119,338	80,415	Total cash and cash equivalents	146,152	80,415
Investment securities available for sale	Investment securities available for sale	208,464	252,481	Investment securities available for sale	206,055	252,481
Restricted investments	Restricted investments	3,803	7,362	Restricted investments	4,340	7,362
Loans held for sale	Loans held for sale	10,146	7,416	Loans held for sale	4,843	7,416
U.S. Small Business Administration ("SBA") Payroll Protection Program ("PPP") loans receivable, net of fees and costs	U.S. Small Business Administration ("SBA") Payroll Protection Program ("PPP") loans receivable, net of fees and costs	1,090	2,163	U.S. Small Business Administration ("SBA") Payroll Protection Program ("PPP") loans receivable, net of fees and costs	750	2,163
Portfolio loans receivable, net of deferred fees and costs	Portfolio loans receivable, net of deferred fees and costs	1,837,041	1,728,592	Portfolio loans receivable, net of deferred fees and costs	1,861,929	1,728,592
Less allowance for credit losses	Less allowance for credit losses	(27,495)	(26,385)	Less allowance for credit losses	(28,279)	(26,385)
Total portfolio loans held for investment, net	Total portfolio loans held for investment, net	1,809,546	1,702,207	Total portfolio loans held for investment, net	1,833,650	1,702,207
Premises and equipment, net	Premises and equipment, net	5,494	3,386	Premises and equipment, net	5,297	3,386
Accrued interest receivable	Accrued interest receivable	10,155	9,489	Accrued interest receivable	11,231	9,489
Deferred tax asset	Deferred tax asset	13,616	13,777	Deferred tax asset	13,644	13,777
Bank owned life insurance	Bank owned life insurance	37,041	36,524	Bank owned life insurance	37,315	36,524
Other assets	Other assets	9,173	8,435	Other assets	9,207	8,435
Total assets	Total assets	\$ 2,227,866	\$ 2,123,655	Total assets	\$ 2,272,484	\$ 2,123,655
Liabilities	Liabilities			Liabilities		
Deposits	Deposits			Deposits		
Noninterest-bearing	Noninterest-bearing	\$ 693,129	\$ 674,313	Noninterest-bearing	\$ 680,803	\$ 674,313
Interest-bearing	Interest-bearing	1,241,232	1,083,759	Interest-bearing	1,287,185	1,083,759
Total deposits	Total deposits	1,934,361	1,758,072	Total deposits	1,967,988	1,758,072
Federal Home Loan Bank advances	Federal Home Loan Bank advances	22,000	107,000	Federal Home Loan Bank advances	22,000	107,000
Other borrowed funds	Other borrowed funds	12,062	12,062	Other borrowed funds	12,062	12,062
Accrued interest payable	Accrued interest payable	3,029	1,031	Accrued interest payable	5,204	1,031
Other liabilities	Other liabilities	18,979	21,475	Other liabilities	22,352	21,475
Total liabilities	Total liabilities	1,990,431	1,899,640	Total liabilities	2,029,606	1,899,640
Stockholders' equity	Stockholders' equity			Stockholders' equity		
Common stock, \$.01 par value; 49,000,000 shares authorized; 13,981,414 issued and outstanding at June 30, 2023; 14,138,829 issued and outstanding at December 31, 2022		140	141			

Common stock, \$.01 par value; 49,000,000 shares authorized; 13,896,062 issued and outstanding at September 30, 2023; 14,138,829 issued and outstanding at December 31, 2022	Common stock, \$.01 par value; 49,000,000 shares authorized; 13,896,062 issued and outstanding at September 30, 2023; 14,138,829 issued and outstanding at December 31, 2022	139	141
Additional paid-in capital	Additional paid-in capital	55,856	58,190
Retained earnings	Retained earnings	197,490	182,435
Accumulated other comprehensive loss	Accumulated other comprehensive loss	(16,051)	(16,751)
Total stockholders' equity	Total stockholders' equity	237,435	224,015
Total liabilities and stockholders' equity	Total liabilities and stockholders' equity	\$ 2,227,866	\$ 2,123,655
	Additional paid-in capital	54,549	58,190
	Retained earnings	206,033	182,435
	Accumulated other comprehensive loss	(17,843)	(16,751)
	Total stockholders' equity	242,878	224,015
	Total liabilities and stockholders' equity	\$ 2,272,484	\$ 2,123,655

See accompanying Notes to Unaudited Consolidated Financial Statements

Capital Bancorp, Inc. and Subsidiaries

Consolidated Statements of Income (unaudited)

(dollars in thousands except per share data)	(dollars in thousands except per share data)	Three Months Ended June 30,				Six Months Ended June 30,				Three Months Ended September 30,				Nine Months Ended September 30,			
		2023		2022		2023		2022		2023		2022		2023		2022	
		Interest income	Interest expense	Interest income	Interest expense	Interest income	Interest expense	Interest income	Interest expense	Interest income	Interest expense	Interest income	Interest expense	Interest income	Interest expense	Interest income	Interest expense
Loans, including fees	Loans, including fees	\$ 42,991	\$ 35,304	\$ 84,266	\$ 69,193					fees	\$ 45,385	\$ 36,451		\$ 129,651	\$ 105,645		
Investment securities available for sale	Investment securities available for sale	1,266	779	2,643	1,149					Investment securities available for sale	1,089	1,362		3,732	2,510		
Federal funds sold and other	Federal funds sold and other	823	473	1,587	615					Federal funds sold and other	1,267	527		2,854	1,143		
Total interest income	Total interest income	45,080	36,556	88,496	70,957					Total interest income	47,741	38,340		136,237	109,298		
Interest expense	Interest expense					Interest expense				Interest expense							
Deposits	Deposits	9,409	964	17,163	1,847					Deposits	10,703	1,386		27,866	3,234		
Borrowed funds	Borrowed funds	331	192	1,506	379					Borrowed funds	228	277		1,734	656		
Total interest expense	Total interest expense	9,740	1,156	18,669	2,226					Total interest expense	10,931	1,663		29,600	3,890		
Net interest income	Net interest income	35,340	35,400	69,827	68,731					Net interest income	36,810	36,677		106,637	105,408		
Provision for credit losses	Provision for credit losses	2,862	2,035	4,522	2,987					Provision for credit losses	2,280	1,260		6,802	4,247		

Release of credit losses on unfunded commitments	—	—	(19)	—	Provision for credit losses on unfunded commitments	24	—	5	—	
Provision for credit losses on unfunded commitments	—	—	—	—	Provision for credit losses on unfunded commitments	24	—	5	—	
Net interest income after provision for credit losses	Net interest income after provision for credit losses	32,478	33,365	65,324	65,744	Net interest income after provision for credit losses	34,506	35,417	99,830	101,161
Noninterest income	Noninterest income					Noninterest income				
Service charges on deposits	Service charges on deposits	245	183	474	346	Service charges on deposits	250	199	724	545
Credit card fees	Credit card fees	4,706	6,210	8,916	12,134	Credit card fees	4,387	5,524	13,303	17,658
Mortgage banking revenue	Mortgage banking revenue	1,332	1,528	2,487	3,318	Mortgage banking revenue	1,243	969	3,730	4,312
Other income	Other income	404	441	836	852	Other income	446	416	1,282	1,296
Total noninterest income	Total noninterest income	6,687	8,362	12,713	16,650	Total noninterest income	6,326	7,108	19,039	23,811
Noninterest expenses	Noninterest expenses					Noninterest expenses				
Salaries and employee benefits	Salaries and employee benefits	12,143	10,071	24,697	20,381	Salaries and employee benefits	12,419	10,747	37,116	31,129
Occupancy and equipment	Occupancy and equipment	1,536	1,313	2,749	2,339	Occupancy and equipment	1,351	1,138	4,100	3,476
Professional fees	Professional fees	2,608	2,417	4,982	4,738	Professional fees	2,358	3,848	7,340	8,586
Data processing	Data processing	6,559	7,266	13,089	15,542	Data processing	6,469	7,178	19,558	22,721
Advertising	Advertising	2,646	2,223	3,163	3,862	Advertising	1,565	1,632	4,728	5,494
Loan processing	Loan processing	660	335	1,009	727	Loan processing	426	625	1,435	1,352
Foreclosed real estate expenses, net	—	—	6	—	Foreclosed real estate expenses (income), net	1	—	7	(183)	
Foreclosed real estate expenses (income), net	—	—	6	—	Foreclosed real estate expenses (income), net	1	—	7	(183)	
Other operating	Other operating	3,440	3,505	6,119	6,643	Other operating	3,457	2,926	9,576	9,804
Total noninterest expenses	Total noninterest expenses	29,592	27,130	55,814	54,232	Total noninterest expenses	28,046	28,094	83,860	82,379
Income before income taxes	Income before income taxes	9,573	14,597	22,223	28,162	Income before income taxes	12,786	14,431	35,009	42,593
Income tax expense	Income tax expense	2,255	3,089	5,170	6,443	Income tax expense	2,998	3,336	8,168	9,779
Net income	Net income	\$ 7,318	\$ 11,508	\$ 17,053	\$ 21,719	Net income	\$ 9,788	\$ 11,095	\$ 26,841	\$ 32,814
Basic earnings per share	Basic earnings per share	\$ 0.52	\$ 0.82	\$ 1.21	\$ 1.55	Basic earnings per share	\$ 0.70	\$ 0.79	\$ 1.91	\$ 2.34
Diluted earnings per share	Diluted earnings per share	\$ 0.52	\$ 0.80	\$ 1.20	\$ 1.52	Diluted earnings per share	\$ 0.70	\$ 0.77	\$ 1.90	\$ 2.29
Weighted average common shares outstanding:	Weighted average common shares outstanding:					Weighted average common shares outstanding:				
Basic	Basic	14,024,824	14,007,240	14,091,795	13,997,946	Basic	13,932,848	14,030,408	14,038,230	14,008,885
Diluted	Diluted	14,058,928	14,312,848	14,209,910	14,323,400	Diluted	14,023,906	14,374,980	14,111,887	14,328,602

See accompanying Notes to Unaudited Consolidated Financial Statements

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Capital Bancorp, Inc. and Subsidiaries

Consolidated Statements of Comprehensive Income (*unaudited*)

(in thousands)	(in thousands)	Three Months Ended June 30,		Six Months Ended June 30,		(in thousands)	Three Months Ended		Nine Months Ended						
		2023		2022			2023		2022						
		Net income	Net income	\$ 7,318	\$ 11,508		\$ 17,053	\$ 21,719	Net income	\$ 9,788	\$ 11,095	\$ 26,841	\$ 32,814		
Net income	Net income	\$ 7,318	\$ 11,508	\$ 17,053	\$ 21,719	Net income	\$ 9,788	\$ 11,095	\$ 26,841	\$ 32,814					
Other comprehensive income (loss):	Other comprehensive income (loss):					Other comprehensive income (loss):									
Unrealized gain (loss) on investment securities available for sale		(2,799)		(7,054)		937		(16,342)							
Unrealized loss on investment securities available for sale						Unrealized loss on investment securities available for sale	(1,820)		(5,684)		(883)		(22,026)		
Income tax (expense) benefit relating to the items above		707		1,541		(237)		4,082							
Other comprehensive income (loss)		(2,092)		(5,513)		700		(12,260)							
Income tax benefit (expense) relating to the items above						Income tax benefit (expense) relating to the items above	28		1,437		(209)		5,519		
Other comprehensive loss						Other comprehensive loss	(1,792)		(4,247)		(1,092)		(16,507)		
Comprehensive income	Comprehensive income	\$ 5,226		\$ 5,995		\$ 17,753		\$ 9,459					\$ 25,749		\$ 16,307

See accompanying Notes to Unaudited Consolidated Financial Statements

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Capital Bancorp, Inc. and Subsidiaries

Consolidated Statements of Changes in Stockholders' Equity (*unaudited*)

(dollars in thousands)	(dollars in thousands)	Common Stock			Accumulated				Common Stock			Accumulated			
		Shares	Amount	Paid-in Capital	Retained Earnings	(dollars in thousands)	Other Comprehensive	Total Stockholders' Equity	Shares	Amount	Paid-in Capital	Retained Earnings	Other Comprehensive Loss	Total Stockholders' Equity	
Balance, December 31, 2021	Balance, December 31, 2021	13,962,334	\$ 140	\$ 54,306	\$ 144,533		\$ (1,076)	\$ 197,903	2021	13,962,334	\$ 140	\$ 54,306	\$ 144,533	\$ (1,076)	\$ 197,903
Net income	Net income	—	—	—	10,211		—	10,211	Net income	—	—	—	10,211	—	10,211
Unrealized loss on investment securities available for sale, net of income taxes	Unrealized loss on investment securities available for sale, net of income taxes	—	—	—	—		(6,747)	(6,747)	Unrealized loss on investment securities available for sale, net of income taxes	—	—	—	—	(6,747)	(6,747)
Stock options exercised, net of shares withheld for purchase price	Stock options exercised, net of shares withheld for purchase price	27,028	—	339	(95)		—	244	Stock options exercised, net of shares withheld for purchase price	27,028	—	339	(95)	—	244
Shares issued as compensation	Shares issued as compensation	11,158	—	164	—		—	164	Shares issued as compensation	11,158	—	164	—	—	164
Stock-based compensation	Stock-based compensation	—	—	417	—		—	417	Stock-based compensation	—	—	417	—	—	417
Cash dividends to stockholders (\$0.05 per share)	Cash dividends to stockholders (\$0.05 per share)	—	—	—	(700)		—	(700)	Cash dividends to stockholders (\$0.05 per share)	—	—	—	(700)	—	(700)
Balance, March 31, 2022	Balance, March 31, 2022	14,000,520	\$ 140	\$ 55,226	\$ 153,949		\$ (7,823)	\$ 201,492	Balance, March 31, 2022	14,000,520	\$ 140	\$ 55,226	\$ 153,949	\$ (7,823)	\$ 201,492
Net income	Net income	—	—	—	11,508		—	11,508	Net income	—	—	—	11,508	—	11,508
Unrealized loss on investment securities available for sale, net of income taxes	Unrealized loss on investment securities available for sale, net of income taxes	—	—	—	—		(5,513)	(5,513)	Unrealized loss on investment securities available for sale, net of income taxes	—	—	—	(5,513)	—	(5,513)
Stock options exercised, net of shares withheld for purchase price	Stock options exercised, net of shares withheld for purchase price	6,638	—	84	(7)		—	77	Stock options exercised, net of shares withheld for purchase price	6,638	—	84	(7)	—	77
Shares issued as compensation	Shares issued as compensation	3,000	—	37	—		—	37	Shares issued as compensation	3,000	—	37	—	—	37
Stock-based compensation	Stock-based compensation	—	—	415	—		—	415	Stock-based compensation	—	—	415	—	—	415
Cash dividends to stockholders (\$0.05 per share)	Cash dividends to stockholders (\$0.05 per share)	—	—	—	(700)		—	(700)	Cash dividends to stockholders (\$0.05 per share)	—	—	—	(700)	—	(700)
Balance, June 30, 2022	Balance, June 30, 2022	14,010,158	\$ 140	\$ 55,762	\$ 164,750		\$ (13,336)	\$ 207,316	Balance, June 30, 2022	14,010,158	\$ 140	\$ 55,762	\$ 164,750	\$ (13,336)	\$ 207,316
Balance, December 31, 2022	Balance, December 31, 2022	14,138,829	\$ 141	\$ 58,190	\$ 182,435		\$ (16,751)	\$ 224,015							

Cumulative effect adjustment due to adoption of the CECL standard	—	—	—	(29)	—	(29)	
Net income	—	—	—	9,735	—	9,735	
Unrealized gain on investment securities available for sale, net of income taxes	—	—	—	—	2,792	2,792	
Stock options exercised, net of shares withheld for purchase price	63,064	1	782	(194)	—	589	
Shares issued as compensation	28,081	—	585	(39)	—	546	
Stock-based compensation	—	—	438	—	—	438	
Cash dividends to stockholders (\$0.06 per share)	—	—	—	(850)	—	(850)	
Shares repurchased and retired	(146,937)	(1)	(2,718)			(2,719)	
Balance, March 31, 2023	14,083,037	\$ 141	\$ 57,277	\$ 191,058	\$ (13,959)	\$ 234,517	
Net income	Net income	—	—	—	7,318	—	7,318
Unrealized loss on investment securities available for sale, net of income taxes	Unrealized loss on investment securities available for sale, net of income taxes	—	—	—	(2,092)	(2,092)	income taxes
Stock options exercised, net of shares withheld for purchase price	Stock options exercised, net of shares withheld for purchase price	34,687	—	429	(6)	—	423
Shares issued as compensation	Shares issued as compensation	2,097	—	26	(37)	—	(11)
Stock-based compensation	Stock-based compensation	—	—	438	—	—	438
Cash dividends to stockholders (\$0.06 per share)	Cash dividends to stockholders (\$0.06 per share)	—	—	—	(843)	—	(843)
Shares repurchased and retired	(138,407)	(1)	(2,314)	—	—	(2,315)	
Balance, June 30, 2023	13,981,414	\$ 140	\$ 55,856	\$ 197,490	\$ (16,051)	\$ 237,435	
Balance, September 30, 2022							Balance, September 30, 2022
							14,038,599 \$ 140 \$ 56,532 \$ 174,916 \$ (17,583) \$ 214,005

See accompanying Notes to Unaudited Consolidated Financial Statements

Capital Bancorp, Inc. and Subsidiaries

Consolidated Statements of Changes in Stockholders' Equity (unaudited)

(dollars in thousands)	Common Stock		Additional		Retained Earnings	Accumulated Other Comprehensive Loss	(16,751)	Total Stockholders' Equity
	Shares	Amount	Paid-in Capital					
Balance, December 31, 2022	14,138,829	\$ 141	\$ 58,190	\$ 182,435	\$ (16,751)	\$ 224,015		
Cumulative effect adjustment due to adoption of the CECL standard								
Net income	—	—	—	—	9,735	—	—	9,735
Unrealized gain on investment securities available for sale, net of income taxes	—	—	—	—	—	2,792	—	2,792
Stock options exercised, net of shares withheld for purchase price	63,064	1	782	(194)	—	—	—	589
Shares issued as compensation	28,081	—	585	(39)	—	—	—	546
Stock-based compensation	—	—	438	—	—	—	—	438
Cash dividends to stockholders (\$0.06 per share)	—	—	—	(850)	—	—	—	(850)
Shares repurchased and retired	(146,937)	(1)	(2,718)	—	—	—	—	(2,719)
Balance, March 31, 2023	14,083,037	\$ 141	\$ 57,277	\$ 191,058	\$ (13,959)	\$ 234,517		
Net income	—	—	—	7,318	—	—	—	7,318
Unrealized loss on investment securities available for sale, net of income taxes	—	—	—	—	—	(2,092)	—	(2,092)
Stock options exercised, net of shares withheld for purchase price	34,687	—	429	(6)	—	—	—	423
Shares issued as compensation	2,097	—	26	(37)	—	—	—	(11)
Stock-based compensation	—	—	438	—	—	—	—	438
Cash dividends to stockholders (\$0.06 per share)	—	—	—	(843)	—	—	—	(843)
Shares repurchased and retired	(138,407)	(1)	(2,314)	—	—	—	—	(2,315)
Balance, June 30, 2023	13,981,414	\$ 140	\$ 55,856	\$ 197,490	\$ (16,051)	\$ 237,435		
Net income	—	—	—	9,788	—	—	—	9,788
Unrealized loss on investment securities available for sale, net of income taxes	—	—	—	—	—	(1,792)	—	(1,792)
Stock options exercised, net of shares withheld for purchase price	12,244	—	153	(130)	—	—	—	23
Stock-based compensation	—	—	441	—	—	—	—	441
Cash dividends to stockholders (\$0.08 per share)	—	—	—	(1,115)	—	—	—	(1,115)
Shares repurchased and retired	(100,575)	(1)	(1,901)	—	—	—	—	(1,902)
Balance, September 30, 2023	13,893,083	\$ 139	\$ 54,549	\$ 206,033	\$ (17,843)	\$ 242,878		

See accompanying Notes to Unaudited Consolidated Financial Statements

Capital Bancorp, Inc. and Subsidiaries

Consolidated Statements of Cash Flows (unaudited)

(in thousands)	(in thousands)	Six Months Ended June 30,		Nine Months Ended September 30,	
		2023		2022	
		Cash flows from operating activities		Cash flows from operating activities	
Net income	Net income	\$ 17,053	\$ 21,719	Net income	\$ 26,841
Adjustments to reconcile net income to net cash provided by operating activities:	Adjustments to reconcile net income to net cash provided by operating activities:			Adjustments to reconcile net income to net cash provided by operating activities:	\$ 32,814
Provision for credit losses	Provision for credit losses	4,503	2,987	Provision for credit losses	6,802
Provision for credit losses on unfunded commitments				Provision for credit losses on unfunded commitments	5
Provision for mortgage put-back reserve, net	Provision for mortgage put-back reserve, net	8	2	Provision for mortgage put-back reserve, net	12
Reversal of reserve for unfunded commitments		—	(105)		6
Net (accretion) amortization on investments		(21)	532		
Net amortization on investments				Net amortization on investments	82
Premises and equipment depreciation	Premises and equipment depreciation	139	202	Premises and equipment depreciation	235
Lease asset amortization	Lease asset amortization	105	547	Lease asset amortization	396
Increase in cash surrender value of BOLI	Increase in cash surrender value of BOLI	(517)	(505)	Increase in cash surrender value of BOLI	(791)
Executive long-term incentive plan expense	Executive long-term incentive plan expense	145	291	Executive long-term incentive plan expense	297
Stock-based compensation expense	Stock-based compensation expense	876	832	Stock-based compensation expense	1,317
Director and employee compensation paid in Company stock	Director and employee compensation paid in Company stock	535	201	Director and employee compensation paid in Company stock	535
Deferred income tax benefit		(76)	946		201
Deferred income tax (benefit) expense				Deferred income tax (benefit) expense	(76)
Loss on marketable equity securities				Loss on marketable equity securities	—
					1,264
					13

Valuation decrease on derivatives	Valuation decrease on derivatives	8	39	Valuation decrease on derivatives	8	5
Gain on sale of foreclosed real estate	Gain on sale of foreclosed real estate	—	(20)	Gain on sale of foreclosed real estate	—	(20)
Increase (decrease) in valuation of loans held for sale carried at fair value	Increase (decrease) in valuation of loans held for sale carried at fair value	6	(3,318)	Increase (decrease) in valuation of loans held for sale carried at fair value	6	(4,312)
Proceeds from sales of loans held for sale	Proceeds from sales of loans held for sale	101,985	203,103	Proceeds from sales of loans held for sale	144,871	269,446
Originations of loans held for sale	Originations of loans held for sale	(104,721)	(195,504)	Originations of loans held for sale	(142,304)	(256,020)
Changes in assets and liabilities:	Changes in assets and liabilities:			Changes in assets and liabilities:		
(Increase) decrease in accrued interest receivable	(Increase) decrease in accrued interest receivable	(666)	625	(Increase) decrease in accrued interest receivable	(1,742)	11
(Decrease) increase in taxes payable	(Decrease) increase in taxes payable	(371)	269			
Increase (decrease) in taxes payable				Increase (decrease) in taxes payable	450	(282)
Increase in other assets	Increase in other assets	(747)	(1,191)	Increase in other assets	(781)	(1,880)
Increase (decrease) in accrued interest payable		1,998	(173)			
Decrease in other liabilities	Decrease in other liabilities	(1,483)	(1,951)			
Increase in accrued interest payable				Increase in accrued interest payable	4,173	8
Increase (decrease) in other liabilities				Increase (decrease) in other liabilities	889	(2,680)
Net cash provided by operating activities	Net cash provided by operating activities	18,759	29,528	Net cash provided by operating activities	41,225	45,353
Cash flows from investing activities	Cash flows from investing activities			Cash flows from investing activities		
Purchases of securities available for sale	Purchases of securities available for sale	—	(62,542)	Purchases of securities available for sale	—	(113,078)
Proceeds from maturities, calls and paydowns of securities available for sale	Proceeds from maturities, calls and paydowns of securities available for sale	44,975	3,614	Proceeds from maturities, calls and paydowns of securities available for sale	45,461	5,368

Net sales (purchases) of restricted investments	Net sales (purchases) of restricted investments	3,559	(117)	Net sales (purchases) of restricted investments	3,022	(129)
Net decrease in SBA-PPP loans receivable	Net decrease in SBA-PPP loans receivable	1,073	92,421	Net decrease in SBA-PPP loans receivable	1,413	105,623
Net increase in portfolio loans receivable	Net increase in portfolio loans receivable	(112,665)	(85,444)	Net increase in portfolio loans receivable	(139,049)	(127,356)
Net purchases of premises and equipment	Net purchases of premises and equipment	(2,352)	(782)	Net purchases of premises and equipment	(2,542)	(1,020)
Proceeds from sales of foreclosed real estate	Proceeds from sales of foreclosed real estate	—	106	Proceeds from sales of foreclosed real estate	—	106
Net cash used in by investing activities		(65,410)	(52,744)			
Net cash used in investing activities				Net cash used in investing activities	(91,695)	(130,486)

See accompanying Notes to Unaudited Consolidated Financial Statements

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Capital Bancorp, Inc. and Subsidiaries

Consolidated Statements of Cash Flows (unaudited) (Continued)

(in thousands)	(in thousands)	Six Months Ended June 30,		Nine Months Ended September 30,	
		2023		2022	
		Cash flows from financing activities			
Net increase (decrease) in:	Net increase (decrease) in:			Net increase (decrease) in:	Net increase (decrease) in:
Noninterest-bearing deposits	Noninterest-bearing deposits	18,816	54,713	6,490	18,383
Interest-bearing deposits	Interest-bearing deposits	157,473	37,070	203,426	(77,929)
Net Federal Home Loan Bank advances		(85,000)	—		
Federal Home Loan Bank repayments				Federal Home Loan Bank repayments	(85,000)
Dividends paid	Dividends paid	(1,693)	(1,400)	Dividends paid	(2,808)
					(2,242)

Repurchase of common stock	Repurchase of common stock	(5,034)	—	Repurchase of common stock	(6,936)	—
Net proceeds from exercise of stock options	Net proceeds from exercise of stock options	1,012	321	Net proceeds from exercise of stock options	1,035	589
Net cash provided by financing activities		85,574	90,704			
Net cash provided by (used for) financing activities				Net cash provided by (used for) financing activities	116,207	(61,199)
Net increase in cash and cash equivalents		38,923	67,488	Net increase (decrease) in cash and cash equivalents	65,737	(146,332)
Cash and cash equivalents, beginning of year	Cash and cash equivalents, beginning of year	\$ 80,415	183,396	Cash and cash equivalents, beginning of year	\$ 80,415	183,395
Cash and cash equivalents, end of period	Cash and cash equivalents, end of period	\$ 119,338	\$ 250,884	Cash and cash equivalents, end of period	\$ 146,152	\$ 37,063
Noncash activities:	Noncash activities:			Noncash activities:		
Change in unrealized gain (losses) on investments		\$ 937	\$ (16,342)	Change in unrealized losses on investments	\$ (883)	\$ (22,026)
Cash paid during the period for:	Cash paid during the period for:			Cash paid during the period for:		
Taxes	Taxes	\$ <u>5,581</u>	\$ 5,179	Taxes	\$ <u>7,704</u>	\$ 8,797
Interest	Interest	\$ <u>16,671</u>	\$ 2,399	Interest	\$ <u>25,427</u>	\$ 3,882

See accompanying Notes to Unaudited Consolidated Financial Statements

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation

Nature of operations:

Capital Bancorp, Inc. is a Maryland corporation and the bank holding company (the "Company") for Capital Bank, N.A. (the "Bank"). The Company's primary operations are conducted by the Bank, which operates branches in Rockville and Columbia, Maryland; Reston, Virginia; and the District of Columbia. The Bank is principally engaged in the business

of investing in commercial, real estate, and credit card loans and attracting deposits. The Company originates residential mortgages for sale in the secondary market through Capital Bank Home Loans ("CBHL"), the Bank's residential mortgage banking arm, and issues credit cards through OpenSky®, a digitally-driven nationwide credit card platform providing secured, partially secured, and unsecured credit solutions.

The Company formed Church Street Capital, LLC ("Church Street Capital") in 2014 to provide short-term secured real estate financing to Washington, D.C. area investors and developers that may not meet all Bank credit criteria. At **June 30, 2023** **September 30, 2023**, Church Street Capital had loans totaling **\$8.3 million** **\$8.0 million** with a collectively assessed allowance for credit losses ("ACL") of **\$150** **\$280** thousand. Refer to Note 5 - Portfolio Loans Receivable to the Unaudited Consolidated Financial Statements for further discussion of the consolidated ACL.

In addition, the Company owns all of the stock of Capital Bancorp (MD) Statutory Trust I (the "Trust"). The Trust is a special purpose non-consolidated entity organized for the sole purpose of issuing trust preferred securities.

Basis of presentation:

The accompanying unaudited interim consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") for interim financial information and with rules and regulations of the Securities and Exchange Commission ("SEC") and include the activity of the Company and its wholly-owned subsidiaries, the Bank and Church Street Capital. The statements do not include all of the information and footnotes required by GAAP for complete financial statements. All adjustments have been made which, in the opinion of management, are necessary for a fair presentation of the results for the interim periods presented. Such adjustments are all of a normal and recurring nature. All significant inter-company accounts and transactions have been eliminated in consolidation. The results of operations for the three and **six** **nine** months ended **June 30, 2023** **September 30, 2023** are not necessarily indicative of the results that may be expected for the full year. These unaudited interim consolidated financial statements should be read in conjunction with the Company's audited financial statements and the notes thereto as of December 31, 2022, included in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2022.

The Company reports its activities as four business segments: commercial banking; mortgage lending; credit cards; and corporate activities. In determining the appropriateness of segment definition, the Company considers components of the business about which financial information is available and regularly evaluated relative to resource allocation and performance assessment.

Significant accounting policies:

The preparation of consolidated financial statements in accordance with GAAP requires estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses and related disclosures of contingent assets and liabilities. The primary reference point for the estimates is historical experience and assumptions believed to be reasonable regarding the value of certain assets and

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation (continued)

liabilities that are not readily available from other sources. Estimates are evaluated on an ongoing basis. Actual results may materially differ from these estimates under different assumptions or conditions.

Cash and cash equivalents

For purposes of reporting cash flows, cash and cash equivalents include cash on hand, amounts due from financial institutions, interest-bearing deposits with financial institutions and federal funds sold. Generally, federal funds are sold for one-day periods.

Investment securities

Investment securities are classified as available for sale and carried at fair value with unrealized gains and losses included in stockholders' equity on an after-tax basis. Premiums and discounts on investment securities are amortized or accreted using the interest method. Changes in the fair value of debt securities available for sale are included in stockholders' equity as unrealized gains and losses, net of the related tax effect.

Management evaluates all investments in an unrealized loss position on a quarterly basis, and more frequently when economic or market conditions warrant such evaluation. If the Company has the intent to sell the security or it is more likely than not that the Company will be required to sell the security, the security is written down to fair value and the entire loss is recorded in earnings.

If either of the above criteria is not met, the Company evaluates whether the decline in fair value is the result of credit losses or other factors. In making the assessment, the Company may consider various factors including the extent to which fair value is less than amortized cost, performance on any underlying collateral, downgrades in the ratings of the security by a rating agency, the failure of the issuer to make scheduled interest or principal payments and adverse conditions specifically related to the security. If the assessment indicates that a credit loss exists, the present value of cash flows expected to be collected are compared to the amortized cost basis of the security and any excess is recorded as an ACL, limited by the amount that the fair value is less than the amortized cost basis. Any amount of unrealized loss that has not been recorded through an ACL is recognized in other comprehensive income.

Changes in the ACL are recorded as provision for (or reversal of) credit loss expense. Losses are charged against the ACL when management believes an AFS security is confirmed to be uncollectible or when either of the criteria regarding intent or requirement to sell is met. At **June 30, 2023** **September 30, 2023**, there was no ACL related to the AFS portfolio.

Loans held for sale

Mortgage loans originated and intended for sale are recorded at fair value, determined individually, as of the balance sheet date. Fair value is determined based on outstanding investor commitments, or in the absence of such commitments, based on current investor yield requirements. Gains and losses on loan sales are determined by the specific-identification method. The Company's current practice is to sell residential mortgage loans on a servicing released basis. Interest on loans held for sale is credited to income based on the principal amounts outstanding.

Upon sale and delivery, loans are legally isolated from the Company and the Company has no ability to restrict or constrain the ability of third-party investors to pledge or exchange the mortgage loans. The Company does not have the entitlement or ability to repurchase the mortgage loans or unilaterally cause third-party investors to put the mortgage loans back to the Company. Unrealized and realized gains on

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation (continued)

loan sales are determined using the specific-identification method and are recognized through mortgage banking activity in the Consolidated Statements of Income.

The Company elects to measure loans held for sale at fair value to better align reported results with the underlying economic changes in value of the loans on the Company's balance sheet.

U.S. Small Business Administration Paycheck Protection Program

During the global COVID-19 pandemic, pursuant to the CARES Act and the Consolidated Appropriations Act, 2021, the United States Small Business Administration Payroll Protection Program ("SBA-PPP") provided forgivable loans to small businesses to enable them to maintain payroll, hire back employees who had been laid off, and cover overhead. SBA-PPP loans have an interest rate of 1%, have two or five year terms, and carry a 100% guarantee of the SBA. The program ended on May 31, 2021. SBA-PPP loans are eligible to be forgiven by the SBA.

Due to the unique nature of these provisions, SBA-PPP loans have been disclosed as a separate balance sheet item. Origination fees received by the SBA are capitalized into the carrying amount of the loans. The deferred fee income, net of origination costs, is recognized over the life of the loan as an adjustment to yield using the effective interest method. The remaining net deferred income is recognized upon forgiveness of the loan.

Portfolio loans and the allowance for credit losses

Loans are stated at the principal amount outstanding, adjusted for deferred origination fees and costs, discounts on loans acquired, and the ACL. Interest is accrued based on the loan principal balances and stated interest rates. Origination fees and costs are recognized as an adjustment to the related loan yield using approximate interest methods. For credit card loans, loan origination fees and direct loan origination costs are amortized on a straight-line basis over a 12-month period.

Loans are considered past due if the required principal and interest payments have not been received as of the date such payments were due. **The** For reporting purposes, the Company discontinues the accrual of interest at the earlier of the date any portion of the principal and/or interest is 90 days past due, or at such time as we determine that it is probable that not all principal and interest payments will be collected, and that collateral is insufficient to discharge the debt in full. When the interest accrual is discontinued, all unpaid accrued interest is reversed from income. Generally, interest payments on nonaccrual loans are recorded as a reduction of the principal balance. Interest income is subsequently recognized only to the extent cash payments are received in excess of principal due.

Loans are generally charged-off in part or in full when management determines the loan to be uncollectible. Factors for charge-off that may be considered include: repayments deemed to be extended out beyond reasonable time frames, customer bankruptcy and lack of assets, and/or collateral deficiencies.

On January 1, 2023, we adopted **ASU Accounting Standards Update ("ASU") 2016-13 "Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments"** ("ASU 2016-13"), which replaces the incurred loss methodology for determining our provision for credit losses and ACL with an expected loss methodology that is referred to as the Current Expected Credit Loss model ("CECL"). The measurement of expected credit losses under the CECL methodology is applicable to financial assets measured at amortized cost, including loans receivable and held-to-maturity ("HTM") debt securities. It also applies to off-balance sheet credit exposures not accounted for as insurance (loan commitments, standby letters of credit, financial guarantees, and other similar instruments) and net investments in leases recognized by a lessor in accordance with ASU 2016-02 "Leases (Topic 842)".

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation (continued)

commitments, standby letters of credit, financial guarantees, and other similar instruments) and net investments in leases recognized by a lessor in accordance with ASU 2016-02 "Leases (Topic 842)".

In addition, ASU 2016-13 made changes to the accounting for AFS debt securities. One such change is to require credit-related impairments to be recognized as an ACL rather than as a write-down of the security's amortized cost basis when the Company does not intend to sell or believes that the Company will be required to sell the securities prior to recovery of the security's amortized cost basis. The Company adopted ASU 2016-13 using the modified retrospective method. Results for reporting periods beginning after January 1, 2023 are presented under ASU 2016-13 while prior period amounts continue to be reported in accordance with previously applicable GAAP. The Company does not own HTM debt securities. There was no ACL on available for sale securities at **June 30, 2023** **September 30, 2023**.

The following table illustrates the impact of the adoption of ASC 326, or the CECL standard. The adoption of the standard required an \$804 thousand increase in the ACL and a \$775 thousand reduction to the reserve for unfunded commitments ("RUC"). The improved precision of the calculation of the historical utilization of unfunded commitments gave rise to the reduction. The net impact of the adoption of the CECL standard to retained earnings was \$29 thousand.

(in thousands)	January 1, 2023		
	Pre-adoption of the CECL standard	As Reported Under ASC 326	Impact of adoption of the CECL standard
Assets:			
Real estate:			
Residential	\$ 484,735	\$ 484,735	\$ —
Commercial	664,551	664,551	—
Construction	238,099	238,099	—
Commercial and Industrial	220,221	220,221	—
Credit card, net of reserve	128,434	128,434	—
Other consumer	1,179	1,179	—
Portfolio loans receivable, gross	\$ 1,737,219	\$ 1,737,219	\$ —
Deferred origination fees, net	(8,627)	(8,627)	—
Allowance for credit losses	(26,385)	(27,189)	(804)
Portfolio loans receivable, net	\$ 1,702,207	\$ 1,701,403	\$ (804)
Liabilities: Reserve for unfunded commitments	\$ 1,682	\$ 907	\$ (775)

We maintain an ACL that represents management's estimate of the expected credit losses and risks inherent in our loan portfolio. The amount of the ACL should not be interpreted as an indication that charge-offs in future periods will necessarily occur in those amounts, or at all. The allowance immediately recognizes lifetime expected credit losses when a financial asset is originated or purchased. The ACL is a valuation account that is deducted from the amortized cost basis of loans to present the net amount expected to be collected on the loans. Loans, or portions thereof, are charged-off against the allowance when they are deemed uncollectible. Factors for charge-off that may be considered

include: repayments deemed to be extended out beyond reasonable time frames, customer bankruptcy and lack of assets, and/or collateral deficiencies. Expected recoveries do not exceed the aggregate of amounts previously charged-off and expected to be charged-off.

In determining the ACL, we estimate losses collectively based on quantitative analysis of historical

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation (continued)

credit losses adjusted for current conditions and reasonable and supportable forecasts of collectability of future cash flows over the remaining term of each financial instrument. The Company has elected to utilize a discounted cash flow methodology for all segments, except for the other consumer portfolio segment, which applies a simplified, remaining life approach. See further detail regarding our forecasting methodology in the "Discounted Cash Flow Method" section below.

Quarterly, the Company utilizes a Qualitative Scorecard to consider the need to qualitatively adjust expected credit loss estimates for information not already captured in the quantitative loss estimation process, which may impact projected expected credit losses. The Qualitative Scorecard evaluates certain risk environments such as economic conditions, changes in the nature and volume of portfolios, changes in experience, depth, and ability of lending management, changes in volume and severity of past due loans and similar conditions, and changes in the value of underlying collateral. The scorecard results help the Company to analyze directional consistency to risk conditions and circumstances that should be considered for each loan segment and to refine its estimates of expected credit losses. As of June 30, 2023 September 30, 2023, there have been no significant changes applied through the Qualitative Scorecard subsequent to implementation on January 1, 2023.

Purchased Credit Deterioration

Upon adoption of ASU 2016-13, loans which were identified as Purchase Credit Impaired under the incurred loss model are identified as Purchased Credit Deteriorated ("PCD") loans at January 1, 2023 without reassessment. In future acquisitions, the Company may purchase loans, some of which have experienced more than insignificant credit deterioration since origination. In those cases, the Company will consider certain criteria including days past due, accrual status, risk rating, credit mark, and other relevant factors in assessing whether purchased loans are PCD. PCD loans are recorded at the amount paid and the Company will determine the initial ACL required for PCD assets with no impact to earnings. The loan's purchase price and ACL is then the initial amortized cost basis for PCD loans. The difference between the initial amortized cost basis and the par value of the loan is a noncredit discount or premium, which is amortized into interest income over the life of the loan. Subsequent to initial recognition, PCD loans are subject to the same interest income recognition and impairment model as non-PCD loans, with changes to the ACL recorded through provision expense.

Discounted Cash Flow Method

The Company uses the discounted cash flow ("DCF") method to estimate expected credit losses for each portfolio loan segment, with the exception of other consumer loans. For each of these loan segments, the Company generates cash flow projections at the instrument level. Payment expectations are adjusted for estimated prepayment speed and for probability and severity of a loss. The expected credit losses derived from the DCF are estimated over the contractual term of the loans, adjusted for expected prepayments when appropriate. The modeling of expected prepayment speeds is based on historical internal data. The contractual term excludes expected extensions, renewals and modifications.

The Company uses regression analysis of historical internal and peer data to determine suitable portfolio segment level loss drivers to utilize when modeling lifetime probability of default and loss. Probability loss given default. This analysis also determines how expected probability of default primarily leverages a bottom-up historical analysis over and loss given default will react to forecasted levels of the rates produced by the forecast model, adjusted for economic considerations and tested annually for reasonableness, loss drivers.

For the credit card portfolio, a major consideration in the determination of the ACL is our historical loss experience. The Company calculates the credit card ACL collectively, applying segmentation based on collateral positions: secured, partially secured, and unsecured.

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation (continued)

For all DCF models, the Company has elected to use a four quarter forecast period across all portfolio segments. After the forecasted period, the models will revert to a long run average of each economic factor over four quarters. The Company leverages uses economic projections from reputable and independent third parties to inform its loss driver forecast over the forecast period.

The combination of adjustments for credit expectations (default and loss) and timing expectations (prepayment, curtailment, and time to recovery) produces an expected cash flow stream at the instrument level. An effective interest rate is calculated by the Company, adjusted for any net deferred fees or costs, premium, or discount existing at the origination or acquisition, to produce an instrument-level net present value of expected cash flows. The ACL reflects the difference between the amortized cost basis and the present value of the expected cash flows.

Individual Evaluation

The Company will evaluate individual instruments for expected credit losses when those instruments do not share similar risk characteristics with instruments evaluated on a collective basis. Instruments may be evaluated whether or not there is an expectation of collectability in place. Instruments evaluated individually are not included in the Company's collective analysis. Collateral dependent or secured loans with respect to which the Company expects repayment to be provided substantially through the operation or sale of the collateral utilize a collateral-based methodology in which ACL is measured based on the difference between the net realizable value of the collateral and the amortized cost basis of the asset as of the measurement date. If the collateral valuation is equal to or greater than amortized cost, no reserve is applied. If a loan is not collateral dependent, the loan will be analyzed based on a forecast of future cash flows.

Credit Losses on Off-Balance Sheet Credit Exposures

The Company's financial instruments include off-balance sheet credit instruments such as unfunded commitments to make loans, commercial letters of credit issued, and commitments to fund other investments. The Company's maximum exposure to credit loss in the event of nonperformance by the other party to the financial instrument for off-balance sheet loan commitments is represented by the contractual amount of the credit commitment. Loan commitments and lines of credit are generally made on the same terms, including with regard to collateral, as outstanding loans.

The Company maintains an RUC on off-balance sheet credit exposures through a provision reflected in other liabilities. Increases or decreases in the reserve are charged to or released from the provision for credit losses for unfunded commitments in the consolidated statements of income. The provision (credit) for credit losses on off-balance sheet exposures prior to January 1, 2023 was included in other noninterest expense in the consolidated statements of income. The RUC on off-balance sheet credit exposures is estimated by loan segment at each balance sheet date under the current expected credit loss model based on the segment loss factor and the estimated utilization rate of the unfunded commitments. The Company has analyzed its historic funding behavior at the segment level to determine an expected utilization rate.

The above methodology for determining an appropriate ACL is based on a comprehensive analysis of the loan portfolio in accordance with ASC 326. The analysis considers all significant factors that affect the expected collectability of the portfolio and supports the expected credit losses estimated by this process. It is important to recognize that the related process, methodology, and underlying assumptions require a substantial degree of judgment. Additional disclosure on the ACL, and qualitative factors can be found in Part II, Item 1A - Risk Factors and Note 5 - Portfolio Loans Receivable.

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation (continued)

Credit Losses on SBA-PPP loans and interest receivable

The ACL for SBA-PPP loans was separately evaluated given the explicit government guarantee. The Company has incorporated historical experience with similar SBA guarantees and underwriting adjusted for reasonable and supportable forecasts and concluded the expected credit loss is zero and, therefore, no allowance has been assigned to these loans.

The Company does not measure an ACL on accrued interest receivable balances because these balances are written off as a reduction to interest income when loans are placed on nonaccrual status.

Loan modifications

Effective January 1, 2023, the Company adopted ASU 2022-02 - Financial Instruments - Credit Losses (Topic 326): Troubled Debt Restructurings and Vintage Disclosures. From time to time, the Company may elect to modify the contractual terms of loans to a borrower experiencing financial difficulties as a way to mitigate loss, to proactively work with borrowers in financial difficulty, or to comply with regulations regarding the treatment of certain bankruptcy filing and discharge situations. These modifications may include reductions in the interest rate, payment extensions, forgiveness of principal, forbearance or other actions. Under ASU 2022-02, modifications to a loan for a borrower experiencing financial difficulty that have occurred in the current reporting period, are disclosed along with the impact of the modifications. During the three and **six** **nine** months ended **June 30, 2023**, September 30, 2023, the Company did not have any such modifications.

Premises and equipment

Premises and equipment are stated at cost less accumulated depreciation and amortization. Depreciation and amortization are computed using the straight-line method over the estimated useful life of the related property, generally over two to seven years. Leasehold improvements are amortized over the estimated term of the respective leases, which may include renewal options where management has the positive intent to exercise such options, or the estimated useful lives of the improvements, whichever is less. The costs of major renewals and improvements are capitalized with the corresponding costs associated with amortization or depreciation included as a component of occupancy and equipment expense. Expenditures for maintenance, repairs and minor replacements are charged to noninterest expenses as incurred.

Leases

The Company accounts for leases according to ASU 2016-02, *Leases (Topic 842)*, and applies a right-of-use ("ROU") model that requires a lessee to record, for all leases with a lease term of more than 12 months, an asset representing its right to use the underlying asset and a liability to make lease payments. The Company elected to apply the package of practical expedients permitting entities to not reassess: 1) whether any expired or existing contracts are or contain leases; 2) the lease classification for any expired or existing leases; and 3) initial direct costs for any existing leases. Additionally, as provided by ASU 2016-02, the Company elected not to apply the recognition requirements of ASC 842 to short-term leases, defined as leases with a term of 12 months or less, and to recognize the lease payments in net income on short-term leases on a straight-line basis over the lease term.

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation (continued)

Derivative financial instruments

The Company enters into commitments to fund residential mortgage loans (interest rate locks) with the intention of selling them in the secondary market. The Company also enters into forward sales agreements for certain funded loans and loan commitments. The Company records unfunded commitments intended for loans held for sale and forward sales agreements at fair value with changes in fair value recorded as a component of mortgage banking revenue. Loans originated and intended for sale in the secondary market are carried at fair value. For pipeline loans which are not pre-sold to an investor, the Company endeavors to manage the interest rate risk on rate lock commitments by entering into forward sale contracts, whereby the Company obtains the right to deliver securities to investors in the future at a specified price. Such contracts are accounted for as derivatives and are recorded at fair value as derivative assets or liabilities, with changes in fair value recorded in mortgage banking revenue.

The Company accounts for derivative instruments and hedging activities according to guidelines established in ASC 815-10, *Accounting for Derivative Instruments and Hedging Activities*, as amended. The Company recognizes all derivatives as either assets or liabilities on the balance sheet and measures those instruments at fair value. Changes in fair value of derivatives designated and accounted for as cash flow hedges, to the extent they are effective as hedges, are recorded in other comprehensive income, net of deferred taxes. Any hedge ineffectiveness would be recognized in the income statement line item pertaining to the hedged item. As of **June 30, 2023** **September 30, 2023**, there were no derivative instruments held which would require recognition by the Company.

Fair value measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in the principal or most advantageous market for an asset or liability in an orderly transaction between market participants at the measurement date. The degree of management judgment involved in determining the fair value of a financial instrument is dependent upon the availability of quoted market prices or observable market inputs. For financial instruments that are traded actively and have quoted market prices or

observable market inputs, there is minimal subjectivity involved in measuring fair value. However, when quoted market prices or observable market inputs are not fully available, significant management judgment may be necessary to estimate fair value. In developing our fair value estimates, we endeavor to maximize the use of observable inputs and minimize the use of unobservable inputs.

The fair value hierarchy defines Level 1 valuations as those based on quoted prices (unadjusted) for identical assets or liabilities in active markets. Level 2 valuations include inputs based on quoted prices for similar assets or liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument. Level 3 valuations are based on at least one significant assumption not observable in the market, or significant management judgment or estimation, some of which may be internally developed.

Financial assets that are recorded at fair value on a recurring basis include investment securities available for sale, loans held for sale, and derivative financial instruments. Financial liabilities that are recorded at fair value on a recurring basis are comprised of derivative financial instruments. Additional information is included in Note 8 - Fair Value.

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation (continued)

Bank-owned life insurance

The Company had \$37.0 million \$37.3 million of bank-owned life insurance at June 30, 2023 September 30, 2023 and \$36.5 million at December 31, 2022.

The Company recognized income on bank-owned life insurance, which is included in other noninterest income, of \$260 \$274 thousand for the three months ended June 30, 2023 September 30, 2023 and \$254 \$255 thousand for the three months ended June 30, 2022 September 30, 2022, and recognized \$517 \$791 thousand for the six nine months ended June 30, 2023 September 30, 2023 and \$505 \$761 thousand for the six nine months ended June 30, 2022 September 30, 2022.

Income taxes

Deferred tax assets and liabilities are determined based on the difference between the financial statement and tax basis of assets and liabilities, using enacted tax rates in effect for the year in which the differences are expected to reverse. Deferred tax assets are recognized when it is deemed more likely than not that the benefits of such deferred income taxes will be realized.

Earnings per share

Earnings per share is computed by dividing net income available to common stockholders by the weighted average number of shares outstanding. Diluted earnings per share is computed by dividing net income by the weighted average number of common shares outstanding, adjusted for the dilutive effect of stock options and restricted stock using the treasury stock method. At June 30, 2023 September 30, 2023, there were 291 282 thousand stock options excluded from the calculation as their effect would have been anti-dilutive, whereas at June 30, 2022 September 30, 2022 there were 141 thousand such options.

Comprehensive loss

The Company reports as comprehensive loss all changes in stockholders' equity during the year from non-stockholder sources. Other comprehensive loss refers to all components (income, expenses, gains, and losses) of comprehensive loss that are excluded from net income.

The Company's only component of other comprehensive loss is unrealized losses on investment securities available for sale, net of income taxes. Information concerning the Company's accumulated other comprehensive loss as of June 30, 2023 September 30, 2023 and December 31, 2022 is as follows:

(in thousands)	(in thousands)	June 30, 2023	December 31, 2022	(in thousands)	September 30, 2023	December 31, 2022
Unrealized losses on securities available for sale	Unrealized losses on securities available for sale	\$ (21,479)	\$ (22,416)	Unrealized losses on securities available for sale	\$ (23,299)	\$ (22,416)
Deferred tax benefit	Deferred tax benefit	5,428	5,665	Deferred tax benefit	5,456	5,665
Total accumulated comprehensive loss	Total accumulated comprehensive loss	\$ (16,051)	\$ (16,751)	Total accumulated comprehensive loss	\$ (17,843)	\$ (16,751)

Recently issued accounting pronouncements:

In March 2020, the FASB Financial Accounting Standards Board ("FASB") released ASU 2020-04 - Reference Rate Reform, Topic 848, which provides temporary guidance to ease the potential accounting burden in accounting for, or recognizing the effects of, reference rate reform on financial reporting. The new standard is a result of London Interbank Offered Rate ("LIBOR") likely being discontinued as an available benchmark rate. The standard is elective and provides optional expedients and exceptions for applying GAAP to contracts, hedging relationships, or other transactions that reference LIBOR, or another reference rate expected to be discontinued. The amendments in the update are effective for all entities between March 12, 2020 and an extended sunset

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 1 - Nature of Business and Basis of Presentation (continued)

reference rate expected to be discontinued. The amendments in the update are effective for all entities between March 12, 2020 and an extended sunset date of December 31, 2024 which was extended by ASU 2022-06 issued by FASB in December 2022. The Company is currently evaluating products and preparing to offer new rates. The adoption of this guidance is not expected to have a material impact on the Company's financial statements.

Other accounting standards that have been issued or proposed by the FASB or other standards-setting bodies are not expected to have a material impact on the Company's financial position, results of operations or cash flows.

Reclassifications:

Certain reclassifications have been made to amounts reported in prior periods to conform to the current period presentation. The reclassifications had no material effect on net income or total stockholders' equity.

Subsequent events:

Subsequent events are events or transactions that occur after the balance sheet date but before financial statements are issued. Recognized subsequent events are events or transactions that provide additional evidence about conditions that existed at the date of the balance sheet, including the estimates inherent in the process of preparing financial statements. Non-recognized subsequent events are events that provide evidence about conditions that did not exist at the date of the balance sheet but arose after that date. Management has reviewed events through the date the financial statements were available to be issued and no subsequent events occurred requiring accrual or disclosure.

Note 2 - Cash and Cash Equivalents

Cash and cash equivalents include cash and amounts due from banks, interest-bearing deposits and federal funds sold. The Bank is required by regulations to maintain an average cash reserve balance based on a percentage of deposits; however, on March 15, 2020, the Federal Reserve announced that reserve requirement ratios would be reduced to zero percent effective March 26, 2020, due to economic conditions, which eliminated the reserve requirement for all depository institutions. The reserve requirement is still at zero percent as of **June 30, 2023** September 30, 2023.

Note 3 - Investment Securities

The amortized cost and estimated fair value of investment securities at **June 30, 2023** September 30, 2023 and December 31, 2022 are summarized as follows:

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 3 - Investment Securities (continued)

	(in thousands)	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
<u>June 30, 2023</u>					
U.S. Treasuries	\$	171,563	\$ —	\$ (15,417)	\$ 156,146
Municipal		10,809	—	(2,459)	8,350
Corporate		5,000	—	(645)	4,355
Asset-backed securities		7,489	—	(192)	7,297
Mortgage-backed securities		35,082	—	(2,766)	32,316
Total	\$	229,943	\$ —	\$ (21,479)	\$ 208,464
<u>December 31, 2022</u>					
U.S. Treasuries	\$	215,486	\$ —	\$ (16,037)	\$ 199,449
Municipal		10,815	—	(2,803)	8,012
Corporate		5,000	—	(400)	4,600
Asset-backed securities		7,970	—	(259)	7,711
Mortgage-backed securities		35,626	—	(2,917)	32,709
Total	\$	274,897	\$ —	\$ (22,416)	\$ 252,481

There were no securities sold during the six months ended June 30, 2023 or the six months ended June 30, 2022. There was no ACL on available for sale securities at June 30, 2023.

Information related to unrealized losses in the investment portfolio as of June 30, 2023 and December 31, 2022 is summarized as follows:

	Less than 12 months		12 months or longer		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
<u>(in thousands)</u>						
<u>June 30, 2023</u>						
U.S. Treasuries	\$ —	\$ —	\$ 156,146	\$ (15,417)	\$ 156,146	\$ (15,417)
Municipal	1,032	(118)	7,318	(2,341)	8,350	(2,459)
Corporate	—	—	4,355	(645)	4,355	(645)
Asset-backed securities	—	—	7,297	(192)	7,297	(192)
Mortgage-backed securities	—	—	32,316	(2,766)	32,316	(2,766)
Total	\$ 1,032	\$ (118)	\$ 207,432	\$ (21,361)	\$ 208,464	\$ (21,479)
<u>December 31, 2022</u>						
U.S. Treasuries	\$ 82,102	\$ (1,396)	\$ 117,347	\$ (14,641)	\$ 199,449	\$ (16,037)
Municipal	1,452	(207)	6,560	(2,596)	8,012	(2,803)
Corporate	—	—	4,600	(400)	4,600	(400)
Asset-backed securities	6,156	(237)	1,555	(22)	7,711	(259)
Mortgage-backed securities	22,067	(1,884)	10,642	(1,033)	32,709	(2,917)
Total	\$ 111,777	\$ (3,724)	\$ 140,704	\$ (18,692)	\$ 252,481	\$ (22,416)

At June 30, 2023, there were twenty-four treasury securities, eight municipal securities, five corporate securities, nine mortgage-backed securities, and three asset-backed securities that had been in an unrealized loss position for greater than twelve months. At December 31, 2022 there were sixteen treasury securities, seven municipal securities, five corporate securities, one asset-backed security, and three mortgage-backed securities that had been in an unrealized loss position for greater than twelve months. Management believes that all unrealized losses at June 30, 2023 and December 31, 2022

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 3 - Investment Securities (continued)

(in thousands)	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
<u>September 30, 2023</u>				
U.S. Treasuries	\$ 171,496	\$ —	\$ (16,683)	\$ 154,813
Municipal	10,807	—	(2,890)	7,917
Corporate	5,000	—	(660)	4,340
Asset-backed securities	7,318	14	(66)	7,266
Mortgage-backed securities	34,733	—	(3,014)	31,719
Total	\$ 229,354	\$ 14	\$ (23,313)	\$ 206,055
<u>December 31, 2022</u>				
U.S. Treasuries	215,486	\$ —	\$ (16,037)	\$ 199,449
Municipal	10,815	—	(2,803)	8,012
Corporate	5,000	—	(400)	4,600
Asset-backed securities	7,970	—	(259)	7,711
Mortgage-backed securities	35,626	—	(2,917)	32,709
Total	\$ 274,897	\$ —	\$ (22,416)	\$ 252,481

There were no securities sold during the nine months ended September 30, 2023 or the nine months ended September 30, 2022. There was no ACL on available for sale securities at September 30, 2023.

Information related to unrealized losses in the investment portfolio as of September 30, 2023 and December 31, 2022 is summarized as follows:

(in thousands)	Less than 12 months		12 months or longer		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
<u>September 30, 2023</u>						
U.S. Treasuries	\$ —	\$ —	\$ 154,813	\$ (16,683)	\$ 154,813	\$ (16,683)
Municipal	—	—	7,917	(2,890)	7,917	(2,890)
Corporate	—	—	4,340	(660)	4,340	(660)
Asset-backed securities	—	—	5,297	(66)	5,297	(66)
Mortgage-backed securities	—	—	31,719	(3,014)	31,719	(3,014)
Total	\$ —	\$ —	\$ 204,086	\$ (23,313)	\$ 204,086	\$ (23,313)
<u>December 31, 2022</u>						
U.S. Treasuries	\$ 82,102	\$ (1,396)	\$ 117,347	\$ (14,641)	\$ 199,449	\$ (16,037)
Municipal	1,452	(207)	6,560	(2,596)	8,012	(2,803)
Corporate	—	—	4,600	(400)	4,600	(400)
Asset-backed securities	6,156	(237)	1,555	(22)	7,711	(259)
Mortgage-backed securities	22,067	(1,884)	10,642	(1,033)	32,709	(2,917)
Total	\$ 111,777	\$ (3,724)	\$ 140,704	\$ (18,692)	\$ 252,481	\$ (22,416)

At September 30, 2023, there were twenty-four treasury securities, ten municipal securities, five corporate securities, nine mortgage-backed securities, and two asset-backed securities that had been in an unrealized loss position for greater than twelve months. At December 31, 2022, there were sixteen treasury securities, seven municipal securities, five corporate securities, one asset-backed security, and three mortgage-backed securities that had been in an unrealized loss position for greater than twelve months. Management believes that all unrealized losses at September 30, 2023 and December 31, 2022

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 3 - Investment Securities (continued)

resulted from temporary changes in interest rates and current market conditions and not as a result of credit deterioration. Management has the ability and the intent to hold these investment securities until maturity or until they recover in value. Pledged securities totaled \$150.0 million at June 30, 2023 September 30, 2023 and \$0 at December 31, 2022.

Contractual maturities of U.S. government and government-sponsored agencies, asset-backed, municipal, corporate and mortgage-backed securities at June 30, 2023 September 30, 2023 and December 31, 2022 are shown below. Actual maturities may differ from contractual maturities because issuers may have the right to call or prepay obligations with or without call premiums or prepayment penalties.

(in thousands)	June 30, 2023				December 31, 2022				(in thousands)	September 30, 2023				December 31, 2022			
	Amortized		Fair		Amortized		Fair			Amortized		Fair		Amortized		Fair	
	(in thousands)	Cost	Value	(in thousands)	Cost	Value	(in thousands)	Cost	Value	(in thousands)	Cost	Value	(in thousands)	Cost	Value	(in thousands)	Value
Within one year	Within one year	\$ 30,030	\$ 29,353	\$ 53,739	\$ 53,204	Within one year	\$ 40,024	\$ 39,165	\$ 53,739	\$ 53,204							
Over one to five years	Over one to five years	105,657	96,118	88,165	82,538	Over one to five years	110,756	98,920	88,165	82,538							
Over five to ten years	Over five to ten years	41,383	35,512	79,090	68,805	Over five to ten years	26,223	21,524	79,090	68,805							
Over ten years	Over ten years	10,302	7,868	10,307	7,514	Over ten years	10,300	7,461	10,307	7,514							
Asset-backed securities ⁽¹⁾	Asset-backed securities ⁽¹⁾	7,489	7,297	7,970	7,711	Asset-backed securities ⁽¹⁾	7,318	7,266	7,970	7,711							
Mortgage-backed securities ⁽¹⁾	Mortgage-backed securities ⁽¹⁾	35,082	32,316	35,626	32,709	Mortgage-backed securities ⁽¹⁾	34,733	31,719	35,626	32,709							
Total	Total	\$ 229,943	\$ 208,464	\$ 274,897	\$ 252,481	Total	\$ 229,354	\$ 206,055	\$ 274,897	\$ 252,481							

⁽¹⁾ Asset-backed and Mortgage-backed securities are due in monthly installments.

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 4 - SBA-PPP Loans Receivable

SBA-PPP gross loans receivable totaled \$1.1 million \$0.8 million at June 30, 2023 September 30, 2023, and \$2.2 million at December 31, 2022, and were all rated as pass credits and were not past due, nonaccrual or otherwise impaired. Unearned net fees associated with the SBA-PPP loans amounted to \$28 \$17 thousand at June 30, 2023 September 30, 2023 and \$31 thousand at December 31, 2022.

SBA-PPP loans generated income of \$7 \$11 thousand for the three months ended June 30, 2023 September 30, 2023 and \$1.1 million \$0.3 million for the three months ended June 30, 2022 September 30, 2022, of which, earned fees, primarily on loans forgiven by the SBA, represented \$2 \$9 thousand and \$1.0 million \$0.2 million of the income, respectively. SBA-PPP loans generated income of \$15 \$26 thousand for the six nine months ended June 30, 2023 September 30, 2023 and \$3.2 million \$3.4 million for the six nine months ended June 30, 2022 September 30, 2022, of which, earned fees, primarily on loans forgiven by the SBA, represented \$2 \$14 thousand and \$2.9 million \$3.2 million of the income, respectively.

Note 5 - Portfolio Loans Receivable

Major classifications of portfolio loans receivable are as follows:

Portfolio Loan Categories	Portfolio Loan Categories	Portfolio Loan Categories										
		June 30, 2023				December 31, 2022						
		(in thousands)	(in thousands)	Amount	Percent	Amount	Percent	(in thousands)	Amount	Percent	Amount	Percent
Real estate:	Real estate:							Real estate:				
Residential	Residential	\$ 555,133	30 %	\$ 484,735	28 %	Residential	\$ 558,147	30 %	\$ 484,735	28 %		
Commercial	Commercial	674,141	36 %	664,551	38 %	Commercial	670,594	35 %	664,551	38 %		
Construction	Construction	258,400	14 %	238,099	14 %	Construction	280,905	15 %	238,099	14 %		
Commercial and Industrial	Commercial and Industrial	233,598	13 %	220,221	13 %	Commercial and Industrial	236,782	13 %	220,221	13 %		
Credit card, net of reserve ⁽¹⁾	Credit card, net of reserve ⁽¹⁾	122,925	7 %	128,434	7 %	Credit card, net of reserve ⁽¹⁾	122,533	7 %	128,434	7 %		
Other consumer	Other consumer	1,187	— %	1,179	— %	Other consumer	948	— %	1,179	— %		
Portfolio loans receivable, gross	Portfolio loans receivable, gross	1,845,384	100 %	1,737,219	100 %	Portfolio loans receivable, gross	1,869,909	100 %	1,737,219	100 %		
Deferred origination fees, net	Deferred origination fees, net	(8,343)		(8,627)		Deferred origination fees, net	(7,980)		(8,627)			
Allowance for credit losses	Allowance for credit losses	(27,495)		(26,385)		Allowance for credit losses	(28,279)		(26,385)			
Portfolio loans receivable, net	Portfolio loans receivable, net	\$ 1,809,546		\$ 1,702,207		Portfolio loans receivable, net	\$ 1,833,650		\$ 1,702,207			

(1) Credit card loans are presented net of reserve for interest and fees.

The Company makes loans to customers located primarily in the Washington, D.C. and Baltimore, Maryland metropolitan areas. Although the loan portfolio is diversified, its performance is influenced by the regional economy. The Company's loan categories, excluding SBA-PPP loans, previously discussed in Note 4, are described below.

Residential Real Estate Loans. One-to-four family mortgage loans are primarily secured by owner-occupied primary residences and, to a lesser extent, investor-owned residences. Residential loans are originated through the commercial sales teams and Capital Bank Home Loans division. Residential loans also include home equity lines of credit. Owner-occupied residential real estate loans usually have fixed rates for five or seven years and adjust on an annual basis after the initial term based on a typical maturity of 30 years. Investor residential real estate loans are generally based on 25-year terms with a balloon payment due after five years. Generally, the required minimum debt service coverage ratio is 115%.

Commercial Real Estate Loans. Commercial real estate loans are originated on owner-occupied and non-owner-occupied properties. These loans may be more adversely affected by conditions in the real estate markets or in the general economy. Commercial loans that are secured by owner-occupied commercial Business equity lines of credit totaling \$14.2 million as of September

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

30, 2023, and \$12.3 million as of December 31, 2022, are included in the commercial real estate loan category. Business equity lines of credit are commercial purpose lines of credit primarily secured by the business owners residential properties. Commercial loans that are secured by owner-occupied commercial real estate and primarily collateralized by operating cash flows are also included in this category of loans. As of ~~June 30, 2023~~ September 30, 2023, there were approximately ~~\$312.0~~ \$305.8 million of owner-occupied commercial real estate loans, representing approximately ~~16.9%~~ 16.4% of the loan portfolio. In prior reporting periods, the Company classified certain commercial real estate loans as owner-occupied that should have been classified as non owner-occupied. For instance, for the two most recent reporting periods ended December 31, 2022 and March 31, 2023, the Company disclosed owner-occupied commercial real estate loans of \$387.7 million and \$377.4 million, respectively. Based on the revised classification metrics, the correct amount of owner-occupied commercial real estate loans at December 31, 2022 and March 31, 2023 was \$300.8 million and \$300.0 million, respectively. Commercial real estate loan terms are generally extended for 10 years or less and amortize generally over 25 years or less. The interest rates on commercial real estate loans generally have initial fixed rate terms that adjust typically at five years. Origination fees are routinely charged for services. Personal guarantees from the principal owners of the business are generally required, supported by a review of the principal owners' personal financial statements and global debt service obligations. The properties securing the portfolio are diverse in type. This diversity may help reduce the exposure to adverse economic events that affect any single industry.

Construction Loans. Construction loans are offered within the Company's Washington, D.C. and Baltimore, Maryland metropolitan operating areas to builders, primarily for the construction of single-family homes and condominium and townhouse conversions or renovations and, to a lesser extent, to individuals. Construction loans typically have terms of 12 to 18 months. The Company frequently transitions the end purchaser to permanent financing or re-underwriting and sale into the secondary market through Capital Bank Home Loans. According to underwriting standards, the ratio of loan principal to collateral value, as established by an independent appraisal, cannot exceed 75% for investor-owned and 80% for owner-occupied properties, although exceptions are sometimes made. Semi-annual stress testing of the construction loan portfolio is conducted, and underlying real estate conditions are monitored as well as trends in sales outcomes versus underwriting valuations as part of ongoing risk management efforts. The borrowers' progress in construction buildout is monitored to enforce against the original underwriting guidelines for construction milestones and completion timelines.

Commercial and Industrial. In addition to other loan products, general commercial loans, including commercial lines of credit, working capital loans, term loans, equipment financing, letters of credit and other loan products, are offered, primarily in target markets, and underwritten based on each borrower's ability to service debt from income. These loans are primarily made based on the identified cash flows of the borrower and secondarily, on the underlying collateral provided by the borrower. Most commercial business loans are secured by a lien on general business assets including, among other things, available real estate, accounts receivable, promissory notes, inventory and equipment. Personal guarantees from the borrower or other principal are generally obtained.

Credit Cards. Through the OpenSky® credit card division, the Company offers secured, partially secured, and unsecured credit cards on a nationwide basis to under-banked populations and those looking to rebuild their credit scores through a fully digital and mobile platform. The secured lines of credit are secured by a noninterest-bearing demand account at the Bank in an amount equal to the full credit limit of the credit card. For the partially secured lines of credit, the Bank offers certain customers an unsecured line in excess of their secured line of credit by using a proprietary scoring model, which considers credit score and repayment history (typically a minimum of six months of on-time repayments, payments, but ultimately determined on a case-by-case basis). Partially secured and unsecured credit cards are only extended to existing secured card customers who have demonstrated sound credit behaviors. Approximately \$97.7 million and \$109.4 million in secured and partially secured credit card balances were protected by savings deposits held by the Company as of June 30, 2023 and December 31, 2022, respectively. Unsecured balances were \$25.3 million and \$26.8 million, respectively, for the same periods.

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

Other Consumer Loans. To a limited extent and typically as an accommodation to existing customers, personal consumer loans, such as term loans, car loans and boat loans are offered.

Purchased Credit Deterioration. There were no loans purchased with credit deterioration during the three and six months ended June 30, 2023.

The following tables set forth the changes in the ACL and an allocation of the ACL by loan segment class for the three and six months ended June 30, 2023 and June 30, 2022.

(in thousands)	Beginning						Ending Balance	
	Balance, Prior to Adoption of the CECL Standard	Impact of Adopting the CECL Standard		Provision (Release of Provision) for Credit Losses				
		Charge-Offs	Recoveries					
Three Months Ended June 30, 2023								
Real estate:								
Residential	\$ 5,408	\$ —	\$ 11	\$ —	\$ —	\$ —	\$ 5,419	
Commercial	9,874	—	314	—	—	—	10,188	
Construction	1,753	—	115	—	—	—	1,868	
Commercial and Industrial	4,015	—	281	—	—	—	4,296	
Credit card	5,151	—	2,139	(1,589)	6	—	5,707	
Other consumer	15	—	2	—	—	—	17	
Total	\$ 26,216	\$ —	\$ 2,862	\$ (1,589)	\$ 6	\$ —	\$ 27,495	
Six Months Ended June 30, 2023								
Real estate:								
Residential	\$ 5,481	\$ (1,198)	\$ 1,136	\$ —	\$ —	\$ —	\$ 5,419	
Commercial	8,098	3,941	(1,851)	—	—	—	10,188	
Construction	3,782	(1,973)	59	—	—	—	1,868	
Commercial and Industrial	2,935	1,073	1,221	(943)	10	—	4,296	
Credit card	6,078	(1,045)	3,957	(3,291)	8	—	5,707	
Other consumer	11	6	—	—	—	—	17	
Total	\$ 26,385	\$ 804	\$ 4,522	\$ (4,234)	\$ 18	\$ —	\$ 27,495	

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

(in thousands)	Beginning						Ending Balance	
	Balance	Provision (Release of Provision) for Loan Losses			Charge-Offs	Recoveries		
		Loan Losses	Charge-Offs	Recoveries				
Three Months Ended June 30, 2022								
Real estate:								
Residential	\$ 5,832	\$ 31	\$ —	\$ —	—	\$ —	\$ 5,863	
Commercial	8,718	139	—	—	—	—	8,857	
Construction	4,607	(134)	—	—	—	—	4,473	
Commercial and Industrial	2,350	107	—	—	—	—	2,457	
Credit card	3,735	1,892	(880)	12	—	—	4,759	
Other consumer	10	—	—	—	—	—	10	
Total	\$ 25,252	\$ 2,035	\$ (880)	\$ 12	\$ —	\$ —	\$ 26,419	
Six Months Ended June 30, 2022								
Real estate:								
Residential	\$ 5,612	\$ 251	\$ —	\$ —	—	\$ —	\$ 5,863	
Commercial	8,566	291	—	—	—	—	8,857	
Construction	4,699	(226)	—	—	—	—	4,473	

Commercial and Industrial	2,637	(180)	—	—	2,457
Credit card	3,655	2,853	(1,779)	30	4,759
Other consumer	12	(2)	—	—	10
Total	\$ 25,181	\$ 2,987	\$ (1,779)	\$ 30	\$ 26,419

Approximately \$98.1 million and \$109.4 million in secured and partially secured credit card balances were protected by savings deposits held by the Company as of September 30, 2023 and December 31, 2022, respectively. Unsecured balances were \$27.4 million and \$26.8 million, respectively, for the same periods.

Other Consumer Loans. To a limited extent and typically as an accommodation to existing customers, personal consumer loans, such as term loans, car loans and boat loans are offered.

Purchased Credit Deterioration. There were no loans purchased with credit deterioration during the three and nine months ended September 30, 2023.

During the three months ended September 30, 2023 the Company recorded a \$284 thousand increase to the ACL, reflected in "Other", from residual non-accretable discounts on acquired loans post CECL adoption. The following tables present a summary set forth the changes in the ACL and an allocation of loan balances and the related allowance for loan losses summarized ACL by loan category segment class for each impairment method used as of December 31, 2022 the three and nine months ended September 30, 2023 and September 30, 2022.

(in thousands)	(in thousands)	Allowance for Loan Losses				Outstanding Portfolio				Beginning Balance, Prior to Impact of Adoption of the CECL			Provision (Release) of the CECL			Charge-Offs			Recoveries								
		Ending Balance Evaluated		Loan Balances Evaluated		Standard		Standard		Other		Credit Losses		Credit		Charge-Offs		Recoveries		Ending Balance							
		for Impairment:	for Impairment:	Individually	Collectively	Individually	Collectively	Individually	Collectively	Individually	Collectively	Individually	Collectively	Individually	Collectively	Individually	Collectively	Individually	Collectively	Individually	Collectively						
December 31, 2022																											
Three Months Ended September 30, 2023																											
Real estate:																											
Residential	Residential	\$ —	\$ 5,481	\$ 4,288	\$ 480,447	Residential	Standard	Standard	Other	Beginning Balance, Prior to Impact of Adoption of the CECL	30.2023	Residential	Standard	Standard	Other	Beginning Balance, Prior to Impact of Adoption of the CECL	30.2023	Residential	Standard	Standard							
Commercial	Commercial	—	8,098	1,563	662,988	Commercial	10,188	—	193	(199)	—	39	10,221	Commercial	1,868	—	—	383	—	—	—	2,251					
Construction	Construction	—	3,782	2,837	235,262	Construction	1,868	—	—	383	—	—	—	Commercial	4,296	—	—	(35)	(77)	11	4,195						
Commercial and Industrial	Commercial and Industrial	372	2,563	705	219,516	Commercial and Industrial	4,296	—	—	(35)	(77)	11	4,195	Credit card	5,707	—	—	1,870	(1,753)	—	—	5,824					
Credit card	Credit card	—	6,078	—	128,434	Credit card	5,707	—	—	1,870	(1,753)	—	—	Other	—	—	—	—	—	—	—						
Other consumer	Other consumer	—	11	—	1,179	Other consumer	17	—	—	(8)	—	—	9	Real estate:	—	—	—	—	—	—	—	—					
Total	Total	\$ 372	\$ 26,013	\$ 9,393	\$ 1,727,826	Total	\$ 27,495	\$ —	\$ 284	\$ 2,280	\$ (1,830)	\$ 50	\$ 28,279	Real estate:	Residential	Commercial	Construction	Commercial and Industrial	Credit card	Other	Real estate:	Residential	Commercial	Construction	Commercial and Industrial	Credit card	Other
Nine Months Ended September 30, 2023																											
Real estate:	Real estate:	Residential	Residential	Commercial	Construction	Commercial and Industrial	Credit card	Other	Real estate:	Residential	Commercial	Construction	Commercial and Industrial	Credit card	Other	Real estate:	Residential	Commercial	Construction	Commercial and Industrial	Credit card	Other					
Residential	Residential	\$ 5,481	\$ (1,198)	\$ 91	\$ 1,405	\$ —	\$ —	\$ —	Residential	\$ 5,481	\$ 8,098	\$ 1,868	\$ 4,296	\$ 5,707	\$ —	Residential	\$ 5,481	\$ 8,098	\$ 1,868	\$ 4,296	\$ 5,707	\$ —					
Commercial	Commercial	8,098	3,941	193	(2,050)	—	—	—	Commercial	8,098	3,941	193	(2,050)	—	—	Commercial	8,098	3,941	193	(2,050)	—	—					
Construction	Construction	3,782	(1,973)	—	442	—	—	—	Construction	3,782	(1,973)	—	442	—	—	Construction	3,782	(1,973)	—	442	—	—					
Commercial and Industrial	Commercial and Industrial	2,935	1,073	—	1,186	(1,020)	—	—	Commercial and Industrial	2,935	1,073	—	1,186	(1,020)	—	Commercial and Industrial	2,935	1,073	—	1,186	(1,020)	—					
Credit card	Credit card	6,078	(1,045)	—	5,827	(5,036)	—	—	Credit card	6,078	(1,045)	—	5,827	(5,036)	—	Credit card	6,078	(1,045)	—	5,827	(5,036)	—					
Other consumer	Other consumer	11	6	—	(8)	—	—	—	Other consumer	11	6	—	(8)	—	—	Other consumer	11	6	—	(8)	—	—					
Total	Total	\$ 26,385	\$ 804	\$ 284	\$ 6,802	\$ (6,056)	\$ 60	\$ 28,279	Total	\$ 26,385	\$ 804	\$ 284	\$ 6,802	\$ (6,056)	\$ 60	\$ 28,279	Total	\$ 26,385	\$ 804	\$ 284	\$ 6,802	\$ (6,056)	\$ 60				

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

Past due loans, segregated by age and class of loans, as of June 30, 2023 and December 31, 2022 were as follows:

Portfolio Loans Past Due													
(in thousands)	Loans		Loans		90 or More			Total			Accruing		
	30-59 Days		60-89 Days		Days		Total Past		Current		Portfolio	Loans 90 or	More Days
	Past Due		Past Due		Past Due		Due Loans		Loans		Loans	Past Due	Nonaccrual
June 30, 2023													
Real estate:													
Residential	\$ 1,723	\$ 607	\$ 11,774	\$ 14,104	\$ 541,029	\$ 555,133	\$ —	\$ 12,600					
Commercial	329	—	582	911	673,230	674,141	—	582					
Construction	—	—	2,033	2,033	256,367	258,400	—	2,033					
Commercial and Industrial	564	16	484	1,064	232,534	233,598	—	484					
Credit card	14,070	—	351	14,421	108,504	122,925	351	—					
Other consumer	—	—	—	—	1,187	1,187	—	—					
Total	\$ 16,686	\$ 623	\$ 15,224	\$ 32,533	\$ 1,812,851	\$ 1,845,384	\$ 351	\$ 15,699					
December 31, 2022													
Real estate:													
Residential	\$ 4	\$ 142	\$ 4,284	\$ 4,430	\$ 480,305	\$ 484,735	\$ —	\$ 4,288					
Commercial	—	—	1,563	1,563	662,988	664,551	—	1,563					
Construction	1,164	640	2,837	4,641	233,458	238,099	—	2,837					
Commercial and Industrial	117	386	569	1,072	219,149	220,221	—	705					
Credit card	8,473	7,455	363	16,291	112,143	128,434	363	—					
Other consumer	—	—	—	—	1,179	1,179	—	—					
Total	\$ 9,758	\$ 8,623	\$ 9,616	\$ 27,997	\$ 1,709,222	\$ 1,737,219	\$ 363	\$ 9,393					

There were \$0.4 million and \$1.3 million of loans secured by one-to-four family residential properties in the process of foreclosure as of June 30, 2023 and December 31, 2022, respectively.

(in thousands)	Beginning Balance	Provision (Release of Provision) for Loan Losses			Recoveries	Ending Balance
		Loan Losses	Charge-Offs	Recoveries		
Three Months Ended September 30, 2022						
Real estate:						
Residential	\$ 5,863	\$ 106	\$ —	\$ —	\$ 5,969	
Commercial	8,857	(489)	—	—	8,368	
Construction	4,473	(468)	—	—	4,005	
Commercial and Industrial	2,457	(262)	—	—	2,195	
Credit card	4,759	2,373	(1,596)	8	5,544	
Other consumer	10	—	—	—	10	
Total	\$ 26,419	\$ 1,260	\$ (1,596)	\$ 8	\$ 26,091	

Nine Months Ended September 30, 2022

Real estate:

Residential	\$ 5,612	\$ 357	\$ —	\$ —	\$ 5,969
Commercial	8,566	(198)	—	—	8,368
Construction	4,699	(694)	—	—	4,005
Commercial and Industrial	2,637	(442)	—	—	2,195
Credit card	3,655	5,226	(3,375)	38	5,544
Other consumer	12	(2)	—	—	10
Total	<u>\$ 25,181</u>	<u>\$ 4,247</u>	<u>\$ (3,375)</u>	<u>\$ 38</u>	<u>\$ 26,091</u>

The following presents tables present a summary of loan balances and the nonaccrual loans related allowance for loan losses summarized by loan category for each impairment method used as of June 30, 2023 and December 31, 2022.

		December 31,						Allowance for Loan Losses		Outstanding Portfolio			
		June 30, 2023			2022			Ending Balance	Evaluated	for Impairment:	Loan Balances	Evaluated	
(in thousands)		Interest											
		Nonaccrual with No Allowance for Credit Loss	Nonaccrual with an Allowance for Credit Loss	Total Nonaccrual Loans	Recognized on Nonaccrual Loans	Total Nonaccrual Loans	Interest	Individually	Collectively	Individually	Collectively	for Impairment:	for Impairment:
December 31, 2022	Real estate:												
Real estate:	Real estate:												
Residential	Residential	\$ 12,353	\$ 247	\$ 12,600	\$ 95	\$ 4,288	Residential	\$ —	\$ 5,481	\$ 4,288	\$ 480,447		
Commercial	Commercial	582	—	582	40	1,563	Commercial	—	8,098	1,563	662,988		
Construction	Construction	2,033	—	2,033	—	2,837	Construction	—	3,782	2,837	235,262		
Commercial and Industrial	Commercial and Industrial	464	20	484	10	705	Commercial and Industrial	372	2,563	705	219,516		
Credit card	Credit card	—	—	—	—	—	Credit card	—	6,078	—	128,434		
Other consumer							Other consumer	—	11	—	1,179		
Total	Total	\$ 15,432	\$ 267	\$ 15,699	\$ 145	\$ 9,393	Total	\$ 372	\$ 26,013	\$ 9,393	\$ 1,727,826		

The Company has certain loans for which repayment is dependent upon the operation or sale of collateral, as the borrower is experiencing financial difficulty. The underlying collateral can vary based

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

Past due loans, segregated by age and class of loans, as of September 30, 2023 and December 31, 2022 were as follows:

(in thousands)	Portfolio Loans Past Due			Total Past Due Loans	Current Loans	Total Portfolio	Accruing Loans 90 or More	Nonaccrual Loans
	Loans 30-59 Days	Loans 60-89 Days	Loans 90 or More					

<u>September 30, 2023</u>	Past Due		Past Due		Days				Loans		More Days	
					Past Due						Past Due	
Real estate:												
Residential	\$	1,761	\$	264	\$	11,889	\$	13,914	\$	544,233	\$	558,147
Commercial		826		—		582		1,408		669,186		670,594
Construction		1,512		2,568		2,033		6,113		274,792		280,905
Commercial and Industrial		574		219		353		1,146		235,636		236,782
Credit card		7,882		7,314		390		15,586		106,947		122,533
Other consumer		—		—		—		—		948		948
Total	\$	12,555	\$	10,365	\$	15,247	\$	38,167	\$	1,831,742	\$	1,869,909
December 31, 2022												
Real estate:												
Residential	\$	4	\$	142	\$	4,284	\$	4,430	\$	480,305	\$	484,735
Commercial		—		—		1,563		1,563		662,988		664,551
Construction		1,164		640		2,837		4,641		233,458		238,099
Commercial and Industrial		117		386		569		1,072		219,149		220,221
Credit card		8,473		7,455		363		16,291		112,143		128,434
Other consumer		—		—		—		—		1,179		1,179
Total	\$	9,758	\$	8,623	\$	9,616	\$	27,997	\$	1,709,222	\$	1,737,219

There were \$8.8 million and \$1.3 million of loans secured by one-to-four family residential properties in the process of foreclosure as of September 30, 2023 and December 31, 2022, respectively.

The following presents the nonaccrual loans as of September 30, 2023 and December 31, 2022:

(in thousands)	September 30, 2023					December 31, 2022		
	Nonaccrual with No		Nonaccrual with an		Total Nonaccrual Loans	Interest Recognized on		Total Nonaccrual Loans
	Allowance for Credit Loss	Allowance for Credit Loss	Allowance for Credit Loss	Total Nonaccrual Loans		Nonaccrual Loans		
Real estate:								
Residential	\$	11,653	\$	603	\$	12,256	\$	340
Commercial		582		—		582		71
Construction		2,033		—		2,033		82
Commercial and Industrial		278		75		353		53
Total	\$	14,546	\$	678	\$	15,224	\$	546

The Company has certain loans for which repayment is dependent upon the operation or sale of collateral, as the borrower is experiencing financial difficulty. The underlying collateral can vary based upon the type of loan. The following provides more detail about the types of collateral that secure

Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

collateral dependent loans:

- Residential real estate loans are primarily secured by owner-occupied primary residences and, to a lesser extent, investor-owned residences.
- Commercial real estate loans can be secured by either owner-occupied commercial real estate or non-owner occupied investment commercial real estate. Typically, owner occupied commercial real estate loans are secured by office buildings, warehouses, manufacturing facilities and other commercial and industrial properties occupied by operating companies. Non-owner occupied commercial real estate loans are generally secured by office buildings and complexes, retail facilities, multifamily complexes, land under development, industrial properties, as well as other commercial or industrial real estate.
- Construction loans are typically secured by owner occupied commercial real estate or non-owner occupied investment real estate. Typically, owner occupied construction loans are secured by office buildings, warehouses, manufacturing facilities, and other commercial and industrial properties that are in process of construction. Non-owner occupied commercial construction loans are generally secured by office buildings and complexes, multi-family complexes, land under development, and other commercial and industrial real estate in process of construction.
- Commercial and industrial loans are generally secured by equipment, inventory, accounts receivable, and other commercial property.

Collateral dependent loans amortized cost

	June 30, 2023	September 30, 2023
Real estate:		
Residential	\$ 12,353	12,364
Commercial	582	2,127
Construction	2,033	79
Commercial and Industrial	416	318
Total	<u>15,384</u>	<u>14,888</u>

Of the collateral dependent loans as of June 30, 2023 September 30, 2023, a specific reserve of \$10 \$12 thousand was assessed for commercial and industrial loans.

Prior to the adoption of the CECL standard, loans were considered impaired when, based on current information, management believed the Company would not collect all principal and interest payments according to contractual terms. Generally, loans were reviewed for impairment when the risk grade for a loan was downgraded to a classified asset category. For loans that were classified as impaired, an allowance was established when the collateral value, if the loan was collateral dependent, or the discounted cash flows of the impaired loan was lower than the carrying value of the loan. Loans were

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

generally charged-off in part or in full when management determined the loan to be uncollectible.

Impaired portfolio loans for the period ended December 31, 2022 were as follows:

(in thousands)	Unpaid Contractual	Recorded Investment	Recorded Investment	Total	Related Investment	Average Recorded Investment	Interest Recognized Year to Date
	Principal Balance	With No Allowance	With Allowance	Recorded Investment			
	December 31, 2022				Allowance		
Real estate:							
Residential	\$ 4,476	\$ 4,288	\$ —	\$ 4,288	\$ —	\$ 4,629	\$ 149
Commercial	1,647	1,563	—	1,563	—	1,656	52
Construction	2,939	2,837	—	2,837	—	2,938	75

Commercial and Industrial	899	247	458	705	372	1,199	77
Total	\$ 9,961	\$ 8,935	\$ 458	\$ 9,393	\$ 372	\$ 10,422	\$ 353

The following tables summarize interest recognized on impaired loans for the period ended **June 30, 2022** September 30, 2022:

Interest Recognized on Impaired Portfolio Loans	Interest Recognized on Impaired Portfolio Loans				Interest Recognized on Impaired Portfolio Loans			
	For the Three Months Ended June 30, 2022		For the Six Months Ended June 30, 2022		For the For the Three Months Ended September 30, 2022		For the For the Nine Months Ended September 30, 2022	
	Average Recorded Investment	Interest Recognized	Average Recorded Investment	Interest Recognized	Average Recorded Investment	Interest Recognized	Average Recorded Investment	Interest Recognized
(in thousands)	(in thousands)		(in thousands)		(in thousands)		(in thousands)	
Real estate:	Real estate:				Real estate:			
Residential	Residential	\$ 3,342	\$ 11	\$ 3,344	\$ 18	Residential	\$ 3,329	\$ —
Commercial	Commercial	1,030	2	1,031	4	Commercial	1,643	—
Construction	Construction	2,123	—	2,123	—	Construction	2,939	—
Commercial and Industrial	Commercial and Industrial	1,266	9	1,277	14	Commercial and Industrial	1,242	—
Total	Total	\$ 7,761	\$ 22	\$ 7,775	\$ 36	Total	\$ 9,153	\$ —

Credit quality indicators

As part of the ongoing monitoring of the credit quality of the Company's loan portfolio, management tracks certain credit quality indicators including trends related to the risk grade of loans, the level of classified loans, net charge-offs, nonperforming loans, and general economic conditions in the Company's market. From a credit risk standpoint, the Company utilizes a risk grading matrix to assign a risk grade to each of its loans. The classifications of loans reflect a judgment about the risk of expected credit loss associated with each loan. Credit quality indicators are reviewed and adjusted regularly to account for the degree of risk and expected credit loss that the Company believes to be appropriate for each financial asset.

A description of the general characteristics of loans characterized as classified is as follows:

Pass

Loans characterized as pass includes loans graded exceptional, very good, good, satisfactory and pass/watch. The Company believes that there is a low likelihood of credit deterioration related to those loans that are considered pass.

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

Special mention

A special mention loan has potential weaknesses that deserve management's close attention. If left uncorrected, these potential weaknesses may result in deterioration of the repayment prospects for the asset or in the Company's credit position at some future date. Special mention loans are not adversely classified and do not expose the Company to sufficient risk to warrant adverse classification.

Borrowers may exhibit poor liquidity and leverage positions resulting from generally negative cash flow or negative trends in earnings. Access to alternative financing may be limited to finance companies for business borrowers and may be unavailable for commercial real estate borrowers.

Substandard

A substandard loan is inadequately protected by the current financial condition and paying capacity of the obligor or of the collateral pledged, if any. Substandard loans have a well-defined weakness, or weaknesses, that jeopardize the liquidation of the debt. They are characterized by the distinct possibility that the Company will sustain some loss if the deficiencies are not corrected.

Borrowers may exhibit recent or unexpected unprofitable operations, an inadequate debt service coverage ratio, or marginal liquidity and capitalization. These loans require more intense supervision by Company management.

Doubtful

A doubtful loan has all the weaknesses associated with a substandard loan with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently existing facts, conditions, and values, highly questionable and improbable.

The following table presents the balances of classified loans based on the most recent credit quality indicator analysis. Classified loans include Special Mention, Substandard and Doubtful loans. Pass classified loans include loans graded exceptional, very good, good, satisfactory, and pass/watch. Credit card loans are ungraded as they are not individually graded. Charge-offs presented represent gross charge-offs recognized in the current period:

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

June 30, 2023		Term Loans by Origination Year															
September 30, 2023		September 30, 2023															
(in thousands)	(in thousands)	2023	2022	2021	2020	2019	Prior	Revolving	Total	(in thousands)	2023	2022	2021	2020	2019	Prior	Revolving
Residential - Real estate																	
Residential - Real estate																	
Pass	Pass	\$ 83,840	\$ 148,312	\$ 87,164	\$ 79,332	\$ 41,230	\$ 97,108	\$ —	\$ 536,986	Pass	\$ 110,131	\$ 139,619	\$ 80,143	\$ 79,163	\$ 39,069	\$ 92,404	\$ —
Special Mention	Special Mention	—	—	136	3,710	—	520	—	4,366	Special Mention	—	—	135	3,693	—	519	—
Substandard	Substandard	—	—	487	—	26	13,268	—	13,781	Substandard	—	—	—	—	26	13,245	—
Doubtful	Doubtful	—	—	—	—	—	—	—	—	Doubtful	—	—	—	—	—	—	—
Total	Total	83,840	148,312	87,164	83,042	41,256	110,896	—	555,133	Total	110,131	139,619	80,278	82,856	39,095	106,168	—
Commercial - Real estate																	
Commercial - Real estate																	
Pass	Pass	23,048	191,053	169,711	70,201	97,379	118,823	—	670,215	Pass	32,279	186,338	157,964	69,462	96,973	118,278	—
Special Mention	Special Mention	—	1,525	—	—	811	1,008	—	3,344	Special Mention	—	6,913	—	—	808	997	—
Substandard	Substandard	—	—	—	—	582	—	—	582	Substandard	—	—	—	—	582	—	—
Doubtful	Doubtful	—	—	—	—	—	—	—	—	Doubtful	—	—	—	—	—	—	—
Total	Total	23,048	192,578	169,711	70,201	98,772	119,831	—	674,141	Total	32,279	193,251	157,964	69,462	98,363	119,275	—
Construction - Real estate																	
Construction - Real estate																	
Pass	Pass	61,244	81,187	73,437	29,812	7,170	2,895	—	255,745	Pass	118,709	73,164	50,359	25,027	7,239	2,470	—
Special Mention	Special Mention	—	—	—	—	—	614	—	614	Special Mention	—	—	1,282	—	—	614	—
Substandard	Substandard	—	—	—	—	597	1,444	—	2,041	Substandard	—	—	—	—	597	1,444	—

Doubtful	Doubtful	—	—	—	—	—	—	—	—	Doubtful	—	—	—	—	—	—	
Total	Total	61,244	81,187	73,437	29,812	7,767	4,953	—	258,400	Total	118,709	73,164	51,641	25,027	7,836	4,528	
Commercial and Industrial	Commercial and Industrial	—	—	—	—	—	—	—	—	Commercial and Industrial	—	—	—	—	—	—	
Pass	Pass	40,876	83,961	31,746	11,141	19,638	24,302	—	211,664	Pass	51,963	79,780	28,847	10,522	18,771	25,579	
Special Mention	Special Mention	—	—	18,100	2,449	50	293	—	20,892	Special Mention	—	161	17,799	2,434	48	284	
Substandard	Substandard	—	195	—	—	42	805	—	1,042	Substandard	—	98	251	—	42	203	
Doubtful	Doubtful	—	—	—	—	—	—	—	—	Doubtful	—	—	—	—	—	—	
Total	Total	40,876	84,156	49,846	13,590	19,730	25,400	—	233,598	Total	51,963	80,039	46,897	12,956	18,861	26,066	
Other consumer	Other consumer	—	—	—	—	—	—	—	—	Other consumer	—	—	—	—	—	—	
Pass	Pass	30	308	371	172	—	306	—	1,187	Pass	105	295	160	121	—	267	
Special Mention	Special Mention	—	—	—	—	—	—	—	—	Special Mention	—	—	—	—	—	—	
Substandard	Substandard	—	—	—	—	—	—	—	—	Substandard	—	—	—	—	—	—	
Doubtful	Doubtful	—	—	—	—	—	—	—	—	Doubtful	—	—	—	—	—	—	
Total	Total	30	308	371	172	—	306	—	1,187	Total	105	295	160	121	—	267	
Credit card	Credit card	—	—	—	—	—	—	—	122,925	Credit card	—	—	—	—	—	—	
Ungraded	Ungraded	—	—	—	—	—	—	—	122,925	Ungraded	—	—	—	—	—	122,533	
Portfolio loans receivable, gross	Portfolio loans receivable, gross	\$ 209,038	\$ 506,541	\$ 381,152	\$ 196,817	\$ 167,525	\$ 261,386	\$ 122,925	\$ 1,845,384	Portfolio loans receivable, gross	\$ 313,187	\$ 486,368	\$ 336,940	\$ 190,422	\$ 164,155	\$ 256,304	\$ 122,533

June 30, 2023

September

30, 2023

September

30, 2023

(in thousands)	(in thousands)	2023	2022	2021	2020	2019	Prior	Revolving	Total	(in thousands)	2023	2022	2021	2020	2019	Prior	Revolving	Total
Gross	Gross	—	—	—	—	—	—	—	—	Gross	—	—	—	—	—	—	—	—
Charge-offs	Charge-offs	—	—	—	—	—	—	—	—	Charge-offs	—	—	—	—	—	—	—	—
Commercial and Industrial	Commercial and Industrial	\$ —	\$ —	\$ —	\$ —	\$ 943	\$ —	\$ —	\$ 943	Commercial and Industrial	\$ —	\$ 77	\$ —	\$ —	\$ 943	\$ —	\$ —	\$ 1,020
Credit card	Credit card	—	—	—	—	—	—	3,291	3,291	Credit card	—	—	—	—	—	—	5,036	5,036
Total	Total	\$ —	\$ —	\$ —	\$ —	\$ 943	\$ —	\$ 3,291	\$ 4,234	Total	\$ —	\$ 77	\$ —	\$ —	\$ 943	\$ —	\$ 5,036	\$ 6,056

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

The following table presents the balances of classified loans based on credit quality indicator as of December 31, 2022:

(in thousands)	Pass ⁽¹⁾	Special Mention	Substandard	Doubtful	Ungraded ⁽²⁾	Total
December 31, 2022						
Real estate:						
Residential	\$ 469,304	\$ 9,966	\$ 5,465	—	\$ 128,434	\$ 484,735
Commercial	657,411	5,577	1,563	—	—	664,551
Construction	235,262	—	2,837	—	—	238,099
Commercial and Industrial	196,381	22,469	1,371	—	—	220,221
Credit card	—	—	—	—	128,434	128,434
Other consumer	1,179	—	—	—	—	1,179
Portfolio loans receivable, gross	<u>\$ 1,559,537</u>	<u>\$ 38,012</u>	<u>\$ 11,236</u>	<u>—</u>	<u>\$ 128,434</u>	<u>\$ 1,737,219</u>

(1) Pass includes loans graded exceptional, very good, good, satisfactory and pass/watch, in addition to credit cards and consumer credits that are not individually graded.

(2) Credit card loans are not individually graded.

Outstanding loan commitments were as follows:

(in thousands)	(in thousands)	June 30, 2023	December 31, 2022	(in thousands)	September 30, 2023	December 31, 2022
Unused lines of credit	Unused lines of credit			Unused lines of credit		
Real Estate:	Real Estate:			Real Estate:		
Residential	Residential	\$ 17,786	\$ 14,336	Residential	\$ 16,635	\$ 14,336
Residential - Home Equity	Residential - Home Equity	42,182	43,128	Residential - Home Equity	44,069	43,128
Commercial	Commercial	20,008	36,609	Commercial	21,483	36,609
Construction	Construction	81,596	93,913	Construction	115,478	93,913
Commercial and Industrial	Commercial and Industrial	38,733	45,747	Commercial and Industrial	43,948	45,747
Credit card ⁽¹⁾	Credit card ⁽¹⁾	120,748	111,227	Credit card ⁽¹⁾	115,637	111,227
Other consumer	Other consumer	301	102	Other consumer	298	102
Total	Total	<u>\$ 321,354</u>	<u>\$ 345,062</u>	Total	<u>\$ 357,548</u>	<u>\$ 345,062</u>
Letters of credit	Letters of credit	<u>\$ 4,641</u>	<u>\$ 5,105</u>	Letters of credit	<u>\$ 4,641</u>	<u>\$ 5,105</u>

⁽¹⁾ Outstanding loan commitments in the credit card portfolio include \$111.5 million and \$103.8 million in secured and partially secured balances as of June 30, 2023, September 30, 2023 and December 31, 2022, respectively.

Lines of credit are agreements to lend to a customer as long as there is no violation of any condition of the contract. Lines of credit generally have variable interest rates. Such lines do not represent future cash requirements because it is unlikely that all customers will, at any given time, draw upon their lines in full. Loan commitments generally have variable interest rates, fixed expiration dates, and may require payment of a fee.

The Company's maximum exposure to credit loss in the event of nonperformance by the customer is the contractual amount of the credit commitment. Loan commitments and lines of credit are generally made on the same terms, including with regard to collateral, as outstanding loans. Management is not aware of any accounting loss to be incurred by funding these loan commitments. The Company maintains an estimated reserve for unfunded commitments and certain off-balance sheet items such as unfunded lines of credit, which is reflected in other liabilities, with increases or decreases in the reserve being charged to or released from operating expense. Activity for this account is as follows for the periods presented:

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 5 - Portfolio Loans Receivable (continued)

(in thousands)	(in thousands)	Three months ended		Six months ended		(in thousands)	Three months ended		Nine months ended		
		June 30,		September 30,			September 30,		September 30,		
		2023	2022	2023	2022		2023	2022	2023	2022	
Balance at beginning of period	Balance at beginning of period	\$ 888	\$ 1,586	\$ 1,682	\$ 1,736	Balance at beginning of period	\$ 888	\$ 1,631	\$ 1,682	\$ 1,736	
Impact of adopting the CECL standard on January 1, 2023	Impact of adopting the CECL standard on January 1, 2023	—	—	(775)	—	Impact of adopting the CECL standard on January 1, 2023	—	—	(775)	—	
Provision for (reversal of) reserve for unfunded commitments	Provision for (reversal of) reserve for unfunded commitments	—	45	(19)	(105)	Provision for (reversal of) reserve for unfunded commitments	24	51	5	(54)	
Balance at end of period	Balance at end of period	<u>\$ 888</u>	<u>\$ 1,631</u>	<u>\$ 888</u>	<u>\$ 1,631</u>	Balance at end of period	<u>\$ 912</u>	<u>\$ 1,682</u>	<u>\$ 912</u>	<u>\$ 1,682</u>	

The Company makes representations and warranties that loans sold to investors meet the investors' program guidelines and that the information provided by the borrowers is accurate and complete. In the event of a default on a loan sold, the investor may have the right to make a claim for losses due to document deficiencies, program non-compliance, early payment default, and fraud or borrower misrepresentations.

The Company maintains a reserve for potential losses on mortgage loans sold, which is reflected in other liabilities, with changes being charged to or released from operating expense. Activity in this reserve is as follows for the periods presented:

(in thousands)	(in thousands)	Three months ended		Six months ended		(in thousands)	Three months ended		Nine months ended		
		June 30,		September 30,			September 30,		September 30,		
		2023	2022	2023	2022		2023	2022	2023	2022	
Balance at beginning of period	Balance at beginning of period	\$ 1,179	\$ 1,164	\$ 1,174	\$ 1,164	Balance at beginning of period	\$ 1,182	\$ 1,166	\$ 1,174	\$ 1,164	
Provision for mortgage loan put-back reserve	Provision for mortgage loan put-back reserve	3	2	8	2	Provision for mortgage loan put-back reserve	4	4	12	6	
Balance at end of period	Balance at end of period	<u>\$ 1,182</u>	<u>\$ 1,166</u>	<u>\$ 1,182</u>	<u>\$ 1,166</u>	Balance at end of period	<u>\$ 1,186</u>	<u>\$ 1,170</u>	<u>\$ 1,186</u>	<u>\$ 1,170</u>	

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Capital Bancorp, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

Note 6 - Derivative Financial Instruments

As part of its mortgage banking activities, the Company enters into interest rate lock commitments, which are commitments to originate loans whereby the interest rate on the loan is determined prior to funding and customers have locked into that interest rate. The Company then locks the loan and rate in with an investor and commits to deliver the loan if settlement occurs (Best Efforts). Certain loans under rate lock commitments are covered under forward sales contracts. Forward sales contracts are recorded at fair value with changes in fair value recorded in mortgage banking revenue. Interest rate lock commitments and commitments to deliver loans to investors are considered to be derivatives.

The market value of interest rate lock commitments and best efforts contracts are not readily ascertainable with precision because they are not actively traded in stand-alone markets. The Company determines the fair value of rate lock commitments by estimating the fair value of the underlying asset, which is impacted by current interest rates and takes into consideration the probability that the rate lock commitments will close or will be funded.

The following table reports the commitment and fair value amounts on the outstanding derivatives:

(in thousands)	June	September 30, 2023	December 31, 2022
Notional amount of open forward sales agreements	\$	—	1,750
Fair value of open forward delivery sales agreements	—	—	9
Notional amount of interest rate lock commitments	—	—	626
Fair value of interest rate lock commitments	—	—	1

Note 7 - Leases

The Company's primary leasing activities relate to certain real estate leases entered into in support of the Company's branch operations and back office operations. The Company leases four of its full service branches and three other locations for corporate/administration activities, operations, and loan production. All property leases under lease agreements have been designated as operating leases. The Company does not have leases designated as finance leases.

The Company determines if an arrangement is a lease at inception. Operating lease ROU assets are included in premises and equipment, and operating lease liabilities are included as other liabilities in the consolidated balance sheets. ROU assets represent the right to use an underlying asset for the lease term and lease liabilities represent the obligation to make lease payments arising from the lease. Operating lease ROU assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. As the Company's leases do not provide an implicit rate, the Company uses its incremental borrowing rate based on the information available at commencement date in determining the present value of lease payments. The historical weighted average discount rate was 3.58% at June 30, 2023 September 30, 2023 and 1.94% at December 31, 2022. The operating lease ROU asset also includes any lease pre-payments. The Company's lease terms may include options to extend or terminate the lease when it is reasonably certain that the Company will exercise that option. Lease expense for lease payments is recognized on a straight-line basis over the lease term. The Company has lease agreements with lease and non-lease components, which the Company has elected to account for separately as the non-lease component amounts are readily determinable under most leases.

As of June 30, 2023 September 30, 2023, the Company's net lease ROU assets and related lease liabilities were \$4.1 million \$3.8 million and \$4.3 million \$4.0 million, respectively, compared to December 31, 2022 balances of \$2.1 million \$2.1 million of ROU assets and \$2.4 million \$2.4 million of lease liabilities, and have remaining terms ranging from one to nine years, including extension options that the Company is reasonably certain will be exercised. As of June 30, 2023 September 30, 2023, the Company had not entered into any material leases that have not yet commenced. The Company's lease information is summarized as follows:

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 7 - Leases (continued)

(in thousands)	(in thousands)	June 30, 2023	December 31, 2022	(in thousands)	September 30, 2023	December 31, 2022
Lease Right of Use	Lease Right of Use			Lease Right of Use		
Asset:	Asset:			Asset:		
Lease asset	Lease asset	\$ 7,229	\$ 5,171	Lease asset	\$ 7,229	\$ 5,171
Less: Accumulated amortization	Less: Accumulated amortization	(3,179)	(3,074)	Less: Accumulated amortization	(3,470)	(3,074)
Net lease asset	Net lease asset	\$ 4,050	\$ 2,097	Net lease asset	\$ 3,759	\$ 2,097
Lease Liability:	Lease Liability:			Lease Liability:		
Lease liability	Lease liability	\$ (7,379)	\$ 5,327	Lease liability	\$ 7,378	\$ 5,327
Less: Accumulated amortization	Less: Accumulated amortization	3,102	(2,968)	Less: Accumulated amortization	(3,397)	(2,968)
Net lease liability	Net lease liability	\$ (4,277)	\$ 2,359	Net lease liability	\$ 3,981	\$ 2,359

Future minimum payments for operating leases with initial or remaining terms of one year or more are as follows:

(in thousands)	(in thousands)	June 30, 2023	(in thousands)	September 30, 2023
Amounts due in:	Amounts due in:		Amounts due in:	
2023	2023	682	2023	\$ 346
2024	2024	1,120	2024	1,120
2025	2025	673	2025	673
2026	2026	621	2026	621
2027 and thereafter	2027 and thereafter	1,844	2027 and thereafter	1,844
Total future lease payments	Total future lease payments	4,940	Total future lease payments	4,604
Discount of cash flows	Discount of cash flows	(663)	Discount of cash flows	(623)
Present value of net future lease payments	Present value of net future lease payments	\$ 4,277	Present value of net future lease payments	\$ 3,981

Note 8 - Fair Value

Generally accepted accounting principles define fair value, establish a framework for measuring fair value, recommend disclosures about fair value, and establish a hierarchy for determining fair value measurement. The hierarchy includes three levels and is based upon the valuation techniques used to measure assets and liabilities. The three levels are as follows:

Level 1 - Inputs to the valuation method are quoted prices (unadjusted) for identical assets or liabilities in active markets. This also includes certain U.S. Treasury and other U.S. Government and government agency securities actively traded in over-the-counter markets;

Level 2 - Inputs to the valuation method include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument; and

Level 3 - Inputs to the valuation method are unobservable and significant to the fair value measurement.

Fair value measurements on a recurring basis

Investment securities available for sale - The fair values of the Company's investment securities available for sale are provided by an independent pricing service. The fair values of the Company's securities are determined based on quoted prices for similar securities under Level 1 or Level 2 inputs.

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 8 - Fair Value (continued)

Loans held for sale - The fair value of loans held for sale is determined using Level 2 inputs of quoted prices for a similar asset, adjusted for specific attributes of that loan.

Derivative financial instruments - Derivative instruments used to hedge residential mortgage loans held for sale and the related interest rate lock commitments include forward commitments to sell mortgage loans and are reported at fair value utilizing Level 2 inputs. The fair values of derivative financial instruments are based on derivative market data inputs as of the valuation date and the underlying value of mortgage loans for rate lock commitments.

The Company has categorized its financial instruments measured at fair value on a recurring basis as of June 30, 2023 September 30, 2023 and December 31, 2022 as follows:

(in thousands)	(in thousands)	Level 3			(in thousands)				
June 30, 2023	Total	Level 1 Inputs	Level 2 Inputs	Inputs	September	Total	Level 1 Inputs	Level 2 Inputs	Inputs
September 30, 2023					September 30, 2023				

Investment securities available for sale	Investment securities available for sale	Investment securities available for sale
U.S.	U.S.	U.S.
Treasuries	Treasuries	Treasuries
	\$ 156,146	\$ 156,146
Municipal	Municipal	Municipal
	8,350	—
Corporate	Corporate	Corporate
	4,355	—
Asset-backed securities	Asset-backed securities	Asset-backed securities
	7,297	—
Mortgage-backed securities	Mortgage-backed securities	Mortgage-backed securities
	32,316	—
Total	Total	Total
	\$ 208,464	\$ 156,146
Loans held for sale	Loans held for sale	Loans held for sale
	\$ 10,146	\$ —
Derivative assets	Derivative assets	Derivative assets
	\$ —	\$ —
Derivative liabilities	Derivative liabilities	Derivative liabilities
	\$ —	\$ —
December 31, 2022	December 31, 2022	December 31, 2022
Investment securities available for sale	Investment securities available for sale	Investment securities available for sale
U.S.	U.S.	U.S.
Treasuries	Treasuries	Treasuries
	\$ 199,449	\$ 199,449
Municipal	Municipal	Municipal
	8,012	—
Corporate	Corporate	Corporate
	4,600	—
Asset-backed securities	Asset-backed securities	Asset-backed securities
	7,711	—
Mortgage-backed securities	Mortgage-backed securities	Mortgage-backed securities
	32,709	—
Total	Total	Total
	\$ 252,481	\$ 199,449
Loans held for sale	Loans held for sale	Loans held for sale
	\$ 7,416	\$ —
Derivative assets	Derivative assets	Derivative assets
	\$ 10	\$ —
Derivative liabilities	Derivative liabilities	Derivative liabilities
	\$ —	\$ —

Financial instruments recorded using FASB ASC 825-10

Under FASB ASC 825-10, the Company may elect to report most financial instruments and certain other items at fair value on an instrument-by-instrument basis with changes in fair value reported in net income. After the initial adoption, the election is made at the acquisition of an eligible financial asset, financial liability or firm commitment or when certain specified reconsideration events occur. The fair value election, with respect to an item, may not be revoked once an election is made.

The following table reflects the difference between the fair value carrying amount of loans held for sale, measured at fair value under FASB ASC 825-10, and the aggregate unpaid principal amount the

Capital Bancorp, Inc. and Subsidiaries
Notes to Unaudited Consolidated Financial Statements

Note 8 - Fair Value (continued)

Company is contractually entitled to receive at maturity:

Fair Value of Loans Held for Sale	Fair Value of Loans Held for Sale	June 30, 2023	December 31, 2022	Fair Value of Loans Held for Sale	September 30, 2023	December 31, 2022
(in thousands)	(in thousands)			(in thousands)		
Aggregate fair value	Aggregate fair value	\$ 10,146	\$ 7,416	Aggregate fair value	\$ 4,843	\$ 7,416
Contractual principal	Contractual principal	8,928	6,808	Contractual principal	3,035	6,808
Difference	Difference	\$ 1,218	\$ 608	Difference	\$ 1,808	\$ 608

The Company has elected to account for loans held for sale at fair value to eliminate the mismatch that would occur by recording changes in market value on derivative instruments used to hedge loans held for sale while carrying the loans at the lower of cost or market. As of June 30, 2023 September 30, 2023 and December 31, 2022, there were no held for sale loans which were classified as nonaccrual.

Fair value measurements on a nonrecurring basis

Individually evaluated loans - The Company has measured expected credit losses based on the fair value of the loan's collateral and discounted cash flow analysis, where appropriate. Fair value of the collateral is generally determined based upon independent third-party appraisals of the properties, or discounted cash flows based upon the expected proceeds. These assets are included as Level 3 fair values. As of June 30, 2023 September 30, 2023 and December 31, 2022, the fair values consist of loan receivables of \$15.7 million and \$9.4 million, with specific reserves of \$267 thousand and \$372 thousand, respectively.

Foreclosed real estate - The Company's foreclosed real estate is measured at fair value less cost to sell. Fair value is determined based on offers and/or appraisals. Cost to sell the real estate is based on standard market factors. The Company categorizes its foreclosed real estate as Level 3. As of June 30, 2023 September 30, 2023 and December 31, 2022, there was no foreclosed real estate held by the Company.

The Company has categorized its financial instruments measured at fair value on a nonrecurring basis as of June 30, 2023 September 30, 2023 and December 31, 2022 as follows:

(in thousands)	(in thousands)	June 30, 2023	December 31, 2022	(in thousands)	September 30, 2023	December 31, 2022
Individually evaluated loans for credit loss, net	Individually evaluated loans for credit loss, net			Individually evaluated loans for credit loss, net		
Level 3 inputs	Level 3 inputs	15,432	9,021	Level 3 inputs	14,575	9,021
Total	Total	\$ 15,432	9,021	Total	\$ 14,575	9,021

The following table provides information describing the unobservable inputs used in Level 3 fair value measurements at June 30, 2023 September 30, 2023 and December 31, 2022:

Unobservable Inputs

	Valuation Technique	Unobservable Inputs	Range of Inputs
Individually evaluated loans	Appraised Value/Discounted Cash Flows	Discounts to appraisals or cash flows for estimated holding and/or selling costs	0 to 25%

Fair value of financial instruments

Fair value information about financial instruments, whether or not recognized in the balance sheet, for which it is practical to estimate the value is based upon the characteristics of the instruments and relevant market information. Financial instruments include cash, evidence of ownership in an entity, or contracts

Capital Bancorp, Inc. and Subsidiaries
Notes to Unaudited Consolidated Financial Statements

Note 8 - Fair Value (continued)

that convey or impose on an entity the contractual right or obligation to either receive or deliver cash for another financial instrument.

The information used to determine fair value is highly subjective in nature and, therefore, the results are imprecise. Subjective factors include, among other things, estimates of cash flows, risk characteristics, credit quality, and interest rates, all of which are subject to change. Since the fair value is estimated as of the balance sheet date, the amounts that will actually be realized or paid upon settlement or maturity on these various instruments could be significantly different.

The fair value of the Company's loan portfolio includes a credit risk assumption in the determination of the fair value of its loans. This credit risk assumption is intended to approximate the fair value that a market participant would realize in a hypothetical orderly transaction. The Company's loan portfolio is initially fair valued using a segmented approach. The Company divides its loan portfolio into the following categories: variable rate loans, impaired loans, and all other loans. The results are then adjusted to account for credit risk as described above. However, the Company believes a further credit risk discount must be applied through the use of a discounted cash flow model to compensate for illiquidity risk, based on certain assumptions included within the discounted cash flow model, primarily the use of discount rates that better capture inherent credit risk over the lifetime of a loan. This consideration of enhanced credit risk provides an estimated exit price for the Company's loan portfolio.

For variable-rate loans that reprice frequently and have no significant change in credit risk, fair values approximate carrying values. Fair values for impaired loans are estimated using discounted cash flow models or based on the fair value of the underlying collateral.

The fair value of cash and cash equivalents and investments in restricted stocks is the carrying amount. Restricted investments includes equity of the Federal Reserve and other banker's banks.

The fair value of noninterest-bearing deposits and securities sold under agreements to repurchase is the carrying amount.

The fair value of checking, savings, and money market deposits is the amount payable on demand at the reporting date. Fair value of fixed maturity term accounts and individual retirement accounts is estimated using rates currently offered for accounts of similar remaining maturities.

The fair value of certificates of deposit in other financial institutions is estimated based on interest rates currently offered for deposits of similar remaining maturities.

The fair value of borrowings is estimated by discounting the value of contractual cash flows using current market rates for borrowings with similar terms and remaining maturities.

The fair value of outstanding loan commitments, unused lines of credit, and letters of credit are not included in the table since the carrying value generally approximates fair value. These instruments generate fees that approximate those currently charged to originate similar commitments.

The table below presents the carrying amount, fair value, and placement in the fair value hierarchy of the Company's financial instruments.

Capital Bancorp, Inc. and Subsidiaries
Notes to Unaudited Consolidated Financial Statements

Note 8 - Fair Value (continued)

(in thousands)	June 30, 2023				December 31, 2022				(in thousands)	September 30, 2023				December 31, 2022				
	Carrying		Fair Value		Carrying		Fair Value			Carrying		Fair Value		Carrying		Fair Value		
	Financial	Financial	Amount	Amount	Financial	Carrying	Financial	Carrying		Financial	Amount	Amount	Financial	Carrying	Financial	Carrying	Financial	Amount
Financial assets	Financial assets									Financial assets								

Level 1		Level 1								Level 1							
Cash and due from banks	Cash and due from banks	\$ 18,619	\$ 18,619	\$ 19,963	\$ 19,963					Cash and due from banks	\$ 13,767	\$ 13,767	\$ 19,963	\$ 19,963			
Interest-bearing deposits at other financial institutions	Interest-bearing deposits at other financial institutions	100,343	100,343	39,764	39,764					Interest-bearing deposits at other financial institutions	130,428	130,428	39,764	39,764			
Federal funds sold	Federal funds sold	376	376	20,688	20,688					Federal funds sold	1,957	1,957	20,688	20,688			
Level 3	Level 3									Level 3							
Portfolio loans receivable, net ⁽¹⁾	Portfolio loans receivable, net ⁽¹⁾	\$ 1,810,636	\$ 1,800,999	\$ 1,704,370	\$ 1,659,283					Portfolio loans receivable, net ⁽¹⁾	\$ 1,834,400	\$ 1,821,205	\$ 1,704,370	\$ 1,659,283			
Restricted investments	Restricted investments	3,803	3,803	7,362	7,362					Restricted investments	4,340	4,340	7,362	7,362			
Financial liabilities	Financial liabilities									Financial liabilities							
Level 1	Level 1									Level 1							
Noninterest-bearing deposits	Noninterest-bearing deposits	\$ 693,129	\$ 693,161	\$ 674,313	\$ 674,313					Noninterest-bearing deposits	\$ 680,803	\$ 680,803	\$ 674,313	\$ 674,313			
Level 3	Level 3									Level 3							
Interest-bearing deposits	Interest-bearing deposits	\$ 1,241,232	\$ 1,248,404	\$ 1,083,759	\$ 1,090,553					Interest-bearing deposits	\$ 1,287,185	\$ 1,285,398	\$ 1,083,759	\$ 1,090,553			
FHLB advances and other borrowed funds	FHLB advances and other borrowed funds	34,062	31,309	119,062	116,544					FHLB advances and other borrowed funds	34,062	31,095	119,062	116,544			

⁽¹⁾ Includes SBA-PPP loans and portfolio loans.

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 9 - Segments

The Company's reportable segments represent business units with discrete financial information whose results are regularly reviewed by management. The four segments include Commercial Banking, Capital Bank Home Loans (the Company's mortgage loan division), OpenSky® (the Company's credit card division) and the Corporate Office. The following schedule presents financial information for each reportable segment at **June 30, 2023** September 30, 2023 and **June 30, 2022** September 30, 2022.

For the Three Months Ended June 30,

2023

For the
Three
Months
Ended
September
30, 2023

For the Three Months Ended
September 30, 2023

	Commercial							Commercial						
(in thousands)	(in thousands)	Bank	CBHL	OpenSky®	Corporate ⁽²⁾	Eliminations	Consolidated	(in thousands)	Bank	CBHL	OpenSky®	Corporate ⁽²⁾	Eliminations	Consolidated
Interest income	Interest income	\$ 28,742	\$ 111	\$ 15,168	\$ 1,134	\$ (75)	\$ 45,080	Interest income	\$ 30,409	\$ 111	\$ 16,143	\$ 1,162	\$ (84)	\$ 47,741
Interest expense	Interest expense	9,537	42	—	236	(75)	9,740	Interest expense	10,736	32	—	247	(84)	10,931
Net interest income	Net interest income	19,205	69	15,168	898	—	35,340	Net interest income	19,673	79	16,143	915	—	36,810
Provision for credit losses	Provision for credit losses	735	—	2,127	—	—	2,862	Provision for credit losses	275	—	1,875	130	—	2,280
Provision for credit losses on unfunded commitments	Provision for credit losses on unfunded commitments	—	—	—	—	—	—	Provision for credit losses on unfunded commitments	24	—	—	—	—	24
Net interest income after provision	Net interest income after provision	18,470	69	13,041	898	—	32,478	Net interest income after provision	19,374	79	14,268	785	—	34,506
Noninterest income	Noninterest income	810	1,161	4,714	2	—	6,687	Noninterest income	665	1,255	4,405	1	—	6,326
Noninterest expense ⁽¹⁾	Noninterest expense ⁽¹⁾	15,918	1,481	12,059	134	—	29,592	Noninterest expense ⁽¹⁾	15,784	1,502	10,637	123	—	28,046
Net income (loss) before taxes	Net income (loss) before taxes	\$ 3,362	\$ (251)	\$ 5,696	\$ 766	\$ —	\$ 9,573	Net income (loss) before taxes	\$ 4,255	\$ (168)	\$ 8,036	\$ 663	\$ —	\$ 12,786
Total assets	assets	\$ 2,047,400	\$ 10,605	\$ 116,123	\$ 260,309	\$ (206,571)	\$ 2,227,866	Total assets	\$ 2,102,749	\$ 5,280	\$ 116,318	\$ 264,950	\$ (216,813)	\$ 2,272,484

For the Three Months Ended June 30,

2022

For the
Three
Months
Ended
September
30, 2022

For the Three Months
Ended September 30, 2022

Interest income	Interest income	\$ 18,912	\$ 134	\$ 16,780	\$ 758	\$ (28)	\$ 36,556	Interest income	\$ 20,382	\$ 102	\$ 17,103	\$ 812	\$ (59)	\$ 38,340
Interest expense	Interest expense	952	64	—	168	(28)	1,156	Interest expense	1,449	40	—	233	(59)	1,663
Net interest income	Net interest income	17,960	70	16,780	590	—	35,400	Net interest income	18,933	62	17,103	579	—	36,677
Provision for loan losses	—	—	2,035	—	—	2,035	Provision for loan losses	(980)	—	2,240	—	—	—	1,260
Provision (release of provision) for loan losses	Provision (release of provision) for loan losses	—	—	—	—	—	—	Provision (release of provision) for loan losses	(980)	—	2,240	—	—	1,260

Net interest income after provision	Net interest income after provision	17,960	70	14,745	590	—	33,365	Net interest income after provision	19,913	62	14,863	579	—	35,417
Noninterest income	Noninterest income	526	1,626	6,210	—	—	8,362	Noninterest income	468	1,115	5,524	1	—	7,108
Noninterest expense ⁽¹⁾	Noninterest expense ⁽¹⁾	12,859	2,217	11,940	114	—	27,130	Noninterest expense ⁽¹⁾	13,798	2,017	12,101	178	—	28,094
Net income (loss) before taxes	Net income (loss) before taxes	\$ 5,627	\$ (521)	\$ 9,015	\$ 476	\$ —	\$ 14,597	Net income (loss) before taxes	\$ 6,583	\$ (840)	\$ 8,286	\$ 402	\$ —	\$ 14,431
Total assets	assets	\$ 1,958,893	\$ 12,257	\$ 137,180	\$ 226,950	\$ (180,434)	\$ 2,154,846	Total assets	\$ 1,823,049	\$ 7,664	\$ 128,842	\$ 234,731	\$ (184,928)	\$ 2,009,358

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Capital Bancorp, Inc. and Subsidiaries

Notes to Unaudited Consolidated Financial Statements

Note 9 - Segments

For the Six Months Ended June 30, 2023

For the Nine Months Ended September 30, 2023

For the Nine Months Ended September 30, 2023

(in thousands)	(in thousands)	Commercial					(in thousands)	Commercial						
		Bank	CBHL	OpenSky®	Corporate ⁽²⁾	Eliminations	Consolidated		Bank	CBHL	OpenSky®	Corporate ⁽²⁾	Eliminations	Consolidated
Interest income	Interest income	\$ 55,042	\$ 188	\$ 31,298	\$ 2,112	\$ (144)	\$ 88,496	Interest income	\$ 85,451	\$ 299	\$ 47,441	\$ 3,274	\$ (228)	\$ 136,237
Interest expense	Interest expense	18,276	72	—	465	(144)	18,669	Interest expense	29,012	104	—	712	(228)	29,600
Net interest income	Net interest income	36,766	116	31,298	1,647	—	69,827	Net interest income	56,439	195	47,441	2,562	—	106,637
Provision (release of provision) for credit losses		574	—	3,948	—	—	4,522	Provision for credit losses	849	—	5,823	130	—	6,802
Release of credit losses on unfunded commitments								Release of credit losses on unfunded commitments	5	—	—	—	—	5

Net interest income after provision	Net interest income after provision	36,192	116	27,350	1,647	—	65,305	Net interest income after provision	55,585	195	41,618	2,432	—	99,830
Noninterest income	Noninterest income	1,299	2,488	8,924	2	—	12,713	Noninterest income	1,964	3,743	13,329	3	—	19,039
Noninterest expense ⁽³⁾	Noninterest expense ⁽³⁾	30,898	3,062	21,509	326	—	55,795	Noninterest expense ⁽³⁾	46,701	4,564	32,146	449	—	83,860
Net income (loss) before taxes	Net income (loss) before taxes	\$ 6,593	\$ (458)	\$ 14,765	\$ 1,323	\$ —	\$ 22,223	Net income (loss) before taxes	\$ 10,848	\$ (626)	\$ 22,801	\$ 1,986	\$ —	\$ 35,009
Total assets	assets	\$ 2,047,400	\$ 10,605	\$ 116,123	\$ 260,309	\$ (206,571)	\$ 2,227,866	Total assets	\$ 2,102,749	\$ 5,280	\$ 116,318	\$ 264,950	\$ (216,813)	\$ 2,272,484
For the Six Months Ended June 30, 2022														
For the Nine Months Ended September 30, 2022														
Interest income	Interest income	\$ 37,412	\$ 245	\$ 31,720	\$ 1,645	\$ (65)	\$ 70,957	Interest income	\$ 57,794	\$ 347	\$ 48,823	\$ 2,457	\$ (123)	\$ 109,298
Interest expense	Interest expense	1,805	145	—	341	(65)	2,226	Interest expense	3,255	185	—	573	(123)	3,890
Net interest income	Net interest income	35,607	100	31,720	1,304	—	68,731	Net interest income	54,539	162	48,823	1,884	—	105,408
Provision for credit losses	—	—	2,987	—	—	—	2,987	Provision (release of provision) for loan losses	(980)	—	5,227	—	—	4,247
Net interest income after provision	Net interest income after provision	35,607	100	28,733	1,304	—	65,744	Net interest income after provision	55,519	162	43,596	1,884	—	101,161
Noninterest income	Noninterest income	1,083	3,433	12,134	—	—	16,650	Noninterest income	1,571	4,580	17,658	2	—	23,811
Noninterest expense ⁽³⁾	Noninterest expense ⁽³⁾	24,922	4,316	24,822	172	—	54,232	Noninterest expense ⁽³⁾	38,741	6,364	36,923	351	—	82,379
Net income (loss) before taxes	Net income (loss) before taxes	\$ 11,768	\$ (783)	\$ 16,045	\$ 1,132	\$ —	\$ 28,162	Net income (loss) before taxes	\$ 18,349	\$ (1,622)	\$ 24,331	\$ 1,535	\$ —	\$ 42,593
Total assets	assets	\$ 1,958,893	\$ 12,257	\$ 137,180	\$ 226,950	\$ (180,434)	\$ 2,154,846	Total assets	\$ 1,823,049	\$ 7,664	\$ 128,842	\$ 234,731	\$ (184,928)	\$ 2,009,358

(1) Noninterest expense includes \$5.9 \$6.1 million and \$6.7 \$6.6 million in data processing expense in OpenSky's® segment for the three months ended June 30, 2023 September 30, 2023 and 2022, respectively.

(2) The Corporate segment invests idle cash in revenue producing assets including interest-bearing cash accounts, loan participations and other appropriate investments for the Company Company.

(3) Noninterest expense includes \$11.9 \$17.9 million and \$14.3 \$20.9 million in data processing expense in OpenSky's® segment for the six nine months ended June 30, 2023 September 30, 2023 and 2022, respectively.

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion and analysis is intended as a review of significant factors affecting the Company's financial condition and results of operations for the periods indicated. This discussion and analysis should be read in conjunction with the accompanying consolidated financial statements and the related notes and the Company's Annual Report on Form 10-K for the year ended December 31, 2022.

PRIVATE SECURITIES LITIGATION REFORM ACT SAFE HARBOR STATEMENT

This Quarterly Report on Form 10-Q and oral statements made from time-to-time by our representatives contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 that are subject to risks and uncertainties. You should not place undue reliance on such statements because they are subject to numerous risks and uncertainties relating to our operations and the business environment in which we operate, all of which are difficult to predict and many of which are beyond our control. Forward-looking statements include information concerning our possible or assumed future results of operations, including descriptions of our business strategy, expectations, beliefs, projections, anticipated events or trends, growth prospects, financial performance, and similar expressions concerning matters that are not historical facts. These statements often include words such as "may," "believe," "expect," "anticipate," "potential," "opportunity," "intend," "endeavor," "plan," "estimate," "forecast," "could," "project," "seek," "should," "will," or "would," or the negative of these words and phrases or similar words and phrases.

The following factors, among others, could cause our financial performance to differ materially from that expressed in such forward-looking statements:

General Economic Conditions

- economic conditions (including the interest rate environment, government economic and monetary policies, the strength of global financial markets and inflation/deflation) that impact the financial services industry as a whole and/or our business;
- recent adverse developments in the banking industry highlighted by high-profile bank failures and the potential impact of such developments on customer confidence, liquidity, and regulatory responses to these developments;
- the concentration of our business in the Washington, D.C. and Baltimore, Maryland metropolitan areas and the effect of changes in the economic, political and environmental conditions on these markets;
- interest rate risk associated with our business, including sensitivity of our interest earning assets and interest-bearing liabilities to changes in interest rates, and the impact to our earnings from changes in interest rates;
- geopolitical conditions, including acts or threats of terrorism, actions taken by the U.S. or other governments in response to acts or threats of terrorism and/or military conflicts, including the ongoing wars in Ukraine and the Middle East, which could impact business and economic conditions in the U.S. and abroad;

General Business Operations

- our ability to prudently manage our growth and execute our strategy;
- our plans to grow our commercial real estate and commercial business loan portfolios which may carry material risks of non-payment or other unfavorable consequences;

- adequacy of reserves, including our allowance for credit losses;
- deterioration of our asset quality;
- risks associated with our residential mortgage banking business;

- risks associated with our OpenSky® credit card division, including compliance with applicable consumer finance and fraud prevention regulations;
- results of examinations of us by our regulators, including the possibility that our regulators may, among other things, require us to increase our allowance for credit losses or to write-down assets;
- the effectiveness of our internal controls over financial reporting and our ability to remediate any future material weakness in our internal controls over financial reporting;
- changes in the value of collateral securing our loans;
- our dependence on our management team and board of directors and changes in management and board composition;
- liquidity and operations risks associated with our business;
- our ability to maintain important customer deposit relationships and our reputation;
- operational risks associated with our business;
- strategic acquisitions we may undertake to achieve our goals;
- the sufficiency of our capital, including sources of capital and the extent to which we may be required to raise additional capital to meet our goals;
- fluctuations in the fair value of our investment securities that are beyond our control;
- potential exposure to fraud, negligence, computer theft and cyber-crime;
- cybersecurity threats and incidents and related potential costs and risks, including reputation, financial and litigation risks;
- the adequacy of our risk management framework;
- our dependence on our information technology and telecommunications systems and the potential for any systems failures or interruptions;
- our dependence upon outside third parties for the processing and handling of our records and data;
- our ability to adapt to technological change;
- our engagement in derivative transactions;
- volatility and direction of market interest rates;
- increased competition in the financial services industry, particularly from regional and national institutions;
- our ability to adequately manage the transition away from USD London Interbank Offering Rate ("LIBOR") and related uncertainty and costs regarding migration to potential alternative LIBOR as a reference rates, including the Secured Overnight Financing Rate ("SOFR"); rate;
- our involvement from time to time in legal proceedings, examinations and remedial actions by regulators;

- changes in the laws, rules, regulations, interpretations or policies relating to financial institution, accounting, tax, trade, monetary and fiscal matters;
- the financial soundness of other financial institutions;

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- further government intervention in the U.S. financial system;
- climate change, including the enhanced regulatory, compliance, credit and reputational risks and costs; and
- natural disasters and adverse weather, acts of terrorism, an outbreak of hostilities or other international or domestic events, and other matters beyond our control.

As you read and consider forward-looking statements, you should understand that these statements are not guarantees of performance or results. They involve risks, uncertainties and assumptions and can change as a result of many possible events or factors, not all of which are known to us or in our control. Although we believe that these forward-looking statements are based on reasonable assumptions, beliefs, and expectations, if a change occurs or our beliefs, assumptions or expectations were incorrect, our business, financial condition, liquidity and/or results of operations may vary materially from those expressed in our forward-looking statements. You should be aware that many factors could affect our actual financial results or results of operations and could cause actual results to differ materially from those in the forward-looking statements. These factors include those described under the heading "Risk Factors" under Item 1A in our Annual Report on Form 10-K for the year ended December 31, 2022 and those referenced herein and in other reports on file with the SEC.

You should keep in mind that any forward-looking statement made by us speaks only as of the date on which we make it. New risks and uncertainties arise from time to time, and it is impossible for us to predict these events or how they may affect us. We have no duty to, and do not intend to, and disclaim any obligation to, update or revise any industry information or forward-looking statements after the date on which they are made.

Critical Accounting Policies

The accounting and reporting policies of the Company are in accordance with GAAP and conform to general practices within the banking industry. The Company's financial position and results of operations are affected by management's application of accounting policies, including estimates, assumptions and judgments made to arrive at the carrying value of assets and liabilities and amounts reported for revenues, expenses and related disclosures. Different assumptions in the application of these policies could result in material changes in the Company's consolidated financial position and/or results of operations. The Company evaluates its critical accounting estimates and assumptions on an ongoing basis and updates them, as deemed necessary. Management has discussed the Company's critical accounting policies and estimates with the Audit Committee of the Board of Directors of the Company.

The Company's accounting policies are fundamental to understanding the Company's consolidated financial position and consolidated results of operations. Accordingly, the Company's significant accounting policies are discussed in detail in Note 1 "Nature of Business and Basis of Presentation" in the "Notes to the Consolidated Financial Statements" contained in Item 8 "Financial Statements and Supplementary Data" of the Company's Annual Report on Form 10-K for the year ended December 31, 2022.

The critical accounting and reporting policies include the Company's accounting for the ACL. The Company provides additional information on its ACL in Note 1 "Significant Accounting Policies" within Part I, Item 1 of this Quarterly Report on Form 10-Q.

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Overview

We are Capital Bancorp, Inc., a bank holding company and a Maryland corporation incorporated in 1998, operating primarily through our wholly owned subsidiary, Capital Bank, N.A., a commercial-focused community bank based in Washington D.C. and Baltimore metropolitan areas. The Bank is headquartered

in Rockville, Maryland and received its charter in 1999 and began operations in 1999. We serve businesses, not-for-profit associations, entrepreneurs and entrepreneurs others throughout the Washington, D.C. and Baltimore, Maryland metropolitan areas through four commercial bank branches, one mortgage office, and two loan production offices.

The Company currently operates three divisions: Commercial Banking, Capital Bank Home Loans, and OpenSky®. The Company reports its activities in four business segments: commercial banking; mortgage lending; credit cards; and corporate activities. In determining the appropriateness of segment definition, the Company considers components of the business about which financial information is available and regularly evaluated relative to resource allocation and performance assessment. The accompanying consolidated financial statements have been prepared in accordance with GAAP, and conform to general practices within the banking industry.

Our Commercial Banking division accounts for the majority of the Bank's total assets. Our commercial bankers endeavor to provide quality service, customized solutions and tailored advice to commercial clients in our operating markets, primarily in the Washington, D.C. and Baltimore metropolitan areas.

Our Capital Bank Home Loan ("CBHL") division originates conventional and government-guaranteed residential mortgage loans on a nationwide basis primarily for sale into the secondary market and, in certain circumstances, for the Bank's loan portfolio.

Our OpenSky® division provides secured, partially secured and unsecured credit cards on a nationwide basis to under-banked populations and those looking to rebuild their credit scores. OpenSky® cards operate on a digital and mobile enabled platform with almost all marketing and application procedures are conducted through website and mobile applications. For the secured credit card, a deposit equal to the full credit limit of the card is made, upon account opening, into a noninterest-bearing demand account with the Bank and the deposit is required to be maintained throughout the life of the card. Using our proprietary scoring model, which considers credit score and repayment history (typically a minimum of six months of on-time repayments, but ultimately determined on a case-by-case basis), OpenSky® also offers certain existing customers an unsecured line supplementary to their secured line of credit.

Capital

As of June 30, 2023 September 30, 2023, the Bank was in compliance with all applicable regulatory capital requirements to which it was subject, and the Bank was classified as "well capitalized" for purposes of the prompt corrective action regulations. There are no conditions or events since that notification that management believes would change the Bank's classification. We closely monitor our capital position and intend to take appropriate steps to ensure that our level of capital remains strong.

Results of Operations

Net Income

The following table sets forth the principal components of net income for the periods indicated.

		Three Months Ended June 30,			Three Months Ended September 30,		
		2023	2022	% Change	2023	2022	% Change
(in thousands)	(in thousands)				(in thousands)		
Interest income	Interest income	\$ 45,080	\$ 36,556	23.3	% Interest income	\$ 47,741	\$ 38,340
Interest expense	Interest expense	9,740	1,156	742.6	% Interest expense	10,931	1,663
Net interest income	Net interest income	35,340	35,400	(0.2)	% Net interest income	36,810	36,677

Provision for credit losses	Provision for credit losses	2,862	2,035	40.6	Provision for credit losses	2,280	1,260	81.0	%
Provision for credit losses on unfunded commitments					Provision for credit losses on unfunded commitments	24	—	—	
Net interest income after provision	Net interest income after provision	32,478	33,365	(2.7)	Net interest income after provision	34,506	35,417	(2.6)	%
Noninterest income	Noninterest income	6,687	8,362	(20.0)	Noninterest income	6,326	7,108	(11.0)	%
Noninterest expenses	Noninterest expenses	29,592	27,130	9.1	Noninterest expenses	28,046	28,094	(0.2)	%
Net income before income taxes	Net income before income taxes	9,573	14,597	(34.4)	Net income before income taxes	12,786	14,431	(11.4)	%
Income tax expense	Income tax expense	2,255	3,089	(27.0)	Income tax expense	2,998	3,336	(10.1)	%
Net income	Net income	\$ 7,318	\$ 11,508	(36.4)	Net income	\$ 9,788	\$ 11,095	(11.8)	%

Net income for the three months ended **June 30, 2023** **September 30, 2023** was **\$7.3 million** **\$9.8 million**, compared to net income of **\$11.5 million** **\$11.1 million** for the same period in 2022, a **36.4%** **an 11.8% decrease**. Net interest income **decreased increased** slightly by **\$0.1 million**, or **0.2%** **0.4%**, to **\$35.4 million** **\$36.8 million** when comparing the three months ended **June 30, 2023** **September 30, 2023** to the three months ended **June 30, 2022** **September 30, 2022**, primarily due to increased average balances of **\$245.3 million** in portfolio loans combined with a **78 basis point increase** in average yield for portfolio loans partially offset by significant increases in the cost of funding, partially offset by increased average balances of **\$268.1 million** in portfolio loans combined with a **64 basis point increase** in yield for portfolio loans, funding.

The provision for credit losses for the three months ended **June 30, 2023** **September 30, 2023** was **\$2.9 million** **\$2.3 million**, an increase of **\$0.8 million** **\$1.0 million**, or **40.6%** **81.0%**, from the same period in 2022. Contributors Net charge-offs for the three months ended **September 30, 2023** were **\$1.8 million**, or **0.38%** on an annualized basis of average portfolio loans, compared to **\$1.6 million**, or **0.39%** on an annualized basis of average loans for the **increase same period in 2022**. Of the **\$1.8 million** in net charge-offs during the quarter, **\$1.4 million** related to secured and partially secured cards in the provision were loan growth and change in credit card mix from fully secured portfolio and **\$0.3 million** related to partially or fully unsecured, unsecured cards.

For the quarter ended **June 30, 2023** **September 30, 2023**, noninterest income was **\$6.7 million** **\$6.3 million**, a decrease of **\$1.7 million** **\$0.8 million**, or **20.0%** **11.0%**, from **\$8.4 million** **\$7.1 million** in the prior year quarter. Credit card fees declined by **\$1.5 million** **\$1.1 million** as the number of open customer accounts declined year over year, which resulted in lower interchange and other fee income compared to the prior year quarter.

Noninterest expense was **\$29.6 million** **\$28.0 million** for the three months ended **June 30, 2023** **September 30, 2023**, as compared to **\$27.1 million** **\$28.1 million** for the three months ended **June 30, 2022**, an increase of **\$2.5 million**, or **9.1%** **September 30, 2022**. The **increase was primarily driven** **change includes** decreases in professional fees of **\$1.5 million** and data processing expense of **\$0.8 million** partially offset by **increased increases** in salaries and employee benefits of **\$2.1 million**, or **20.6%** **\$1.7 million** and other operating expense of **\$0.5 million**.

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(in thousands)	Six Months Ended June 30,			Nine Months Ended September 30,				
	2023		2022	% Change	2023		2022	% Change
	Interest income	Interest expense	Interest income	Interest expense	Interest income	Interest expense	Interest income	Interest expense
Interest income	\$ 88,496	\$ 18,669	\$ 70,957	\$ 2,226	24.7	% 738.7	\$ 136,237	\$ 29,600
Interest expense								
Net interest income	69,827	68,731	1.6	%	Net interest income	106,637	105,408	1.2
Provision for credit losses	Provision for credit losses	4,522	2,987	51.4	Provision for credit losses	6,802	4,247	60.2

Provision for credit losses on unfunded commitments				Provision for credit losses on unfunded commitments				
Net interest income after provision	Net interest income after provision	65,305	65,744	(0.7) %	Net interest income after provision	99,830	101,161	(1.3) %
Noninterest income	Noninterest income	12,713	16,650	(23.6) %	Noninterest income	19,039	23,811	(20.0) %
Noninterest expenses	Noninterest expenses	55,814	54,232	2.9 %	Noninterest expenses	83,860	82,379	1.8 %
Net income before income taxes	Net income before income taxes	22,204	28,162	(21.2) %	Net income before income taxes	35,009	42,593	(17.8) %
Income tax expense	Income tax expense	5,170	6,443	(19.8) %	Income tax expense	8,168	9,779	(16.5) %
Net income	Net income	\$ 17,034	\$ 21,719	(21.6) %	Net income	\$ 26,841	\$ 32,814	(18.2) %

Net income for the six nine months ended June 30, 2023 September 30, 2023 was \$17.1 \$26.8 million, compared to net income of \$21.7 \$32.8 million for the same period in 2022, a 21.5% an 18.2% decrease. Net interest income increased \$1.1 \$1.2 million, or 1.6% 1.2%, to \$69.8 \$106.6 million when comparing the six nine months ended June 30, 2023 September 30, 2023 to the six nine months ended June 30, 2022 September 30, 2022, primarily due to increased average balances of \$256.0 \$252.4 million in portfolio loans combined with the 82.81 basis point increase in average yield for portfolio loans and offset by significant increases in the cost of funding.

The provision for credit losses for the six nine months ended June 30, 2023 September 30, 2023 was \$4.5 million \$6.8 million, an increase of \$1.5 million \$2.6 million, or 51.4% 60.2%, from the provision for loan losses for the six nine months ended June 30, 2022 September 30, 2022, attributable primarily to the credit card portfolio.

For the six nine months ended June 30, 2023 September 30, 2023, noninterest income was \$12.7 \$19.0 million, a decrease of \$3.9 \$4.8 million, or 23.6% 20.0%, from \$16.6 \$23.8 million in the prior year quarter period. The decrease was primarily driven by the decline in credit card fees of \$3.2 \$4.4 million as the number of open customer accounts declined to 540,058 529,205 at June 30, 2023 September 30, 2023 from 616,435 year over year, 576,844 at September 30, 2022, which resulted in lower interchange and other fee income recognized compared to the prior year. The elevated interest rate environment continues to put pressure on the mortgage market, resulting in leading to declines in home loan sales and home loan refinances, which has resulted in a \$0.8 million \$0.6 million decrease in mortgage banking revenue compared to the six nine months ended June 30, 2022 September 30, 2022.

Noninterest expense was \$55.8 \$83.9 million for the six nine months ended June 30, 2023 September 30, 2023, as compared to \$54.2 \$82.4 million for the six nine months ended June 30, 2022 September 30, 2022, an increase of \$1.6 \$1.5 million, or 2.9% 1.8%. The increase was primarily driven by a \$4.3 \$6.0 million, or 21.2% 19.2%, increase in salaries and employee benefits, partially offset by a \$2.5 \$3.2 million, or 15.8% 13.9%, decrease in data processing expenses, expenses and a \$1.2 million decrease in professional fees due to a reduction in third party consulting fees. The decrease of \$2.5 million in data processing expenses was the result of a contract renegotiation entered into in the first quarter of 2022 in the OpenSky® Division as well as fewer average open cards during the period.

Net Interest Income and Net Margin Analysis

Net interest income is the difference between interest income on interest earning assets and the cost of funds supporting those assets. Interest earning assets are composed primarily of loans, loans held for sale, investment securities, and interest-bearing deposits with banks. The cost of funds represents interest expense on deposits and borrowings, which consist of federal funds purchased, advances from the FHLB, Federal Home Loan Bank ("FHLB"), and subordinated notes. Noninterest-bearing deposits and capital also provide sources of funding.

We analyze our ability to maximize income generated from interest earning assets and control the

interest expenses of associated with our liabilities, measured as net interest income, through our net interest margin and net interest spread. Net interest margin is a ratio calculated as net interest income annualized divided by

average interest earning assets for the same period. Net interest spread is the difference between average interest rates earned on interest earning assets and average interest rates paid on interest-bearing liabilities.

Changes in market interest rates and the interest rates we earn on interest earning assets or pay on interest-bearing liabilities, as well as in the volume and mix of interest earning assets, interest-bearing and noninterest-bearing liabilities and stockholders' equity, are usually the largest drivers of periodic changes in net interest income, net interest margin and net interest spread. Fluctuations in market interest rates are driven by many factors, including governmental monetary policies, inflation, deflation, macroeconomic developments, changes in unemployment, the money supply, political and international conditions and conditions in domestic and foreign financial markets. Periodic changes in the volume and types of loans in our loan portfolio are affected by, among other factors, economic and competitive conditions in the Washington, D.C. and Baltimore metropolitan areas, as well as developments affecting the real estate, technology, government services, hospitality and tourism and financial services sectors within our target markets and throughout the Washington, D.C. and Baltimore metropolitan areas. Our ability to respond to changes in these factors by using effective asset-liability management techniques is critical to maintaining the stability of net interest income and net interest margin.

The table below presents the average balances and weighted average rates of the major categories of the Company's assets, liabilities, and stockholders' equity for the three and **six** **nine** months ended **June 30, 2023** **September 30, 2023** and 2022. Weighted average yields are derived by dividing annualized income by the average balance of the related assets, and weighted average rates are derived by dividing annualized expense by the average balance of the related liabilities, for the periods shown. Average outstanding balances are derived by utilizing average daily balances for the time period shown. The weighted average yields and rates include amortization of fees, costs, premiums and discounts, which are considered adjustments to yield/rates. Weighted average yields on tax-exempt securities are not calculated on a fully taxable equivalent basis.

AVERAGE BALANCE SHEET AND NET INTEREST ANALYSIS

	Three Months Ended June 30,					
	2023			2022		
	Average Outstanding Balance	Average Interest Income/Expense	Average Yield/Rate ⁽¹⁾	Average Outstanding Balance	Average Interest Income/Expense	Average Yield/Rate ⁽¹⁾
(\$ in thousands)						
Assets						
Interest earning assets:						
Interest-bearing deposits	\$ 66,401	\$ 733	4.43 %	\$ 218,251	\$ 429	0.79 %
Federal funds sold	1,638	20	4.90	1,655	2	0.48
Investment securities	255,057	1,266	1.99	215,172	779	1.45
Restricted investments	4,185	71	6.80	3,854	42	4.37
Loans held for sale	7,047	111	6.32	11,447	134	4.70
SBA-PPP loans receivable	1,808	7	1.55	28,870	1,120	15.56
Portfolio loans receivable ⁽²⁾	1,800,800	42,872	9.55	1,532,671	34,050	8.91
Total interest earning assets	2,136,936	45,080	8.46	2,011,920	36,556	7.29
Noninterest earning assets	47,415			56,298		

Total assets	\$ <u><u>2,184,351</u></u>		\$ <u><u>2,068,218</u></u>	
Liabilities and Stockholders' Equity				
Interest-bearing liabilities:				
Interest-bearing demand accounts	\$ 207,264	\$ 67	0.13 %	\$ 259,192
Savings	5,822	2	0.14	9,913
Money market accounts	625,515	5,411	3.47	566,303
Time deposits	366,421	3,929	4.30	160,279
Borrowed funds	43,183	331	3.07	34,062
Total interest-bearing liabilities	<u>1,248,205</u>	<u>9,740</u>	<u>3.13</u>	<u>1,029,749</u>
Noninterest-bearing liabilities:				
Noninterest-bearing liabilities	21,104			22,647
Noninterest-bearing deposits	676,358			807,558
Stockholders' equity	238,684			208,264
Total liabilities and stockholders' equity	\$ <u><u>2,184,351</u></u>		\$ <u><u>2,068,218</u></u>	
Net interest spread			5.33 %	6.84 %
Net interest income	\$ <u><u>35,340</u></u>		\$ <u><u>35,400</u></u>	
Net interest margin ⁽³⁾			6.63 %	7.06 %

Three Months Ended September 30,						
	2023			2022		
	Average Outstanding Balance	Average Interest Income/Expense	Average Yield/Rate ⁽¹⁾	Average Outstanding Balance	Average Interest Income/Expense	Average Yield/Rate ⁽¹⁾
(\$ in thousands)						
Assets						
Interest earning assets:						
Interest-bearing deposits	\$ 87,112	\$ 1,183	5.39 %	\$ 101,187	\$ 471	1.85 %
Federal funds sold	1,134	15	5.25	1,492	7	1.87
Investment securities	229,731	1,089	1.88	287,944	1,362	1.88
Restricted investments	4,058	69	6.75	4,116	49	4.72
Loans held for sale	6,670	111	6.60	7,879	102	5.15
SBA-PPP loans receivable	906	11	4.82	5,906	263	17.66
Portfolio loans receivable ⁽²⁾	<u>1,846,866</u>	<u>45,263</u>	<u>9.72</u>	<u>1,601,546</u>	<u>36,086</u>	<u>8.94</u>
Total interest earning assets	<u>2,176,477</u>	<u>47,741</u>	<u>8.70</u>	<u>2,010,070</u>	<u>38,340</u>	<u>7.57</u>
Noninterest earning assets	<u>44,640</u>			<u>39,008</u>		
Total assets	\$ <u><u>2,221,117</u></u>			\$ <u><u>2,049,078</u></u>		
Liabilities and Stockholders' Equity						
Interest-bearing liabilities:						
Interest-bearing demand accounts	\$ 215,527	\$ 71	0.13 %	\$ 244,929	\$ 39	0.06 %
Savings	5,582	3	0.21	9,216	1	0.04
Money market accounts	655,990	6,373	3.85	555,634	815	0.58
Time deposits	374,429	4,256	4.51	155,091	531	1.36
Borrowed funds	34,932	228	2.59	40,700	277	2.70
Total interest-bearing liabilities	<u>1,286,460</u>	<u>10,931</u>	<u>3.37</u>	<u>1,005,570</u>	<u>1,663</u>	<u>0.66</u>
Noninterest-bearing liabilities:						
Noninterest-bearing liabilities	25,047			24,440		
Noninterest-bearing deposits	666,939			802,458		
Stockholders' equity	242,671			216,610		
Total liabilities and stockholders' equity	\$ <u><u>2,221,117</u></u>			\$ <u><u>2,049,078</u></u>		
Net interest spread			5.33 %			6.91 %
Net interest income	\$ <u><u>36,810</u></u>			\$ <u><u>36,677</u></u>		
Net interest margin ⁽³⁾			6.71 %			7.24 %

(1) Annualized.

(2) Includes nonaccrual loans.

(3) For the three months ended June 30, 2023 September 30, 2023 and 2022, SBA-PPP loans and credit card loans collectively accounted for 257 266 and 320 308 basis points of the reported net interest margin, respectively.

The net interest margin decreased 43 basis points to 6.63% for the three months ended June 30, 2023 from the same period in 2022 as the increase in the costs of deposits, including money market accounts and time deposits, outpaced the increase in portfolio loan yields, including credit cards. Further, SBA-PPP income totaled \$1.1 million for the three months ended June 30, 2022 with no comparable amount in 2023. Net interest margin, excluding credit card and SBA-PPP loans, increased to 4.06% for the three months ended June 30, 2023, compared to 3.86% for the same period in 2022.

For the three months ended June 30, 2023, average interest earning assets increased \$125.0 million, or 6.2%, to \$2.1 billion as compared to the same period in 2022, and the average yield on interest earning assets increased 117 basis points. Compared to the same period in the prior year, average interest-

bearing liabilities increased \$218.5 million, or 21.2%, and the average cost of interest-bearing liabilities increased to 3.13%, a 268 basis point increase from 0.45%.

AVERAGE BALANCE SHEET AND NET INTEREST ANALYSIS

	Six Months Ended June 30,								
	2023				2022				
	Average Outstanding Balance	Average Interest Income/Expense	Average Yield/Rate ⁽¹⁾	Average Outstanding Balance	Average Interest Income/Expense	Average Yield/Rate ⁽¹⁾			
(\$ in thousands)									
Assets									
Interest earning assets:									
Interest-bearing deposits	\$ 64,494	\$ 1,348	4.21 %	\$ 208,043	\$ 530	0.51 %			
Federal funds sold	1,845	38	4.15	3,148	2	0.13			
Investment securities	264,817	2,643	2.01	197,965	1,149	1.17			
Restricted investments	5,757	201	7.04	3,810	83	4.39			
Loans held for sale	5,878	188	6.45	12,467	245	3.96			
SBA-PPP loans receivable	1,953	15	1.55	55,917	3,186	11.49			
Portfolio loans receivable ⁽²⁾	1,775,809	84,063	9.55	1,519,857	65,762	8.73			
Total interest earning assets	2,120,553	88,496	8.42	2,001,207	70,957	7.15			
Noninterest earning assets	43,858			61,533					
Total assets	\$ 2,164,411			\$ 2,062,740					
Liabilities and Stockholders' Equity									
Interest-bearing liabilities:									
Interest-bearing demand accounts	\$ 196,782	\$ 137	0.14 %	\$ 276,490	\$ 74	0.05 %			
Savings	6,160	3	0.10	9,098	3	0.07			
Money market accounts	615,247	9,998	3.28	552,858	697	0.25			
Time deposits	343,065	7,025	4.13	165,485	1,073	1.31			
Borrowed funds	80,573	1,506	3.77	34,062	379	2.24			
Total interest-bearing liabilities	1,241,827	18,669	3.03	1,037,993	2,226	0.43			
Noninterest-bearing liabilities:									
Noninterest-bearing liabilities	21,726			23,397					

Noninterest-bearing deposits	665,253	795,221	
Stockholders' equity	235,605	206,129	
Total liabilities and stockholders' equity	\$ 2,164,411	\$ 2,062,740	
Net interest spread		5.39 %	6.72 %
Net interest income	\$ 69,827	\$ 68,731	
Net interest margin ⁽³⁾		6.64 %	6.93 %

⁽¹⁾ Annualized.

⁽²⁾ Includes nonaccrual loans.

⁽³⁾ For the six months ended June 30, 2023 and 2022, SBA-PPP loans and credit card loans collectively accounted for 270 and 309 basis points of the reported net interest margin, respectively.

The net interest margin decreased 29 basis points to 6.64% for the six months ended June 30, 2023 from the same period in 2022. Net interest margin, excluding credit card and SBA-PPP loans, was 3.94% for the six months ended June 30, 2023, compared to 3.84% for the same period in 2022.

For the six months ended June 30, 2023, average interest earning assets increased \$119.3 million, or 6.0%, to \$2.1 billion as compared to the same period in 2022, and the average yield on interest earning assets increased 127 basis points. Compared to the same period in the prior year, average interest-

bearing

	Three Months Ended September 30,	
	2023	2022
(\$ in thousands)		
Net interest margin, as adjusted (non-GAAP)⁽¹⁾		
Net interest income	\$ 36,810	\$ 36,677
Less: Credit card loan income	15,792	16,768
Less: SBA-PPP loan income	11	263
Net interest income, as adjusted	\$ 21,007	\$ 19,646
Average interest earning assets	2,176,477	2,010,070
Less: Average credit card loans	116,814	132,246
Less: Average SBA-PPP loans	906	5,906
Total average interest earning assets, as adjusted	\$ 2,058,757	\$ 1,871,918
Net interest margin, as adjusted (non-GAAP)⁽²⁾	4.05 %	4.16 %

⁽¹⁾ The Company uses non-GAAP (United States Generally Accepted Accounting Principles) financial information in its analysis of the Company's performance. The Company's management believes that these non-GAAP financial measures provide a greater understanding of ongoing operations, enhance comparability of results of operations with prior periods and show the effects of significant gains and charges in the periods presented. The Company's management believes that investors may use these non-GAAP financial measures to analyze the Company's financial performance without the impact of unusual items or events that may obscure trends in the Company's underlying performance. This non-GAAP data should be considered in addition to results prepared in accordance with GAAP, and is not a substitute for, or superior to, GAAP results.

⁽²⁾ Annualized.

The net interest margin decreased 53 basis points to 6.71% for the three months ended September 30, 2023 from the same period in 2022 as interest income on credit cards decreased \$1.0 million and interest income on SBA-PPP loans totaled \$0.3 million for the three months ended September 30, 2022 with no comparable amount in 2023. Net interest margin, excluding credit card and SBA-PPP loans⁽¹⁾, decreased to 4.05% for the three months ended September 30, 2023, compared to 4.16% for the same period in 2022.

For the three months ended September 30, 2023, average interest earning assets increased \$166.4 million, or 8.3%, to \$2.2 billion as compared to the same period in 2022, and the average yield on interest earning assets increased 113 basis points. Compared to the same period in the prior year, average interest-bearing liabilities increased \$203.8 million, or 19.6% 27.9%, and the average cost of interest-bearing liabilities increased to 3.37%, a 271 basis point increase from 0.66%.

(1) A reconciliation of this non-GAAP financial measure is set forth in the table immediately above.

AVERAGE BALANCE SHEET AND NET INTEREST ANALYSIS

	Nine Months Ended September 30,						
	2023			2022			
	Average Outstanding Balance	Average Interest Income/Expense	Average Yield/Rate ⁽¹⁾	Average Outstanding Balance	Average Interest Income/Expense	Average Yield/Rate ⁽¹⁾	
(\$ in thousands)							
Assets							
Interest earning assets:							
Interest-bearing deposits	\$ 72,116	\$ 2,531	4.69 %	\$ 172,033	\$ 1,001	0.78 %	
Federal funds sold	1,605	53	4.42	2,590	9	0.48	
Investment securities	252,993	3,732	1.97	234,294	2,510	1.43	
Restricted investments	5,184	270	6.96	3,913	133	4.54	
Loans held for sale	6,145	299	6.51	10,921	347	4.25	
SBA-PPP loans receivable	1,600	26	2.17	39,063	3,449	11.80	
Portfolio loans receivable ⁽²⁾	1,799,755	129,326	9.61	1,547,386	101,849	8.80	
Total interest earning assets	2,139,398	136,237	8.51	2,010,200	109,298	7.27	
Noninterest earning assets	44,123			47,936			
Total assets	\$ 2,183,521			\$ 2,058,136			
Liabilities and Stockholders' Equity							
Interest-bearing liabilities:							
Interest-bearing demand accounts	\$ 203,099	\$ 208	0.14 %	\$ 265,854	\$ 114	0.06 %	
Savings	5,965	6	0.13	9,138	4	0.06	
Money market accounts	628,977	16,371	3.48	553,794	1,512	0.37	
Time deposits	353,635	11,281	4.27	161,982	1,604	1.32	
Borrowed funds	65,192	1,734	3.56	36,299	656	2.41	
Total interest-bearing liabilities	1,256,868	29,600	3.15	1,027,067	3,890	0.51	
Noninterest-bearing liabilities:							
Noninterest-bearing liabilities	22,846			23,748			
Noninterest-bearing deposits	665,821			797,660			
Stockholders' equity	237,986			209,661			
Total liabilities and stockholders' equity	\$ 2,183,521			\$ 2,058,136			
Net interest spread			5.36 %				6.76 %
Net interest income	\$ 106,637			\$ 105,408			
Net interest margin ⁽³⁾			6.66 %				7.01 %

- (i) Annualized.
- (ii) Includes nonaccrual loans.
- (iii) For the nine months ended September 30, 2023 and 2022, SBA-PPP loans and credit card loans collectively accounted for 268 and 307 basis points of the reported net interest margin, respectively.

(\$ in thousands)	Nine Months Ended September 30,	
	2023	2022
Net interest margin, as adjusted (non-GAAP)⁽¹⁾		
Net interest income	\$ 106,637	\$ 105,408
Less: Credit card loan income	46,419	47,631
Less: SBA-PPP loan income	26	3,449
Net interest income, as adjusted	\$ 60,192	\$ 54,328
Average interest earning assets	2,139,398	2,010,200
Less: Average credit card loans	114,416	127,266
Less: Average SBA-PPP loans	1,600	39,063
Total average interest earning assets, as adjusted	\$ 2,023,382	\$ 1,843,871
Net interest margin, as adjusted (non-GAAP) ⁽²⁾	3.98 %	3.94 %

- (i) The Company uses non-GAAP (United States Generally Accepted Accounting Principles) financial information in its analysis of the Company's performance. The Company's management believes that these non-GAAP financial measures provide a greater understanding of ongoing operations, enhance comparability of results of operations with prior periods and show the effects of significant gains and charges in the periods presented. The Company's management believes that investors may use these non-GAAP financial measures to analyze the Company's financial performance without the impact of unusual items or events that may obscure trends in the Company's underlying performance. This non-GAAP data should be considered in addition to results prepared in accordance with GAAP, and is not a substitute for, or superior to, GAAP results.
- (ii) Annualized.

The net interest margin decreased 35 basis points to 6.66% for the nine months ended September 30, 2023 from the same period in 2022. Net interest margin, excluding credit card and SBA-PPP loans⁽²⁾, was 3.98% for the nine months ended September 30, 2023, compared to 3.94% for the same period in 2022.

For the nine months ended September 30, 2023, average interest earning assets increased \$129.2 million, or 6.4%, to \$2.1 billion as compared to the same period in 2022, and the average yield on interest earning assets increased 124 basis points. Compared to the same period in the prior year, average interest-bearing liabilities increased \$229.8 million, or 22.4%, while the average cost of interest-bearing liabilities increased 260 basis points to 3.03% from 0.43%.

- (2) A reconciliation of this non-GAAP financial measure is set forth in the table immediately above.

The rate/volume table below presents the composition of the change in net interest income for the periods indicated, as allocated between the change in net interest income due to changes in the volume of average earning assets and interest-bearing liabilities, and the changes in net interest income due to changes in interest rates.

RATE/VOLUME ANALYSIS OF NET INTEREST INCOME

		Three Months Ended June 30, 2023						Six Months Ended June 30, 2023						Three Months Ended September 30, 2023						Nine Months Ended September 30, 2023						
		Compared to June 30, 2022			Compared to June 30, 2022			Compared to September 30, 2022			Compared to September 30, 2022			Compared to September 30, 2022			Compared to September 30, 2022			Compared to September 30, 2022						
(in thousands)		(in thousands)		Change Due To		Change Due To		(in thousands)		Interest Variance		Change Due To		Interest Variance		Change Due To		Interest Variance		Change Due To		Interest Variance				
		Volume	Rate	Volume	Rate	Volume	Rate	Volume	Interest	Variance	Volume	Interest	Variance	Volume	Interest	Variance	Volume	Interest	Variance	Volume	Interest	Variance	Volume	Interest	Variance	
Interest Income:																										
Interest-bearing deposits	Interest-bearing deposits	\$ (1,677)	\$ 1,981	\$ 304		\$ (2,997)	\$ 3,815	\$ 818																		
Federal funds sold	Federal funds sold	—	18	18		(27)	63	36																		
Investment securities	Investment securities	198	289	487		666	828	1,494																		
Restricted stock	Restricted stock	6	23	29		68	50	118																		
Investment securities available for sale	Investment securities available for sale																									
Restricted investments	Restricted investments																									
Loans held for sale	Loans held for sale	(69)	46	(23)		(211)	154	(57)																		
SBA-PPP loans	SBA-PPP loans	(105)	(1,008)	(1,113)		(415)	(2,756)	(3,171)																		
Portfolio loans excluding credit card loans	Portfolio loans excluding credit card loans	4,683	5,698	10,381		8,597	9,940	18,537																		
SBA-PPP loans receivable	SBA-PPP loans receivable																									
Portfolio loans receivable excluding credit card loans	Portfolio loans receivable excluding credit card loans																									
Credit card loans	Credit card loans																									
Total interest income	Total interest income	(1,873)	314	(1,559)		(3,122)	2,886	(236)																		
Interest Expense:	Interest Expense:																									
Interest-bearing demand accounts	Interest-bearing demand accounts	(17)	46	29		(55)	118	63																		
Savings	Savings	(1)	2	1		(1)	1	—																		
Money market accounts	Money market accounts	512	4,503	5,015		1,015	8,286	9,301																		
Time deposits	Time deposits	2,210	1,190	3,400		3,637	2,315	5,952																		
Borrowed funds	Borrowed funds	70	69	139		870	257	1,127																		
Total interest expense	Total interest expense	2,774	5,810	8,584		5,466	10,977	16,443																		
Net interest income	Net interest income	\$ (1,611)	\$ 1,551	\$ (60)		\$ (2,907)	\$ 4,003	\$ 1,096																		

When comparing the three months ended **June 30, 2023** **September 30, 2023** to the same period in 2022, the greatest positive impact to total interest income was the increased market interest rates affecting **some** **substantially all** interest earning assets. The year-over-year rate change on SBA-PPP loans is a result of the change in the magnitude of loans forgiven by the SBA in each period. During the three months ended June 30, 2022, \$35.2 million of SBA-PPP loans were forgiven by the SBA which accelerated the recognition of \$1.0 million of deferred fee income. In comparison, during the three months ended June 30, 2023, \$0.9 million of SBA-PPP loan principal was forgiven and \$2 thousand of income was recognized. The loan portfolio, excluding credit cards, continued to experience growth through the three months ended **June 30, 2023** **September 30, 2023**, which contributed an additional **\$10.4 million** **\$10.2 million** in interest income. On a standalone basis, interest income attributable to the credit card portfolio fell by **\$1.6 million** **\$1.0 million** when comparing the three months ended **June 30, 2023** **September 30, 2023** to the three months ended **June 30, 2022** **September 30, 2022**, primarily due to a decrease in open customer accounts and corresponding credit card loan balances, due to as a result of rising interest rates and late charges, which impacted the rate calculation. Increased market interest rates were the primary driver of increased interest expense, with interest expense on money market accounts and time deposits increasing **\$4.5 million** **\$4.6 million** and **\$1.2 million**, respectively, when comparing the three months ended **June 30, 2023** **September 30, 2023** to the three months ended **June 30, 2022** **September 30, 2022**. Volume An increase in the volume of time deposits contributed an additional **\$2.2 million** **\$2.5 million** to the increase in interest expense.

When comparing the nine months ended **September 30, 2023** to the same period in 2022, the largest positive impact to total interest income was the effect of increases in market interest rates on substantially all interest earning assets. Growth in portfolio loan volumes contributed \$13.1 million to the increase in interest income, while the heightened interest rates on portfolio loans contributed \$15.6 million for the nine months ended September 30, 2023 compared to the same period in the prior year. During the nine

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When comparing the six months ended **June 30, 2023** to the same period in 2022, the greatest positive impact to total interest income was the effect of increases in market interest rates on some interest earning assets. Growth in portfolio loan volumes contributed \$8.6 million to the increase in net interest income, while the heightened interest rates on portfolio loans contributed \$9.9 million for the six months ended June 30, 2023 compared to the same period in the prior year. During the six months ended June 30, 2022 **September 30, 2022**, **\$92.4 million** **\$105.6 million** of SBA-PPP loans were forgiven by the SBA which accelerated the recognition of **\$2.9 million** **\$3.1 million** of deferred fee income. In comparison, during the **three** **nine** months ended **June 30, 2023** **September 30, 2023**, **\$1.1 million** **\$1.4 million** of SBA-PPP loan principal was forgiven and **\$5** **\$14 thousand** of deferred fee income was recognized. Increased interest rates also contributed **\$11.0 million** **\$17.0 million** to increased interest expense comparing the **six** **nine** months ended **June 30, 2023** **September 30, 2023** to the same period in 2022, driven by the impact of rates on money market accounts and time deposits of \$8.3 million and \$2.3 million, respectively, substantially offsetting the increase in total interest income. The increase in the volume of time deposits contributed an additional \$6.1 million to the increase in interest expense.

Rising interest rates have resulted in some customers moving balances from noninterest-bearing deposit accounts to interest-bearing deposit accounts increasing interest expense. The average balance of noninterest-bearing deposits of \$666.9 million for the three months ended September 30, 2023 decreased \$135.5 million from \$802.5 million for the three months ended September 30, 2022. The average balance of interest-bearing deposits of \$1.3 billion for the three months ended September 30, 2023 increased \$286.7 million from \$964.9 million for the three months ended September 30, 2022.

The average balance of noninterest-bearing deposits of \$665.8 million for the nine months ended September 30, 2023 decreased \$131.8 million from \$767.7 million for the nine months ended September 30, 2022. The average balance of interest-bearing deposits of \$1.2 billion for the nine months ended September 30, 2023 increased \$200.9 million from \$990.8 million for the nine months ended September 30, 2022.

Provision for Credit Losses

The provision for credit losses represents the amount of expense charged to current earnings to fund the ACL. The amount for credit losses is based on many factors which reflect management's assessment of the risk in the loan portfolio. Those factors include historical losses, forecasted cash flows, economic conditions and trends, the value and adequacy of collateral, volume and mix of the portfolio, performance of the portfolio, and internal loan processes of the Company and Bank. For a description of the factors taken into account by our management in determining the ACL, see Note 1 to the Consolidated Financial Statements.

For the three months ended **June 30, 2023** **September 30, 2023**, the provision for credit losses was **\$2.9 million** **\$2.3 million**, an increase of **\$0.8 million** **\$1.0 million** from the same period in 2022. Contributors to the increase in the provision were loan portfolio growth and change in credit card mix from fully secured to partially or fully unsecured. Net charge-offs for the three months ended **June 30, 2023** **September 30, 2023** were **\$1.6 million** **\$1.8 million**, or **0.35%** **0.38%** on an annualized basis of average portfolio loans, compared to **\$0.9 million** **\$1.6 million**, or **0.23%** **0.39%** on an annualized basis of average portfolio loans for the same period in 2022. Of the **\$1.6 million** **\$1.8 million** in net charge-offs during the quarter, **\$1.5 million** **\$1.4 million** related to secured and partially secured cards in the credit card portfolio and **\$0.1 million** **\$0.3 million** related to unsecured cards.

For the **six** **nine** months ended **June 30, 2023** **September 30, 2023**, the provision for credit losses was **\$4.5 million** **\$6.8 million**, an increase of **\$1.5 million** **\$2.6 million** from the same period in 2022, attributable primarily to the credit card portfolio. Net charge-offs for the **six** **nine** months ended **June 30, 2023** **September 30, 2023**, were **\$4.2 million** **\$6.0 million**, or **0.48%** **0.45%** on an annualized basis of average portfolio loans, compared to **\$1.7 million** **\$3.3 million**, or **0.23%** **0.29%** on an annualized basis of average portfolio loans, for the same period in 2022. The **\$4.2 million** **\$6.0 million** in net charge-offs during the **six** **nine** months ended **June 30, 2023** **September 30, 2023** was comprised primarily of credit card portfolio net charge-offs with **\$2.6 million** **\$4.1 million** related to secured and partially secured cards while **\$0.7 million** was and **\$1.0 million** related to unsecured cards.

Although the majority of OpenSky® credit cards are secured, losses may occur. Some losses result from identity fraud, payment fraud and funding fraud. In addition, losses are sometimes incurred when customers exceed established credit limits as a consequence of certain VISA membership policies that allow cardholders to incur certain charges, such as,

for example, rental car charges, gas station charges and hotel deposits, that may exceed card limits. Finally, losses to our credit card portfolio may arise if cardholders cease to maintain the account in good standing with timely payments.

The ACL as a percent of portfolio loans was 1.50% 1.52% at **June 30, 2023** September 30, 2023. The ACL at December 31, 2022, prior to the adoption of CECL, represented 1.53% of portfolio loans. The maintenance of a high-quality loan portfolio, with an adequate allowance for expected credit losses, will continue to be a primary objective for the Company. See additional discussion regarding the Company's ACL and reserve for unfunded commitments credit exposures at **June 30, 2023** September 30, 2023 in "Financial Condition - Allowance for Credit Losses."

Noninterest Income

Our primary sources of recurring noninterest income are credit card fees, such as interchange fees and statement fees, and mortgage banking revenue. Noninterest income does not include (i) loan origination fees to the extent they exceed the direct loan origination costs, which are generally recognized over the life of the related loan as an adjustment to yield using the interest method or (ii) annual, renewal and late fees related to our credit card portfolio, which are generally recognized over the twelve month life of the related loan as an adjustment to yield using the interest method.

The following table presents, for the periods indicated, the major categories of noninterest income:

(in thousands)	(in thousands)	Three Months Ended June 30,			Six Months Ended June 30, 2023			Three Months Ended September 30,			Nine Months Ended September 30,		
		2023	2022	% Change	2023	2022	% Change	2023	2022	% Change	2023	2022	% Change
Noninterest income:	Noninterest income:												
Service charges on deposit accounts	Service charges on deposit accounts	\$ 245	\$ 183	33.9 %	\$ 474	\$ 346	37.0 %	\$ 250	\$ 199	25.6 %	\$ 724	\$ 545	32.8 %
Credit card fees	Credit card fees	4,706	6,210	(24.2)	8,916	12,134	(26.5)	4,387	5,524	(20.6)	13,303	17,658	(24.7)
Mortgage banking revenue	Mortgage banking revenue	1,332	1,528	(12.8)	2,487	3,318	(25.0)	1,243	969	28.3	3,730	4,312	(13.5)
Other income	Other income	404	441	(8.4)	836	852	(1.9)	446	416	7.2	1,282	1,296	(1.1)
Total noninterest income	Total noninterest income	\$ 6,687	\$ 8,362	(20.0) %	\$ 12,713	\$ 16,650	(23.6) %	\$ 6,326	\$ 7,108	(11.0) %	\$ 19,039	\$ 23,811	(20.0) %

For the three months ended **June 30, 2023** **September 30, 2023**, credit card fees of **\$4.7 million** **\$4.4 million** declined by **\$1.5** **\$1.1 million** as compared to the three months ended **June 30, 2022** **September 30, 2022**, as the number of open customer accounts declined year over year, which resulted in lower interchange and other fees, including statement fees, and interchange income declined. fee income. For the **six** **nine** months ended **June 30, 2023** **September 30, 2023**, credit card fees of **\$8.9 million** **\$13.3 million** decreased **\$3.2** **\$4.4 million** as compared to the **six** **nine** months ended **June 30, 2022** **September 30, 2022**, as other fees, including statement fees, and interchange income declined. Further, the number of open customer accounts declined to **540,058** **529,205** at **June 30, 2023** **September 30, 2023** from **616,435** **576,844** at **June 30, 2022** **September 30, 2022**. The elevated interest rate environment continues to put pressure on the mortgage market, leading to declines in home loan sales and home loan refinances, which has resulted in a **\$0.6 million** decrease in mortgage banking revenue compared to the prior year.

The Bank's Capital Bank Home Loan division experienced a decline of **27.2%** **17.3%** in mortgage originations during the three months ended **June 30, 2023** **September 30, 2023** when compared to the **year earlier**, **same period in the prior year**. A rising interest rate environment continues to dampen home loan sales and home loan refinances which resulted in origination volumes decreasing **\$22.9** **\$10.5 million**, to **\$61.5** **\$50.0 million**, in the **second** **third** quarter of 2023, when compared to **\$84.4** **\$60.5 million** in the **second** **third** quarter of 2022. Gain on sale margins increased from **2.14%** **2.05%** for the three months ended **June 30, 2022** **September 30, 2022**, to **2.56%** **2.57%** for the three months ended **June 30, 2023** **September 30, 2023**. Historically-low housing inventory, shortages in new home building materials, and increasing interest rates are likely to continue suppressing origination volumes.

Mortgage loans sold are subject to repurchase in circumstances where documentation is deficient or the underlying loan becomes delinquent or pays off within a specified period following loan funding and sale. The Bank has established a reserve under GAAP for possible repurchases. The reserve was **\$1.2 million** at **June 30, 2023** **September 30, 2023** and December 31, 2022. The Bank did not repurchase any loans during the three and **six** **nine** months ended **June 30, 2023** **September 30, 2023** or 2022. The Bank does not originate "sub-prime" mortgage loans and has no exposure to this market segment.

Noninterest Expense

Generally, noninterest expense is comprised of all employee expenses and costs associated with operating our facilities, obtaining and retaining customer relationships and providing bank services, with the largest component being salaries and employee benefits. Noninterest expense also includes operational expenses, such as occupancy and equipment expenses, professional fees, advertising expenses, loan processing expenses and other general and administrative expenses, including FDIC assessments, communications, travel, meals, training, supplies and postage.

The following table presents, for the periods indicated, the major categories of noninterest expense:

		Three Months Ended June 30,						Three Months Ended September 30,						
		Three Months Ended June 30,			Six Months Ended June 30, 2023			Three Months Ended September 30,			Nine Months Ended September 30,			
		2023	2022	% Change	2023	2022	% Change	2023	2022	% Change	2023	2022	% Change	
(in thousands)	(in thousands)							(in thousands)						
Noninterest expense:	Noninterest expense:							Noninterest expense:						
Salaries and employee benefits	Salaries and employee benefits	\$ 12,143	\$ 10,071	20.6 %	\$ 24,697	\$ 20,381	21.2 %	Salaries and employee benefits	\$ 12,419	\$ 10,747	15.6 %	\$ 37,116	\$ 31,129	19.2 %
Occupancy and equipment	Occupancy and equipment	1,536	1,313	17.0	2,749	2,339	17.5	Occupancy and equipment	1,351	1,138	18.7	4,100	3,476	18.0
Professional services	Professional services	2,608	2,417	7.9	4,982	4,738	5.1							

Professional fees							Professional fees							
Data processing	Data processing	6,559	7,266	(9.7)	13,089	15,542	(15.8)	Data processing	2,358	3,848	(38.7)	7,340	8,586	(14.5)
Advertising	Advertising	2,646	2,223	19.0	3,163	3,862	(18.1)	Advertising	6,469	7,178	(9.9)	19,558	22,721	(13.9)
Loan processing	Loan processing	660	335	97.0	1,009	727	38.8	Loan processing	1,565	1,632	(4.1)	4,728	5,494	(13.9)
Other real estate expense, net	—	—	—	6	—	—	—	426	625	(31.8)	1,435	1,352	6.1	
Foreclosed real estate expenses, net							Foreclosed real estate expenses, net							
Other operating	Other operating	3,440	3,505	(1.9)	6,119	6,643	(7.9)	Other operating	1	—	—	7	(183)	(103.8)
Total noninterest expense	\$ 29,592	\$ 27,130	9.1	\$ 55,814	\$ 54,232	2.9	Total noninterest expenses	\$ 28,046	\$ 28,094	(0.2)	\$ 83,860	\$ 82,379	1.8	

Noninterest expense was \$29.6 million for the three months ended June 30, 2023 September 30, 2023, as compared to \$27.1 million \$28.1 million for the three months ended June 30, 2022 September 30, 2022, a decrease of \$0.1 million. Professional fees decreased \$1.5 million and data processing expenses decreased \$0.7 million partially offset by increases in salaries and employee benefits of \$1.7 million and other operating expense of \$0.5 million.

Noninterest expense was \$83.9 million for the nine months ended September 30, 2023, as compared to \$82.4 million for the nine months ended September 30, 2022, an increase of \$2.5 million \$1.5 million, or 9.1% 1.8%. Salaries and employee benefits increased by \$2.1 million \$6.0 million, or 20.6% 19.2%, due in part to growth in headcount in the Commercial Bank segment during the three nine months ended June 30, 2023. Data processing expenses decreased \$0.7 million for the three months ended June 30, 2022, which was attributable primarily to fewer credit card accounts when compared to the same period in 2022.

Noninterest expense was \$55.8 million for the six months ended June 30, 2023, as compared to \$54.2 million for the six months ended June 30, 2022, an increase of \$1.6 million, or 2.9%. Salaries and employee benefits increased by \$4.3 million, or 21.2%, due in part to growth in headcount in the Commercial Bank segment during the six months ended June 30, 2023 September 30, 2023 compared to the same prior year period. Data processing expenses decreased \$2.5 million \$3.2 million, which was the result of a contract renegotiation entered into during the first quarter of 2022 and in the OpenSky® Division as well as fewer credit card accounts average open cards during the period when compared to 2022. Advertising expense for the six months ended June 30, 2023 was \$3.2 million, which is \$0.7 million less than the expense incurred during the six months ended June 30, 2022. The difference was primarily the result of lower marketing costs for the Commercial Bank segment. Professional fees decreased \$1.2 million due to a reduction in third party consulting fees.

Income Tax Expense

The amount of income tax expense we incur is influenced by our pre-tax income and our nondeductible expenses. Deferred tax assets and liabilities are reflected at enacted tax rates in effect for the period in which the deferred tax assets and liabilities are expected to be realized or settled. A valuation allowance is established when necessary to reduce deferred tax assets to the amount expected to be realized.

Income tax expense was \$2.3 \$3.0 million and \$5.2 \$8.2 million for the three and six nine months ended June 30, 2023 September 30, 2023 compared to \$3.1 \$3.3 million and \$6.4 \$9.8 million for the same periods, respectively, in 2022. Our effective tax rates increased from 21.2% 23.1% for the three months ended June 30, 2022 September 30, 2022 to 23.6% 23.4% for the three months ended June 30, 2023 September 30, 2023, and from 22.9% 23.0% for the nine months ended September 30, 2022 to 23.3% for the six nine months ended June 30, 2023 September 30, 2023, primarily attributable to the application of differing state income tax rates.

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Financial Condition

The following table summarizes the Company's financial condition at the dates indicated.

(in thousands)	(in thousands)	June 30, 2023	December 31, 2022	\$ Change	% Change	September 30, 2023		December 31, 2022		\$ Change	% Change
						(in thousands)	2023	(in thousands)	2022		

Total assets	Total assets	\$ 2,227,866	\$ 2,123,655	\$ 104,211	4.9 %	Total assets	\$ 2,272,484	\$ 2,123,655	\$ 148,829	7.0 %
Investment securities available for sale	Investment securities available for sale	208,464	252,481	(44,017)	(17.4)	Investment securities available for sale	206,055	252,481	(46,426)	(18.4)
Loans held for sale		10,146	7,416	2,730	36.8					
Mortgage loans held for sale						Mortgage loans held for sale	4,843	7,416	(2,573)	(34.7)
U.S. Small Business Administration ("SBA") Payroll Protection Program ("PPP") loans receivable, net of fees and costs	U.S. Small Business Administration ("SBA") Payroll Protection Program ("PPP") loans receivable, net of fees and costs	1,090	2,163	(1,073)	(49.6)	U.S. Small Business Administration ("SBA") Payroll Protection Program ("PPP") loans receivable, net of fees and costs	750	2,163	(1,413)	(65.3)
Portfolio loans receivable, net of deferred fees and costs	Portfolio loans receivable, net of deferred fees and costs	1,837,041	1,728,592	108,449	6.3	Portfolio loans receivable, net of deferred fees and costs	1,861,929	1,728,592	133,337	7.7
Total deposits	Total deposits	1,934,361	1,758,072	176,289	10.0	Total deposits	1,967,988	1,758,072	209,916	11.9
Borrowings		34,062	119,062	(85,000)	(71.4)					
FHLB borrowings						FHLB borrowings	22,000	107,000	(85,000)	(79.4)
Other borrowed funds						Other borrowed funds	12,062	12,062	—	—
Total stockholders' equity	Total stockholders' equity	237,435	224,015	13,420	6.0	Total stockholders' equity	242,878	224,015	18,863	8.4
Equity to total assets at end of period	Equity to total assets at end of period	10.7 %	10.5 %		1.9	Equity to total assets at end of period	10.7 %	10.5 %		1.9
Weighted average number of basic shares outstanding	Weighted average number of basic shares outstanding	14,025	14,007		0.1	Weighted average number of basic shares outstanding	14,038	14,025		0.1
Weighted average number of diluted shares outstanding	Weighted average number of diluted shares outstanding	14,059	14,313	(1.8)		Weighted average number of diluted shares outstanding	14,112	14,362		(1.7)

Total assets at **June 30, 2023** **September 30, 2023** increased **\$104.2** **\$148.8** million from the balance at December 31, 2022. Net portfolio loans, which exclude mortgage loans held for sale and SBA-PPP loans, totaled **\$1.8** **\$1.9** billion as of **June 30, 2023** **September 30, 2023**, an increase of **\$108.4** **\$133.3** million, or **6.3%** **7.7%**, from \$1.7 billion at December 31, 2022, as well as an increase in the loans held for sale portfolio of **\$2.7** million. Increases in portfolio loans receivable and loans held for sale were offset by a decrease in mortgage loans held for sale of **\$2.6** million, or **34.7%**, and SBA-PPP loans of **\$1.1** **\$1.4** million when comparing the period end balances at **June 30, 2023** **September 30, 2023** to December 31, 2022.

Investment Securities

The Company uses its securities portfolio to provide a source of liquidity, provide an appropriate return on funds invested, manage interest rate risk, meet collateral requirements and meet regulatory capital requirements.

Management classifies investment securities as either held to maturity or available for sale based on our intentions and the Company's ability to hold such securities until maturity. In determining such classifications, securities that management has the positive intent and the Company has the ability to hold until maturity are classified as held to maturity and carried at amortized cost. All other securities are designated as available for sale and carried at estimated fair value with unrealized gains and losses included in stockholders' equity on an after-tax basis. As of **June 30, 2023** **September 30, 2023**, all securities were classified as available for sale.

To supplement interest income earned on our loan portfolio, the Company invests in U.S. Treasuries, high-quality mortgage-backed securities, government agency bonds, asset-backed securities and high-quality municipal and corporate bonds.

The following tables summarize the contractual maturities, without consideration of call features or pre-refunding dates, and weighted-average yields of investment securities at **June 30, 2023** September 30, 2023 and the amortized cost and carrying value of those securities as of the indicated dates. The weighted average yields were calculated by multiplying the amortized cost of each individual security by its yield, dividing that figure by the portfolio total, and then summing the value of these results to arrive at the weighted average yield. Yields on tax-exempt investments are not calculated on a fully tax equivalent basis.

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INVESTMENT MATURITIES

	More Than One More Than Five												More Than One More Than Five										
													Year Through Five			Years Through Ten							
	One Year or Less		Years		Years		Years		Total		One Year or Less		Years		Years		Years						
	Weighted						Weighted						Weighted										
Amortized						Average						Amortized						Average					
June 30, 2023	Cost	Yield	Cost	Yield	Cost	Yield	Cost	Yield	Cost	Fair Value	Yield												
September													Weighted						Weighted				
30, 2023	Cost	Yield	Cost	Yield	Cost	Yield	Cost	Yield	Cost	Yield	Cost	Yield	Cost	Yield	Cost	Yield	Cost	Yield	Cost	Yield			
(in thousands)																							
Securities	Securities												Securities										
Available for	Available												Available for										
Sale:	for Sale:												Sale:										
U.S.																							
U.S. Treasuries	Treasuries	\$ 30,030	1.67 %	\$ 105,657	1.21 %	\$ 35,876	1.35 %	\$ —	— %	\$ 171,563	\$ 156,146	1.32 %	U.S. Treasuries	\$ 40,024	1.36 %	\$ 110,756	1.28 %	\$ 20,716	1.47 %	\$ —	— %	\$ 17	
Municipal	Municipal	—	—	—	—	507	2.54	10,302	1.91	10,809	8,350	1.94	Municipal	—	—	—	—	507	2.54	10,300	1.91	1	
Corporate bonds	—	—	—	—	5,000	4.31	—	—	5,000	4,355	4.31	—	—	—	—	—	—	—	—	—	—		
Corporate													Corporate										
Asset-backed securities	Asset-backed securities	—	—	—	—	—	—	7,489	3.31	7,489	7,297	3.31	Asset-backed securities	—	—	—	—	—	—	—	7,318	3.31	
Mortgage-backed securities	Mortgage-backed securities	—	—	—	—	—	—	—	—	—	—	—	Mortgage-backed securities	—	—	—	—	—	—	—	—	—	
Total	Total	\$ 30,030	1.67 %	\$ 115,694	1.55 %	\$ 54,480	2.01 %	\$ 29,739	2.67 %	\$ 229,943	\$ 208,464	1.82 %	Total	\$ 40,024	1.36 %	\$ 120,787	1.60 %	\$ 39,319	2.33 %	\$ 29,224	2.09 %	\$ 22	

Our primary source of income is derived from interest earned on loans. Our portfolio loans consist of loans secured by real estate as well as commercial business loans, credit card loans, substantially all of which are secured by corresponding deposits at the Bank and, to a limited extent, other consumer loans. Our loan customers primarily consist of small- to medium-sized businesses, professionals, real estate investors, small residential builders and individuals. Our owner-occupied commercial real estate loans, residential construction loans and commercial business and investment loans provide us with higher risk-adjusted returns, shorter maturities and more sensitivity to interest rate fluctuations, and are complemented by our relatively lower risk residential real estate loans to individuals. Our credit card portfolio supplements our traditional lending products with enhanced yields. Our lending activities, outside of credit cards, are principally directed to our market area consisting of the Washington, D.C. and Baltimore, Maryland metropolitan areas. Refer to Note 5 to Unaudited Consolidated Financial Statements for additional discussion of each major classification of portfolio loans receivable.

The repayment of loans is a source of additional liquidity for the Company. The following table details contractual maturities of our portfolio loans, along with an analysis of loans maturing after one year categorized by rate characteristic. Loans with adjustable interest rates are shown as maturing in the period during which the contract is due. The table does not reflect the effects of possible prepayments.

		As of June 30, 2023					As of September 30, 2023					
(in thousands)	(in thousands)	One to Over After					One to Over					
		One Year or Less	Five Years	Five Years to Fifteen Years	Years	Total	One Year or Less	Five Years	Five Years to Fifteen Years	Years	Total	
Real estate:	Real estate:						Real estate:					
Residential	Residential	\$121,990	\$195,441	\$106,015	\$131,687	\$555,133	Residential	\$121,641	\$205,760	\$89,464	\$141,282	\$558,147
Commercial	Commercial	132,553	267,787	270,749	3,052	674,141	Commercial	140,283	258,037	269,095	3,179	670,594
Construction	Construction	201,586	48,514	8,300	—	258,400	Construction	211,903	60,475	8,527	—	280,905
Commercial and industrial		69,079	83,809	65,511	15,199	233,598						
Commercial and Industrial							Commercial and Industrial					
Credit card	Credit card	122,925	—	—	—	122,925	Credit card	122,533	—	—	—	122,533
Other consumer	Other consumer	333	396	458	—	1,187	Other consumer	335	363	250	—	948
Total portfolio	Total portfolio						Total portfolio					
Loans above maturing after one year	Loans above maturing after one year	\$648,466	\$595,947	\$451,033	\$149,938	\$1,845,384	Loans above maturing after one year	\$666,425	\$605,434	\$437,843	\$160,207	\$1,869,909
categorized by rate characteristic:	Loans above maturing after one year categorized by rate characteristic:						Loans above maturing after one year categorized by rate characteristic:					
Real estate:	Real estate:						Real estate:					
Residential	Residential	\$238,191	\$194,952	\$433,143			Residential	\$252,151	\$184,355			\$436,506
Commercial	Commercial	366,743	174,845	541,588			Commercial	358,871	171,440			530,311
Construction	Construction	13,643	43,171	56,814			Construction	11,922	57,080			69,002
Commercial and industrial		111,241	53,278	164,519								
Commercial and Industrial							Commercial and Industrial					
Other consumer	Other consumer	817	38	855			Other consumer	576	37			613
Total portfolio	Total portfolio						Total portfolio					
loans, gross	loans, gross	\$730,635	\$466,284	\$1,196,919			loans, gross	\$732,150	\$471,334			\$1,203,484

In addition to the portfolio loans shown above, gross SBA-PPP loans receivable, which totaled \$1.1 million at June 30, 2023 September 30, 2023, mature in the one to five year time-frame and carry a fixed rate of interest.

The following table presents non owner-occupied commercial real estate loans and the weighted average loan-to-value ("LTV") by loan type:

(in thousands)	As of September 30, 2023		
	Amount	Weighted Average LTV ⁽¹⁾	% of Non Owner-Occupied Commercial Real Estate Loans
			% of Total Portfolio Loans, Gross

Loan type:					
Retail	\$ 104,147	53.0 %	29.7 %	5.6 %	
Mixed use	75,132	49.1 %	21.4 %	4.0 %	
Industrial	63,484	51.3 %	18.1 %	3.4 %	
Hotel	60,692	48.1 %	17.3 %	3.2 %	
Office	12,476	49.8 %	3.6 %	0.7 %	
Other	34,663	51.2 %	9.9 %	1.9 %	
Total non owner-occupied commercial real estate loans	\$ 350,594	50.7 %	100.0 %		18.7 %
Total portfolio loans, gross	\$ 1,869,909				

(1) Weighted average LTV is calculated by reference to the most recent available appraisal of the property securing each loan.

Nonperforming Assets

Loans are placed on nonaccrual status when, in management's opinion, the borrower may be unable to meet payment obligations as they become due, as well as when required by regulatory provisions. Loans may be placed on nonaccrual status regardless of whether or not such loans are considered past due. In general, we place loans on nonaccrual status when they become 90 days past due. We also place loans on nonaccrual status if they are less than 90 days past due if the collection of principal or interest is in doubt. When the interest accrual is discontinued, all unpaid accrued interest is reversed from income.

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Loans are returned to accrual status when all the principal and interest amounts contractually due are brought current and future payments are, in management's opinion, reasonably assured.

Loans are generally charged-off in part or in full when management determines the loan to be uncollectible. Factors for charge-off that may be considered include: repayments deemed to be extended out beyond reasonable time frames, customer bankruptcy and lack of assets, and/or collateral deficiencies. Consumer credit card balances are moved into the charge off queue after they become more than 90 days past due and are charged off not later than 120 days after they become past due. Otherwise, loans that are past due for 180 days or more are charged off unless the loan is well secured and in the process of collection.

The Company believes its approach to lending and the management of nonperforming assets has resulted in sound asset quality and timely resolution of problem assets. The Company has established underwriting guidelines to be followed by our bankers, and routinely monitors our delinquency levels for any negative or adverse trends. There can be no assurance, however, that our loan portfolio will not become subject to increasing pressures from deteriorating borrower credit.

From a credit risk standpoint, we grade watchlist and problem loans into one of five credit quality indicators: pass/watch, special mention, substandard, doubtful or loss. The classifications of loans reflect

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a judgment about the risks of default and loss associated with each loan. Credit ratings are reviewed regularly and adjusted regularly to reflect the degree of risk and loss that our management believes to be appropriate for each credit. Our lending policy requires the routine monitoring of past due reports, daily overdraft reports, monthly maturing loans, monthly risk rating reports and internal loan review reports. The lending and credit management of the Bank meet periodically to review loans rated pass/watch. The focus of each meeting is to identify and promptly determine any necessary required action within this loan population, which consists of loans that, although considered satisfactory and performing to terms, may exhibit special risk features that warrant management's attention.

Management is intent on maintaining a strong credit review function and risk rating process. The Company has an experienced Credit Administration function, which provides independent analysis of credit requests and the management of problem credits. The Credit Department has developed and implemented analytical procedures for evaluating credit requests, has refined the Company's risk rating system, and continues to adapt and enhance the monitoring of the loan portfolio. The loan portfolio analysis process is intended to contribute to the identification of weaknesses before they become more severe.

A special mention loan has potential weaknesses deserving of management's attention. If uncorrected, such weaknesses may, at a future date, impair the repayment prospects for the asset or in our credit position.

Loans that are deemed special mention, substandard, doubtful or loss are listed in the Bank's Problem Loan Status Report. The Problem Loan Status Report provides a detailed summary of the borrower and guarantor status, loan accrual status, collateral evaluation and includes a description of the planned collection and administration program designed to mitigate the Bank's risk of loss and remove the loan from problem status. The Special Asset Committee reviews the Problem Loan Status Report on a quarterly basis for borrowers with an overall loan exposure in excess of \$250,000.

At June 30, 2023 September 30, 2023, the recorded investment in individually assessed loans was \$15.7 million \$15.3 million, requiring a specific reserve of \$0.3 million \$0.7 million. At December 31, 2022, prior to the adoption of CECL, the Company carried a recorded investment in impaired loans of \$9.4 million, \$0.5 million of which required a specific reserve of \$0.4 million. Of the \$15.7 million The \$15.3 million of individually assessed loans at June 30, 2023, September 30, 2023 included a single \$8.2 million, multi-unit residential real estate loan which is believed to be well-collateralized, accounted for \$8.2 million, that was downgraded in the first quarter of 2023.

Allowance for Credit Losses

As discussed in Note 1 to the Unaudited Consolidated Financial Statements, we maintain an ACL that represents management's estimate of expected credit losses and risks inherent in our loan portfolio. The balance of the ACL is based on internally assigned risk classifications of loans, historical loss rates, changes in the nature of our loan portfolio, overall portfolio quality, industry concentrations, delinquency trends, current economic factors and the estimated impact of current economic conditions on certain historical loss rates.

A major consideration in the determination of the allowance for credit loss on the credit card portfolio is based on historical loss experience in that portfolio. The Company calculates the credit card ACL collectively, applying segmentation based on collateral positions: secured, partially secured, and unsecured.

The following table presents key ratios for the ACL and nonaccrual loans for the periods indicated:

(in thousands)	(in thousands)	Allowance for credit losses to period end portfolio loans ⁽¹⁾						Allowance for credit losses to period end portfolio loans ⁽¹⁾						Nonaccrual loans to total portfolio loans		Allowance for credit losses to nonaccrual loans	
		Nonaccrual loans to total portfolio loans		Nonaccrual loans to total portfolio loans		Nonaccrual loans to total portfolio loans		Nonaccrual loans to total portfolio loans		Nonaccrual loans to total portfolio loans		Nonaccrual loans to total portfolio loans		Nonaccrual loans to total portfolio loans		Nonaccrual loans to total portfolio loans	
		June 30, 2023	June 31, 2022	June 30, 2023	June 31, 2022	June 30, 2023	June 31, 2022	September 30, 2023	December 31, 2022	September 30, 2023	December 31, 2022	September 30, 2023	December 31, 2022	September 30, 2023	December 31, 2022	September 30, 2023	December 31, 2022
Real estate:																	
Residential	Residential	0.98 %	1.13 %	2.27 %	0.88 %	43 %	128 %	Residential	1.04 %	1.13 %	2.20 %	0.88 %	47 %	12	Residential	1.04 %	1.13 %
Commercial	Commercial	1.51	1.22	0.09	0.24	1,751	518	Commercial	1.52	1.22	0.09	0.24	1,756	51	Commercial	1.52	1.22
Construction	Construction	0.72	1.59	0.79	1.19	92	133	Construction	0.80	1.59	0.72	1.19	111	13	Construction	0.80	1.59
Commercial		1.84	1.33	0.21	0.32	888	417										

Commercial and Industrial										Commercial and Industrial			Commercial and Industrial		
Credit card	Credit card	4.64	4.73	—	—	—	—	—	Credit card	4.75	4.73	—	—	—	—
Other consumer	Other consumer	1.43	0.88	—	—	—	—	—	Other consumer	0.95	0.88	—	—	—	—
Total	Total	1.50 %	1.53 %	0.85 %	0.56 %	175 %	270 %	—	Total	1.52 %	1.53 %	0.82 %	0.56 %	186 %	27

(1) Allowance calculation excludes SBA-PPP loans.

Total charge-offs for the quarters ended June 30, 2023 September 30, 2023 and June 30, 2022 September 30, 2022 were primarily due to credit card charge-offs resulting both from the aging of the portfolio and the shift from an almost exclusively secured card portfolio to a portfolio that also includes partially secured and unsecured exposures. Commercial real estate loans experienced net charge-offs for the six nine months ended June 30, 2023 September 30, 2023 of \$0.9 million \$1.0 million. Commercial real estate loans experienced net charge-offs for the quarter ended September 30, 2023 of \$0.1 million. There were no charge-offs for the commercial loan portfolio for the quarter ended June 30, 2023. There were no charge-offs for the commercial loan portfolio for the six nine months ended June 30, 2022 September 30, 2022. The following tables present a summary of the net charge-offs (recovery) of loans as a percentage of average loans for the periods indicated:

(in thousands)	Three months ended									
	June 30, 2023					June 30, 2022				
	Net Charge-offs		Average Loans		Percent of average portfolio loans	Net Charge-offs		Average Loans		Percent of average portfolio loans
	\$	—	\$	561,565	— %	\$	—	\$	420,984	— %
Real estate:										
Residential		\$	—	\$ 561,565	— %	\$	—	\$ 420,984	— %	
Commercial		—		651,655	—	—	—	571,131	—	
Construction		—		256,521	—	—	—	241,278	—	
Commercial		—		218,800	—	—	—	173,706	—	
Credit card		1,583		110,574	1.43	868		124,548	0.70	
Other consumer		—		1,685	—	—		1,024	—	
Total		\$ 1,583		\$ 1,800,800	0.09 %	\$ 868		\$ 1,532,671	0.06 %	

(in thousands)	Six months ended										Three Months Ended September 30,					
	June 30, 2023					June 30, 2022					2023			2022		
	Net Charge-offs		Average Loans		Percent of average portfolio loans	Net Charge-offs		Average Loans		Percent of average portfolio loans	Net Charge-offs		Average Loans		Percent of average portfolio loans	
	(in thousands)	(in thousands)	Net Charge-offs	Average Loans	Percent of average portfolio loans	(in thousands)	Net Charge-offs	Average Loans	Percent of average portfolio loans	(in thousands)	Net Charge-offs	Average Loans	Percent of average portfolio loans	(in thousands)	Net Charge-offs	Average Loans
Real estate:	Real estate:									Real estate:						
Residential	Residential	\$ —	\$ 541,197	— %	\$ 413,088	— %	\$ 571,115	— %	\$ 439,603	— %						
Commercial	Commercial	—	652,310	—	—	563,071	—	(39)	655,743	(0.02)	—	605,433	—			
Construction	Construction	—	251,881	—	—	247,572	—	—	274,792	—	—	240,971	—			
Commercial		933	215,120	0.43	—	170,638	—									
Commercial and Industrial						Commercial and Industrial		66	227,515	0.12	—	182,113	—			
Credit card	Credit card	3,283	113,197	2.90	1,749	124,735	1.40	Credit card	1,753	116,814	5.95	1,588	132,246	4.76		
Other consumer	Other consumer	—	2,104	—	—	753	—	Other consumer	—	887	—	—	1,180	—		
Total	Total	\$ 4,216	\$ 1,775,809	0.24 %	\$ 1,749	\$ 1,519,857	0.12 %	Total	\$ 1,780	\$ 1,846,866	0.38 %	\$ 1,588	\$ 1,601,546	0.39 %		

(in thousands)	Nine Months Ended September 30, 2023					
	2023			2022		
	Net Charge-offs (Recoveries)	Average Loans	Percent of average portfolio loans ⁽¹⁾	Net Charge-offs	Average Loans	Percent of average portfolio loans ⁽¹⁾
Real estate:						
Residential	\$ —	\$ 551,280	— %	\$ —	\$ 422,024	— %
Commercial	(39)	653,467	(0.01)	—	577,347	—
Construction	—	259,602	—	—	245,546	—
Commercial and Industrial	999	219,297	0.61	—	174,505	—
Credit card	5,036	114,416	5.88	3,337	127,266	3.51
Other consumer	—	1,693	—	—	698	—
Total	\$ 5,996	\$ 1,799,755	0.45 %	\$ 3,337	\$ 1,547,386	0.29 %

(i) Annualized.

As the loan portfolio and ACL review processes continue to evolve, there may be changes to elements of the allowance and this may influence the overall level of the allowance maintained. Historically, the Bank has enjoyed a high-quality loan portfolio with relatively low levels of net charge-offs and low delinquency rates. The maintenance of a high-quality portfolio will continue to be a high priority.

Although we believe we have established our ACL in accordance with GAAP and that the ACL is currently adequate to provide for known and inherent losses in the portfolio at all times shown above, future provisions for credit losses will be subject to ongoing evaluations of the risks in our loan portfolio.

The following table shows the allocation of the ACL among loan categories as of the dates indicated. The total allowance is available to absorb losses from any loan category.

(in thousands)	(in thousands)	June 30, 2023		December 31, 2022		(in thousands)	September 30, 2023		December 31, 2022	
		Amount	Percent ⁽¹⁾	Amount	Percent ⁽¹⁾		Amount	Percent ⁽¹⁾	Amount	Percent ⁽¹⁾
Real estate:	Real estate:	Real estate:	Real estate:	Real estate:	Real estate:		Real estate:	Real estate:	Real estate:	Real estate:
Residential	Residential	\$ 5,419	19 %	\$ 5,481	21 %	Residential	\$ 5,779	20 %	\$ 5,481	21 %
Commercial	Commercial	10,188	37 %	8,098	31 %	Commercial	10,221	36 %	8,098	31 %
Construction	Construction	1,868	7 %	3,782	14 %	Construction	2,251	8 %	3,782	14 %
Commercial and Industrial	Commercial and Industrial	4,296	16 %	2,935	11 %	Commercial and Industrial	4,195	15 %	2,935	11 %
Credit card	Credit card	5,707	21 %	6,078	23 %	Credit card	5,824	21 %	6,078	23 %
Other consumer	Other consumer	17	— %	11	— %	Other consumer	9	— %	11	— %
Total allowance for credit losses	Total allowance for credit losses	\$ 27,495	100 %	\$ 26,385	100 %	Total allowance for credit losses	\$ 28,279	100 %	\$ 26,385	100 %

(1) Loan category as a percentage of total portfolio loans which excludes SBA-PPP loans.

Total Liabilities

Total liabilities at June 30, 2023 September 30, 2023 increased \$90.8 \$130.0 million from December 31, 2022, primarily due to growth in the deposit portfolio of \$176.3 million \$209.9 million, partially offset by an \$85.0 million reduction in Federal Home Loan Bank advances, FHLB advances.

Deposits

Deposits are a major source of funding for the Company. We offer a variety of deposit products including interest-bearing demand, savings, money market and time accounts, all of which we actively

market at competitive pricing. We generate deposits from our customers on a relationship basis and through the efforts of our commercial lending officers and our business banking officers. Our credit card customers are a significant source of low cost deposits. As of June 30, 2023 September 30, 2023 and December 31, 2022, our credit card customers accounted for \$186.6 \$181.2 million and \$187.4 million, or 26.9% 26.6% and 27.8%, respectively, of our total noninterest-bearing deposit balances.

The following table presents the average balances and average rates paid on deposits for the periods indicated:

(in thousands)	(in thousands)	For the Six Months Ended June 30, 2023				For the Year Ended December 31, 2022				For the Nine Months Ended September 30, 2023				For the Year Ended December 31, 2022			
		Average Balance		Average Rate ⁽¹⁾		Average Balance		Average Rate		Average Balance		Average Rate ⁽¹⁾		Average Balance		Average Rate ⁽¹⁾	
		Interest-bearing demand accounts	Savings	Interest-bearing demand accounts	Savings	Interest-bearing demand accounts	Savings	Interest-bearing demand accounts	Savings	Interest-bearing demand accounts	Savings	Interest-bearing demand accounts	Savings	Interest-bearing demand accounts	Savings	Interest-bearing demand accounts	Savings
Interest-bearing demand accounts	Interest-bearing demand accounts	\$ 196,782	0.14 %	\$ 253,923	0.07 %	\$ 203,099	0.14 %	\$ 253,923	0.07 %	\$ 5,965	0.13	8,917	0.06	\$ 628,977	3.48	553,388	0.82
Savings	Savings	6,160	0.10	553,388	0.82	5,965	0.13	8,917	0.06	628,977	3.48	553,388	0.82	353,635	4.27	165,854	1.75
Money market accounts	Money market accounts	615,247	3.28	8,917	0.06	628,977	3.48	553,388	0.82	353,635	4.27	165,854	1.75	1,161,254	2.98	982,082	0.77
Time deposits	Time deposits	343,065	4.13	165,854	1.75	353,635	4.27	165,854	1.75	1,191,676	3.13	982,082	0.77	1,161,254	2.98	982,082	0.77
Total interest-bearing deposits	Total interest-bearing deposits	1,161,254	2.98	982,082	0.77	1,191,676	3.13	982,082	0.77	665,253	781,971	665,821	781,971	1,826,507	1.89 %	1,764,053	0.43 %
Total deposits	Total deposits	\$ 1,826,507	1.89 %	\$ 1,764,053	0.43 %	\$ 1,857,497	2.01 %	\$ 1,764,053	0.43 %								

(1) Annualized

Deposit costs increased 146 158 basis points during the six nine months ended June 30, 2023 September 30, 2023 owing in large part to a series of interest rate increases implemented by the Federal Reserve beginning in early 2022 2022 and the corresponding move from savings accounts to higher rate money market accounts and time deposits. In addition, Average noninterest-bearing deposit balances decreased \$116.7 \$116.1 million when compared to December 31, 2022, largely due to the decision by some depositors to move balances from noninterest-bearing deposit accounts to interest-bearing deposit accounts.

The following table presents the maturities of our certificates of deposit as of June 30, 2023 September 30, 2023.

Three Months or Less	Three Through Six Months	Over Six Through Twelve Months	Over Twelve Months	Total	Three Months or Less	Three Through Six Months	Over Six Through Twelve Months	Over Twelve Months	Total

(in thousands)		(in thousands)										
\$250,000 or more	\$250,000 or more	\$ 5,420	\$ 47,423	\$ 64,634	\$ 117,477	or more	\$ 24,429	\$ 24,501	\$ 20,080	\$ 53,162	\$ 122,172	
Less than \$250,000	Less than \$250,000	1,541	7,527	162,673	71,955	243,696	\$250,000 or more	65,232	97,279	76,160	22,847	261,518
Total	Total	\$ 1,541	\$ 12,947	\$ 210,096	\$ 136,589	\$ 361,173	Total	\$ 89,661	\$ 121,780	\$ 96,240	\$ 76,009	\$ 383,690

At June 30, 2023 September 30, 2023, the Company had \$361.2 million \$383.7 million in total time deposits, an increase of \$67.8 million \$90.3 million from year end December 31, 2022. Total brokered time deposits of \$128.7 million at June 30, 2023 September 30, 2023 decreased \$3.2 million from \$131.8 million at December 31, 2022. Total brokered time deposits as a percentage of total deposits was 6.7% 6.5% at June 30, 2023 September 30, 2023.

As of June 30, 2023 September 30, 2023 and December 31, 2022, based on the methodologies and assumptions used for the Bank's regulatory reporting requirements, approximately \$860.4 \$857.7 million or 44.5% 43.6% and \$784.6 million or 44.6%, respectively, of the deposit portfolio was uninsured. Uninsured deposits are comprised of the portion of account balances that are in excess of FDIC insurance limits.

Deposits securing our OpenSky® card lines of credit and deposits from title companies represent the largest concentrations in the deposit portfolio. As of June 30, 2023 September 30, 2023, these deposits represented 10% 9%

and 17% 15% of deposits, respectively. As of December 31, 2022, these concentrations were 11% and 13% of deposits.

Borrowings

We utilize short-term and long-term borrowings to supplement deposits to fund our lending and investment activities, each of which is discussed below. Despite the uncertain market conditions during

the first quarter of 2023 following the closures of Silicon Valley Bank and Signature bank, Bank, our total borrowings decreased during the six nine months ended June 30, 2023 September 30, 2023 to \$34.1 million \$34.1 million from \$119.1 million at December 31, 2022 as our deposits increased during the quarter year.

FHLB Advances. The FHLB allows us to borrow up to 25% of our assets on a blanket floating lien status collateralized by certain securities and loans. As of June 30, 2023 September 30, 2023, approximately \$525.9 \$543.5 million in real estate loans were pledged as collateral to the FHLB and our total borrowing capacity from the FHLB was \$381.6 \$369.7 million. As of June 30, 2023 September 30, 2023, no investment securities were pledged with the FHLB. We utilize these borrowings to meet liquidity needs and to fund certain fixed rate loans in our portfolio. As of June 30, 2023 September 30, 2023, we had \$22.0 million in outstanding advances and \$359.6 \$347.7 million in available borrowing capacity from the FHLB.

Other Borrowed Funds. The Company has also issued junior subordinated debentures and other subordinated notes. At June 30, 2023 September 30, 2023, these other borrowings amounted to \$12.1 million, consisting of Floating Rate Junior Subordinated Deferrable Interest Debentures and subordinated notes.

At June 30, 2023 September 30, 2023, our Floating Rate Junior Subordinated Deferrable Interest Debentures amounted to \$2.1 million. The Floating Rate Junior Subordinated Deferrable Interest Debentures (the "Floating Rate Debentures") were issued in June of 2006, mature on June 15, 2036, and may be redeemed prior to that date under certain circumstances. The principal amount of the Floating Rate Debentures has not changed since issuance, and they accrue interest at a floating rate equal to the three-month CME

Term SOFR plus a **tenor spread adjustment** of 0.26161 percent (or 26.161 bps) pursuant to the rules of the Adjustable Interest Rate (LIBOR) Act, plus 187 basis points, payable quarterly. As of **June 30, 2023** **September 30, 2023**, the rate for the Floating Rate Debentures was **7.42%** **7.54%**.

On November 30, 2020, the Company issued \$10.0 million in subordinated notes due in 2030 (the "Notes"). The Notes have a ten year term and have a fixed rate of 5.00% for the first five years; thereafter, the rate resets quarterly to a benchmark rate, which is expected to be the three-month SOFR, plus 490 basis points. The Notes may be redeemed in part or in whole, upon the occurrence of certain events.

Federal Reserve Bank of Richmond. The Federal Reserve Bank of Richmond has an available borrower in custody arrangement which allows us to borrow on a collateralized basis. The Company's borrowing capacity under the Federal Reserve's discount window program was **\$21.8** **\$16.8** million as of **June 30, 2023** **September 30, 2023**. Certain commercial loans are pledged under this arrangement. During the first quarter of 2023, we established a line of credit under the Federal Reserve Bank's Bank Term Funding Program ("BTFP"). We have pledged \$150.0 million of U.S. **Treasuries** **Treasury** securities to the Federal Reserve Bank which gives rise to \$150.0 million of borrowing capacity. We maintain these borrowing arrangements to meet liquidity needs pursuant to our contingency funding plan. There were no outstanding balances on these lines at **June 30, 2023** **September 30, 2023**.

The Company also has available lines of credit of \$76.0 million with other correspondent banks at **June 30, 2023** **September 30, 2023**, as well as access to certificate of deposit funding through financial intermediaries. There were no outstanding balances on the lines of credit from correspondent banks at **June 30, 2023** **September 30, 2023**.

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Liquidity

Liquidity is defined as the Bank's capacity to meet its cash and collateral obligations at a reasonable cost. Maintaining an adequate level of liquidity depends on the Bank's ability to meet both expected and unexpected cash flows and collateral needs efficiently without adversely affecting either daily operations or the financial condition of the Bank. Liquidity risk is the risk that we will be unable to meet our obligations as they become due because of an inability to liquidate assets or obtain adequate funding. The Bank's obligations, and the funding sources used to meet them, depend significantly on our business mix, balance sheet structure and the cash flow profiles of our on- and off-balance sheet obligations. In managing our cash flows, management regularly addresses situations that can give rise to increased

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liquidity risk. These include funding mismatches, market constraints on the ability to convert assets into cash or in accessing sources of funds (i.e., market liquidity) and contingent liquidity events. Changes in economic conditions or exposure to credit, market, operational, legal and reputational risks also could affect the Bank's liquidity risk profile and are considered in the assessment of liquidity and asset/liability management.

Management has established a risk management process for identifying, measuring, monitoring and controlling liquidity risk. Because of its critical importance to the viability of the Bank, liquidity risk management is integrated into our risk management processes. Critical elements of our liquidity risk management include: corporate governance consisting of oversight by the board of directors and active involvement by management; strategies, policies, procedures, and limits used to manage and mitigate liquidity risk; liquidity risk measurement and monitoring systems (including assessments of the current and prospective cash flows or sources and uses of funds) that are believed to be commensurate with the complexity and business activities of the Bank; active management of intraday liquidity and collateral; a diverse mix of existing and potential future funding sources; holding liquid marketable securities that can be used to meet liquidity needs in situations of stress; contingency funding plans that address potential adverse liquidity events and emergency cash flow requirements; and internal controls and internal audit processes believed to be sufficient to **determine** **assure** the adequacy of the institution's liquidity risk management process.

We expect funds to be available from a number of basic banking activity sources, including the core deposit base, the repayment and maturity of loans and investment security cash flows. Other potential funding sources include brokered certificates of deposit, deposit listing services, CDARS, borrowings from the FHLB and other lines of credit.

As of **June 30, 2023** **September 30, 2023**, we had **\$359.6** **\$347.7** million of available borrowing capacity from the FHLB, **\$21.8** **\$16.8** million of available borrowing capacity from the Federal Reserve Bank of Richmond Borrower in Custody program and available lines of credit of \$76.0 million with other correspondent banks. At **June 30, 2023** **September 30, 2023**, the Company also had \$150.0 million available through the BTFP, which provides funding collateralized by designated investment securities. The BTFP was established in March 2023 to make additional funding available to banks to ensure they could meet the needs of depositors and to eliminate the need for banks to sell securities in times of stress. There were no borrowings outstanding under this facility at the end of the current period. Further, unpledged investment securities available as collateral for potential additional borrowings totaled \$56.1 million at **September 30, 2023**. Cash and cash equivalents were **\$119.3** **\$146.2** million at **June 30, 2023** **September 30, 2023**.

Capital Resources

Stockholders' equity increased **\$13.4** **\$18.9** million for the period ended **June 30, 2023** **September 30, 2023** compared to December 31, 2022 largely due to net income of **\$17.1** **\$26.8** million for the **six** **nine** months ended **June 30, 2023** **September 30, 2023**. Shares repurchased during the three months ended **June 30, 2023** **September 30, 2023** as part of the Company's stock repurchase program totaled **138,407** 100,575 shares at an average price of **\$16.72**, **\$19.47**, for a total cost of **\$2.3** **\$2.0** million including commissions. Shares repurchased during the **six** **nine** months ended **June 30, 2023** **September 30, 2023**,

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2023 as part of the Company's stock repurchase program totaled **285,344** 385,919 shares at an average price of **\$17.65**, **\$18.12**, for a total cost of **\$5.0** **\$7.0** million including commissions.

The Company's total stockholders' equity is affected by fluctuations in the fair values of investment securities available for sale. The difference between amortized cost and fair value of investment securities, net of deferred income tax, is included in accumulated other comprehensive loss within stockholders' equity. Accumulated other comprehensive loss is excluded from the Bank's and Company's regulatory capital ratios. The balance in accumulated other comprehensive loss related to unrealized losses on available-for-sale debt securities, net of deferred income tax, amounted to \$17.8 million at September 30, 2023 and \$16.8 million at December 31, 2022. Changes in accumulated other comprehensive loss are excluded from earnings and directly increase or decrease stockholders' equity. To the extent unrealized losses on investment securities available for sale result from credit losses, unrealized losses are recorded as a charge against earnings. The investment securities section of Management's Discussion and Analysis and Notes 1 and 3 to the unaudited consolidated financial statements provide additional information concerning management's evaluation of investment securities available for sale for credit losses at September 30, 2023.

The Company uses several indicators of capital strength. The most commonly used measure is average common equity to average assets (computed as average equity divided by average total assets), which was 10.93% at **June 30, 2023** **September 30, 2023** and 10.22% at December 31, 2022.

The Bank is subject to various regulatory capital requirements administered by the federal banking agencies. Failure to meet minimum capital requirements can precipitate certain mandatory and possibly additional discretionary actions by regulators that, if undertaken, could have a material effect on the Company's financial condition. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Bank must meet specific capital guidelines that involve quantitative measures of its assets, liabilities, and certain off-balance sheet items as calculated under regulatory

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accounting practices. The capital amounts and classifications are also subject to qualitative judgments by the regulators.

Quantitative measures established by regulation to ensure capital adequacy require the Bank to maintain minimum ratios of common equity Tier 1, Tier 1, and total capital as a percentage of assets and off-balance sheet exposures, adjusted for risk weights ranging from 0% to **1250%** **1,250%**. The Bank is also required to maintain capital at a minimum level based on quarterly average assets, which is known as the leverage ratio.

In July 2013, federal bank regulatory agencies issued a final rule that revised their risk-based capital requirements and the method for calculating risk-weighted assets to make them consistent with certain standards that were developed by Basel III and certain provisions of the Dodd-Frank Act. The final rule applies to all depository institutions and bank

holding companies and savings and loan holding companies with total consolidated assets of more than \$1 billion. The Bank was required to implement the new Basel III capital standards (subject to the phase-in for certain parts of the new rules) as of January 1, 2015. In August of 2018 the Regulatory Relief Act directed the Federal Reserve Board to revise the Small BHC Policy Statement to raise the total consolidated asset limit in the Small BHC Policy Statement from \$1 billion to \$3 billion. The Company is currently exempt from the consolidated capital requirements.

The ability of the Company to continue to grow is dependent on its earnings and those of the Bank, and the ability to obtain additional funds for contribution to the Bank's capital, through additional borrowings, through the sale of additional common stock or preferred stock, or through the issuance of additional qualifying capital instruments, such as subordinated debt. The capital levels required to be maintained by the Company and Bank may be impacted as a result of the Bank's concentrations in commercial real estate loans. See "Risks Related to the Regulation of Our Industry" in Part I, Item 1A - Risk Factors in the Annual Report on Form 10-K for the year ended December 31, 2022.

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As of **June 30, 2023** **September 30, 2023**, the Bank was in compliance with all applicable regulatory capital requirements to which it was subject, and the Bank was classified as "well capitalized" for purposes of the prompt corrective action regulations. As we deploy our capital and continue to grow our operations, our regulatory capital levels may decrease depending on our level of earnings. However, we intend to monitor and control our growth relative to our earnings in order to remain in compliance with all regulatory capital standards applicable to us.

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The following table presents the regulatory capital ratios for the Company and the Bank as of the dates indicated.

(in thousands)	(in thousands)	Minimum Capital		To Be Well Capitalized		(in thousands)	Minimum Capital		To Be Well Capitalized		
		Actual	Adequacy	Actual	Ratio		Actual	Adequacy	Actual	Adequacy	
June 30, 2023	September 30, 2023	Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio
The Company	The Company					The Company					
Tier 1 leverage ratio (to average assets)	Tier 1 leverage ratio (to average assets)	\$ 253,486	11.50 %	\$ 88,161	4.00 %	N/A	N/A	\$ 260,721	11.62 %	\$ 89,713	4.00 %
Tier 1 capital (to risk-weighted assets)	Tier 1 capital (to risk-weighted assets)	253,486	14.96	101,647	6.00	N/A	N/A	260,721	15.27	102,472	6.00
Common equity tier 1 capital ratio (to risk-weighted assets)	Common equity tier 1 capital ratio (to risk-weighted assets)	253,486	14.96	76,235	4.50	N/A	N/A	260,721	15.27	76,854	4.50

Total capital ratio (to risk-weighted assets)	Total capital (to risk-weighted assets)	284,752	16.81	135,529	8.00	N/A	N/A	Total capital ratio (to risk-weighted assets)	292,166	17.11	136,630	8.00	N/A	N/A
The Bank	The Bank							The Bank						
Tier 1 leverage ratio (to average assets)	Tier 1 leverage ratio (to average assets)	\$ 210,202	9.77 %	\$ 86,017	4.00 %	\$ 107,521	5.00 %	Tier 1 leverage ratio (to average assets)	\$ 219,909	10.04	% \$ 87,600	4.00 %	\$ 109,500	5.00 %
Tier 1 capital (to risk-weighted assets)	Tier 1 capital (to risk-weighted assets)	210,202	12.82	98,378	6.00	131,171	8.00	Tier 1 capital (to risk-weighted assets)	219,909	13.25	99,549	6.00	132,732	8.00
Common equity tier 1 capital ratio (to risk-weighted assets)	Common equity tier 1 capital ratio (to risk-weighted assets)	210,202	12.82	73,784	4.50	106,577	6.50	Common equity tier 1 capital ratio (to risk-weighted assets)	219,909	13.25	74,662	4.50	107,845	6.50
Total capital ratio (to risk-weighted assets)	Total capital (to risk-weighted assets)	230,789	14.08	131,171	8.00	163,964	10.00	Total capital ratio (to risk-weighted assets)	240,745	14.51	132,732	8.00	165,915	10.00
December 31, 2022	December 31, 2022							December 31, 2022						
The Company	The Company							The Company						
Tier 1 leverage ratio (to average assets)	Tier 1 leverage ratio (to average assets)	\$ 242,829	11.24 %	\$ 86,442	4.00 %	N/A	N/A	Tier 1 leverage ratio (to average assets)	\$ 242,829	11.24 %	\$ 86,442	4.00 %	N/A	N/A
Tier 1 capital (to risk-weighted assets)	Tier 1 capital (to risk-weighted assets)	242,829	15.13	96,315	6.00	N/A	N/A	Tier 1 capital (to risk-weighted assets)	242,829	15.13	96,315	6.00	N/A	N/A
Common equity tier 1 capital ratio (to risk-weighted assets)	Common equity tier 1 capital ratio (to risk-weighted assets)	240,767	15.00	72,237	4.50	N/A	N/A	Common equity tier 1 capital ratio (to risk-weighted assets)	240,767	15.00	72,237	4.50	N/A	N/A
Total capital ratio (to risk-weighted assets)	Total capital (to risk-weighted assets)	262,217	16.33	128,421	8.00	N/A	N/A	Total capital ratio (to risk-weighted assets)	262,217	16.33	128,421	8.00	N/A	N/A
The Bank	The Bank							The Bank						

Tier 1 leverage ratio (to average assets)	Tier 1 leverage ratio (to average assets)	\$ 199,846	9.47	%	\$ 84,416	4.00	%	\$ 105,521	5.00	%	Tier 1 leverage ratio (to average assets)	\$ 199,846	9.47	%	\$ 84,416	4.00	%	\$ 105,521	5.00	%
Tier 1 capital (to risk-weighted assets)	Tier 1 capital (to risk-weighted assets)	199,846	12.95		92,574	6.00		123,432	8.00		Tier 1 capital (to risk-weighted assets)	199,846	12.95		92,574	6.00		123,432	8.00	
Common equity tier 1 capital ratio (to risk-weighted assets)	Common equity tier 1 capital ratio (to risk-weighted assets)	199,846	12.95		69,431	4.50		100,289	6.50		Common equity tier 1 capital ratio (to risk-weighted assets)	199,846	12.95		69,431	4.50		100,289	6.50	
Total capital ratio (to risk-weighted assets)	Total capital ratio (to risk-weighted assets)	219,234	14.21		123,432	8.00		154,290	10.00		Total capital ratio (to risk-weighted assets)	219,234	14.21		123,432	8.00		154,290	10.00	

Contractual Obligations

We have contractual obligations to make future payments on debt agreements. Our liquidity monitoring and management consider both present and future demands for and sources of liquidity.

Off-Balance Sheet Items

In the normal course of business, we enter into various transactions that, in accordance with GAAP, are not included in our consolidated balance sheets. We enter into these transactions to meet the financing needs of our customers. These transactions include commitments to extend credit and issue letters of credit, which involve, to varying degrees, elements of credit risk and interest rate risk in excess of the amounts recognized in our consolidated balance sheets. Our exposure to credit loss is represented by the contractual amounts of these commitments. The same credit policies and procedures are generally used in making these commitments as for on-balance sheet instruments. We are not aware of any accounting loss to be incurred by funding these commitments; however, we maintain a reserve for

unfunded commitments and certain off-balance sheet credit risks, which is recorded in other liabilities on the consolidated balance sheet.

Our commitments associated with outstanding letters of credit and commitments to extend credit expiring by period as of the date indicated are summarized below. Since commitments associated with letters of credit and commitments to extend credit may expire unused, the amounts shown do not necessarily reflect actual future cash funding requirements.

(in thousands)	As of June 30, 2023	As of December 31, 2022	(in thousands)	As of September 30, 2023	As of December 31, 2022
	(in thousands)				

Unfunded lines of credit	Unfunded lines of credit	\$ 321,354	\$ 345,063	Unfunded lines of credit	\$ 357,548	\$ 345,063
Letters of credit	Letters of credit	4,641	5,105	Letters of credit	4,641	5,105
Commitment to fund other investments	Commitment to fund other investments	3,874	4,365	Commitment to fund other investments	3,874	4,365
Total credit extension commitments	Total credit extension commitments	\$ 329,869	\$ 354,533	Total credit extension commitments	\$ 366,063	\$ 354,533

Unfunded lines of credit represent unused credit facilities to our current borrowers. Lines of credit generally have variable interest rates. Letters of credit are conditional commitments issued by us to guarantee the performance of a customer to a third party. In the event of nonperformance by the customer in accordance with the terms of the agreement with the third party, we would be required to fund the commitment. The maximum potential amount of future payments we could be required to make is represented by the contractual amount of the commitment. If the commitment is funded, we would be entitled to seek recovery from the customer from the underlying collateral, which can include commercial real estate, physical plant and property, inventory, receivables, cash and/or marketable securities. Our policies generally require that letter of credit arrangements contain security and debt covenants similar to those contained in loan agreements. We believe the credit risk associated with issuing letters of credit is substantially the same as the risk involved in extending loan facilities to our customers.

We seek to minimize our exposure to loss under letters of credit and credit commitments by subjecting them to the same credit approval and monitoring procedures as we do for on-balance sheet instruments. The effect on our revenue, expenses, cash flows and liquidity of the unused portions of these letters of credit commitments cannot be precisely predicted because we do not control the extent to which the lines of credit may be used.

Commitments to extend credit are agreements to lend funds to a customer, as long as there is no violation of any condition established in the contract. Commitments generally have variable interest rates, fixed expiration dates or other termination clauses and may require payment of a fee. Since many of the commitments are expected to expire without being fully drawn, the total commitment amounts disclosed above do not necessarily represent future cash requirements. We evaluate each customer's creditworthiness on a case-by-case basis. The amount of collateral obtained, if considered necessary by us, upon extension of credit is based on management's credit evaluation of the customer.

We enter into forward commitments for the delivery of mortgage loans in our current pipeline. Interest rate lock commitments are entered into in order to economically hedge the effect of changes in interest rates resulting from our commitments to fund the loans. These commitments to fund mortgage loans to be sold into the secondary market, along with the interest rate lock commitments and forward commitments for the future delivery of mortgage loans to third party investors, are considered derivatives.

The commitment to fund other investments reflects an obligation to make an investment in a Small Business Investment Company.

Impact of Inflation

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The consolidated financial statements and related notes included elsewhere in this report have been prepared in accordance with GAAP. GAAP requires the measurement of financial position and operating results in terms of historical dollars, without considering changes in the relative value of money over time due to inflation or recession.

Unlike many industrial companies, substantially all of the Company's assets and liabilities are monetary in nature. As a result, interest rates have a more significant impact on our performance than the effects of general levels of inflation. Interest rates may not necessarily move in the same direction or in

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the same magnitude as the prices of goods and services. However, most other operating expenses are sensitive to changes in levels of inflation.

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Item 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Interest Rate Sensitivity and Market Risk

As a financial institution, our primary component of market risk is interest rate volatility. Our asset liability and funds management policy provides management with the guidelines for funds management, and we have established a measurement system for monitoring our net interest rate sensitivity position. We endeavor to manage our sensitivity position within our established guidelines.

Fluctuations in interest rates will ultimately impact both the level of income and the market value of all interest earning assets and interest-bearing liabilities, other than those that have a short term to maturity. Interest rate risk is the potential of economic losses due to future interest rate changes. These economic losses can be reflected as a loss of future net interest income and/or a loss of current fair market values. The objective is to measure the effect on net interest income and to adjust the balance sheet to minimize the inherent risk while at the same time maximizing income.

We endeavor to manage our exposure to interest rates by structuring our balance sheet in the ordinary course of business. We do not enter into instruments such as leveraged derivatives, financial options or financial futures contracts for the purpose of reducing interest rate risk. We endeavor to hedge the interest rate risks of our available for sale mortgage pipeline by using mortgage-backed securities, and short positions. Based on the nature of our operations, we are not subject to foreign exchange or commodity price risk. We do not own any trading assets.

Our exposure to interest rate risk is managed by the Bank's Asset/Liability Management Committee ("ALCO") in accordance with policies approved by our board of directors. The ALCO formulates strategies based on perceived levels of interest rate risk. In determining the appropriate level of interest rate risk, the committee considers the impact on earnings and capital of the current outlook for interest rates, potential changes in interest rates, regional economies, liquidity, business strategies and other factors. The ALCO meets regularly to review, among other things, the sensitivity of assets and liabilities to interest rate changes, the book and market values of assets and liabilities, unrealized gains and losses, purchase and sale activities, commitments to originate loans and the maturities of investments and borrowings. Additionally, the ALCO reviews liquidity, cash flow flexibility, maturities of deposits and consumer and commercial deposit activity. Management employs methodologies to manage interest rate risk, which include an analysis of relationships between interest earning assets and interest-bearing liabilities and an interest rate shock simulation model.

The following table indicates that, for periods less than one year, rate-sensitive assets exceeded rate-sensitive liabilities, resulting in an asset-sensitive position. For a bank with an asset-sensitive position, or positive gap, rising interest rates would generally be expected to have a positive effect on net interest income, and falling interest rates would generally be expected to have the opposite effect.

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INTEREST SENSITIVITY GAP

June 30, 2023	After One		After		Greater	
	Within One Month	Through Three Months	Through Twelve Months	Within One Year	Than One Year or Non-Sensitive	
					Month	
					Three Months	

										After One Month		After Three Months		Greater Than One Year or			
										September 30, 2023		Within One Month	Three Months	Twelve Months	Within One Year	Non-Sensitive	Total
(in thousands)	(in thousands)									(in thousands)							
September 30, 2023																	
Assets	Assets									Assets							
Interest earning assets	Interest earning assets									Interest earning assets							
Loans (1)	Loans (1)	368,620	\$ 428,785	\$ 267,610	1,065,015	\$ 755,767	\$ 1,820,782			Loans (1)	353,075	\$ 455,967	\$ 283,232	1,092,274	\$ 746,969	\$ 1,839,243	
Securities	Securities	11,668	1,068	34,811	47,547	164,720	212,267			Securities	22,012	1,148	40,393	63,553	146,842	210,395	
Interest-bearing deposits at other financial institutions	Interest-bearing deposits at other financial institutions									Interest-bearing deposits at other financial institutions							
Institutions	Institutions	100,288	—	—	100,288	18,674	118,962			Institutions	130,428	—	—	130,428	13,767	144,195	
Federal funds sold	Federal funds sold	376	—	—	376	—	376			Federal funds sold	1,957	—	—	1,957	—	1,957	
Total earning assets	Total earning assets	\$ 480,952	\$ 429,853	\$ 302,421	\$ 1,213,226	\$ 939,161	\$ 2,152,387			Total earning assets	\$ 507,472	\$ 457,115	\$ 323,625	\$ 1,288,212	\$ 907,578	\$ 2,195,790	
Liabilities	Liabilities									Liabilities							
Interest-bearing liabilities	Interest-bearing liabilities									Interest-bearing liabilities							
Interest-bearing deposits	Interest-bearing deposits	\$ 13,022	\$ 26,044	\$ 117,198	156,264	\$ 723,795	\$ 880,059			Interest-bearing deposits	\$ 13,507	\$ 27,015	\$ 121,566	162,088	\$ 741,407	\$ 903,495	
Time deposits	Time deposits	4,740	9,748	265,477	279,965	81,208	361,173			Time deposits	37,922	51,739	218,020	307,681	76,009	383,690	
Total interest-bearing deposits	Total interest-bearing deposits									Total interest-bearing deposits							
FHLB Advances	FHLB Advances	17,762	35,792	382,675	436,229	805,003	1,241,232			FHLB Advances	51,429	78,754	339,586	469,769	817,416	1,287,185	
Other borrowed funds	Other borrowed funds	—	—	—	—	22,000	22,000			Other borrowed funds	—	—	—	—	22,000	22,000	
Total interest-bearing liabilities	Total interest-bearing liabilities	\$ 17,762	\$ 35,792	\$ 382,675	\$ 436,229	\$ 839,065	\$ 1,275,294			Total interest-bearing liabilities	\$ 51,429	\$ 78,754	\$ 339,586	\$ 469,769	\$ 851,478	\$ 1,321,247	
Period gap	Period gap	\$ 463,190	\$ 394,061	\$ (80,254)	\$ 776,997	\$ 100,096	\$ 877,093			Period gap	\$ 456,043	\$ 378,361	\$ (15,961)	\$ 818,443	\$ 56,100	\$ 874,543	
Cumulative gap	Cumulative gap	\$ 463,190	\$ 857,251	\$ 776,997	\$ 776,997	\$ 877,093			Cumulative gap	\$ 456,043	\$ 834,404	\$ 818,443	\$ 818,443	\$ 874,543			
Ratio of cumulative gap to total earning assets	Ratio of cumulative gap to total earning assets	21.52 %	39.83 %	36.10 %	36.10 %	40.75 %			Ratio of cumulative gap to total earning assets	20.77 %	38.00 %	37.27 %	37.27 %	39.83 %			

(1) Includes loans held for sale and loans made under the SBA-PPP loan program.

We use quarterly Earnings at Risk ("EAR") simulations to assess the impact of changing interest rates on our earnings under a variety of scenarios and time horizons. These simulations utilize both instantaneous and parallel changes in the level of interest rates, as well as non-parallel changes such as changing slopes and twists of the yield curve. Static simulation models are based on current exposures and assume a constant balance sheet with no new growth. Dynamic simulation models are also utilized that rely on assumptions regarding changes in existing lines of business, new business, and changes in management and client behavior.

We also use economic value-based methodologies to measure the degree to which the economic values of the Bank's positions change under different interest rate scenarios. The economic value approach focuses on a longer-term time horizon and endeavors to capture all future cash flows expected from existing assets and liabilities. The economic value model utilizes a static approach in that the analysis does not incorporate new business; rather, the analysis shows a snapshot in time of the risk inherent in the balance sheet.

Many assumptions are used to calculate the impact of interest rate fluctuations on our net interest income, such as asset prepayments, non-maturity deposit price sensitivity and decay rates, and key rate drivers. Because of the inherent use of these estimates and assumptions in the model, our actual results may, and very likely will, differ from our static EAR results. In addition, static EAR results do not include actions that our management may undertake to manage the risks in response to anticipated changes in interest rates or client behavior. For example, as part of our asset/liability management strategy, management has the ability to increase asset duration and decrease liability duration in order to reduce asset sensitivity, or to decrease asset duration and increase liability duration in order to increase asset sensitivity.

The following table summarizes the results of our EAR analysis in simulating the change in net interest income and fair value of equity over a 12-month horizon as of **June 30, 2023** **September 30, 2023**:

IMPACT ON NET INTEREST INCOME UNDER A STATIC BALANCE SHEET, PARALLEL INTEREST RATE SHOCK

Earnings at Risk		Earnings at Risk						Earnings at Risk								
	at Risk	-300 bps	-200 bps	-100 bps	Flat	+100 bps	+200 bps	+300 bps		-300 bps	-200 bps	-100 bps	Flat	+100 bps	+200 bps	+300 bps
June 30, 2023		(5.4) %	(4.9) %	(2.8) %	0.0 %	2.8 %	5.7 %	8.5 %	September 30, 2023	(5.1) %	(4.5) %	(2.5) %	0.0 %	2.4 %	4.7 %	7.1 %
September 30, 2023																

Utilizing an economic value of equity ("EVE") approach, we analyze the risk to capital from the effects of various interest rate scenarios through a long-term discounted cash flow model. This measures the difference between the economic value of our assets and the economic value of our liabilities, which is a proxy for our liquidation value. While this provides some value as a risk measurement tool, management believes EAR is more appropriate in accordance with the going concern principle.

The following table illustrates the results of our EVE analysis as of **June 30, 2023** **September 30, 2023**:

ECONOMIC VALUE OF EQUITY ANALYSIS UNDER A STATIC BALANCE SHEET, PARALLEL INTEREST RATE SHOCK

Economic Value of Equity		Economic Value of Equity						Economic Value of Equity								
	Value of Equity	-300 bps	-200 bps	-100 bps	Flat	+100 bps	+200 bps	+300 bps		-300 bps	-200 bps	-100 bps	Flat	+100 bps	+200 bps	+300 bps
June 30, 2023		(5.4) %	(1.9) %	(0.6) %	0.0 %	(0.4) %	(1.0) %	(1.1) %	September 30, 2023	(4.7) %	(1.6) %	(0.2) %	0.0 %	(0.4) %	(1.3) %	(1.5) %
September 30, 2023																

Item 4. CONTROLS AND PROCEDURES.

Evaluation of Disclosure Controls and Procedures

The Company's management, including our Principal Executive Officer and Principal Financial Officer, have evaluated the effectiveness of our disclosure controls and procedures (as defined in Rule 13a-15(e)) under the Securities Exchange Act of 1934, as amended (the "Exchange Act") as of the end of the period covered by this report. Based upon that evaluation, our Principal Executive Officer and Principal Financial Officer concluded that our disclosure controls and procedures were effective to ensure that information required to be disclosed in the reports we file and submit under the Exchange Act is (i) recorded, processed, summarized and reported as and when required and (ii) accumulated and communicated to our management, including our Principal Executive Officer and the Principal Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

Changes in Internal Control over Financial Reporting

There have been no changes, in the Company's internal control over financial reporting (as such term is defined in Rule 13a-15(f) under the Exchange Act) during the fiscal quarter to which this report relates that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

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PART II. OTHER INFORMATION

Item 1. LEGAL PROCEEDINGS.

From time to time, we are a party to various litigation matters incidental to the ordinary conduct of our business. We are not presently a party to any material legal proceedings.

Item 1A. RISK FACTORS.

There are no material changes to the risk factors as previously disclosed under Item 1A in our Annual Report on Form 10-K for the year ended December 31, 2022 and our Form 10-Q for the first quarter of 2023.

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Item 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS.

There were no unregistered sales of the Company's stock during the year to date period ended **June 30, 2023** **September 30, 2023**.

On July 25, 2022, the Company announced a new stock repurchase program. Under the new program, the Company is authorized to repurchase up to \$10.0 million of its outstanding common stock or 500,000 shares of Common Stock, par value \$0.01 per share ("Common Stock"). On April 13, 2023, the Company announced approval of up to an additional \$5.0 million or 175,000 shares of Common Stock incremental to the July 2022 announcement. The program will expire on December 31, 2024. There were no stock repurchases by the Company under the repurchase program announced on July 25, 2022, prior to the quarter ended March 31, 2023. During the three months ended **June 30, 2023** **September 30, 2023**, the Company repurchased Common Stock under the stock repurchase program as reflected in the following table.

Period	Total Number of Shares Purchased	Average Price Paid Per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Dollar Value of Shares that May Yet Be Purchased Under the Plans or Programs
April 1, 2023 to April 30, 2023	45,685	\$ 16.44	192,622	\$ 11,528,830
May 1, 2023 to May 31, 2023	62,757	\$ 16.36	255,379	\$ 10,501,890
June 1, 2023 to June 30, 2023	29,965	\$ 17.92	285,344	\$ 9,964,939

Period	Total Number of Shares Purchased	Average Price Paid Per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Dollar Value of Shares that May Yet Be Purchased Under the Plans or Programs
July 1, 2023 to July 31, 2023	33,132	\$ 19.10	318,476	\$ 9,332,007

August 1, 2023 to August 31, 2023	41,779	19.91	360,255	8,500,166
September 1, 2023 to September 30, 2023	25,664	19.22	385,919	8,006,814

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Item 3. DEFAULTS UPON SENIOR SECURITIES.

None.

Item 4. MINE SAFETY DISCLOSURES.

Not applicable.

Item 5. OTHER INFORMATION.

Rule 10b5-1 Trading Plans

During the quarter ended **June 30, 2023** **September 30, 2023**, no officer or director of the Company adopted or terminated any contract, instruction, or written plan for the purchase or sale of securities of the Company's common stock that is intended to satisfy the affirmative defense conditions of Securities Exchange Act Rule 10b5-1(c) or any non-Rule 10b5-1 trading arrangement as defined in 17 CFR § 229.408(c).

Item 6. EXHIBITS.

Exhibit Number	Description
3.1	Amended and Restated Articles of Incorporation, as amended (incorporated by reference to Exhibit 3.1 to the Company's Form 8-K filed on May 23, 2023) May 23, 2023 .
3.2	Amended and Restated Bylaws (incorporated by reference to Exhibit 3.2 to the Company's Form 8-K filed on May 23, 2023) .
10.1	Employment Agreement, dated June 26, 2023, between Capital Bank, N.A. and Jennings "Jay" Walker (incorporated by reference to Exhibit 10.1 to the Company's Form 8-K filed on June 13, 2023) May 23, 2023 .
<u>Amendment to Employment Agreement, dated April 13, 2023, between Capital Bank, N.A. and Steven Poynt (incorporated by reference to Exhibit 10.1 to the Company's Form 8-K filed on April 13, 2023)</u>	
31.1	Rule 13a-14(a) Certification of the Principal Executive Officer, Officer .
31.2	Rule 13a-14(a) Certification of the Principal Financial Officer .
32.1	Section 1350 Certification of Principal Executive Officer and Principal Financial Officer, Officer .
101	The following materials from the Quarterly Report on Form 10-Q of Capital Bancorp, Inc. for the quarter ended June 30, 2023 September 30, 2023 , formatted in eXtensible Business Reporting Language (XBRL): (i) Consolidated Balance Sheets, (ii) Consolidated Statements of Income, (iii) Consolidated Statements of Comprehensive Income, (iv) Consolidated Statement of Changes in Shareholders' Equity, (v) Consolidated Statements of Cash Flows and (vi) Notes to Unaudited Consolidated Financial Statements.
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CAPITAL BANCORP, INC.

Date: [August 9, 2023](#) [November 9, 2023](#) /s/ Ed Barry
 Ed Barry
 Chief Executive Officer
 (Principal Executive Officer)

Date: [August 9, 2023](#) [November 9, 2023](#) /s/ Jay Walker
 Jay Walker
 Chief Financial Officer
 (Principal Financial and Accounting Officer)

Section 2: EX-31.1 (RULE 13A-14(A) CERTIFICATION OF THE PRINCIPAL EXECUTIVE OFFICER)**Exhibit 31.1**

Rule 13a-14(a) Certification of the Principal Executive Officer.

Exhibit 31.1

Rule 13a-14(a) Certification of the Principal Executive Officer.

I, Ed Barry, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Capital Bancorp, Inc.;
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 9, 2023 November 9, 2023 By: /s/ Ed Barry
 Ed Barry
 Chief Executive Officer

Section 2: EX-31.2 (RULE 13A-14(A) CERTIFICATION OF THE PRINCIPAL FINANCIAL OFFICER)**Exhibit 31.2**

Rule 13a-14(a) Certification of the Principal Financial Officer.

Exhibit 31.2

Rule 13a-14(a) Certification of the Principal Financial Officer.

I, Jay Walker, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Capital Bancorp, Inc.;
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures as of the end of the period covered by this report based on such evaluation; and d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: **August 9, 2023** **November 9, 2023** By: /s/ Jay Walker
Jay Walker
Principal Financial Officer

Section 2: EX-32.1 (Certification Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002)

Exhibit 32.1

Certification Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

Exhibit 32

Certification Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Capital Bancorp, Inc. (the "Company") on Form 10-Q for the period ended **June 30, 2023** **September 30, 2023**, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), the undersigned hereby certify, pursuant to 18 U.S.C. § 1350, as adopted pursuant to § 906 of the Sarbanes-Oxley Act of 2002, that to the undersigned's best knowledge and belief:

1. The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

Date: **August 9, 2023** **November 9, 2023** By: /s/ Ed Barry
Ed Barry
Chief Executive Officer

By: /s/ Jay Walker
Jay Walker
Principal Financial Officer

DISCLAIMER

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