

South Plains Financial, Inc. Reports Second Quarter 2024 Financial Results

July 18, 2024

LUBBOCK, Texas, July 18, 2024 (GLOBE NEWSWIRE) -- South Plains Financial, Inc. (NASDAQ:SPFI) ("South Plains" or the "Company"), the parent company of City Bank ("City Bank" or the "Bank"), today reported its financial results for the quarter ended June 30, 2024.

Second Quarter 2024 Highlights

- Net income for the second quarter of 2024 was \$11.1 million, compared to \$10.9 million for the first quarter of 2024 and \$29.7 million for the second quarter of 2023. The decrease in net income for the second quarter of 2024 as compared to the second quarter of 2023 was primarily due to the sale of Windmark Insurance Agency, Inc. ("Windmark") in the second quarter of 2023, which resulted in a gain of \$33.5 million before taxes and related expenses.
- Diluted earnings per share for the second quarter of 2024 was \$0.66, compared to \$0.64 for the first quarter of 2024 and \$1.71 for the second quarter of 2023.
- Average cost of deposits for the second quarter of 2024 was 243 basis points, compared to 241 basis points for the first quarter of 2024 and 169 basis points for the second quarter of 2023.
- Net interest margin, calculated on a tax-equivalent basis, was 3.63% for the second quarter of 2024, compared to 3.56% for the first guarter of 2024 and 3.65% for the second guarter of 2023.
- Nonperforming assets to total assets were 0.57% at June 30, 2024, compared to 0.10% at March 31, 2024 and 0.51% at June 30, 2023.
- Return on average assets for the second quarter of 2024 was 1.07% annualized, compared to 1.04% annualized for the first quarter of 2024 and 2.97% annualized for the second quarter of 2023.
- Tangible book value (non-GAAP) per share was \$24.15 as of June 30, 2024, compared to \$23.56 as of March 31, 2024 and \$21.82 as of June 30, 2023.
- The consolidated total risk-based capital ratio, Common Equity Tier 1 risk-based capital ratio, and Tier 1 leverage ratio at June 30, 2024 were 16.86%, 12.61%, and 11.81%, respectively. These ratios significantly exceeded the minimum regulatory levels necessary to be deemed "well-capitalized".

Curtis Griffith, South Plains' Chairman and Chief Executive Officer, commented, "Our second quarter results demonstrate our successful efforts to drive profitability and returns as we continue to strive to be a high performing bank. Strength in the quarter came from robust loan growth which lifted the yield on our loan portfolio and contributed to our net interest margin expansion. We also continued to closely manage our liquidity with a focus on maximizing the profitability and returns of the Bank. This led to a modest reduction in customer deposits as we worked to keep deposit costs steady through the quarter. Importantly, we believe competitive pressures for deposits have started to ease while new loan yields have remained robust, leading to our solid net interest margin expansion in the quarter. We also continue to aggressively manage the credit quality of our loan portfolio, having moved a multi-family property loan to nonaccrual during the period. This is a loan that we have had rated substandard since June of last year and have been closely monitoring and proactively working on the credit over that time period. Our actions demonstrate our credit culture, which is focused on identifying problems early, working with our borrowers and taking the appropriate steps to resolve challenges. Looking forward, we believe we are in a solid position as the credit quality of our loan portfolio is strong, we have ample opportunities to drive organic growth across our markets, and we continue to significantly exceed the minimum regulatory levels necessary for the Company and the Bank to be deemed well capitalized."

Results of Operations, Quarter Ended June 30, 2024

Net Interest Income

Net interest income was \$35.9 million for the second quarter of 2024, compared to \$35.4 million for the first quarter of 2024 and \$34.6 million for the second quarter of 2023. Net interest margin, calculated on a tax-equivalent basis, was 3.63% for the second quarter of 2024, compared to 3.56% for the first quarter of 2024 and 3.65% for the second quarter of 2023. The average yield on loans was 6.60% for the second quarter of 2024, compared to 6.53% for the first quarter of 2024 and 5.94% for the second quarter of 2023. The average cost of deposits was 243 basis points for the second quarter of 2024, which is 2 basis points higher than the first quarter of 2024 and 74 basis points higher than the second quarter of 2023.

Interest income was \$59.2 million for the second quarter of 2024, compared to \$58.7 million for the first quarter of 2024 and \$50.8 million for the second quarter of 2023. Interest income increased \$481 thousand in the second quarter of 2024 from the first quarter of 2024, which was primarily comprised of an increase of \$1.6 million in loan interest income and a decrease of \$930 thousand in interest income on other interest-earning assets. The growth in loan interest income was due to an increase in average loans of \$68.1 million and a rise of 7 basis points in the yield on loans. The decrease in interest income on other interest-earning assets was predominately a result of deploying liquidity into loans during the quarter. Interest income increased \$8.4 million in the second quarter of 2024 compared to the second quarter of 2023. This increase was primarily due to an increase of average loans of \$188.5 million and higher market interest rates during the period, resulting in growth of \$7.7 million in loan interest income, and a higher liquidity level year over year.

Interest expense was \$23.3 million for the second quarter of 2024, compared to \$23.4 million for the first quarter of 2024 and \$16.2 million for the second quarter of 2023. Interest expense was flat compared to the first quarter of 2024 and increased \$7.1 million compared to the second quarter of 2023. The \$7.1 million increase was primarily as a result of significantly higher short-term interest rates on interest-bearing liabilities, with the increase

being mainly comprised of interest expense on deposits. Additionally, interest-bearing deposits were higher during the second quarter of 2024 compared to the second quarter of 2023, which also contributed to the higher interest expense.

Noninterest Income and Noninterest Expense

Noninterest income was \$12.7 million for the second quarter of 2024, compared to \$11.4 million for the first quarter of 2024 and \$47.1 million for the second quarter of 2023. The increase from the first quarter of 2024 was primarily due to increases of \$1.0 million in bank card services and interchange revenue mainly as a result of continued growth in customer card usage and incentives received during the period and \$408 thousand in income from investments in Small Business Investment Companies. These increases were partially offset by a decrease of \$548 thousand in mortgage banking revenues, mainly from a decrease of \$735 thousand in the fair value adjustment of the mortgage servicing rights assets as interest rates that affect the value were relatively flat after rising modestly in the first quarter of 2024. The decrease in noninterest income for the second quarter of 2023 and a decrease of \$1.9 million in mortgage banking activities revenue. The decrease of \$1.9 million in mortgage banking revenues was mainly from a decline of \$1.1 million in the fair value adjustment of the mortgage banking revenues was mainly from a decline of \$1.1 million in the fair value adjustment of the mortgage banking revenues was mainly from a decline of \$1.1 million in the fair value adjustment of the mortgage servicing rights assets as interest rates that affect the value were relatively flat after rising modestly in the mortgage servicing rights assets as interest rates that affect the value were relatively flat after rising modestly in the second quarter of 2023 and a decrease of \$1.9 million in mortgage banking activities revenue. The decrease of \$1.9 million in mortgage banking revenues was mainly from a decline of \$1.1 million in the fair value adjustment of the mortgage servicing rights assets as interest rates that affect the value were relatively flat after rising modestly in the second quarter of 2023 and an increase of \$14.3 million in originations of mortgage loans held for sale due to typical seasonality.

Noninterest expense was \$32.6 million for the second quarter of 2024, compared to \$31.9 million for the first quarter of 2024 and \$40.5 million for the second quarter of 2023. The \$642 thousand increase from the first quarter of 2024 was largely the result of a rise of \$436 thousand in mortgage commission expense as mortgage loan originations increased. The decrease in noninterest expense for the second quarter of 2023 was largely the result of second quarter 2023 activities of \$4.5 million in personnel and transaction expenses as part of the aforementioned Windmark sale plus related incentive compensation and a \$3.4 million loss on the sale of securities.

Loan Portfolio and Composition

Loans held for investment were \$3.09 billion as of June 30, 2024, compared to \$3.01 billion as of March 31, 2024 and \$2.98 billion as of June 30, 2023. The \$82.5 million, or 2.7%, increase during the second quarter of 2024 as compared to the first quarter of 2024 remained relationship-focused and occurred primarily in direct-energy loans, seasonal agricultural-related loans, and single-family property loans, partially offset by decreases in consumer auto loans. As of June 30, 2024, loans held for investment increased \$115.2 million, or 3.9%, from June 30, 2023, primarily attributable to strong organic loan growth, occurring mainly in multi-family property loans, direct-energy loans, and single-family property loans, partially offset by decreases in consumer auto loans.

Deposits and Borrowings

Deposits totaled \$3.62 billion as of June 30, 2024, compared to \$3.64 billion as of March 31, 2024 and \$3.57 billion as of June 30, 2023. Deposits decreased by \$14.1 million, or 0.4%, in the second quarter of 2024 from March 31, 2024. As of June 30, 2024, deposits increased \$50.0 million, or 1.4%, from June 30, 2023. Noninterest-bearing deposits were \$951.6 million as of June 30, 2024, compared to \$974.2 million as of March 31, 2024 and \$1.10 billion as of June 30, 2023. Noninterest-bearing deposits represented 26.3% of total deposits as of June 30, 2024. The quarterly change in total deposits was mainly due to a modest decrease in noninterest-bearing deposits. The year-over-year increase in total deposits was primarily the result of growth of \$71 million in brokered deposits in the third quarter of 2023 given the overall focus in the banking industry on improving liquidity.

Asset Quality

The Company recorded a provision for credit losses in the second quarter of 2024 of \$1.8 million, compared to \$830 thousand in the first quarter of 2024 and \$3.7 million in the second quarter of 2023. The provision during the first quarter of 2024 was largely attributable to net charge-off activity, increased loan balances, and higher nonperforming loans during the quarter.

The ratio of allowance for credit losses to loans held for investment was 1.40% as of June 30, 2024, compared to 1.40% as of March 31, 2024 and 1.45% as of June 30, 2023.

The ratio of nonperforming assets to total assets was 0.57% as of June 30, 2024, compared to 0.10% as of March 31, 2024 and 0.51% as of June 30, 2023. A previously classified \$20.6 million multi-family property credit was placed on nonaccrual status in the second quarter of 2024 after the maturity date was accelerated. Annualized net charge-offs were 0.10% for the second quarter of 2024, compared to 0.13% for the first quarter of 2024 and 0.05% for the second quarter of 2023.

Capital

Book value per share increased to \$25.45 at June 30, 2024, compared to \$24.87 at March 31, 2024. The change was primarily driven by \$8.8 million of net income after dividends paid. Tangible common equity to tangible assets (non-GAAP) increased 22 basis points to 9.44% in the second quarter of 2024.

Conference Call

South Plains will host a conference call to discuss its second quarter 2024 financial results today, July 18, 2024, at 5:00 p.m., Eastern Time. Investors and analysts interested in participating in the call are invited to dial 1-877-407-9716 (international callers please dial 1-201-493-6779) approximately 10 minutes prior to the start of the call. A live audio webcast of the conference call and conference materials will be available on the Company's website at https://www.spfi.bank/news-events/events/.

A replay of the conference call will be available within two hours of the conclusion of the call and can be accessed on the investor section of the Company's website as well as by dialing 1-844-512-2921 (international callers please dial 1-412-317-6671). The pin to access the telephone replay is 13747117. The replay will be available until August 1, 2024.

About South Plains Financial, Inc.

South Plains is the bank holding company for City Bank, a Texas state-chartered bank headquartered in Lubbock, Texas. City Bank is one of the largest independent banks in West Texas and has additional banking operations in the Dallas, El Paso, Greater Houston, the Permian Basin, and

College Station, Texas markets, and the Ruidoso, New Mexico market. South Plains provides a wide range of commercial and consumer financial services to small and medium-sized businesses and individuals in its market areas. Its principal business activities include commercial and retail banking, along with investment, trust and mortgage services. Please visit <u>https://www.spfi.bank</u> for more information.

Non-GAAP Financial Measures

Some of the financial measures included in this press release are not measures of financial performance recognized in accordance with generally accepted accounting principles in the United States ("GAAP"). These non-GAAP financial measures include Tangible Book Value Per Share, Tangible Common Equity to Tangible Assets, and Pre-Tax, Pre-Provision Income. The Company believes these non-GAAP financial measures provide both management and investors a more complete understanding of the Company's financial position and performance. These non-GAAP financial measures are supplemental and are not a substitute for any analysis based on GAAP financial measures.

We classify a financial measure as being a non-GAAP financial measure if that financial measure excludes or includes amounts, or is subject to adjustments that have the effect of excluding or including amounts, that are included or excluded, as the case may be, in the most directly comparable measure calculated and presented in accordance with GAAP as in effect from time to time in the United States in our statements of income, balance sheets or statements of cash flows. Not all companies use the same calculation of these measures; therefore, this presentation may not be comparable to other similarly titled measures as presented by other companies.

A reconciliation of non-GAAP financial measures to GAAP financial measures is provided at the end of this press release.

Available Information

The Company routinely posts important information for investors on its web site (under <u>www.spfi.bank</u> and, more specifically, under the News & Events tab at <u>www.spfi.bank/news-events/press-releases</u>). The Company intends to use its web site as a means of disclosing material non-public information and for complying with its disclosure obligations under Regulation FD (Fair Disclosure) promulgated by the U.S. Securities and Exchange Commission (the "SEC"). Accordingly, investors should monitor the Company's web site, in addition to following the Company's press releases, SEC filings, public conference calls, presentations and webcasts.

The information contained on, or that may be accessed through, the Company's web site is not incorporated by reference into, and is not a part of, this document.

Forward Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forwardlooking statements reflect South Plains' current views with respect to future events and South Plains' financial performance. Any statements about South Plains' expectations, beliefs, plans, predictions, forecasts, objectives, assumptions or future events or performance are not historical facts and may be forward-looking. These statements are often, but not always, made through the use of words or phrases such as "anticipate," "believes," "can," "could," "may," "predicts," "potential," "should," "will," "estimate," "plans," "projects," "continuing," "ongoing," "expects," "intends" and similar words or phrases. South Plains cautions that the forward-looking statements in this press release are based largely on South Plains' expectations and are subject to a number of known and unknown risks and uncertainties that are subject to change based on factors which are, in many instances, beyond South Plains' control. Factors that could cause such changes include, but are not limited to, the impact on us and our customers of a decline in general economic conditions and any regulatory responses thereto; potential recession in the United States and our market areas; the impacts related to or resulting from bank failures and any continuation of uncertainty in the banking industry, including the associated impact to the Company and other financial institutions of any regulatory changes or other mitigation efforts taken by government agencies in response thereto; increased competition for deposits in our market areas and related changes in deposit customer behavior; the impact of changes in market interest rates, whether due to continued elevated interest rates or potential reduction in interest rates and a resulting decline in net interest income; the persistence of the current inflationary pressures, or the resurgence of elevated levels of inflation, in the United States and our market areas; the uncertain impacts of ongoing quantitative tightening and current and future monetary policies of the Board of Governors of the Federal Reserve System; increases in unemployment rates in the United States and our market areas; declines in commercial real estate values and prices; uncertainty regarding United States fiscal debt and budget matters; cyber incidents or other failures, disruptions or breaches of our operational or security systems or infrastructure, or those of our third-party vendors or other service providers, including as a result of cyber attacks; severe weather, natural disasters, acts of war or terrorism, geopolitical instability or other external events; competition and market expansion opportunities; changes in non-interest expenditures or in the anticipated benefits of such expenditures; the risks related to the development, implementation, use and management of emerging technologies, including artificial intelligence and machine learnings; potential increased regulatory requirements and costs related to the transition and physical impacts of climate change; current or future litigation, regulatory examinations or other legal and/or regulatory actions; and changes in applicable laws and regulations. Additional information regarding these risks and uncertainties to which South Plains' business and future financial performance are subject is contained in South Plains' most recent Annual Report on Form 10-K and Quarterly Reports on Form 10-Q on file with the SEC, including the sections entitled "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" of such documents, and other documents South Plains files or furnishes with the SEC from time to time, which are available on the SEC's website, www.sec.gov. Actual results, performance or achievements could differ materially from those contemplated, expressed, or implied by the forward-looking statements due to additional risks and uncertainties of which South Plains is not currently aware or which it does not currently view as, but in the future may become, material to its business or operating results. Due to these and other possible uncertainties and risks, the Company can give no assurance that the results contemplated in the forward-looking statements will be realized and readers are cautioned not to place undue reliance on the forward-looking statements contained in this press release. Any forward-looking statements presented herein are made only as of the date of this press release, and South Plains does not undertake any obligation to update or revise any forward-looking statements to reflect changes in assumptions, new information, the occurrence of unanticipated events, or otherwise, except as required by applicable law. All forward-looking statements, express or implied, included in the press release are qualified in their entirety by this cautionary statement.

Contact:

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South Plains Financial, Inc. Consolidated Financial Highlights - (Unaudited) (Dollars in thousands, except share data)

		June 30,	· · · · ·							June 30,
Selected Income Statement Data:		2024		2024		2023		2023		2023
Interest income	\$	59,208	\$	58,727	\$	57,236	\$	56,528	\$	50,821
Interest expense	Ψ	23,320	Ψ	23,359	Ψ	22,074	Ψ	20,839	Ψ	16,240
Net interest income		35,888		35,368		35,162		35,689		34,581
Provision for credit losses		1,775		830		600		(700)		3,700
Noninterest income		12,709		11,409		9,146		12,277		47,112
Noninterest expense		32,572		31,930		30,597		31,489		40,499
Income tax expense		3,116		3,143		2,787		3,683		7,811
Net income		11,134		10,874		10,324		13,494		29,683
Per Share Data (Common Stock):		11,104		10,014		10,024		10,404		20,000
Net earnings, basic		0.68		0.66		0.63		0.80		1.74
Net earnings, diluted		0.66		0.64		0.61		0.78		1.74
Cash dividends declared and paid		0.00		0.04		0.01		0.13		0.13
Book value		25.45		24.87		24.80		22.39		23.13
Tangible book value (non-GAAP)		23.45		24.87		24.80		22.39		23.13
Weighted average shares outstanding, basic		16,425,360				16,443,908				
5 C C		, ,		16,429,919 16,938,857				16,842,594 17 354 182		17,048,432
Weighted average shares outstanding, dilutive		16,932,077				17,008,892		17,354,182		17,386,515
Shares outstanding at end of period		16,424,021		16,431,755		16,417,099		16,600,442		16,952,072
Selected Period End Balance Sheet Data:		200.000		074 000		220.450		252 404		205 504
Cash and cash equivalents		298,006		371,939		330,158		352,424		295,581
Investment securities		591,031		599,869		622,762		584,969		628,093
Total loans held for investment		3,094,273		3,011,799		3,014,153		2,993,563		2,979,063
Allowance for credit losses		43,173		42,174		42,356		42,075		43,137
Total assets		4,220,936		4,218,993		4,204,793		4,186,440		4,150,129
Interest-bearing deposits		2,672,948		2,664,397		2,651,952		2,574,361		2,473,755
Noninterest-bearing deposits		951,565		974,174		974,201		1,046,253		1,100,767
Total deposits		3,624,513		3,638,571		3,626,153		3,620,614		3,574,522
Borrowings		110,261		110,214		110,168		122,493		122,447
Total stockholders' equity		417,985		408,712		407,114		371,716		392,029
Summary Performance Ratios:										
Return on average assets (annualized)		1.07%		1.04%		0.99%		1.27%		2.97%
Return on average equity (annualized)		10.83%		10.72%		10.52%		14.01%		31.33%
Net interest margin ⁽¹⁾		3.63%		3.56%		3.52%		3.52%		3.65%
Yield on loans		6.60%		6.53%		6.29%		6.10%		5.94%
Cost of interest-bearing deposits		3.33%		3.27%		3.14%		2.93%		2.45%
Efficiency ratio		66.72%		67.94%		68.71%		65.34%		49.39%
Summary Credit Quality Data:										
Nonperforming loans		23,452		3,380		5,178		4,783		21,039
Nonperforming loans to total loans held for										
investment		0.76%		0.11%		0.17%		0.16%		0.71%
Other real estate owned		755		862		912		242		249
Nonperforming assets to total assets		0.57%		0.10%		0.14%		0.12%		0.51%
Allowance for credit losses to total loans held										
for investment		1.40%		1.40%		1.41%		1.41%		1.45%
Net charge-offs to average loans outstanding		0.400/		0.400/		0.000/		0.050		0.050
(annualized)		0.10%		0.13%		0.08%		0.05%		0.05%

	As of and for the quarter ended										
	June 30 2024	March 31, 2024	December 31, 2023	September 30, 2023	June 30, 2023						
Capital Ratios:											
Total stockholders' equity to total assets	9.90%	9.69%	9.68%	8.88%	9.45%						

Tangible common equity to tangible assets					
(non-GAAP)	9.44%	9.22%	9.21%	8.40%	8.96%
Common equity tier 1 to risk-weighted assets	12.61%	12.67%	12.41%	12.19%	12.11%
Tier 1 capital to average assets	11.81%	11.51%	11.33%	11.13%	11.67%
Total capital to risk-weighted assets	16.86%	17.00%	16.74%	16.82%	16.75%

(1) Net interest margin is calculated as the annual net interest income, on a fully tax-equivalent basis, divided by average interest-earning assets.

South Plains Financial, Inc. Average Balances and Yields - (Unaudited) (Dollars in thousands)

(,	For the Three Months Ended										
		June 30, 2024	•	June 30, 2023							
	Average Balance	Interest	Yield/Rate	Average Balance	Interest	Yield/Rate					
Assets											
Loans	\$ 3,082,601		6.60%	\$ 2,894,087		5.94%					
Debt securities - taxable	533,553	5,285	3.98%	575,983	5,365	3.74%					
Debt securities - nontaxable	155,408	1,022	2.64%	210,709	1,403	2.67%					
Other interest-bearing assets	225,720	2,545	4.53%	149,996	1,484	3.97%					
Total interest-earning assets	3,997,282	59,431	5.98%	3,830,775	51,124	5.35%					
Noninterest-earning assets	171,472			182,752							
Total assets	\$ 4,168,754			\$ 4,013,527							
Liabilities & stockholders' equity											
NOW, Savings, MMDAs	\$ 2,221,427	17,652	3.20%	\$ 2,059,182	12,484	2.43%					
Time deposits	392,778	3,977	4.07%	299,358	1,949	2.61%					
Short-term borrowings	3	-	0.00%	325	5	6.17%					
Notes payable & other long-term borrowings	-	-	0.00%	-	-	0.00%					
Subordinated debt	63,845	835	5.26%	76,031	1,013	5.34%					
Junior subordinated deferrable interest debentures	46,393	856	7.42%	46,393	789	6.82%					
Total interest-bearing liabilities	2,724,446	23,320	3.44%	2,481,289	16,240	2.63%					
Demand deposits	960,106			1,075,514							
Other liabilities	70,854			76,727							
Stockholders' equity	413,348			379,997							
Total liabilities & stockholders' equity	\$ 4,168,754			\$ 4,013,527							
Net interest income		\$ 36,111			\$ 34,884						
Net interest margin ⁽²⁾			3.63%			3.65%					

(1) Average loan balances include nonaccrual loans and loans held for sale.

(2) Net interest margin is calculated as the annualized net interest income, on a fully tax-equivalent basis, divided by average interest-earning assets.

South Plains Financial, Inc. Consolidated Balance Sheets (Unaudited) (Dollars in thousands)

	As of
June 30,	December 31,
2024	2023

Cash and due from banks \$ 46,024 \$ 62,821 Interest-bearing deposits in banks 251,982 267,337 Securities available for sale 591,031 622,762 Loans held for sale 3,094,273 3,014,153 Less: Allowance for credit losses (43,173) (42,356) Net loars held for investment 3,051,100 2,971,797 Premises and equipment, net 53,952 55,070 Godwill 19,315 19,315 Intargible assets 2,064 2,429 Mortgage servicing rights 26,426 26,569 Other assets 162,154 162,194 Total assets 2 4,209,396 \$ 4,204,793 Labilities and Stockholders' Equity 2 2,651,952 162,194 Noninterest-bearing deposits 2,672,948 2,651,952 162,194 Interest-bearing deposits 3,624,513 3,626,153 3,626,153 Subordinated debt 3,868 63,775 61,338 46,393 46,393 Other liabilities 68,177	Assets		
Securities available for sale 591,031 622,762 Loans held for sale 16,585 14,499 Loans held for investment 3,094,273 3,014,153 Less: Allowance for credit losses (43,173) (42,356) Net loans held for investment 3,051,100 2,971,797 Premises and equipment, net 53,952 55,070 Goodwill 19,315 19,315 Intangible assets 2,064 2,429 Mortgage servicing rights 26,426 26,569 Other assets 162,457 162,194 Total assets 2,664 2,651,952 Liabilities and Stockholders' Equity 2,642 2,651,952 Noninterest-bearing deposits 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 3,802,951 3,797,679 Stockholders' Equity 3,624,513 3,626,153 Outron subordinated deferrable interest debentures 46,393 46,393 <td< td=""><td>Cash and due from banks</td><td>\$ 46,024</td><td>\$ 62,821</td></td<>	Cash and due from banks	\$ 46,024	\$ 62,821
Loans held for sale 16,585 14,499 Loans held for investment 3,094,273 3,014,153 Less: Allowance for credit losses (43,173) (42,356) Net loans held for investment 3,061,100 2,971,797 Premises and equipment, net 53,952 55,070 Goodwill 19,315 19,315 Intangible assets 2,064 2,429 Mortgage servicing rights 26,426 26,569 Other assets 162,457 162,194 Total assets \$ 4,220,936 \$ 4,204,793 Liabilities and Stockholders' Equity \$ 951,565 \$ 974,201 Noninterest-bearing deposits 2,672,948 2,651,952 Total assets 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated debt 63,868 63,775 Junior subordinated debt 68,177 61,358 Total deposits 3,802,951 3,7679 Stockholders' Equity 16,424 16,417 Common stock 16,424 16,417 <td>Interest-bearing deposits in banks</td> <td>251,982</td> <td>267,337</td>	Interest-bearing deposits in banks	251,982	267,337
Loans held for investment 3,094,273 3,014,153 Less: Allowance for credit losses (43,173) (42,356) Net loans held for investment 3,051,100 2,971,797 Premises and equipment, net 53,952 55,070 Goodwill 19,315 19,315 Intangible assets 2,064 2,429 Motgage servicing rights 26,426 26,569 Other assets 162,457 162,194 Total assets \$ 4,220,936 \$ 4,204,793 Liabilities and Stockholders' Equity 2,672,948 2,661,952 Noninterest-bearing deposits \$ 951,565 \$ 974,201 Interest-bearing deposits 2,622,948 2,651,952 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 3,802,951 3,797,679 Stockholders' Equity 3,802,951 3,797,679 Stockholders' Equity 362,855 345,264 Common stock 16,424 16,417 Additional paid-in capi	Securities available for sale	591,031	622,762
Less: Allowance for credit losses (43,173) (42,356) Net loans held for investment 3,051,100 2,971,797 Premises and equipment, net 53,952 55,070 Goodwill 19,315 19,315 Intangible assets 2,064 2,429 Mortgage servicing rights 26,426 26,569 Other assets 162,457 162,194 Total assets \$ 4,220,936 \$ 4,204,793 Liabilities and Stockholders' Equity \$ 951,565 \$ 974,201 Interest-bearing deposits \$ 951,565 \$ 974,201 Interest-bearing deposits \$ 2,672,948 2,651,952 Total deposits \$ 3,624,513 3,626,153 Subordinated defer able interest debentures 46,393 46,393 Other liabilities 68,177 61,358 Total liabilities 3,802,951 3,797,679 Stockholders' Equity 16,424 16,417 Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (los	Loans held for sale	16,585	14,499
Net loans held for investment 3,051,100 2,971,797 Premises and equipment, net 53,952 55,070 Goodwill 19,315 19,315 Intangible assets 2,064 2,429 Mortgage servicing rights 26,426 26,650 Other assets 162,194 162,194 Total assets \$ 4,220,936 \$ 4,204,793 Liabilities and Stockholders' Equity \$ 4,220,936 \$ 974,201 Noninterest-bearing deposits \$ 951,565 \$ 974,201 Interest-bearing deposits 2,672,948 2,651,952 Total deposits 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 3,802,951 3,797,679 Stockholders' Equity 3,802,951 3,797,679 Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss)	Loans held for investment	3,094,273	3,014,153
Premises and equipment, net 53,952 55,070 Goodwill 19,315 19,315 Intangible assets 2,064 2,429 Mortgage servicing rights 26,426 26,659 Other assets 162,457 162,194 Total assets \$ 4,220,936 \$ 4,204,793 Liabilities and Stockholders' Equity \$ 951,565 \$ 974,201 Noninterest-bearing deposits 2,672,948 2,6651,952 Total assets 2,672,948 2,6651,952 Junior subordinated debt 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 3,802,951 3,797,679 Stockholders' Equity 3,802,951 3,797,679 Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity	Less: Allowance for credit losses	 (43,173)	(42,356)
Goodwill 19,315 19,315 Intangible assets 2,064 2,429 Mortgage servicing rights 26,426 26,569 Other assets 162,457 162,194 Total assets \$ 4,200,306 \$ 4,204,793 Liabilities and Stockholders' Equity \$ 951,565 \$ 974,201 Interest-bearing deposits 2,672,948 2,651,952 Total deposits 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 68,177 61,358 Total liabilities 3,802,951 3,797,679 Stockholders' Equity 2,674 16,424 Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Net loans held for investment	3,051,100	2,971,797
Intargible assets2,0642,429Mortgage servicing rights $2,064$ $2,429$ Other assets $162,457$ $162,194$ Total assets $\frac{1}{2}$ $\frac{1}{2}$ Liabilities and Stockholders' Equity $\frac{1}{2}$ $\frac{1}{2}$ Noninterest-bearing deposits $\frac{2}{2},672,948$ $2,651,952$ Interest-bearing deposits $2,672,948$ $2,651,952$ Total deposits $2,672,948$ $2,651,952$ Subordinated debt $3,624,513$ $3,626,153$ Junior subordinated deferrable interest debentures $46,393$ $46,393$ Other liabilities $68,177$ $61,358$ Total liabilities $3,802,951$ $3,797,679$ Stockholders' Equity $97,766$ $97,107$ Retained earnings $362,855$ $345,264$ Accumulated other comprehensive income (loss) $(59,060)$ $(51,674)$ Total stockholders' equity $417,985$ $407,114$	Premises and equipment, net	53,952	55,070
Mortgage servicing rights 26,426 26,569 Other assets 162,457 162,194 Total assets \$ 4,220,936 \$ 4,204,793 Liabilities and Stockholders' Equity \$ 951,565 \$ 974,201 Noninterest-bearing deposits 2,672,948 2,651,952 Total deposits 2,672,948 2,651,952 Total deposits 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 68,177 61,358 Stockholders' Equity 3,802,951 3,797,679 Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Goodwill	19,315	19,315
Other assets $162,457$ $162,194$ Total assets\$ 4,220,936\$ 4,204,793Liabilities and Stockholders' EquityNoninterest-bearing deposits\$ 951,565\$ 974,201Interest-bearing deposits $2,672,948$ $2,651,952$ Total deposits $3,624,513$ $3,626,153$ Subordinated debt $63,868$ $63,775$ Junior subordinated deferrable interest debentures $46,393$ $46,393$ Other liabilities $68,177$ $61,358$ Total liabilities $3,802,951$ $3,797,679$ Stockholders' Equity $16,424$ $16,417$ Additional paid-in capital $97,766$ $97,107$ Retained earnings $362,855$ $345,264$ Accumulated other comprehensive income (loss) $(59,060)$ $(51,674)$ Total stockholders' equity $417,985$ $407,114$	Intangible assets	2,064	2,429
Total assets \$ 4,220,936 \$ 4,204,793 Liabilities and Stockholders' Equity Noninterest-bearing deposits \$ 951,565 \$ 974,201 Interest-bearing deposits 2,672,948 2,651,952 Total deposits 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 68,177 61,358 Total liabilities 3,802,951 3,797,679 Stockholders' Equity 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Mortgage servicing rights	26,426	26,569
Liabilities and Stockholders' EquityNoninterest-bearing deposits\$ 951,565 \$ 974,201Interest-bearing deposits2,672,948Interest-bearing deposits2,672,948Total deposits3,624,513Subordinated debt63,868Junior subordinated deferrable interest debentures46,393Other liabilities68,177Total liabilities3,802,951Stockholders' Equity61,358Common stock16,424Additional paid-in capital97,766Retained earnings362,855Accumulated other comprehensive income (loss)(59,060)Total stockholders' equity417,985Autor,114407,114	Other assets	 162,457	 162,194
Noninterest-bearing deposits \$ 951,565 \$ 974,201 Interest-bearing deposits 2,672,948 2,651,952 Total deposits 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 68,177 61,358 Total liabilities 3,802,951 3,797,679 Stockholders' Equity 16,424 16,417 Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Total assets	\$ 4,220,936	\$ 4,204,793
Interest-bearing deposits 2,672,948 2,651,952 Total deposits 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 68,177 61,358 Total liabilities 3,802,951 3,797,679 Stockholders' Equity 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Liabilities and Stockholders' Equity		
Total deposits 3,624,513 3,626,153 Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 68,177 61,358 Total liabilities 3,802,951 3,797,679 Stockholders' Equity 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Noninterest-bearing deposits	\$ 951,565	\$ 974,201
Subordinated debt 63,868 63,775 Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 68,177 61,358 Total liabilities 3,802,951 3,797,679 Stockholders' Equity 16,424 16,417 Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Interest-bearing deposits	 2,672,948	 2,651,952
Junior subordinated deferrable interest debentures 46,393 46,393 Other liabilities 68,177 61,358 Total liabilities 3,802,951 3,797,679 Stockholders' Equity 0 16,424 16,417 Common stock 16,424 16,417 97,766 97,107 Retained earnings 362,855 345,264 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Total deposits	3,624,513	3,626,153
Other liabilities 68,177 61,358 Total liabilities 3,802,951 3,797,679 Stockholders' Equity 16,424 16,417 Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Subordinated debt	63,868	63,775
Total liabilities 3,802,951 3,797,679 Stockholders' Equity 16,424 16,417 Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Junior subordinated deferrable interest debentures	46,393	46,393
Stockholders' EquityCommon stock16,42416,417Additional paid-in capital97,76697,107Retained earnings362,855345,264Accumulated other comprehensive income (loss)(59,060)(51,674)Total stockholders' equity417,985407,114	Other liabilities	 68,177	 61,358
Common stock 16,424 16,417 Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Total liabilities	3,802,951	3,797,679
Additional paid-in capital 97,766 97,107 Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Stockholders' Equity		
Retained earnings 362,855 345,264 Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Common stock	16,424	16,417
Accumulated other comprehensive income (loss) (59,060) (51,674) Total stockholders' equity 417,985 407,114	Additional paid-in capital	97,766	97,107
Total stockholders' equity 417,985 407,114 0 1000,000 0 1000,000	Retained earnings	362,855	345,264
	Accumulated other comprehensive income (loss)	 (59,060)	 (51,674)
Total liabilities and stockholders' equity\$ 4,220,936\$ 4,204,793	Total stockholders' equity	 417,985	 407,114
	Total liabilities and stockholders' equity	\$ 4,220,936	\$ 4,204,793

South Plains Financial, Inc.

Consolidated Statements of Income (Unaudited) (Dollars in thousands)

		Three Mor	ths E	Six Months Ended				
	J	June 30, 2024		June 30, 2023	lune 30, 2024	J	une 30, 2023	
Interest income:								
Loans, including fees	\$	50,571	\$	42,864	\$ 99,503	\$	82,461	
Other		8,637		7,957	 18,432		15,808	
Total interest income		59,208		50,821	117,935		98,269	
Interest expense:								
Deposits		21,629		14,433	43,292		25,803	
Subordinated debt		835		1,013	1,670		2,025	
Junior subordinated deferrable interest debentures		856		789	1,717		1,540	
Other		-		5	 -		5	
Total interest expense		23,320		16,240	 46,679		29,373	
Net interest income		35,888		34,581	71,256		68,896	
Provision for credit losses		1,775		3,700	 2,605		4,710	
Net interest income after provision for credit losses		34,113		30,881	68,651		64,186	
Noninterest income:								
Service charges on deposits		1,949		1,745	3,762		3,446	
Income from insurance activities		30		37	64		1,448	
Mortgage banking activities		3,397		5,258	7,342		7,544	
Bank card services and interchange fees		4,052		4,043	7,113		6,999	
Gain on sale of subsidiary		_		33,488	_		33,488	

Other	3,281	2,541	5,837	4,878
Total noninterest income	12,709	47,112	24,118	57,803
Noninterest expense:				
Salaries and employee benefits	19,199	23,437	38,187	42,691
Net occupancy expense	4,029	4,303	7,949	8,135
Professional services	1,738	1,716	3,221	3,364
Marketing and development	860	784	1,614	1,720
Other	6,746	10,259	13,531	16,950
Total noninterest expense	32,572	40,499	64,502	72,860
Income before income taxes	14,250	37,494	28,267	49,129
Income tax expense	3,116	7,811	6,259	10,202
Net income	\$ 11,134	\$ 29,683	\$ 22,008	\$ 38,927

South Plains Financial, Inc. Reconciliation of Non-GAAP Financial Measures (Unaudited) (Dollars in thousands)

	For the quarter ended								
	June 30, 2024		N	larch 31, 2024	December 31, 2023		September 30, 2023		June 30, 2023
Pre-tax, pre-provision income								_	
Net income	\$	11,134	\$	10,874	\$	10,324	\$ 13,49	1\$	29,683
Income tax expense		3,116		3,143		2,787	3,68	3	7,811
Provision for credit losses		1,775		830		600	(700)	3,700
Pre-tax, pre-provision income	\$	16,025	\$	14,847	\$	13,711	\$ 16,47	7 \$	41,194
Efficiency Ratio									
Noninterest expense	\$	32,572	\$	31,930	\$	30,597	\$ 31,48) \$	40,499
Net interest income		35,888		35,368		35,162	35,68	9	34,581
Tax equivalent yield adjustment		223		223		225	229)	303
Noninterest income		12,709		11,409		9,146	12,27	7	47,112
Total income		48,820		47,000		44,533	48,19	5	81,996
Efficiency ratio		66.72%		67.94%		68.71%	65.34%	, =	49.39%
Noninterest expense	\$	32,572	\$	31,930	\$	30,597	\$ 31,48) \$	40,499
Less: Subsidiary transaction and related expenses			-		-			_	(4,532)
Less: net loss on sale of securities				_		_		_	(3,409)
Adjusted noninterest expense		32,572		31,930		30,597	31,48)	32,558
Total income		48,820		47,000		44,533	48,19	5	81,996
Less: gain on sale of subsidiary		_	-	_	-	_	. (290)	(33,488)
Adjusted total income		48,820		47,000		44,533	47,90	5	48,508
Adjusted efficiency ratio		66.72%		67.94%		68.71%	65.73%	, D	67.12%

	As of									
	June 30, 2024		March 31, 2024		December 31, 2023		September 30, 2023			June 30, 2023
Tangible common equity										
Total common stockholders' equity	\$	417,985	\$	408,712	\$	407,114	\$	371,716	\$	392,029
Less: goodwill and other intangibles		(21,379)		(21,562)		(21,744)		(21,936)		(22,149)
Tangible common equity	\$	396,606	\$	387,150	\$	385,370	\$	349,780	\$	369,880

Tangible assets

Total assets Less: goodwill and other intangibles	\$ 4,220,936 (21,379)	\$ 4,218,993 (21,562)	\$ 4,204,793 (21,744)	\$ 4,186,440 (21,936)	\$ 4,150,129 (22,149)
Tangible assets	\$ 4,199,557	\$ 4,197,431	\$ 4,183,049	\$ 4,164,504	\$ 4,127,980
Shares outstanding	 16,424,021	 16,431,755	 16,417,099	 16,600,442	 16,952,072
Total stockholders' equity to total assets Tangible common equity to tangible assets	9.90% 9.44%	9.69% 9.22%	9.68% 9.21%	8.88% 8.40%	9.45% 8.96%
Book value per share	\$ 25.45	\$ 24.87	\$ 24.80	\$ 22.39	\$ 23.13
Tangible book value per share	\$ 24.15	\$ 23.56	\$ 23.47	\$ 21.07	\$ 21.82