

CAPITAL MARKETS ANNOUNCEMENT

MB Financial, Inc. (NASDAQ: MBFI; Chicago, IL) Closes Offering of \$200.0 Million of Noncumulative Perpetual Preferred Stock

Sandler O'Neill + Partners, L.P. served as a joint book-running manager for this offering and served as the capital raising coordinator for both this offering and MB Financial Bank, N.A.'s concurrent \$175.0 million subordinated notes offering with total gross proceeds of \$375.0 million.

This transaction is the 221st public offering or private placement of common or preferred stock transaction for a community bank since January 1, 2012 in which Sandler O'Neill acted as book-runner, co-manager or placement agent—more than any other investment bank during that period. These transactions have raised over \$39.0 billion for our clients.¹

About the Offering:

Chicago, IL, November 22, 2017 – MB Financial, Inc. (the "Company" or "MB Financial") (Nasdaq: MBFI) announced today the completion of a \$200 million public offering of depositary shares, each representing a 1/40th interest in a share of fixed-rate Series C Noncumulative Perpetual Preferred Stock. The dividend rate is 6.00%.

The Company intends to use the net proceeds from the offering of depositary shares to fund the redemption of some or all of its outstanding shares of its Series A Preferred Stock, at a per share redemption price of \$25 plus the per share amount of any dividends that have been declared but not paid prior to the redemption date, and for general corporate purposes, which may include the repayment of indebtedness.

This announcement is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy securities.

About the Company:

MB Financial, Inc. is a Chicago-based institution with its common stock traded on The NASDAQ Global Select Market under the symbol "MBFI". A financial holding company, MB Financial has a market capitalization of \$3.7 billion and has 86 branches across the Chicago, IL MSA. MB Financial conducts a broad range of financial services through its banking subsidiary, MB Financial Bank, N.A. ("MB Bank"). MB Bank has three asset management subsidiaries.

MB Financial operates three main business lines, banking, leasing and mortgage. For the last-twelve-months ending September 30th, 2017, the three operating segments had \$207 million of combined operating income, 86% from banking, 11% from leasing, 3% from mortgage. MB Financial provides products and services in all 50 states and Canada with over half of the consolidated group's revenue generated from outside of Illinois.

(1) Source: SNL Financial

(2) Financial data is not pro forma for the Preferred Offering; Source: SNL Financial

November 22, 2017

**6.00% Noncumulative
Perpetual Preferred Stock
\$200.0 Million**



Joint Book-Running Manager

SANDLER O'NEILL + PARTNERS

Financial Highlights as of September 30, 2017²

(Dollars in millions)

Total Assets	\$20,117
Net Loans (Excl. HFS)	13,726
Total Deposits	14,415
Total Equity	2,692
Tang. Common Equity/ Tang. Assets (%)	7.98
LTM ROAA (%)	1.07
LTM ROATCE (%)	14.22

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