



BRIDGE
BANCORP, INC.

*FIG Partners' 11th Annual Bank CEO Forum
September 28-29, 2015*

Forward Looking Statement

Certain statements contained herein are "forward looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Such forward looking statements may be identified by reference to a future period or periods, or by the use of forward looking terminology, such as "may," "will," "believe," "expect," "estimate," "anticipate," "continue," or similar terms or variations on those terms, or the negative of those terms. Forward looking statements are subject to numerous risks and uncertainties, as described in our SEC filings, including, but not limited to, those related to the real estate and economic environment, particularly in the market areas in which the Company operates, competitive products and pricing, fiscal and monetary policies of the U.S. Government, changes in government regulations affecting financial institutions, including regulatory fees and capital requirements, changes in prevailing interest rates, acquisitions and the integration of acquired businesses, credit risk management, asset-liability management, the financial and securities markets and the availability of and costs associated with sources of liquidity.

The Company wishes to caution readers not to place undue reliance on any such forward looking statements, which speak only as of the date made. The Company wishes to advise readers that the factors listed above could affect the Company's financial performance and could cause the Company's actual results for future periods to differ materially from any opinions or statements expressed with respect to future periods in any current statements. The Company does not undertake and specifically declines any obligation to publicly release the results of any revisions, which may be made to any forward looking statements to reflect events or circumstances after the date of such statements or to reflect the occurrence of anticipated or unanticipated events.

Non-GAAP Financial Measures

This presentation references non-GAAP financial measures including tangible book value per share, core return on average assets, core return on average equity, core earnings, core efficiency ratio and core expenses to average assets. These measures are commonly used by investors in evaluating financial condition and operations. Core earnings exclude acquisition costs, securities (losses) and tax benefit. Reconciliations to comparable GAAP financial measures can be found in the Appendix section of this presentation.

Corporate Profile

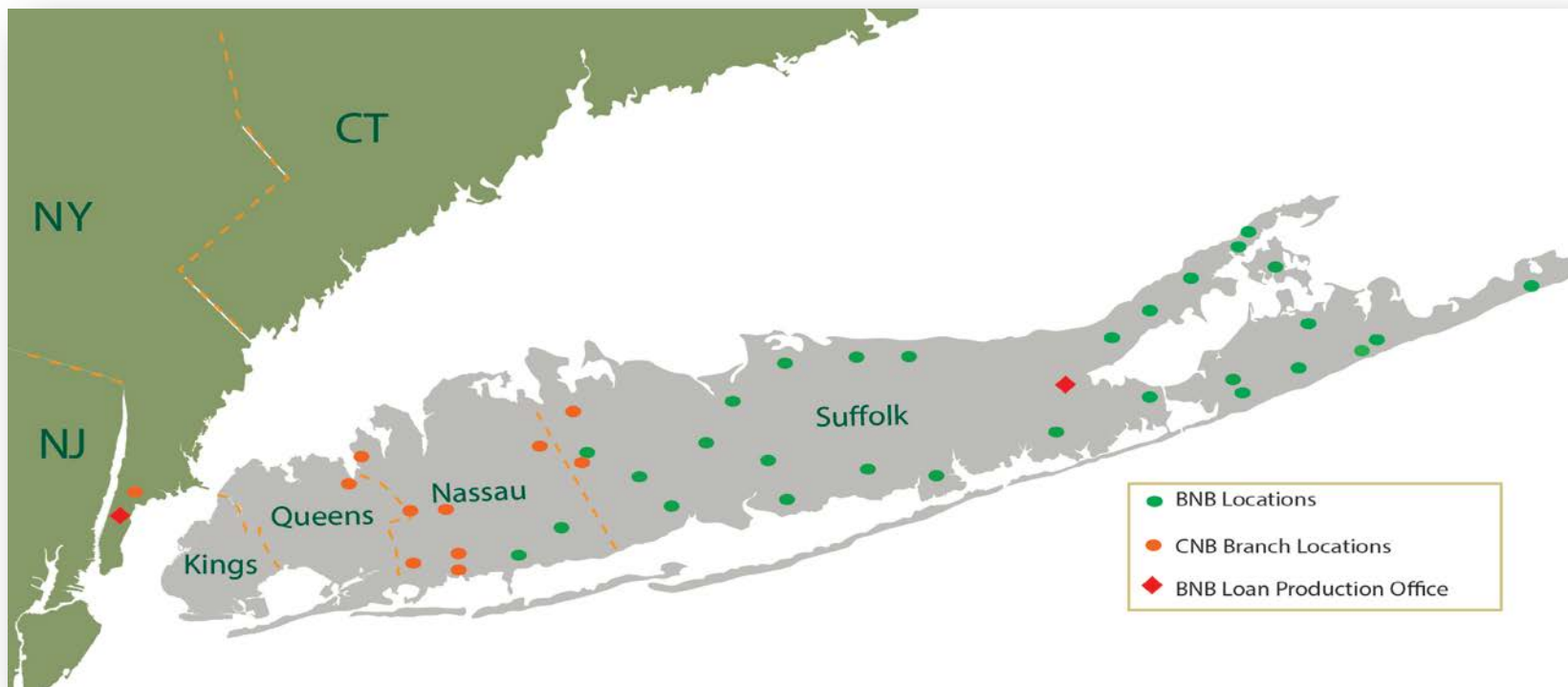
- 🚢 **A Growing Long Island Business**
 - *Passionate About Long Island Business*
- 🚢 **Committed to Community Banking**
 - *Delivering Results to Our Stakeholders*
- 🚢 **Local Decisions Made by Local Bankers**
 - *Fueling the Economy with \$2.3 Billion in Loans*
- 🚢 **Built On A Strong Culture & Identity**
 - *Succeeding by Building Relationships & Partnerships*

Current Franchise

June 30, 2015

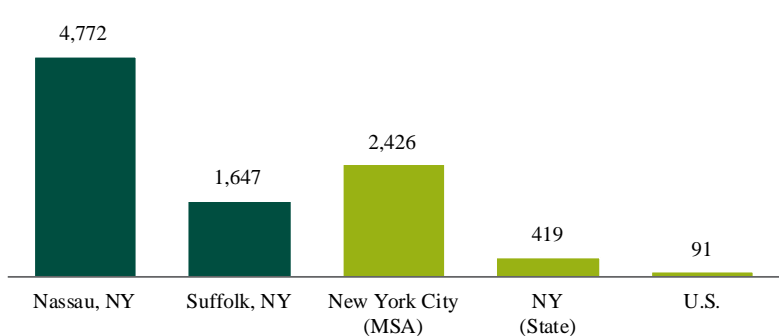
🏢 **Headquarters:** Bridgehampton
🏢 **Chartered:** 1910
🏢 **FT Employees:** 432
🏢 **Branches:** 40
🏢 **Nasdaq/Russell 2000** BDGE

🏢 **Assets:** \$3.4 billion
🏢 **Loans:** \$2.3 billion
🏢 **Deposits:** \$2.8 billion
🏢 **Market Cap:** \$468 million ⁽¹⁾

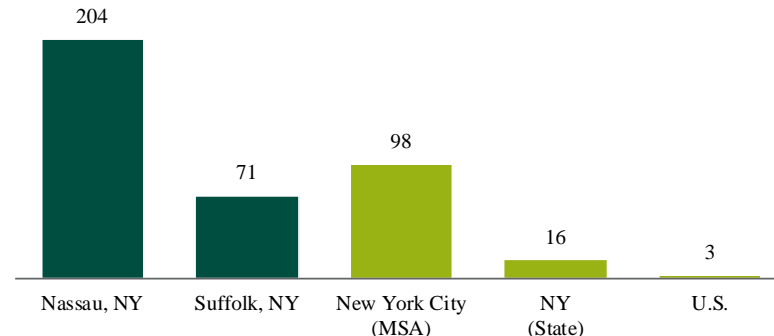


Favorable Long Island Demographics

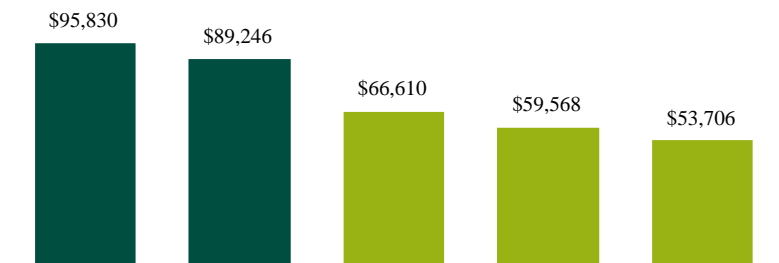
Population Density ¹



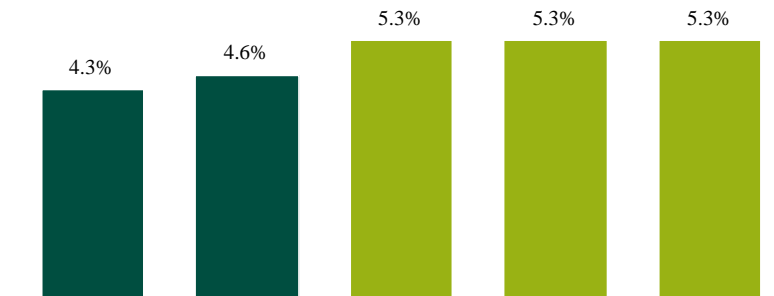
Businesses per Square Mile



Median Household Income ²



Unemployment Rate ²



% of Households w/ 100K+ Income: Nassau, NY (48%), Suffolk, NY (44%), New York City (MSA) (33%), NY (State) (28%), U.S. (23%)

Source: SNL Financial and Nielsen estimates for 2015.

(1) Population density calculated as number of people per square mile.

(2) Data as of June 2015.

Management Profile

Executive Team

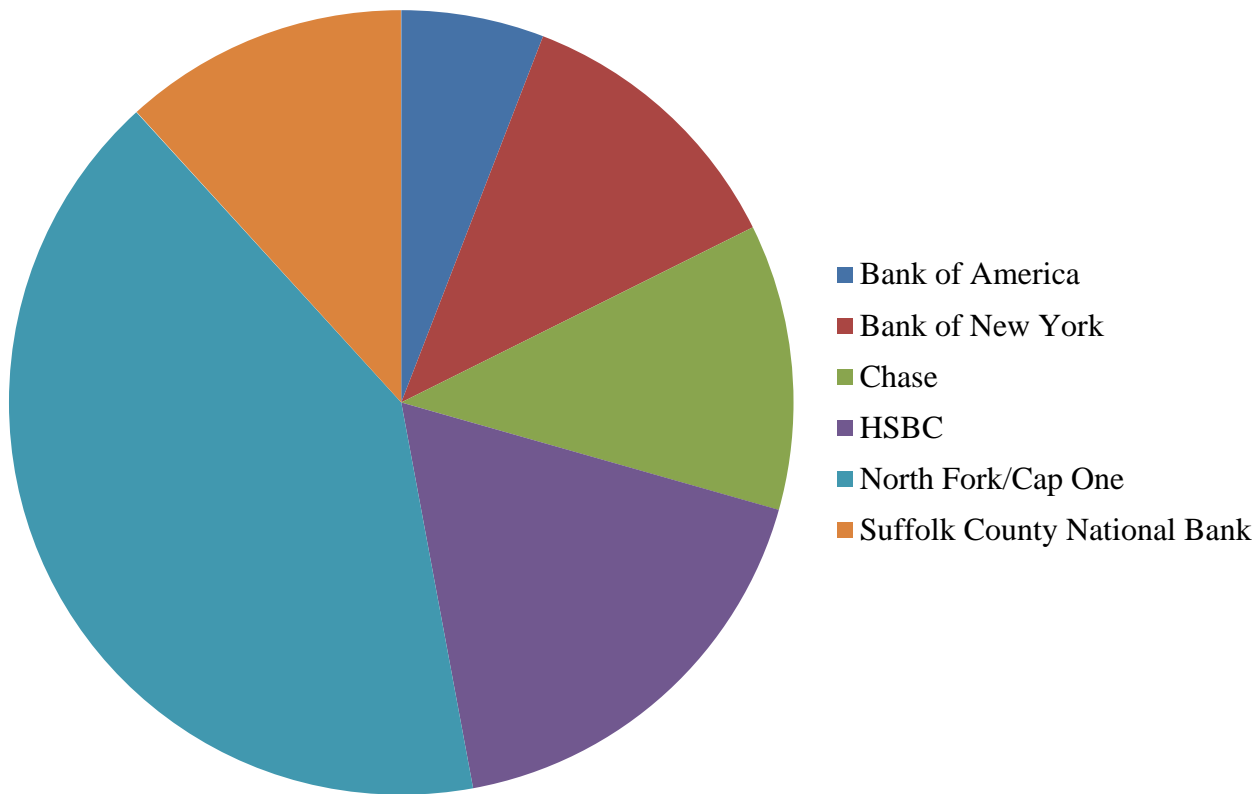
- *Kevin M. O'Connor, President and CEO*
- *Howard H. Nolan, Chief Financial Officer*
- *James J. Manseau, Chief Retail Banking Officer*
- *Kevin L. Santacroce, Chief Lending Officer*
- *John M. McCaffery, Treasurer*





Each with Over 25 Years of Financial Services Experience

- ## Continue to hire Experienced Professionals commensurate with size & complexity of Company
- *Revenue Producers, Compliance & Operational Positions*

Where Do Our Bankers Come From?

Recent Business Development Additions



-  **22 Years Average Banking Experience**
-  **NYC Team Leader – Chase Credit Trained Grew our NY LPO to \$100 million in Loans**
-  **Lender Acquired from CNB with 54 Years Experience**
-  **Strong Core of Former North Fork Bankers**

Strategic Objectives

-  **Grow the Core/Legacy Franchise**
-  **Integrate & Convert Acquired Branches**
-  **Enhance Operations & Infrastructure**
-  **Identify & Execute Market Opportunities**

“Execute Our Mission & Deliver Results”

Community National Bank (CNB) Acquisition

Strategic Rationale for Acquisition

- *Created #1 REAL Community Bank Headquartered on LI with \$3.4 billion in Assets*
 - *Top 5 deposit market share¹ with combined 40 branch network*
 - *Diversified Loan Portfolio with Low Cost Deposit Base*
- *Continues Geographic Expansion into Highly Attractive Markets*
 - *Complements FBNBY Bancorp acquisition completed in February 2014*
- *Increased Size & Scale Enhances Operating Leverage & Profitability*
 - *Accretive to Earnings with 35% Cost Saves Expected*
- *Excess Liquidity & Higher Lending Limits Provide Additional Growth Potential*
 - *Service Larger Customers & Expand Existing Relationships*

Community National Bank Transaction Update

- 🌐 Closed Transaction and Migrated Core Systems June 2015
- 🌐 Acquired \$900MM in Assets
 - \$736MM in Loans w/ \$18MM fair value mark
 - \$787MM in Deposits w/ \$221MM in DDA
 - Goodwill of \$85.5MM and CDI of \$5.9MM
- 🌐 Added 11 Branches (7 in Nassau County, 2 in Suffolk County and 2 in NYC-Manhattan, Bayside, Queens)
- 🌐 Retained 72 Bankers including Branch, Lending, IT & Support Staff
- 🌐 Acquired SBA & Residential Lending Platforms

Strategies & Accomplishments – Q2 2015



Core Net Income of \$5.4 million or \$.43 Per Share

- *Core ROA of .86% & Core ROE of 10.50%*



Record Net Interest Income \$20.4 million

- *Net Interest Margin 3.57%*



Loan Growth of \$1.1 billion

- *89% Higher Than a Year Ago*



Deposits of \$2.8 billion

- *59% Higher Than a Year Ago*

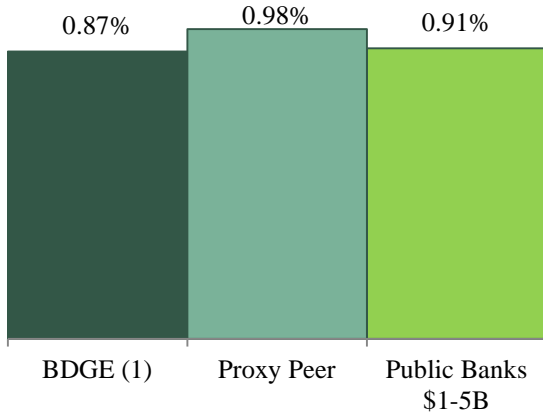


Tier 1 Capital Increased by \$67 million

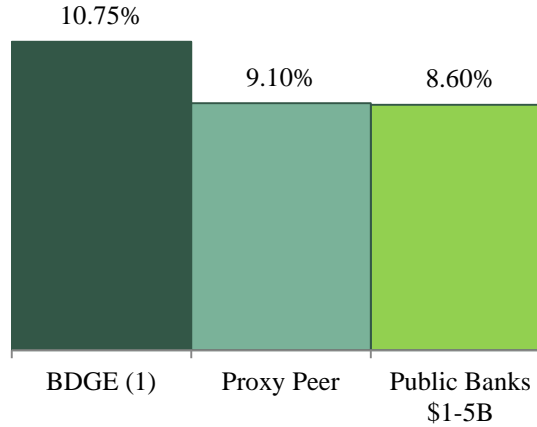
- *Tangible Book Value of \$13.20/Share*

June 2015 YTD Performance vs Peers

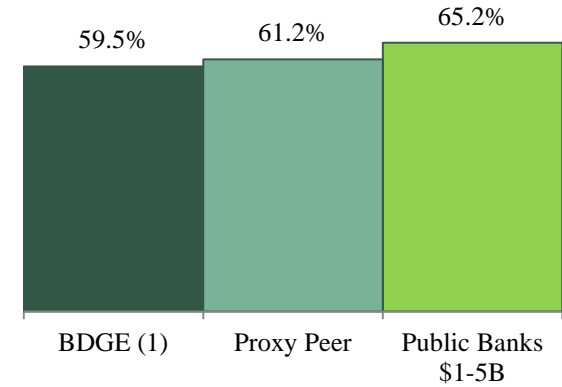
Return on Average Assets



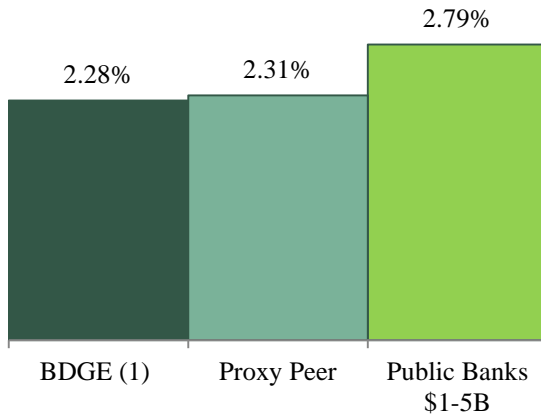
Return on Average Equity



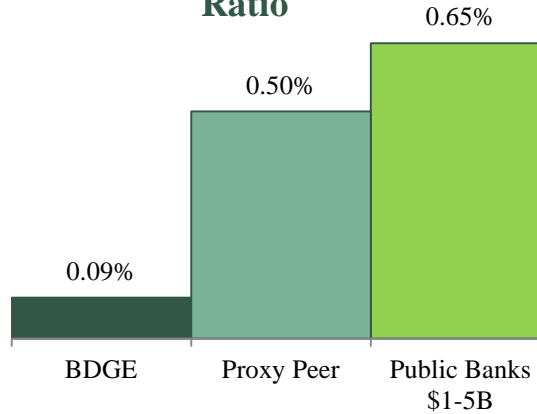
Efficiency Ratio



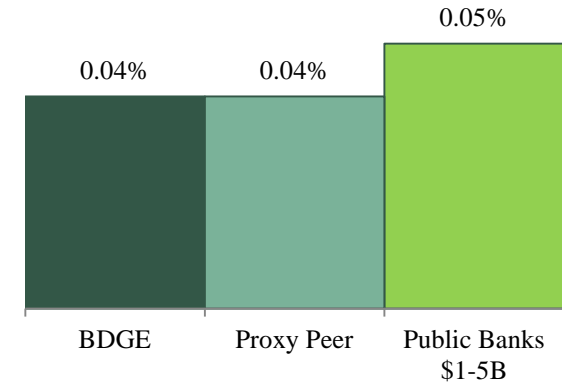
Expenses to Average Assets



Non Performing Assets Ratio

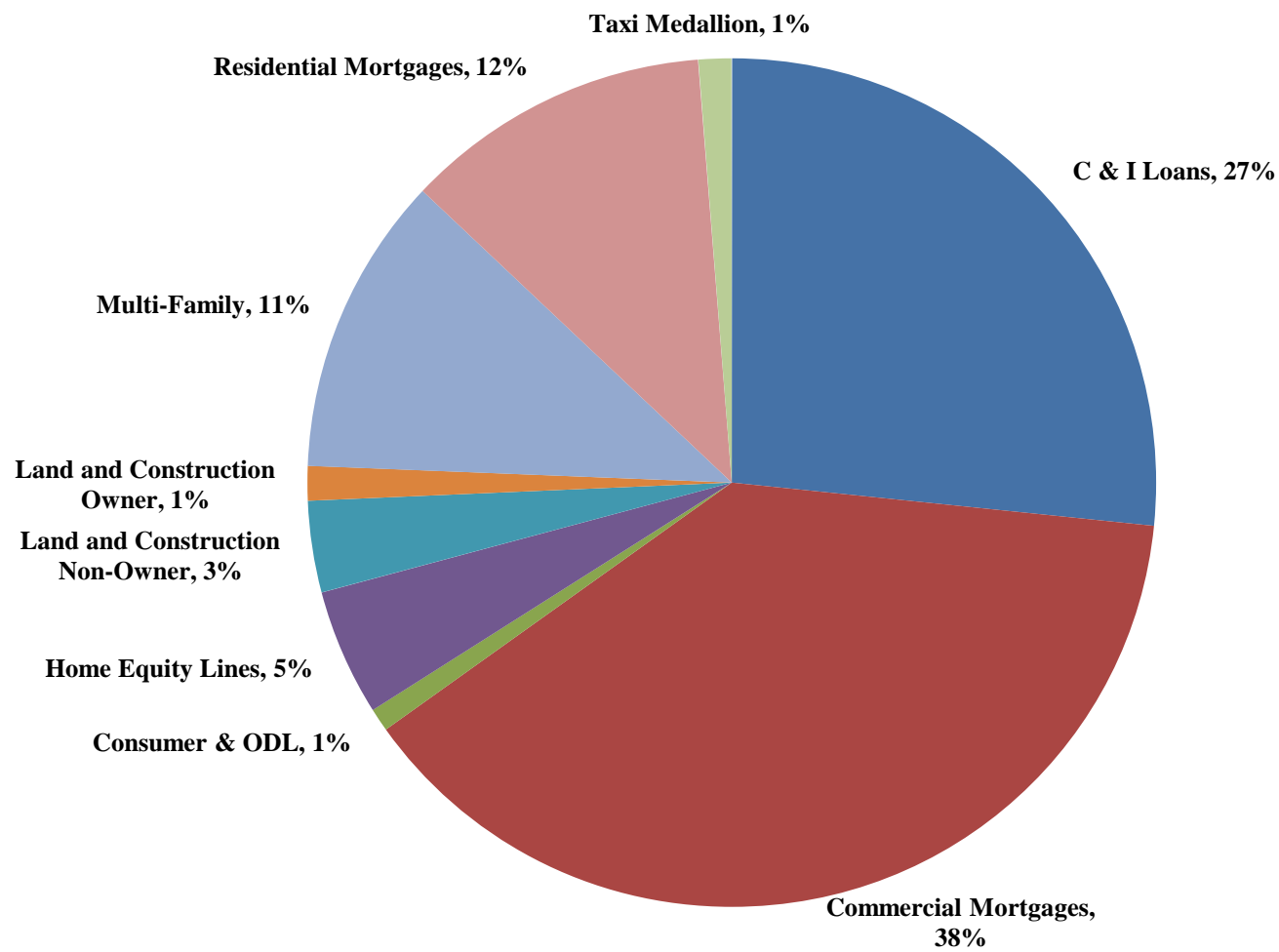


Net Charge Offs

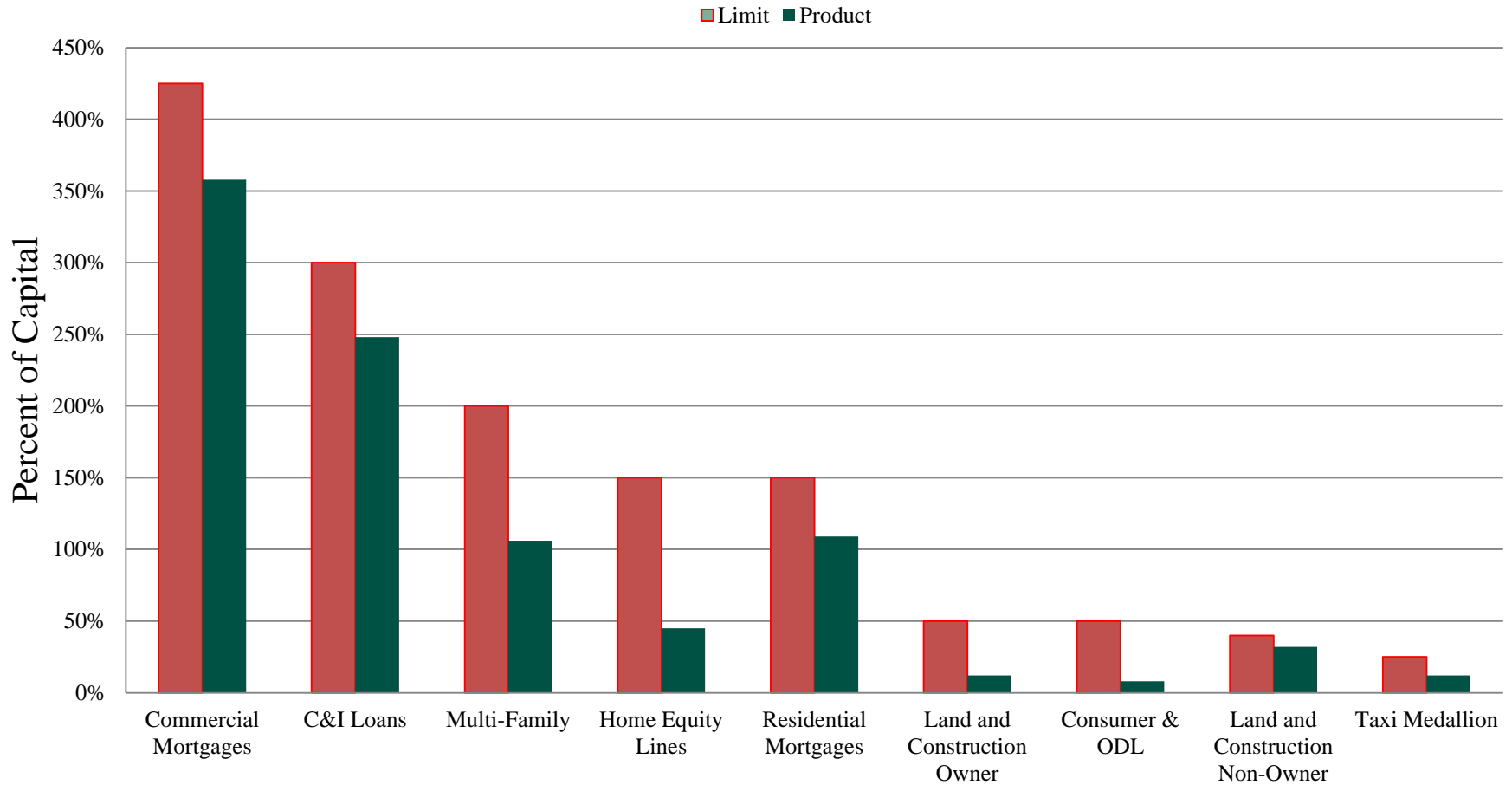


Portfolio Distribution by Exposure

June 30, 2015



Concentration Limits by Product (Total Portfolio) June 30, 2015



Taxi Medallions

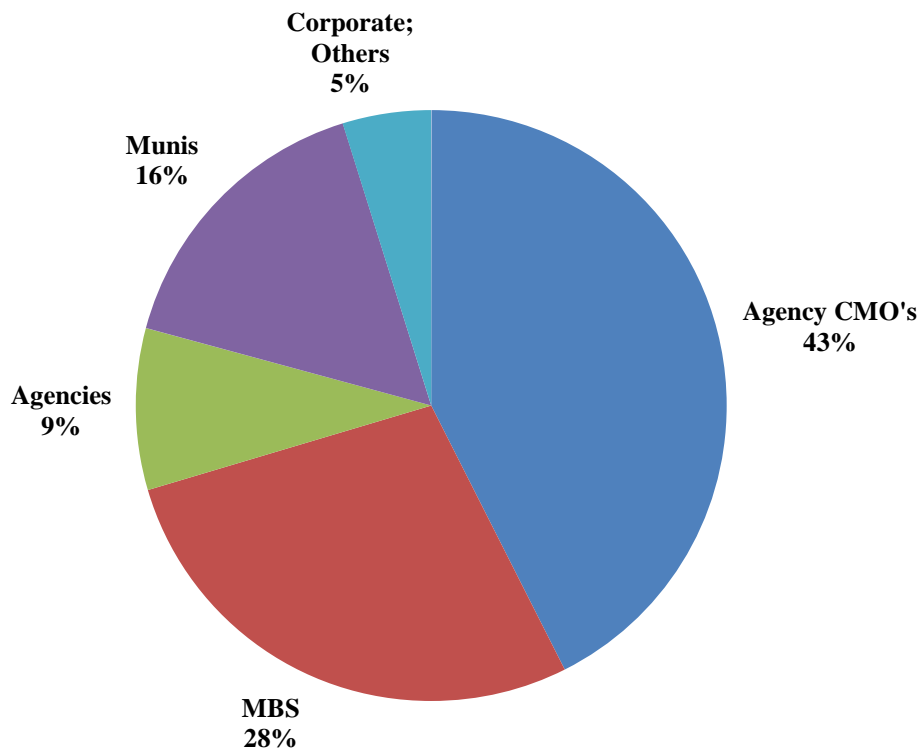
- Total exposure of \$33 million is exclusively first lien direct obligations of Medallion Owners, with 99% Fleet Medallion Owners, representing just 1.4% of total loans and 12% of Bank's tier 2 capital.
- No new originations planned and we anticipate our exposure and concentration levels to decline even further through amortization, pay-downs and total loan portfolio growth.
- Only NYC-Manhattan Medallions; No exposure to non-NYC medallions. All loans carry personal guarantees.
- At June 30, 2015, the Taxi Medallion portfolio is 100% current.
- The most recent transactions date back to March 2015 thus reflecting an illiquid market for Medallions. Based on internal valuation estimates which have been adjusted by over 30% from the peak value, the current average LTV of our portfolio is 66%.
- Approximately 35% of the Portfolio comes due during the remainder of 2015 and 23% in 2016
- Our intention is to work with Medallion Owners who may be unable to refinance existing notes away from the Bank.

Asset Quality Ratios


	ALLL/Total Loans*	Past Due & NPLs/Total Loans	NPLs/Total Loans	YTD Net Loan Losses/Avg Total Loans	ALLL/NPLs
12/31/2010	1.69%	1.74%	1.33%	0.22%	126%
12/31/2011	1.87%	1.16%	0.68%	0.28%	261%
12/31/2012	1.81%	0.78%	0.41%	0.21%	439%
12/31/2013	1.58%	0.53%	0.38%	0.09%	419%
12/31/2014	1.39%	0.20%	0.09%	0.05%	1466%
6/30/2015	1.27%	0.26%	0.09%	0.04%	954%
3/31/2015 Peer Group	1.10%	0.90%	0.53%	0.06%	412%

Conservative Securities Portfolio

June 30, 2015



 **\$841 Million in Securities**

 **Exceptional Credit Quality with 79% Guaranteed by the U.S. Government**

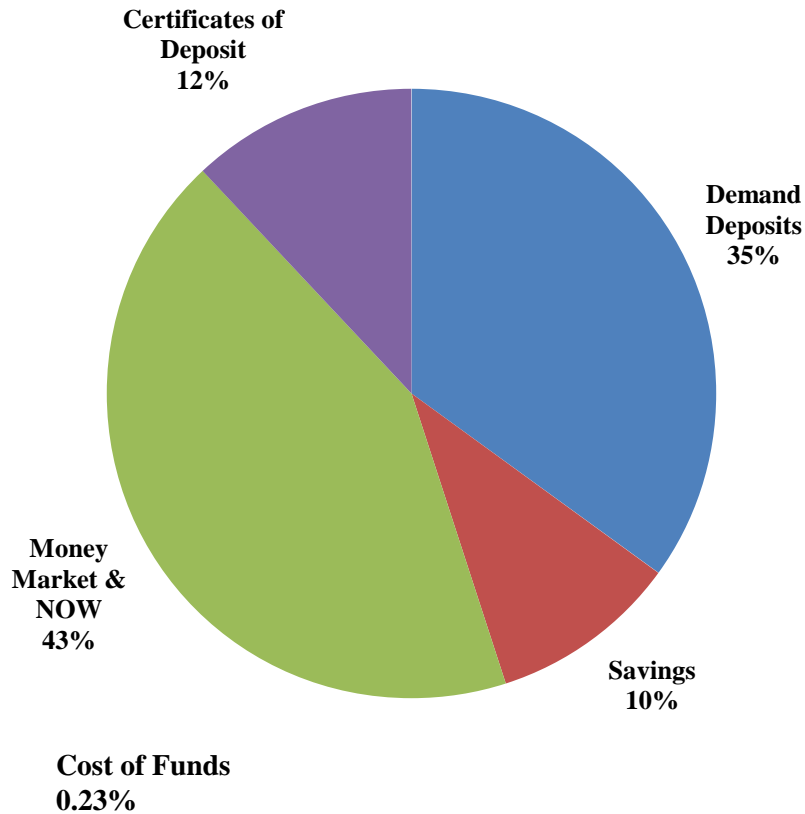
 **Effective Portfolio Duration is 3.73 Years**

Exposure to Interest Rate Risk

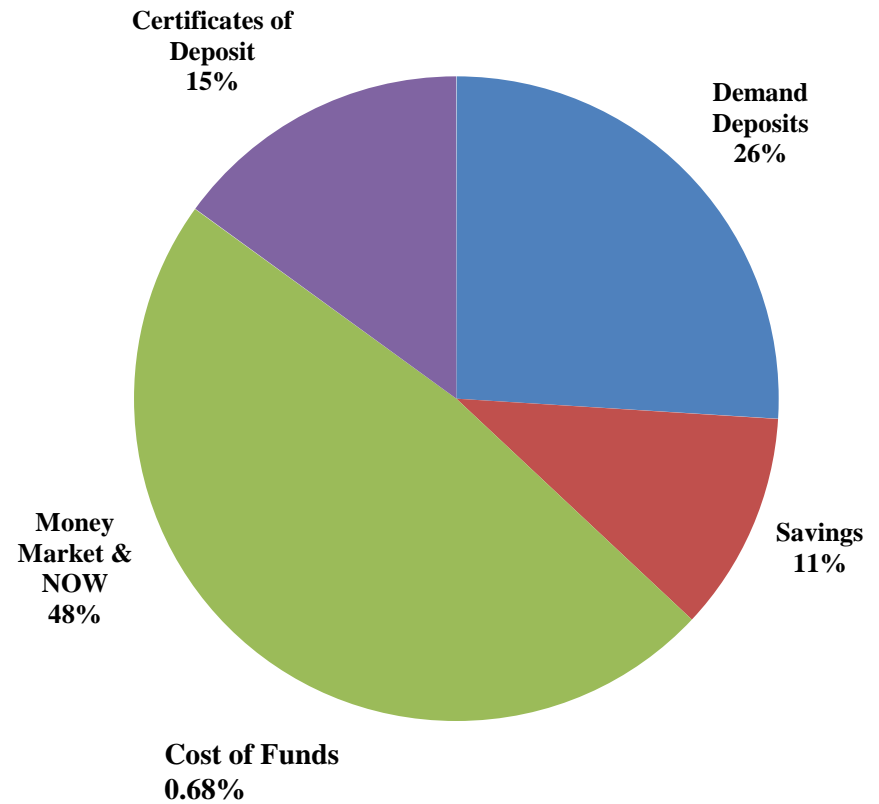
Interest Rate Risk	<u>6/30/15</u>	<u>3/31/15</u>	<u>6/30/14</u>
Earnings at Risk (Max.)			
Pct (%) Change in Net Interest Income with +200 bps ramp (12 Mths)			
Year 1 NII (% Change from Year 1 – Base) Up 200 BP	-5.1%	-5.2%	-6.2%
Year 2 NII (% Change from Year 1 – Base) Up 200 BP	-4.9%	-5.5%	-7.0%
EVE Analysis Percentage Change in EVE (+200BP)	-10.8%	-7.6%	-18.7%

Deposit Profile

June 30, 2015

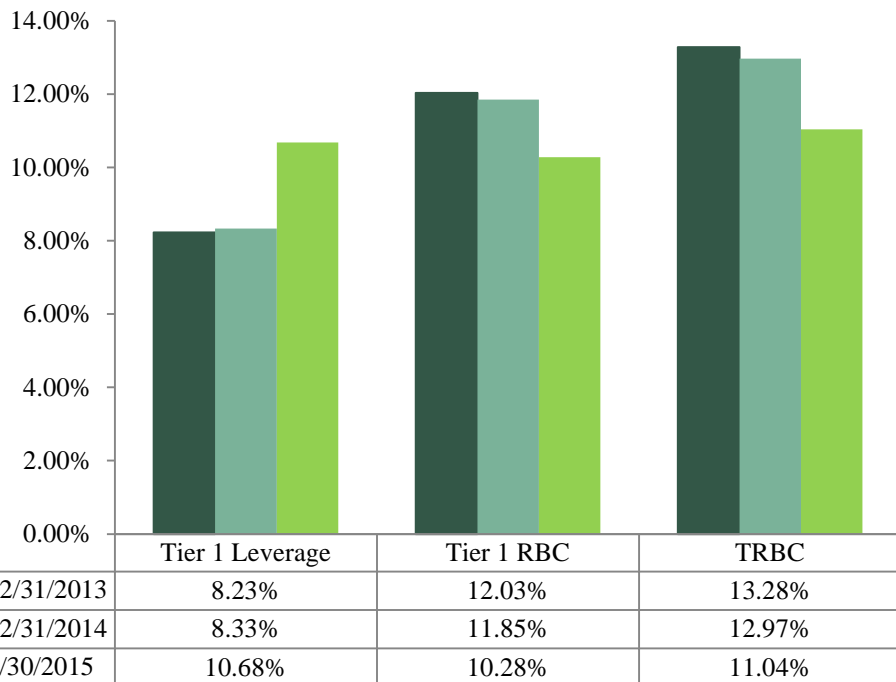


December 31, 2010

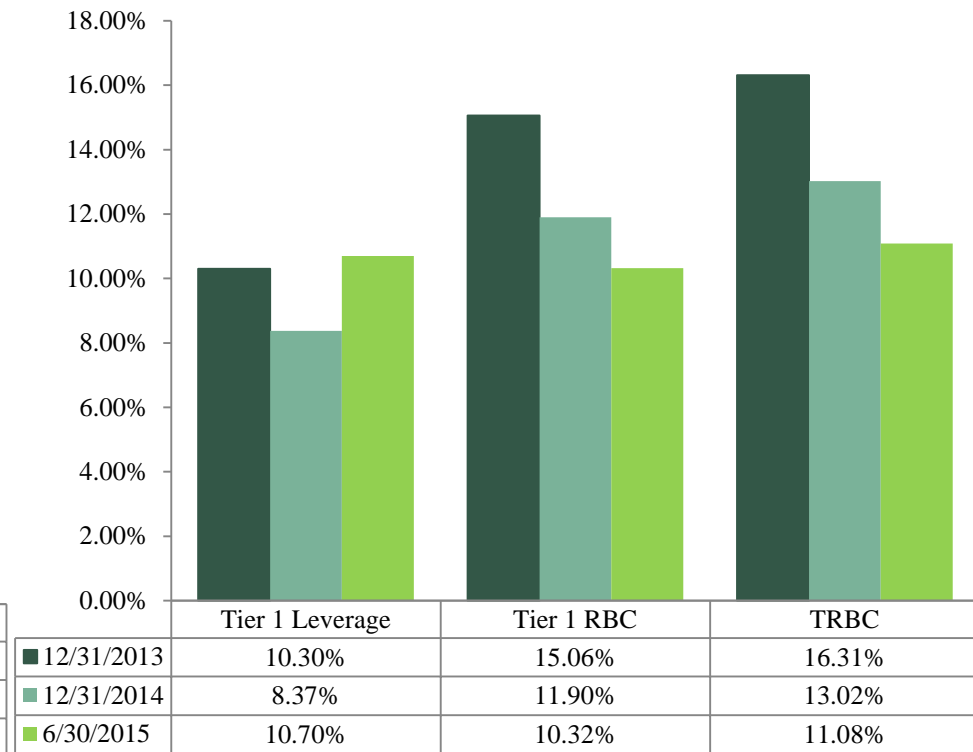


Capital Overview

Bank Level



Holding Company Level



- *Tier 1 Leverage ratio is higher at 6/30/15 due to the merger date falling near the end of the quarter*
- *Historically above Board adopted minimum standards & well-capitalized regulatory capital standards*

Sub-Debt Issuance

- 🚢 **\$80 million raised September 21st:**
 - **\$40 million – 15 years (Non-call 10 years) 5.75%**
 - **\$40 million – 10 years (Non-call 5 years) 5.25%**
- 🚢 **\$50 million contribution to Bank Capital or 200 bpts in Capital**
- 🚢 **Retain \$30 million at Holding Company providing 6 quarters of liquidity**
- 🚢 **Bank Dividend Capacity of \$28.5 million at June 30, 2015**

Summary

- 🚢 **Strong & Consistent Financial Performance**
- 🚢 **Outstanding Asset Quality and Balance Sheet Flexibility**
- 🚢 **Superior Franchise Growth with Compelling Opportunities**
- 🚢 **Well-Positioned in Economically Attractive Markets**
- 🚢 **Experienced Management Team and Board of Directors**
- 🚢 **Clear Understanding of Risks, Opportunities and Challenges**

Appendix

Proxy Peer Group

	<u>Company Name</u>	<u>Ticker</u>	<u>Location</u>	<u>Total Assets</u> <u>MRQ (\$000)</u>
1	First of Long Island Corp.	FLIC	Glen Head, NY	\$ 2,828,714
2	Lakeland Bank	LBAI	Oak Ridge, NJ	\$ 3,699,127
3	Peapack-Gladstone Financial	PGC	Bedminster, NJ	\$ 3,118,170
4	Suffolk Bancorp	SUBK	Riverhead, NY	\$ 1,998,220
5	ConnectOne Bancorp, Inc.	CNOB	Englewood Cliffs, NJ	\$ 3,660,057
6	Century Bancorp Inc.	CNBKA	Medford, MA	\$ 3,913,818
7	Cardinal Financial Corp.	CFNL	McLean, VA	\$ 3,765,274
8	Enterprise Bancorp Inc.	EBTC	Lowell, MA	\$ 2,170,477
9	Meridian Bancorp Inc.	EBSB	Peabody, MA	\$ 3,302,261
10	Bryn Mawr Bank Corp.	BMTC	Bryn Mawr, PA	\$ 2,950,014
11	Oritani Financial Corp.	ORIT	Township of Washington, NJ	\$ 3,353,065
12	Sandy Spring Bancorp Inc.	SASR	Olney, MD	\$ 4,507,367
13	Univest Corp. of Pennsylvania	UVSP	Souderton, PA	\$ 2,780,578
14	Washington Trust Bancorp Inc.	WASH	Westerly, RI	\$ 3,644,477
15	OceanFirst Financial Corp.	OCFC	Toms River, NJ	\$ 2,395,100
16	Eagle Bancorp Inc	EGBN	Bethesda, MD	\$ 5,753,803
17	Flushing Financial Corp.	FFIC	Uniondale, NY	\$ 5,359,964
18	Hingham Instit. For Savings	HIFS	Hingham, MA	\$ 1,633,996
19	WSFS Financial Corp.	WSFS	Wilmington, DE	\$ 5,077,483
20	Brookline Bancorp Inc.	BRKL	Boston, MA	\$ 5,782,934
21	TowneBank	TOWN	Portsmouth, VA	\$ 6,055,181

Reconciliation of GAAP to Core Results

(Dollars in thousands, except per share amounts)

	<u>Three Months Ended June 30, 2015</u>	
Net Income Reported/Diluted Earnings Per Share - (GAAP)	\$ 463	\$ 0.04
Adjustments:		
Acquisition Costs, Net of Income Taxes	5,260	0.42
Net Securities Losses, Net of Income Taxes	-	-
Tax Benefit Related to NYC Tax Law Change	<u>(351)</u>	<u>(0.03)</u>
Net Income/Diluted Earnings Per Share - Core	<u>\$ 5,372</u>	<u>\$ 0.43</u>
	<u>Three Months Ended</u>	<u>Six Months Ended</u>
	<u>June 30, 2015</u>	<u>June 30, 2015</u>
Return on Average Total Assets – (GAAP)	0.07%	0.44%
Acquisition Costs, Net of Income Taxes	0.84%	0.46%
Net Securities Losses, Net of Income Taxes	0.00%	0.00%
Tax Benefit Related to NYC Tax Law Change	<u>(0.05%)</u>	<u>(0.03%)</u>
Core Return on Average Total Assets	<u>0.86%</u>	<u>0.87%</u>
Return on Average Stockholders' Equity – (GAAP)	0.91%	5.47%
Acquisition Costs, Net of Income Taxes	10.28%	5.64%
Net Securities Losses, Net of Income Taxes	0.00%	0.01%
Tax Benefit Related to NYC Tax Law Change	<u>(0.69%)</u>	<u>(0.37%)</u>
Core Return on Average Stockholders' Equity	<u>10.50%</u>	<u>10.75%</u>

Reconciliation of GAAP to Core Results

(Dollars in thousands, except per share amounts)

	At June 30, 2015
Common shares outstanding	17,369,600
Stockholders' equity – (GAAP)	\$ 333,907
Less: Goodwill and other intangible assets	104,559
Tangible stockholders' equity	\$ 229,348
Tangible book value per common share	\$ 13.20
Efficiency ratio – (GAAP)	78.26%
Non-interest expense	\$ 35,344
Less: amortization of intangibles and acquisition costs	8,472
Non-interest expense exc. amortization of intangibles and acquisition costs	\$ 26,872
Net interest income (fully taxable equivalent)	\$ 39,830
Non-interest income	5,331
Less: gains (losses) from securities transactions	(10)
Total revenues excl. gains (losses) from securities transactions	\$ 45,171
Core efficiency ratio	59.49%
	Six Months Ended
	June 30, 2015
Operating Expense as a % of Average Assets – (GAAP)	2.98%
Acquisition Costs, Net of Income Taxes	-0.70%
Core Operating Expense as a % of Average Assets	2.28%