

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported)  
November 6, 2018

**ORIGIN BANCORP, INC.**  
(Exact name of Registrant as specified in its charter)

Louisiana

(State or other jurisdiction of incorporation)

001-38487

(Commission File No.)

72-1192928

(I.R.S. Employer Identification No.)

500 South Service Road East, Ruston, Louisiana

(Address of principal executive offices)

71270

(Zip Code)

Registrant's telephone number, including area code: (318) 255-2222

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14A-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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.

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**ITEM 7.01 Regulation FD Disclosure**

During the fourth quarter of 2018, officers of Origin Bancorp, Inc. are presenting at various bank conferences. A copy of the presentation materials to be used in such conferences is attached as Exhibit 99.1.

As provided in General Instructions B.2 to Form 8-K, the information furnished in this Item 7.01 and in Exhibit 99.1 of this Current Report on Form 8-K shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, and such information shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**ITEM 9.01**

**Financial Statements and Exhibits**

(d)

Exhibits. The following are furnished as exhibits to this Current Report on Form 8-K.

Exhibit 99.1

[Presentation materials](#)

**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 hereunto duly authorized.

**ORIGIN BANCORP, INC.**

By: /s/ Stephen H. Brolly  
Stephen H. Brolly, Chief Financial Officer

Date: November 6, 2018



**ORIGIN BANCORP, INC.** \_\_\_\_\_

3Q TWENTY18 PRESENTATION

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## Forward-Looking Statements and Non-GAAP Information

This presentation contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include information regarding Origin's future financial performance, business and growth strategy, projected plans and objectives, and related transactions, integration of the acquired businesses, ability to recognize anticipated operational efficiencies, and other projections based on macroeconomic and industry trends, which are inherently unreliable due to the multiple factors that impact economic trends, and any such variations may be material. Such forward-looking statements are based on various facts and derived utilizing important assumptions, current expectations, estimates and projections about Origin and its subsidiaries, any of which may change over time and some of which may be beyond Origin's control. Statements preceded by, followed by or that otherwise include the words "believes," "expects," "anticipates," "intends," "projects," "estimates," "plans" and similar expressions or future or conditional verbs such as "will," "should," "would," "may" and "could" are generally forward-looking in nature and not historical facts, although not all forward-looking statements include the foregoing. Further, certain factors that could affect the Company's future results and cause actual results to differ materially from those expressed in the forward-looking statements include: deterioration of Origin's asset quality; changes in real estate values and liquidity in Origin's primary market areas; the financial health of Origin's commercial borrowers and the success of construction projects that Origin finances, including any loans acquired in acquisition transactions; changes in the value of collateral securing Origin's loans; business and economic conditions generally and in the financial services industry, nationally and within Origin's local market area; Origin's ability to prudently manage its growth and execute its strategy; changes in management personnel; Origin's ability to maintain important deposit customer relationships, volatility and direction of market interest rates, which may increase funding costs and reduce earning asset yields thus reducing margin; increased competition in the financial services industry, particularly from regional and national institutions; difficult market conditions and unfavorable economic trends in the United States generally, and particularly in the market areas in which Origin operates and in which its loans are concentrated, including the effects of declines in housing markets; an increase in unemployment levels and slowdowns in economic growth; Origin's level of nonperforming assets and the costs associated with resolving any problem loans including litigation and other costs; the credit risk associated with the substantial amount of commercial real estate, construction and land development, and commercial loans in Origin's loan portfolio; the extensive federal and state regulation, supervision and examination governing almost every aspect of Origin's operations including changes in regulations affecting financial institutions, including the Dodd-Frank Wall Street Reform and Consumer Protection Act and the rules and regulations being issued in accordance with this statute and potential expenses associated with complying with such regulations; Origin's ability to comply with applicable capital and liquidity requirements, including its ability to generate liquidity internally or raise capital on favorable terms, including continued access to the debt and equity capital markets; possible changes in trade, monetary and fiscal policies, laws and regulations and other activities of governments, agencies, and similar organizations; and the effects of weather and natural disasters such as floods, droughts, wind, tornadoes and hurricanes as well as effects from geopolitical instability and manmade disasters including terrorist attack. For discussion of these and other risks that may cause actual results to differ from expectations, please refer to "Cautionary Note Regarding Forward-Looking Statements" in Origin's most recent Quarterly Report on Form 10-Q filed with the SEC and "Risk Factors" in Origin's prospectus filed with the SEC on May 9, 2018, pursuant to Section 424(b) of the Securities Act of 1933, as amended and any updates to those risk factors set forth in Origin's subsequent Quarterly Reports on Form 10-Q or Current Reports on Form 8-K. If one or more events related to these or other risks or uncertainties materialize, or if Origin's underlying assumptions prove to be incorrect, actual results may differ materially from what Origin anticipates. Accordingly, you should not place undue reliance on any such forward-looking statements. Any forward-looking statement speaks only as of the date on which it is made, and Origin does not undertake any obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise. New risks and uncertainties arise from time to time, and it is not possible for Origin to predict those events or how they may affect Origin. In addition, Origin cannot assess the impact of each factor on Origin's business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements. All forward-looking statements, expressed or implied, included in this communication are expressly qualified in their entirety by this cautionary statement. This cautionary statement should also be considered in connection with any subsequent written or oral forward-looking statements that Origin or persons acting on Origin's behalf may issue. Annualized, pro forma, projected and estimated numbers are used for illustrative purpose only, are not forecasts and may not reflect actual results.

Origin reports its results in accordance with United States generally accepted accounting principles ("GAAP"). However, management believes that certain non-GAAP financial measures used in managing its business may provide meaningful information to investors about underlying trends in its business and management uses these non-GAAP measures to measure the Company's performance and believes that these non-GAAP 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 without the impact of unusual items or events that may obscure trends in the Company's underlying performance. Non-GAAP financial measures should be viewed in addition to, and not as an alternative for, Origin's reported results prepared in accordance with GAAP. The following are the non-GAAP measures used in this presentation:

- Tangible common equity is defined as total stockholders' equity less SBLF preferred stock, goodwill and other intangible assets, net
- Tangible assets is defined as total assets less goodwill and core deposit intangibles and other intangible assets, net
- Tangible common equity to tangible assets is a ratio that is determined by dividing tangible common equity by tangible assets
- Tangible book value per common share is determined by dividing tangible common equity by common shares outstanding (assuming the conversion of all shares of Series D preferred stock issued and outstanding into common shares on a one-for-one basis)



## THE CORE VALUES

- O** Our Foundation Is Trust:  
Earn It Every Day
- R** Recognize & Encourage Strong  
Work Ethic & Individual Initiative
- I** Innovative, Flexible & Forward  
Thinking
- G** Genuine Respect for Yourself &  
Others
- I** Individual & Corporate Commitment  
to our Communities
- N** Never Compromise our Integrity

## UNIQUE BY DESIGN

At Origin, we believe our culture is a true differentiator across our footprint. It defines all that we do and permeates throughout our organization. It allows us to attract the best bankers in our markets, and it drives our philosophy of relationship banking. From our mission, vision, and values to our brand promise and standards, our culture is the foundation of our success.

- DIRECTOR OF CULTURE STRATEGIES**
- CULTURE DAY FOR NEW HIRES**
- CULTURE COUNCIL**
- PROJECT ENRICH**
- THE BLUE PRINT**
- DREAM MANAGER**
- ORIGIN EXPERIENCE**
- RETURN ON QUALITY**

## COMPANY SNAPSHOT

- Origin Bank was founded in 1912
- OBNK is headquartered in Ruston, LA
- 41 banking centers operating across Texas, Louisiana & Mississippi
- Strong commercial focus with 40% C&I and 43% CRE lending mix across our footprint

## FINANCIAL HIGHLIGHTS

**Q3 2018** DOLLARS IN MILLIONS

**TOTAL ASSETS**  
\$4,668

**TOTAL LOANS HELD FOR INVESTMENT**  
\$3,601

**TOTAL DEPOSITS**  
\$3,727

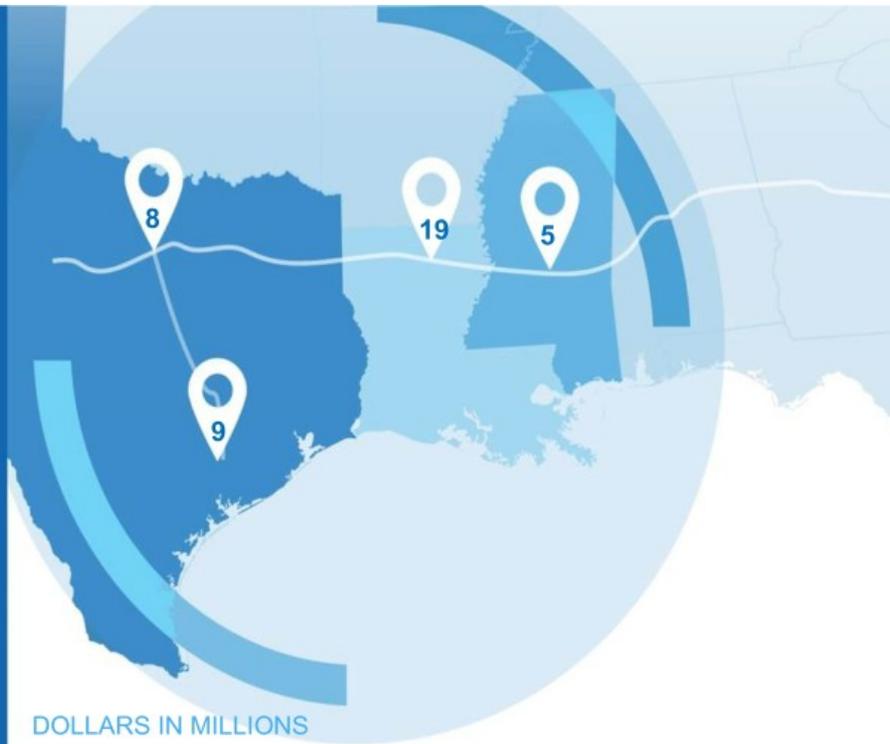
**TOTAL STOCKHOLDERS' EQUITY**  
\$532

**TANGIBLE COMMON EQUITY <sup>(1)</sup>**  
\$499

**TANGIBLE COMMON EQUITY/ TANGIBLE ASSETS <sup>(1)</sup>**  
10.8%

**TOTAL RBC RATIO**  
12.9%

*Note: All financial information and other bank data as of 9/30/18.  
(1) As used in this presentation, tangible common equity and tangible common equity/tangible assets are non-GAAP financial measures. For a reconciliation of these non-GAAP financial measures to their comparable GAAP measures, see slide 17 of this presentation*



### DALLAS - FORT WORTH

Entry: 2008  
Loans: \$1,311  
Deposits: \$780  
Banking Centers: 8

### NORTH LOUISIANA

Entry: 1912  
Loans: \$1,152  
Deposits: \$1,754  
Banking Centers: 19

### HOUSTON

Entry: 2013  
Loans: \$539  
Deposits: \$596  
Banking Centers: 9

### CENTRAL MISSISSIPPI

Entry: 2010  
Loans: \$599  
Deposits: \$597  
Banking Centers: 5

## THIRD QUARTER 2018 HIGHLIGHTS

- Net interest income was at a historic high for our company, increasing by \$2.3 million, or 6.3%, over the previous quarter.
- Yield earned on total loans held for investment during 3Q18 was 5.00%, up 11 basis points from the previous quarter. Cost of total deposits increased ten basis points in the same period.
- Noninterest income was positively impacted by a \$1.3 million increase in insurance income primarily due to the acquisition of an insurance agency in July 2018.
- Noninterest expense reflects a \$1.1 million and \$965,000 increase in salaries and benefit expense due to the addition of the Houston lift out team and insurance acquisition, respectively.

(1) For periods prior to 2018Q2, as if 901,644 shares of Series D preferred stock were converted to common stock on a one for one basis.

(2) As used in this presentation, tangible common equity, tangible common equity to tangible assets and tangible book value per common share are non-GAAP financial measures. For a reconciliation of these non-GAAP financial measures to their comparable GAAP measures, see slide 17 of this presentation.

## FINANCIAL HIGHLIGHTS

DOLLARS IN THOUSANDS, EXCEPT PER SHARE AMOUNTS

	2018Q3	2018Q2	2017Q3	Linked Q Δ	YoY Q Δ
<b>Balance Sheet</b>					
Total Loans Held For Investment	\$ 3,601,081	\$ 3,372,096	\$ 3,228,999	6.8 %	11.5 %
Total Assets	4,667,564	4,371,792	4,088,677	6.8 %	14.2 %
Total Deposits	3,727,158	3,672,097	3,453,535	1.5 %	7.9 %
Tangible Common Equity <sup>(1)(2)</sup>	498,691	495,243	380,187	0.7 %	31.2 %
Tangible Book Value Per Common Share <sup>(1)(2)</sup>	\$ 21.11	\$ 21.07	\$ 18.64	0.2 %	13.3 %
<b>Income Statement</b>					
Net Interest Income	\$ 39,497	\$ 37,170	\$ 33,868	6.3 %	16.6 %
Provision (Benefit for Credit Losses)	504	311	3,327	62.1 %	(84.9)%
Noninterest Income	10,237	10,615	5,041	(3.6)%	103.1 %
Noninterest Expense	34,344	32,012	40,443	7.3 %	(15.1)%
Net Income	12,318	12,702	(2,173)	(3.0)%	N/M
Diluted EPS	\$ 0.52	\$ 0.53	\$ (0.17)	(1.9)%	N/M
Dividends Declared Per Common Share	\$ 0.0325	\$ 0.0325	\$ 0.0325	N/C	N/C
<b>Selected Ratios</b>					
Net Interest Margin (FTE)	3.76%	3.74%	3.63 %		
Efficiency Ratio	69.06%	66.99%	103.94 %		
Return on Average Assets	1.08%	1.17%	(0.21)%		
Return on Average Equity	9.15%	9.94%	(1.86)%		

## BALANCE SHEET REPOSITIONED FOR GROWTH & PROFITABILITY

- Consistent increase in yields on earning assets
- Strong growth in average loan balances in 2018
- Net interest margin expanding along with average balances

## AVERAGE INTEREST EARNING ASSETS & NIM (FTE)

DOLLARS IN MILLIONS



DOLLARS IN MILLIONS

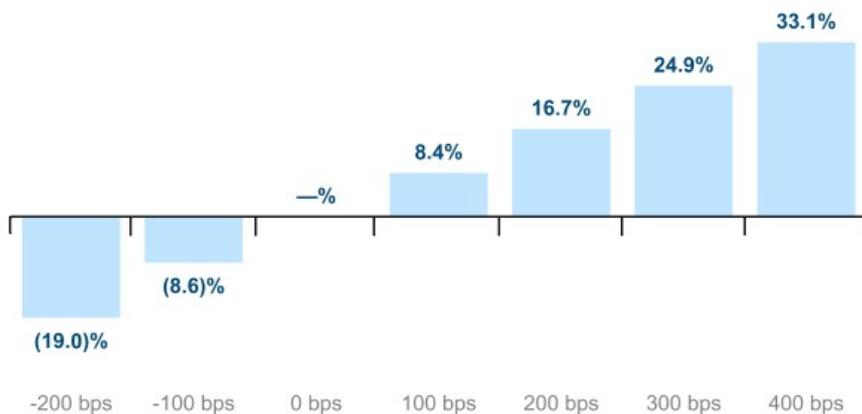


## ASSET SENSITIVE BALANCE SHEET

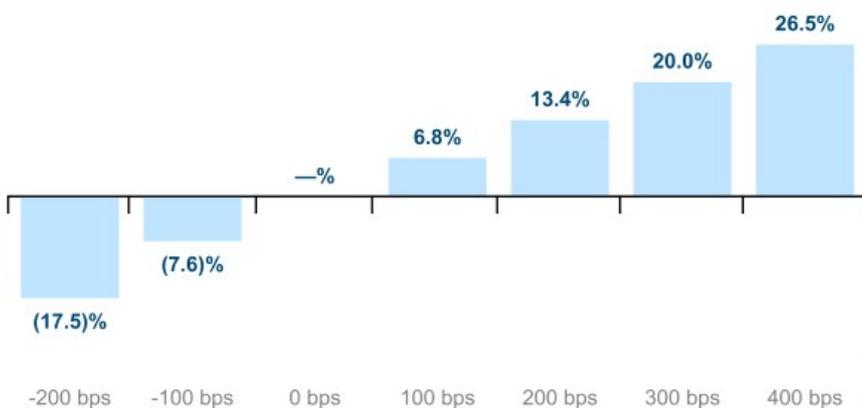
- Well-positioned to benefit from a rising rate environment
- Substantial growth in rate sensitive assets over the last five years

Note: Change in net interest income assumes an instantaneous shock of interest rates.

ASSET SENSITIVITY - % CHANGE IN NET INTEREST INCOME (12/31/17)



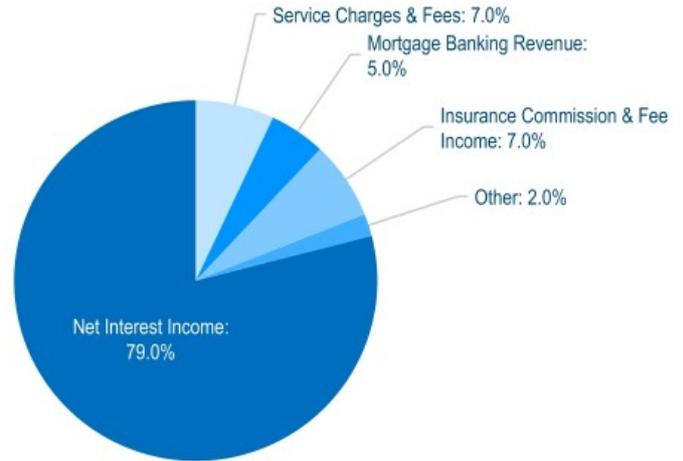
ASSET SENSITIVITY - % CHANGE IN NET INTEREST INCOME (9/30/18)



## DIVERSIFIED & GROWING REVENUE STREAMS

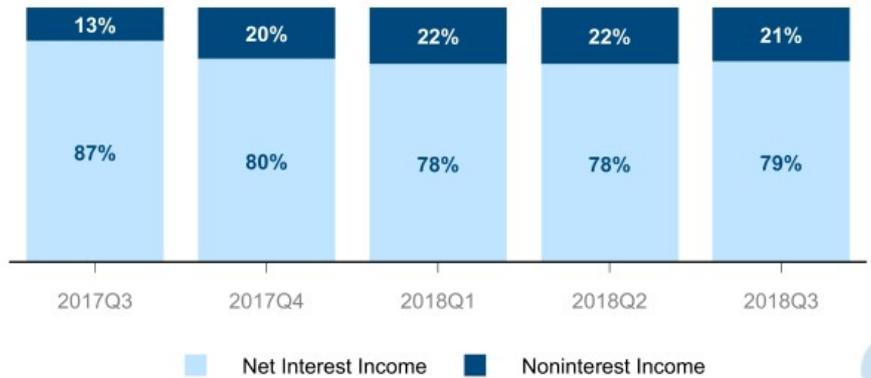
- Meaningful noninterest income supplements spread related revenue
- Comprehensive product suite delivered with high quality, responsive customer service
- Other revenue streams include insurance and mortgage
  - Mortgage channel is focused on in-footprint retail origination and servicing MSR portfolio
- We believe these products produce diversification within our revenue stream while creating stronger client relationships

## REVENUE DISTRIBUTION – 2018Q3



Noninterest Income 21%

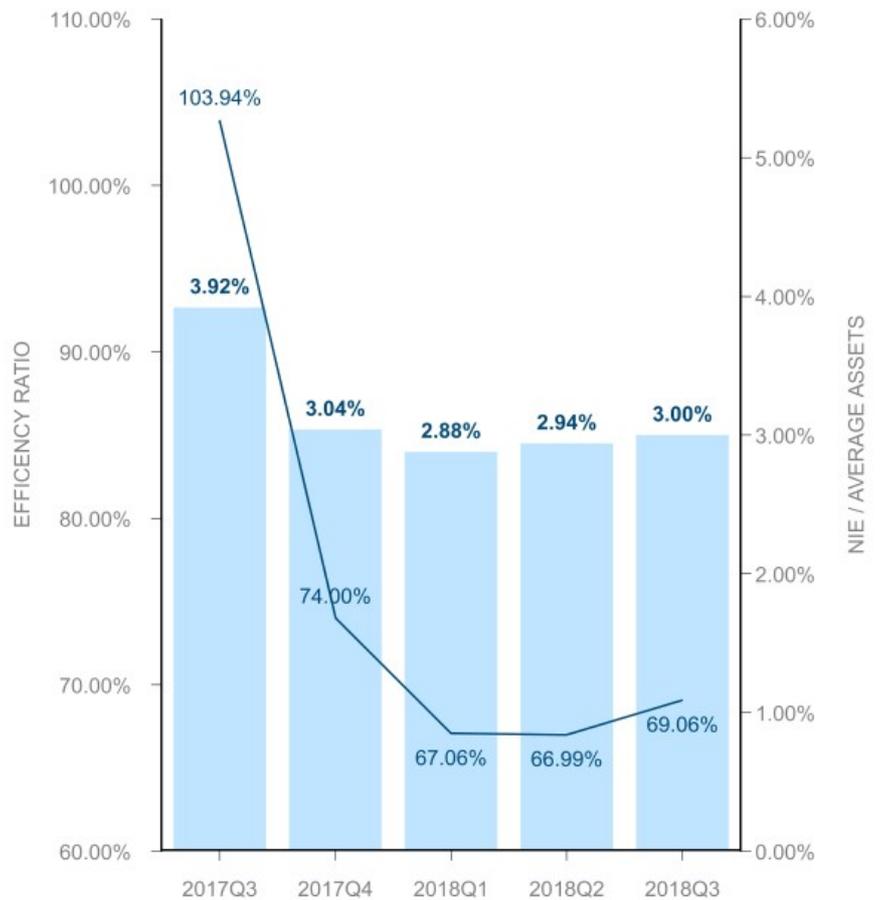
## REVENUE TREND



## ABILITY TO LEVERAGE INFRASTRUCTURE

- *Cost-effective, centralized back office functions provided through operations centered in North Louisiana*
- *Infrastructure exists to support significant growth in assets at increasing levels of profitability*
  - *Recent investments in systems and technology, digital banking and enterprise risk management*
- *Opportunity to enhance ROAA through team lift outs in our footprint*
- *Efficiency ratio increased this quarter due to insurance acquisition and Houston lift out team*

## OPERATING EFFICIENCY



## OUR MARKETS

### DIVERSE GEOGRAPHIC FOOTPRINT

*Attractive combination of stable, low cost markets and metropolitan growth markets*

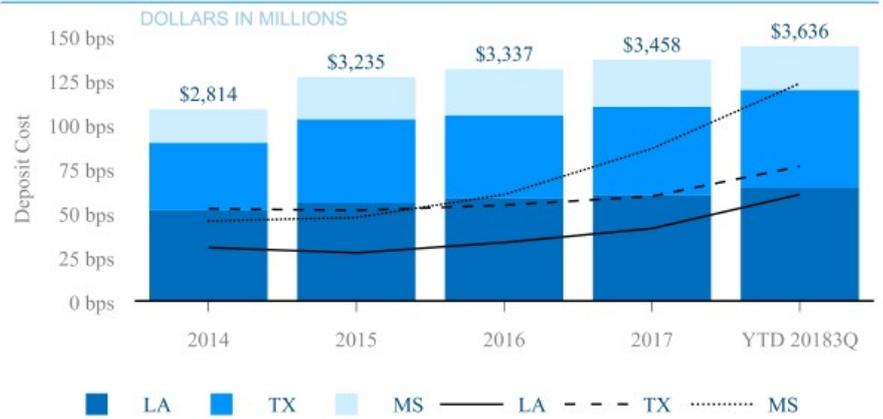
*Expansion through organic growth and selective M&A*

### TRACK RECORD OF GROWTH IN NEW MARKETS

*Success in growing loans and deposits organically in diverse, new markets*

*Culture and brand are unique, enabling Origin to attract talented bankers and banking relationships across markets*

## AVERAGE DEPOSITS & DEPOSIT COST



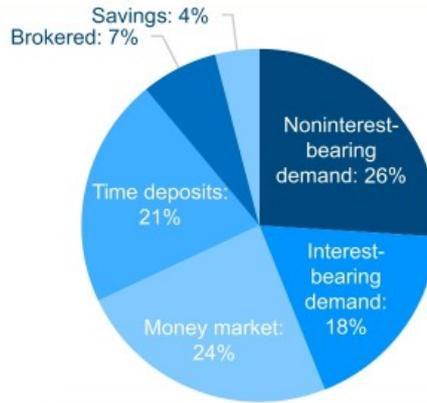
## LOAN BALANCES BY EXPANSION MARKET



## GROWING CORE DEPOSIT FRANCHISE

- Continued success in growing core deposits, especially noninterest-bearing deposits.
- Low cost of deposits driven by legacy North Louisiana franchise
- Ranked 1st in deposit market share in Ruston, LA and Monroe, LA MSA's
- Relationship bankers motivated to grow core deposits
- Builds and strengthens client relationships and provides stable funding for growth
- Expansion markets generating further growth in noninterest-bearing deposits

## DEPOSIT COMPOSITION – 2018Q3



2018Q3 Cost of Deposits: 0.85%

## AVERAGE NONINTEREST-BEARING DEPOSITS

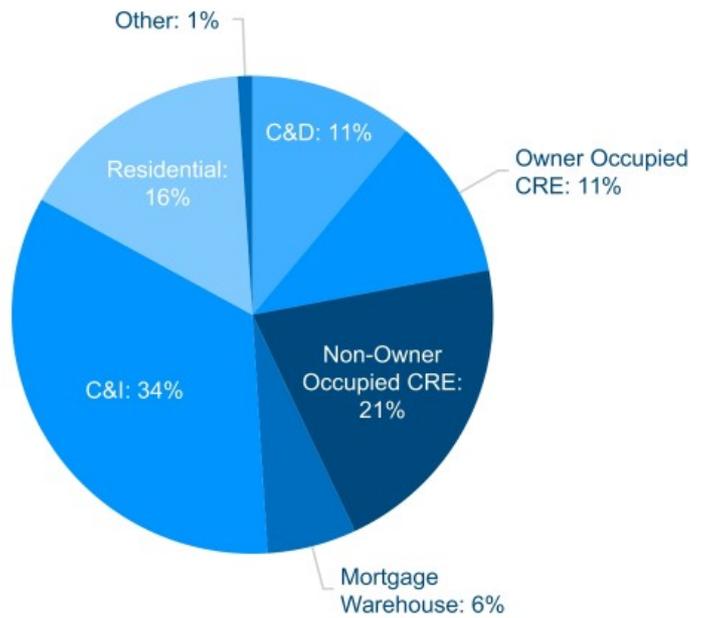


## DIVERSIFIED COMMERCIAL LOAN PORTFOLIO

- Focus on lending to middle market and small business, and their owners and executives
- Commercial loans represent cumulative 83% of portfolio as of 9/30/18
- Loan growth potential enhanced by diverse portfolio
- Commercial real estate loan concentrations well below regulatory guidelines

## LOAN COMPOSITION – 2018Q3

DOLLARS IN MILLIONS

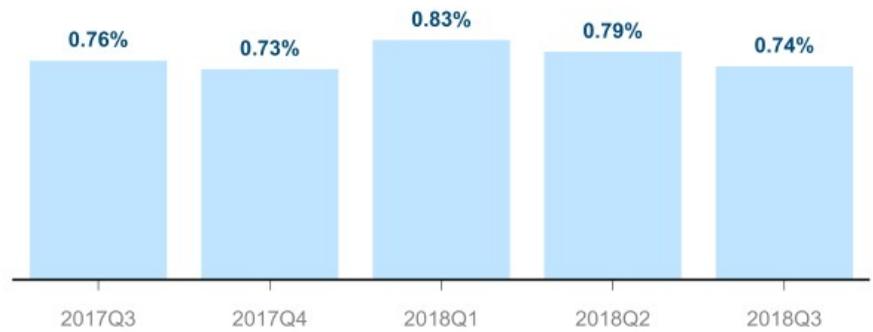


Total Ending LHFI (9/30/18): \$3,601

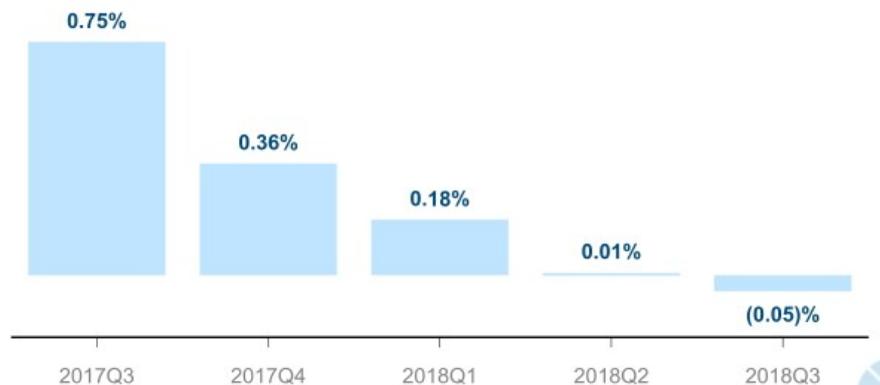
## UNDERWRITING & CREDIT CULTURE

- *Excellent track record of strong credit quality across core commercial lending portfolio*
- *Seasoned lenders with strong credit backgrounds and significant in-market experience*
- *Centralized underwriting for all loans*
- *Strong underwriting guidelines include global cash flow analysis and personal guarantees*

## NPLs / LOANS<sup>(1)</sup>



## NCOs / AVERAGE LOANS<sup>(1)(2)</sup>



(1) Loans for Held For Investment  
(2) Based on annualized quarterly net charge-offs

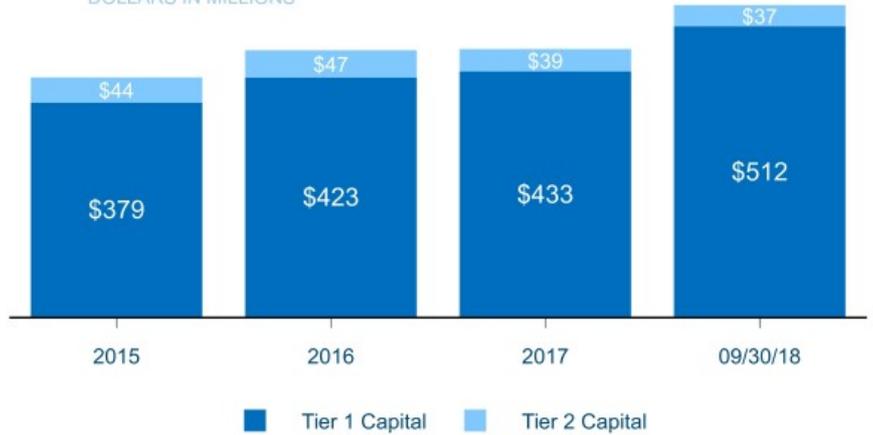
## STRONG CAPITAL POSITION

- Robust capital levels with opportunity for deployment through organic growth and strategic acquisitions
- IPO net proceeds partially used to redeem SBLF preferred stock

(1) As used in this presentation, tangible common equity, tangible common equity to tangible assets and tangible book value per common share are non-GAAP financial measures. For a reconciliation of these non-GAAP financial measures to their comparable GAAP measures, see slide 17 of this presentation.

## TOTAL RISK-BASED CAPITAL

DOLLARS IN MILLIONS



## CAPITAL RATIOS



# OUR STRATEGIC FOCUS



## STRATEGIC FOCUS

## KEY ACTION ITEMS

*Improve operational efficiency and increase profitability*



*Increase scale across the franchise, and particularly in Houston*

*Focused effort to improve margin and risk-adjusted returns*

*Continue our disciplined approach to organic loan and deposit growth*



*Grow client base and continue capturing market share*

*Successfully recruit experienced lenders and teams*

*Opportunistic M&A*



*Focus on existing and contiguous markets*

# KEY HIGHLIGHTS

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19

5

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- EXPERIENCED LEADERSHIP AND STRONG INSIDER OWNERSHIP
- TRACK RECORD OF ORGANIC GROWTH
- ATTRACTIVE FOOTPRINT
- STRONG CORE DEPOSIT FRANCHISE
- DIVERSIFIED REVENUE STREAMS
- POISED FOR EARNINGS GROWTH
- PROVEN CREDIT CULTURE ACROSS CORE LOAN PORTFOLIO
- M&A OPPORTUNITY

# Reconciliation of Non-GAAP Financial Measures

DOLLARS IN THOUSANDS, EXCEPT PER SHARE AMOUNTS

	2018Q3	2018Q2	2018Q1	2017Q4	2017Q3
<b>Calculation of Tangible Common Equity:</b>					
Total Stockholders' Equity	\$ 531,919	\$ 519,356	\$ 462,824	\$ 455,342	\$ 452,904
Less: Preferred Stock, Series SBLF	—	—	48,260	48,260	48,260
Less: Goodwill and Other Intangible Assets, Net	33,228	24,113	24,219	24,336	24,457
<b>Total Tangible Common Stockholders' Equity - Non-GAAP</b>	<b>\$ 498,691</b>	<b>\$ 495,243</b>	<b>\$ 390,345</b>	<b>\$ 382,746</b>	<b>\$ 380,187</b>
<b>Calculation of Tangible Assets:</b>					
Total Assets	\$ 4,667,564	\$ 4,371,792	\$ 4,214,899	\$ 4,153,995	\$ 4,088,677
Less: Goodwill and Other Intangible Assets, Net	33,228	24,113	24,219	24,336	24,457
<b>Total Tangible Assets</b>	<b>\$ 4,634,336</b>	<b>\$ 4,347,679</b>	<b>\$ 4,190,680</b>	<b>\$ 4,129,659</b>	<b>\$ 4,064,220</b>
Tangible Common Equity to Tangible Assets	10.76%	11.39%	9.31%	9.27%	9.35%
<b>Calculation of Common Shares:</b>					
Common Shares Outstanding at the End of the Period	23,621,235	23,504,063	19,525,241	19,518,752	19,499,072
Add: Convertible Preferred Stock, Series D	—	—	901,644	901,644	901,644
<b>Common Shares</b>	<b>23,621,235</b>	<b>23,504,063</b>	<b>20,426,885</b>	<b>20,420,396</b>	<b>20,400,716</b>
Tangible Book Value Per Common Share	\$ 21.11	\$ 21.07	\$ 19.11	\$ 18.74	\$ 18.64

