UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): **March 23, 2022**

Midland States Bancorp, Inc.
(Exact Name of Registrant as Specified in Charter)

Illinois	**001-35272**	**37-1233196**
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1201 Network Centre Drive
Effingham, Illinois 62401
(Address of Principal Executive Offices) (Zip Code)

Registrant’s telephone number, including area code: **(217) 342-7321**

N/A
(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, $0.01 par value	MSBI	Nasdaq Global Select Market

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 (*see* General Instruction A.2. below):

☐ 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. ☐

Item 7.01. Regulation FD Disclosure.

Midland States Bancorp, Inc. (the "Company") is filing an investor presentation (the "Presentation") that will be used by the Company in meetings with investors and analysts. A copy of the Presentation is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information in this Item 7.01 and the attached exhibits shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall they be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in any such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Midland States Bancorp, Inc. Investor Presentation
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

Date: March 23, 2022	MIDLAND STATES BANCORP, INC.	
	By:	/s/ Douglas J. Tucker
	Name:	Douglas J. Tucker
	Title:	Senior Vice President and Corporate Counsel

Exhibit 99.1

Midland States Bancorp, Inc.
NASDAQ: MSBI

Investor Presentation

March 2022

Forward-Looking Statements. This presentation may contain forward-looking statements within the meaning of the federal securities laws. Forward-looking statements expressing management's current expectations, forecasts of future events or long-term goals may be based upon beliefs, expectations and assumptions of Midland's management, and are generally identifiable by the use of words such as "believe," "expect," "anticipate," "plan," "intend," "estimate," "may," "will," "would," "could," "should" or other similar expressions. All statements in this presentation speak only as of the date they are made, and Midland undertakes no obligation to update any statement. A number of factors, many of which are beyond the ability of Midland to control or predict, could cause actual results to differ materially from those in its forward-looking statements including the effects of the Coronavirus Disease 2019 ("COVID-19") pandemic, including its potential effects on the economic environment, our customers and our operations, as well as any changes to federal, state or local government laws, regulations or orders in connection with the pandemic. These risks and uncertainties should be considered in evaluating forward-looking statements, and undue reliance should not be placed on such statements. Additional information concerning Midland and its businesses, including additional factors that could materially affect Midland's financial results, are included in Midland's filings with the Securities and Exchange Commission.

Use of Non-GAAP Financial Measures. This presentation may contain certain financial information determined by methods other than in accordance with accounting principles generally accepted in the United States ("GAAP"). These non-GAAP financial measures include "Adjusted Earnings," "Adjusted Pre-Tax, Pre-Provision Income," "Adjusted Diluted Earnings Per Share," "Adjusted Return on Average Assets," "Adjusted Return on Average Shareholders' Equity," "Adjusted Return on Average Tangible Common Equity," "Adjusted Pre-Tax, Provision Return on Average Assets," "Efficiency Ratio," "Tangible Common Equity to Tangible Assets," "Tangible Book Value Per Share," and "Return on Average Tangible Common Equity." The Company believes that these non-GAAP financial measures provide both management and investors a more complete understanding of the Company's funding profile and profitability. These non-GAAP financial measures are supplemental and are not a substitute for any analysis based on GAAP financial measures. 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. Reconciliations of these non-GAAP measures are provided in the Appendix section of this presentation.

Midland States Bancorp, Inc.

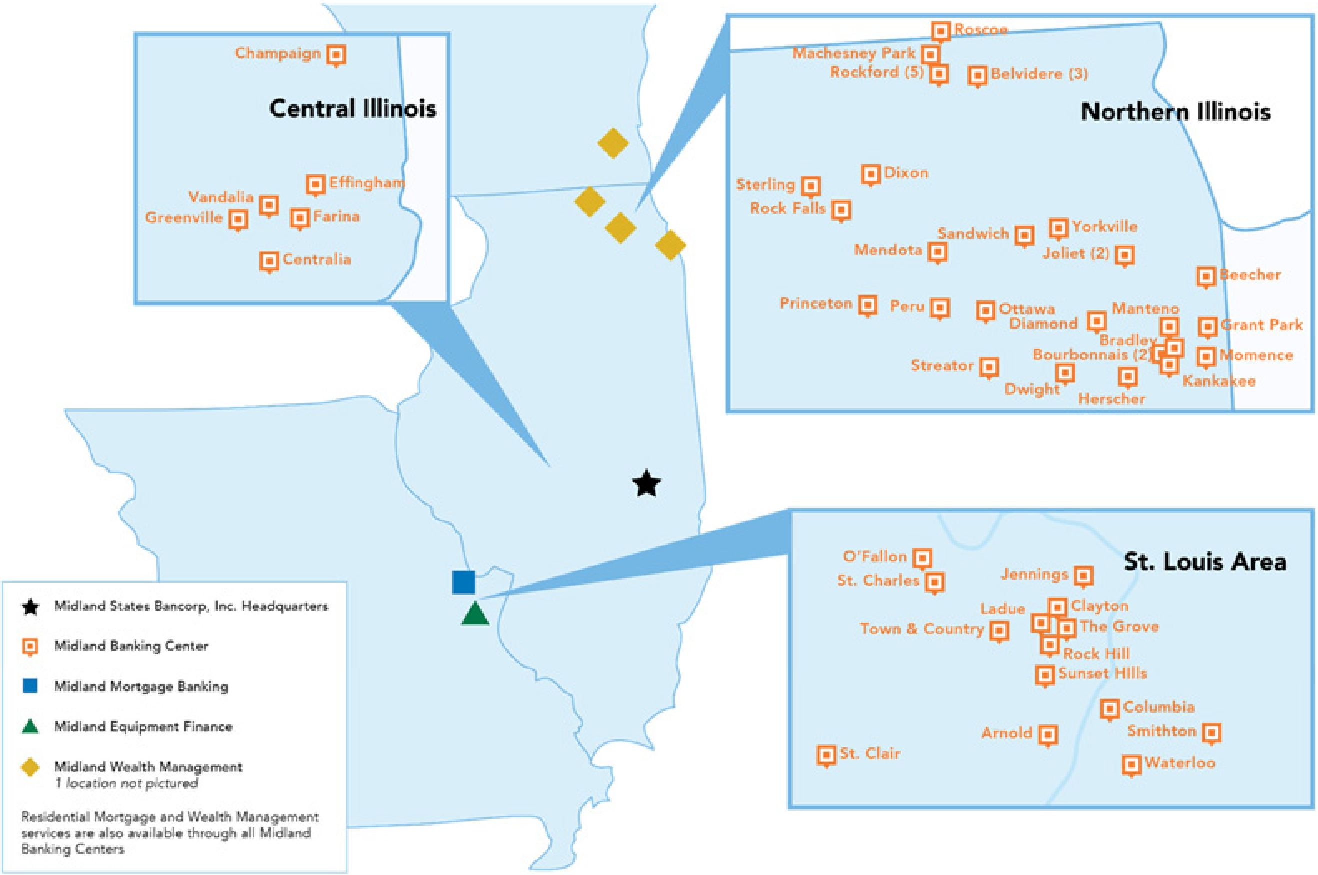
Company Snapshot

- $7.4 billion asset community bank established in 1881 and headquartered in Effingham, Illinois
  - Largest Illinois-based community bank[1]
- $4.2 billion Wealth Management business
- Commercial bank focused on in-market relationships with national diversification in equipment finance
- 52 branches in Illinois and Missouri
- 15 successful acquisitions since 2008

Notes:
1) Community bank defined as banks with less than $10 billion in assets; Source: S&P Capital IQ
2) All financial data as of December 31, 2021

Midland States Bancorp, Inc.

Financial Services & Banking Center Footprint



Midland States Bancorp, Inc.

Investment Summary

Consistent track record of driving compelling shareholder returns through disciplined strategic expansion and earnings growth

Organization-wide focus on expense management driving improvement in operating efficiencies

37%

Attractive, stable core deposit franchise with 37% non-interest bearing accounts[1]

Leveraging technology to drive revenue growth, increase market share, and enhance the customer experience

Proven track record of successful acquisitions with a focus on enhancing shareholder value while building a platform for scalability

Illinois and contiguous states provide ample opportunities for future acquisitions

Well diversified loan portfolio across asset classes, industries and property types

Notes:
1. As of December 31, 2021

Business and Corporate Strategy

Customer-Centric Culture

Drive organic growth by focusing on customer service and accountability to our clients and colleagues; seek to develop bankers who create dynamic relationships; pursue continual investment in people; maintain a core set of institutional values, and build a robust technology platform that provides customers with a superior banking experience

Operational Excellence

A corporate-wide focus on driving improvements in people, processes and technology in order to generate further improvement in Midland's operating efficiency and financial performance

Enterprise-Wide Risk Management

Maintain a program designed to integrate controls, monitoring and risk-assessment at all key levels and stages of our operations and growth; ensure that all employees are fully engaged

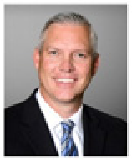
Accretive Acquisitions

Maintain experienced acquisition team capable of identifying and executing transactions that build shareholder value through a disciplined approach to pricing; take advantage of relative strength in periods of market disruption

Revenue Diversification

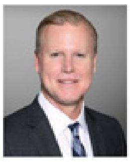
Generate a diversified revenue mix and focus on growing businesses that generate strong recurring revenues such as wealth management

Experienced Senior Management Team



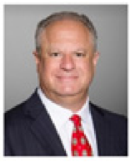
Jeffrey G. Ludwig | President and CEO of Midland States Bancorp

- Assumed Company CEO role in Jan. 2019 after serving as Bank CEO
- More than 10 years serving as CFO
- Joined Midland in 2006; 16+ years in banking industry



Jeffrey S. Mefford | President of Midland States Bank and EVP of Midland States Bancorp

- Joined Midland in 2003
- Appointed Bank President in March 2018
- Oversees all sales activities for commercial, retail, mortgage, wealth management, equipment finance, and treasury management

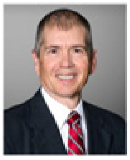


Douglas J. Tucker | SVP, Corporate Counsel and Director of IR

- 20+ years experience advising banks and bank holding companies
- Significant IPO, SEC reporting and M&A experience
- Joined Midland in 2010

Eric T. Lemke | Chief Financial Officer

- Promoted to Chief Financial Officer in November 2019
- Joined Midland in 2018 as Director of Assurance and Audit
- 25+ years of financial accounting and reporting experience in financial services



Jeffrey A. Brunoehler | Chief Credit Officer

- 30+ years in banking, lending and credit
- Leads the credit underwriting, approval and loan portfolio management functions
- Joined Midland in 2010

Successful Acquisition History

- **Midland States has completed 15 transactions since 2008, including FDIC-assisted, branch, whole bank, asset purchase and business line acquisitions, and a New York trust asset acquisition**
- **Demonstrated history of earnings expansion**
- **Deliberate diversification of geographies and revenue channels**
- **Successful post-closing integration of systems and businesses**

Selected Acquisitions

	2009	2010	2014	2016	2017	2018	2019
	Strategic Capital Bank	**AMCORE Bank, N.A.**	**Love Savings / Heartland Bank**	**Sterling Bancorp**	**Centrue Financial**	**Alpine Bancorp.**	**HomeStar Financial**
Acquisition Type	FDIC-Assisted	12 Branches	Whole Bank	Trust Administration	Whole Bank	Whole Bank and Wealth Mgmt	Whole Bank
Assets Acquired ($mm)	$540.4	$499.5	$889.0	-	$990.2	$1,243.3	$366.0
Location	Champaign, IL	Northern Illinois	St. Louis, MO	Yonkers, NY	Northern Illinois	Rockford, IL	Kankakee, IL
	Financially Transformative	Operationally Transformative	Revenue Diversification	Expansion of Trust Business	Enhanced Scale and Market Presence	Expanded Core Bank and Wealth Management	Low-cost Deposit Franchise and Market Presence

Overview of Pending FNBC Branch Acquisition

Key Highlights

- Acquiring one branch and the deposits and certain loans from two FNBC Bank & Trust locations
- Adds branch in Mokena, IL
- Increases Midland's exposure to faster growing markets in Northern Illinois
- Improves ability to capitalize on new client and talent acquisition opportunities created by bank merger activity in Chicago MSA
- Expected to close in Q2 2022

Financial Impact (1)

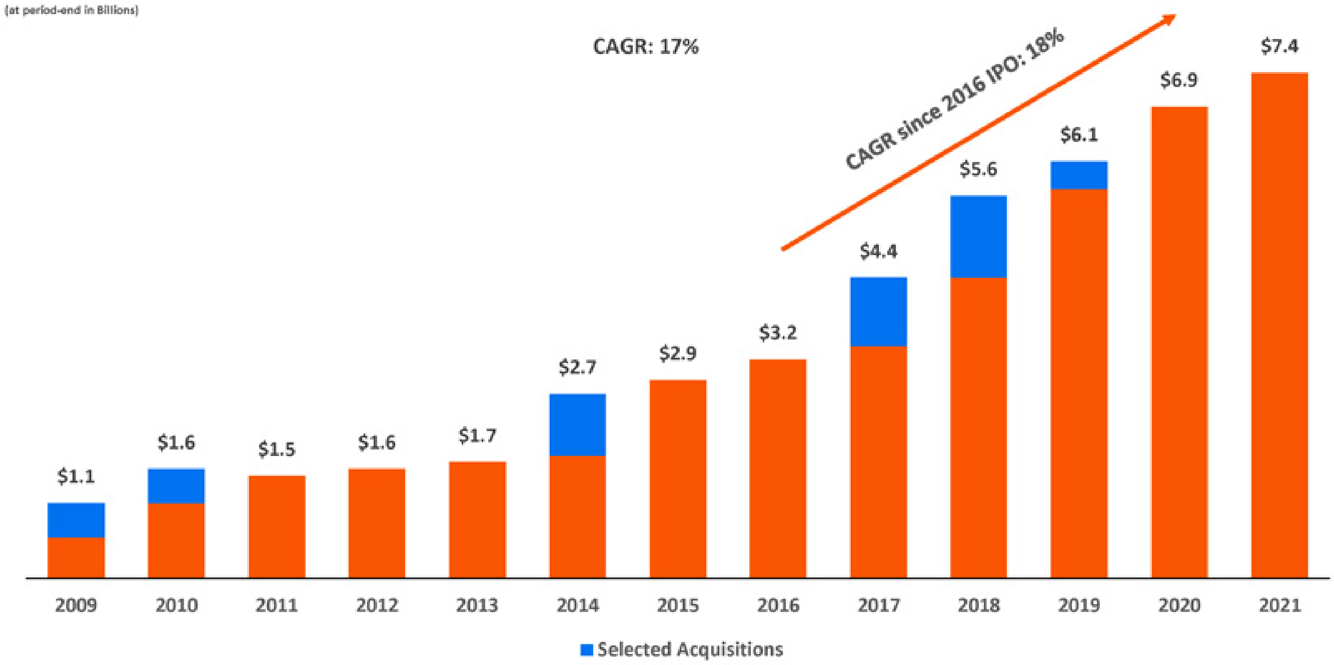
- Adds attractively priced core deposits
  - ~$86 million of deposits
  - More than 35% of deposits are noninterest-bearing accounts
  - Cost of deposits of less than 0.10%
- Adds ~$26 million in loans
- Slightly accretive to earnings on an immediate basis

Extends Footprint Closer to Chicago

(1) All data as of or for the three months ended December 31, 2021

Successful Execution of Strategic Plan…

Total Assets



Selected Acquisitions: Total Assets at Time of Acquisition (in millions)

2009: Strategic Capital Bank ($540)
2014: Love Savings/Heartland Bank ($889)
2018: Alpine Bancorp. ($1,243)

2010: AMCORE Bank ($500)
2017: Centrue Financial ($990)
2019: HomeStar Financial Group ($366)

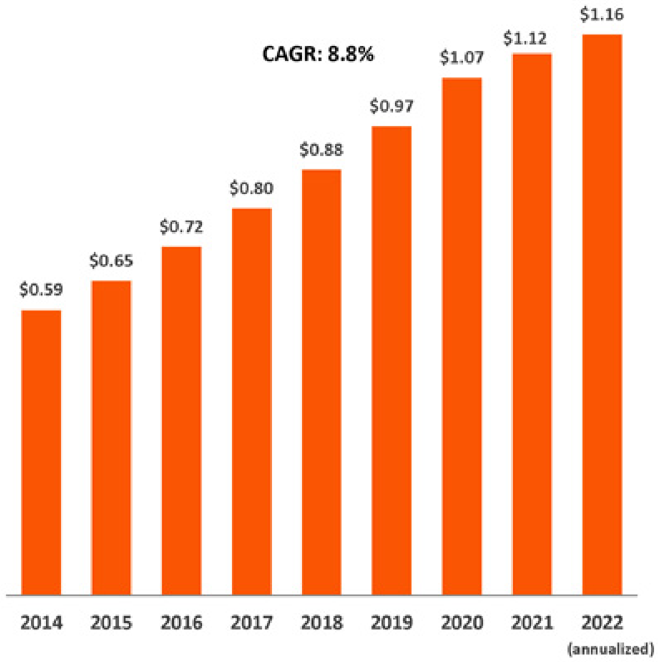
Midland States Bancorp, Inc.

...Leads to Creation of Shareholder Value

22 Consecutive Years of Dividend Increases

Tangible Book Value Per Share[(1)]

Dividends Declared Per Share



Note:
(1) Tangible book value per share is a non-GAAP financial measure; tangible book value per share is defined as tangible common equity divided by shares of common stock outstanding; please refer to the reconciliation in the Appendix

Midland States Bancorp, Inc.

Strategic Initiatives Strengthening Franchise

Significant Corporate Actions Since Coming Public in 2016…

Scale

Action	Strategic Rationale	Financial Impact	2016	2021
Three whole bank acquisitions	• Low-cost deposits	Total Assets	$3.2B	$7.4B
Four Wealth Management acquisitions	• Recurring revenue	AUA	$1.7B	$4.2B
Expanded equipment finance group	• Diversify revenue with attractive risk-adjusted yields	Equipment Finance	$191M	$945M

Efficiency

Action	Strategic Rationale
Branch network and facility reductions	• Increasing adoption of digital
Sale of Commercial FHA Loan Origination platform	• Remove inconsistent revenue and profit contributor • Retain low-cost servicing deposits
Accelerate technology investments	• Harnessing data to drive efficiencies for increased wallet share

Financial Impact	2016	2021
Efficiency Ratio(1)	68.66%	57.05%
Deposits/Branch	$53M	$118M

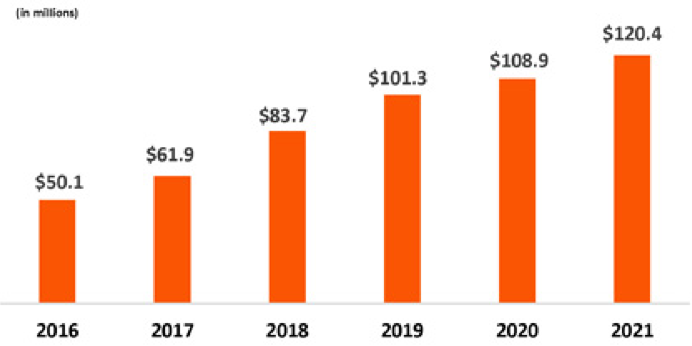
Notes:
(1) Represents a non-GAAP financial measure. See "Non-GAAP Reconciliation" in the appendix.

Midland States Bancorp, Inc.

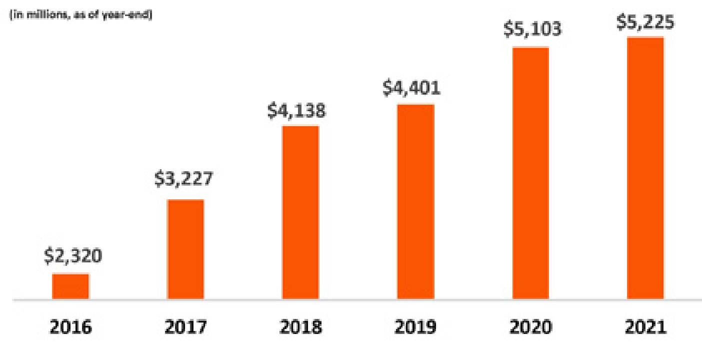
Strategic Initiatives Strengthening Franchise

...Have Produced Improved Growth and Profitability

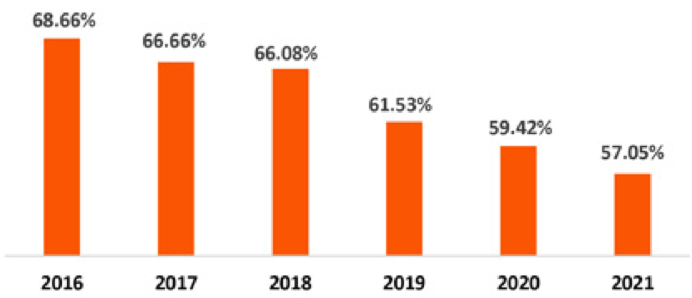
Adjusted Pre-Tax Pre-Provision Earnings[1]



Total Loans



Efficiency Ratio[1]



Wealth Management Revenue

Notes:
(1) Represents a non-GAAP financial measure. See "Non-GAAP Reconciliation" in the appendix.

Midland States Bancorp, Inc.

Technology Roadmap

Midland's technology investments are enhancing efficiencies, improving client experience, and positively impacting retail deposit gathering and commercial/consumer loan production

Customer Facing

Consumer	Small Business	Commercial	Wealth
Flexible Overdrafts (Q1 2022) – Velocity Solutions	Commercial Online Account Opening (Q4 2021) – nCino	Commercial Online Account Opening (Q4 2021) – nCino	
Near real time payments (Q1 2021) – Zelle		Integrated Payables – Payments (Q4 2021) – FIS	
Online loan Origination (Q1 2021) – Blend	Commercial Relationship pricing optimization engine (Q1 2022) – PrecisionLender	Commercial Relationship pricing optimization engine (Q1 2022) – PrecisionLender	Online Access and Portal (Q4 2021) – FIS
Consumer online account opening (2020) – nCino	SBA Loan Portal (Opening Dec 2021)		
Retail Banking Needs Navigator & Customer Incentive Programs (2020) – Salesforce	Self service loan portal and treasury on-boarding (2021) – Salesforce	Self service loan portal and treasury on-boarding (2021) – Salesforce	

Across all businesses:

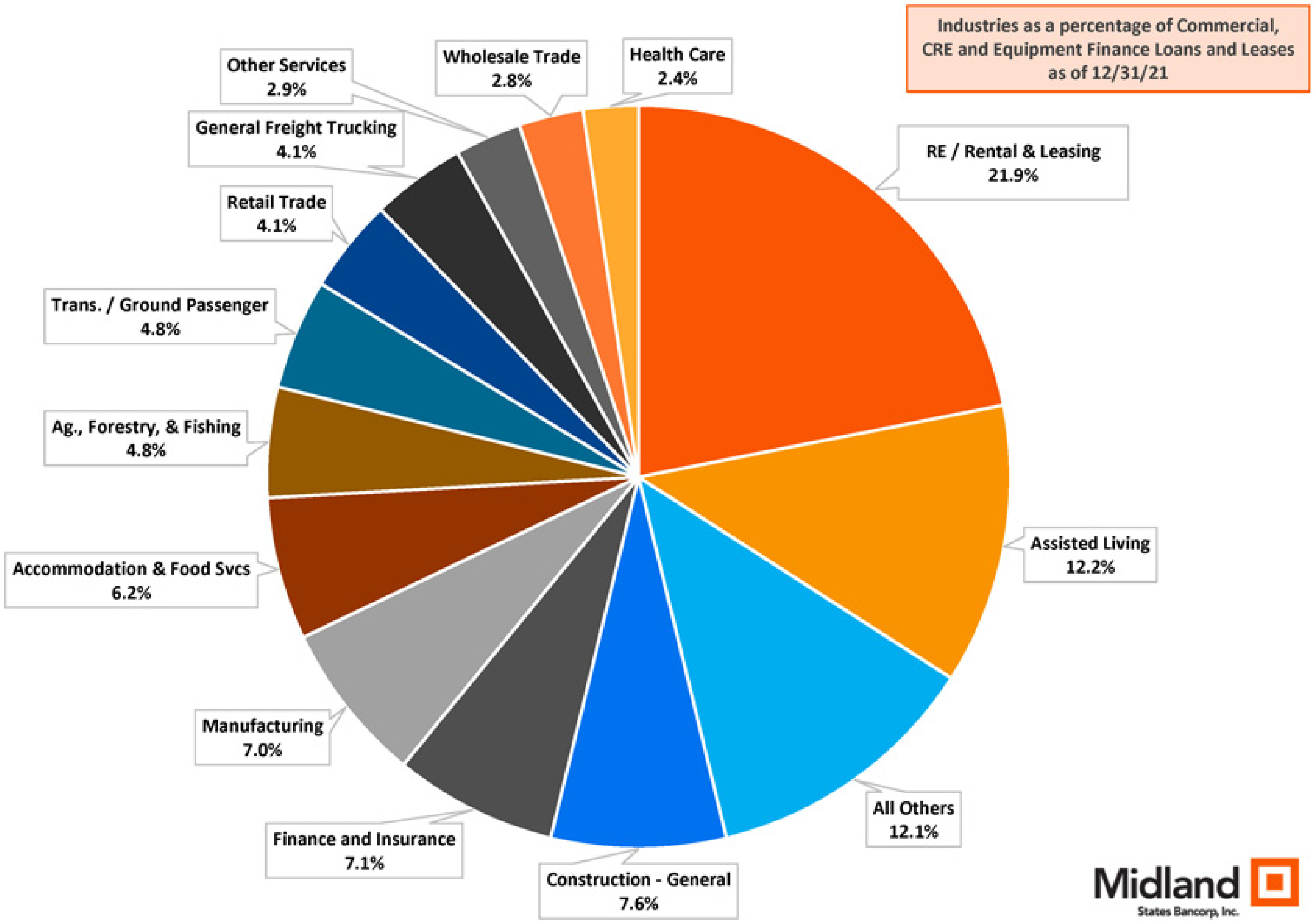
- **Automated analytics-based marketing platform deployed with access to all datasets and all businesses** (2020 and on-going) – Salesforce marketing cloud
- **CRM deployed to 600+ front office employees with rich view of the customer, automated leads, and single view of pipelines for executive team** (2020) – Salesforce

Foundational

- **Fintech Partnerships Established** – Canapi Fund, Alloy, Blend, Plaid, GreenSky, JAM/FINTOP Fund, Informatica (JAM, FINTOP, Informatica, GreenSky, CANAPI, alloy, PLAID)
- **CX Platform Customer Feedback (2020, 2021)** – NICE
- **Artificial Intelligence (2020, 2021)** 200+ RPA "bots" deployed in the last 18 months, AI based solutions applied in Risk Management, Mortgage Operations (Q2 2021), and Cyber Security (UEBA) – UiPath, nintex
- **Silo-elimination and 360 view of customer (2020)** All sales teams on single sales platform using same 360 view of customer – SAS Viya, Power BI
- **Centralized Data Analytics – Informatica, PowerBI, SAS Viya (2018, 2019, 2020)** Oracle data warehouse with 98% of data accessible for analytics across all products, services and channels.
- **Digital Talent (39 FTE)** Chief Digital Officer, Director – Digital Customer Experience, Director – Enterprise Data Services, Director – Digital Solution Delivery, Lead Engineer API Development, Senior Manager – Digital Marketing, Manager – Customer Experience, Board Member – Digital Expertise, Web Development

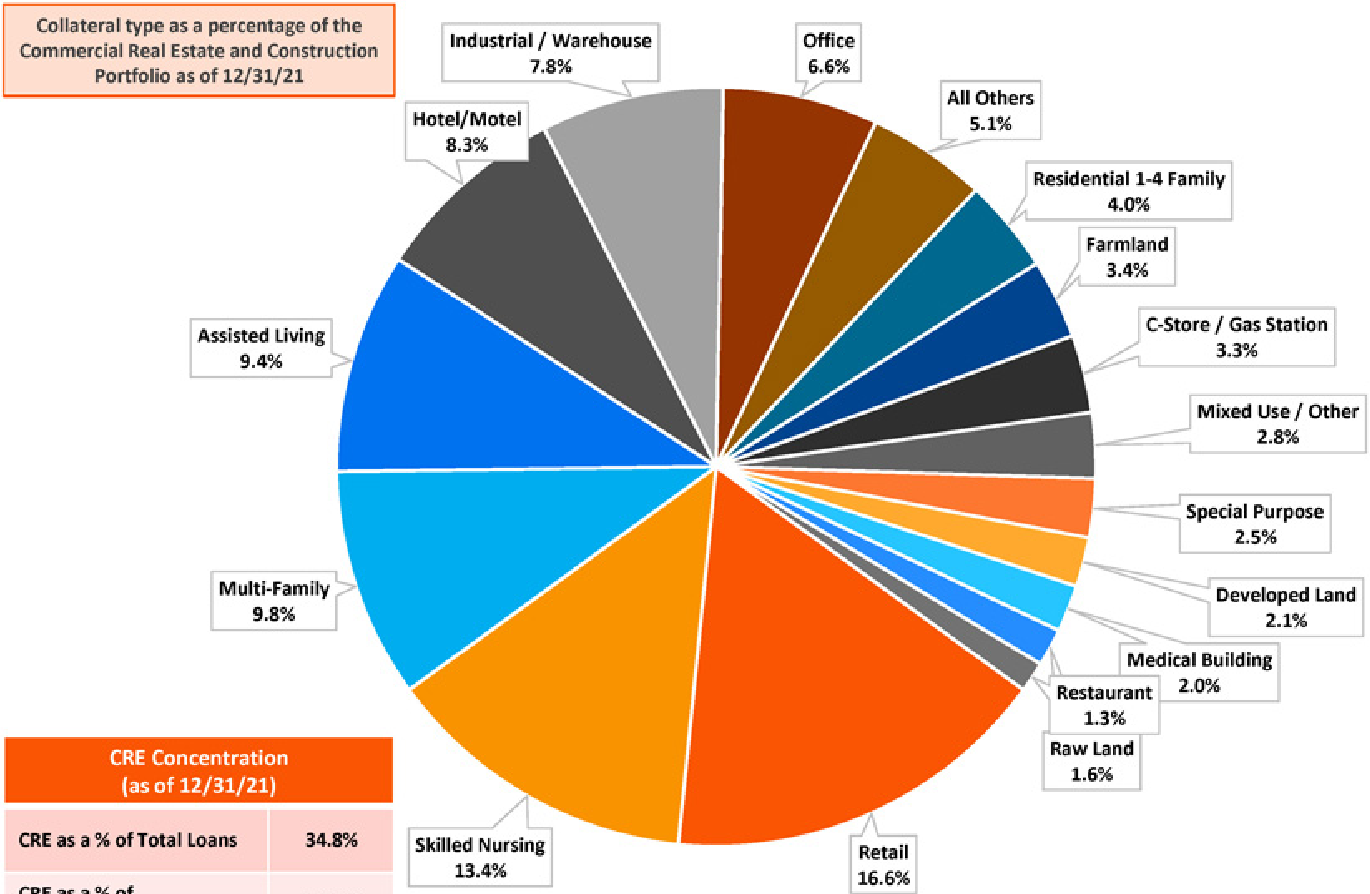
Loan Portfolio and Asset Quality

Commercial Loans and Leases by Industry



Midland States Bancorp, Inc.

Commercial Real Estate Portfolio by Collateral Type



CRE Concentration (as of 12/31/21)	
CRE as a % of Total Loans	34.8%
CRE as a % of Total Risk-Based Capital[1]	212.7%

Notes:
(1) Represents non-owner occupied CRE loans only

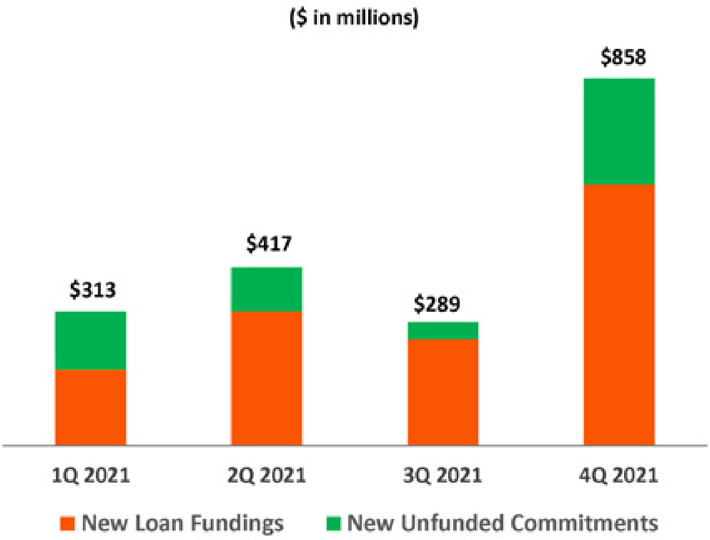
Midland States Bancorp, Inc.

Accelerating Commercial Loan Growth

23% Annualized Loan Growth in Second Half of 2021[(1)]

- New hires and an increase in productivity of the commercial banking group without increasing the size of the business development team
- Addition of expertise in specialty finance, agribusiness and SBA
- Increased exposure to higher growth markets in Northern Illinois and St. Louis
- Successfully moving up market and working with larger clients that have greater financing needs
- Effectively leveraging technology investments, including the Salesforce platform, to improve win rate and expand relationships with clients

Commercial and CRE Loan Production

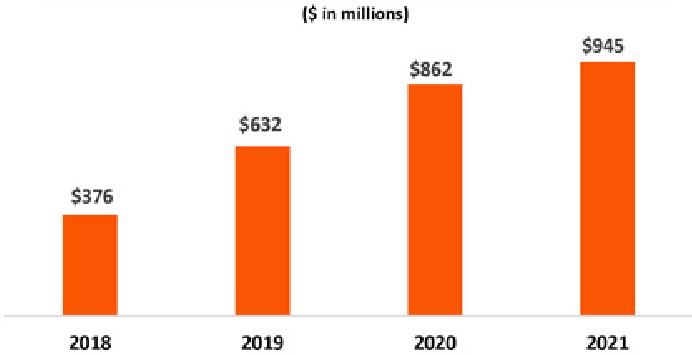


Notes:
1) Excluding PPP loans and commercial FHA warehouse lines of credit

Midland Equipment Finance Portfolio Overview

Portfolio Characteristics (as of 12/31/21)	
Nationwide portfolio providing financing solutions to equipment vendors and end-users	
Total Outstanding Loans and Leases	$945.2 million (18.1% of total loans)
Number of Loans and Leases	7,896
Average Loan/Lease Size	$119,713
Largest Loan/Lease	$1.2 million
Weighted Average Rate	4.74%
Representative Industries Served	Manufacturing, General Freight Trucking, Construction, Transit and Ground Passenger

Equipment Finance Outstanding Balances

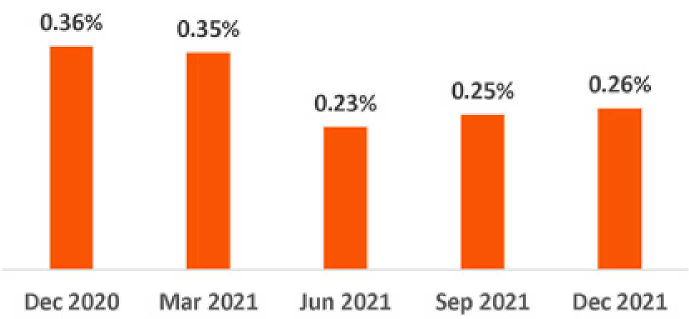


Midland States Bancorp, Inc.

GreenSky Consumer Loan Portfolio Overview

Portfolio Characteristics (as of 12/31/21)	
Total Outstanding	$874.5 million (16.7% of total loans)
Number of Loans	412,663
Average Loan Size	$2,119
Average FICO Score	771
Total Deferred Loans (as of September 30, 2021)	$0.7 million (0.1% of portfolio)
Total Deferred Loans (as of December 31, 2021)	$0.5 million (0.1% of portfolio)

Delinquency Rate (greater than 60 days)



Prime Credit

- Average FICO score of 771
- No losses to MSBI in 10 year history of portfolio

Credit Enhancement

- Cash flow waterfall structure
  - Cash flow from portfolio covers servicing fee, credit losses and our target margin
  - Excess cash flow is an incentive fee to GreenSky that is available to cover additional losses
  - GreenSky received incentive fees in 35 of past 36 months including every month in 2020 and 2021
- Escrow deposits
  - Escrow deposits absorb losses in excess of cash flow waterfall
  - Escrow account totaled $34.8 million at 12/31/21 or 4.0% of the portfolio

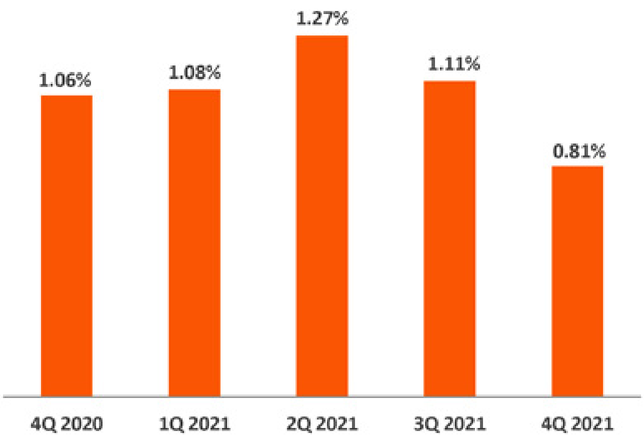
Midland States Bancorp, Inc.

Asset Quality

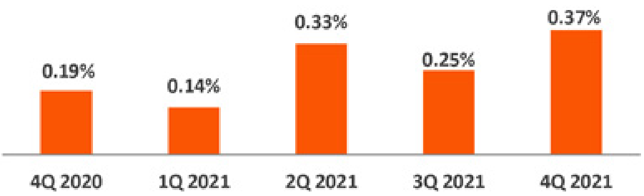
- Nonperforming loans decreased $12.0 million primarily due to the payoff of two non-accrual loans and the charge-off of a third non-accrual loan
- Net charge-offs of $4.6 million, or 0.37% of average loans
- Charge-offs primarily related to one acquired loan and equipment finance credits
- Provision for credit losses of $0.5 million primarily related to an increase in the reserve for unfunded commitments resulting from strong commercial loan production

Nonperforming Loans / Total Loans

(Total Loans as of quarter-end)



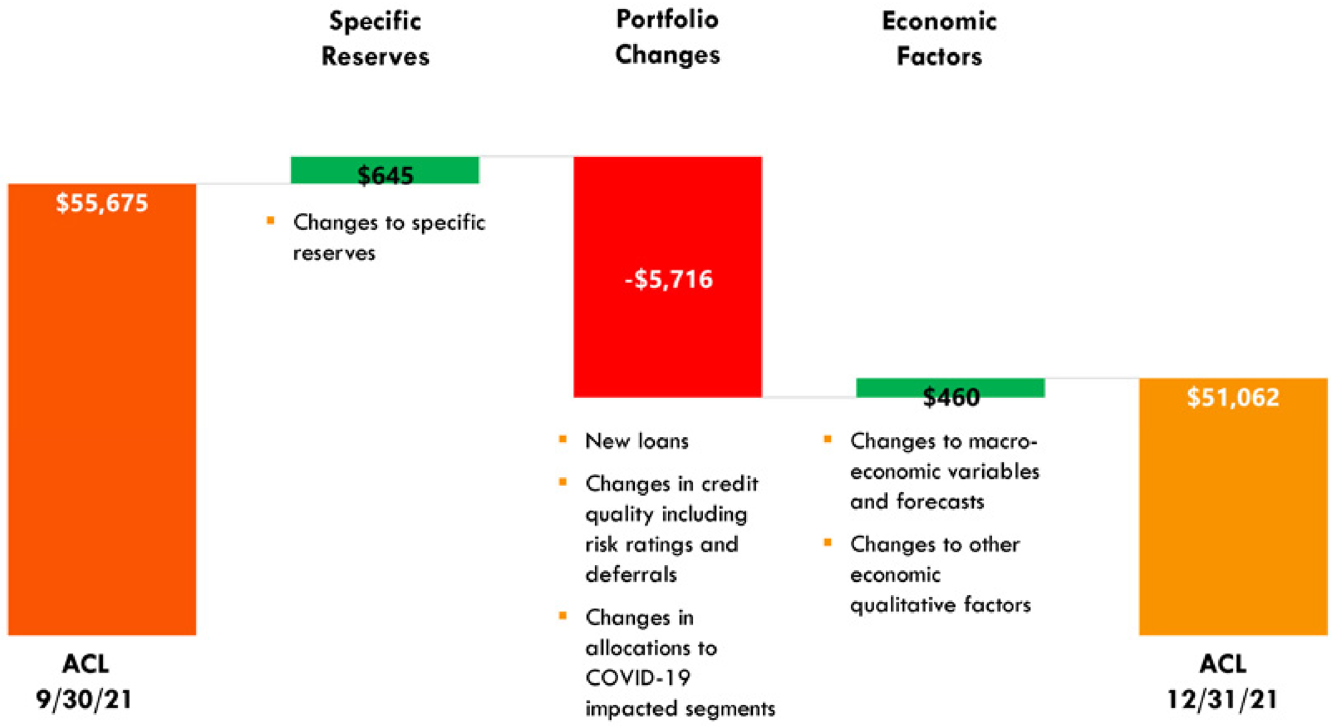
NCO / Average Loans



Midland States Bancorp, Inc.

Changes in Allowance for Credit Losses

($ in thousands)



Specific Reserves

- Changes to specific reserves

Portfolio Changes

- New loans
- Changes in credit quality including risk ratings and deferrals
- Changes in allocations to COVID-19 impacted segments
- Aging of existing portfolio
- Other charge-offs and recoveries

Economic Factors

- Changes to macro-economic variables and forecasts
- Changes to other economic qualitative factors

Midland States Bancorp, Inc.

ACL by Portfolio

($ in thousands)

Portfolio	Total Loans at 12/31/21	ACL	% of Total Loans	Total Loans at 9/30/21	ACL	% of Total Loans
Commercial	$ 770,670	$ 5,783	0.75%	$ 799,189	$ 6,360	0.80%
Warehouse Lines	91,927	-	0.00%	180,248	-	0.00%
Commercial Other	679,518	8,592	1.26%	668,146	8,231	1.23%
Equipment Finance	521,973	8,262	1.58%	486,623	7,856	1.61%
Paycheck Protection Program	52,477	79	0.15%	82,410	124	0.15%
Lease Financing	423,280	7,469	1.76%	412,430	7,586	1.84%
CRE non-owner occupied	1,105,333	14,771	1.34%	921,344	17,943	1.95%
CRE owner occupied	469,658	5,941	1.26%	437,140	6,855	1.57%
Multi-family	171,875	1,740	1.01%	128,961	1,591	1.23%
Farmland	69,962	541	0.77%	74,568	564	0.76%
Construction and Land Development	193,749	972	0.50%	200,792	1,131	0.56%
Residential RE First Lien	274,412	2,314	0.84%	277,819	2,551	0.92%
Other Residential	63,738	381	0.60%	66,595	466	0.70%
Consumer	106,008	307	0.29%	77,132	268	0.35%
Consumer Other[1]	896,598	2,251	0.25%	851,438	2,129	0.25%
Total Loans	**5,224,801**	**51,062**	**0.98%**	**4,915,554**	**55,675**	**1.13%**
Loans (excluding GreenSky, PPP and warehouse lines)	**4,148,188**	**48,608**	**1.17%**	**3,745,257**	**53,253**	**1.42%**

Notes:
(1) Primarily consists of loans originated through GreenSky relationship

Midland States Bancorp, Inc.

Recent Financial Trends

Midland
States Bancorp, Inc.

Overview of 4Q21

4Q21 Earnings	• Net income of $23.1 million, or $1.02 diluted EPS • 4Q21 results included a $4.9 million FHLB advance prepayment penalty and a $1.8 million gain on termination of interest rate swap • Adjusted pre-tax, pre-provision earnings[1] of $36.3 million, up from $28.4 million in prior quarter
Record Quarter of Loan Production	• Total loans increased 25.2% annualized • CRE loans, including multifamily, increased $255 million from the end of the prior quarter • Total commercial loans and leases, excluding PPP and commercial FHA warehouse lines, increased $112 million from the end of the prior quarter
Strong Inflows of Low-Cost Deposits	• Total deposits increased 9.1% from the end of the prior quarter • Noninterest-bearing deposits increased 34.2% from the end of the prior quarter • Increases primarily driven by commercial FHA servicing deposits and other commercial deposits
Positive Trends in Key Metrics	• Noninterest-bearing deposits increased to 36.8% of total deposits • Cost of deposits declined 4 bps from prior quarter to 0.15% • Wealth Management AUA increased 3.9% from the end of the prior quarter • Efficiency ratio[1] improved to 52.61% from 58.78% in prior quarter
Improvement in Asset Quality	• Nonperforming loans declined 22.0% from the end of the prior quarter • ACL/NPLs increased to 120% from 102% at the end of the prior quarter

Notes:
(1) Represents a non-GAAP financial measure. See "Non-GAAP Reconciliation" in the appendix.

Loan Portfolio

- Total loans increased $309.2 million from prior quarter to $5.22 billion
- Growth in CRE loans, conventional commercial loans, and consumer loans offset lower end of period balances on commercial FHA warehouse credit lines and lower PPP loans
- Equipment finance balances increased $46.2 million, or 5.1% from end of prior quarter
- Excluding PPP loans, commercial FHA warehouse credit lines, and loans added through GreenSky partnership, total loans increased at an annualized rate of more than 40% during 4Q21
- PPP loans were $52.5 million at Dec. 31, 2021, a decrease of $29.9 million from Sep. 30, 2021

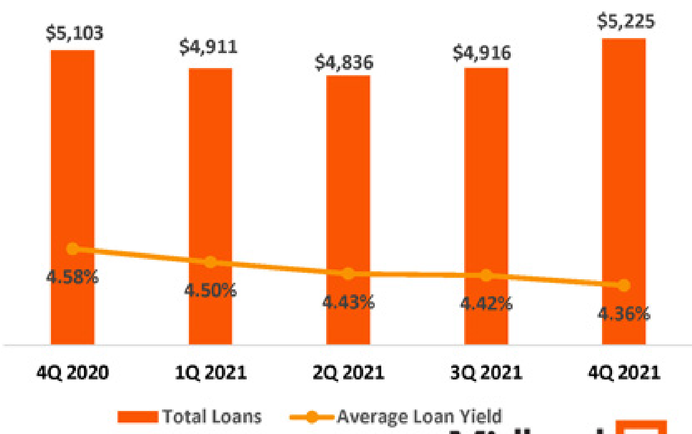
Loan Portfolio Mix

(in millions, as of quarter-end)

	4Q 2021	3Q 2021	4Q 2020
Commercial loans and leases	$ 1,873	$ 1,880	$ 2,096
Commercial real estate	1,817	1,562	1,526
Construction and land development	194	201	173
Residential real estate	338	344	443
Consumer	1,003	929	866
Total Loans	**$5,225**	**$4,916**	**$5,103**
Total Loans ex. Commercial FHA Lines and PPP	**$5,080**	**$4,653**	**$4,646**

Total Loans and Average Loan Yield

(in millions, as of quarter-end)



Total Deposits

- Total deposits increased $509.3 million, or 9.1% from prior quarter, to $6.11 billion
- Increase in deposits largely attributable to increase in commercial FHA servicing deposits and other commercial deposits
- Noninterest-bearing deposits increased to 36.8% of total deposits at Dec. 31, 2021

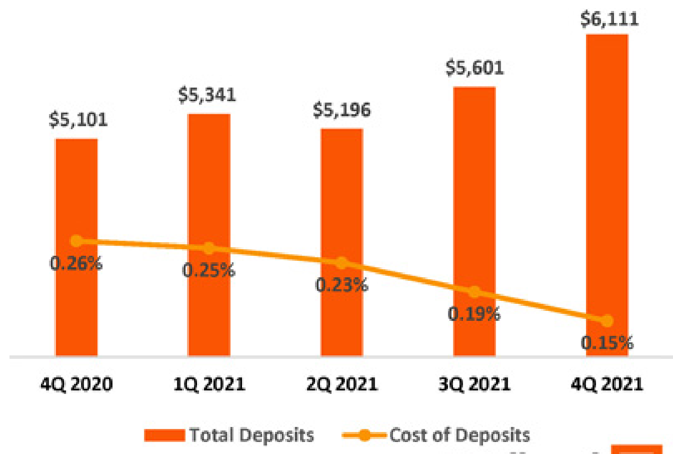
Deposit Mix

(in millions, as of quarter-end)

	4Q 2021	3Q 2021	4Q 2020
Noninterest-bearing demand	$ 2,246	$ 1,673	$ 1,470
Interest-bearing:			
Checking	1,663	1,697	1,569
Money market	869	853	786
Savings	679	666	598
Time	631	689	656
Brokered time	23	24	23
Total Deposits	**$6,111**	**$5,601**	**$5,101**

Total Deposits and Cost of Deposits

(in millions, as of quarter-end)

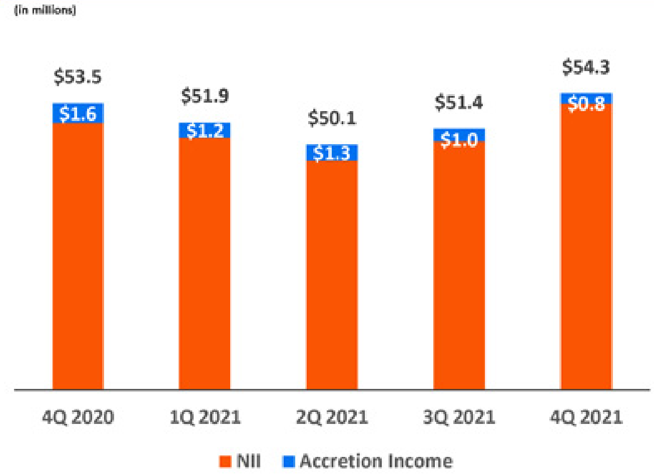


Midland States Bancorp, Inc.

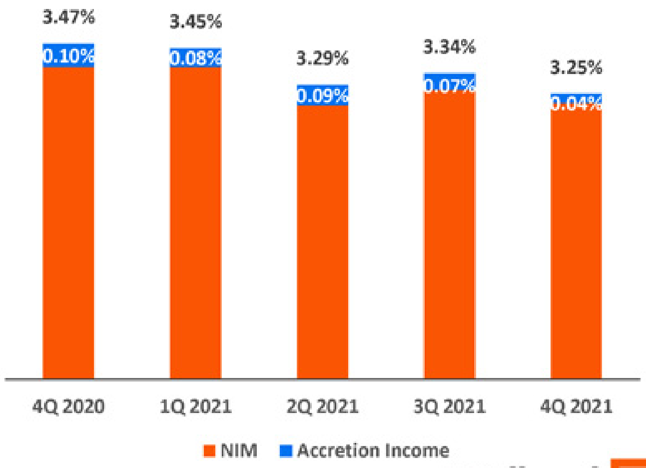
Net Interest Income/Margin

- Net interest income increased 5.7% from the prior quarter due primarily to higher average earning assets
- Net interest margin, excluding accretion income, decreased 6 bps from prior quarter due primarily to an increase in liquidity resulting from growth in commercial FHA servicing deposits
- Cash and cash equivalents represented 10% of interest-earning assets at Dec. 31, 2021
- Redeployment of excess liquidity into higher yielding earning assets will support net interest margin going forward

Net Interest Income



Net Interest Margin



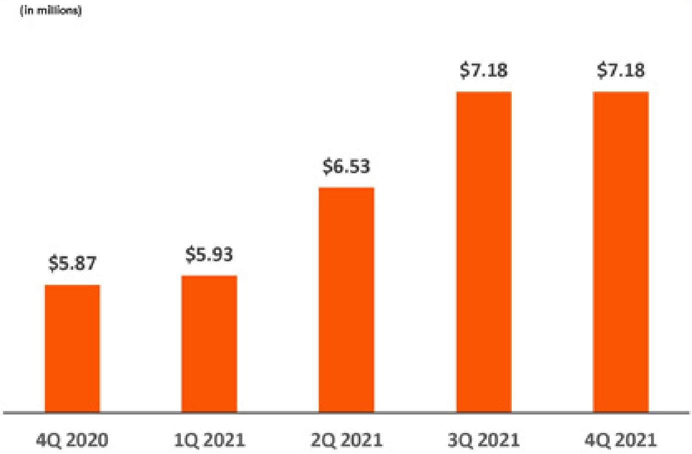
Midland States Bancorp, Inc.

Wealth Management

- **During 4Q21, assets under administration increased $159.2 million, primarily due to market performance**
- **Wealth Management revenue was consistent with prior quarter, as a decrease in estate and guardianship fees offset the increase in AUA**

Assets Under Administration

Wealth Management Revenue

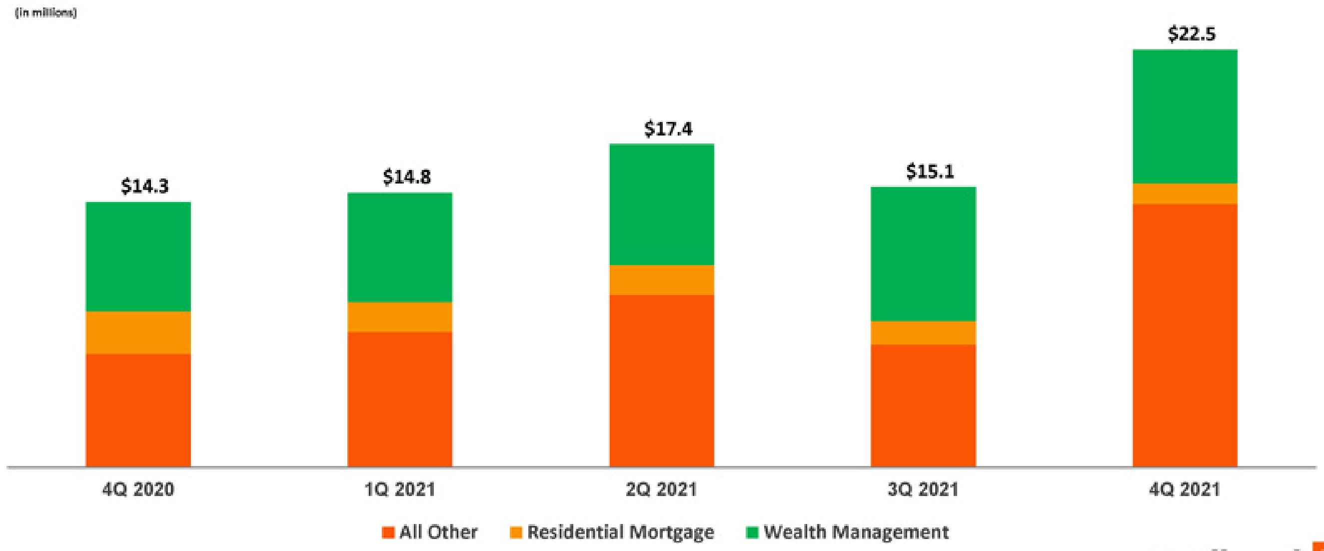


Midland States Bancorp, Inc.

Noninterest Income

- Noninterest income increased 48.7% from prior quarter
- Impairment on commercial MSRs impacted noninterest income by $2.1 million and $3.0 million in 4Q21 and 3Q21, respectively
- Excluding the impact of the impairment of commercial MSRs, noninterest income increased 35.3% primarily due to gains on BOLI and the termination of an FHLB interest rate swap, as well as unrealized income on equity investments

Noninterest Income

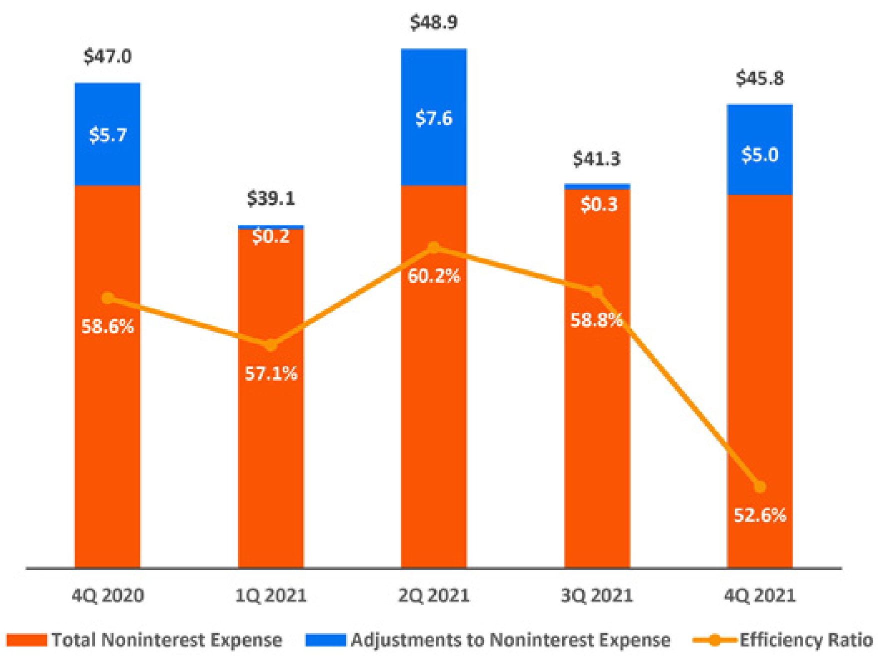


Midland States Bancorp, Inc.

Noninterest Expense and Operating Efficiency

Noninterest Expense and Efficiency Ratio (1)

(Noninterest expense in millions)



- **Efficiency Ratio (1) was 52.6% in 4Q21 vs. 58.8% in 3Q21**
- **Adjustments to non-interest expense:**

($ in millions)	4Q21	3Q21
Integration and acquisition related expenses	($0.2)	($0.2)
FHLB advance prepayment fee	($4.9)	--
Loss on MSRs held for sale	--	($0.1)

- **Excluding these adjustments, noninterest expense decreased $0.3 million**
- **Operating expense run-rate expected to be $40.5 - $41.5 million in 2022**

Notes:
(1) Represents a non-GAAP financial measure. See "Non-GAAP Reconciliation" in the appendix.

Midland States Bancorp, Inc.

Outlook

Midland States Bancorp, Inc.

2022 Outlook and Priorities

- Current expectation is to now continue participation in GreenSky partnership through at least 2023
  - New fintech partnership should provide $200-$250 million in loans over next 2-3 years
- High-single-digit loan growth expected in 2022
  - Continued momentum of more productive commercial banking group including specialty finance
- Continue increasing presence in higher growth markets in St. Louis and Northern Illinois, including the Chicagoland area
- Improve positioning to benefit from rising interest rates
  - Asset sensitivity is steadily increasing as commercial banking group generates higher levels of variable rate loans and noninterest-bearing deposits
- Maintain stable expense levels while continuing to invest in technology
  - Shift focus of technology investments from foundational to revenue generating
- Evaluate small, strategic M&A opportunities that can further improve deposit base, increase presence in higher growth areas, or build wealth management business
- Keep earnings consistent with 2021 by replacing PPP income and reserve releases with improved core earnings in 2022 resulting from organic balance sheet growth, leading to further earnings growth in 2023
- Enhance franchise value by continuing shift of MSBI model to relationship-based loans funded by low-cost deposits combined with growing wealth management business that provides large, consistent source of noninterest income

Midland States Bancorp, Inc.

Long-Term Formula for Enhancing Shareholder Value

Disciplined Balance Sheet Growth

+

Improving Operating Efficiencies

+

Stable Sources of Recurring Income

+

Accretive M&A Transactions

=

Earnings Growth, Improving Returns and Enhanced Franchise Value

Midland States Bancorp, Inc.

APPENDIX

Midland
States Bancorp, Inc.

ESG: A Framework for Sustainability

Environmental

Facilities

- Our Corporate HQ, built in 2011, is LEED (Silver) Certified.
- We have installed solar power in 10 Midland locations.
- We have made more than $50+ million of credit available for residential solar projects since 2011.
- We have also completed more than $540 million of financing for 18 "green" (LEED, Energy Star, etc.) multi-family/health care facilities through our Love Funding subsidiary since 2017.

Paper Reduction

- More than 40% of our customers use paperless statements and Midland has had a digitization/paper elimination program in place since 2010.

Social

Community Outreach

- Midland States Bank has been serving families and businesses in our communities for more than 140 years, offering products and services based on the needs of our customers.
- We work with more than 150 low-to-moderate income ("LMI") and minority focused community development groups in our banking markets to help insure our community development programs address the needs of each of our markets.
- The Midland Institute CEO Program, a unique program designed to teach and create entrepreneurial opportunities to teens, was first created by our Bank in 2008 for the local Effingham, Illinois high schools and has now grown to be offered by 229 high schools in six states.

Culture and People

- Since 2008 Midland has provided all employees personal and professional development through an acclaimed third-party training company.
- Midland's Advanced Study for Talent Enrichment and Resource Training ("MASTERS") program serves to develop future leaders of the Company. To date 59% of participants have been women or minority employees.
- Midland launched its Diversity & Inclusion Council in April 2020 to focus on diversity in the workplace and workforce.

Philanthropy

- $30 million of investment towards community development goals targeted for the 2019-2021 period.

Financial Education

- Since 2015 we have held more than 240 financial literacy seminars in LMI/minority neighborhoods in our footprint.

CRA, Community Development and Financial Inclusion

- Through our Believable Banking® Residential Mortgage and Home Improvement Loan Programs we have made more than $31 million of loans to consumers underserved by traditional loan programs.
- Our banking products and services are offered through our personal bankers and online with materials designed to clearly describe the features, costs and alternatives available to our customers, including through dual-language materials and our ADA compliant website.
- Midland has provided $877 million of financing for 148 affordable multi-family and health care projects since 2015.

Governance

Reputation

- Midland States Bank was one of the first in the nation to have a woman on its board (1903).
- Our board composition includes 40% women and minorities, and our criteria for identifying directors includes seeking diverse individuals.

Oversight of Strategy and Risk

- The Company's Chair and CEO roles been separate since the Company's inception (1988).
- Our Board of Directors has established a Risk and Compliance Committee to oversee all aspects of risk and compliance management.
- Our ERM program evaluates risk in each of our businesses and operational departments, including asset and liability management, and our Chief Risk Officer reports directly to the Audit and Risk and Compliance Committees of the Company's Board of Directors.

Data Security

- Robust data security programs and a Privacy Policy under which we do not sell or share customer information with non-affiliated entities.

Management of Legal and Regulatory Environment

- All continuing directors except our CEO are "independent" pursuant to applicable SEC/NASDAQ rules.
- Our Executive Compensation, including all performance related compensation, is also evaluated under our ERM to ensure compliance with the FDIC's Interagency Guidelines Establishing Standards for Safety and Soundness and the Sound Incentive Compensation Policies issued jointly by the federal financial institutions regulatory agencies.
- All cash and equity incentive programs for executive officers include operating metrics and/or four-year vesting periods.

Paycheck Protection Program Overview

Paycheck Protection Program (as of 12/31/21)	
Loans Outstanding	$52.5 million
Round 1	$5.3 million
Round 2	$47.2 million
Total Fees Earned	$15.3 million
Fees Recognized in 4Q21	$1.5 million
Remaining Fees to be Recognized	$2.0 million

Paycheck Protection Program Loan Forgiveness		
	As of 9/30/21	As of 12/31/21
Loans Submitted to SBA	$313.9 million	$342.4 million
Loans Forgiven by SBA	$300.8 million	$333.0 million
Percentage of Total Round 1 PPP Loans Forgiven	95.8%	98.1%
Percentage of Total Round 1 and 2 PPP Loans Forgiven	79.1%	87.5%

Impact on 4Q21 Financials

	At or for the Three Months Ended 12/31/21	Metrics Excluding PPP Impact
Total Loans	$5.23 billion	$5.18 billion
Average Loans	$5.00 billion	$4.90 billion
Net Interest Income FTE[1]	$54.7 million	$53.1 million
Net Interest Margin[1]	3.25%	3.19%
ACL/Total Loans	0.98%	0.99%

1. Loan fees and deferred loan origination costs being amortized over an estimated 24 to 60 month life of PPP loans

Midland States Bancorp, Inc.

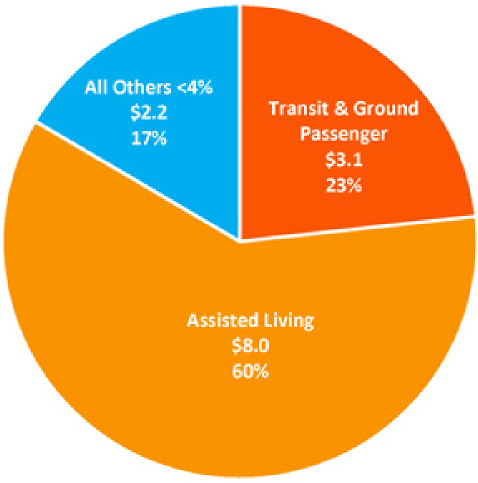
Loan Deferral Overview

Total Loan Deferrals			
	As of Jun. 30, 2021	As of Sep. 30, 2021	As of Dec. 31, 2021
Total Loans Deferred	$107.3 million	$34.3 million	$13.3 million
% of Total Loans	2.2%	0.7%	0.3%

Deferral Type (as of December 31, 2021)	
Full Payment Deferral	$1.4 million
Deferred Loans Making I/O or Other Payments	$11.9 million

Deferrals by Industry
(as of December 31, 2021)

($ in millions)

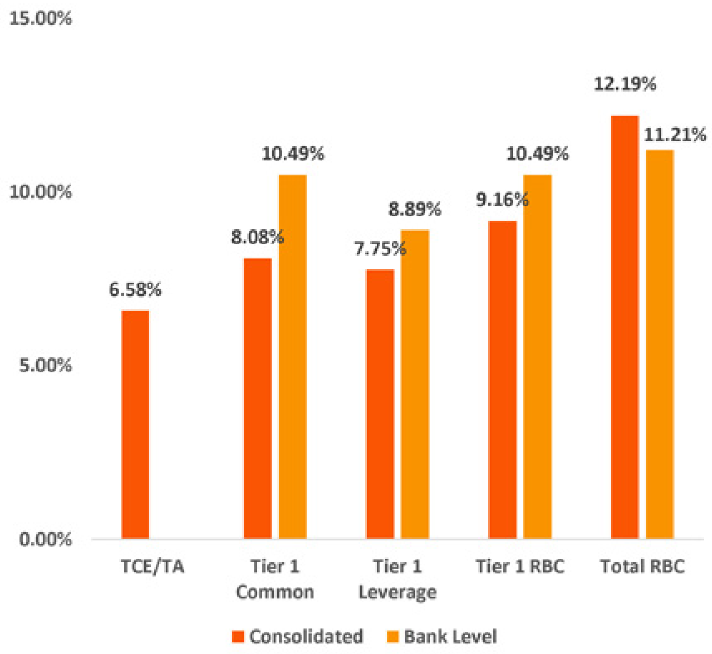


No remaining Hotel/Motel deferrals at 12/31/21

Midland States Bancorp, Inc.

Capital and Liquidity Overview

Capital Ratios
(as of 12/31/21)



Liquidity Sources
(as of 12/31/21)

($ in millions)	
Cash and Cash Equivalents	$ 673.3
Unpledged Securities	409.1
FHLB Committed Liquidity	863.7
FRB Discount Window Availability	55.9
Total Estimated Liquidity	**$ 2,002.0**

Conditional Funding Based on Market Conditions

Additional Credit Facility	$ 250.0
Brokered CDs (additional capacity)	$ 500.0

Other Liquidity
Holding Company Cash Position of $37.9 Million
Holding Company Line of Credit of $15.0 Million

Midland States Bancorp, Inc.

Appendix: Reconciliation of TBV Per Share

(dollars in thousands, except per share data)	As of December 31, 2021	2020	2019	2018	2017	2016	2015	2014
Shareholders' Equity to Tangible Common Equity:								
Total shareholders' equity—GAAP	$ 663,837	$ 621,391	$ 661,911	$ 608,525	$ 449,545	$ 321,770	$ 232,880	$ 219,456
Adjustments:								
Preferred stock	-	-	-	(2,781)	(2,970)	-	-	-
Goodwill	(161,904)	(161,904)	(171,758)	(164,673)	(98,624)	(48,836)	(46,519)	(47,946)
Other intangibles	(24,374)	(28,382)	(34,886)	(37,376)	(16,932)	(7,187)	(7,004)	(9,464)
Tangible Common Equity	$ 477,559	$ 431,105	$ 455,267	$ 403,695	$ 331,019	$ 265,747	$ 179,357	$ 162,046
Total Assets to Tangible Assets:								
Total assets—GAAP	$ 7,443,805	$ 6,868,540	$ 6,087,017	$ 5,637,673	$ 4,412,701	$ 3,233,723	$ 2,884,824	$ 2,676,614
Adjustments:								
Goodwill	(161,904)	(161,904)	(171,758)	(164,673)	(98,624)	(48,836)	(46,519)	(47,946)
Other intangibles	(24,374)	(28,382)	(34,886)	(37,376)	(16,932)	(7,187)	(7,004)	(9,464)
Tangible Assets	$ 7,257,527	$ 6,678,254	$ 5,880,373	$ 5,435,624	$ 4,297,145	$ 3,177,700	$ 2,831,301	$ 2,619,204
Common Shares Outstanding	22,050,537	22,325,471	24,420,345	23,751,798	19,122,049	15,483,499	11,797,404	11,725,158
Tangible Common Equity to Tangible Assets	6.58 %	6.46 %	7.74 %	7.43 %	7.70 %	8.36 %	6.33 %	6.19 %
Tangible Book Value Per Share	$ 21.66	$ 19.31	$ 18.64	$ 17.00	$ 17.31	$ 17.16	$ 15.20	$ 13.82

Midland
States Bancorp, Inc.

MIDLAND STATES BANCORP, INC.
RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES (unaudited)

Adjusted Earnings Reconciliation

(dollars in thousands, except per share data)	For the Years Ended December 31, 2021	2020	2019	2018	2017	2016
Income before income taxes - GAAP	$ 99,112	$ 32,014	$ 72,471	$ 50,805	$ 26,471	$ 50,431
Adjustments to noninterest income:						
Gain on sales of investment securities, net	537	1,721	674	464	222	14,702
Gain on termination of hedged interest rate swap	2,159	-	-	-	-	-
Other income	48	(17)	(29)	89	(67)	(608)
Total adjustments to noninterest income	2,744	1,704	645	553	155	14,094
Adjustments to noninterest expense:						
Impairment related to facilities optimization	-	12,847	3,577	-	1,952	2,099
Loss (gain) on mortgage servicing rights held for sale	222	1,692	(490)	458	4,059	-
FHLB advances prepayment fees	8,536	4,872	-	-	-	-
Loss on repurchase of subordinated debt	-	193	1,778	-	-	511
Integration and acquisition expenses	4,356	2,309	5,493	24,015	17,738	2,343
Total adjustments to noninterest expense	13,114	21,913	10,358	24,473	23,749	4,953
Adjusted earnings pre tax	109,482	52,223	82,184	74,725	50,065	41,290
Adjusted earnings tax	26,261	12,040	19,358	17,962	15,170	14,064
Adjusted earnings - non-GAAP	$ 83,221	$ 40,183	$ 62,826	$ 56,763	$ 34,895	$ 27,226
Preferred stock dividends, net	-	-	46	141	83	-
Adjusted earnings available to common shareholders - non-GAAP	$ 83,221	$ 40,183	$ 62,780	$ 56,622	$ 34,812	$ 27,226

Adjusted Pre-Tax, Pre-Provision Earnings Reconciliation

(dollars in thousands)	For the Years Ended December 31, 2021	2020	2019	2018	2017	2016
Adjusted earnings pre tax - non- GAAP	$ 109,482	$ 52,223	$ 82,184	$ 74,725	$ 50,065	$ 41,290
Provision for credit losses	3,393	44,361	16,985	9,430	9,556	5,591
Impairment on commercial mortgage servicing rights	7,532	12,337	2,139	(449)	2,324	3,135
Adjusted pre-tax, pre-provision earnings - non-GAAP	$ 120,407	$ 108,921	$ 101,308	$ 83,706	$ 61,945	$ 50,016
Adjusted pre-tax, pre-provision return on average assets	1.75 %	1.67 %	1.74 %	1.53 %	1.57 %	1.63 %

Midland States Bancorp, Inc.

MIDLAND STATES BANCORP, INC.
RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES (unaudited)

Efficiency Ratio Reconciliation

(dollars in thousands)	2021	2020	2019	2018	2017	2016
	For the Years Ended December 31,					
Noninterest expense - GAAP	$ 175,069	$ 184,010	$ 175,641	$ 191,643	$ 152,997	$ 121,289
Adjustments to noninterest expense:						
Net expense from FDIC loss share termination agreement	-	-	-	-	-	(351)
Impairment related to facilities optimization	-	(12,847)	(3,577)	-	(1,952)	(2,099)
(Loss) gain on mortgage servicing rights held for sale	(222)	(1,692)	490	(458)	(4,059)	-
FHLB advances prepayment fees	(8,536)	(4,872)	-	-	-	-
Loss on repurchase of subordinated debt	-	(193)	(1,778)	-	-	(511)
Integration and acquisition expenses	(4,356)	(2,309)	(5,493)	(24,015)	(17,738)	(2,343)
Adjusted noninterest expense	$ 161,955	$ 162,097	$ 165,283	$ 167,170	$ 129,248	$ 115,985
Net interest income - GAAP	$ 207,675	$ 199,136	$ 189,815	$ 180,087	$ 129,662	$ 105,254
Effect of tax-exempt income	1,543	1,766	2,045	2,095	2,691	2,579
Adjusted net interest income	209,218	200,902	191,860	182,182	132,353	107,833
Noninterest income - GAAP	69,899	61,249	75,282	71,791	59,362	72,057
Adjustments to noninterest income:						
Impairment (recapture) on commercial mortgage servicing rights	7,532	12,337	2,139	(449)	2,324	3,135
Gain on sales of investment securities, net	(537)	(1,721)	(674)	(464)	(222)	(14,702)
Gain on termination of hedged interest rate swap	(2,159)	-	-	-	-	-
Other income	(48)	17	29	(89)	67	608
Adjusted noninterest income	74,687	71,882	76,776	70,789	61,531	61,098
Adjusted total revenue	$ 283,905	$ 272,784	$ 268,636	$ 252,971	$ 193,884	$ 168,931
Efficiency ratio	57.05 %	59.42 %	61.53 %	66.08 %	66.66 %	68.66 %

Midland States Bancorp, Inc.

MIDLAND STATES BANCORP, INC.
RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES (unaudited)

Adjusted Earnings Reconciliation

	For the Quarter Ended				
(dollars in thousands, except per share data)	December 31, 2021	September 30, 2021	June 30, 2021	March 31, 2021	December 31, 2020
Income before income taxes - GAAP	$ 30,600	$ 25,431	$ 19,041	$ 24,040	$ 10,746
Adjustments to noninterest income:					
Gain on sales of investment securities, net	-	160	377	-	-
Gain on termination of hedged interest rate swap	1,845	-	-	314	-
Other income	-	-	(27)	75	3
Total adjustments to noninterest income	1,845	160	350	389	3
Adjustments to noninterest expense:					
Loss on mortgage servicing rights held for sale	-	79	143	-	617
Impairment related to facilities optimization	-	-	-	-	(10)
FHLB advances prepayment fees	4,859	-	3,669	8	4,872
Integration and acquisition expenses	171	176	3,771	238	231
Total adjustments to noninterest expense	5,030	255	7,583	246	5,710
Adjusted earnings pre tax	33,785	25,526	26,274	23,897	16,453
Adjusted earnings tax	8,369	5,910	6,519	5,463	3,982
Adjusted earnings - non-GAAP	$ 25,416	$ 19,616	$ 19,755	$ 18,434	$ 12,471
Adjusted diluted earnings per common share	$ 1.12	$ 0.86	$ 0.86	$ 0.81	$ 0.54
Adjusted return on average assets	1.39 %	1.15 %	1.17 %	1.11 %	0.73 %
Adjusted return on average shareholders' equity	15.44 %	11.94 %	12.36 %	11.97 %	7.97 %
Adjusted return on average tangible common equity	21.65 %	16.82 %	17.52 %	17.18 %	11.50 %

Adjusted Pre-Tax, Pre-Provision Earnings Reconciliation

	For the Quarter Ended				
(dollars in thousands)	December 31, 2021	September 30, 2021	June 30, 2021	March 31, 2021	December 31, 2020
Adjusted earnings pre tax - non- GAAP	$ 33,785	$ 25,526	$ 26,274	$ 23,897	$ 16,453
Provision for credit losses	467	(184)	(455)	3,565	10,058
Impairment on commercial mortgage servicing rights	2,072	3,037	1,148	1,275	2,344
Adjusted pre-tax, pre-provision earnings - non-GAAP	$ 36,324	$ 28,379	$ 26,967	$ 28,737	$ 28,855
Adjusted pre-tax, pre-provision return on average assets	1.98 %	1.67 %	1.60 %	1.73 %	1.69 %

Midland States Bancorp, Inc.

MIDLAND STATES BANCORP, INC.
RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES (unaudited) (continued)

Efficiency Ratio Reconciliation

	For the Quarter Ended				
(dollars in thousands)	December 31, 2021	September 30, 2021	June 30, 2021	March 31, 2021	December 31, 2020
Noninterest expense - GAAP	$ 45,757	$ 41,292	$ 48,941	$ 39,079	$ 47,048
Loss on mortgage servicing rights held for sale	-	(79)	(143)	-	(617)
Impairment related to facilities optimization	-	-	-	-	10
FHLB advances prepayment fees	(4,859)	-	(3,669)	(8)	(4,872)
Integration and acquisition expenses	(171)	(176)	(3,771)	(238)	(231)
Adjusted noninterest expense	$ 40,727	$ 41,037	$ 41,358	$ 38,833	$ 41,338
Net interest income - GAAP	$ 54,301	$ 51,396	$ 50,110	$ 51,868	$ 53,516
Effect of tax-exempt income	372	402	383	386	413
Adjusted net interest income	54,673	51,798	50,493	52,254	53,929
Noninterest income - GAAP	22,523	15,143	17,417	14,816	14,336
Impairment on commercial mortgage servicing rights	2,072	3,037	1,148	1,275	2,344
Gain on sales of investment securities, net	-	(160)	(377)	-	-
Gain on termination of hedged interest rate swap	(1,845)	-	-	(314)	-
Other	-	-	27	(75)	(3)
Adjusted noninterest income	22,750	18,020	18,215	15,702	16,677
Adjusted total revenue	$ 77,423	$ 69,818	$ 68,708	$ 67,956	$ 70,606
Efficiency ratio	52.61 %	58.78 %	60.19 %	57.14 %	58.55 %

Midland States Bancorp, Inc.

MIDLAND STATES BANCORP, INC.
RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES (unaudited) (continued)

Tangible Common Equity to Tangible Assets Ratio and Tangible Book Value Per Share

	As of				
(dollars in thousands, except per share data)	December 31, 2021	September 30, 2021	June 30, 2021	March 31, 2021	December 31, 2020
Shareholders' Equity to Tangible Common Equity					
Total shareholders' equity—GAAP	$ 663,837	$ 657,844	$ 648,186	$ 635,467	$ 621,391
Adjustments:					
Goodwill	(161,904)	(161,904)	(161,904)	(161,904)	(161,904)
Other intangible assets, net	(24,374)	(26,065)	(27,900)	(26,867)	(28,382)
Tangible common equity	$ 477,558	$ 469,875	$ 458,382	$ 446,696	$ 431,105
Total Assets to Tangible Assets:					
Total assets—GAAP	$ 7,443,805	$ 7,093,959	$ 6,630,010	$ 6,884,786	$ 6,868,540
Adjustments:					
Goodwill	(161,904)	(161,904)	(161,904)	(161,904)	(161,904)
Other intangible assets, net	(24,374)	(26,065)	(27,900)	(26,867)	(28,382)
Tangible assets	$ 7,257,527	$ 6,905,990	$ 6,440,206	$ 6,696,015	$ 6,678,254
Common Shares Outstanding	22,050,537	22,193,141	22,380,492	22,351,740	22,325,471
Tangible Common Equity to Tangible Assets	6.58 %	6.80 %	7.12 %	6.67 %	6.46 %
Tangible Book Value Per Share	$ 21.66	$ 21.17	$ 20.48	$ 19.98	$ 19.31

Return on Average Tangible Common Equity (ROATCE)

	For the Quarter Ended				
(dollars in thousands)	December 31, 2021	September 30, 2021	June 30, 2021	March 31, 2021	December 31, 2020
Net income available to common shareholders	$ 23,107	$ 19,548	$ 20,124	$ 18,538	$ 8,333
Average total shareholders' equity—GAAP	$ 652,892	$ 651,751	$ 641,079	$ 624,661	$ 622,594
Adjustments:					
Goodwill	(161,904)	(161,904)	(161,904)	(161,904)	(161,904)
Other intangible assets, net	(25,311)	(27,132)	(26,931)	(27,578)	(29,123)
Average tangible common equity	$ 465,677	$ 462,715	$ 452,244	$ 435,179	$ 431,567
ROATCE	19.69 %	16.76 %	17.85 %	17.28 %	7.68 %

Midland States Bancorp, Inc.