



# BNCCORP

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## NEWS RELEASE

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### **BNCCORP, INC. Announces Agreements to Raise \$17,020,000 in Capital**

BISMARCK, ND, February 16, 2012 – BNCCORP, INC. (“BNC” or the “Company”) (OTC Markets: BNCC), today announced that it has received subscription agreements executed by prospective investors pursuant to which the Company expects to receive aggregate gross proceeds of up to \$17,020,000 from the private placement of newly issued shares of the Company’s common stock. The closing of the offering is subject to obtaining all required regulatory approvals and the satisfaction of other customary closing conditions and is not anticipated to close until the second or third quarter of 2012.

Upon closing of the offering, the Company expects to issue up to 9,200,000 shares of common stock at a price of \$1.85 per share. The Company intends to use the net proceeds from the offering for general corporate purposes, which we anticipate will include, subject to obtaining required regulatory approvals and the availability of additional borrowings, the repayment of accrued and unpaid dividends and interest on our outstanding preferred stock and trust preferred securities and the redemption of all of our outstanding preferred stock.

Sandler O'Neill + Partners, L.P. has acted as financial advisor to the Company in connection with the offering.

The securities offered by the Company in this offering have not been registered under the Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This press release does not and shall not constitute an offer to sell or the solicitation of any offer to buy any securities of the Company.

### **About the Company**

BNCCORP, INC., headquartered in Bismarck, N.D., is a registered bank holding company dedicated to providing banking and wealth management services to businesses and consumers in its local markets. The Company operates community banking and wealth management businesses in Arizona, Minnesota and North Dakota from 15 locations. BNC also conducts mortgage banking from 12 locations in Illinois, Kansas, Nebraska, Missouri, Minnesota and Arizona.

### **Additional Information**

This news release does not constitute an offer to sell or a solicitation of an offer to buy any securities, nor shall there be any sales of securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful under the securities laws of any such state or jurisdiction.

This news release may contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 with respect to the financial condition, results of operations, plans, objectives, future performance and business of BNC. Forward-looking statements, which may be based upon beliefs, expectations and assumptions of our management and on information currently available to management are generally identifiable by the use of

words such as “expect”, “believe”, “anticipate”, “plan”, “intend”, “estimate”, “may”, “will”, “would”, “could”, “should”, or other expressions. We caution readers that these forward-looking statements, including, without limitation, those relating to our future business prospects, revenues, working capital, liquidity, capital needs, interest costs and income, are subject to certain risks and uncertainties that could cause actual results to differ materially from those indicated in the forward-looking statements due to several important factors. These factors include, but are not limited to: risks of loans and investments, including dependence on local and regional economic conditions; competition for our customers from other providers of financial services; possible adverse effects of changes in interest rates, including the effects of such changes on derivative contracts and associated accounting consequences; risks associated with our acquisition and growth strategies; and other risks which are difficult to predict and many of which are beyond our control. In addition, all statements in this news release, including forward-looking statements, speak only of the date they are made, and the Company undertakes no obligation to update any statement in light of new information or future events.