



FIRST COMMERCE BANCORP®

*Leading the way for business*

## **Grandpoint Capital, Inc., and First Commerce Bancorp Sign Definitive Agreement to Merge**

**Los Angeles and Encino, California, July 14, 2010** – Grandpoint Capital, Inc., the parent company of Grandpoint Bank, and First Commerce Bancorp (OTCBB:FCCC), the parent company of First Commerce Bank, announced today that they have signed a definitive agreement to merge the two holding companies and the two banks. Under the terms of the agreement, First Commerce Bancorp will merge with Grandpoint Capital, and First Commerce Bank will merge with Grandpoint Bank and become a wholly owned subsidiary of Grandpoint Capital. First Commerce Bancorp's current shareholders will receive \$4.50 in cash per share, plus additional considerations based on earnings from operations from April 1, 2010, through the closing and based on the performance of a portfolio of loans for the two-year period following the closing.

Completion of the transaction is subject to regulatory and shareholder approvals. Following the successful completion of these steps, it is anticipated the transaction will close prior to year-end 2010.

Grandpoint Bank, a wholly owned subsidiary of Grandpoint Capital, has offices in downtown Los Angeles and Orange County. The bank was launched in June 2010 when Grandpoint Capital acquired Santa Ana Business Bank, with a total capital investment of \$75 million. The bank serves small and mid-sized businesses, professionals and entrepreneurs, and high-net-worth individuals with an integrated product set of private client services, business banking and treasury management capabilities. It also provides correspondent services to financial institutions.

First Commerce Bank has offices in Encino and Brentwood. Founded in 1984 as Brentwood Square Savings and Loan Association, the name changed to Brentwood Bank of California in 1991 when it converted into a commercial bank. In 1999, the bank expanded its market presence and scope of business and became known as First Commerce Bank. The bank offers a broad spectrum of products and services to corporate, professional and individual customers.

"First Commerce is an ideal match for Grandpoint," said Don M. Griffith, chairman and chief executive officer of Grandpoint Capital, Inc., and Grandpoint Bank. "We share the same culture and commitment to relationship-based service. Our client base is very similar and our locations are complementary," Griffith said. "First Commerce is a consistently strong performer with outstanding leadership and an experienced staff that always puts customer needs first. We are pleased that First Commerce President Jack Feldman will continue with Grandpoint Bank as vice chairman and executive vice president."

"We are excited to partner with Grandpoint Bank," said Jack Feldman, president and chief executive officer of First Commerce Bancorp and First Commerce Bank. "The merger will provide capital for growth and a broader base of products and services for our customers. We are also pleased our executive management team and staff will continue to provide our customers the same one-on-

one professional customer service for which we are known.”

Grandpoint Capital, Inc., is headquartered at 333 South Grand Avenue, Suite 4250, Los Angeles, Calif. Grandpoint Bank has offices in downtown Los Angeles at 355 South Grand Avenue, Suite 2400, and in Santa Ana, Calif., at 1666 North Main Street. The bank plans to open a future office in the South Bay.

First Commerce Bancorp is located at 16861 Ventura Boulevard, Encino, Calif. First Commerce Bank is headquartered in Encino with a regional office in Brentwood. At June 30, 2010, the bank had total assets of \$335.6 million. First Commerce Bank has been recognized by Bauer Financial, a bank rating service, as a 5-star Superior institution, its highest rating. First Commerce Bancorp’s stock trades on the Over the Counter Bulletin Board (OTCBB) under the symbol FCCC.

# # #

### **Forward Looking Statements**

Certain statements in this press release contain forward-looking statements that are based on management’s expectations, estimates, projections and assumptions. Words such as “expects,” “anticipates,” “plans,” “believes,” “scheduled,” “estimates” and variations of these words and similar expressions are intended to identify forward-looking statements. Forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, as amended. These statements are not guarantees of future performance and involve certain risks and uncertainties, which are difficult to predict. Therefore, actual future results and trends may differ materially from what is forecast in forward-looking statements due to a variety of factors.

All forward-looking statements speak only as of the date of this press release. All subsequent written and oral forward-looking statements attributable to either Grandpoint Capital or First Commerce Bancorp or any person acting on their behalf are qualified by the cautionary statements in this press release. Grandpoint Capital and First Commerce Bancorp do not undertake any obligation to update or publicly release any revisions to forward-looking statements to reflect events, circumstances or changes in expectations after the date of this press release.

Contact:

Penny Maines  
Grandpoint Capital, Inc.  
(213) 542-2716

Jack Feldman  
First Commerce Bancorp  
(818) 501-2265