

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

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, 2025

CONNECTONE BANCORP, INC.
(Exact name of registrant as specified in its charter)

New Jersey
(State or Other Jurisdiction of Incorporation)

001-40751
(Commission File Number)

52-1273725
(I.R.S. Employer Identification No.)

301 Sylvan Avenue
Englewood Cliffs, New Jersey 07632
(Address of Principal Executive Offices) (Zip Code)

(844) 266-2548
(Registrant's telephone number, including area code)

N/A
(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))

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	CNOB	NASDAQ
Depository Shares (each representing a 1/40th interest in a share of 5.25% Series A Non-Cumulative, perpetual preferred stock)	CNOBP	NASDAQ

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.

Explanatory Note

This Amendment to the Current Report on Form 8-K filed by ConnectOne Bancorp, Inc. on November 6, 2025 (the "Original Report") is being filed to correct a typographical error in the investor presentation included as Exhibit 99.1. The last bullet on slide 11 of Exhibit 99.1 should indicate "NIM of 3.40%+ projected for 4th qtr 2026", instead of "NIM of 3.40%+ projected for 4th qtr 2025." Except for the foregoing, this amendment does not amend, modify or update any other portion of the investor presentation contained in the Original Report.

Item 8.01. Other Events.

Exhibit 99.1: Presentation, November 2025, Investor Presentation

Item 9.01. Financial Statements and Exhibits.

Exhibits. The following is filed as an Exhibit to this Current Report on Form 8-K:

- 99.1 [Power Point Presentation, November 2025, Investor Presentation](#)
 - 104 Cover Page Interactive Data File (embedded within the Inline XBRL document)
-

SIGNATURE

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.

ConnectOne Bancorp, Inc.

Date: November 6, 2025

By: /s/ William S. Burns

William S. Burns

Senior Executive Vice President and Chief Financial Officer



Investor Presentation

November 2025

Forward-looking Statements

This presentation contains forward-looking statements that are based on ConnectOne Bancorp, Inc.'s ("ConnectOne") assumptions and beliefs. Forward-looking statements are typically identified by words such as "believe," "expect," "anticipate," "intend," "target," "estimate," "continue," "positions," "prospects" or "potential," by future conditional verbs such as "will," "would," "should," "could" or "may", or by variations of such words or by similar expressions. Such statements pertain to the outlook for ConnectOne's business, plans and objectives and market trends and other matters. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from those discussed in such statements and no assurance can be given that the results in any forward-looking statement will be achieved. For these statements, ConnectOne claims the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. Any forward-looking statement speaks only as of the date on which it is made, and we disclaim any obligation to subsequently revise any forward-looking statement to reflect events or circumstances after such date or to reflect the occurrence of anticipated or unanticipated events.

Certain factors could cause ConnectOne's future results to differ materially from those expressed or implied in any forward-looking statements contained in this presentation. These factors include the factors discussed in Part I, Item 1A of ConnectOne's Annual Report on Form 10-K under the heading "Risk Factors", as such disclosure may be supplemented in ConnectOne's Quarterly Reports on Form 10-Q under "Item 1A. Risk Factors", and any other cautionary statements, written or oral, which may be made or referred to in connection with any such forward-looking statements. Since it is not possible to foresee all such factors, these factors should not be considered as complete or exhaustive.

Use of Non-GAAP Financial Measures

This presentation contains certain financial measures that are not measures recognized under U.S. generally accepted accounting principles ("GAAP") and therefore, are considered non-GAAP financial measures. Management believes these non-GAAP financial measures provide useful information in understanding our underlying results of operations or financial position and our business and performance trends as they facilitate comparisons with the performance of other companies in the financial services industry. Non-GAAP adjusted items impacting the Company's financial performance are identified to assist investors in providing a complete understanding of factors and trends affecting the Company's business and in analyzing the Company's operating results on the same basis as that applied by management. Although we believe that these non-GAAP financial measures enhance the understanding of our business and performance, they should not be considered an alternative to GAAP or considered to be more important than financial results determined in accordance with GAAP, nor are they necessarily comparable with non-GAAP measures which may be presented by other companies. Where non-GAAP financial measures are used, the comparable GAAP financial measure, as well as the reconciliation to the comparable GAAP financial measure, can be found herein.

Experienced Leadership Team

Frank Sorrentino III
Chairman, CEO
Founder



20 Years Industry
25+ Years in Real Estate

Prior Experience
• President of FSS Construction

Bill Burns
Chief Financial Officer
Senior Executive VP



13 Years CNOB
40 Years Industry

Prior Experience
• Dime Savings Bank
• The Bank of New York

Elizabeth Magennis
Bank President



19 Years CNOB
30 Years Industry

Prior Experience
• Sovereign Bank
• Bergen Commercial Bank

Mark Zurlini
Chief Lending Officer
Executive VP



7 Years CNOB
~40 Years Industry

Prior Experience
• M&T Bank
• Palsades Financial

Steve Primiano
Treasurer & Chief
Corporate Development
Officer, Executive VP



13 Years CNOB
20+ Years Industry

Prior Experience
• Center Bancorp, Inc
• Stifel

Joseph Javitz
Chief Credit Officer
Executive VP



7 Years CNOB
40+ Years Industry

Prior Experience
• BCB Community Bank
• Abacus FSB

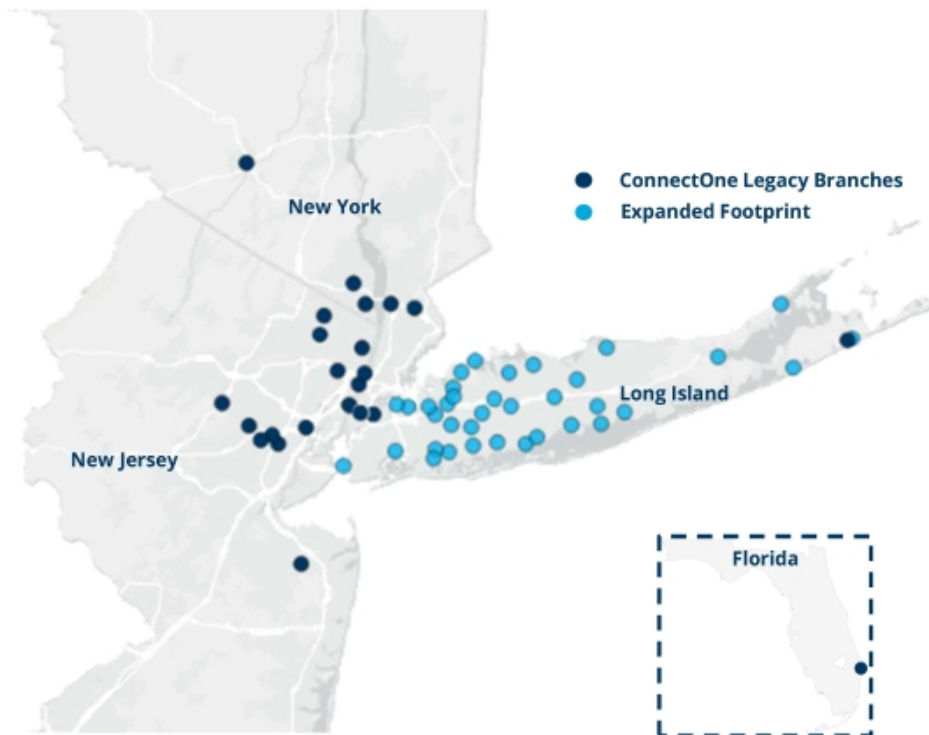
Bob Schwartz
General Counsel
Executive VP



Supported CNOB Since Inception
37+ Years in Law Supporting Financial Services
Strong Regulatory and M&A Experience

Prior Experience
• Windeis Marx
• Seyfarth Shaw, McCarter & English

ConnectOne at a Glance



Corporate Overview

NASDAQ Symbol
CNOB

Headquarters
Englewood Cliffs, NJ

Bank Established
2005

Total Branches⁽¹⁾
60

Total Assets⁽¹⁾
\$14.0B

Market Capitalization⁽¹⁾
\$1.2B

 **ConnectOne Bancorp, Inc.**

⁽¹⁾ As of September 30, 2025

Valuable Banking Franchise



Positioned for Growth

- ❖ Strong balance sheet and reserve levels enabling continued growth trajectory
- ❖ Diversified loan portfolio funded by stable, low-cost core deposits
- ❖ Scalable platform to drive organic growth and future acquisitions
- ❖ \$1.5 billion of shareholder's equity and a total risk-based capital ratio of 13.88% as of September 30, 2025



History of Delivering Shareholder Value

- ❖ Led by dedicated and talented bankers with a deep market expertise
- ❖ Experienced and engaged board of directors and management team
- ❖ Increased market penetration across footprint, driving future growth and supporting top-tier profitability
- ❖ Disciplined underwriting and well-established risk management framework



Attractive Footprint

- ❖ Well-positioned in highly attractive markets throughout the NYC-Metro Region serving small to middle-market businesses
- ❖ Headquartered in Englewood Cliffs, New Jersey
- ❖ Hubs located in New York City, Melville, New York and West Palm Beach, Florida
- ❖ Strong presence in rapidly growing markets will foster organic growth opportunities



Disciplined Acquiror

- ❖ Highly experienced in acquisitions and integrations, ensuring a focus on long-term client relationships
- ❖ Providing the highest level of client service and community involvement
- ❖ Executing targeted efficiencies through expense focus and profitably initiatives.
- ❖ Diversified business model supports prudent risk management

 ConnectOne Bancorp, Inc.

Committed to Our Core Values

PEOPLE FIRST

ConnectOne Bank's mission is to prove that putting **people first** is a better way to do business



SENSE OF URGENCY

- ❖ Move fast and get things done
- ❖ Ignite passion to action
- ❖ Be accessible and responsive
- ❖ Make it happen



MAKE AN IMPACT

- ❖ Own it!
- ❖ Add value! Leave everything better than you found it
- ❖ Deliver an amazing and memorable experience
- ❖ Perform beyond your comfort zone



WE CONNECT

With clients, employees, shareholders and the community

- ❖ We are committed to each other's success
- ❖ We are where you need us to be
- ❖ Together, we're better



FORWARD THINKING

- ❖ We anticipate
- ❖ We ask, "What's next?"
- ❖ We plan for WHAT IF

 ConnectOne Bancorp, Inc.

2025 Third Quarter Highlights

Key Highlights

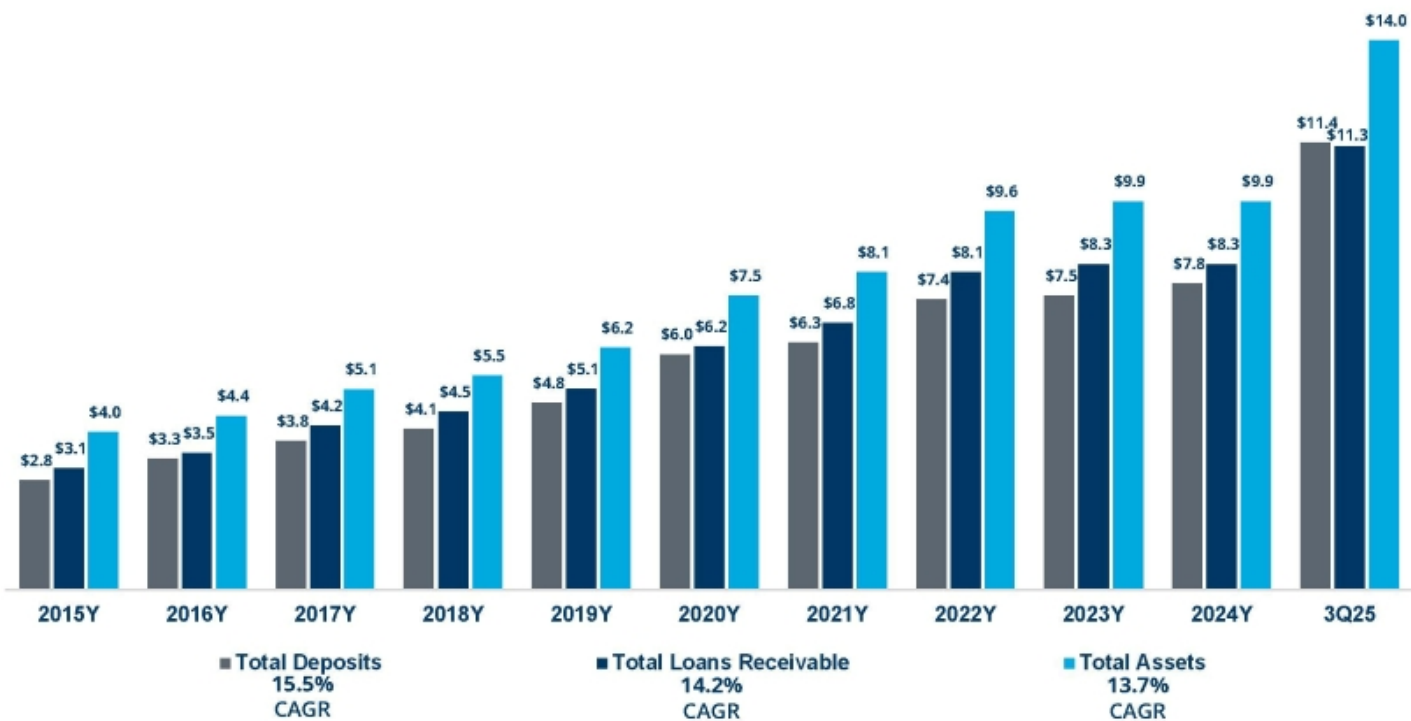
- ❖ Net income \$41.0 million, up \$61.3 million compared to the linked quarter
- ❖ NIM expanded to 3.11%, a 5 basis point improvement from the prior quarter
- ❖ Client deposits increased \$159.6 million, or 1.2%, compared to the sequential quarter
- ❖ Loans receivable increased \$139.2 million, or 1.2%, compared to the sequential quarter
- ❖ Capital position remains strong with a tangible common equity ratio⁽¹⁾ of 8.36% as of 9/30/25
- ❖ Tangible book value per share⁽¹⁾ increased 4.1% to \$22.85 at 9/30/25 from \$21.95 at 6/30/25

Key Performance Metrics	Reported	Operating ⁽¹⁾
Net Income	\$41.0MM	\$37.0MM
Diluted EPS	\$0.78	\$0.70
ROA	1.16%	1.05%
ROE	11.2%	10.0%
Efficiency Ratio	N/A	47.5%

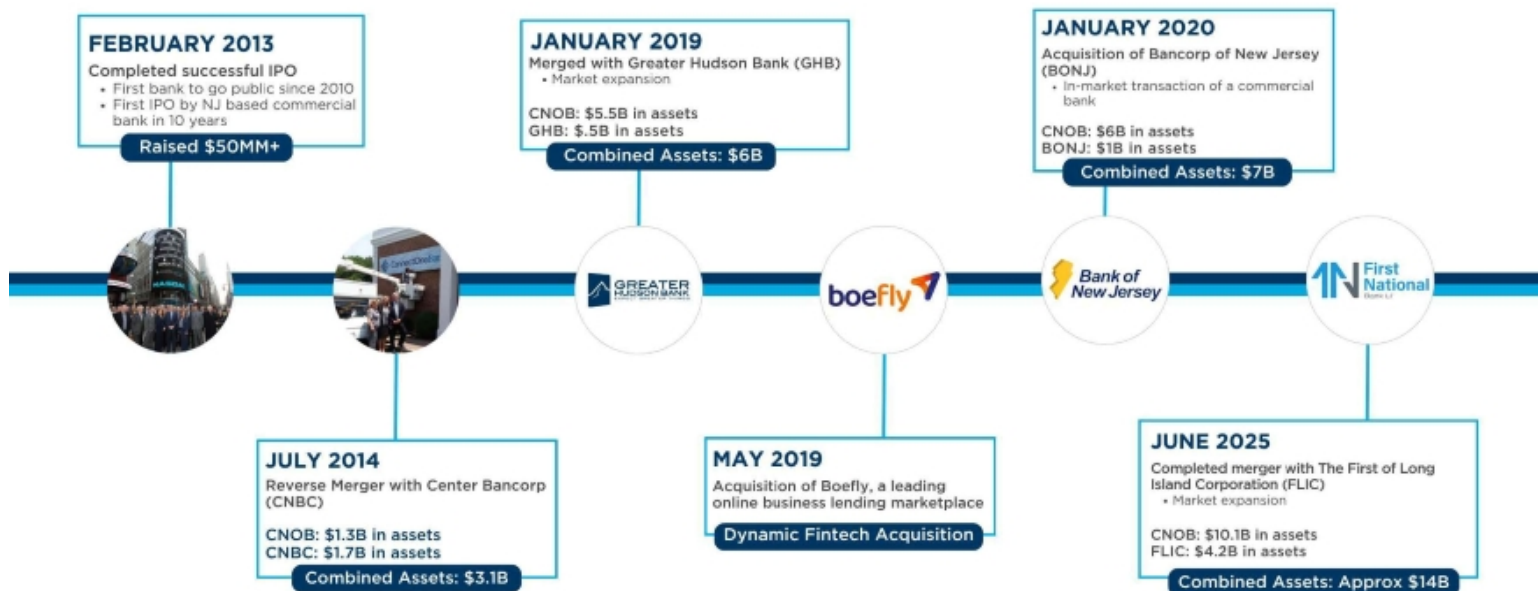
⁽¹⁾ Refer to the reconciliation of Non-GAAP financial measures at the end of this presentation

Balance Sheet Growth

(\$Billions)



Strategic and Financially Disciplined M&A



Net Interest Margin Expansion



3Q 2025 Highlights

- ❖ Improvement in NIM to 3.11% was driven by:
 - ❖ Higher loan yields
 - ❖ Improved securities yields
 - ❖ Favorable earning asset mix
 - ❖ Improved funding mix and cost

Future Outlook

- ❖ Net interest margin widening as expected
- ❖ Excess cash balances rotating into strong loan pipeline during Q4 2025
- ❖ Significant loan repricing in 2026 and 2027
- ❖ NIM of 3.40%+ projected for 4th qtr 2026

⁽¹⁾ Rates are annualized

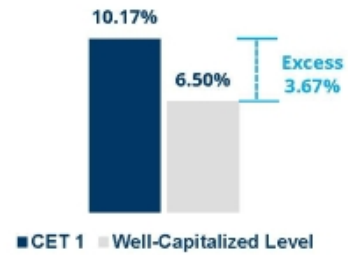
⁽²⁾ Net interest margin and yield on interest-earning assets are on a fully taxable equivalent basis

Strong Capital Base

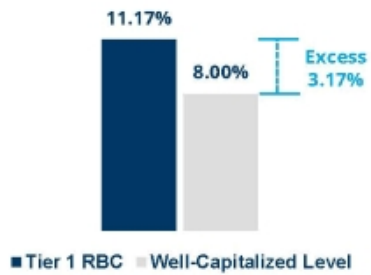
Leverage Ratio



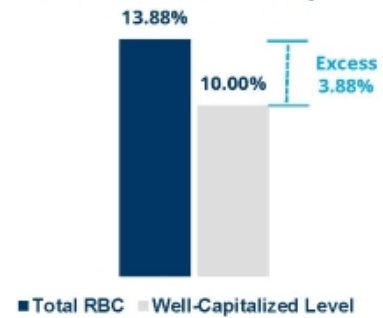
Common Equity Tier 1 (CET 1)



Tier 1 Risk-Based Capital



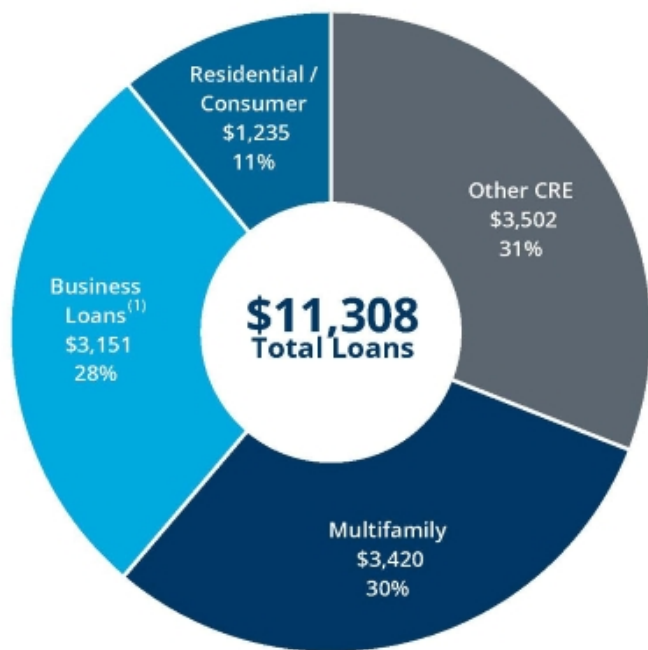
Total Risk-Based Capital



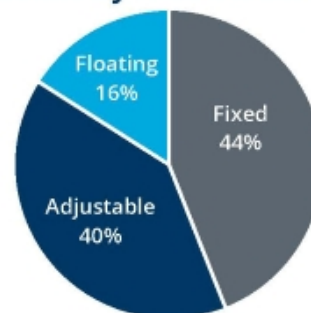
(Ratios as of September 30, 2025)

Loan Portfolio Overview as of September 30, 2025

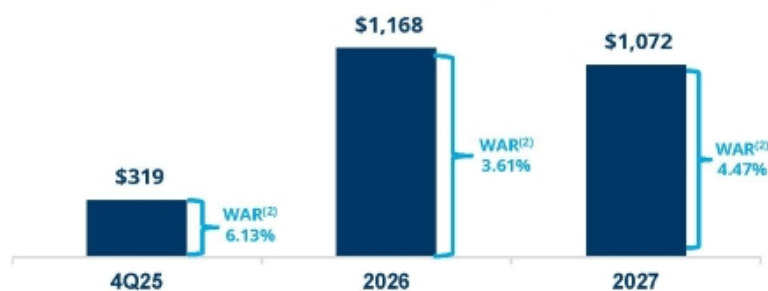
(\$Millions)



Loans by Rate Structure



Adjustable Loan Repricing

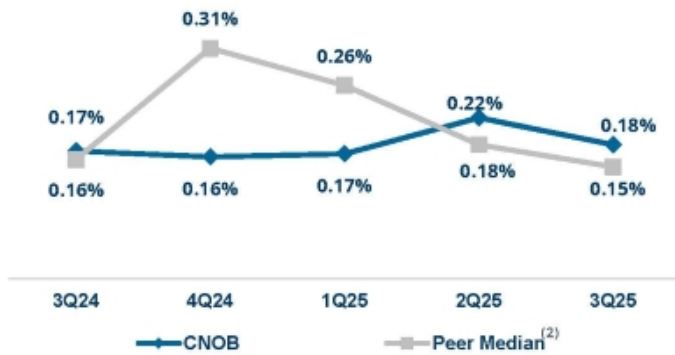


⁽¹⁾ Includes C&I and Owner-occupied CRE

⁽²⁾ Represents weighted average rate

Credit Quality

Net Charge-offs / Average Loans Receivable ⁽¹⁾



Nonperforming Assets / Total Assets



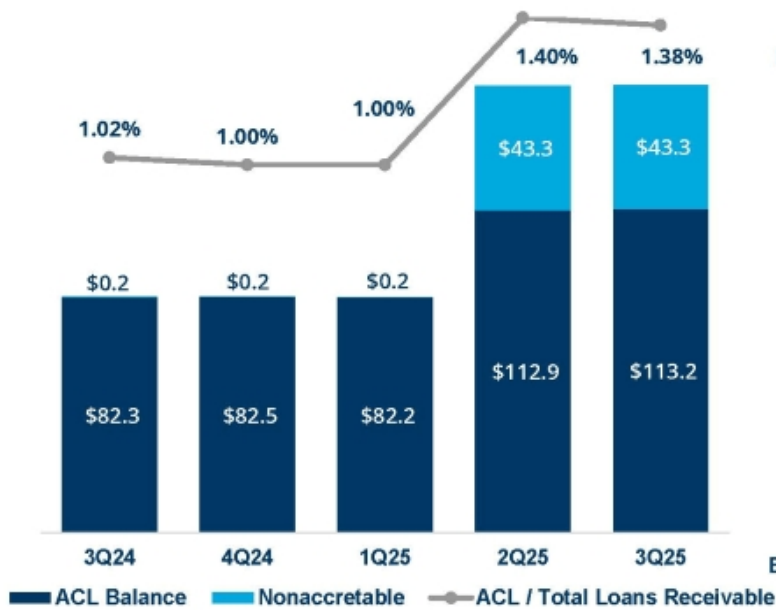
⁽¹⁾ Annualized

⁽²⁾ As reported by S&P Global Market Intelligence. Peers include EBC, PFS, CUBI, WSFS, INDB, CBU, DCOM, NBTB, OCFC, FCF & EGBN

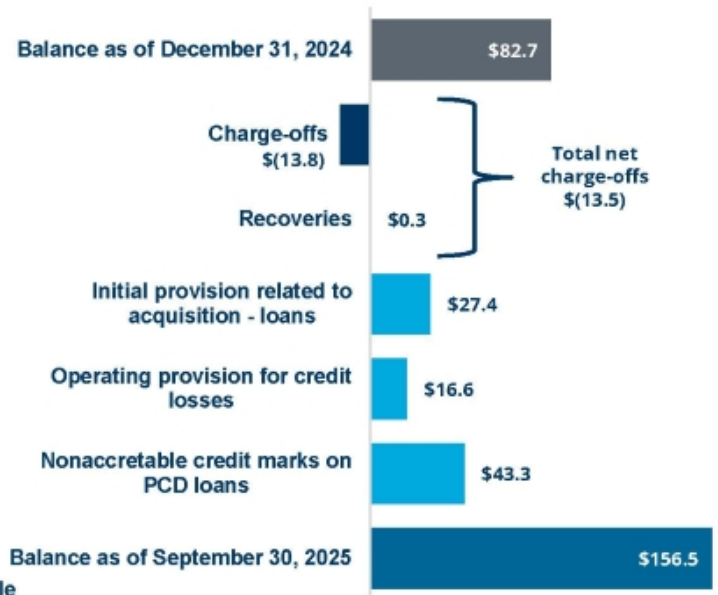
Allowance for Credit Losses

(\$Millions)

Allowance for Credit Losses ("ACL")

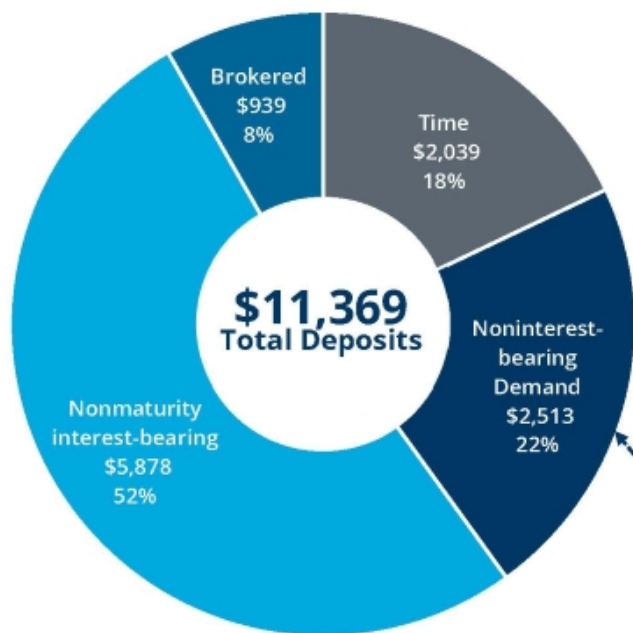


ACL Rollforward



Deposit Composition as of September 30, 2025

(\$Millions)



Improved by
4% from FLIC
merger

Uninsured Deposits

Total Bank Unconsolidated Deposits (RC-O Memo Item 1)	\$ 11,492
Estimated Uninsured Deposits (RC-O Memo Item 2)	\$ 4,983
Less: Collateralized Deposits	1,461
Less: Affiliate and Subsidiary Deposits	215
Adjusted Uninsured Deposits	<u>\$ 3,307</u>
Available Liquidity	\$ 5,500
Available Liquidity to Adjusted Uninsured Deposits	166%

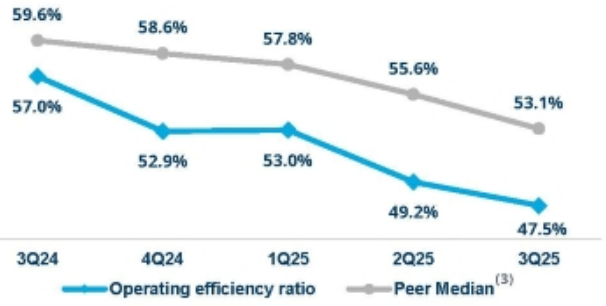
Efficient Operating Model

(\$Millions)

Operating Noninterest Expense ⁽¹⁾⁽²⁾ / Average Assets



Operating Efficiency Ratio ⁽²⁾



Total Assets per Employee



⁽¹⁾ Annualized

⁽²⁾ Refer to the reconciliation of Non-GAAP financial measures at the end of this presentation

⁽³⁾ As reported by S&P Global Market Intelligence. Peers include EBC, PFS, CUBI, WSFS, INDB, CBU, DCOM, NBTB, OCFC, FCF & EGBN. 3Q 2025 peer data was not available at time of publication.

Building Noninterest Income

Gain on Sale

- SBA
- Commercial
- Residential

BoeFly

- Strong fee income momentum
- Growing opportunities to expand product set

Fee Optimization

- Deposit fees
- Loan fees
- Transaction Fees

AI Innovation and Governance



Current Use Cases

- ❖ **Content Summarization**
Assisting staff in writing and synthesizing information quickly while maintaining quality control
- ❖ **Software Development**
Enabling engineers to accelerate coding and testing workflows while maintaining code control
- ❖ **Information Analysis**
Automating the identification of key data points in reports or documentation
- ❖ **Sales Intelligence**
Analyzing calls and meetings to identify coaching opportunities and strengthen performance
- ❖ **Meeting Notes**
Capturing discussions, actions, and outcomes, enabling staff to focus on the meeting content
- ❖ **Business Plan Drafts**
Producing structured outlines and first drafts for teams to refine



AI Efficiency

- ❖ **nCino & Spark Loan Origination Systems**
Beta testing embedded AI functionality in nCino and Spark to streamline the origination workflow, improve data integrity and increase overall throughput
- ❖ **Enhanced Process Workflows**
Creating custom workflows leveraging AI to aggregate information from multiple sources to consolidate them into a unified format resulting in 25%+ time savings
- ❖ **Collaborative AI**
Piloting innovative applications that enable staff to collaborate with AI to drive efficiencies on complex problem sets that span multiple business units

Compelling Investment Opportunity

Seamlessly Completed and Integrated Our 2025 Merger in Less Than 1 Month

Poised For Superior Organic Growth with Deepened Reach in Attractive Markets

A Well-Positioned Liability Sensitive Balance Sheet with Enhanced Composition

Positioned for Significant Acceleration of Financial Performance Metrics

Compelling Investment Opportunity with Meaningful Franchise Value and Upside

	CNOB	Peer ⁽¹⁾	Upside
Price to Tangible Book Value ⁽²⁾	1.05x	1.33x	+27%
Price to 2026 EPS Estimate ⁽²⁾	7.26x	9.31x	+28%

⁽¹⁾ Median of the following peers include EBC, PFS, CUBI, WSFS, INDB, CBU, DCOM, NBTB, OCFC, FCF, & EGBN
⁽²⁾ Based on market data as of 10/31/2025

 ConnectOne Bancorp, Inc.

Non-GAAP Reconciliation

	As of				
	Sept. 30, 2025	Jun. 30, 2025	Mar. 31, 2025	Dec. 31, 2024	Sept. 30, 2024
<u>Reconciliation of GAAP Net Income to Operating Net Income:</u>					
Net income (loss)	\$ 40,976	\$ (20,293)	\$ 20,242	\$ 20,371	\$ 17,161
Restructuring and exit charges	994	-	-	-	-
Merger expenses	1,898	30,745	1,320	863	742
Estimated state tax liability on intercompany dividends	-	3,000	-	-	-
Initial provision for credit losses related to merger	-	27,418	-	-	-
Branch closing expenses	-	-	-	477	-
Bank owned life insurance restructuring charge	-	-	327	-	-
Amortization of core deposit intangibles	3,196	1,251	279	296	297
Net (gains) losses on equity securities	(1,674)	(347)	(529)	307	(432)
Defined benefit pension plan curtailment gain	(3,501)	-	-	-	-
Employee retention tax credit	(6,608)	-	-	-	-
Tax impact of adjustments	1,737	(17,168)	(420)	(585)	(171)
Operating net income	\$ 37,018	\$ 24,606	\$ 21,219	\$ 21,729	\$ 17,597
Preferred dividends	1,509	1,509	1,509	1,509	1,509
Operating net income available to common stockholders	\$ 35,509	\$ 23,097	\$ 19,710	\$ 20,220	\$ 16,088
Weighted average diluted common shares outstanding	50,462,030	42,173,758	38,511,237	38,519,581	38,525,484
Diluted EPS	\$ 0.78	\$ (0.52)	\$ 0.49	\$ 0.49	\$ 0.41
Operating diluted EPS (non-GAAP) ⁽¹⁾	\$ 0.70	\$ 0.55	\$ 0.51	\$ 0.52	\$ 0.42
<u>Return on Assets Measures</u>					
Average assets	\$14,050,585	\$ 11,108,430	\$ 9,748,605	\$ 9,563,446	\$9,742,853
Return on avg. assets	1.16 %	(0.73) %	0.84 %	0.84 %	0.70 %
Operating return on avg. assets (non-GAAP) ⁽²⁾	1.05	0.89	0.88	0.90	0.72

⁽¹⁾ Operating net income available to common stockholders divided by weighted average diluted shares outstanding.

⁽²⁾ Operating net income divided by average assets.

Non-GAAP Reconciliation (cont.)

Return on Equity Measures

	Three Months Ended				
	Sept. 30, 2025	Jun. 30, 2025	Mar. 31, 2025	Dec. 31, 2024	Sept. 30, 2024
	(dollars in thousands)				
Average stockholders' equity	\$ 1,513,892	\$ 1,344,254	\$ 1,254,373	\$ 1,241,738	\$1,234,724
Less: average preferred stock	(110,927)	(110,927)	(110,927)	(110,927)	(110,927)
Average common equity	\$ 1,402,965	\$ 1,233,327	\$ 1,143,446	\$ 1,130,811	\$1,123,797
Less: average intangible assets	(280,814)	(235,848)	(212,915)	(213,205)	(213,502)
Average tangible common equity	\$ 1,122,151	\$ 997,479	\$ 930,531	\$ 917,606	\$ 910,295
Return on avg. common equity (GAAP)	11.16 %	(7.09) %	6.64 %	6.64 %	5.54 %
Operating return on avg. common equity (non-GAAP) ⁽³⁾	10.04	7.51	6.99	7.11	5.70

⁽³⁾ Operating net income available to common stockholders divided by average common equity.

Non-GAAP Reconciliation (cont.)

	Three Months Ended				
	Sept. 30, 2025	Jun. 30, 2025	Mar. 31, 2025	Dec. 31, 2024	Sept. 30, 2024
	(dollars in thousands)				
Efficiency Measures					
Total noninterest expenses	\$ 58,673	\$ 73,649	\$ 39,305	\$ 38,498	\$ 38,641
Restructuring and exit charges	(994)	-	-	-	-
Merger expenses	(1,898)	(30,745)	(1,320)	(863)	(742)
Branch closing expenses	-	-	-	(477)	-
Bank owned life insurance restructuring charge	-	-	(327)	-	-
Amortization of core deposit intangibles	(3,196)	(1,251)	(279)	(296)	(297)
Operating noninterest expense	<u>\$ 52,585</u>	<u>\$ 41,653</u>	<u>\$ 37,379</u>	<u>\$ 36,862</u>	<u>\$ 37,602</u>
Net interest income (tax equivalent basis)	\$ 103,155	\$ 79,810	\$ 66,580	\$ 65,593	\$ 61,710
Noninterest income	19,409	5,185	4,451	3,744	4,737
Defined benefit pension plan curtailment gain	(3,501)	-	-	-	-
Employee retention tax credit	(6,608)	-	-	-	-
Net (gains) losses on equity securities	(1,674)	(347)	(529)	307	(432)
Operating revenue	<u>\$ 110,781</u>	<u>\$ 84,648</u>	<u>\$ 70,502</u>	<u>\$ 69,644</u>	<u>\$ 66,015</u>
Operating efficiency ratio (non-GAAP) ⁽⁴⁾	47.5 %	49.2 %	53.0 %	52.9 %	57.0 %

⁽⁴⁾ Operating noninterest expense divided by operating revenue.

Non-GAAP Reconciliation (cont.)

	As of				
	Sept. 30, 2025	Jun. 30, 2025	Mar. 31, 2025	Dec. 31, 2024	Sept. 30, 2024
	(dollars in thousands, except for per share data)				
Capital Ratios and Book Value per Share					
Stockholders equity	\$ 1,538,344	\$ 1,496,431	\$ 1,252,939	\$ 1,241,704	\$1,239,496
Less: preferred stock	(110,927)	(110,927)	(110,927)	(110,927)	(110,927)
Common equity	\$ 1,427,417	\$ 1,385,504	\$ 1,142,012	\$ 1,130,777	\$1,128,569
Less: intangible assets	(278,730)	(281,926)	(212,732)	(213,011)	(213,307)
Tangible common equity	<u>\$ 1,148,687</u>	<u>\$ 1,103,578</u>	<u>\$ 929,280</u>	<u>\$ 917,766</u>	<u>\$ 915,262</u>
Total assets	\$14,023,585	\$ 13,915,738	\$ 9,759,255	\$ 9,879,600	\$9,639,603
Less: intangible assets	(278,730)	(281,926)	(212,732)	(213,011)	(213,307)
Tangible assets	<u>\$13,744,855</u>	<u>\$ 13,633,812</u>	<u>\$ 9,546,523</u>	<u>\$ 9,666,589</u>	<u>\$9,426,296</u>
Common shares outstanding	50,273,089	50,270,162	38,469,975	38,370,317	38,368,217
Common equity ratio (GAAP)	10.18 %	9.96 %	11.70 %	11.45 %	11.71 %
Tangible common equity ratio (non-GAAP) ⁽⁵⁾	8.36	8.09	9.73	9.49	9.71
Book value per share (GAAP)	\$ 28.39	\$ 27.56	\$ 29.69	\$ 29.47	\$ 29.41
Tangible book value per share (non-GAAP) ⁽⁶⁾	22.85	21.95	24.16	23.92	23.85

⁽⁵⁾ Tangible common equity divided by tangible assets

⁽⁶⁾ Tangible common equity divided by common shares outstanding at period-end