

Investor Presentation  
November 2018  
F.N.B. Corporation

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# Cautionary Statement Regarding Forward-Looking Information and Non-GAAP Financial Information

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This document contains forward looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, which contain F.N.B. Corporation's (F.N.B.) expectations or predictions of future financial or business performance or conditions. Forward-looking statements are typically identified by words such as "believe," "plan," "expect," "anticipate," "intend," "outlook," "estimate," "forecast," "will," "should," "project," "goal," and other similar words and expressions. These forward-looking statements involve certain risks and uncertainties. In addition to factors previously disclosed in F.N.B.'s reports filed with the SEC, the following factors among others, could cause actual results to differ materially from forward-looking statements or historical performance: changes in asset quality and credit risk; the inability to sustain revenue and earnings growth; changes in interest rates and capital markets; inflation; potential difficulties encountered in expanding into a new and remote geographic market; customer borrowing, repayment, investment and deposit practices; customer disintermediation; the introduction, withdrawal, success and timing of business and technology initiatives; competitive conditions; the inability to realize cost savings or revenues or to implement integration plans and other consequences associated with acquisitions and divestitures; economic conditions; interruption in or breach of security of our information systems; integrity and functioning of products, information systems and services provided by third party external vendors; changes in tax rules and regulations or interpretations including, but not limited to the recently enacted Tax Cuts and Jobs Act; changes in accounting policies, standards and interpretations; liquidity risk; changes in asset valuations; and the impact, extent and timing of technological changes, capital management activities, and other actions of the Office of the Comptroller of the Currency, the Board of Governors of the Federal Reserve System, the Consumer Financial Protection Bureau, the Federal Deposit Insurance Corporation and legislative and regulatory actions and reforms. F.N.B. does not undertake any obligation to revise these forward-looking statements or to reflect events or circumstances after the date of this document.

This presentation contains "snapshot" information about F.N.B. and is not intended as a full business or financial review and should be viewed in the context of all the information made available by F.N.B. in our SEC filings. To supplement our consolidated financial statements presented in accordance with Generally Accepted Accounting Principles (GAAP), F.N.B. provides additional measures of operating results, net income and earnings per share adjusted to exclude certain costs, expenses, and gains and losses. F.N.B. believes that these non-GAAP financial measures are appropriate to enhance understanding of our past performance and facilitate comparisons with the performance of F.N.B.'s peers. In the event of such a disclosure or release, the Securities and Exchange Commission's Regulation G requires: (i) the presentation of the most directly comparable financial measure calculated and presented in accordance with GAAP and (ii) a reconciliation of the differences between the non-GAAP financial measure presented and the most directly comparable financial measure calculated and presented in accordance with GAAP.

The Appendix to this presentation contains a reconciliation of the non-GAAP financial measures used by F.N.B. to the most directly comparable GAAP financial measures. While F.N.B. believes that these non-GAAP financial measures are useful in evaluating results, the information should be considered supplemental in nature and not as a substitute for or superior to the relevant financial information prepared in accordance with GAAP. The non-GAAP financial measures used by F.N.B. may differ from the non-GAAP financial measures other financial institutions use to measure their results of operations. This information should be reviewed in conjunction with F.N.B.'s financial results disclosed on October 23, 2018, as well as F.N.B.'s corresponding Form 10-Q filing and our other periodic filings with the SEC.

Actual results may differ materially from those expressed or implied as a result of these risks and uncertainties, including, but not limited to, the risk factors and other uncertainties described in F.N.B.'s Annual Report on Form 10-K for the year ended December 31, 2017, our subsequent quarterly 2018 Form 10-Q filings (including the risk factors and risk management discussions) and F.N.B.'s other subsequent filings with the SEC, which are available on our corporate website at <https://www.fnb-online.com/about-us/investor-relations-shareholder-services> by clicking on the hyperlink "Reports and Filings." We have included our web address as an inactive textual reference only. Information on our website is not part of this earnings presentation.

# Key Investment Considerations

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- FNB's business model is designed to deliver long-term shareholder value
- Past infrastructure investments have positioned FNB well for sustainable growth
- We intend to achieve consistent growth while adhering to our risk profile
- We are committed to continued efficiency improvement while investing for the future
- We are focused on delivering earnings growth and achieving our financial objectives

# About FNB Corporation

**High-Quality,  
Growing Regional Financial  
Institution**

**Business Model**

**Well-Positioned for Sustained  
Growth**

**Consistent Operating Results**

- Headquarters: Pittsburgh, PA
- Market capitalization: \$3.8 billion<sup>1</sup>
- Banking locations: Approximately 400<sup>1</sup>
- Total Assets: \$33 Billion<sup>1</sup>
  
- Regional bank focused on serving consumer and wholesale banking clients
  - Adhere to a low-risk profile
  - Increase market share through growth opportunities
  - Demonstrate disciplined expense control and improve efficiency
  - Deliver long-term value
  
- Attractive Mid-Atlantic footprint: Banking locations spanning six states
- Established presence with top regional bank market share in metropolitan markets<sup>2</sup>
  - #3 in Pittsburgh
  - #8 in Baltimore
  - #13 in Cleveland
  - #10 in Raleigh
  - #8 in Charlotte
  - #6 in Piedmont Triad<sup>3</sup>
  
- High-quality earnings
- Solid profitability performance
- Consistently strong organic loan and deposit growth results

# An Infrastructure Built for Long-Term Sustainable Growth

		2014	2015	2016	2017	2018
PEOPLE	<b>Talent Management</b> <i>Strengthened team through key hires; Continuous team development</i>	Chief Technology & Chief Marketing Officer filled, launched Project Management Office	Chief Wholesale Banking and Chief Consumer Banking Officer filled	Chief Information Security Officer filled	Retention of support personnel, regional leadership in Carolinas hired/retained	Hired EVP of Capital Markets and Specialty Finance
	<b>Geographic Segmentation</b> <i>Regional Model</i>	Announced Pittsburgh as HQ		Improved market share in Central PA, Expanded HQ, Operations and Technology functions, entrance into Carolinas, creation of 4 new Carolina regions		Commercial banking hires in Washington D.C.; retail & commercial expansion in Charleston, SC
PROCESS	<b>Sales Management</b> <i>Proprietary sales management system developed &amp; implemented: Balanced scorecards aligned with shareholder value proposition</i>	Consumer Banking scorecards, Consumer Banking refinement/ daily monitoring		Enhancement of CRM Data Analytics		
		Continued enhancements to Commercial Banking sales mgt., expansion of additional lines of business: Private Banking, Insurance, Wealth Management			SBA Lending and Builder Finance	Identification of process improvements to drive efficiency
PRODUCT	<b>Product Development</b> <i>Deepened product set and niche areas</i>	Mobile Banking Enhancements	New website launched, ApplePay™, International Banking	Intelligent Teller Machines, digital in-branch kiosks and solutions centers, new commercial banking app, CardGuard debit card controls, upgrades to online banking & mobile app including Touch ID & FNB Direct, introduction of Zelle <sup>SM</sup>		
PRODUCTIVITY	<b>Branch Optimization</b> <i>Continuous Evolution of branch network to optimize profitability</i>	De-Novo expansion	BAC branches	FITB branches, Opened innovative banking center in State College, PA	Introduction and expansion of Concept Branches	
		Consolidate 1 location	Consolidate 6 locations	Consolidate 9 locations	Consolidate 8 locations	Consolidate 20 locations

# Strategic Objectives 2018 and Beyond

## Consumer

- Enhance analytics capabilities to better understand customers' needs and increase share of wallet
- Fully deploy Clicks-to-Bricks strategy across the footprint
- Continue to rationalize branch network to improve efficiency
- Enhance private banking to provide a more comprehensive solution to high-net-worth clients
- Continue build-out of mortgage banking in new and attractive markets

## Commercial

- Continue expansion of equipment finance for middle market borrowers
- Disciplined expansion into attractive markets via loan production offices (LPOs)
- Develop unified customer view to better identify cross selling opportunities
- Add local product specialists to support the needs of sophisticated borrowers
- Develop specialty verticals such as government contracting and healthcare financing

## Fee-Based

- Develop a new SBA loan product offering for smaller businesses
- Expand insurance in new markets and leverage data analytics to increase growth in personal lines
- Introduce additional mobile and online offerings for wealth management and expand in new markets
- Reorganize capital markets and specialized finance businesses

**FNB is Well-Positioned to Deliver Greater Shareholder Value**

# Becoming a Data-Driven Bank

## Evolving Our Marketing Data Capabilities

- Investments in proprietary data science and targeted marketing capabilities
- Development of proprietary models to identify specific product opportunities based upon client needs
- Alignment of data analytics and online/web-based marketing efforts

## Front-Line Impact

- Internally generated leads incorporated into targeted marketing campaigns
- Leads shared with front line to initiate consultative customer conversations based upon client needs
- Improved customer segmentation used in product and marketing resource deployment
- Front line staff equipped with better information to increase value of branch visits

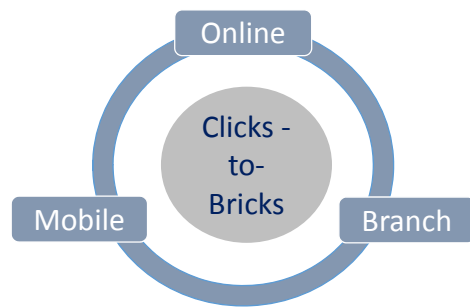




# A Consistent Experience across Channels

Clicks-to-Bricks is the seamless integration of traditional and digital channels to create a consistent, exceptional customer experience whether in the branch, online, or mobile

		Channel	
		Branch Experience	Digital Experience
Experience		← aligned with →	
	Learn	<ul style="list-style-type: none"> <li>○ Solution Center featuring product boxes and touch-screen tablets</li> <li>○ Product videos, Help Me Decide comparison tools on tablets and kiosk in branch</li> </ul>	<ul style="list-style-type: none"> <li>○ Online Product “boxes” mimic retail experience</li> <li>○ Product videos, Help Me Decide comparison tools online</li> </ul>
	Apply	<ul style="list-style-type: none"> <li>○ iPads for streamlined deposit opening</li> <li>○ Unified product application via solution center</li> </ul>	<ul style="list-style-type: none"> <li>○ Intuitive, easy-to-navigate website</li> <li>○ Enhanced online application</li> </ul>
	Transact	<ul style="list-style-type: none"> <li>○ Intelligent Teller Machines</li> <li>○ Smart ATMs</li> </ul>	<ul style="list-style-type: none"> <li>○ Online banking and bill pay</li> <li>○ Mobile banking with remote deposit capture, Touch ID, CardGuard<sup>SM</sup>, bill pay, Apple Pay<sup>TM</sup>, Zelle<sup>SM,1</sup></li> </ul>
	Consult	<ul style="list-style-type: none"> <li>○ Focus on consultative conversations, not product push</li> <li>○ Financial literacy and education</li> </ul>	<ul style="list-style-type: none"> <li>○ Online financial education tools and resources</li> <li>○ Budget tools with notifications included in base offering</li> </ul>



## A differentiated mobile experience:

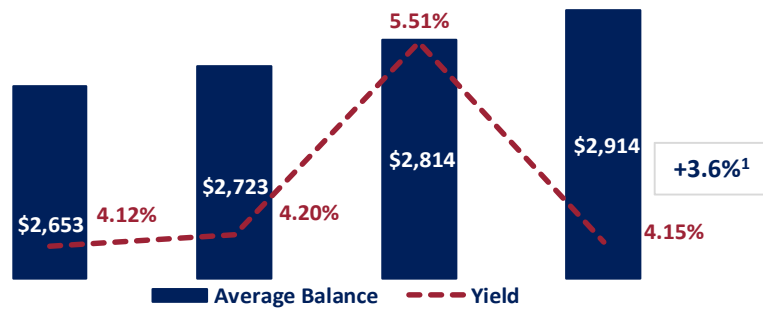
- FNB offers all of the most frequently used features according to the S&P Global Market Intelligence, as well as several popular features not available on many competing apps
- S&P also cited Clicks-to-Bricks as an example of a strategy that brings a digital experience into the branch



# Select Loan Portfolios

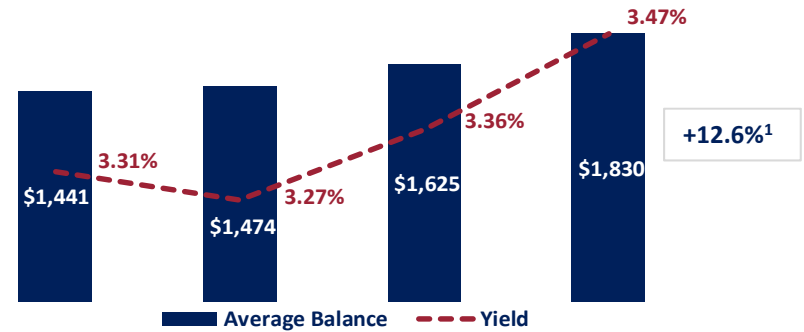
4Q17	1Q18	2Q18	3Q18
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### Residential Mortgage

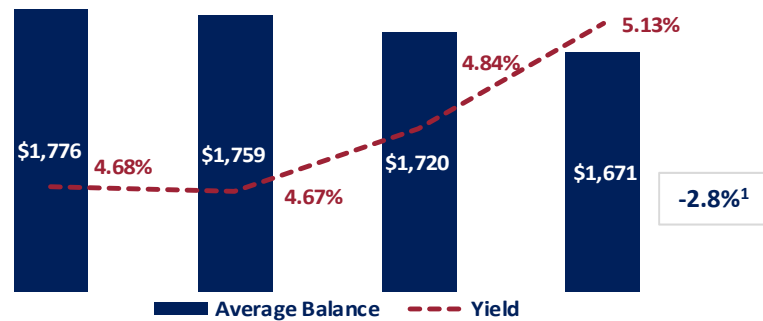


4Q17	1Q18	2Q18	3Q18
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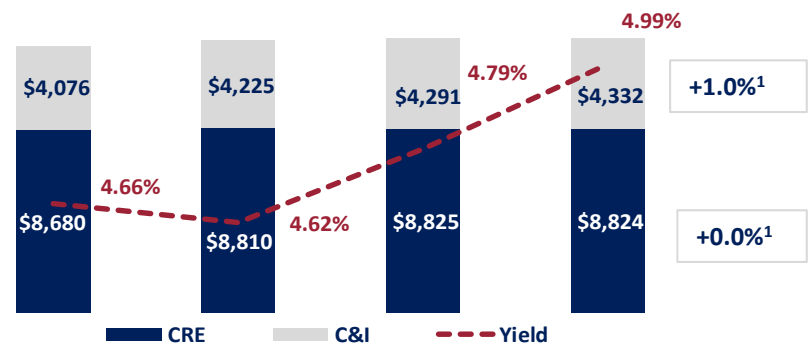
### Indirect Installment



### Consumer LOC



### Commercial

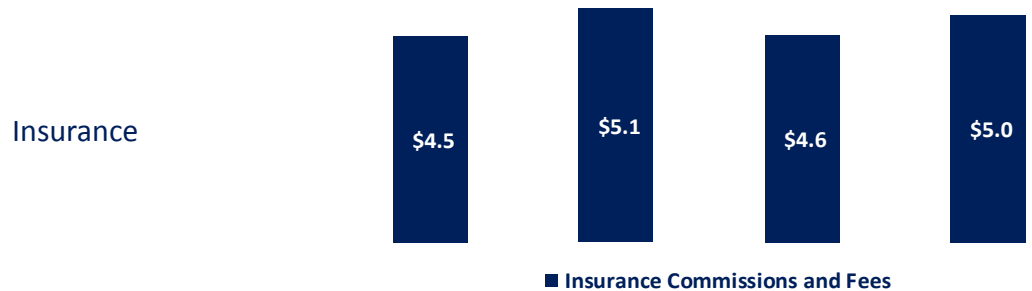


Note: \$ in millions. Excludes loans held for sale. (1) Linked-quarter change from 2Q18 to 3Q18.

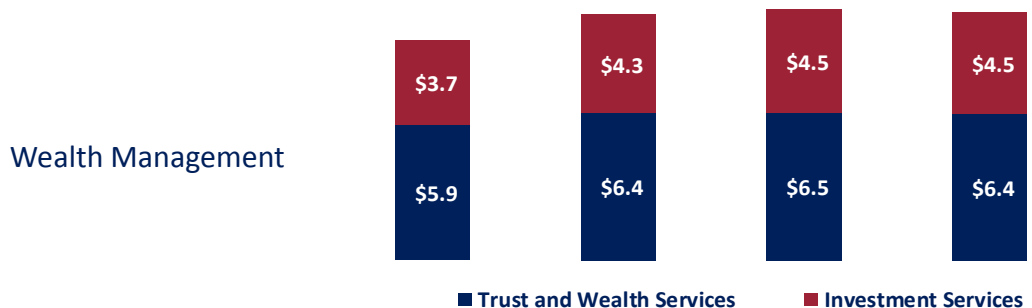
# Key Fee-Based Businesses

\$ in millions

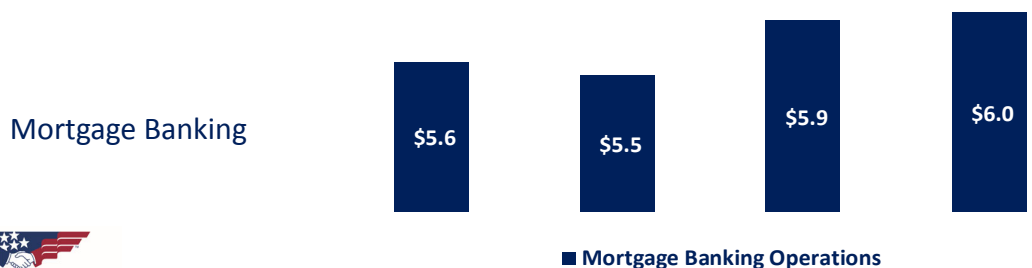
	4Q17	1Q18	2Q18	3Q18
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- Provides full range of consumer and commercial insurances
- Focus on cross-sell, further development of personal lines



- Provides solutions to businesses, individuals, endowments, government entities
- Focus on improvement of technology offerings, attracting emerging affluent
- Increased Carolina contributions during 2018



- Extensive range of mortgage offerings
- Focus on new household acquisition and relationship building

# Capital Markets and Specialty Finance

\$ in millions

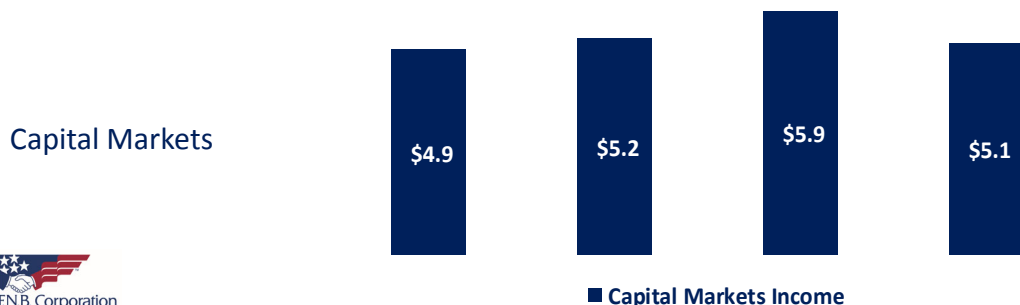
	4Q17	1Q18	2Q18	3Q18
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- Realigned strategy supports FNB LOBs in our core footprint and nearby states
- Focus on credit quality, documentation process, and mitigating “put-back” risk



- Fast-growing portfolio with attractive economics
- Focus on value-added cross-sell to commercial clients



- Suite of solutions for sophisticated borrowers including interest rate derivatives, international banking services, and loan syndication capabilities
- Focus on multi-product relationships

# Full Year 2018 Financial Objectives

	<u>Category</u>	<u>FY 2018 Expectation</u>
<b>Balance Sheet</b>	Loans	Mid-single digit growth <sup>1</sup>
	Deposits	Mid-to-high single digit growth <sup>1</sup>
<b>Income Statement</b>	Net interest income	Low-to-mid single digit growth <sup>2</sup>
	Provision expense	≤\$70 million
	Noninterest income	Mid-to-high single digit growth <sup>2</sup>
	Noninterest expense	Mid-single digit growth <sup>2</sup>
	Effective tax rate	Approximately 20%

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# Operating Results

## 3Q18 Highlights

## 3Q18 Financial Highlights

		3Q18	2Q18	3Q17
<b>Reported Results</b>	Net income available to common stockholders	\$98.8	\$83.2	\$75.7
	Earnings per diluted common share	\$0.30	\$0.26	\$0.23
	Book value per common share	\$13.62	\$13.47	\$13.39
<b>Key Operating Results (non-GAAP)<sup>1</sup></b>	Operating net income available to common stockholders (millions)	\$94.7	\$89.1	\$76.6
	Operating earnings per diluted common share	\$0.29	\$0.27	\$0.24
	Total organic average loan growth <sup>2</sup>	6.1%	5.5%	5.7%
	Total organic average deposit growth <sup>2</sup>	11.3%	5.7%	0.8%
	Efficiency Ratio	53.7%	55.6%	53.1%
	Tangible common equity / tangible assets	6.89%	6.79%	6.87%
	Tangible book value per common share	\$6.44	\$6.26	\$6.12



(1) Includes adjustments to reflect operating results, a non-GAAP measure, refer to Appendix for non-GAAP to GAAP Reconciliation details and to the cautionary statement preamble for rationale for use of non-GAAP measures. (2) Annualized linked-quarter results.

# Asset Quality<sup>1</sup>

\$ in thousands	3Q18	2Q18	3Q17	3Q18 Highlights
<b>NPLs+OREO/Total average originated loans and leases + OREO</b>	0.73%	0.71%	0.91%	
<b>Delinquency</b>	0.79%	0.68%	0.91%	○ Solid overall credit quality, with consistent and steady performance across all portfolios
<b>Provision for credit losses<sup>2</sup></b>	\$15,975	\$15,554	\$16,768	○ Reported net charge-offs included a \$7.1 million accounting impact, or 13 bps from the Regency sale, with no associated provision expense
<b>Net charge-offs (NCOs)<sup>2</sup></b>	\$14,668	\$18,227	\$12,451	
<b>NCOs (annualized)/Total average loans and leases<sup>2</sup></b>	0.27%	0.34%	0.24%	○ Core net charge-offs 14 bps
<b>NCOs (annualized)/Total average originated loans and leases</b>	0.33%	0.36%	0.37%	○ Core originated net charge-offs 16 bps
<b>Allowance for credit losses/ Total originated loans and leases</b>	1.00%	1.02%	1.12%	○ Provision for loan losses exceeds net charge-offs
<b>Allowance for credit losses/ Total non-performing loans and leases</b>	183.9%	203.6%	161.7%	
<b>Combined coverage ratio with credit marks</b>	1.55%	1.67%	1.93%	



(1) Metrics shown are originated portfolio metrics unless noted as a total portfolio metric. "Originated portfolio" or "Originated loans" excludes loans acquired at fair value and accounted for in accordance with ASC 805, as the risk of credit loss has been considered by virtue of F.N.B.'s estimate of fair value. (2) Total portfolio metric.



# Balance Sheet Highlights

Average, \$ in millions	3Q18	2Q18	3Q17	QoQ Δ	YoY Δ	3Q18 Highlights
<b>Securities</b>	\$6,341	\$6,214	\$5,725	2.1%	10.8%	<ul style="list-style-type: none"> <li>○ Growth in commercial loans was driven by strong performance in the Cleveland and Mid-Atlantic regions and continued growth in Equipment Finance and Asset Based Lending</li> <li>○ Consumer loan growth of 12% annualized reflects strong origination activity in indirect and residential loans</li> <li>○ 14% annualized linked-quarter growth in non-interest bearing reflects strong growth of business demand deposit accounts</li> <li>○ Transaction deposits<sup>2</sup> represent 76.8% of total deposits<sup>3</sup></li> <li>○ Loan to deposit ratio of 92.9%<sup>3</sup> compared to 96.1% in 2Q</li> </ul>
<b>Total Loans</b>	\$21,775	\$21,445	\$20,654	1.5%	5.4%	
<b>Commercial Loans</b>	\$13,545	\$13,454	\$12,999	0.7%	4.2%	
<b>Consumer Loans<sup>1</sup></b>	\$8,230	\$7,991	\$7,655	3.0%	7.5%	
<b>Earning Assets</b>	\$28,211	\$27,753	\$26,637	1.6%	5.9%	
<b>Total Deposits</b>	\$23,122	\$22,484	\$21,197	2.8%	9.1%	
<b>Transaction Deposits<sup>2</sup></b>	\$17,865	\$17,672	\$17,384	1.1%	2.8%	
<b>Time Deposits</b>	\$5,257	\$4,812	\$3,813	9.2%	37.9%	



(1) Includes Direct Installment, Indirect Installment, Residential Mortgage and Consumer LOC portfolios. (2) Excludes time deposits. (3) Period-end as of September 30, 2018.

## Balance Sheet Yields/Rates

% , presented on an FTE basis		3Q18	2Q18	1Q18	4Q17	3Q17
<b>Assets</b>	Interest bearing deposits with banks	2.93	2.24	1.40	1.08	1.08
	Investment securities	2.50	2.43	2.34	2.37	2.32
	Loans and leases	4.75	4.84	4.59	4.59	4.49
	<b>Total earning assets</b>	<b>4.24</b>	<b>4.30</b>	<b>4.08</b>	<b>4.09</b>	<b>4.01</b>
<b>Liabilities</b>	Interest-bearing demand	0.70	0.59	0.49	0.43	0.40
	Savings	0.25	0.24	0.17	0.14	0.13
	Certificates and other time	1.51	1.30	1.20	1.12	0.92
	Borrowings	2.21	1.99	1.77	1.59	1.51
	Total interest-bearing liabilities	1.15	1.02	0.89	0.78	0.73
	<b>Cost of interest-bearing deposits</b>	<b>0.88</b>	<b>0.75</b>	<b>0.65</b>	<b>0.58</b>	<b>0.48</b>
	<b>Cost of deposits</b>	<b>0.66</b>	<b>0.55</b>	<b>0.48</b>	<b>0.43</b>	<b>0.36</b>
	<b>Cost of funds</b>	<b>0.90</b>	<b>0.81</b>	<b>0.71</b>	<b>0.62</b>	<b>0.58</b>
Net interest spread	3.09	3.28	3.19	3.31	3.28	
<b>Net interest margin<sup>1</sup></b>	<b>3.36</b>	<b>3.51</b>	<b>3.39</b>	<b>3.49</b>	<b>3.44</b>	

# Revenue Highlights

\$ in thousands	3Q18	2Q18	3Q17	QoQ Δ	YoY Δ	3Q18 Highlights	
<b>Total interest income</b>	\$297,815	\$294,117	\$263,514	1.3%	13.0%	○ Record revenue of \$310 million reflects continued loan and deposit growth and strong non-interest income results	
<b>Total interest expense</b>	63,028	54,762	38,283	15.1%	64.6%		
<b>Net interest income</b>	\$234,787	\$239,355	\$225,231	-1.9%	4.2%	○ Interest expense increase driven by repricing of interest checking and CD interest rates	
<b>Non-interest income</b>	74,834	64,889	66,151	15.3%	13.1%		
<b>Total revenue</b>	\$309,621	\$304,244	\$291,382	1.8%	6.3%	○ 15% linked-quarter non-interest income growth reflects continued positive results in fee-based units and \$5.1 million gain on sale of Regency in 3Q18	
<b>Net interest margin (FTE)<sup>1</sup></b>	3.36%	3.51%	3.44%	(15 bps)	(8 bps)		
<b>Incremental purchase accounting accretion impact<sup>2</sup></b>	0.08%	0.08%	0.04%	-	4 bps		○ Net interest margin narrowed 15 basis points, directly attributable to higher level of cash recoveries in 2Q18 and impact from the sale of Regency Finance which closed 8/31/2018
<b>Cash recoveries impact<sup>2</sup></b>	0.02%	0.15%	0.06%	(13 bps)	(4 bps)		
<b>FTE adjustment impact</b>	0.06%	0.05%	0.09%	1 bp	(3 bps)		



(1) A non-GAAP measure, refer to Appendix for further information. (2) Incremental purchase accounting accretion refers to the difference between total accretion and the estimated coupon interest income on acquired loans, and cash recoveries impact refers to any associated cash recoveries on loans received in excess of the recorded investment.

# Non-Interest Income

\$ in thousands	3Q18	2Q18	3Q17	QoQ Δ	YoY Δ	3Q18 Highlights
<b>Service charges</b>	\$31,922	\$31,114	\$32,211	2.6%	(0.9%)	
<b>Trust income</b>	6,395	6,469	5,748	(1.2%)	11.2%	
<b>Insurance commissions and fees</b>	5,001	4,567	5,029	9.5%	(0.6%)	
<b>Securities commissions and fees</b>	4,491	4,526	4,038	(0.8%)	11.2%	○ Wealth management <sup>2</sup> continues to benefit from growth in the Carolinas
<b>Capital markets income</b>	5,100	5,854	2,822	(12.9%)	80.7%	○ Capital markets experienced continued strong levels of swap income
<b>Mortgage banking operations</b>	5,962	5,940	5,437	0.4%	9.7%	
<b>Net securities gains (losses)</b>	0	31	2,777	NM	NM	○ Insurance reflects seasonal commission benefit
<b>Other<sup>1</sup></b>	10,828	10,065	8,089	7.6%	33.9%	○ Mortgage banking continued to grow due to expansion in Mid-Atlantic and Carolina markets
<b>Non-interest income before significant items impacting earnings</b>	\$69,699	\$68,566	\$66,151	1.7%	5.4%	
<b>Gain on sale of subsidiary</b>	5,135	0	0	NM	NM	
<b>Loss on fixed assets related to branch consolidation</b>	0	(3,677)	0	NM	NM	
<b>Total reported non-interest income</b>	\$74,834	\$64,889	\$66,151	15.3%	13.1%	

# Non-Interest Expense

\$ in thousands	3Q18	2Q18	3Q17	QoQ Δ	YoY Δ	3Q18 Highlights
<b>Salaries and employee benefits<sup>1</sup></b>	\$89,535	\$97,752	\$82,383	(8.4%)	8.7%	<ul style="list-style-type: none"> <li>○ The primary driver in non-interest expense was a decrease in salaries and employee benefits. This was attributable to lower overall personnel expense levels, branch consolidations, and the sale of Regency which closed on 8/31/2018. Also, 2Q18 had an elevated medical claim and a non-run rate payroll tax rate adjustment.</li> </ul>
<b>Occupancy and equipment<sup>1</sup></b>	27,812	27,723	27,434	0.3%	1.4%	
<b>FDIC insurance</b>	8,821	9,167	9,183	(3.8%)	(3.9%)	
<b>Amortization of intangibles</b>	3,805	3,811	4,805	(0.2%)	(20.8%)	
<b>Other real estate owned<sup>1</sup></b>	1,492	1,087	1,421	37.3%	4.9%	
<b>Other<sup>1</sup></b>	39,264	39,660	37,136	(1.0%)	5.7%	
<b>Non-interest expense before significant items impacting earnings</b>	\$170,729	\$179,200	\$162,362	(4.7%)	5.2%	
<b>Merger-related expense</b>	0	0	\$1,381	NM	NM	
<b>Branch consolidation costs</b>	0	2,939	0	NM	NM	
<b>Discretionary 401(k) contribution</b>	0	874	0	NM	NM	
<b>Total reported non-interest expense</b>	\$170,729	\$183,013	\$163,743	(6.7%)	4.3%	



(1) Excludes amounts related to significant items impacting earnings.

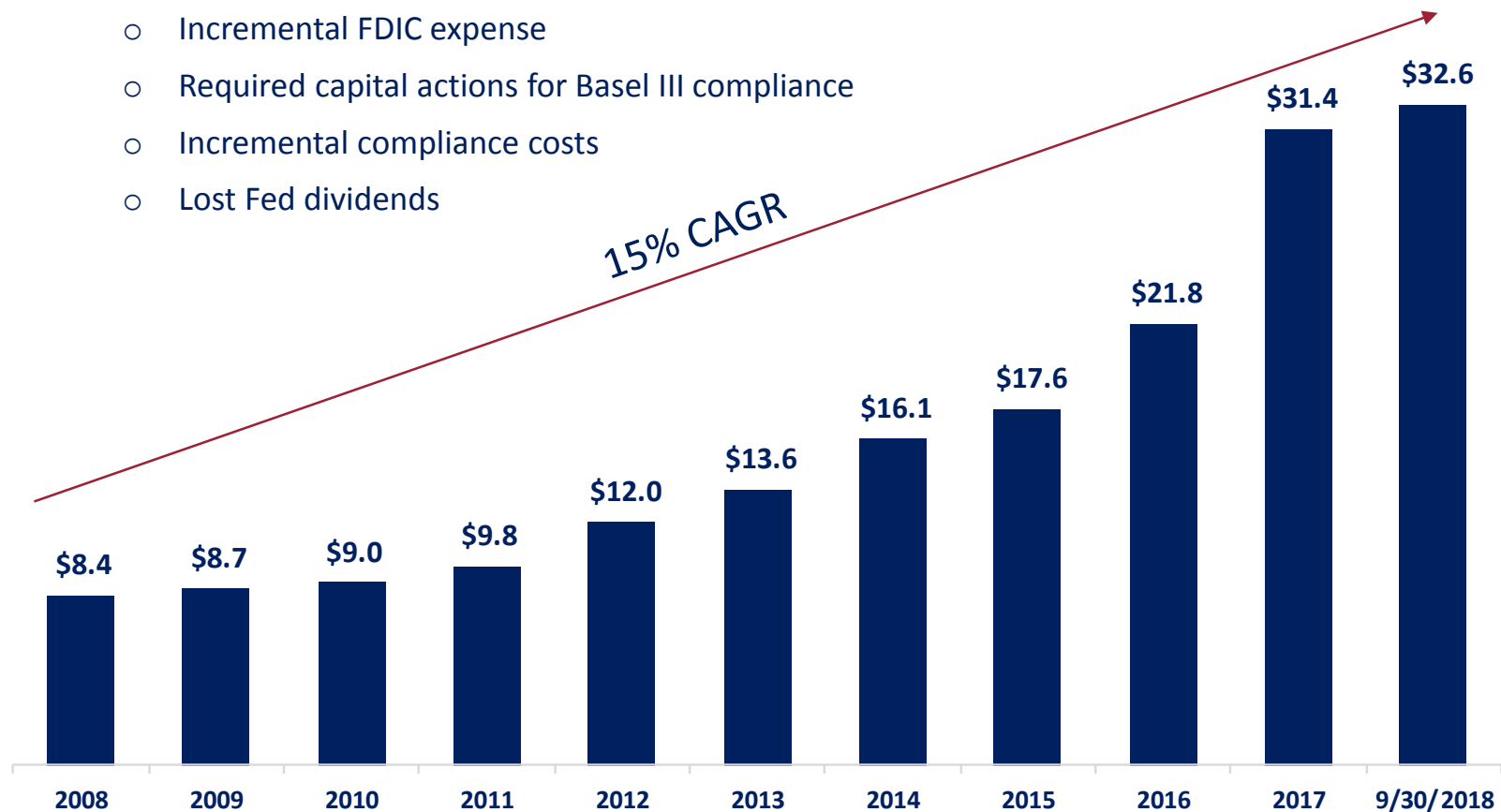
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# Historical Performance

# Total Assets (\$ in Billions)

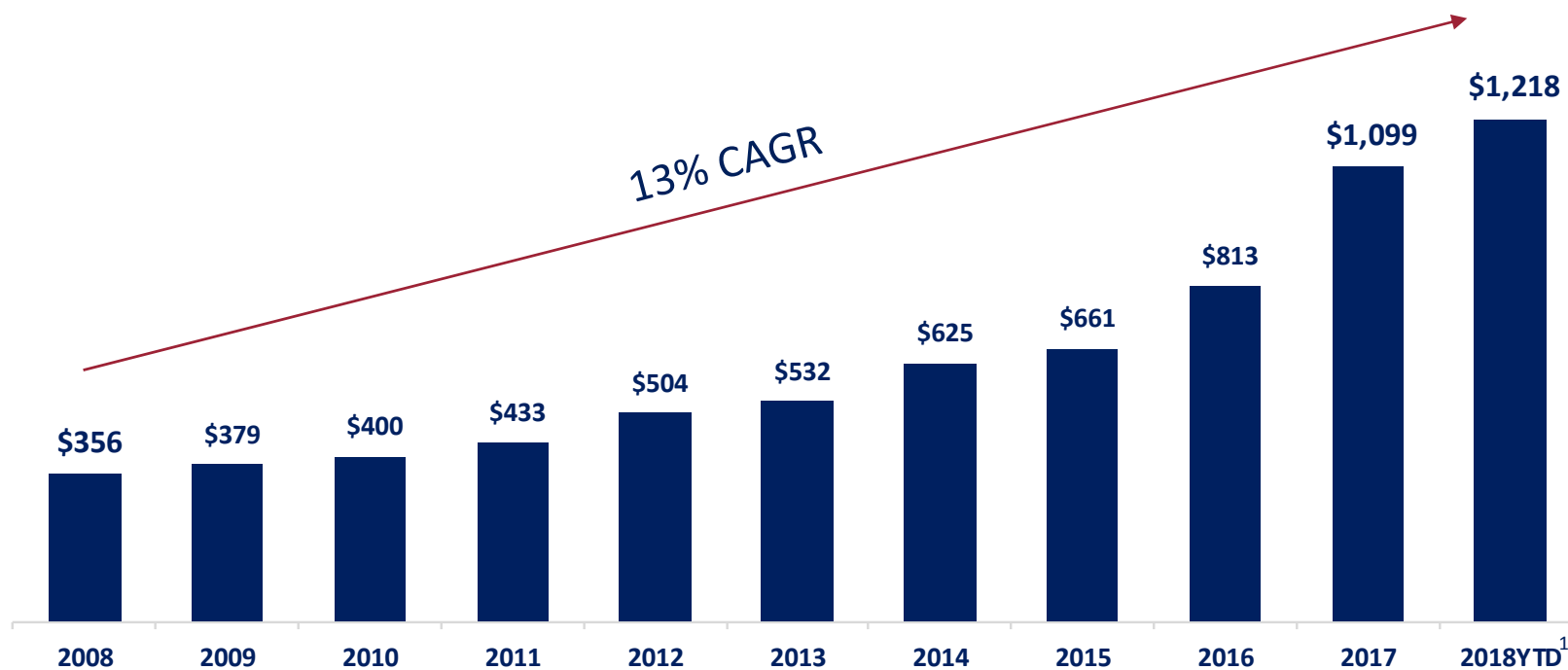
## Impact of crossing \$10 Billion threshold

- Durbin amendment and other revenue constraints
- Incremental FDIC expense
- Required capital actions for Basel III compliance
- Incremental compliance costs
- Lost Fed dividends



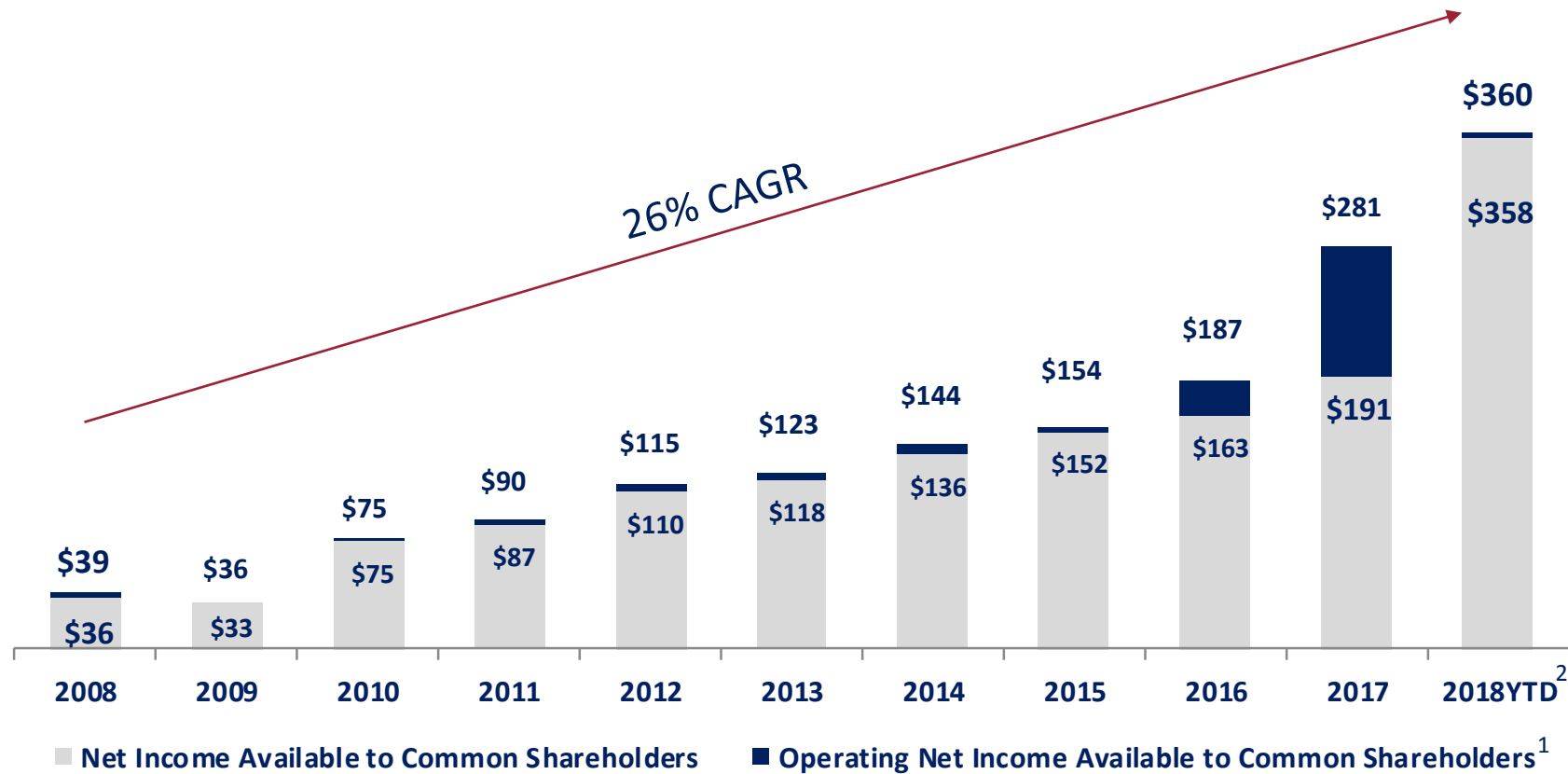
## Total Revenue (\$ in Millions)

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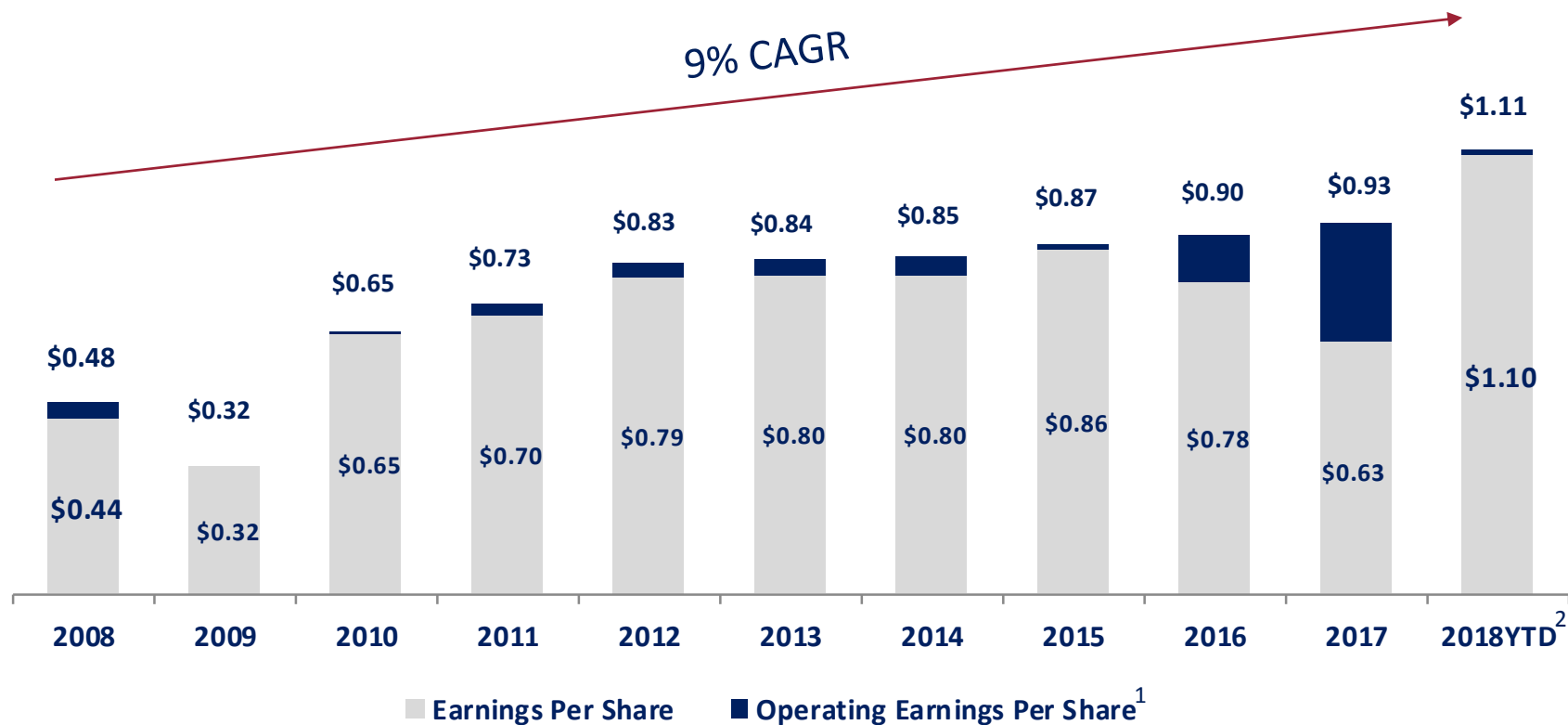


# Net Income Available to Common Shareholders (\$ in Millions)



(1) Includes adjustments to reflect operating results, a non-GAAP measure, refer to Appendix for non-GAAP to GAAP Reconciliation details and the cautionary statement preamble for rationale for use of non-GAAP measures. (2) Annualized YTD results.

# Earnings Per Share



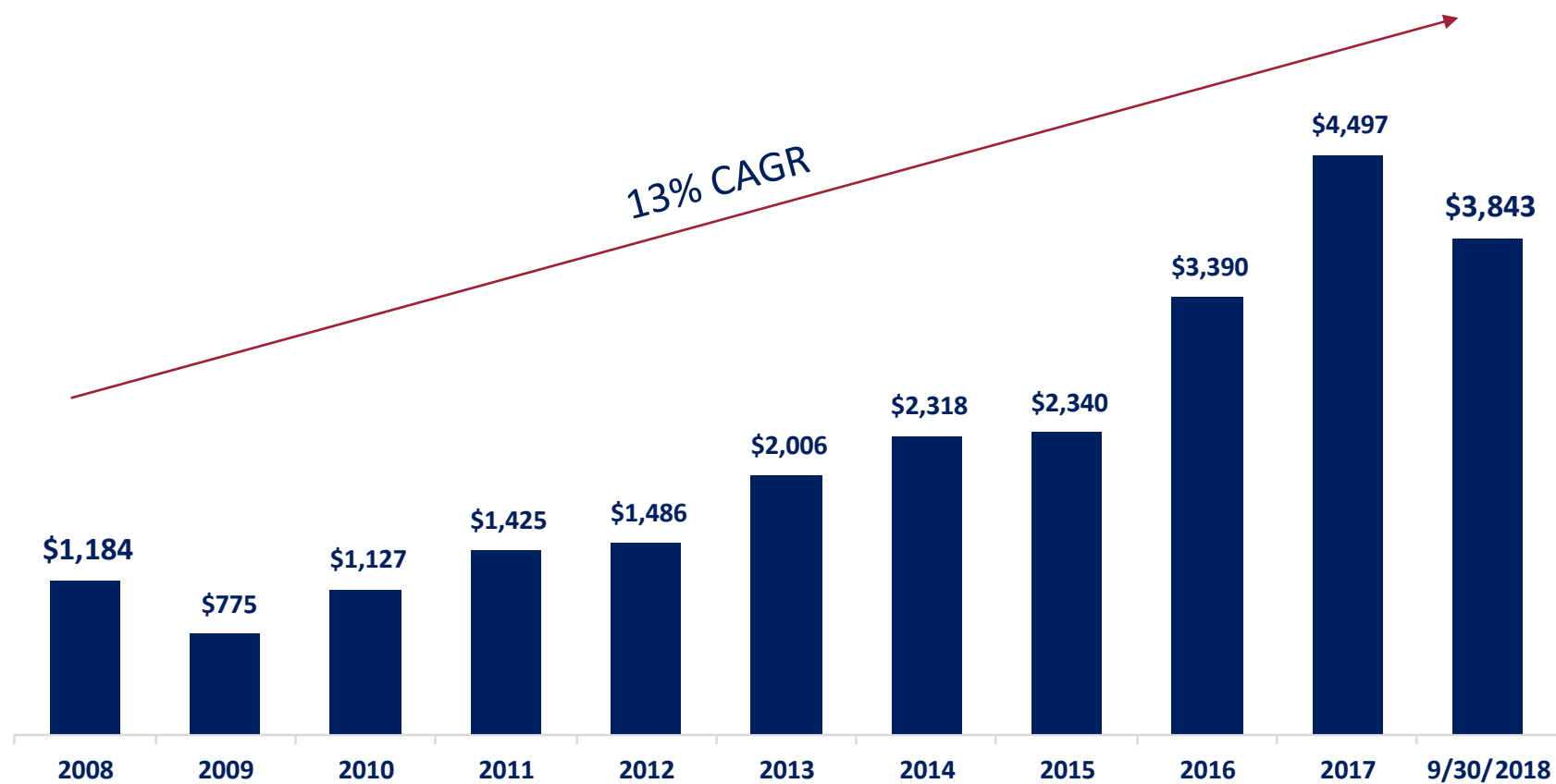
Since 2008, FNB has returned nearly \$1 billion to our shareholders



(1) Includes adjustments to reflect operating results, a non-GAAP measure, refer to Appendix for non-GAAP to GAAP Reconciliation details and the cautionary statement preamble for rationale for use of non-GAAP measures. (2) Annualized YTD results.

## Market Capitalization (\$ in Millions)

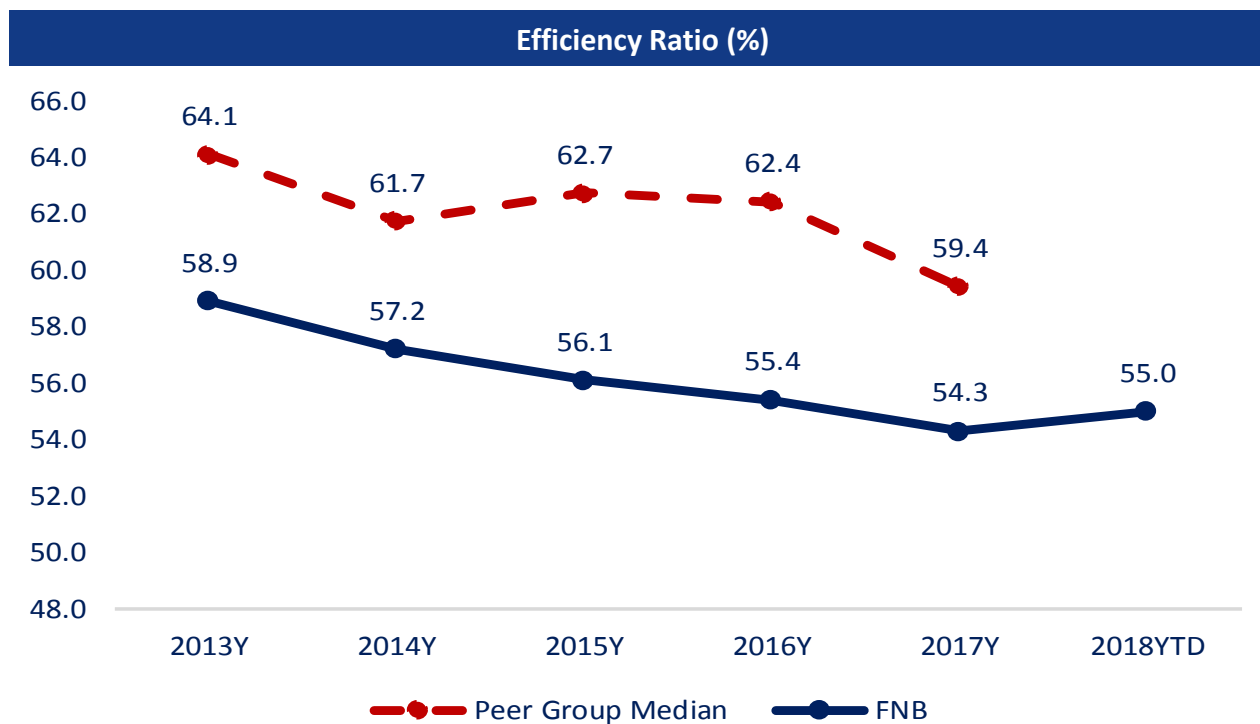
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# Peer Comparison

# Peer Leading Profitability Results

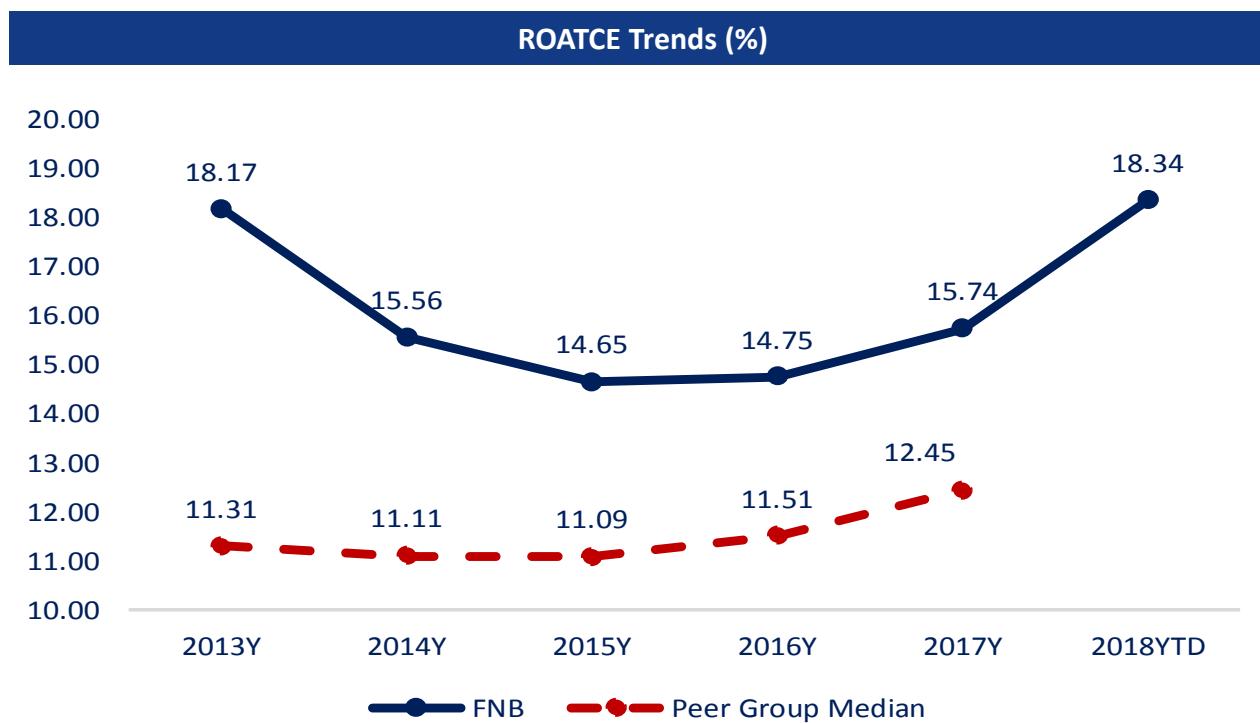


FNB % Ranking <sup>(1)</sup>	2013	2014	2015	2016	2017
	74 <sup>th</sup>	74 <sup>th</sup>	75 <sup>th</sup>	70 <sup>th</sup>	79 <sup>th</sup>



(1) Non-GAAP measure, refer to Appendix for GAAP to Non-GAAP Reconciliation details; Percentile ranking relative to peer median results for each period shown; Peer data per S&P Global Market Intelligence.

# Return on Average Tangible Common Equity Trends (ROATCE)

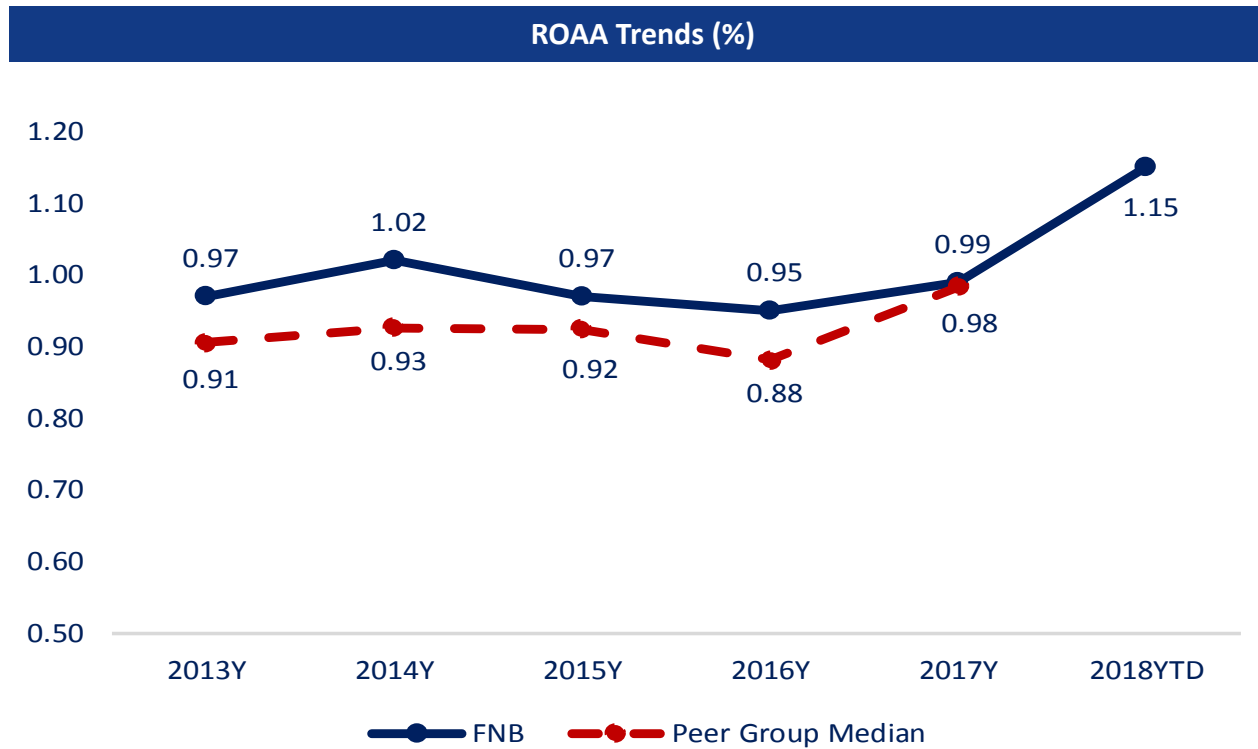


FNB % Ranking <sup>(1)</sup>	2013	2014	2015	2016	2017
	96 <sup>th</sup>	91 <sup>st</sup>	87 <sup>th</sup>	92 <sup>nd</sup>	100 <sup>th</sup>



(1) Non-GAAP measure, refer to Appendix for GAAP to Non-GAAP Reconciliation details; Percentile ranking relative to peer median results for each period shown; Peer data per S&P Global Market Intelligence.

# Return on Average Assets Trends (ROAA)



FNB % Ranking <sup>(1)</sup>	2013	2014	2015	2016	2017
	61 <sup>st</sup>	66 <sup>th</sup>	55 <sup>th</sup>	54 <sup>th</sup>	54 <sup>th</sup>



(1) Non-GAAP measure, refer to Appendix for GAAP to Non-GAAP Reconciliation details; Percentile ranking relative to peer median results for each period shown; Peer data per S&P Global Market Intelligence.

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# Supplemental Information



# Annual Operating Trends

		YTD18	2017	2016	2015	2014
<b>Operating Earnings<sup>1</sup> (Non-GAAP)</b>	Net income available to common stockholders	<b>\$268.6</b>	<b>\$281.2</b>	<b>\$187.7</b>	<b>\$153.7</b>	<b>\$143.6</b>
	Net income per diluted common share	\$0.82	\$0.93	\$0.90	\$0.87	\$0.85
<b>Profitability Performance<sup>1</sup> (non-GAAP)</b>	Return on average assets	1.15%	0.99%	0.95%	0.97%	1.02%
	Return on average tangible common equity	18.3%	15.7%	14.8%	14.7%	15.6%
	Efficiency ratio	<b>55.0%</b>	<b>54.2%</b>	<b>55.4%</b>	<b>56.1%</b>	<b>57.2%</b>
<b>Balance Sheet Organic Growth Trends<sup>2</sup></b>	Total loan growth	<b>5.4%</b>	<b>6.3%</b>	<b>8.0%</b>	<b>9.7%</b>	<b>9.0%</b>
	Commercial loan growth	4.4%	3.6%	7.4%	8.6%	9.1%
	Consumer loan growth <sup>3</sup>	7.1%	10.4%	8.6%	11.4%	13.8%
	Transaction deposit and customer repo growth <sup>4</sup>	2.1%	3.5%	8.0%	7.4%	6.3%
<b>Asset Quality</b>	NPL's + OREO/Total avg. originated loans and leases + OREO	0.73%	0.81%	0.91%	0.99%	1.13%
	NCO's/Total average originated loans leases	0.33%	0.33%	0.34%	0.24%	0.24%
	Allowance for credit losses/Total originated loans and leases	<b>1.00%</b>	<b>1.10%</b>	<b>1.20%</b>	<b>1.23%</b>	<b>1.22%</b>
<b>Capital</b>	Tangible Common Equity/Tangible Assets	6.89%	6.74%	6.64%	6.71%	6.83%
	Tangible book value per share	<b>\$6.44</b>	<b>\$6.06</b>	<b>\$6.53</b>	<b>\$6.38</b>	<b>\$5.99</b>

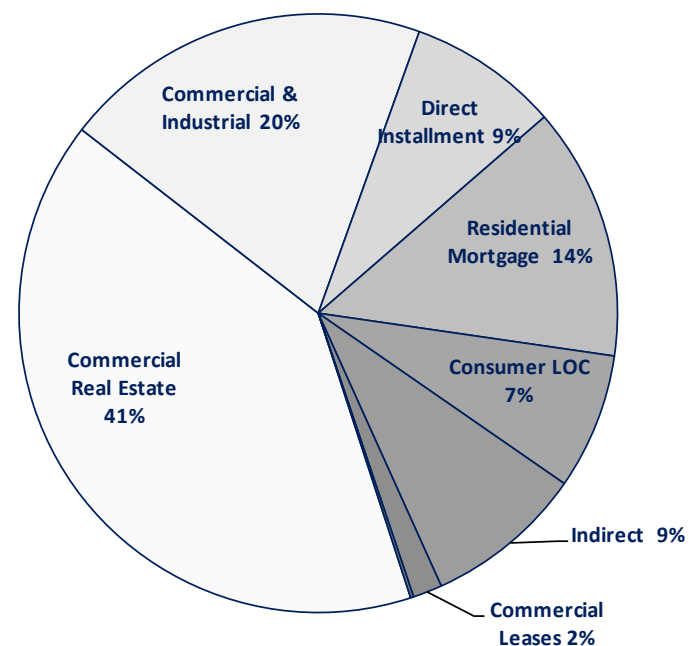


(1) Includes adjustments to reflect the impact of certain merger-related items, refer to Appendix for GAAP to non-GAAP Reconciliation details. (2) Full-year average organic growth results. Organic growth results exclude initial balances acquired in the following acquisitions; YDKN 1Q17, FITB 2Q16, METR 1Q16, BofA 3Q15, OBAF 3Q14, BCSB 1Q14, PVFC 4Q13, ANNB 2Q13, PVSA 1Q12, CB&T 1Q11. (3) Consumer includes Residential, Direct Installment, Indirect Installment and Consumer LOC portfolios. (4) Total deposits excluding time deposits.

# Diversified Loan Portfolio

(\$ in millions)	09/30/2018	% of Portfolio
	Balance	09/30/18
Commercial Real Estate	\$8,846	41%
Commercial & Industrial	4,363	20%
Commercial Leases	346	2%
Other	35	<1%
<b>Total Commercial</b>	<b>\$13,590</b>	<b>62%</b>
Direct Installment	1,778	9%
Residential Mortgage	2,985	14%
Indirect Installment	1,881	9%
Consumer LOC	1,605	7%
<b>Total Consumer</b>	<b>\$8,249</b>	<b>38%</b>
<b>Total Loan Portfolio</b>	<b>\$21,839</b>	<b>100%</b>

\$21.8 Billion Loan Portfolio  
September 30, 2018



# Loan Risk Profile

(\$ in millions)	9/30/2018	% of Loans	NPL's/Loans <sup>1</sup>	YTD Net Charge-Offs/Loans <sup>1</sup>	Total Past Due/Loans <sup>1</sup>
Commercial and Industrial	4,117	18.9%	0.84%	0.46%	0.86%
CRE: Non-Owner Occupied	5,775	26.4%	0.26%	0.03%	0.41%
CRE: Owner Occupied	3,071	14.1%	0.73%	0.19%	0.77%
Home Equity and Other Consumer	3,388	15.5%	0.75%	0.17%	0.91%
Residential Mortgage	2,964	13.6%	0.44%	0.02%	0.87%
Indirect Consumer	1,881	8.6%	0.12%	0.39%	0.62%
Former Regency Entity	22	0.1%	25.43%	N/M	28.44%
Equipment Finance Loans and Leases	593	2.7%	1.18%	0.09%	1.56%
Other	28	0.1%	2.88%	1.87%	0.59%
<b>Total</b>	<b>\$21,839</b>	<b>100.0%</b>	<b>0.59%</b>	<b>0.33%</b>	<b>0.79%</b>

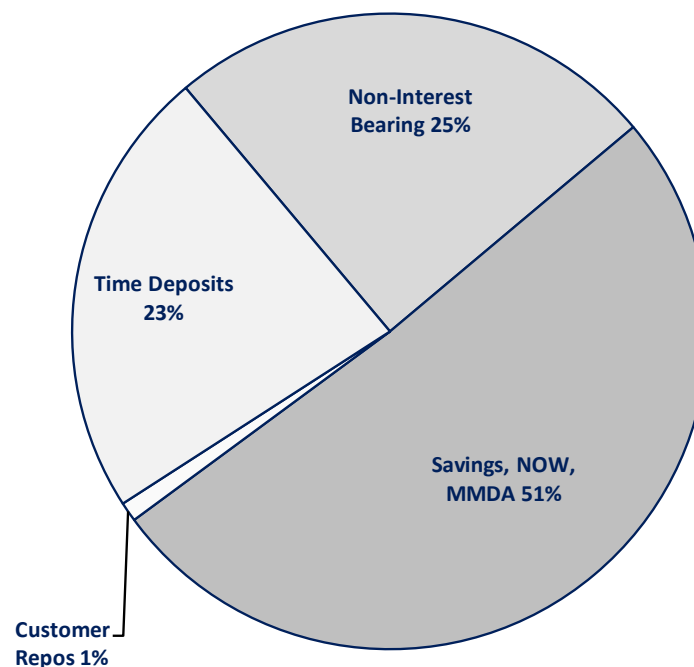


Note: Balance and % of Portfolio based on period-end balances. (1) Represents originated portfolio metric.

# Deposits and Customer Repurchase Agreements

(\$ in millions)	09/30/18	09/30/18
	Balance	Mix %
Savings, NOW, MMDA	\$12,033	51%
Non-Interest Bearing	6,019	25%
<b>Transaction Deposits</b>	<b>\$18,052</b>	
Time Deposits	5,448	23%
<b>Total Deposits</b>	<b>\$23,500</b>	
Customer Repos	265	1%
<b>Total Deposits and Customer Repo Agreements</b>	<b>\$23,765</b>	100%
<b>Transaction Deposits and Customer Repo Agreements</b>	<b>\$18,317</b>	77%

\$23.8 Billion Deposits and Customer Repo Agreements  
September 30, 2018



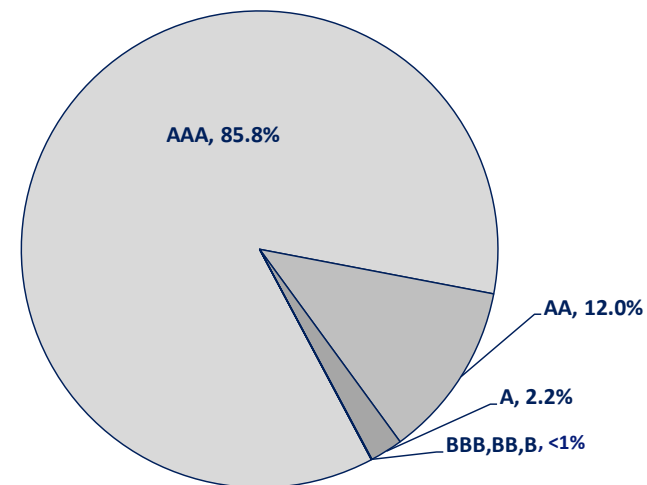
**Loans to Deposits Ratio = 92.9% (09/30/18)**

- New client acquisition and relationship-based focus reflected in favorable deposit mix
  - 77% of total deposits and customer repo agreements are transaction-based deposits

# Investment Portfolio

Highly Rated \$6.3 Billion Investment Portfolio  
September 30, 2018

(\$ in millions <sup>1</sup> )		%		Ratings	
		Portfolio	Investment %		
Agency MBS	\$2,704	46%	AAA	100%	
Agency CMO	1,682	27%	AAA	100%	
Agency Debentures	650	10%	AAA	100%	
Municipals	1,023	16%	AAA	9%	
			AA	77%	
			A	14%	
Commercial MBS <sup>2</sup>	247	4%	AAA	100%	
US Treasury	1	<1%	AAA	100%	
Other	2	<1%	Various		
			/NR		
<b>Total Investment Portfolio</b>	<b>\$6,298</b>	<b>100%</b>			



- 98% of total portfolio rated AA or better, 99% rated A or better
- Relatively low duration of 4.6
- Municipal bond portfolio
  - Highly rated with an average rating of AA and 99% of the portfolio rated A or better
  - General obligation bonds = 100% of municipal portfolio

## 2018 Peer Group Listing

<b>Ticker</b>	<b>Institution</b>	<b>Ticker</b>	<b>Institution</b>
ASB	Associated Banc-Corp	PBCT	People's United Financial, Inc.
CBSH	Commerce Bancshares, Inc.	PB	Prosperity Bancshares, Inc.
CMA	Comerica, Inc.	SNV	Synovus Financial Corp.
CFR	Cullen/Frost Bankers, Inc.	TCF	TCF Financial Corp.
EWBC	East West Bancorp, Inc.	UMPQ	Umpqua Holdings Corp.
FHN	First Horizon National Corp.	VLY	Valley National Bancorp
FRC	First Republic Bank	WBS	Webster Financial Corp.
HWC	Hancock Whitney Corp.	WTFC	Wintrust Financial Corp.
ISBC	Investors Bancorp, Inc.	ZION	Zions Bancorp
NYCB	New York Community Bancorp		

# Non-GAAP to GAAP Reconciliation

	For The Quarter Ended				
	30-Sep-18	30-Jun-18	31-Mar-18	31-Dec-17	30-Sep-17
\$ in thousands except per share amounts <b>Operating net income available to common stockholders</b>					
Net income available to common stockholders	\$ 98,753	\$ 83,196	\$ 84,752	\$ 22,115	\$ 75,683
Gain on sale of subsidiary	(5,135)	-	-	-	-
Tax expense of gain on sale of subsidiary	1,078	-	-	-	-
Merger-related expense	-	-	-	1,054	1,381
Tax benefit of merger-related expense	-	-	-	(365)	(483)
Branch Consolidation Costs	-	6,616	-	-	-
Tax benefit of branch consolidation costs	-	(1,389)	-	-	-
Discretionary 401(k) contributions	-	874	-	-	-
Tax benefit of discretionary 401(k) contributions	-	(184)	-	-	-
Reduction in valuation of deferred tax assets	-	-	-	54,042	-
Operating net income available to common stockholders (non-GAAP)	<u>\$ 94,696</u>	<u>\$ 89,113</u>	<u>\$ 84,752</u>	<u>\$ 76,846</u>	<u>\$ 76,581</u>
<b>Operating earnings per diluted common share</b>					
Earnings per diluted common share	\$ 0.30	\$ 0.26	\$ 0.26	\$ 0.07	\$ 0.23
Gain on sale of subsidiary	(0.02)	-	-	-	-
Tax expense of gain on sale of subsidiary	0.01	-	-	-	-
Merger-related expense	-	-	-	0.00	0.01
Tax benefit of merger-related expense	-	-	-	(0.00)	(0.00)
Branch Consolidation Costs	-	0.02	-	-	-
Tax benefit of branch consolidation costs	-	(0.01)	-	-	-
Discretionary 401(k) contributions	-	0.00	-	-	-
Tax benefit of discretionary 401(k) contributions	-	(0.00)	-	-	-
Reduction in valuation of deferred tax assets	-	-	-	0.17	-
Operating earnings per diluted common share (non-GAAP)	<u>\$ 0.29</u>	<u>\$ 0.27</u>	<u>\$ 0.26</u>	<u>\$ 0.24</u>	<u>\$ 0.24</u>

# Non-GAAP to GAAP Reconciliation

	For The Quarter Ended				
	30-Sep-18	30-Jun-18	31-Mar-18	31-Dec-17	30-Sep-17
\$ in thousands except per share amounts					
<b>Operating net income available to common stockholders</b>					
Net income available to common stockholders	\$ 98,753	\$ 83,196	\$ 84,752	\$ 22,115	\$ 75,683
Gain on sale of subsidiary	(5,135)	-	-	-	-
Tax expense of gain on sale of subsidiary	1,078	-	-	-	-
Merger-related expense	-	-	-	1,054	1,381
Tax benefit of merger-related expense	-	-	-	(365)	(483)
Branch Consolidation Costs	-	6,616	-	-	-
Tax benefit of branch consolidation costs	-	(1,389)	-	-	-
Discretionary 401(k) contributions	-	874	-	-	-
Tax benefit of discretionary 401(k) contributions	-	(184)	-	-	-
Reduction in valuation of deferred tax assets	-	-	-	54,042	-
Operating net income available to common stockholders (non-GAAP)	<u>\$ 94,696</u>	<u>\$ 89,113</u>	<u>\$ 84,752</u>	<u>\$ 76,846</u>	<u>\$ 76,581</u>
<b>Operating earnings per diluted common share</b>					
Earnings per diluted common share	\$ 0.30	\$ 0.26	\$ 0.26	\$ 0.07	\$ 0.23
Gain on sale of subsidiary	(0.02)	-	-	-	-
Tax expense of gain on sale of subsidiary	0.01	-	-	-	-
Merger-related expense	-	-	-	0.00	0.01
Tax benefit of merger-related expense	-	-	-	(0.00)	(0.00)
Branch Consolidation Costs	-	0.02	-	-	-
Tax benefit of branch consolidation costs	-	(0.01)	-	-	-
Discretionary 401(k) contributions	-	0.00	-	-	-
Tax benefit of discretionary 401(k) contributions	-	(0.00)	-	-	-
Reduction in valuation of deferred tax assets	-	-	-	0.17	-
Operating earnings per diluted common share (non-GAAP)	<u>\$ 0.29</u>	<u>\$ 0.27</u>	<u>\$ 0.26</u>	<u>\$ 0.24</u>	<u>\$ 0.24</u>



# Non-GAAP to GAAP Reconciliation

\$ in thousands	For The Quarter Ended				
	30-Sep-18	30-Jun-18	31-Mar-18	31-Dec-17	30-Sep-17
<b>Return on average tangible common equity (ROATCE)</b>					
Net income available to common stockholders (annualized)	\$ 391,790	\$ 333,699	\$ 343,716	\$ 87,740	\$ 300,266
Amortization of intangibles, net of tax (annualized)	11,926	12,077	13,513	12,381	12,392
Tangible net income available to common stockholders (annualized) (non-GAAP)	\$ 403,716	\$ 345,776	\$ 357,229	\$ 100,121	\$ 312,658
Average total stockholders' equity	\$ 4,516,008	\$ 4,461,510	\$ 4,430,269	\$ 4,453,760	\$ 4,426,980
Less: Average preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: Average intangible assets(1)	2,332,926	2,337,249	2,339,783	2,344,675	2,344,077
Average tangible common equity (non-GAAP)	\$ 2,076,200	\$ 2,017,379	\$ 1,983,604	\$ 2,002,203	\$ 1,976,021
Return on average tangible common equity (non-GAAP)	19.44%	17.14%	18.01%	5.00%	15.82%
<b>Operating ROATCE</b>					
Operating net income avail. to common stockholders (annualized)(2)	\$ 375,696	\$ 357,431	\$ 343,716	\$ 304,878	\$ 303,825
Amortization of intangibles, net of tax (annualized)	11,926	12,077	13,513	12,381	12,392
Tangible operating net income avail. to common stockholders (annualized) (non-GAAP)	\$ 387,622	\$ 369,508	\$ 357,229	\$ 317,259	\$ 316,217
Average total stockholders' equity	\$ 4,516,008	\$ 4,461,510	\$ 4,430,269	\$ 4,453,760	\$ 4,426,980
Less: Average preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: Average intangible assets(1)	2,332,926	2,337,249	2,339,783	2,344,675	2,344,077
Average tangible common equity (non-GAAP)	\$ 2,076,200	\$ 2,017,379	\$ 1,983,604	\$ 2,002,203	\$ 1,976,021
Operating return on average tangible common equity (non-GAAP)	18.67%	18.32%	18.01%	15.85%	16.00%



(1) Excludes loan servicing rights. (2) A non-GAAP measure, refer to page 40 in Appendix for more information.

# Non-GAAP to GAAP Reconciliation

\$ in thousands	For The Quarter Ended				
	30-Sep-18	30-Jun-18	31-Mar-18	31-Dec-17	30-Sep-17
<b>Return on average tangible assets (ROATA)</b>					
Net income (annualized)	\$ 399,766	\$ 341,762	\$ 351,867	\$ 95,719	\$ 308,237
Amortization of intangibles, net of tax (annualized)	11,926	12,077	13,513	12,381	12,392
Tangible net income (annualized) (non-GAAP)	\$ 411,692	\$ 353,839	\$ 365,380	\$ 108,100	\$ 320,629
Average total assets	\$ 32,402,803	\$ 31,947,751	\$ 31,494,506	\$ 31,097,722	\$ 30,910,664
Less: Average intangible assets(1)	2,332,926	2,337,249	2,339,783	2,344,675	2,344,077
Average tangible assets (non-GAAP)	\$ 30,069,877	\$ 29,610,502	\$ 29,154,723	\$ 28,753,047	\$ 28,566,587
Return on average tangible assets (non-GAAP)	1.37%	1.19%	1.25%	0.38%	1.12%
<b>Operating ROATA</b>					
Operating net income (annualized)(2)	\$ 383,671	\$ 365,493	\$ 351,867	\$ 312,857	\$ 311,800
Amortization of intangibles, net of tax (annualized)	11,926	12,077	13,513	12,381	12,392
Tangible operating net income (annualized) (non-GAAP)	\$ 395,597	\$ 377,570	\$ 365,381	\$ 325,238	\$ 324,192
Average total assets	\$ 32,402,803	\$ 31,947,751	\$ 31,494,506	\$ 31,097,722	\$ 30,910,664
Less: Average intangible assets(1)	2,332,926	2,337,249	2,339,783	2,344,675	2,344,077
Average tangible assets (non-GAAP)	\$ 30,069,877	\$ 29,610,502	\$ 29,154,723	\$ 28,753,047	\$ 28,566,587
Operating return on average tangible assets (non-GAAP)	1.32%	1.28%	1.25%	1.13%	1.13%



(1) Excludes loan servicing rights. (2) A non-GAAP measure, refer to page 43 in Appendix for more information.

# Non-GAAP to GAAP Reconciliation

\$ in thousands	For The Quarter Ended				
	30-Sep-18	30-Jun-18	31-Mar-18	31-Dec-17	30-Sep-17
<b>Operating net income</b>					
Net income	\$ 100,763	\$ 85,206	\$ 86,762	\$ 24,126	\$ 77,693
Gain on sale of subsidiary	(5,135)	-	-	-	-
Tax expense of gain on sale of subsidiary	1,078	-	-	-	-
Merger-related expense	-	-	-	1,054	1,381
Tax benefit of merger-related expense	-	-	-	(365)	(483)
Branch consolidation costs	-	6,616	-	-	-
Tax benefit of branch consolidation costs	-	(1,389)	-	-	-
Discretionary 401(k) contributions	-	874	-	-	-
Tax benefit of discretionary 401(k) contributions	-	(184)	-	-	-
Reduction in valuation of deferred tax assets	-	-	-	54,042	-
Operating net income (non-GAAP)	<u>\$ 96,706</u>	<u>\$ 91,123</u>	<u>\$ 86,762</u>	<u>\$ 78,857</u>	<u>\$ 78,591</u>
<b>Operating return on average assets (ROAA)</b>					
Operating net income (annualized)(1)	<u>\$ 383,671</u>	<u>\$ 365,493</u>	<u>\$ 351,868</u>	<u>\$ 312,857</u>	<u>\$ 311,800</u>
Average total assets	<u>\$ 32,402,803</u>	<u>\$ 31,947,751</u>	<u>\$ 31,494,506</u>	<u>\$ 31,097,722</u>	<u>\$ 30,910,664</u>
Operating return on average assets (non-GAAP)	<u>1.18%</u>	<u>1.14%</u>	<u>1.12%</u>	<u>1.01%</u>	<u>1.01%</u>



(1) A non-GAAP measure, refer to reconciliation above for more information.

# Non-GAAP to GAAP Reconciliation

	For The Quarter Ended				
	30-Sep-18	30-Jun-18	31-Mar-18	31-Dec-17	30-Sep-17
\$ in thousands except per share amounts <b>Tangible book value per common share (at period-end)</b>					
Total stockholders' equity	\$ 4,524,864	\$ 4,473,242	\$ 4,433,453	\$ 4,409,194	\$ 4,435,921
Less: preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: intangibles(1)	2,329,830	2,335,445	2,339,139	2,341,263	2,351,707
Tangible common equity (non-GAAP)	<u>\$ 2,088,152</u>	<u>\$ 2,030,915</u>	<u>\$ 1,987,432</u>	<u>\$ 1,961,049</u>	<u>\$ 1,977,332</u>
Ending common shares outstanding	<u>324,275,186</u>	<u>324,258,342</u>	<u>323,686,993</u>	<u>323,465,140</u>	<u>323,301,548</u>
Tangible book value per common share (non-GAAP)	<u>\$ 6.44</u>	<u>\$ 6.26</u>	<u>\$ 6.14</u>	<u>\$ 6.06</u>	<u>\$ 6.12</u>
<b>Tangible common equity / Tangible assets (at period-end)</b>					
Total stockholders equity	\$ 4,524,864	\$ 4,473,242	\$ 4,433,453	\$ 4,409,194	\$ 4,435,921
Less: preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: intangibles(1)	2,329,830	2,335,445	2,339,139	2,341,263	2,351,707
Tangible common equity (non-GAAP)	<u>\$ 2,088,152</u>	<u>\$ 2,030,915</u>	<u>\$ 1,987,432</u>	<u>\$ 1,961,049</u>	<u>\$ 1,977,332</u>
Total assets	\$ 32,617,595	\$ 32,257,563	\$ 31,652,353	\$ 31,417,635	\$ 31,123,295
Less: intangibles(1)	2,329,830	2,335,445	2,339,139	2,341,263	2,351,707
Tangible assets (non-GAAP)	<u>\$ 30,287,765</u>	<u>\$ 29,922,118</u>	<u>\$ 29,313,214</u>	<u>\$ 29,076,372</u>	<u>\$ 28,771,588</u>
Tangible common equity / Tangible assets (period end) (non-GAAP)	<u>6.89%</u>	<u>6.79%</u>	<u>6.78%</u>	<u>6.74%</u>	<u>6.87%</u>



(1) Excludes loan servicing rights.

# Non-GAAP to GAAP Reconciliation

\$ in thousands	For The Quarter Ended				
	30-Sep-18	30-Jun-18	31-Mar-18	31-Dec-17	30-Sep-17
<b>Efficiency Ratio (FTE)</b>					
Non-interest expense	\$ 170,729	\$ 183,013	\$ 171,083	\$ 166,529	\$ 163,743
Less: amortization of intangibles	3,805	3,811	4,218	4,801	4,805
Less: OREO expense	1,492	2,233	1,367	1,026	1,421
Less: merger costs	-	-	-	1,054	1,381
Less: branch consolidation expenses	-	2,939	-	-	-
Less: discretionary 401(k) contributions	-	874	-	-	-
Adjusted non-interest expense	<u>\$ 165,432</u>	<u>\$ 173,156</u>	<u>\$ 165,498</u>	<u>\$ 159,648</u>	<u>\$ 156,136</u>
Net interest income	\$ 234,787	\$ 239,355	\$ 226,105	\$ 230,036	\$ 225,231
Taxable equivalent adjustment	3,400	3,319	3,103	5,597	5,173
Non-interest income	74,834	64,889	67,503	65,104	66,151
Less: net securities gains	-	31	-	21	2,777
Less: Gain on sale of subsidiary	5,135	-	-	-	-
Add: loss on fixed assets related to branch consolidation	-	3,677	-	-	-
Adjusted net interest income (FTE) (non-GAAP) + non-interest income	<u>\$ 307,886</u>	<u>\$ 311,209</u>	<u>\$ 296,711</u>	<u>\$ 300,716</u>	<u>\$ 293,778</u>
Efficiency Ratio (FTE) (non-GAAP)	53.73%	55.64%	55.78%	53.09%	53.15%

# Non-GAAP to GAAP Reconciliation

\$ in thousands	For The Quarter Ended				
	30-Sep-18	30-Jun-18	31-Mar-18	31-Dec-17	30-Sep-17
<b>Components of net interest income</b>					
Net interest income	\$ 234,787	\$ 239,355	\$ 226,105	\$ 230,036	\$ 225,231
Net interest margin (FTE)(1)	3.36%	3.51%	3.39%	3.49%	3.44%
Incremental purchase accounting accretion included in net interest income	\$ 5,852	\$ 5,790	\$ 4,841	\$ 4,695	\$ 2,154
Incremental purchase accounting accretion impact to net interest margin	0.08%	0.08%	0.07%	0.07%	0.04%
Cash recoveries included in net interest income	\$ 1,479	\$ 10,198	\$ 1,085	\$ 5,313	\$ 4,340
Cash recoveries impact to net interest margin	0.02%	0.15%	0.02%	0.08%	0.06%



Incremental purchase accounting accretion refers to the difference between total accretion and the estimated coupon interest income on acquired loans, and cash recoveries impact refers to any associated cash recoveries on loans received in excess of the recorded investment. (1) Reported on a Fully Taxable Equivalent (FTE) basis, a non-GAAP measure.

# Non-GAAP to GAAP Reconciliation

	For The Fiscal Year					
	YTD	2017	2016	2015	2014	2013
\$ in thousands except per share amounts						
<b>Operating net income available to common stockholders</b>						
Net Income available to common stockholders	\$ 266,701	\$ 191,163	\$ 162,850	\$ 151,608	\$ 135,698	\$ 117,804
Merger-related expense, net of tax	-	37,667	24,889	2,084	7,897	5,337
Merger-related net securities gains, net of tax	-	(1,696)	-	-	-	-
Branch consolidation costs, net of tax	5,227	-	-	-	-	-
Discretionary 401(k) contributions, net of tax	690	-	-	-	-	-
Reduction in valuation of deferred tax assets	-	54,042	-	-	-	-
Gain on sale of subsidiary	(4,057)	-	-	-	-	-
Operating net income available to common stockholders (non-GAAP)	<u>\$ 268,561</u>	<u>\$ 281,176</u>	<u>\$ 187,739</u>	<u>\$ 153,692</u>	<u>\$ 143,595</u>	<u>\$ 123,141</u>
<b>Operating net income per diluted common share</b>						
Net income per diluted common share	\$ 0.82	\$ 0.63	\$ 0.78	\$ 0.86	\$ 0.80	\$ 0.80
Merger-related expenses, net of tax	-	0.13	0.12	0.01	0.05	0.04
Merger-related net securities gains, net of tax	-	(0.01)	-	-	-	-
Branch consolidation costs, net of tax	0.01	-	-	-	-	-
Discretionary 401(k) contributions, net of tax	0.00	-	-	-	-	-
Reduction in valuation of deferred tax assets	-	0.17	-	-	-	-
Gain on sale of subsidiary	(\$0.01)	-	-	-	-	-
Operating net income per diluted common share (non-GAAP)	<u>\$ 0.82</u>	<u>\$ 0.93</u>	<u>\$ 0.90</u>	<u>\$ 0.87</u>	<u>\$ 0.85</u>	<u>\$ 0.84</u>

## Non-GAAP to GAAP Reconciliation

\$ in thousands except per share amounts

### Operating net income available to common stockholders

	2012	2011	2010	2009	2008
Net Income available to common stockholders	\$ 110,410	\$ 87,047	\$ 74,652	\$ 32,803	\$ 35,615
Merger-related expense, net of tax	5,203	3,238	402	-	3,071
Merger-related net securities gains, net of tax	-	-	-	-	-
Reduction in valuation of deferred tax assets	-	-	-	-	-
Operating net income available to common stockholders (non-GAAP)	\$ 115,613	\$ 90,285	\$ 75,054	\$ 32,803	\$ 38,686

### Operating net income per diluted common share

Net income per diluted common share	\$ 0.79	\$ 0.70	\$ 0.65	\$ 0.32	\$ 0.44
Merger-related expenses, net of tax	0.04	0.03	0.00	-	0.04
Merger-related net securities gains, net of tax	-	-	-	-	-
Reduction in valuation of deferred tax assets	-	-	-	-	-
Operating net income per diluted common share (non-GAAP)	\$ 0.83	\$ 0.73	\$ 0.65	\$ 0.32	\$ 0.48



# Non-GAAP to GAAP Reconciliation

\$ in thousands except per share amounts	For The Fiscal Year					
	YTD <sup>3</sup>	2017	2016	2015	2014	2013
<b>Return on average tangible common equity (ROATCE)</b>						
Net income available to common stockholders	\$ 356,579	\$ 191,163	\$ 162,850	\$ 151,608	\$ 135,698	\$ 117,804
Amortization of intangibles, net of tax	12,499	11,386	8,943	6,861	6,316	5,465
Tangible net income available to common stockholders (non-GAAP)	\$ 369,078	\$ 202,549	\$ 171,793	\$ 158,469	\$ 142,014	\$ 123,269
Average total stockholders' equity	\$ 4,469,577	\$ 4,073,700	\$ 2,499,976	\$ 2,072,170	\$ 1,920,440	\$ 1,478,682
Less: Average preferred stockholder's equity	106,882	106,882	106,882	106,882	106,882	17,862
Less: Average intangible assets(1)	2,336,627	2,108,102	1,059,856	869,347	849,934	752,894
Average tangible stockholder's equity (non-GAAP)	\$ 2,026,068	\$ 1,858,716	\$ 1,333,238	\$ 1,095,941	\$ 963,624	\$ 707,926
Return on average tangible common equity (non-GAAP)	18.22%	10.90%	12.89%	14.46%	14.74%	17.41%
<b>Operating ROATCE</b>						
Operating net income available to common stockholders(2)	\$ 268,561	\$ 281,176	\$ 187,739	\$ 153,692	\$ 143,595	\$ 123,141
Amortization of intangibles, net of tax	12,499	11,386	8,943	6,861	6,316	5,465
Operating tangible net income available to common stockholders (non-GAAP)	\$ 281,060	\$ 292,562	\$ 196,682	\$ 160,553	\$ 149,911	\$ 128,606
Average total stockholders' equity	\$ 4,469,577	\$ 4,073,700	\$ 2,499,976	\$ 2,072,170	\$ 1,920,440	\$ 1,478,682
Less: Average preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882	17,862
Less: Average intangible assets(1)	2,336,627	2,108,102	1,059,856	869,347	849,934	752,894
Average tangible common equity (non-GAAP)	\$ 2,026,068	\$ 1,858,716	\$ 1,333,238	\$ 1,095,941	\$ 963,624	\$ 707,926
Operating return on average tangible common equity (non-GAAP)	13.87%	15.74%	14.75%	14.65%	15.56%	18.17%

# Non-GAAP to GAAP Reconciliation

\$ in thousands	For The Fiscal Year					
	YTD	2017	2016	2015	2014	2013
<b>Operating net income</b>						
Net income	\$ 272,731	\$ 199,204	\$ 170,891	\$ 159,649	\$ 144,050	\$ 117,804
Merger-related expense, net of tax		37,667	24,889	2,084	7,897	5,337
Tax expense of merger-related securities gains	-	(1,696)	-	-	-	-
Branch consolidation costs, net of tax	5,227	-	-	-	-	-
Discretionary 401 (k) contribution, net of tax	690	-	-	-	-	-
Reduction in valuation of deferred tax assets	-	54,042	-	-	-	-
Gain on sale of subsidiary, net of tax	(4,057)					
Operating net income (non-GAAP)	<u>\$ 274,591</u>	<u>\$ 289,217</u>	<u>\$ 195,780</u>	<u>\$ 161,733</u>	<u>\$ 151,947</u>	<u>\$ 123,141</u>
Average total assets	<u>\$ 31,951,681</u>	<u>\$ 29,131,109</u>	<u>\$ 20,677,717</u>	<u>\$ 16,606,147</u>	<u>\$ 14,962,140</u>	<u>\$ 12,640,685</u>
<b>Operating return on average assets</b>						
Operating net income(1)(2)	<u>\$ 368,477</u>	<u>\$ 289,217</u>	<u>\$ 195,780</u>	<u>\$ 161,733</u>	<u>\$ 151,947</u>	<u>\$ 123,141</u>
Average total assets	<u>\$ 31,951,681</u>	<u>\$ 29,131,109</u>	<u>\$ 20,677,717</u>	<u>\$ 16,606,147</u>	<u>\$ 14,962,140</u>	<u>\$ 12,640,685</u>
Operating return on average assets (non-GAAP)	<u>1.15%</u>	<u>0.99%</u>	<u>0.95%</u>	<u>0.97%</u>	<u>1.02%</u>	<u>0.97%</u>

# Non-GAAP to GAAP Reconciliation

\$ in thousands except per share amounts	For The Fiscal Year					
	YTD	2017	2016	2015	2014	2013
<b>Tangible book value per common share (at-period-end)</b>						
Total stockholders' equity	\$ 4,524,864	\$ 4,409,194	\$ 2,571,617	\$ 2,096,182	\$ 2,021,456	\$ 1,774,383
Less: preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882	106,882
Less: intangibles (1)	2,329,830	2,341,263	1,085,935	869,809	872,859	811,856
Tangible common equity (non-GAAP)	<u>\$ 2,088,152</u>	<u>\$ 1,961,049</u>	<u>\$ 1,378,800</u>	<u>\$ 1,119,491</u>	<u>\$ 1,041,715</u>	<u>\$ 855,645</u>
Ending common shares outstanding	<u>324,275,186</u>	<u>323,465,140</u>	<u>211,059,547</u>	<u>175,441,670</u>	<u>173,992,258</u>	<u>158,967,211</u>
Tangible book value per common share (non-GAAP)	<u>\$ 6.44</u>	<u>\$ 6.06</u>	<u>\$ 6.53</u>	<u>\$ 6.38</u>	<u>\$ 5.99</u>	<u>\$ 5.38</u>
<b>Tangible common equity / Tangible assets (at period-end)</b>						
Total stockholders equity	\$ 4,524,864	\$ 4,409,194	\$ 2,571,617	\$ 2,096,182	\$ 2,021,456	\$ 1,774,383
Less: preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882	106,882
Less: intangibles(1)	2,329,830	2,341,263	1,085,935	869,809	872,859	811,856
Tangible common equity (non-GAAP)	<u>\$ 2,088,152</u>	<u>\$ 1,961,049</u>	<u>\$ 1,378,800</u>	<u>\$ 1,119,491</u>	<u>\$ 1,041,715</u>	<u>\$ 855,645</u>
Total assets	\$ 32,617,595	\$ 31,417,635	\$ 21,844,817	\$ 17,557,222	\$ 16,127,090	\$ 13,563,405
Less: intangibles(1)	2,329,830	2,341,263	1,085,935	869,809	872,859	811,856
Tangible assets (non-GAAP)	<u>\$ 30,287,765</u>	<u>\$ 29,076,372</u>	<u>\$ 20,758,882</u>	<u>\$ 16,687,413</u>	<u>\$ 15,254,231</u>	<u>\$ 12,751,549</u>
Tangible common equity / Tangible assets (period end) (non-GAAP)	<u>6.89%</u>	<u>6.74%</u>	<u>6.64%</u>	<u>6.71%</u>	<u>6.83%</u>	<u>6.71%</u>



(1) Excludes loan servicing rights.

# Non-GAAP to GAAP Reconciliation

\$ in thousands except per share amounts	For The Fiscal Year					
	YTD	2017	2016	2015	2014	2013
<b>Efficiency Ratio</b>						
Non-interest expense	\$ 524,825	\$ 681,542	\$ 511,133	\$ 390,549	\$ 379,253	\$ 338,170
Less: amortization of intangibles	11,834	17,517	11,210	8,305	9,717	8,407
Less: OREO expense	5,092	4,438	5,154	4,637	4,400	3,215
Less: merger-related expenses	-	56,513	37,439	3,033	12,150	8,210
Less: impairment charge on other assets	-	-	2,585	-	-	-
Less: branch consolidation expenses	2,939	-	-	-	-	-
Less: discretionary 401(k) contributions	874	-	-	-	-	-
	-	-	-	-	-	2,172
Adjusted non-interest expense	\$ 504,086	\$ 603,074	\$ 454,745	\$ 374,574	\$ 352,986	\$ 316,166
Net interest income	\$ 700,247	\$ 846,434	\$ 611,512	\$ 498,222	\$ 466,297	\$ 396,042
Taxable equivalent adjustment	9,823	18,766	11,248	7,636	6,899	6,969
Non-interest income	207,226	252,449	201,761	162,410	158,274	135,778
Less: net securities gains	31	5,916	712	822	11,717	808
Less: gain on redemption of trust preferred securities	-	-	2,422	-	-	-
Less: other non-recurring items	-	-	-	-	2,713	1,532
Less: loss on fixed assets related to branch consolidation	-	-	-	-	-	-
Less: gain on sale of subsidiary	5,135	-	-	-	-	-
Add: branch consolidation costs	3,677	-	-	-	-	-
Adjusted net interest income (FTE) + non-interest income	\$ 915,807	\$ 1,111,733	\$ 821,387	\$ 667,447	\$ 617,040	\$ 536,449
Efficiency Ratio (non-GAAP)	55.04%	54.25%	55.36%	56.12%	57.21%	58.94%