



F.N.B. CORPORATION

*INVESTOR
PRESENTATION*

SECOND QUARTER 2008



DISCLOSURES

FORWARD-LOOKING STATEMENTS

This presentation of F.N.B. Corporation and the reports F.N.B. Corporation files with the Securities and Exchange Commission often contain “forward-looking statements” relating to present or future trends or factors affecting the banking industry and, specifically, the financial operations, markets and products of F.N.B. Corporation. These forward-looking statements involve certain risks and uncertainties. There are a number of important factors that could cause F.N.B. Corporation’s future results to differ materially from historical performance or projected performance. These factors include, but are not limited to: (1) a significant increase in competitive pressures among financial institutions; (2) changes in the interest rate environment that may reduce interest margins; (3) changes in prepayment speeds, loan sale volumes, charge-offs and loan loss provisions; (4) less favorable than expected general economic conditions; (5) legislative or regulatory changes that may adversely affect the businesses in which F.N.B. Corporation is engaged; (6) technological issues which may adversely affect F.N.B. Corporation’s financial operations or customers; (7) changes in the securities markets; or (8) risk factors mentioned in the reports and registration statements F.N.B. Corporation files with the Securities and Exchange Commission. F.N.B. Corporation undertakes no obligation to release revisions to these forward-looking statements or to reflect events or circumstances after the date of this presentation.

- COMPANY PROFILE
- BUSINESS STRATEGY
- FINANCIALS
- INVESTMENT THESIS



F.N.B. Corporation

COMPANY PROFILE



BACKGROUND

- HEADQUARTERS: HERMITAGE, PA.
- CHARTERED 144 YEARS AGO
- \$8.4 BILLION TOTAL ASSETS ^{/1/}
- NYSE: FNB
- \$1.0 BILLION MARKET CAP ^{/2/}
- 43.2% INSTITUTIONAL OWNERSHIP ^{/3/}
- 5.4% INSIDER and EMPLOYEE OWNERSHIP

^{/1/} - Pro-forma for acquisition of Iron and Glass Bancorp, Inc.

^{/2/} - August 26, 2008 stock price of \$11.68 and 89.2 million shares

^{/3/} - At June 30, 2008



BOARD LEADERSHIP

- FOURTEEN INDEPENDENT DIRECTORS
- SEVEN FORMER FINANCIAL SERVICES EXECUTIVES
- THREE INVOLVED AS FINANCIAL SERVICES INVESTORS
- MONTHLY BOARD MEETINGS



EXPERIENCED MANAGEMENT

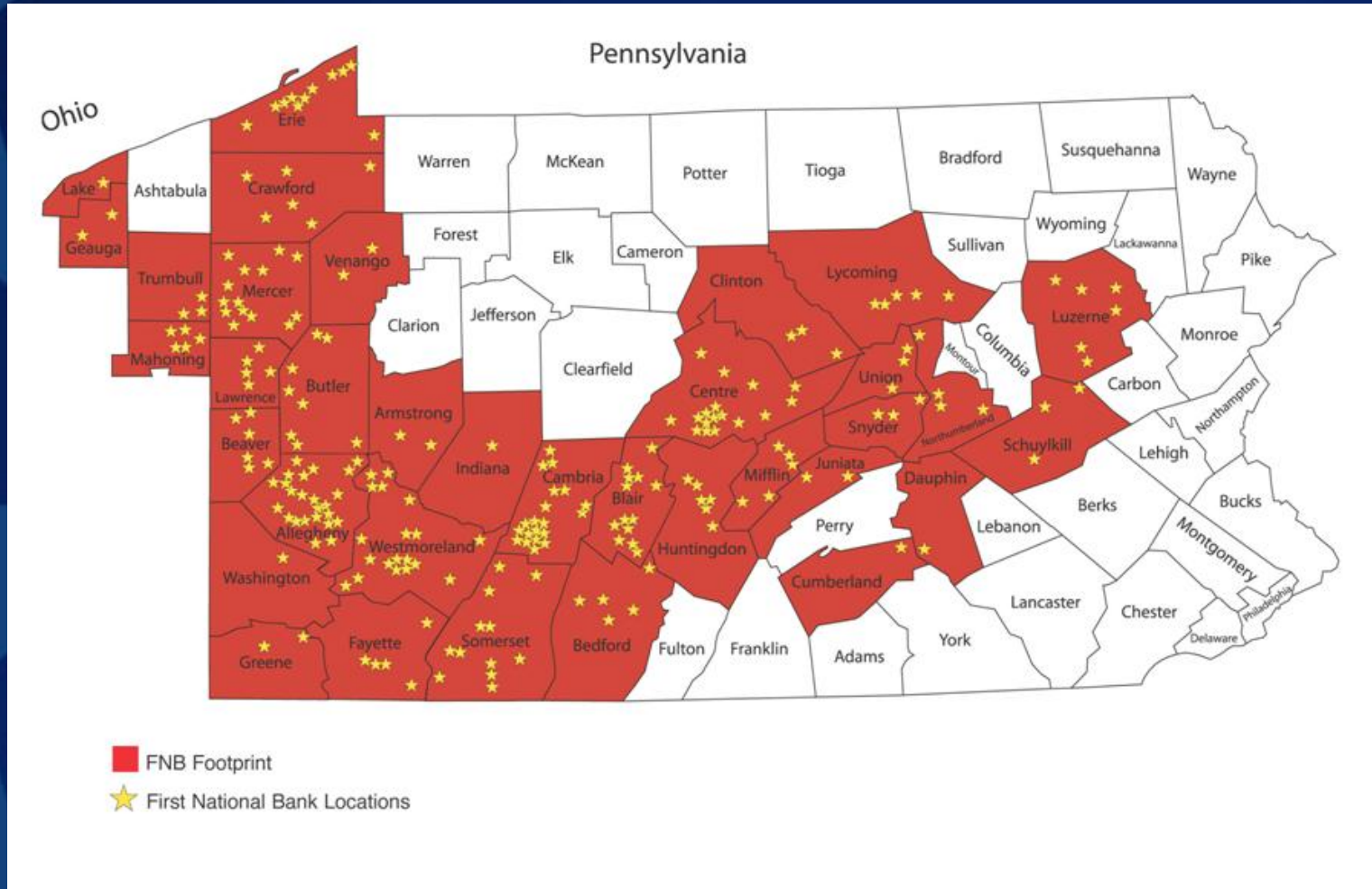
<u>NAME</u>	<u>POSITION</u>	<u>YRS. OF BANKING EXPERIENCE</u>
STEPHEN GURGOVITS	CHAIRMAN	47
BOB NEW	PRESIDENT and CEO	34
BRIAN LILLY	CFO, DIRECTOR OF CORPORATE SERVICES	28
VINCE DELIE	PRESIDENT, BANKING GROUP	21
GARY GUERRIERI	CHIEF CREDIT OFFICER, GROUP EXECUTIVE, LENDING SUPPORT & SPECIALIZED LENDING	22
LOUISE LOWREY	GROUP EXECUTIVE, TECHNOLOGY SUPPORT	37



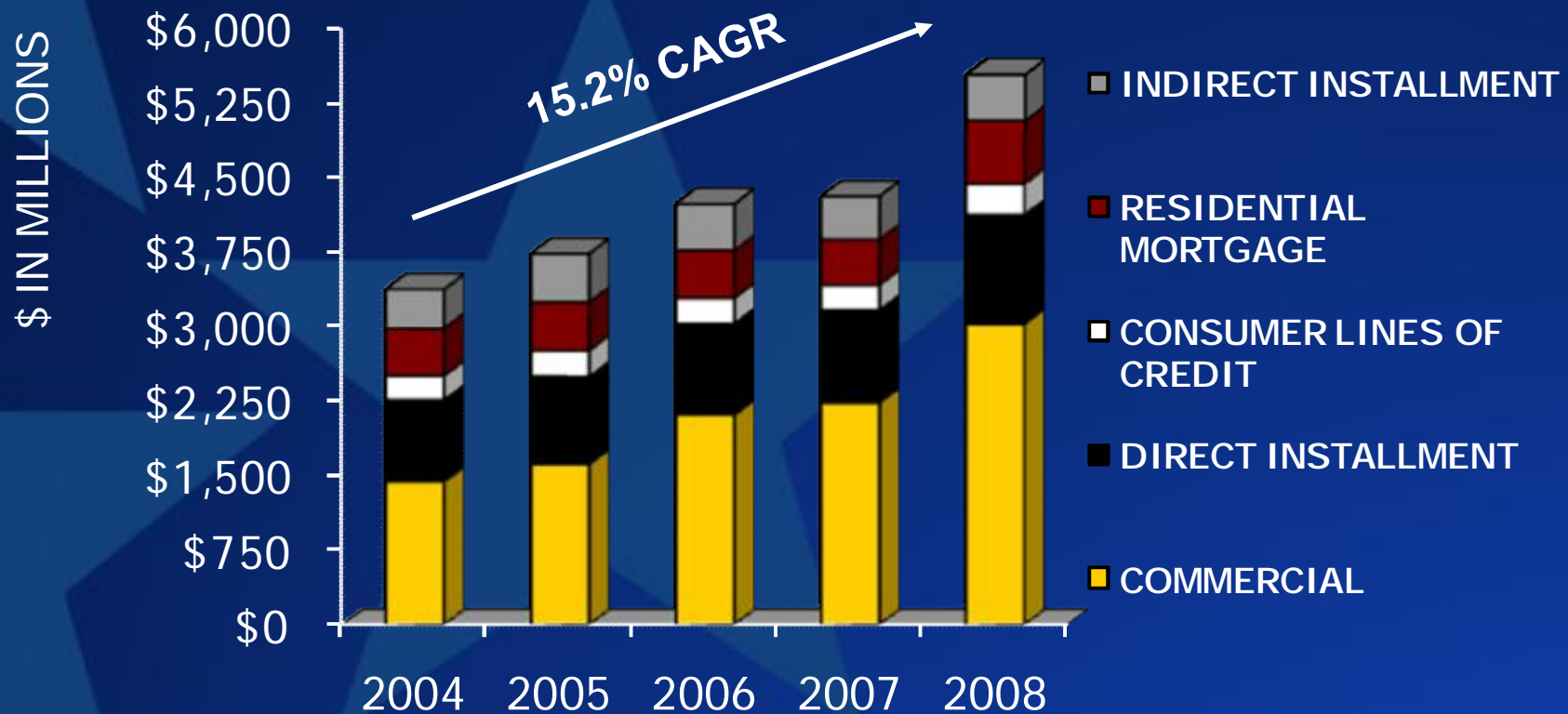
BUSINESS LINES

BANKING
WEALTH MANAGEMENT
INSURANCE
CONSUMER FINANCE
MERCHANT BANKING

RETAIL BRANCH LOCATIONS



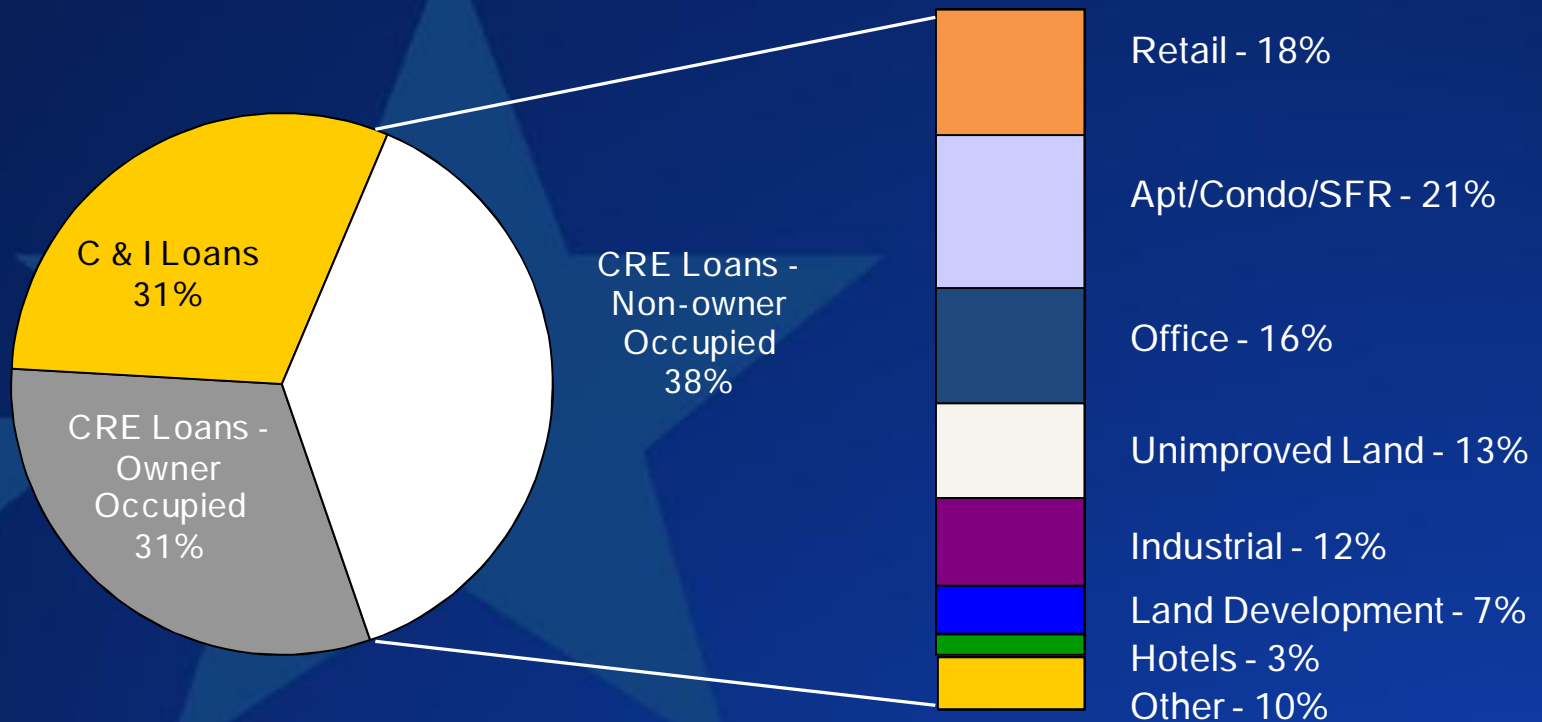
LOAN MIX



Financial Information as of Year End, Except for June 30, 2008
 Average Loans Grew 4.4%, on an organic basis, Q2-08 v. Q2-07

COMMERCIAL LOAN MIX

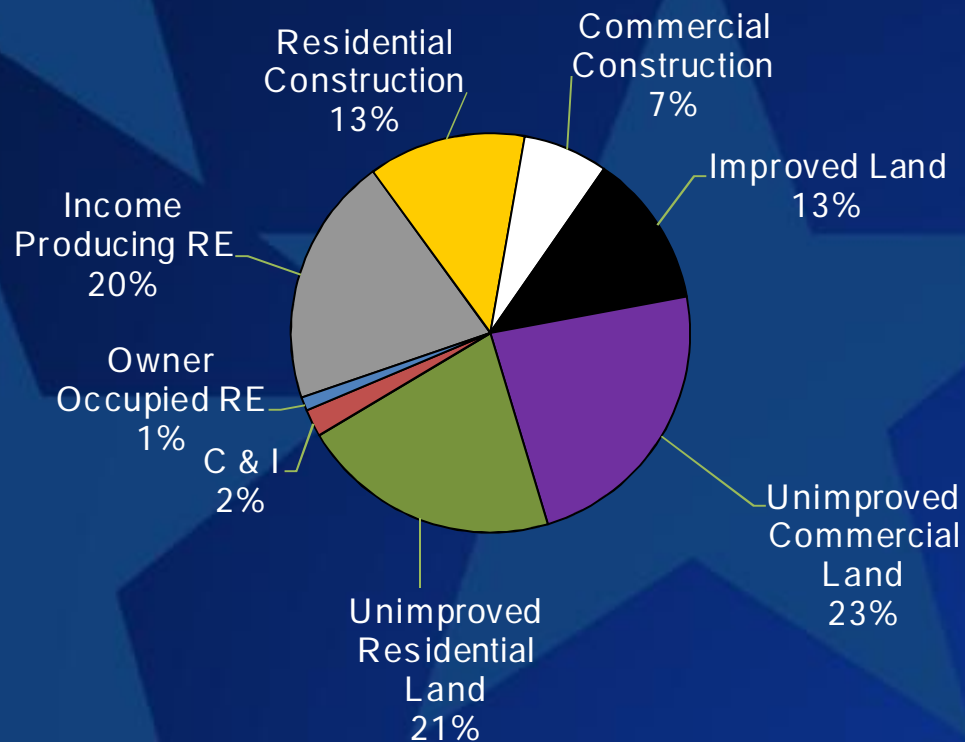
\$3,034.6 Million in Total Outstandings as of June 30, 2008



Construction Loans and Land Development Loans totaled \$146 million and \$76 million, respectively, or 2.6% and 1.4%, respectively, of the Corporation's total loans

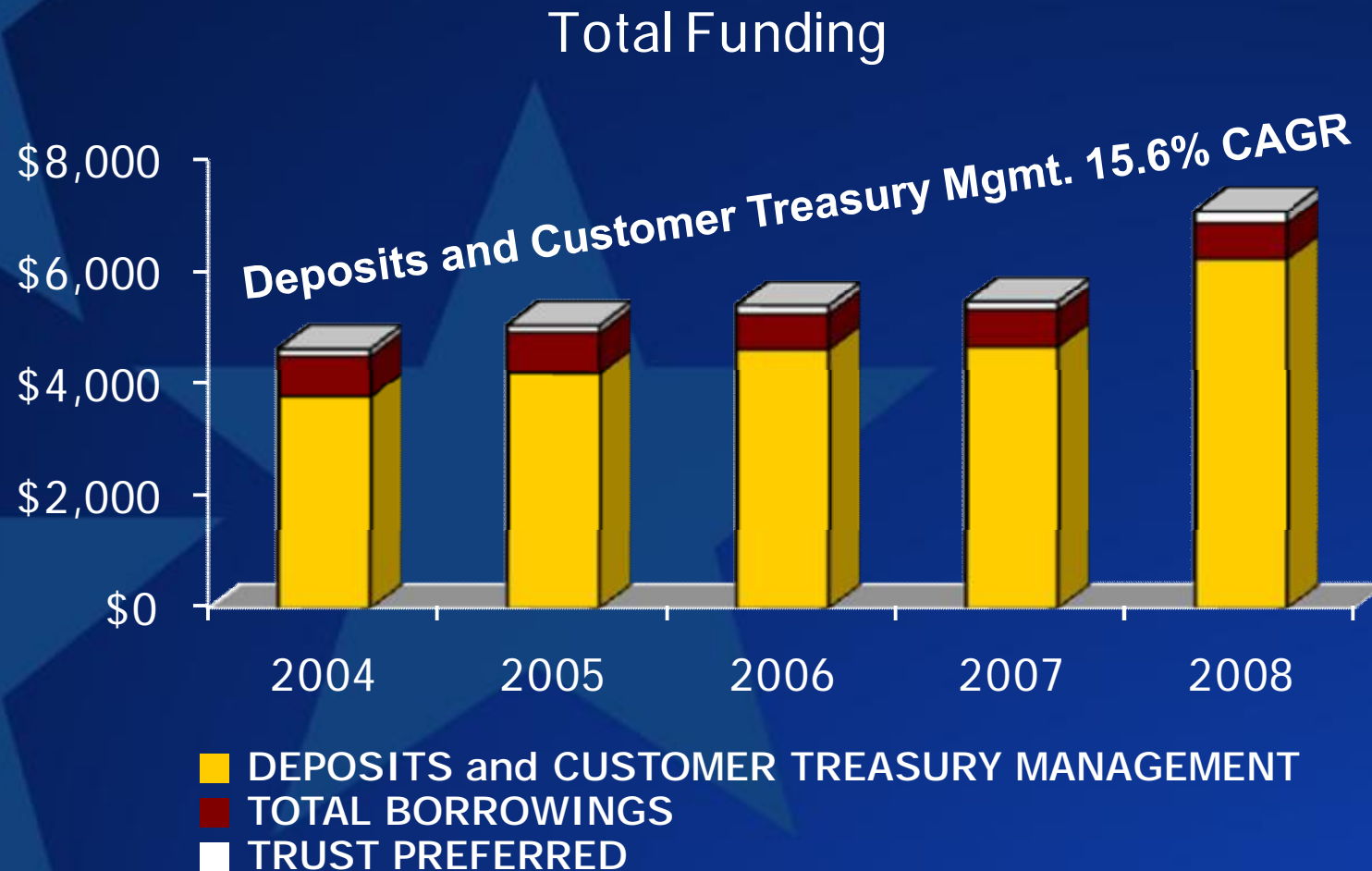
PROFILE OF FLORIDA LOANS

\$298.5 Million in Total Outstandings as of June 30, 2008



- LOW PERCENTAGE OF FNB'S TOTAL
Ø 5% OF F.N.B.'S TOTAL LOANS
- SOLID UNDERWRITING
Ø 66% WEIGHTED AVERAGE LOAN TO VALUE; MOST WITH PERSONAL GUARANTEES
- FOCUS SINCE Q3-07 HAS BEEN INCOME PRODUCING COMMERCIAL REAL ESTATE LOANS

INCREASING DEPOSIT FUNDING



Financial Information as of Year End, Except for June 30, 2008
 Average Deposits Grew 2.3%, on an organic basis, Q2-08 v. Q2-07



WEALTH MANAGEMENT

FIRST NATIONAL TRUST COMPANY

- OVER 70 YEARS MANAGING WEALTH
- \$2.4 BILLION UNDER MANAGEMENT

RETAIL INVESTMENTS

- DISCOUNT BROKERAGE
- ANNUITIES
- MUTUAL FUNDS

STRONG PERFORMANCE

- YTD-08 ROE 35.8%

As of June 30, 2008



INSURANCE

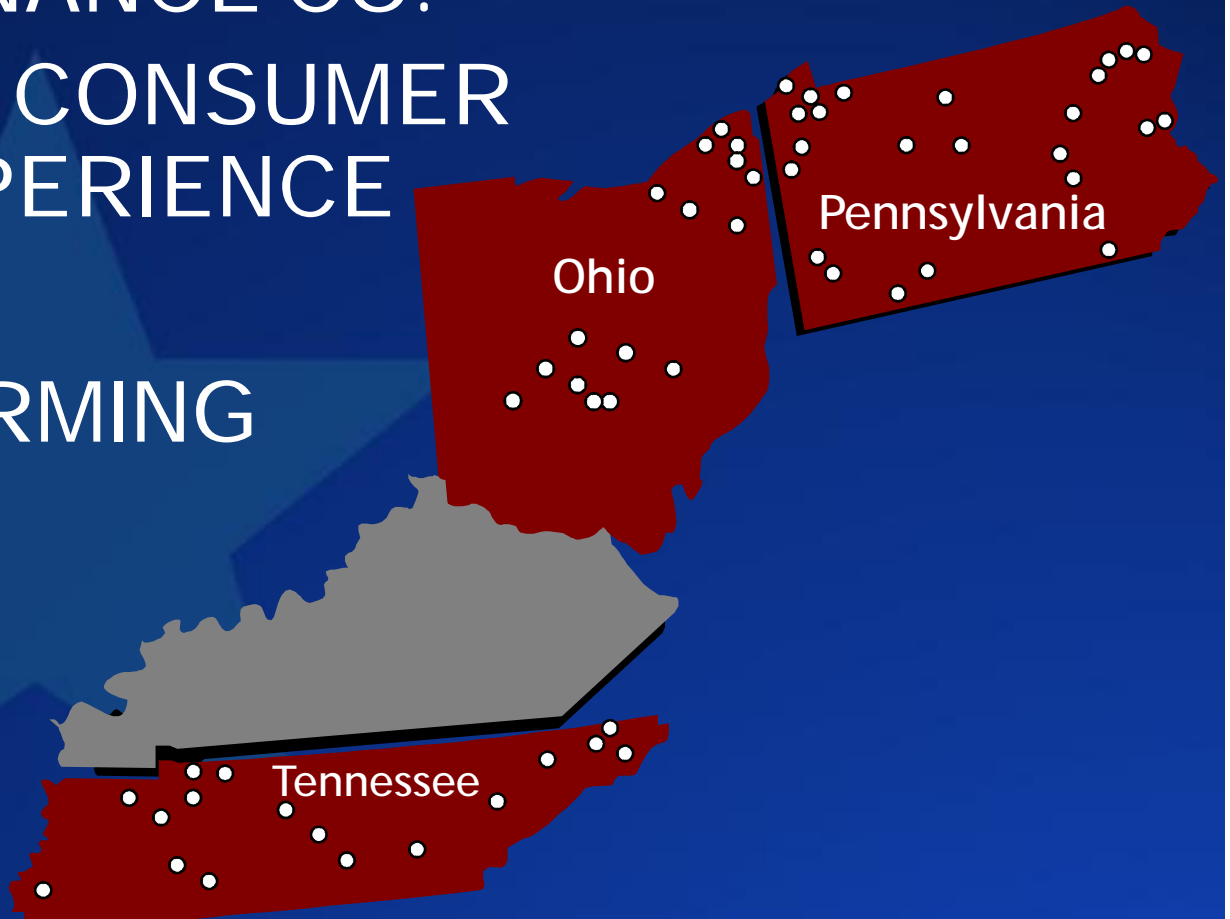
- PROPERTY, CASUALTY AND EMPLOYEE BENEFITS
- 6 OFFICES
- 70% COMMERCIAL, ACTIVELY PROVIDES CLIENTS WITH INSURANCE AND RISK MANAGEMENT SERVICES
- ANNUAL PREMIUMS OF \$97 MILLION

As of June 30, 2008

CONSUMER FINANCE

- REGENCY FINANCE CO.
- 80 YEARS OF CONSUMER LENDING EXPERIENCE
- 57 OFFICES
- HIGH PERFORMING AFFILIATE ¹:
 - 3.4% ROA
 - 36.4% ROE

1. YTD, as of June 30, 2008





MERCHANT BANKING

F.N.B. CAPITAL CORP.

- COMMENCED OPERATION IN THE FOURTH QUARTER OF 2005
- FOCUS ON COMMERCIAL FINANCE, CAPITAL INVESTMENT
- TOTAL OUTSTANDINGS \$15.4 MILLION
- COMPLETED 10 TRANSACTIONS

As of June 30, 2008



F.N.B. Corporation

BUSINESS STRATEGY

1. OPERATING STRATEGY

- MANAGE OUR BUSINESS FOR PROFITABILITY

2. EXPANSION STRATEGY

- EXPAND OUR FOOTPRINT WITH OPPORTUNISTIC ACQUISITIONS

3. CAPITAL MANAGEMENT STRATEGY

- EXCEED REGULATORY “WELL CAPITALIZED” MEASURES AND RETURN EXCESS CAPITAL TO SHAREHOLDERS IN THE FORM OF DIVIDENDS



OPERATING STRATEGY

- 1) OPERATE OUR BUSINESSES IN MARKETS THAT WE KNOW AND UNDERSTAND;
- 2) MAINTAIN A LOW RISK PROFILE;
- 3) DRIVE ORGANIC REVENUE GROWTH THROUGH RELATIONSHIP BANKING;
- 4) FUND LOAN GROWTH WITH CORE DEPOSITS;
- 5) TARGET A NEUTRAL ASSET - LIABILITY POSTURE TO MANAGE INTEREST RATE RISK;
- 6) BUILD OUR FEE INCOME SOURCES; AND
- 7) MAINTAIN RIGID CONTROL OF EXPENSES.



OPPORTUNISTIC EXPANSION

Acquired Business	Location	Strategic Accomplishment	Total Assets	Date Completed
Iron and Glass Bancorp, Inc.	Pittsburgh, PA	Extend Franchise to South Hills of Pittsburgh	\$300 mm	8/16/2008
Omega Financial Corporation	State College, PA	Faster growing Central PA Markets	\$1,789 mm	4/1/2008
Legacy Bank	Harrisburg, PA	Expanded Central/Eastern PA	\$375 mm	5/26/2006
Penn Group Insurance Inc.	Pittsburgh, PA	Expanded Insurance Fee Income and Employee Benefits	-	11/1/2005
North East Bancshares, Inc.	North East, PA	Less Expensive Than de novo	\$68 mm	10/7/2005
NSD Bancorp, Inc.	Pittsburgh, PA	Increased Presence in the North Hills of Pittsburgh	\$503 mm	2/18/2005
Slippery Rock Financial	Slippery Rock, PA	Faster Growing Western, PA Markets	\$335 mm	10/8/2004
Morrell Butz & Junker Inc.	Pittsburgh, PA	Grew Insurance Fee Income, Pittsburgh Presence; Strengthened Management	-	7/30/2004
8 TICO Credit offices	Various in Ohio	Expanded Ohio Consumer Finance Lending	\$10 mm Receivables	4/30/2004



F.N.B. Corporation

FINANCIALS



YEAR-TO-DATE RESULTS

<u>SUMMARY</u>	<u>SIX-MONTHS 2007</u>	<u>SIX-MONTHS 2008</u>
NET INTEREST MARGIN ⁽¹⁾ :	3.73%	3.83%
EARNING ASSETS (\$ MIL.):	\$5,336.9	\$6,916.4
ALL / TOTAL LOANS:	1.19%	1.28%
EFFICIENCY RATIO ^(1, 2) :	58.3%	62.3%
EPS ^(1, 2) :	\$0.58	\$0.42
RETURN ON TANGIBLE EQUITY ^(1, 2) :	26.8%	18.3%
TANGIBLE EQUITY / TANGIBLE ASSETS:	4.74%	5.21%

(1) Results for the six months ended June 30, 2007 include \$0.01 P/S of non-accrual interest income.

(2) Results for the six-months ended June 30, 2008 include \$0.11 P/S for an additional provision for loan losses, one-time merger expenses, charges related to lower bank stock values and expenses associated with the retirement of one of the Corporation's executives. Expense efficiencies for the Omega Financial merger are expected to be achieved in Q3-08. The charges were partially offset by a \$0.01 P/S gain related to the VISA IPO.



HIGH PERFORMING RESULTS

<u>PERFORMANCE MEASURES</u>	<u>FNB YTD 2008</u>	<u>Regional Peers YTD 2008</u>
RETURN ON TANGIBLE EQUITY	18.3%	14.9%
RETURN ON TANGIBLE ASSETS	0.98%	0.96%
RETURN ON EQUITY	8.4%	8.8%
RETURN ON ASSETS	0.88%	0.89%

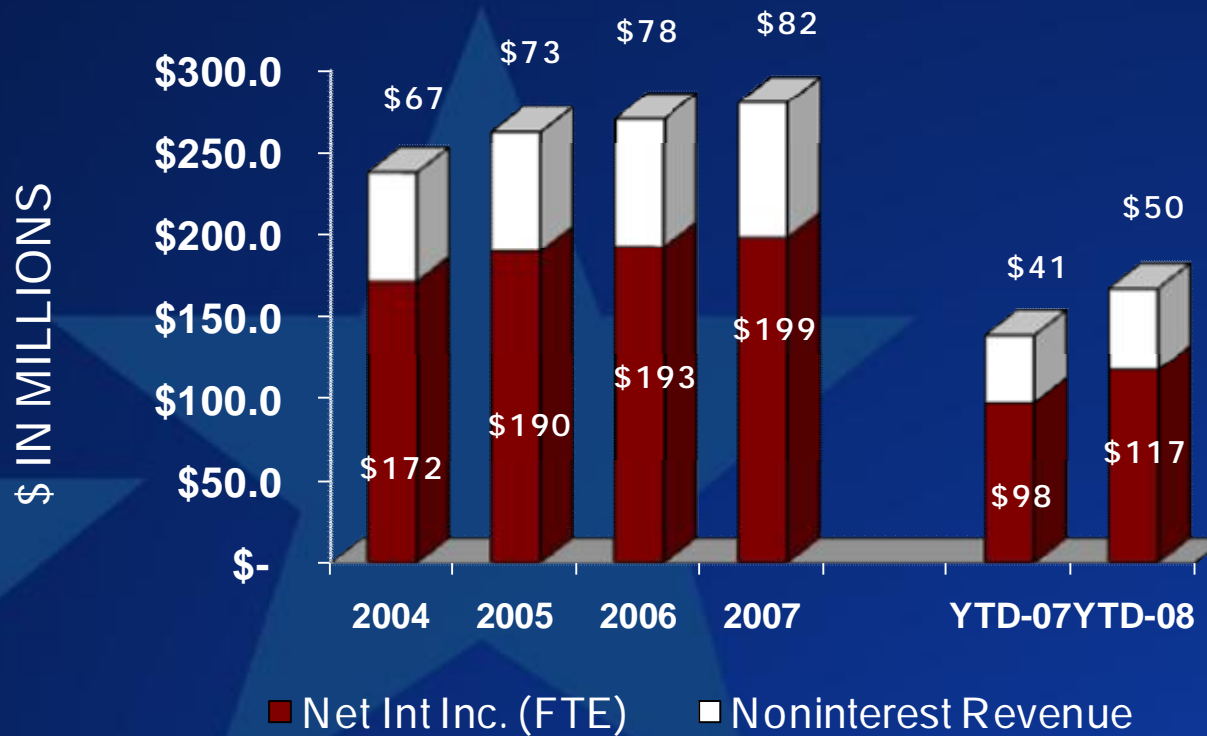
See Appendix for listing of Regional Peer Group

YTD is Six Months Ending June 30

FNB's results for the six-months ended June 30, 2008 include \$0.11 P/S for an additional provision for loan losses, one-time merger expenses, charges related to lower bank stock values and expenses associated with the retirement of one of the Corporation's executives. Expense efficiencies for the Omega Financial merger are expected to be achieved in Q3-08. The charges were partially offset by a \$0.01 P/S gain related the VISA IPO.

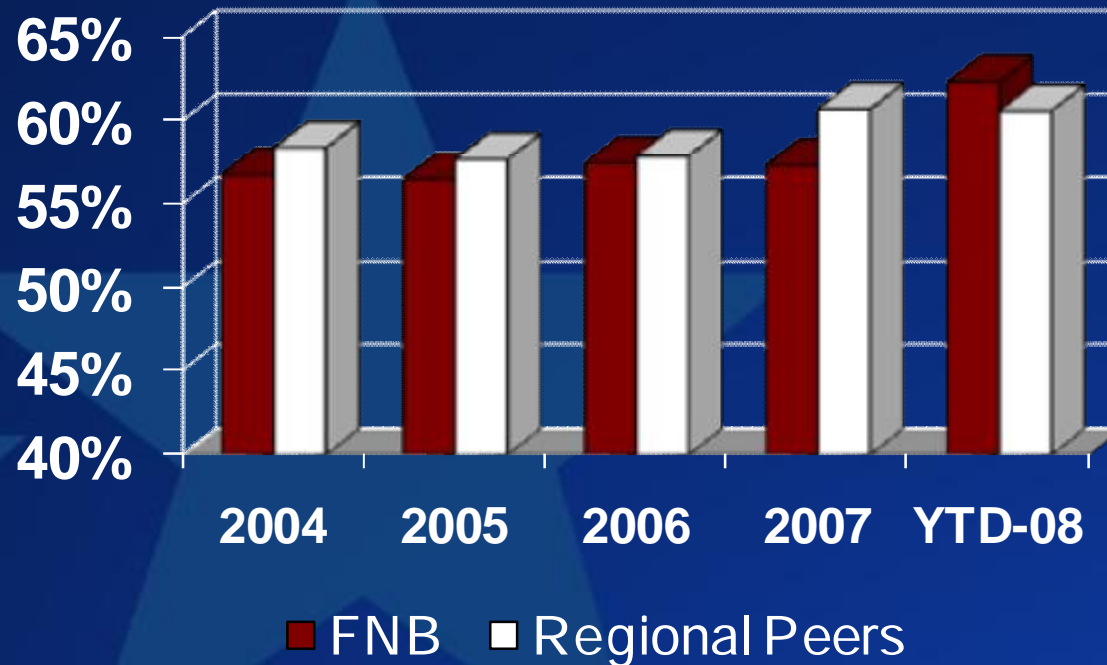


GROWTH IN REVENUE



See Appendix for Reconciliation of FNB's Core Revenue
 Financial Information as of Year End. YTD is Six Months Ending June 30

EFFICIENCY RATIO



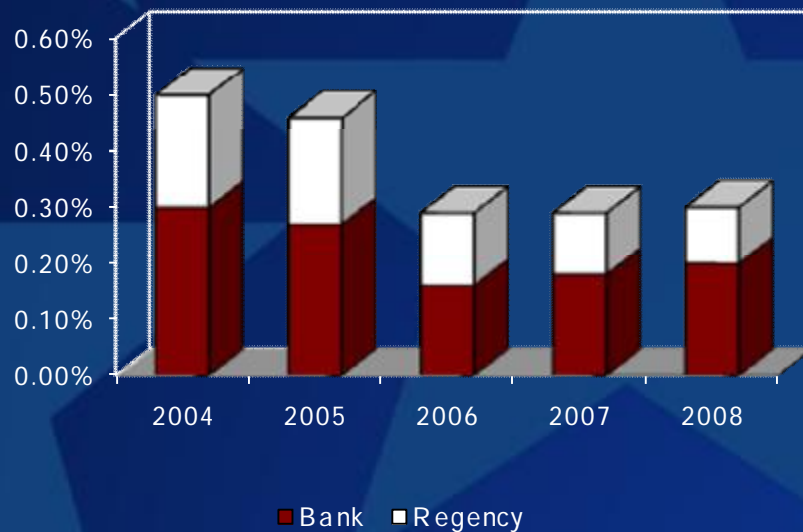
See Appendix for listing of FNB's Regional Peer Group

Financial Information as of Year End. YTD is Six Months Ending June 30

Merger-related and retirement costs negatively impacted FNB's efficiency ratio by 500 basis points in the second quarter of 2008.

LOW RISK PROFILE

NCOs % of AVERAGE LOANS



RESERVES % of TOTAL LOANS
NPAs % of TOTAL LOANS + OREO



Financial Information as of Year End, Except for June 30, 2008



LOW RISK PROFILE



RATE SENSITIVITY CHG. IN NET INTEREST INCOME

	RATE RAMPS	RATE SHOCKS
+100 BPS	(0.3%)	(0.2%)
-100 BPS	+0.3%	(1.9%)

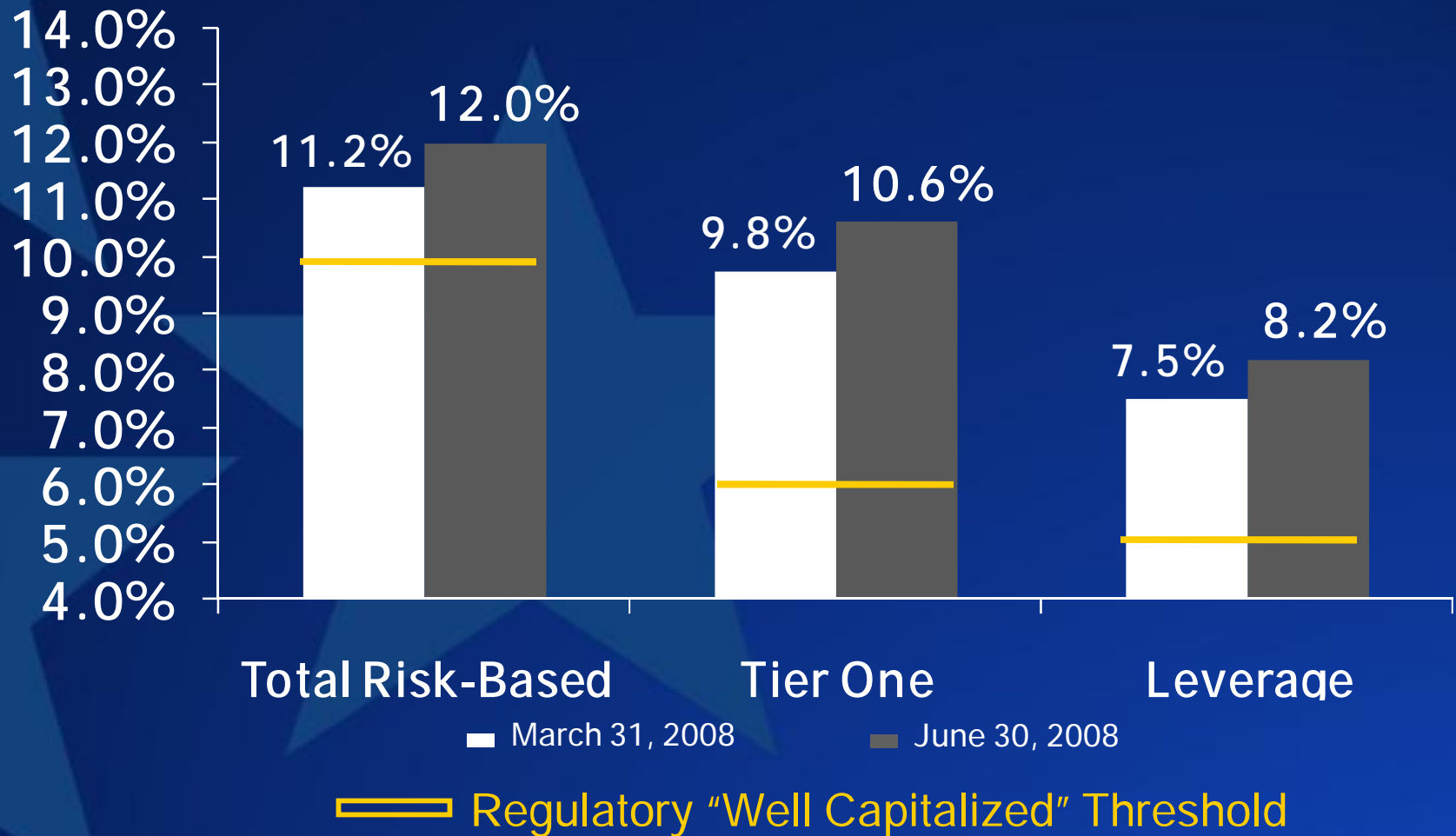
1 YEAR RSA / RSL

INTEREST RATE RISK

As of June 30, 2008



CAPITAL EXCEEDS REGULATORY STANDARDS





F.N.B. Corporation

INVESTMENT THESIS

CREATING VALUE

- § EXPERIENCED LEADERSHIP
- § DIVERSE REVENUE SOURCES
- § HIGH PERFORMING RESULTS
- § LOW RISK PROFILE
- § SENSIBLE EXPANSION STRATEGY
- § SUSTAINABLE, HIGH CASH DIVIDEND PAYOUT



VALUE CREATION TARGETS

EPS GROWTH 5-6%

DIVIDEND YIELD 4-6%

PAYOUT RATIO 65-75%

= SHAREHOLDER RETURN 9-12%



SHAREHOLDER DIVIDENDS

35 CONSECUTIVE YEARS



FNB

INCREASED DIVIDENDS



FAVORABLE COMPARISON IN A DIFFICULT MARKET

	Current Dividend Yield	P/E 2009 (E)	3-Year Total Return
F.N.B. Corporation	8.2%	10.2x	(23.2%)
Regional Peers (12)	5.0%	12.3x	(23.5%)
National Peers (62)	3.3%	13.0x	(26.2%)

Prices as of August 26, 2008, P/E is based upon the average FirstCall Earnings Estimate
 See Appendix for Listing of Regional Peers
 National Peer Group is Commercial Banks with \$4-\$16 Billion in Total Assets

THANK YOU



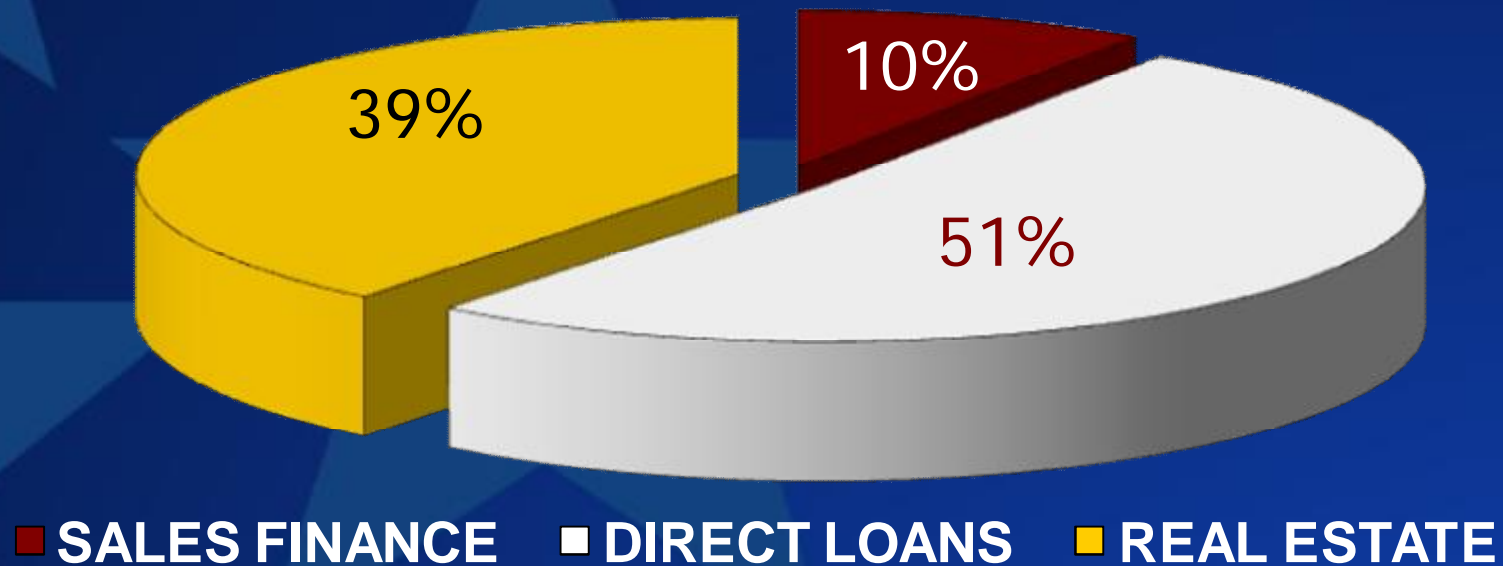


F.N.B. Corporation

APPENDIX

REGENCY FINANCE LOAN PORTFOLIO

TOTAL LOANS - \$150.6 MILLION
86% OF REAL ESTATE LOANS ARE FIRST MORTGAGES



As of June 30, 2008



NON-GAAP RECONCILIATION (DOLLARS IN THOUSANDS)

Core revenue reflects net interest income, on a tax-equivalent basis, and non-interest income, each of which is adjusted to exclude the effect of certain gains and losses that management does not expect to recur. Management believes that core revenue assists the investor in understanding the impact of non-core adjustments on reported results. These non-GAAP measures should not be considered a substitute for GAAP basis measures and results.

	Full Year Ended December 31,				Six Months Ended June 30,	
	2004	2005	2006	2007	2007	2008
Net Interest Income (FTE), as reported	\$ 171,613	\$ 190,163	\$ 192,771	\$ 199,495	\$ 98,556	\$ 117,393
Non-accrual Interest				(757)	(757)	
Net Interest Income, excluding non-recurring items	\$ 171,613	\$ 190,163	\$ 192,771	\$ 198,738	\$ 97,799	\$ 117,393
Non-interest Income, as reported	77,326	57,807	79,275	81,609	41,292	49,624
Adjustments, pre-tax						
Gain on Sale of Branches	(4,135)	-	-	-	-	-
Loss on Sale of Property (NE Headquarters)	-	-	-	475	-	-
Sun Bancorp Servicing Early Termination Fee	(3,955)	-	-	-	-	-
Gain on Sun Bancorp Stock	(2,189)	-	-	-	-	-
Sun Bancorp Equity Earnings	(490)	-	-	-	-	-
Infinitech	(912)	-	-	-	-	-
SOP 03-3 Loan Recovery	-	-	(894)	-	-	-
Loss on Sale of Securities	1,020	15,260	-	-	-	456
Malta Loss	-	-	-	-	-	421
Visa Gain	-	-	-	-	-	(696)
Non-interest Income, excluding non-recurring items	66,665	73,067	78,381	82,084	41,292	49,805
Total Revenue, excluding non-recurring items	\$ 238,278	\$ 263,230	\$ 271,152	\$ 280,822	\$ 139,091	\$ 167,198



REGIONAL PEER GROUP

<u>Company</u>	<u>Tkr</u>	<u>State</u>
Citizens Republic Bancorp, Inc.	CRBC	MI
First Commonwealth Financial Corporation	FCF	PA
First Financial Bancorp.	FFBC	OH
FirstMerit Corporation	FMER	OH
Fulton Financial Corporation	FULT	PA
Harleysville National Corporation	HNBC	PA
National Penn Bancshares, Inc.	NPBC	PA
Park National Corporation	PRK	OH
S&T Bancorp, Inc.	STBA	PA
Susquehanna Bancshares, Inc.	SUSQ	PA
United Bankshares, Inc.	UBSI	WV
WesBanco, Inc.	WSBC	WV