

# Welcome

Annual Shareholder Meeting

May 20, 2009

# STEVE GURGOVITS



Chairman,  
President & C.E.O.  
F.N.B. Corporation



35<sup>th</sup>  
ANNUAL  
SHAREHOLDERS  
MEETING

# FORWARD-LOOKING STATEMENTS



FORWARD-LOOKING STATEMENTS: This presentation contains certain “forward-looking statements” relating to present or future trends or factors affecting the financial services industry and specifically the operations, markets and products of F.N.B. Corporation. These statements identified by words such as “believes”, “expects”, “projects”, “anticipates”, and similar expressions, are forward-looking statements within the meaning of the “safe harbor” provisions of the Private Securities Litigation Reform Act. Actual results could differ from those projected. F.N.B. undertakes no obligation to release revisions to these statements or to reflect events or circumstances after the date of this presentation.

**BRIAN LILLY**



**Chief Financial Officer  
F.N.B. Corporation**



DAVID MOGLE



Corporate Secretary  
F.N.B. Corporation



# AGENDA



- Official Business Matters
- C.E.O. Comments
- C.F.O. Comments
- Questions & Answers
- Refreshments

# SECRETARY'S REPORT



- Notice Mailed April 3, 2009
- Quorum
- 2008 Annual Meeting Minutes



# Election Of Directors

# NOMINEES



Philip Gingerich  
Robert Goldstein  
David Malone  
Arthur Rooney, II  
William Strimbu

# F.N.B. DIRECTORS



William Campbell

Henry Ekker

Dawne Hickton

Stephen Martz

Peter Mortensen

# F.N.B. DIRECTORS



Harry Radcliffe

John Rose

Stanton Sheetz

Earl Wahl

# ACCOUNTING FIRM



# Ratification of Ernst & Young, L.L.P. Appointment

# ADVISORY VOTE



# Overall Executive Compensation Policies and Procedures

# JUDGES OF ELECTION



Jennifer DeFazio

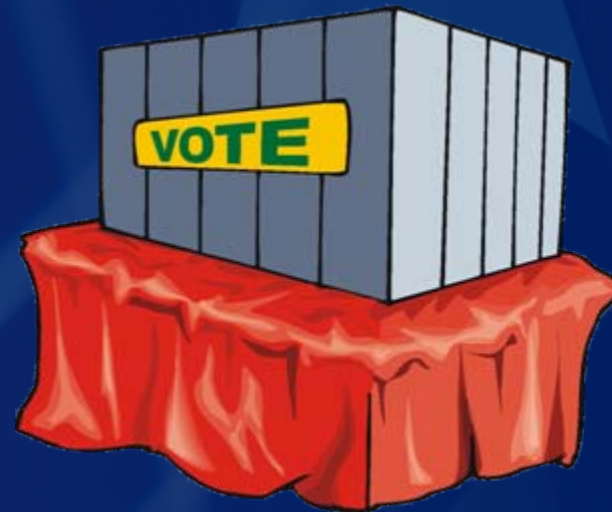
Craig Stover

Debbie Yuran

# ELECTION OF DIRECTORS



# VOTING





# C.E.O. Comments

# 2008 OVERVIEW



- Financial Market Collapsed -  
World Wide Liquidity Crisis
  - Sub Prime
  - Freddie & Fannie Preferred Stock
  - Poor Economy
    - Florida Real Estate

# NOVEMBER-2009 OUTLOOK



- Severe Recession
- Florida Real Estate
- Liquidity - King
- Capital - Queen

# ACTIONS



- Capital Purchase Program Funds as Insurance
- Dividend Reduction to Retain Capital

# OTHER EVENTS



- Omega Financial Corporation Merger
- Iron and Glass Bancorp, Inc. Merger
- Competitive Landscape

# C.F.O. Comments

# 2008 Financial Review

# 2008 GROWTH



## Year End Assets



## Year End Deposits



## Year End Loans



Growing the business into attractive markets  
and winning customers



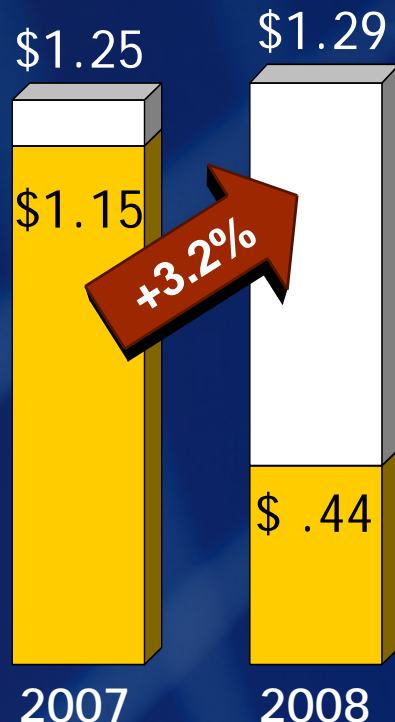
# 2008 FINANCIAL RESULTS



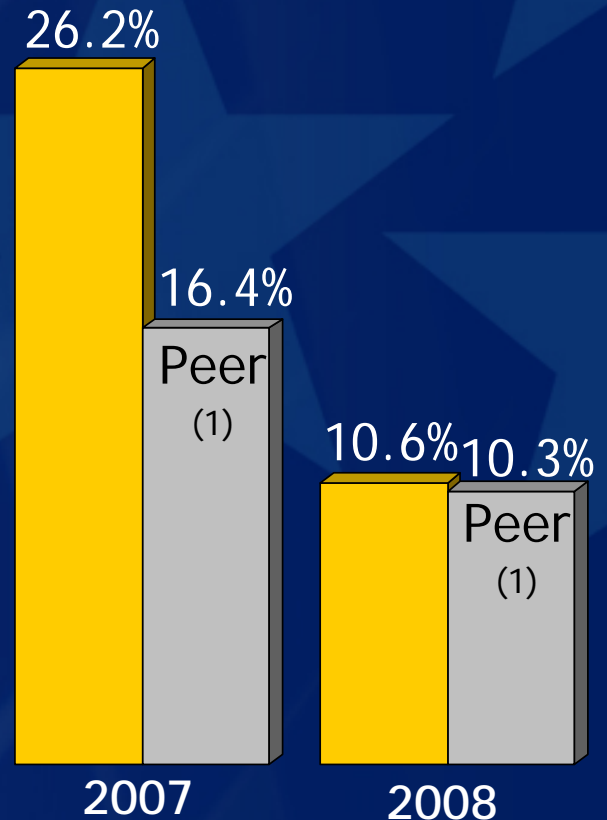
Earnings Per Share



Pre Credit, Impairment and M&A Costs Earnings Per Share



Return on Tangible Common Equity



(1) Represents the median for 27 companies in the Mid West and Mid Atlantic ranging in size between \$4 and \$16 billion

# First Quarter 2009 Financial Review

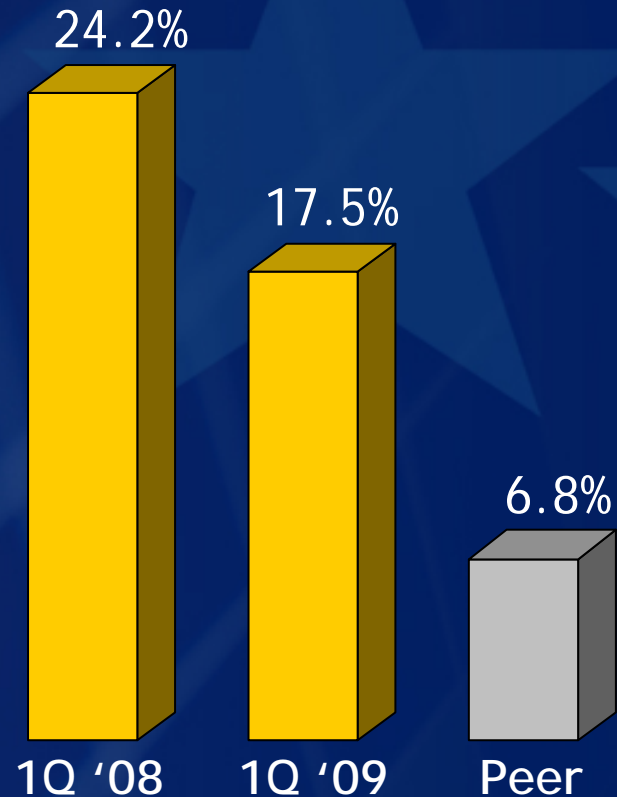
# FIRST QUARTER 2009



## Earnings Per Share



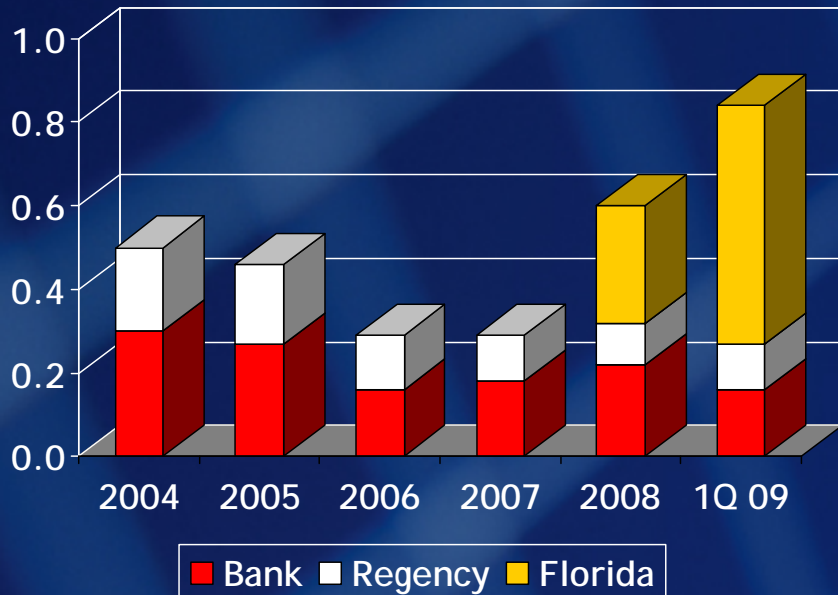
## Return on Tangible Common Equity



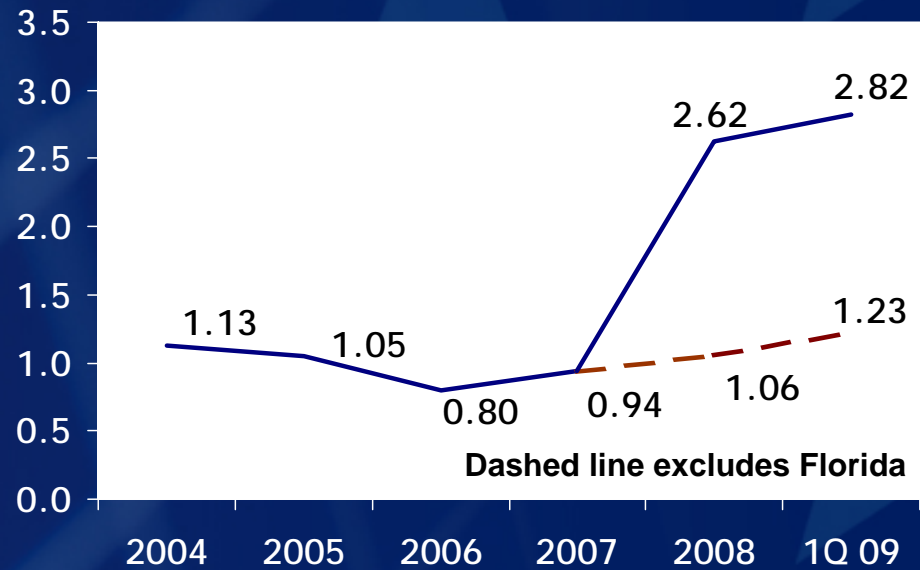
# CREDIT QUALITY



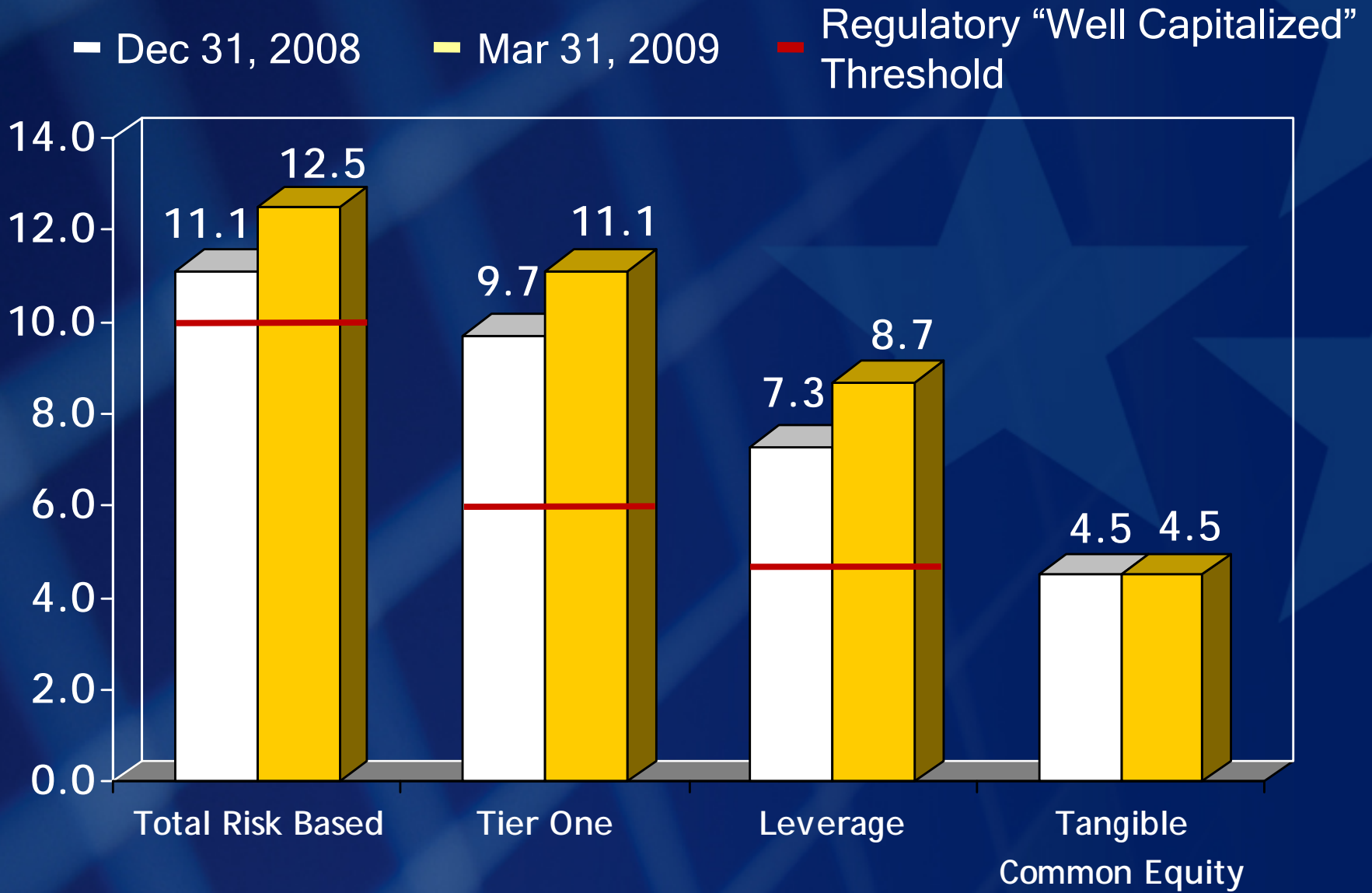
### NCOs % of Average Loans



### NPLs and OREO as % of Total Loans + OREO



# WELL CAPITALIZED



# Total Shareholder Return

# TOTAL SHAREHOLDER RETURN

Cumulative Returns 2004 Through 2008



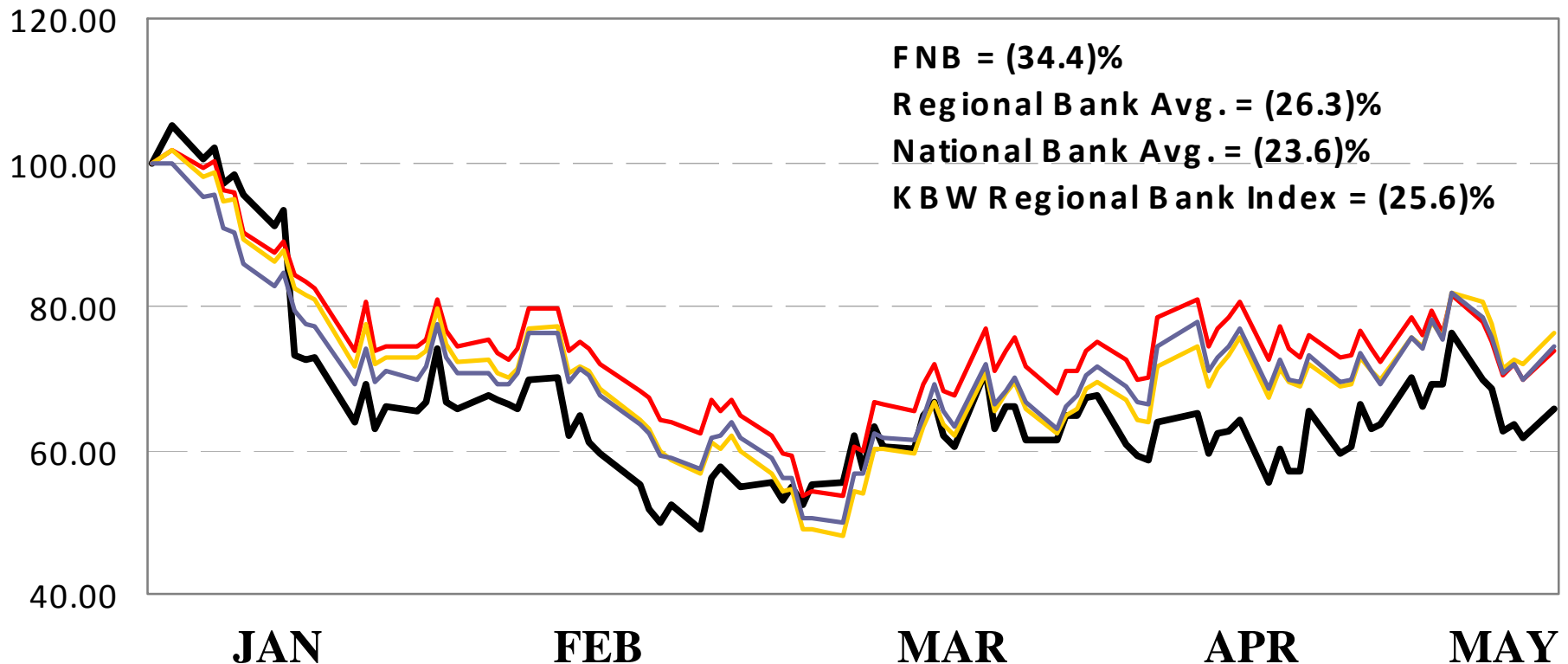
	1-Year '08	3-Year '06 - '08	5-Year '04 - '08
F.N.B. Corporation	(3.7)%	(7.5)%	(4.8)%
Regional Peers (27) Median F.N.B. Percentile Rank	(4.3)% 54th	(10.4)% 54th	(7.2)% 54th
National Peers (59) Median F.N.B. Percentile Rank	(8.6)% 57th	(24.0)% 75th	(12.1)% 60th

# TOTAL SHAREHOLDER RETURN

## Year-To-Date May 18, 2009



— FNB — Regional Bank Peers — National Bank Peers — KBW Regional Index





# Voting Results

# CONGRATULATIONS



Philip Gingerich

Robert Goldstein

David Malone

Arthur Rooney, II

William Strimbu

# ACCOUNTING FIRM



Ernst & Young, L.L.P.  
Appointment  
Ratified

# ADVISORY VOTE



# Overall Executive Compensation Policies and Procedures Approved

# BUSINESS CONCLUDED

# CASH DIVIDEND



\$0.12  
Per Share



# Questions and Answers

# Thank You For Attending