

# WELCOME

Annual Shareholders' Meeting

May 18, 2011

# WILLIAM B. CAMPBELL



## Chairman F.N.B. Corporation



# 37th 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.

# STEVE GURGOVITS



C.E.O.  
F.N.B. Corporation



DAVID MOGLE



# Corporate Secretary F.N.B. Corporation



# AGENDA



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

# SECRETARY'S REPORT



- Notice Mailed March 30, 2011
- Quorum
- 2010 Annual Meeting Minutes

# ELECTION OF DIRECTORS

# NOMINEES



William Campbell  
Henry Ekker  
Philip Gingerich  
Robert Goldstein  
Stephen Gurgovits  
Dawne Hickton  
David Malone

# NOMINEES



Stephen Martz  
Harry Radcliffe  
Arthur Rooney, II  
John Rose  
Stanton Sheetz  
William Strimbu  
Earl Wahl

# ADVISORY PROPOSAL



## Named Executive Officer Compensation

# ADVISORY PROPOSAL



## Frequency of Shareholder Votes on Named Executive Officer Compensation

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

# INCENTIVE COMPENSATION



## Amendment of 2007 Incentive Compensation Plan

# JUDGES OF ELECTION



Jennifer Atkins

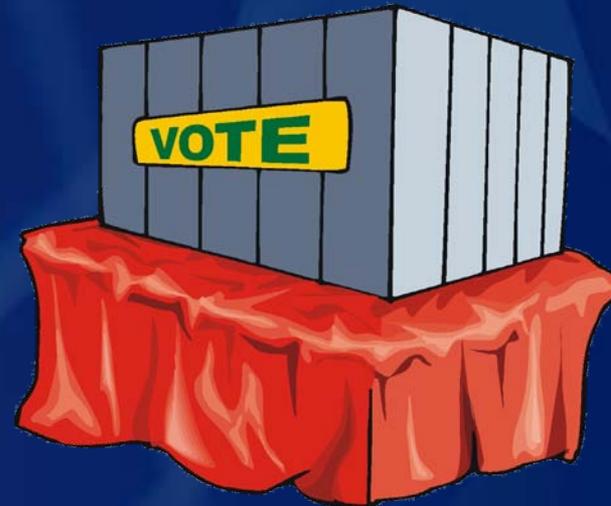
Craig Stover

Debbie Yuran

# ELECTION OF DIRECTORS



# VOTING



# C.E.O. COMMENTS

# Introductions

# VINCE DELIE



## President F.N.B. Corporation



# BRIAN LILLY



## Vice Chairman and Chief Operating Officer F.N.B. Corporation



# VINCE CALABRESE



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



# GARY GUERRIERI



## Chief Credit Officer F.N.B. Corporation



# JOHN WILLIAMS



President  
First National Bank  
of Pennsylvania



# 2010 REVIEW

# 2010 FINANCIAL RESULTS



- Net Income of \$74.7 Million
  - \$0.65 per Diluted Share
  - More than double 2009 results
- Generated total shareholder return of 53.4%

# 2010 PEER COMPARISONS - PROFITABILITY



	<u>Peer Median</u>	<u>FNB</u>	<u>FNB Percentile Rank</u>
Return on Tangible Assets	0.57%	0.95%	74%
Return on Tangible Common Equity	7.34%	16.02%	96%

# 2010 PEER COMPARISONS - OPERATING RATIOS



	<u>Peer Median</u>	<u>FNB</u>	<u>FNB Percentile Rank</u>
Loan Growth YOY Change	(0.9)%	4.1%	83%
Deposit Growth YOY Change	1.0%	4.2%	65%
Net Interest Margin	3.71%	3.77%	52%

# BUSINESS ACCOMPLISHMENTS

# ORGANIC GROWTH OPPORTUNITY



## Counties of Operation

Rank	Institution	Branch Count	Total Deposits in Market (\$000)	Total Market Share (%)
1	PNC Financial Services Group Inc.	341	45,093,569	31.65
2	Royal Bank of Scotland Group Plc	216	9,970,789	7.00
3	F.N.B. Corp.	249	7,149,088	5.02
4	M&T Bank Corp.	124	5,667,789	3.98
5	Huntington Bancshares Inc.	104	5,222,586	3.67
6	First Commonwealth Financial Corp.	104	4,164,090	2.92
7	Wells Fargo & Co.	46	3,714,419	2.61
8	First Niagara Financial Group Inc.	65	3,454,325	2.42
9	Dollar Bank Federal Savings Bank	40	3,241,899	2.28
10	Northwest Bancshares Inc.	90	2,970,112	2.08
	Total (1-152)	2,643	142,471,190	100.00

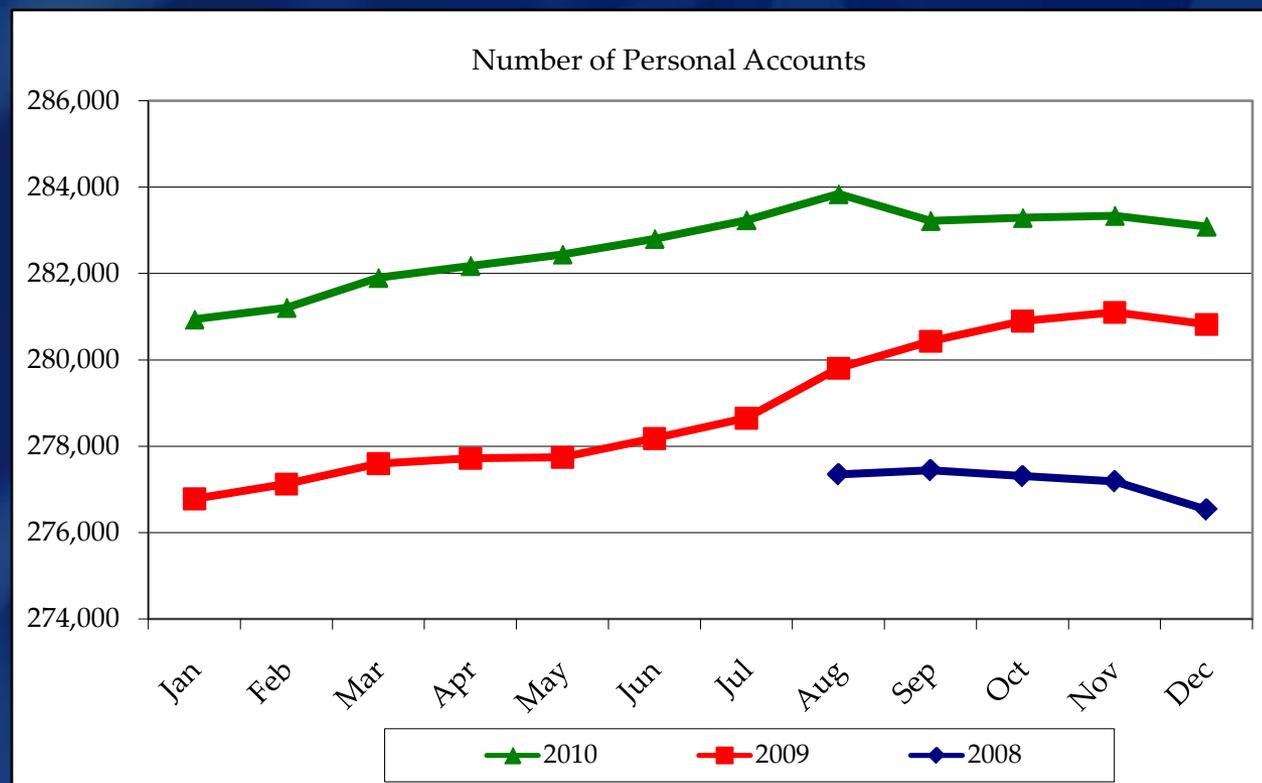
# PERSONAL DEPOSIT ACCOUNTS



## Year over Year:

- The number of accounts has increased by 2,265 or 1%
- Balances increased by \$59 million or 5%
- Balances per account have increased by 4%

## Personal Accounts (includes DDA & Interest Checking)

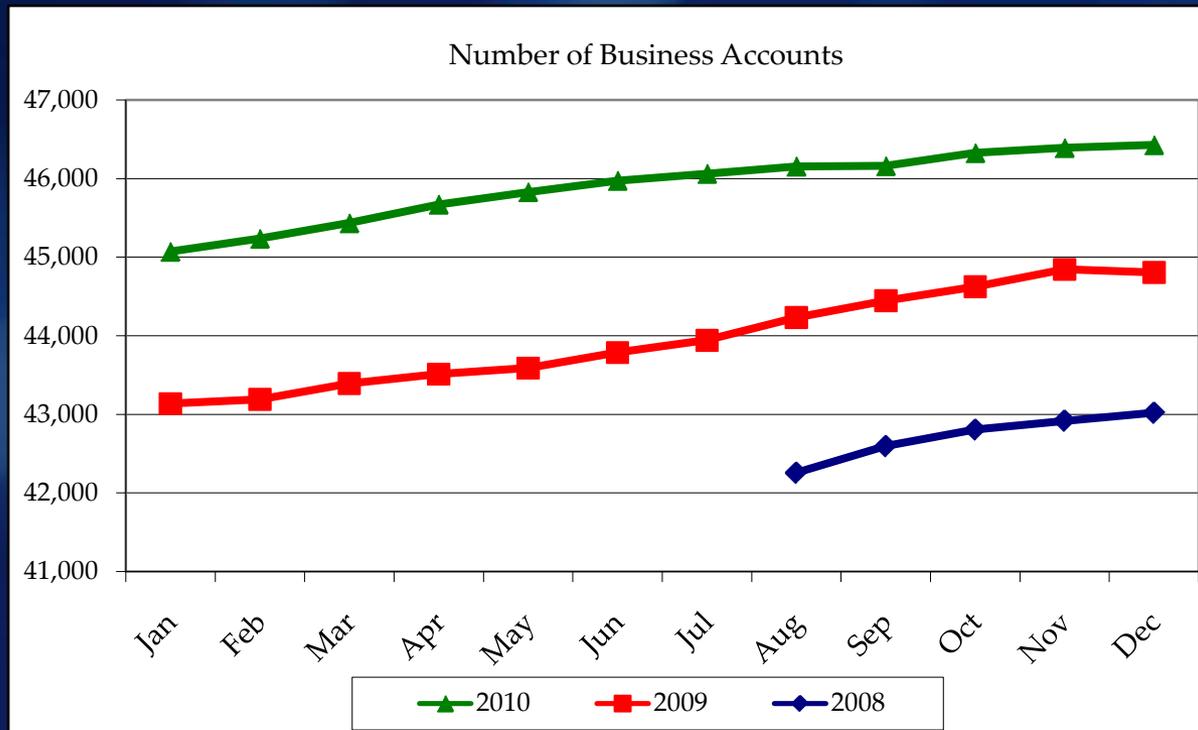


# BUSINESS DEPOSIT ACCOUNTS



## Business Accounts

(includes DDA, Interest Checking, & Gov't)



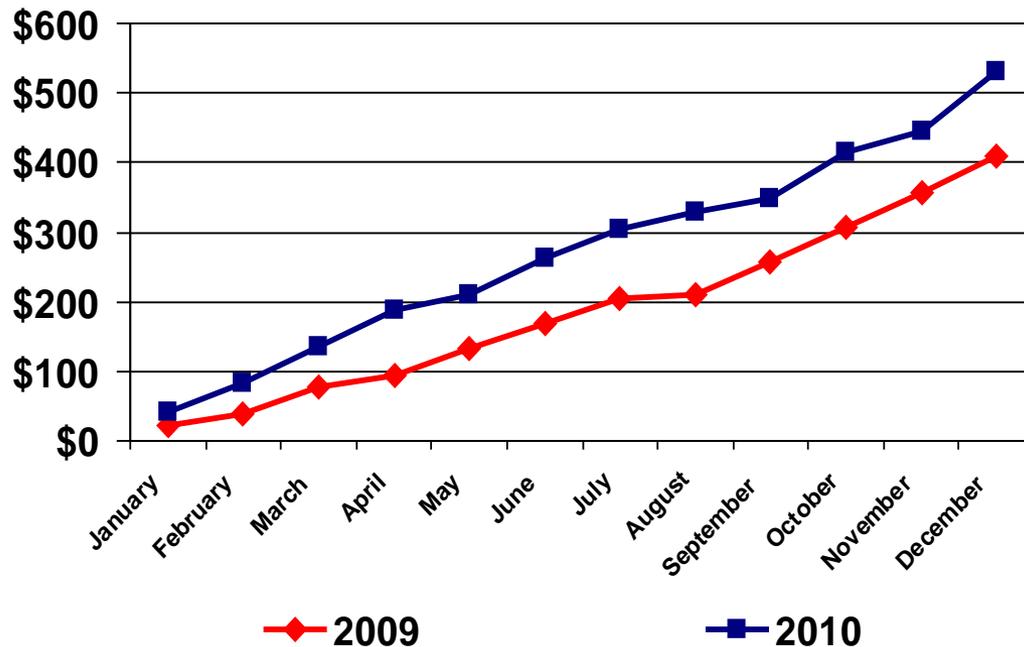
## Year over Year:

- The number of accounts has increased by 1,622 or 4%
- Balances increased by \$122 million or 11%
- Balances per account have increased by 7%

# COMMERCIAL RELATIONSHIPS



## Significant New Commercial Relationships



(\$ millions)	<u>2010</u>	<u>2009</u>
Commercial Commitments	\$530.6	\$408.3
Loan and Fee Income	\$17.4	\$12.3

# SIGNIFICANT ACCOMPLISHMENTS



- Doubled earnings
- Built momentum growing loans every quarter
- Expanded franchise into Northeast Pennsylvania

# FIRST QUARTER 2011 FINANCIAL REVIEW

# OPERATING RESULTS



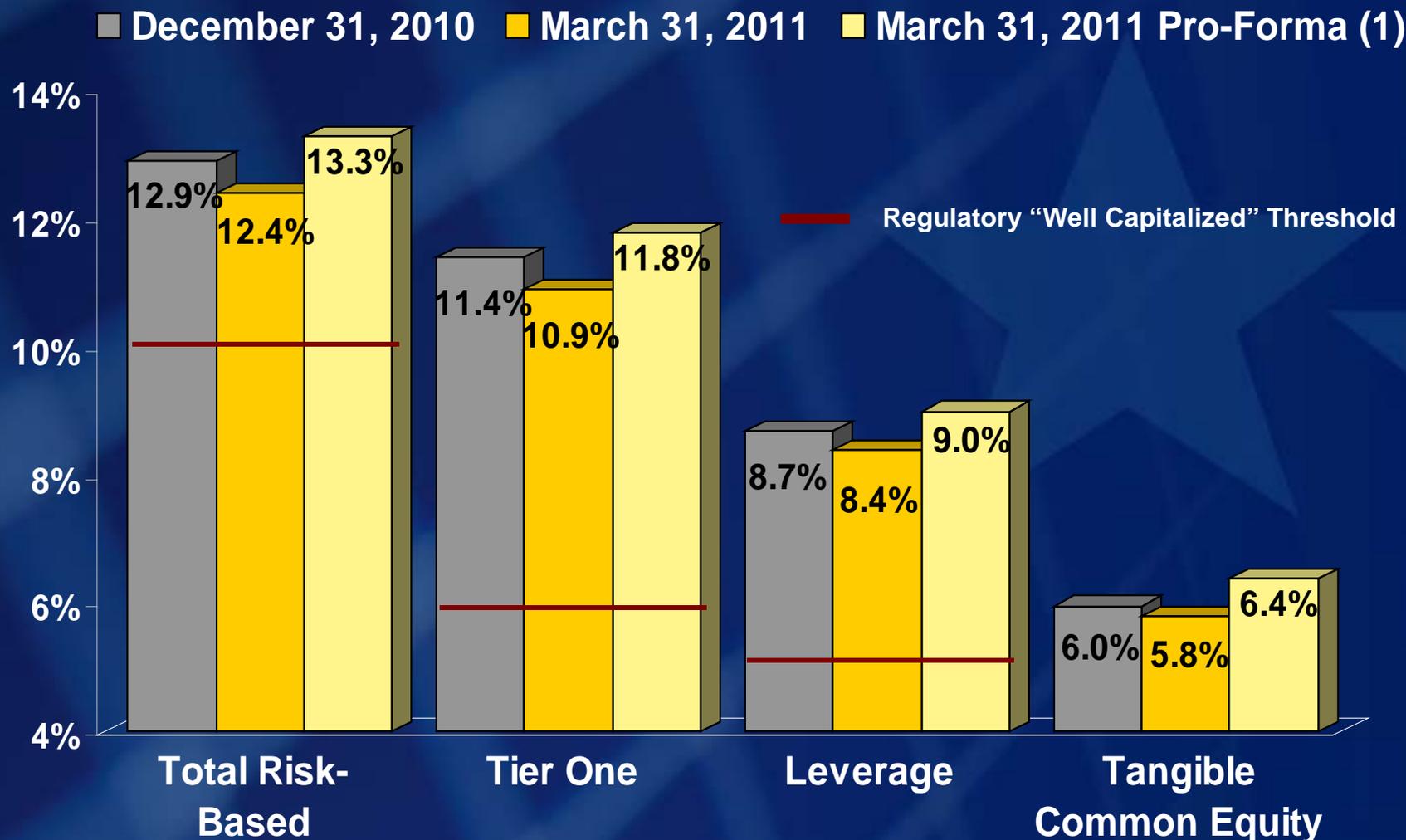
	<u>1Q11</u>	<u>4Q10</u>	<u>1Q10</u>
Total Loan Growth	5.5%	3.1%	0.9%
Pennsylvania Commercial Loan Growth	10.7%	2.5%	6.3%
Total Deposit and Customer Repurchase Agreements Growth	1.0%	4.5%	9.4%
Transaction Deposits and Customer Repurchase Agreements Growth	4.3%	9.7%	12.8%
Net Interest Margin	3.81%	3.77%	3.74%

# OPERATING RESULTS



	<u>1Q11</u>	<u>4Q10</u>	<u>1Q10</u>
Earnings per Common Share			
Adjusted	\$0.16	\$0.15	\$0.14
Reported	\$0.14	\$0.21	\$0.14
Return on Tangible Equity (Adjusted)	15.97%	14.20%	14.43%
Return on Tangible Assets (Adjusted)	0.94%	0.85%	0.85%

# WELL CAPITALIZED



(1) Reflects common stock offering of 6.0375 million shares completed May 18, 2011

# SHAREHOLDER RETURN

# DIVIDEND YIELD



As of  
May 13, 2011

F.N.B. Corporation

4.47%

Regional Peers (32) Median

1.36%

**F.N.B. Percentile Rank**

**91<sup>st</sup>**

National Peers (67) Median

1.41%

**F.N.B. Percentile Rank**

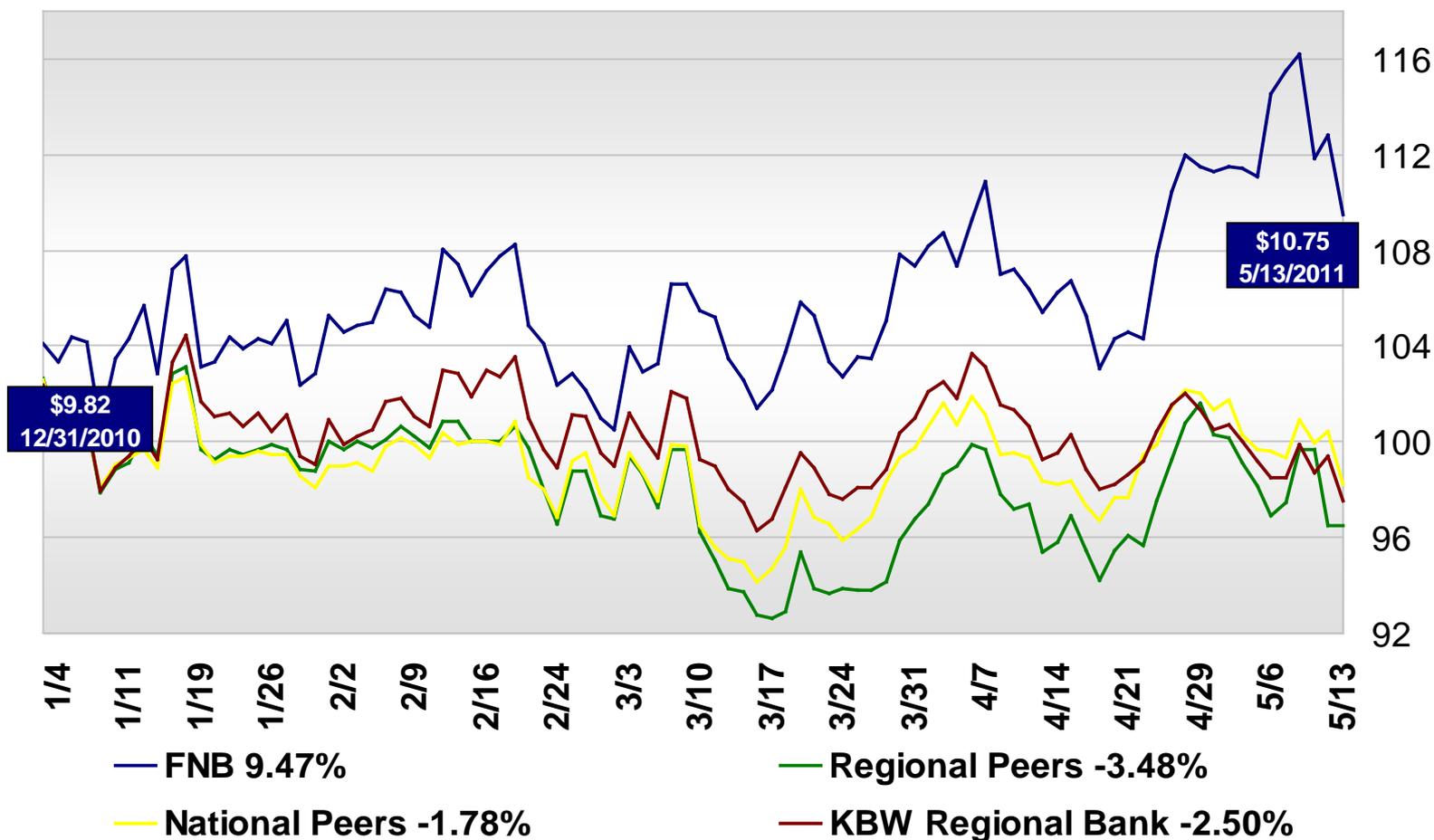
**94<sup>th</sup>**

# 2011 STOCK PERFORMANCE



## Stock Performance Year-to-Date 2011 - May 13, 2011

(Indexed to 100 on December 31, 2010)



# TOTAL SHAREHOLDER RETURN



	Year-To-Date	
	<u>May 13, 2011</u>	<u>2010</u>
F.N.B. Corporation	10.8%	53.4%
Regional Peers (32) Median	-1.5%	21.5%
<b>F.N.B. Percentile Rank</b>	<b>94<sup>th</sup></b>	<b>81<sup>st</sup></b>
National Peers (67) Median	-0.6%	13.9%
<b>F.N.B. Percentile Rank</b>	<b>85<sup>th</sup></b>	<b>85<sup>th</sup></b>
Pennsylvania Peers (15) Median	-7.4%	19.5%
<b>F.N.B. Percentile Rank</b>	<b>87<sup>th</sup></b>	<b>80<sup>th</sup></b>
Ohio Peers (9) Median	-6.5%	31.1%
<b>F.N.B. Percentile Rank</b>	<b>89<sup>th</sup></b>	<b>67<sup>th</sup></b>

# Breaking News . . . .

## Standard & Poor's

# VOTING RESULTS

# CONGRATULATIONS



William Campbell  
Henry Ekker  
Philip Gingerich  
Robert Goldstein  
Stephen Gurgovits  
Dawne Hickton  
David Malone

# CONGRATULATIONS



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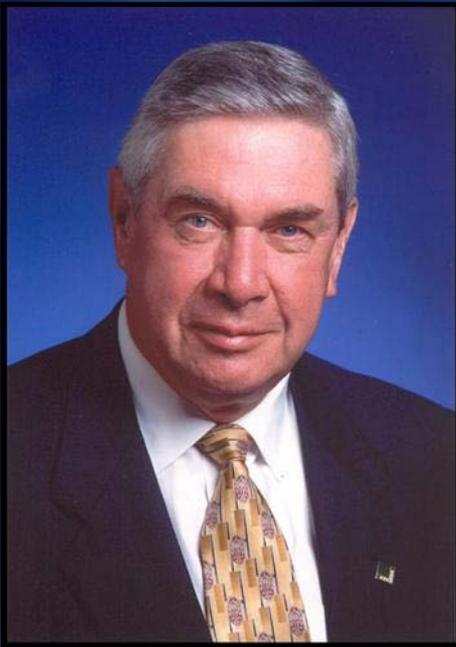
## Amendment of 2007 Incentive Compensation Plan

# BUSINESS CONCLUDED

# SPECIAL PRESENTATION



## Peter Mortensen



# STEVE GURGOVITS



C.E.O.  
F.N.B. Corporation



# CASH DIVIDEND



\$0.12  
Per Share



# QUESTIONS AND ANSWERS

THANK YOU  
FOR ATTENDING