

# FNB Corporation

Investor Presentation  
Second Quarter 2017  
August 2017



F.N.B. Corporation

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

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# Key Investment Considerations

- **FNB's unique business model is designed to deliver long-term shareholder value**
- **Our infrastructure investments have positioned FNB well for long-term sustainable growth**
- **Our proven strategy is to deliver consistent organic growth while maintaining a low risk profile**
- **We are committed to continued efficiency improvement while investing for the future**
- **Successful execution of our disciplined acquisition strategy creates a platform for further growth**

# About FNB Corporation

## High-Quality, Growing Regional Financial Institution

- Headquarters: Pittsburgh, PA
- Market Capitalization: \$4.6 billion<sup>1</sup>
- Banking locations: Over 400<sup>1</sup>
- Assets \$30.8 billion<sup>1</sup>
- Loans \$20.5 billion<sup>1</sup>
- Deposits \$21.1 billion<sup>1</sup>

## Business Model

- Regional bank focused on serving consumer and wholesale banking clients
  - Maintain a low-risk profile
  - Expand market share potential and organic growth opportunities
  - Maintain disciplined expense control and improve efficiency
  - Reposition and reinvest in the franchise
  - Deliver long-term value

## Well-Positioned for Sustained Growth

- Attractive and expanding footprint: Banking locations spanning eight states
- Leading presence with top regional bank market share in major metropolitan markets<sup>2</sup>
  - #3 in Pittsburgh
  - #7 in Baltimore
  - #14 in Cleveland
  - #6 in Raleigh
  - #8 in Charlotte
  - #6 in Piedmont Triad<sup>3</sup>

## Consistent, Strong Operating Results

- High-quality earnings
- Top-quartile profitability performance
- Industry-leading, consistent organic loan growth results

## Superior Returns with Valuation Upside

- Attractive dividend and strong returns
- Current valuation is attractive as FNB currently trades at a discount to peers on an earnings basis

(1) As of June 30, 2017. (2) SNL Financial, MSA retail market share (excludes custodian banks). (3) Greensboro – High Point MSA and Winston – Salem MSA.

# Reposition and Reinvest – Long-Term Plan to Build Infrastructure for a Larger Organization

		2012	2013	2014	2015	2016-2017	
PEOPLE	<b>Talent Management</b> <i>Strengthened team through key hires; Continuous team development</i>	Attract, retain, develop best talent		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	
	<b>Geographic Segmentation</b> <i>Regional Model</i>	Regional Realignment	Created 5th & 6th Regions	Announced Pittsburgh as HQ		Improved market share in Central PA, Expanded HQ, Operations and Technology functions, entrance into Carolinas, creation of 4 new regions	
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, Builder Finance	
PRODUCT	<b>Product Development</b> <i>Deepened product set and niche areas</i>	Private Banking, ABL, Small Business realignment, Treasury Mgt., Capital Markets, Online Banking enhancements, mobile banking and app. Online/mobile banking infrastructure complete with mobile remote deposit capture			New website launched, ApplePay™, International Banking	Intelligent Teller Machines, new retail product branding, 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	
PRODUCTIVITY	<b>Branch Optimization</b> <i>Continuous Evolution of branch network to optimize profitability and growth prospects</i>	De-Novo expansion			BAC branches	FITB branches, Opened innovative banking center in State College, PA	Introduction of Concept Branches
		Consolidate 37 locations	Consolidate 7 locations	Consolidate 1 location	Consolidate 6 locations	Consolidate 9 locations	Continued evaluation
	<b>Acquisitions</b> <i>Positioned for long term growth</i>	PVSA	ANNB, PVFC	BCSB, OBAF		METR	YDKN

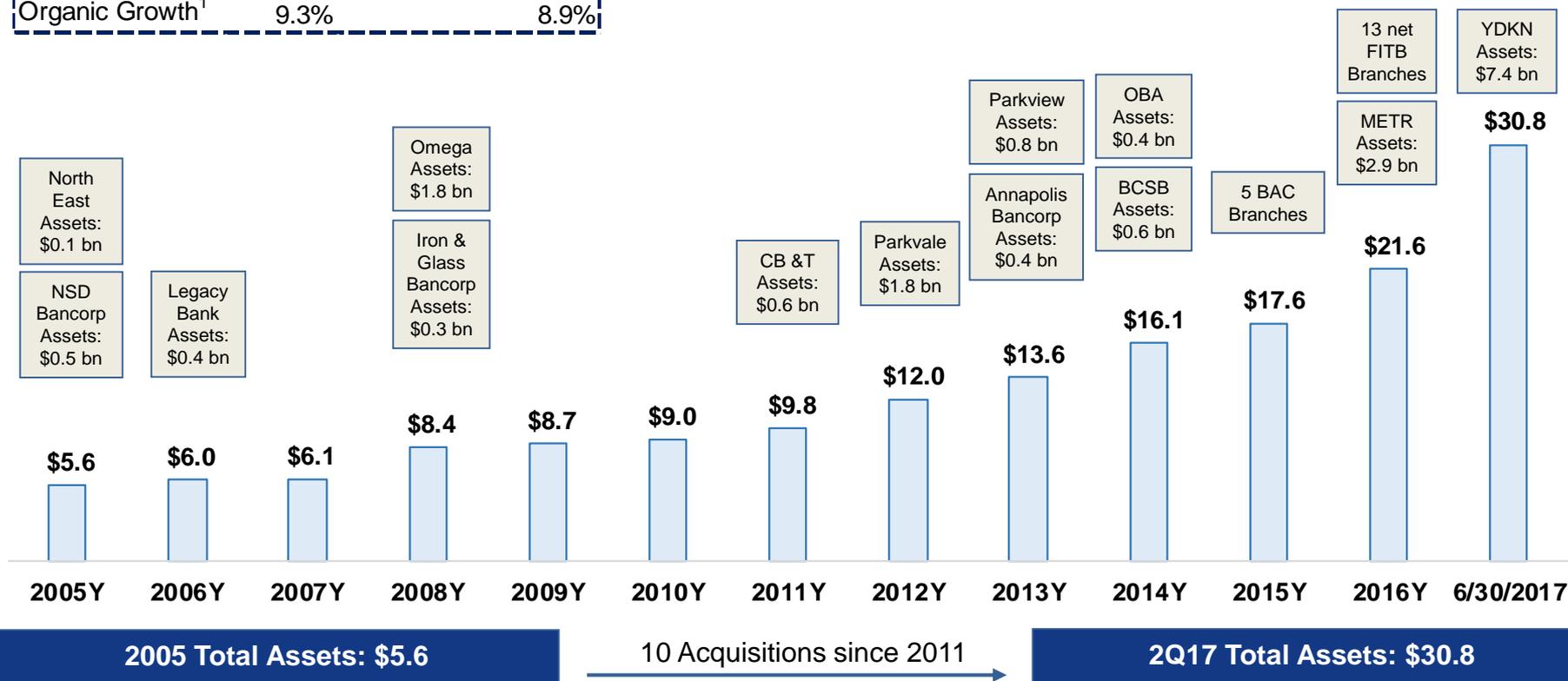
# FNB's Market Expansion Model has Delivered Strong Organic Growth

## Total Assets (\$ in billions)

12/31/2011-6/30/2017

Loans      Transaction Deposits  
and Customer Repos

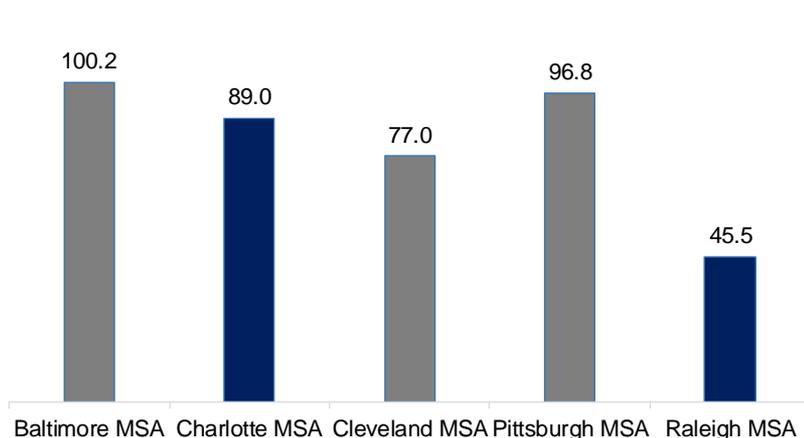
Total Growth	22.1%	22.5%
Organic Growth <sup>1</sup>	9.3%	8.9%



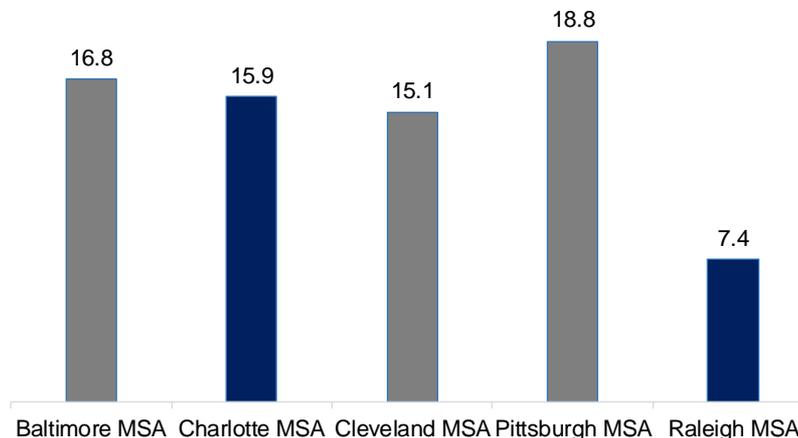
(1) Organic balances exclude initial respective balances acquired upon transaction close for YDKN (3/2017), FITB (4/2016), METR(2/2016), BAC(9/2015), OBAF (9/2014), BCSB (2/2014), PVFC (10/2013), ANNB (4/2013), PVSA (1/2012) and CBT (1/2011).

# Expanded Footprint Provides Significant Opportunities

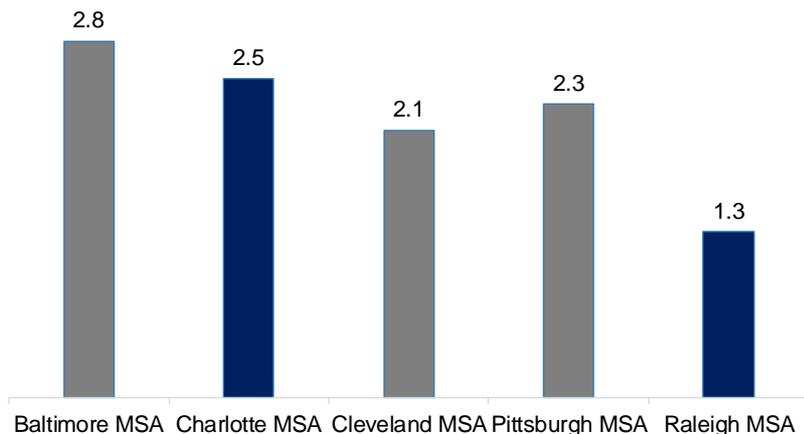
**Total Businesses (thousands); Footprint Total = 1,338<sup>3</sup>**



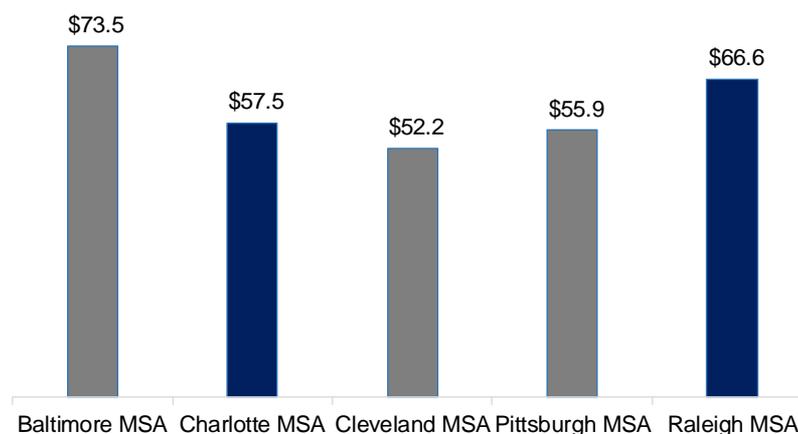
**Total C&I Businesses (thousands)<sup>1</sup>; Footprint Total = 232<sup>3</sup>**



**Total Population (millions)<sup>2</sup>; Footprint Total = 36.0<sup>3</sup>**



**Median Household Income (thousands)<sup>2</sup>**



FNB Metro Markets
  New Carolina Markets

Source: SNL Financial, U.S. Bureau of Economic Analysis, US Census Bureau. (1) Includes companies classified with the NAICS as Healthcare and Social Assistance, Wholesale Trade, Manufacturing or Transportation and Warehousing. (2) 2017 Estimate per SNL Financial. (3) Total for all MSAs in which FNB operates as per SNL Financial.

# Clicks-to-Bricks Strategy – Building a Digital Bank

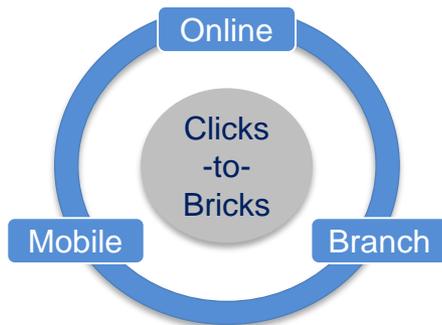


**Investing in  
Innovation**

# 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	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 True Omni-Channel Experience:**

- Start an application online, complete in the branch
- Schedule a branch appointment online
- Branch employees trained to advocate digital adoption

(1) FNB currently offers Popmoney®, a payment solution which will soon be replaced by Zelle, making FNB one of the first banks in the country to offer Zelle

# 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



# Execution of FNB's Long-Term Growth Strategy

	Key Performance Indicators	2Q17	FY 2016	Long-Term Target	Strategy
<b>Maintain FNB Risk Profile</b>	Originated net charge-offs (annualized)/average loans	38 bps	34 bps	25-50 bps	Remain disciplined through the cycle
<b>Drive Organic Revenue Growth</b>	Average loans Average deposits Noninterest income/revenue <sup>1</sup>	6% 1% 23%	8% 7% 25%	7-9% 5-7% > 30%	Grow and deepen customer relationships
<b>Improve Efficiency</b>	Efficiency ratio <sup>2</sup>	54.3%	55.4%	< 53%	Continue to generate positive operating leverage
<b>Achieve Cost Savings</b>	Integration expense savings	Essentially Complete	40% of Metro Expense Base (complete)	25% of Yadkin expense base	Focus on process improvement and synergies, while reinvesting for the future
<b>Optimize the Retail Bank</b>	Deposits/branch (at period end)	\$50 million	\$50 million	Continued improvement compared to prior year	Project REDI branch optimization; "Clicks to Bricks" strategy
<b>Successful Execution</b>	ROAA (operating, non-GAAP) <sup>2</sup> ROATCE (operating, non-GAAP) <sup>2</sup>	1.00% 15.9%	0.95% 14.7%	>1.00% >15%	<b>Deliver on FNB business Model</b>

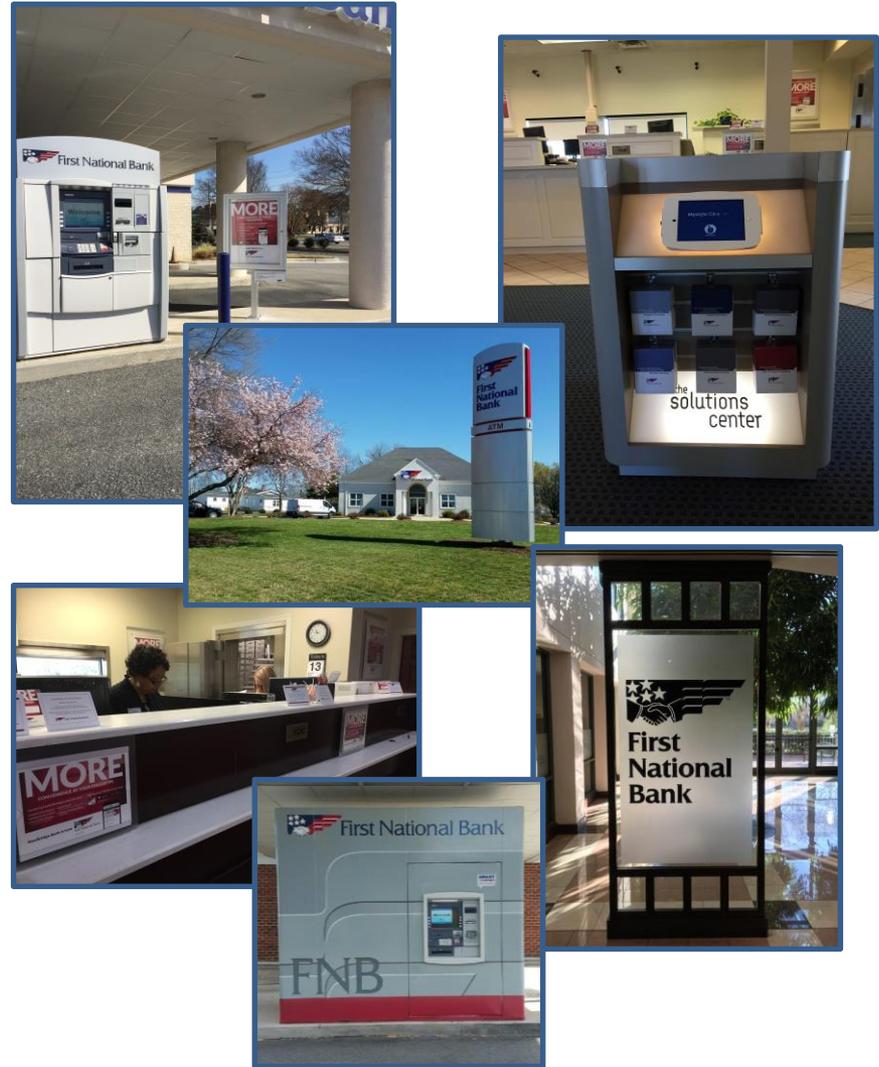
(1) Total noninterest income less net securities gains (losses) / total net interest income + noninterest income less net securities gains (losses). (2) Includes adjustments to reflect operating results, a non-GAAP measure, refer to Appendix for Non-GAAP to GAAP Reconciliation details.

# Operating Results

## 2Q17 Highlights and Relative Performance to Peers

# Successful Integration of the Largest Acquisition in our History

- FNB's total assets now > \$30 billion
  - Greater scale to effectively compete
- Extended our footprint into attractive high-growth metro markets
- Transitioned nearly 150,000 households
- Converted almost 100 branches and > 100 ATMs to our network
- Systems conversion on Day 1
  - 2 conversions in 1; Yadkin + NewBridge
- Successfully executed by FNB and Yadkin team members using more than 150 FNB “buddies”



# 2Q17 Financial Highlights

As of or for the period ending

		2Q17	1Q17	2Q16
<b>Reported results</b>	Net income available to common stockholders (millions)	\$72.4	\$21.0	\$39.3
	Net income per diluted common share	\$0.22	\$0.09	\$0.19
	Book value per common share	\$13.26	\$13.16	\$11.61
<b>Key operating results (non-GAAP)<sup>1</sup></b>	Operating net income available to common stockholders (millions)	\$73.3	\$54.4	\$46.1
	Operating net income per diluted common share	\$0.23	\$0.23	\$0.22
	Total organic average loan growth <sup>2</sup>	6.1%	5.3%	4.3%
	Total organic average deposit growth <sup>2</sup>	1.1%	-1.1%	3.5%
	Efficiency Ratio	54.3%	57.2%	55.4%
	Tangible common equity / tangible assets	6.83%	6.80%	6.68%
	Tangible book value per share	\$6.00	\$5.86	\$6.40

(1) Includes adjustments to reflect operating results, a non-GAAP measure, refer to Appendix for non-GAAP to GAAP Reconciliation details. (2) Annualized linked quarter organic growth results. Organic growth results exclude initial balances acquired via acquisition.

# Asset Quality Results<sup>1</sup>

\$ in thousands	2Q17	1Q17	2Q16	2Q17 Highlights
<b>NPLs+OREO/Total average originated loans and leases + OREO</b>	1.08%	1.12%	1.15%	
<b>Originated Delinquency</b>	0.99%	0.94%	1.02%	
<b>Provision for credit losses<sup>2</sup></b>	\$16,756	\$10,850	\$16,640	<ul style="list-style-type: none"> <li>• Second quarter provision levels continued to exceed net charge-offs</li> </ul>
<b>Net charge-offs (NCOs)<sup>2</sup></b>	\$11,839	\$8,127	\$10,071	<ul style="list-style-type: none"> <li>• Stable performance across the portfolio with improved levels of NPLs + OREO</li> </ul>
<b>NCOs (annualized)/Total average loans and leases<sup>2</sup></b>	0.23%	0.20%	0.28%	
<b>NCOs (annualized)/Total average originated loans and leases</b>	0.38%	0.25%	0.35%	<ul style="list-style-type: none"> <li>• Total delinquency ratio remains in line with historical levels</li> </ul>
<b>Allowance for credit losses/ Total originated loans and leases</b>	1.15%	1.19%	1.26%	<ul style="list-style-type: none"> <li>• Allowance levels reflect strong organic loan growth and favorable credit performance</li> </ul>
<b>Allowance for credit losses/ Total non-performing loans and leases<sup>2</sup></b>	152.8%	153.8%	169.9%	

(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 (effective January 1, 2009), as the risk of credit loss has been considered by virtue of the Corporation's estimate of fair value. (2) Total portfolio metric.

# Balance Sheet Highlights

Average, \$ in millions	2Q17	1Q17	2Q16	QoQ Δ	YoY Δ	QoQ Organic <sup>1</sup> Δ	YoY Organic <sup>1</sup> Δ	2Q17 Highlights
<b>Securities</b>	\$5,607	\$4,980	\$4,026	12.6%	39.3%			<ul style="list-style-type: none"> <li>Commercial loan growth led by Cleveland and Baltimore markets</li> <li>Consumer loan growth supported by residential mortgage, direct and indirect installment</li> <li>Growth in noninterest bearing checking offset by planned declines in higher-cost brokered time deposits</li> <li>Transaction deposits<sup>3</sup> represent 82% of total deposits<sup>4</sup></li> <li>Loans to deposits ratio of 97.5%<sup>4</sup></li> </ul>
<b>Total loans</b>	\$20,361	\$16,190	\$14,345	25.8%	41.9%	6.1%	6.6%	
<b>Commercial loans</b>	\$12,831	\$9,664	\$8,541	32.8%	50.2%	4.1%	3.8%	
<b>Consumer loans<sup>2</sup></b>	\$7,477	\$6,481	\$5,749	15.4%	30.1%	9.5%	11.0%	
<b>Earning assets</b>	\$26,149	\$21,273	\$18,496	22.9%	41.4%			
<b>Total deposits</b>	\$21,155	\$17,133	\$15,656	23.5%	35.1%	1.1%	1.6%	
<b>Transaction deposits<sup>3</sup></b>	\$17,356	\$14,244	\$12,979	21.9%	33.7%	4.8%	4.0%	
<b>Time deposits</b>	\$3,799	\$2,889	\$2,677	31.5%	41.9%	-14.7%	-9.8%	

(1) Organic growth % is annualized and excludes initial balances acquired via acquisition. (2) Includes Direct Installment, Indirect Installment, Residential mortgage and Consumer LOC portfolios. (3) Excludes time deposits. (4) Period-end as of June 30, 2017.

# Revenue Highlights

\$ in thousands	2Q17	1Q17	2Q16	QoQ Δ	YoY Δ	2Q17 Highlights
<b>Total interest income</b>	\$251,034	\$194,693	\$170,931	28.9%	46.9%	
<b>Total interest expense</b>	32,619	21,941	16,562	48.7%	96.9%	• Net interest income growth driven by organic loan growth and the full quarter impact of acquired balances
<b>Net interest income</b>	\$218,415	\$172,752	\$154,369	26.4%	41.5%	
<b>Non-interest income</b>	66,078	55,116	51,411	19.9%	28.5%	
<b>Total revenue</b>	\$284,493	\$227,868	\$205,780	24.8%	38.3%	• Improvement in net interest margin driven by higher acquired yields and recent Fed moves
<b>Net interest margin (FTE)<sup>1</sup></b>	3.42%	3.35%	3.41%	7 bps	1 bps	
<b>Purchase accounting accretion impact<sup>2</sup></b>	0.01%	0.06%	0.01%	-5 bps	0 bps	• Strong momentum across fee-based services
<b>Excess cash recoveries impact<sup>2</sup></b>	0.02%	0.01%	0.06%	1 bps	-4 bps	

(1) A non-GAAP measure, refer to Appendix for further information. (2) Purchase accounting related to net interest margin refers to the impact of accretion of the discounts and premiums on certain acquired assets and any associated cash recoveries on loans received in excess of the recorded investment.

# Non-Interest Income

\$ in thousands	2Q17	1Q17	2Q16	QoQ Δ	YoY Δ	2Q17 Highlights
<b>Service charges</b>	\$33,389	\$24,807	\$25,805	34.6%	29.4%	
<b>Trust income</b>	5,715	5,747	5,405	-0.6%	5.7%	• Higher service charges from increased transaction volumes
<b>Insurance commissions and fees</b>	4,347	5,141	4,105	-15.4%	5.9%	• Positive results in wealth management supported by strong equity markets
<b>Securities commissions and fees</b>	3,887	3,623	3,622	7.3%	7.3%	
<b>Capital markets income</b>	5,004	3,847	4,147	30.1%	20.7%	• Strong capital markets revenue primarily from commercial swap activity
<b>Mortgage banking operations</b>	5,173	3,790	2,753	36.5%	87.9%	
<b>Net securities gains (losses)</b>	493	2,625	226	NM	NM	• Insurance revenues were down from seasonally high first quarter
<b>Other</b>	8,070	5,536	5,348	45.8%	50.9%	• Increased volume driving mortgage banking activity
<b>Total reported non-interest income</b>	\$66,078	\$55,116	\$51,411	19.9%	28.5%	

# Non-Interest Expense

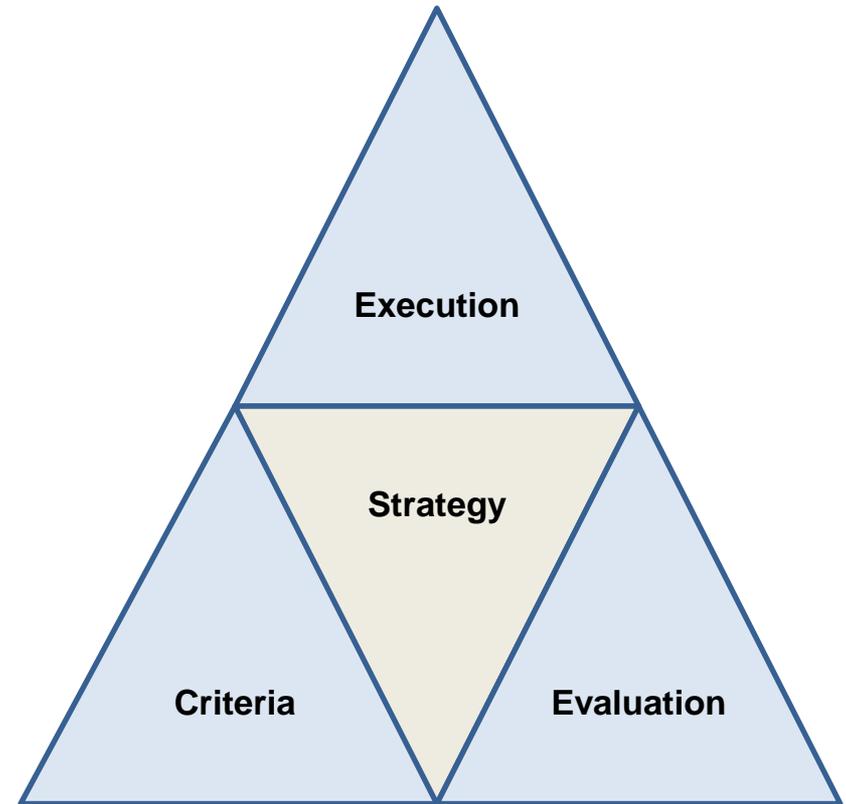
\$ in thousands	2Q17	1Q17	2Q16	QoQ Δ	YoY Δ	2Q17 Highlights
<b>Salaries and employee benefits</b>	\$84,899	\$73,578	\$61,329	15.4%	38.4%	
<b>Occupancy and equipment</b>	26,480	20,979	20,207	26.2%	31.0%	<ul style="list-style-type: none"> <li>The expense increases were primarily due to the full quarter impact of the Yadkin acquisition</li> </ul>
<b>FDIC insurance</b>	9,376	5,387	5,103	74.0%	83.7%	
<b>Amortization of intangibles</b>	4,813	3,098	3,388	55.4%	42.1%	
<b>Other real estate owned</b>	1,008	983	172	2.6%	486.9%	<ul style="list-style-type: none"> <li>Successfully realized essentially all of targeted Yadkin cost savings</li> </ul>
<b>Other</b>	35,784	30,806	28,879	16.2%	23.9%	
<b>Non-interest expense before merger-related expense</b>	\$162,360	\$134,831	\$119,078	20.4%	36.3%	<ul style="list-style-type: none"> <li>Improved efficiency ratio linked quarter and year over year</li> </ul>
<b>Merger-related expense</b>	1,354	52,724	10,551	NM	NM	
<b>Total non-interest expense</b>	\$163,714	\$187,555	\$129,629	-12.7%	26.3%	

# Supplemental Information

# Our Acquisition Strategy – Platform for Organic Growth

## Demonstrated Acquisition Strategy

- **Strategy**
  - Disciplined identification and focus on markets that offer attractive consumer demographics and commercial opportunities
  - Provides geographic & portfolio diversification through increased number of commercial prospects providing further granularity of risk
- **Criteria**
  - Shareholder value creation
  - Strategically relevant
  - Financially attractive, with limited diminution of capital
  - Fulfills stated investment thesis financial objectives
- **Evaluation**
  - Targeted financial metrics and capital recoupment
  - Proficient and experienced due diligence team
  - Comprehensive due diligence process
- **Execution**
  - Proven process for immediate conversion
  - Execute FNB's scalable business model across like markets
  - Proven success assimilating FNB's culture
  - Fully integrated into FNB's risk framework, credit philosophy, and processes
  - Deploy FNB's credit underwriting platform and standards



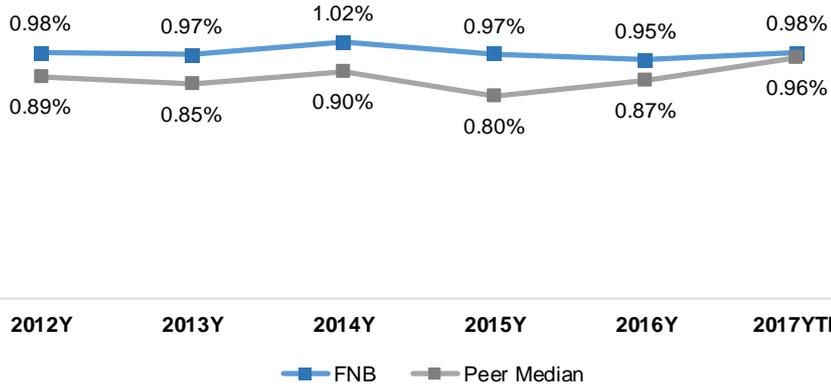
# Annual Operating Trends

		2016	2015	2014	2013	2012
<b>Operating Earnings<sup>1</sup> (Non-GAAP)</b>	<b>Net income available to common stockholders (millions)</b>	<b>\$187.7</b>	<b>\$153.7</b>	<b>\$143.6</b>	<b>\$123.1</b>	<b>\$115.6</b>
	Earnings per diluted common share	\$0.90	\$0.87	\$0.85	\$0.84	\$0.83
<b>Profitability Performance<sup>1</sup> (Non-GAAP)</b>	Return on average tangible common equity	14.75%	14.65%	15.56%	18.17%	18.41%
	Return on average assets	0.95%	0.97%	1.02%	0.97%	0.98%
	<b>Efficiency ratio</b>	<b>55.4%</b>	<b>56.1%</b>	<b>57.2%</b>	<b>58.9%</b>	<b>57.7%</b>
<b>Balance Sheet Organic Growth Trends<sup>2</sup></b>	<b>Total loan growth</b>	<b>8.0%</b>	<b>9.7%</b>	<b>9.0%</b>	<b>6.3%</b>	<b>4.3%</b>
	Commercial loan growth	7.4%	8.6%	9.1%	7.1%	5.4%
	Consumer loan growth <sup>3</sup>	8.6%	11.4%	13.8%	12.8%	7.4%
	Transaction deposits and customer repo growth <sup>4</sup>	8.0%	7.4%	6.3%	7.9%	9.6%
<b>Asset Quality</b>	NPL's + OREO/Total avg originated loans and leases + OREO	0.91%	0.99%	1.13%	1.44%	1.60%
	NCO's/Total average originated loans and leases	0.34%	0.24%	0.24%	0.28%	0.41%
	<b>Allowance for credit losses/Total originated loans and leases</b>	<b>1.20%</b>	<b>1.23%</b>	<b>1.22%</b>	<b>1.29%</b>	<b>1.39%</b>
<b>Capital</b>	Tangible Common Equity/Tangible Assets	6.64%	6.71%	6.83%	6.71%	6.09%
	Tangible Book Value Per Share	\$6.53	\$6.38	\$5.99	\$5.38	\$4.92

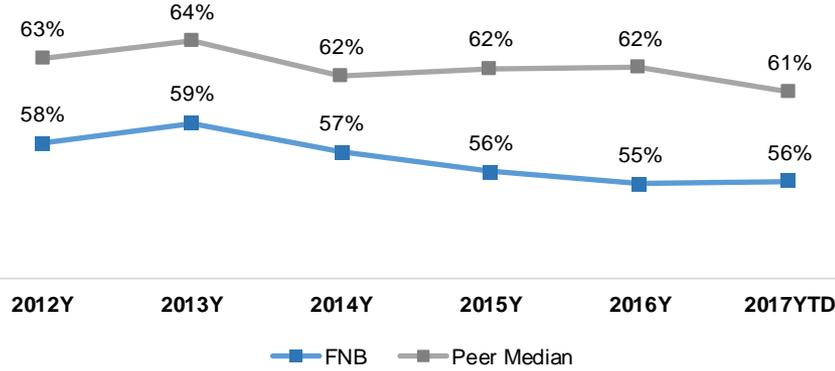
Note: Profitability results include the impact of regulatory changes related to exceeding \$10B in assets beginning in 2012. (1) Includes adjustments to reflect the impact of certain merger-related items, refer to Appendix for Non-GAAP to GAAP Reconciliation details. (2) Full-year average organic growth results. Organic growth results exclude initial balances acquired in the following acquisitions; 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.

# Performance Trends Relative to Peers

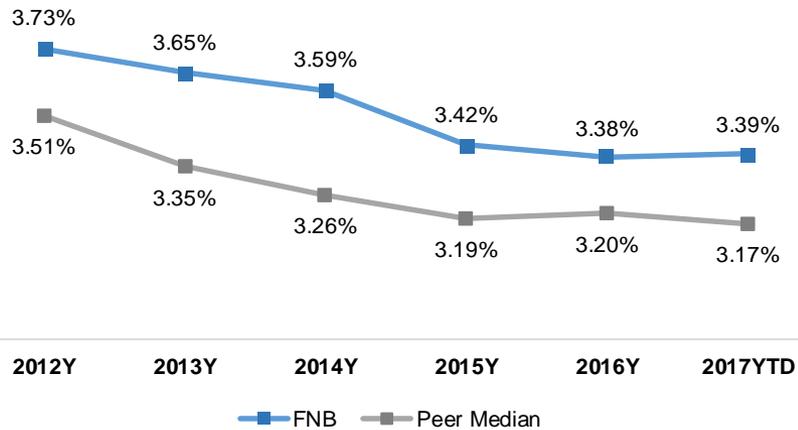
## Return on Average Assets<sup>1</sup>



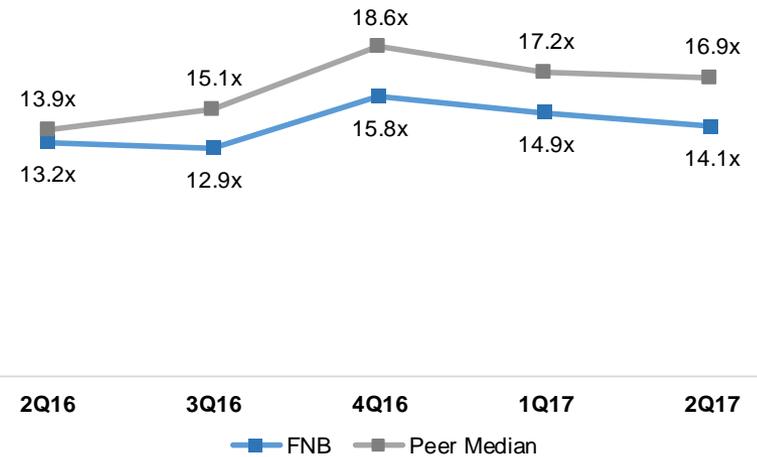
## Efficiency Ratio<sup>1</sup>



## Net Interest Margin



## Price / Next Year's Consensus EPS<sup>2</sup>

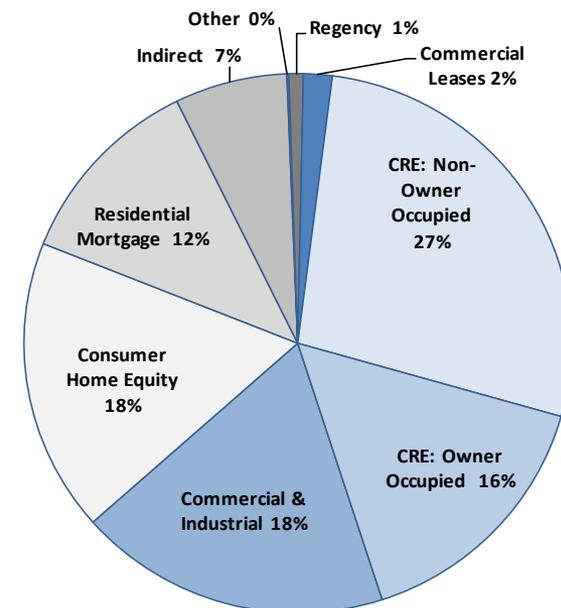


(1) Includes adjustments to reflect the impact of certain merger-related items, a non-GAAP measure, refer to Appendix for Non-GAAP to GAAP Reconciliation details. Peer data per SNL Financial. (2) Per SNL Financial.

# Diversified Loan Portfolio

(\$ in millions)	<u>6/30/2017</u>	<u>% of Portfolio</u>	
	<b>Balance</b>	<b>12/31/11</b>	<b>6/30/2017</b>
C&I	\$3,789	20%	18%
CRE: Non-Owner Occupied	5,616	17%	27%
CRE: Owner Occupied	3,207	17%	16%
Commercial Leasing	348	2%	2%
<b>Total Commercial</b>	<b>\$12,960</b>	<b>56%</b>	<b>63%</b>
Consumer Home Equity	3,607	21%	18%
Residential Mortgage	2,403	10%	12%
Indirect	1,365	8%	7%
Other	22	3%	0%
Regency	176	2%	1%
<b>Total Loan Portfolio</b>	<b>\$20,533</b>	<b>100%</b>	<b>100%</b>

\$20.5 Billion Loan Portfolio  
June 30, 2017



*C&I + Owner Occupied  
CRE = 34% of Total  
Loan Portfolio*

- Well diversified portfolio
- Strong growth results driven by commercial loan growth

Note: Balance, CAGR and % of Portfolio based on period-end balances.

# Diversified Loan Portfolio

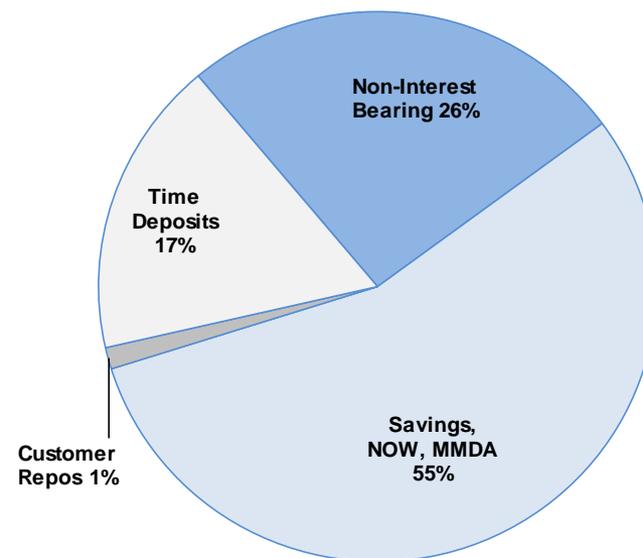
(\$ in millions)	6/30/2017	% of Loans	NPL's/Loans <sup>1</sup>	YTD Net Charge-Offs/Loans <sup>1</sup>	Total Past Due/Loans <sup>1</sup>
Commercial and Industrial	\$3,789	18.5%	1.59%	0.66%	1.51%
CRE: Non-Owner Occupied	5,616	27.3%	0.37%	-0.01%	0.35%
CRE: Owner Occupied	3,207	15.6%	1.11%	0.09%	1.21%
Home Equity and Other Consumer	3,607	17.6%	0.68%	0.14%	0.81%
Residential Mortgage	2,403	11.7%	0.53%	0.03%	1.16%
Indirect Consumer	1,365	6.6%	0.13%	0.45%	0.68%
Regency Finance	176	0.9%	4.51%	4.49%	4.05%
Commercial Leases	348	1.7%	0.57%	0.72%	1.18%
Other	22	0.1%	3.32%	9.36%	2.58%
<b>Total</b>	<b>\$20,533</b>	<b>100.0%</b>	<b>0.83%</b>	<b>0.31%</b>	<b>0.99%</b>

(1) Represents originated portfolio metric.

# Deposits and Customer Repurchase Agreements

(\$ in millions)	6/30/2017	Mix %	
	Balance	12/31/11	6/30/2017
Savings, NOW, MMDA	\$11,784	48%	55%
Non-Interest Bearing	5,545	17%	26%
<b>Transaction Deposits</b>	<b>\$17,328</b>		
Time Deposits	3,723	27%	17%
<b>Total Deposits</b>	<b>\$21,052</b>		
Customer Repos	270	8%	1%
<b>Total Deposits and Customer Repo Agreements</b>	<b>\$21,322</b>	100%	100%
<b>Transaction Deposits<sup>1</sup> and Customer Repo Agreements</b>	<b>\$17,599</b>	73%	83%

\$21.3 Billion Deposits and Customer Repo Agreements  
June 30, 2017



**Loans to Deposits Ratio = 97.5% (6/30/2017)**

- New client acquisition and relationship-based focus reflected in favorable deposit mix
  - 22.4% average growth for transaction deposits and customer repo agreements<sup>2</sup>
  - 83% of total deposits and customer repo agreements are transaction-based deposits<sup>1</sup>

Note: Balance, CAGR and % of Portfolio based on period-end balances. (1) Transaction deposits include savings, NOW, MMDA and non-interest bearing deposits. (2) December 31, 2011 through June 30, 2017.

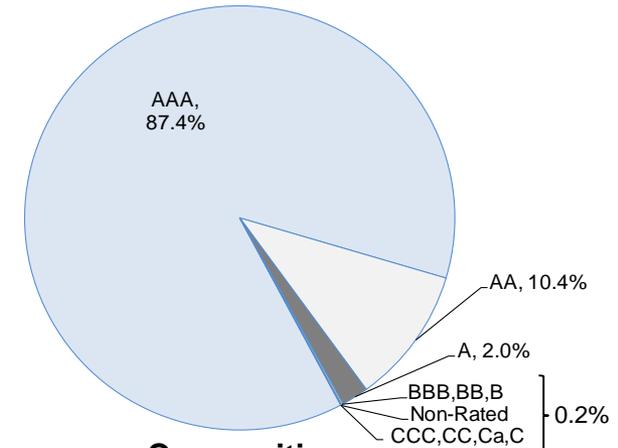
# Investment Portfolio

(\$ in millions <sup>1</sup> )	%		Ratings	
	Portfolio	Investment %		
Agency MBS	\$2,904	51%	AAA	100%
Agency CMO	1,232	22%	AAA	100%
Agency Debentures	628	11%	AAA	100%
Municipals	781	14%	AAA	10%
			AA	75%
			A	15%
Commercial MBS <sup>2</sup>	82	1%	AAA	100%
US Treasury	30	<1%	AAA	100%
Other	12	<1%	Various	
			/NR	
<b>Total Investment Portfolio</b>	<b>\$5,669</b>	<b>100%</b>		

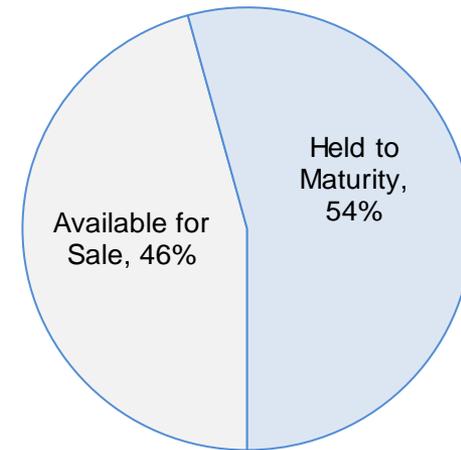
- 98% of total portfolio rated AA or better, 99% rated A or better
- Relatively low duration of 4.0
- Municipal bond portfolio
  - Highly rated with an average rating of AA and 100% of the portfolio rated A or better
  - General obligation bonds = 100% of municipal portfolio

Highly Rated \$5.7 Billion Investment Portfolio  
June 30, 2017

## Ratings



## Composition



(1) Amounts reflect GAAP. (2) Comprised of Ginnie Mae Project Loans and FNMA DUS bond holdings.

# 2017 Peer Group Listing

<b>Ticker</b>	<b>Institution</b>
ASB	Associated Banc-Corp
CBSH	Commerce Bancshares, Inc.
CMA	Comerica, Inc.
CFR	Cullen/Frost Bankers, Inc.
EWBC	East West Bancorp, Inc.
FHN	First Horizon National Corp.
FRC	First Republic Bank
HBHC	Hancock Holding Company
ISBC	Investors Bancorp, Inc.
NYCB	New York Community Bancorp

<b>Ticker</b>	<b>Institution</b>
PBCT	People's United Financial, Inc.
PB	Prosperity Bancshares, Inc.
SNV	Synovus Financial Corp.
TCF	TCF Financial Corp.
UMPQ	Umpqua Holdings Corp.
VLY	Valley National Bancorp
WBS	Webster Financial Corp.
WTFC	Wintrust Financial Corp.
ZION	Zions Bancorp

# GAAP to Non-GAAP Reconciliation

\$ in thousands except per share amounts

	For The Quarter Ended				
	30-Jun-17	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16
<b>Operating net income available to common stockholders</b>					
Net income available to common stockholders	\$ 72,396	\$ 20,969	\$ 49,280	\$ 50,158	\$ 39,290
Merger-related expense	1,354	52,724	1,649	299	10,551
Tax benefit of merger-related expense	(419)	(17,579)	(341)	(105)	(3,693)
Merger-related net securities gains	-	(2,609)	-	-	-
Tax expense of merger-related securities gains	-	913	-	-	-
Operating net income available to common stockholders (non-GAAP)	<u>\$ 73,331</u>	<u>\$ 54,418</u>	<u>\$ 50,588</u>	<u>\$ 50,352</u>	<u>\$ 46,148</u>
<b>Operating net income per diluted common share</b>					
Net income available to common stockholders per diluted common share	\$ 0.22	\$ 0.09	\$ 0.23	\$ 0.24	\$ 0.19
Merger-related expense	0.01	0.22	0.01	0.00	0.05
Tax benefit of merger-related expense	(0.00)	(0.07)	(0.00)	(0.00)	(0.02)
Merger-related net securities gains	-	(0.01)	-	-	-
Tax expense of merger-related securities gains	-	0.00	-	-	-
Operating net income per diluted common share (non-GAAP)	<u>\$ 0.23</u>	<u>\$ 0.23</u>	<u>\$ 0.24</u>	<u>\$ 0.24</u>	<u>\$ 0.22</u>

# GAAP to Non-GAAP Reconciliation

	For The Quarter Ended				
	30-Jun-17	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16
\$ in thousands except per share amounts					
<b>Return on average tangible common equity (ROATCE)</b>					
Net income available to common stockholders (annualized)	\$ 290,381	\$ 85,042	\$ 196,049	\$ 199,543	\$ 158,025
Amortization of intangibles, net of tax (annualized)(1)	12,547	8,166	4,143	9,234	8,856
Tangible net income available to common stockholders (annualized)	\$ 302,928	\$ 93,209	\$ 200,192	\$ 208,777	\$ 166,881
Average total stockholders' equity	\$ 4,386,438	\$ 3,007,853	\$ 2,573,768	\$ 2,562,693	\$ 2,532,226
Less: Average preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: Average intangible assets(1)	2,348,767	1,381,712	1,089,216	1,093,378	1,090,542
Average tangible common equity	\$ 1,930,789	\$ 1,519,259	\$ 1,377,670	\$ 1,362,433	\$ 1,334,802
Return on average tangible common equity (non-GAAP)	15.69%	6.14%	14.53%	15.32%	12.50%
<b>Operating ROATCE</b>					
Operating net income avail to common stockholders (annualized)	\$ 294,129	\$ 220,695	\$ 201,253	\$ 200,314	\$ 185,606
Amortization of intangibles, net of tax (annualized)(1)	12,547	8,166	4,143	9,234	8,856
Tangible operating net income avail to common stockholders (annualized)	\$ 306,676	\$ 228,861	\$ 205,396	\$ 209,548	\$ 194,462
Average total stockholders' equity	\$ 4,386,438	\$ 3,007,853	\$ 2,573,768	\$ 2,562,693	\$ 2,532,226
Less: Average preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: Average intangible assets(1)	2,348,767	1,381,712	1,089,216	1,093,378	1,090,542
Average tangible common equity	\$ 1,930,789	\$ 1,519,259	\$ 1,377,670	\$ 1,362,433	\$ 1,334,802
Operating return on average tangible common equity (non-GAAP)	15.88%	15.06%	14.91%	15.38%	14.57%

(1) Excludes mortgage servicing rights and SBA servicing rights.

# GAAP to Non-GAAP Reconciliation

	For The Quarter Ended				
	30-Jun-17	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16
\$ in thousands except per share amounts					
<b>Return on average tangible assets (ROATA)</b>					
Net income (annualized)	\$ 298,443	\$ 93,191	\$ 204,050	\$ 207,540	\$ 166,106
Amortization of intangibles, net of tax (annualized)(1)	12,547	8,166	4,143	9,234	8,856
Tangible net income (annualized)	\$ 310,990	\$ 101,357	\$ 208,193	\$ 216,774	\$ 174,962
Average total assets	\$ 30,364,645	\$ 24,062,099	\$ 21,609,635	\$ 21,386,156	\$ 20,780,413
Less: Average intangible assets(1)	2,348,767	1,381,712	1,089,216	1,093,378	1,090,542
Average tangible assets	\$ 28,015,878	\$ 22,680,387	\$ 20,520,419	\$ 20,292,778	\$ 19,689,871
Return on average tangible assets (non-GAAP)	1.11%	0.45%	1.01%	1.07%	0.89%
<b>Operating ROATA</b>					
Operating net income (annualized)	\$ 302,191	\$ 228,847	\$ 209,253	\$ 208,310	\$ 193,688
Amortization of intangibles, net of tax (annualized)(1)	12,547	8,166	4,143	9,234	8,856
Tangible operating net income (annualized)	\$ 314,738	\$ 237,013	\$ 213,396	\$ 217,544	\$ 202,544
Average total assets	\$ 30,364,645	\$ 24,062,099	\$ 21,609,635	\$ 21,386,156	\$ 20,780,413
Less: Average intangible assets(1)	2,348,767	1,381,712	1,089,216	1,093,378	1,090,542
Average tangible assets	\$ 28,015,878	\$ 22,680,387	\$ 20,520,419	\$ 20,292,778	\$ 19,689,871
Operating return on average tangible assets (non-GAAP)	1.12%	1.05%	1.04%	1.07%	1.03%

(1) Average intangible assets excludes the value of mortgage servicing rights and SBA servicing rights.

# GAAP to Non-GAAP Reconciliation

\$ in thousands except per share amounts

## Operating net income

	For The Quarter Ended				
	30-Jun-17	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16
Net income	\$ 74,406	\$ 22,979	\$ 51,291	\$ 52,168	\$ 41,300
Merger-related expense	1,354	52,724	1,649	299	10,551
Tax benefit of merger-related expense	(419)	(17,579)	(341)	(105)	(3,693)
Merger-related net securities gains	-	(2,609)	-	-	-
Tax expense of merger-related securities gains	-	913	-	-	-
Operating net income	75,341	56,428	52,599	52,362	48,158

## Operating return on average assets (ROAA)

Operating net income (annualized)	\$ 302,191	\$ 228,847	\$ 209,253	\$ 208,310	\$ 193,688
Average total assets	\$ 30,364,645	\$ 24,062,099	\$ 21,609,635	\$ 21,386,156	\$ 20,780,413
Operating return on average assets (non-GAAP)	1.00%	0.95%	0.97%	0.97%	0.93%

# GAAP to Non-GAAP Reconciliation

	For The Quarter Ended				
	30-Jun-17	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16
\$ in thousands except per share amounts					
<b>Tangible book value per common share (at period-end)</b>					
Total stockholders' equity	\$ 4,392,438	\$ 4,355,795	\$ 2,571,617	\$ 2,570,580	\$ 2,545,337
Less: preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: intangibles(1)	2,346,653	2,356,800	1,085,935	1,091,876	1,094,687
<b>Tangible common equity</b>	<b>\$ 1,938,903</b>	<b>\$ 1,892,113</b>	<b>\$ 1,378,800</b>	<b>\$ 1,371,822</b>	<b>\$ 1,343,768</b>
Ending common shares outstanding	323,226,474	322,906,763	211,059,547	210,224,194	210,120,601
Tangible book value per common share (non-GAAP)	\$ 6.00	\$ 5.86	\$ 6.53	\$ 6.53	\$ 6.40
<b>Tangible common equity ratio (at period-end)</b>					
Total stockholders' equity	\$ 4,392,438	\$ 4,355,795	\$ 2,571,617	\$ 2,570,580	\$ 2,545,337
Less: preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: intangibles(1)	2,346,653	2,356,800	1,085,935	1,091,876	1,094,687
<b>Tangible common equity</b>	<b>\$ 1,938,903</b>	<b>\$ 1,892,113</b>	<b>\$ 1,378,800</b>	<b>\$ 1,371,822</b>	<b>\$ 1,343,768</b>
Total assets	\$ 30,753,726	\$ 30,190,695	\$ 21,844,817	\$ 21,583,914	\$ 21,214,967
Less: intangibles(1)	2,346,653	2,356,800	1,085,935	1,091,876	1,094,687
<b>Tangible assets</b>	<b>\$ 28,407,073</b>	<b>\$ 27,833,895</b>	<b>\$ 20,758,882</b>	<b>\$ 20,492,038</b>	<b>\$ 20,120,280</b>
Tangible common equity ratio (non-GAAP)	6.83%	6.80%	6.64%	6.69%	6.68%

(1) Average intangible assets excludes the value of mortgage servicing rights and SBA servicing rights.

# GAAP to Non-GAAP Reconciliation

	For The Quarter Ended				
	30-Jun-17	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16
\$ in thousands except per share amounts					
<b>Efficiency Ratio (FTE)</b>					
Non-interest expense	\$ 163,714	\$ 187,555	\$ 123,806	\$ 121,050	\$ 129,629
Less: amortization of intangibles(1)	4,813	3,098	1,602	3,571	3,388
Less: OREO expense	1,008	983	2,401	1,172	172
Less: merger costs	1,354	52,724	1,649	299	10,551
Less: impairment charge on other assets	-	-	-	-	-
Adjusted non-interest expense	\$ 156,539	\$ 130,750	\$ 118,154	\$ 116,008	\$ 115,520
Net interest income	\$ 218,415	\$ 172,752	\$ 159,283	\$ 157,506	\$ 154,369
Taxable equivalent adjustment	4,474	3,522	3,099	2,895	2,791
Non-interest income	66,078	55,116	51,066	53,240	51,411
Less: net securities gains	493	2,625	116	299	226
Less: gain on redemption of trust preferred securities	-	-	-	-	-
Adjusted net interest income (FTE) + non-interest income	\$ 288,474	\$ 228,765	\$ 213,332	\$ 213,342	\$ 208,344
Efficiency Ratio (FTE) (non-GAAP)	54.26%	57.15%	55.38%	54.38%	55.45%

(1) Average intangible assets excludes the value of mortgage servicing rights and SBA servicing rights.

# Net Interest Income and Net Interest Margin (FTE)

	For The Quarter Ended				
	30-Jun-17	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16
\$ in thousands except per share amounts					
<b>Components of net interest income</b>					
Net interest income	\$ 218,415	\$ 172,752	\$ 159,283	\$ 157,506	\$ 154,369
Net interest margin (FTE)(1)	3.42%	3.35%	3.35%	3.36%	3.41%
Purchase accounting accretion included in net interest income	\$ 504	\$ 3,050	\$ 2,690	\$ 1,175	\$ 291
Purchase accounting accretion impact to net interest margin	0.01%	0.06%	0.06%	0.03%	0.01%
Excess cash recoveries included in net interest income	\$ 1,145	\$ 338	\$ 1,531	\$ 1,904	\$ 2,763
Excess cash recoveries impact to net interest margin	0.02%	0.01%	0.03%	0.04%	0.06%

Purchase accounting related to net interest margin refers to the impact of accretion of the discounts and premiums on certain acquired assets and 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

# GAAP to Non-GAAP Reconciliation

	For The Fiscal Year				
	2016	2015	2014	2013	2012
\$ in thousands except per share amounts					
<b>Return on average tangible common equity</b>					
Net income available to common stockholders	\$ 162,850	\$ 151,608	\$ 135,698	\$ 117,804	\$ 110,410
Amortization of intangibles, net of tax	8,943	6,861	6,316	5,465	5,801
Tangible net income available to common stockholders	\$ 171,793	\$ 158,469	\$ 142,014	\$ 123,269	\$ 116,211
Average total stockholders' equity	\$ 2,499,976	\$ 2,072,170	\$ 1,920,440	\$ 1,478,682	\$ 1,376,493
Less: Average preferred stockholder's equity	106,882	106,882	106,882	17,862	-
Less: Average intangible assets	1,059,856	869,347	849,934	752,894	717,031
Average tangible stockholder's equity	\$ 1,333,238	\$ 1,095,941	\$ 963,624	\$ 707,925	\$ 659,462
Return on average tangible common equity	12.89%	14.46%	14.74%	17.41%	17.62%
<b>Operating return on tangible common equity</b>					
Operating net income available to common stockholders	\$ 187,739	\$ 153,692	\$ 143,595	\$ 123,141	\$ 115,613
Amortization of intangibles, net of tax	8,943	6,861	6,316	5,465	5,801
Operating tangible net income available to common stockholders	\$ 196,682	\$ 160,553	\$ 149,911	\$ 128,606	\$ 121,414
Average total stockholders' equity	\$ 2,499,976	\$ 2,072,170	\$ 1,920,440	\$ 1,478,682	\$ 1,376,493
Less: Average preferred stockholders' equity	106,882	106,882	106,882	17,862	-
Less: Average intangible assets	1,059,856	869,347	849,934	752,894	717,031
Average tangible common equity	\$ 1,333,238	\$ 1,095,941	\$ 963,624	\$ 707,925	\$ 659,462
Operating return on average tangible common equity (non-GAAP)	14.75%	14.65%	15.56%	18.17%	18.41%

# GAAP to Non-GAAP Reconciliation

	For The Fiscal Year				
	2016	2015	2014	2013	2012
\$ in thousands except per share amounts					
<b>Return on average assets</b>					
Net income	\$ 170,891	\$ 159,649	\$ 144,050	\$ 117,804	\$ 110,410
Average total assets	\$ 20,677,717	\$ 16,606,147	\$ 14,962,140	\$ 12,640,685	\$ 11,782,821
Return on average assets	0.83%	0.96%	0.96%	0.93%	0.94%
<b>Operating return on average assets</b>					
Operating net income	\$ 195,780	\$ 161,733	\$ 151,947	\$ 123,141	\$ 115,613
Average total assets	\$ 20,677,717	\$ 16,606,147	\$ 14,962,140	\$ 12,640,685	\$ 11,782,821
Operating return on average assets (non-GAAP)	0.95%	0.97%	1.02%	0.97%	0.98%

# GAAP to Non-GAAP Reconciliation

	For The Fiscal Year				
	2016	2015	2014	2013	2012
\$ in thousands except per share amounts					
<b>Efficiency Ratio</b>					
Non-interest expense	\$ 511,133	\$ 390,549	\$ 379,253	\$ 338,170	\$ 318,829
Less: amortization of intangibles	11,210	8,305	9,717	8,407	9,135
Less: OREO expense	5,154	4,637	4,400	3,215	3,268
Less: merger-related expenses	37,439	3,033	12,150	8,210	7,394
Less: impairment charge on other assets	2,585	-	-	-	-
Less: other non-recurring items	-	-	-	2,172	4,868
Adjusted non-interest expense	\$ 454,745	\$ 374,574	\$ 352,986	\$ 316,166	\$ 294,164
Net interest income	\$ 611,512	\$ 498,222	\$ 466,297	\$ 396,042	\$ 372,851
Taxable equivalent adjustment	11,248	7,636	6,899	6,969	7,382
Non-interest income	201,761	162,410	158,274	135,778	131,463
Less: net securities gains	712	822	11,717	808	305
Less: gain on redemption of trust preferred securities	2,422	-	-	-	-
Less: other non-recurring items	-	-	2,713	1,532	1,449
Adjusted net interest income (FTE) + non-interest income	\$ 821,387	\$ 667,447	\$ 617,040	\$ 536,449	\$ 509,942
Efficiency Ratio (non-GAAP)	55.36%	56.12%	57.21%	58.94%	57.69%