

FNB Corporation

Investor Presentation

First Quarter 2017

May 2017



F.N.B. Corporation

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

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 initiatives; competitive conditions; the inability to realize cost savings or revenues or to implement integration plans and other consequences associated with mergers, acquisitions and divestitures; economic conditions; 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 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 includes "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 its SEC filings. To supplement its 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 the understanding of its 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 April 25, 2017, and in its periodic filings with the SEC.

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: \$4.8 billion^{1,2}
- Banking locations: Over 400²
- Assets \$30.2 billion²
- Loans \$20.2 billion²
- Deposits \$21.3 billion²

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 markets³
 - #3 in Pittsburgh
 - #7 in Baltimore
 - #14 in Cleveland
 - #6 in Raleigh
 - #8 in Charlotte
 - #6 in Piedmont Triad⁴

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

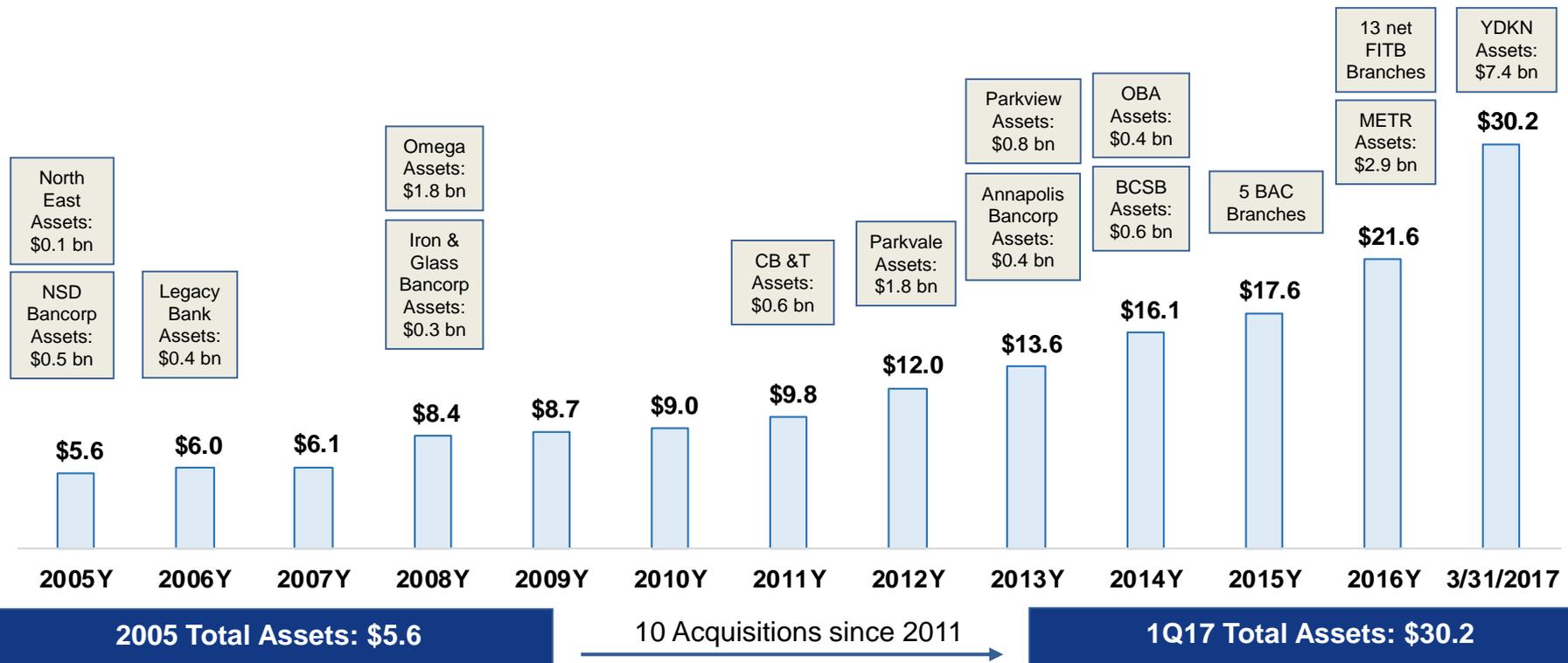
(1) As of March 31, 2017. (2) As of March 31, 2017. (3) SNL Financial, MSA retail market share (excludes custodian banks). (4) Greensboro – High Point MSA and Winston – Salem MSA.

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

		2012	2013	2014	2015	2016-2017	
PEOPLE	Talent Management <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	
	Geographic Segmentation <i>Regional model</i>	Regional Realignment	Created 5 th & 6 th 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	Sales Management <i>Proprietary sales management system developed & implemented: Balanced scorecards aligned with shareholder value proposition</i>	Consumer Banking Scorecards Consumer Banking Refinement/ Daily Monitoring Continued Utilization					
		Continued Enhancements to Commercial Banking Sales Mgt. Expansion to additional lines of business: Commercial Banking Sales Mgt. Expansion to additional lines of business: Private Banking, Insurance, Wealth Management, SBA lending, Builder Finance					
PRODUCT	Product Development <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, new commercial banking app, CardGuard debit card controls, upgrades to online banking & mobile app including Touch ID & FNB Direct	
PRODUCTIVITY	Branch Optimization <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	De-Novo Expansion 4 Locations
		Consolidate 37 Locations	Consolidate 7 Locations	Consolidate 1 Location	Consolidate 6 Locations	Consolidate 9 Locations	Continued Evaluation
	Acquisitions <i>Positioned for long term growth</i>	PVSA	ANNB PVFC	BCSB OBAF		METR	YDKN

FNB's Market Expansion Model has Delivered Strong Organic Growth

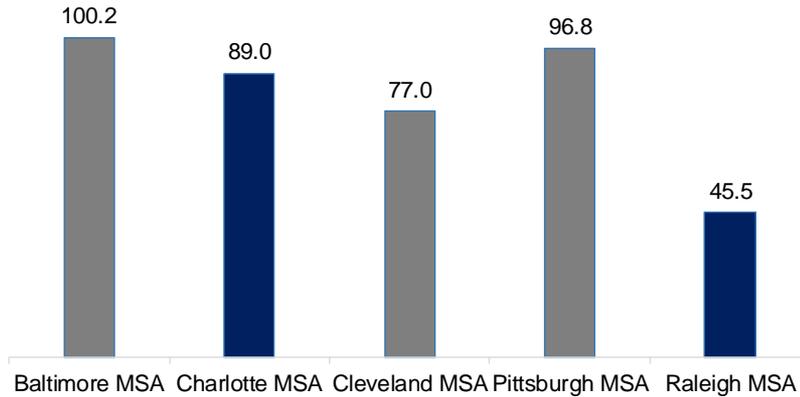
Total Assets (\$ in billions)



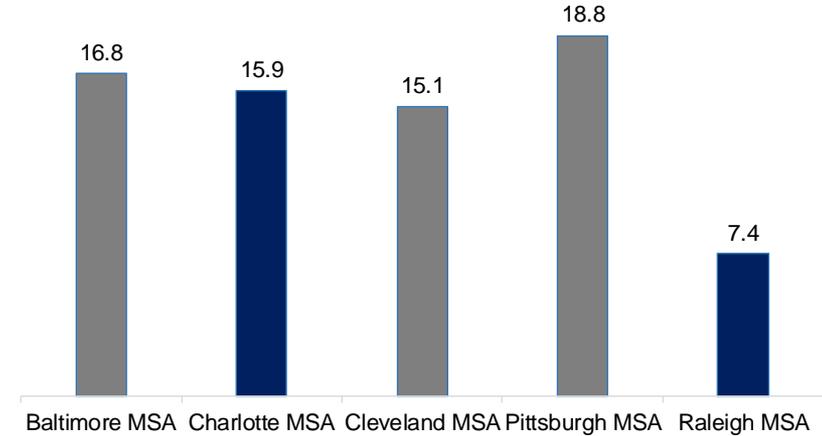
(1) Organic balances exclude initial respective balances acquired upon transaction close for YDKN (3/2017), FITB (4/2016), METR(2/2016), BAC(9/2015), OBAF (9/2014), BCSB (2/2014), PVFC (10/2013), ANNB (4/2013), PVSA (1/2012) and CBT (1/2011).

Expanded Footprint Provides Significant Opportunities

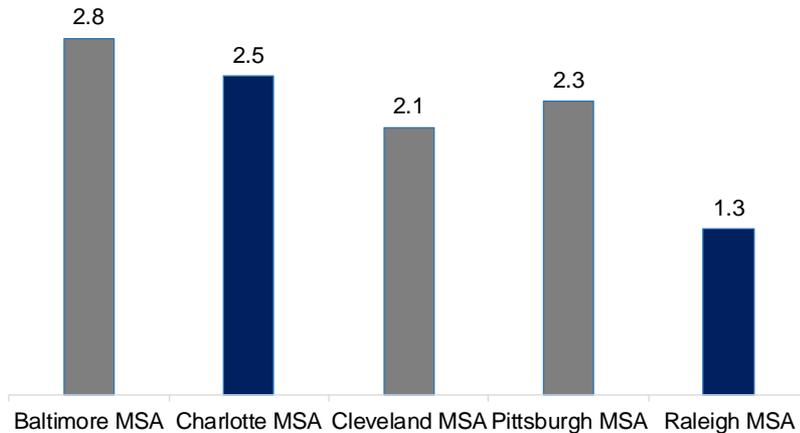
Total Businesses (thousands); Footprint Total = 1,338³



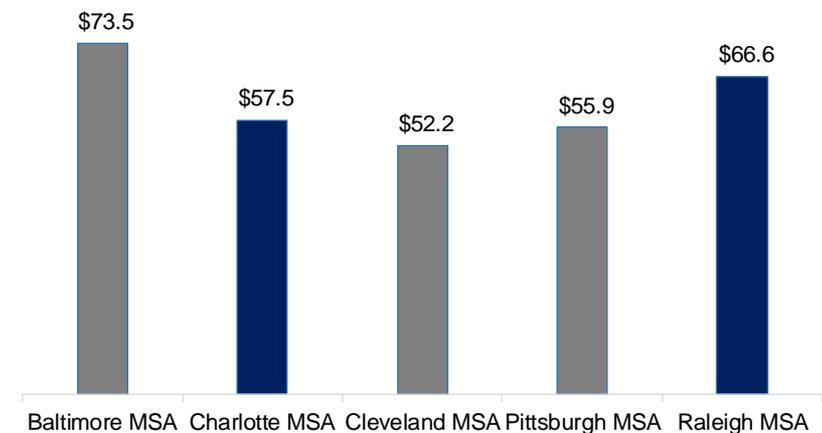
Total C&I Businesses (thousands)¹; Footprint Total = 232³



Total Population (millions)²; Footprint Total = 36.0³



Median Household Income (thousands)²



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.

Execution of FNB's Long-Term Growth Strategy

	Key Performance Indicators	1Q17	FY 2016	Long-Term Target	Strategy
Maintain Low-Risk Profile	Originated net charge-offs (annualized)/average loans	25 bps	34 bps	25-50 bps	Remain disciplined through the cycle
Drive Organic Revenue Growth	Average loans Average deposits Noninterest income/revenue ¹	5% -1% 23%	8% 7% 25%	7-9% 5-7% > 30%	Grow and deepen customer relationships
Improve Efficiency	Efficiency ratio	57.2%	55.4%	< 53%	Continue to generate positive operating leverage
Achieve Cost Savings	Integration expense savings	On track	40% of Metro Expense Base (complete)	25% of Yadkin expense base	Focus on process improvement and synergies, while reinvesting for the future
Optimize the Retail Bank	Deposits/branch (at period end)	\$51 million	\$50 million	Continued improvement compared to prior year	Project REDI branch optimization; "Clicks to Bricks" strategy

Successful Execution	ROAA² ROATCE²	0.95% 15.2%	0.95% 14.7%	>1.00% >15%	Deliver on FNB business Model
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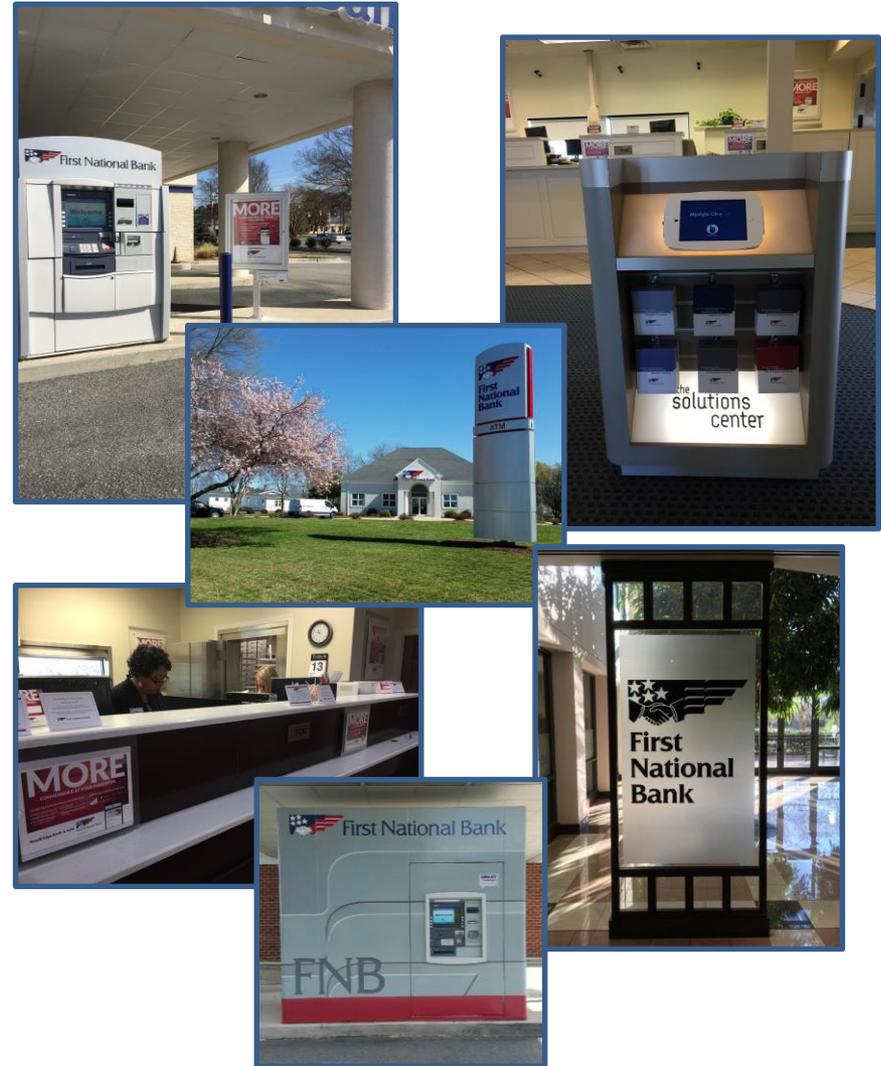
(1) Total noninterest income less net securities gains (losses) / total net interest income + noninterest income less net securities gains (losses). (2) Includes adjustments to reflect operating results, a non-GAAP measure, refer to Appendix for Non-GAAP to GAAP Reconciliation details.

Operating Results

1Q17 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”



1Q17 Financial Highlights

As of or for the period ending

		1Q17	4Q16	1Q16
Reported results	Net income available to common stockholders (millions)	\$21.0	\$49.3	\$24.1
	Earnings per diluted common share	\$0.09	\$0.23	\$0.12
	Book value per common share	\$13.16	\$11.68	\$11.50
Key operating results (non-GAAP)¹	Net income available to common stockholders (millions)	\$54.4	\$50.6	\$40.6
	Earnings per diluted common share	\$0.23	\$0.24	\$0.21
	Total organic average loan growth ²	5.3%	4.9%	8.2%
	Total organic average deposit growth ²	-1.1%	7.6%	6.2%
	Efficiency Ratio	57.2%	55.4%	56.4%
	Tangible common equity / tangible assets	6.80%	6.64%	6.93%
	Tangible book value per share	\$5.86	\$6.53	\$6.36

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

Asset Quality Results¹

\$ in thousands	1Q17	4Q16	1Q16	1Q17 Highlights
NPLs+OREO/Total average originated loans and leases + OREO	1.12%	0.91%	1.18%	
Originated Delinquency	0.94%	1.04%	0.93%	
Provision for credit losses²	\$10,850	\$12,705	\$11,768	<ul style="list-style-type: none"> Stable performance across the portfolio with satisfactory levels of net charge-offs
Net charge-offs (NCOs)²	\$8,127	\$11,540	\$5,980	<ul style="list-style-type: none"> Increase in NPLs+OREO was primarily related to \$19 million of acquired Yadkin OREO
NCOs (annualized)/Total average loans and leases²	0.20%	0.31%	0.18%	<ul style="list-style-type: none"> First quarter provision levels continue to exceed net charge-offs
NCOs (annualized)/Total average originated loans and leases	0.25%	0.38%	0.21%	<ul style="list-style-type: none"> Gross loan mark of approximately 3.5% of Yadkin portfolio was slightly better than initial due diligence
Allowance for credit losses/ Total originated loans and leases	1.19%	1.20%	1.26%	
Allowance for credit losses/ Total non-performing loans and leases	153.8%	182.8%	170.4%	

(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	1Q17	4Q16	1Q16	QoQ Organic ¹ Δ	YoY Organic ¹ Δ	1Q17 Highlights
Securities	\$4,980	\$4,364	\$3,526	NM	NM	<ul style="list-style-type: none"> Commercial loan growth led by Pittsburgh, Cleveland, and Maryland markets Consumer loan growth supported by residential mortgage, direct and indirect installment, and home-equity Growth in noninterest bearing checking offset by seasonal declines in interest checking and declines in non-relationship based time deposits Transaction deposits³ represent 82% of total deposits⁴ Loans to deposits ratio of 95%⁴
Total loans	\$16,190	\$14,820	\$13,243	5.3%	5.6%	
Commercial loans	\$9,664	\$8,651	\$7,779	4.2%	2.3%	
Consumer loans²	\$6,481	\$6,114	\$5,419	7.8%	10.7%	
Earning assets	\$21,273	\$19,299	\$16,899	NM	NM	
Total deposits	\$17,133	\$15,968	\$14,196	-1.1%	2.1%	
Transaction deposits³	\$14,243	\$13,407	\$11,620	-1.5%	3.4%	
Time deposits	\$2,889	\$2,561	\$2,576	1.2%	-4.1%	

(1) Organic growth % is annualized and excludes initial balances acquired via acquisition. (2) Includes Direct Installment, Indirect Installment, Residential and Consumer LOC portfolios. (3) Excludes time deposits. (4) Period-end as of March 31, 2017.

Revenue Highlights

\$ in thousands	1Q17	4Q16	1Q16	QoQ Δ	YoY Δ	1Q17 Highlights
Total interest income	\$194,693	\$177,168	\$155,754	9.9%	25.0%	<ul style="list-style-type: none"> • Net interest income growth driven by organic loan growth, acquired balances, and pre-investing in the securities portfolio prior to Yadkin • Stable reported net interest margin driven by higher yields offset by lower purchase accounting benefit • Continued positive results in capital markets, mortgage banking, and wealth management
Total interest expense	21,941	17,885	15,400	22.7%	42.5%	
Net interest income	\$172,752	\$159,283	\$140,354	8.5%	23.1%	
Non-interest income	55,116	51,066	46,044	7.9%	19.7%	
Total revenue	\$227,868	\$210,349	\$186,398	8.3%	22.2%	
Net interest margin (FTE)¹	3.35%	3.35%	3.40%	0 bps	-5 bps	
Purchase accounting accretion¹	0.06%	0.06%	0.06%	0 bps	0 bps	
Excess cash recoveries¹	0.01%	0.03%	0.01%	-2 bps	0 bps	
Net interest margin excluding purchase accounting accretion¹	3.28%	3.26%	3.33%	2 bps	-5 bps	

(1) A non-GAAP measure, refer to Appendix for further information.

Non-Interest Income

\$ in thousands	1Q17	4Q16	1Q16	QoQ Δ	YoY Δ	1Q17 Highlights
Service charges	\$24,807	\$25,175	\$21,134	-1.5%	17.4%	
Trust income	5,747	5,218	5,282	10.1%	8.8%	<ul style="list-style-type: none"> • First quarter 2017 non-interest income was supported by diverse fee income sources, and reflects some slight benefit from Yadkin
Insurance commissions and fees	5,141	4,436	4,921	15.9%	4.5%	
Securities commissions and fees	3,623	3,068	3,374	18.1%	7.4%	
Capital markets income	3,847	3,978	2,849	-3.3%	35.0%	<ul style="list-style-type: none"> • Insurance results reflected seasonal revenue benefit in the first quarter of 2017
Mortgage banking operations	3,790	4,194	1,595	-9.7%	137.5%	<ul style="list-style-type: none"> • Positive results in wealth management supported by strong equity markets
Net securities gains (losses)	2,625	116	71	NM	NM	
Other	5,536	4,881	6,818	13.4%	-18.8%	<ul style="list-style-type: none"> • Capital markets revenue included swap activity across existing and newly acquired markets
Total non-interest income	\$55,116	\$51,066	\$46,044	7.9%	19.7%	

Non-Interest Expense

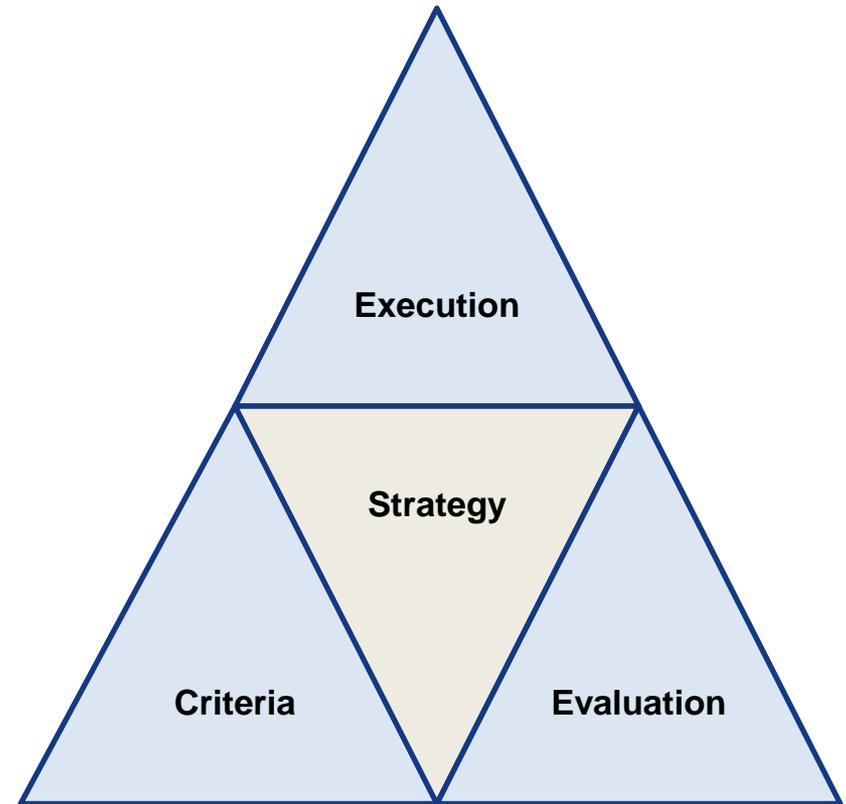
\$ in thousands	1Q17	4Q16	1Q16	QoQ Δ	YoY Δ	1Q17 Highlights
Salaries and employee benefits	\$73,578	\$61,117	\$56,425	20.4%	30.4%	
Occupancy and equipment	20,979	19,736	17,822	6.3%	17.7%	
FDIC insurance	5,387	4,858	3,968	10.9%	35.7%	<ul style="list-style-type: none"> The linked-quarter increase was primarily due to infrastructure investments, pre-hiring in advance of the Yadkin acquisition, and seasonality
Amortization of intangibles	3,098	1,602	2,649	93.3%	16.9%	
Other real estate owned	983	2,401	1,409	-59.1%	-30.2%	
Other	30,806	32,443	29,435	-5.0%	4.7%	<ul style="list-style-type: none"> Year-over-year expense increases also reflected previous acquisitions in the first half of 2016
Non-interest expense before merger-related expense	\$134,831	\$122,157	\$111,708	10.4%	20.7%	
Merger-related expense	52,724	1,649	24,940	NM	NM	
Total non-interest expense	\$187,555	\$123,806	\$136,648	51.5%	37.3%	

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



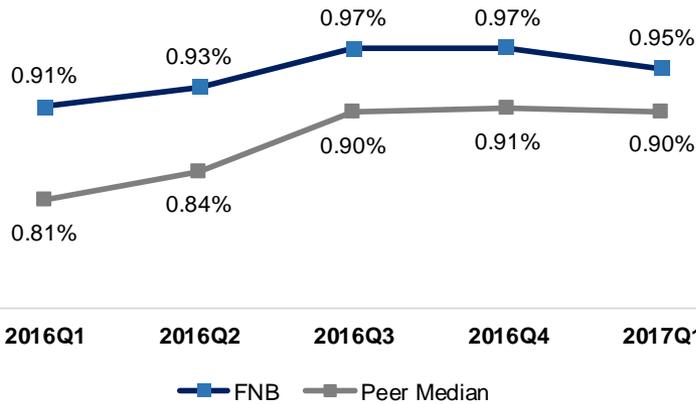
Annual Operating Trends

		2016	2015	2014	2013	2012
Operating Earnings¹ (Non-GAAP)	Net income available to common stockholders (millions)	\$187.7	\$153.7	\$143.6	\$123.1	\$115.6
	Earnings per diluted common share	\$0.90	\$0.87	\$0.85	\$0.84	\$0.83
Profitability Performance¹ (Non-GAAP)	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%
	Efficiency ratio	55.4%	56.1%	57.2%	58.9%	57.7%
Balance Sheet Organic Growth Trends²	Total loan growth	8.0%	9.7%	9.0%	6.3%	4.3%
	Commercial loan growth	7.4%	8.6%	9.1%	7.1%	5.4%
	Consumer loan growth ³	8.6%	11.4%	13.8%	12.8%	7.4%
	Transaction deposits and customer repo growth ⁴	8.0%	7.4%	6.3%	7.9%	9.6%
Asset Quality	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%
	Allowance for credit losses/Total originated loans and leases	1.20%	1.23%	1.22%	1.29%	1.39%
Capital	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

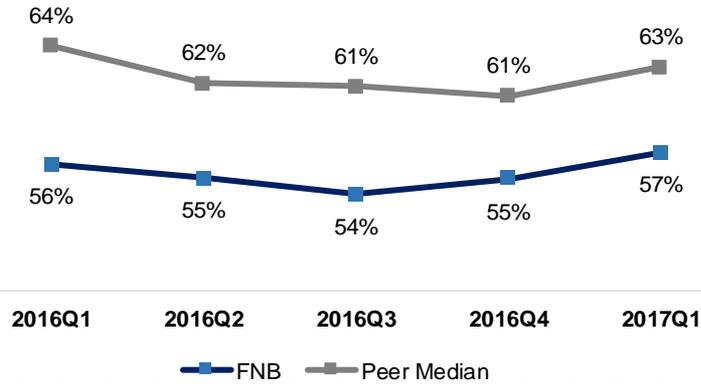
(1) Includes adjustments to reflect the impact of certain merger-related items, refer to Appendix for Non-GAAP to GAAP Reconciliation details. (2) Full-year average organic growth results. Organic growth results exclude initial balances acquired in the following acquisitions; FITB 2Q16, METR 1Q16, BofA 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

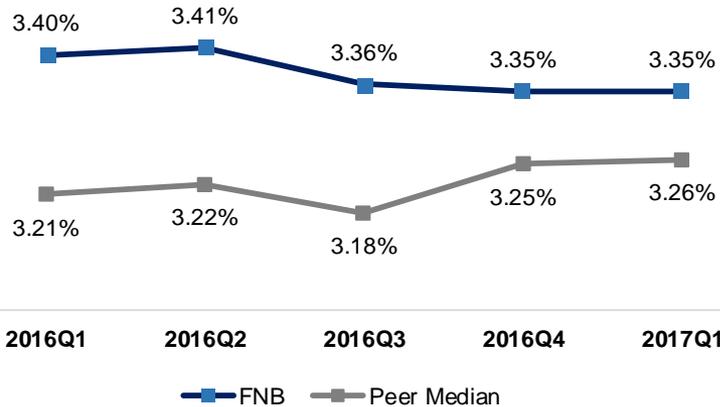
Return on Average Assets¹



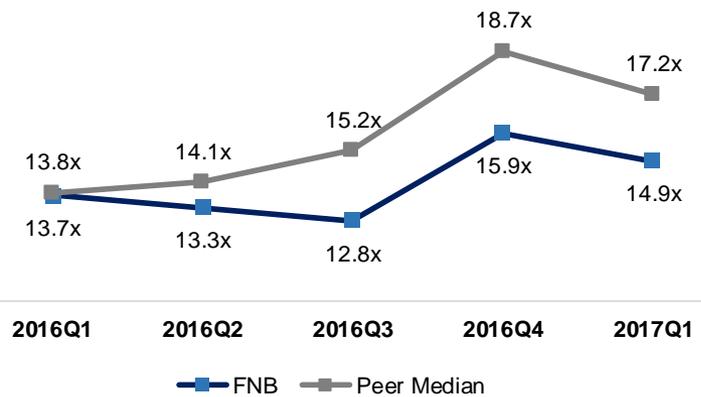
Efficiency Ratio¹



Net Interest Margin



Price / Next Year's Consensus EPS²

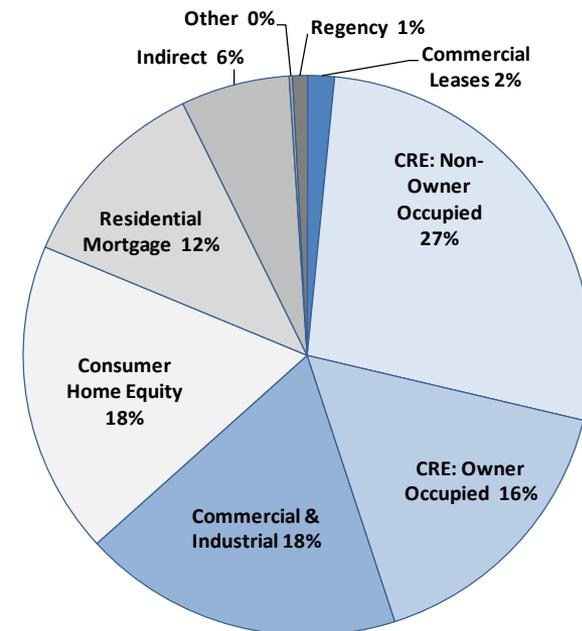


(1) Includes adjustments to reflect the impact of certain merger-related items, a non-GAAP measure, refer to Appendix for Non-GAAP to GAAP Reconciliation details. Peer data per SNL Financial. (2) Per SNL Financial.

Diversified Loan Portfolio

(\$ in millions)	3/31/2017	CAGR	% of Portfolio	
	Balance	12/31/11- 3/31/17	12/31/11	3/31/2017
C&I	\$3,686	20.8%	20%	18%
CRE: Non-Owner Occupied	5,485	33.6%	17%	27%
CRE: Owner Occupied	3,283	22.2%	17%	16%
Commercial Leasing	304	21.2%	2%	2%
Total Commercial	\$12,758	25.8%	56%	63%
Consumer Home Equity	3,643	19.9%	21%	18%
Residential Mortgage	2,314	28.5%	10%	12%
Indirect	1,250	17.9%	8%	6%
Other	38	-24.8%	3%	0%
Regency	174	1.1%	2%	1%
Total Loan Portfolio	\$20,178	22.8%	100%	100%

\$20.2 Billion Loan Portfolio
March 31, 2017



*C&I + Owner Occupied
CRE = 35% 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.

Loan Risk Profile

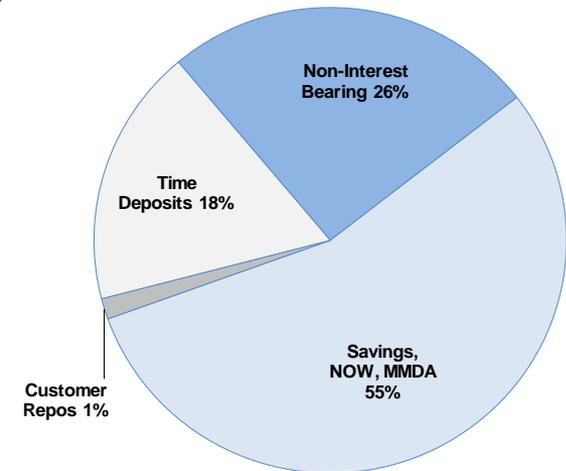
(\$ in millions)	3/31/2017	% of Loans	NPL's/Loans ¹	YTD Net Charge-Offs/Loans ¹	Total Past Due/Loans ¹
Commercial and Industrial	\$3,686	18.3%	1.36%	0.29%	1.41%
CRE: Non-Owner Occupied	5,485	27.2%	0.37%	-0.04%	0.40%
CRE: Owner Occupied	3,283	16.3%	1.11%	0.24%	1.21%
Home Equity and Other Consumer	3,643	18.1%	0.68%	0.11%	0.70%
Residential Mortgage	2,314	11.5%	0.67%	0.01%	1.00%
Indirect Consumer	1,250	6.2%	0.12%	0.53%	0.59%
Regency Finance	174	0.9%	4.53%	4.47%	3.94%
Commercial Leases	304	1.5%	0.80%	0.70%	1.32%
Other	38	0.2%	2.16%	7.86%	1.26%
Total	\$20,178	100.0%	0.81%	0.25%	0.94%

(1) Represents originated portfolio metric.

Deposits and Customer Repurchase Agreements

(\$ in millions)	3/31/2017	CAGR ²	Mix %	
	Balance	12/31/11 3/31/2017	12/31/11	3/31/2017
Savings, NOW, MMDA	\$11,909	24.4%	48%	55%
Non-Interest Bearing	5,538	31.0%	17%	26%
Transaction Deposits	\$17,447	26.3%		
Time Deposits	3,880	11.8%	27%	18%
Total Deposits	\$21,326	22.7%		
Customer Repos	311	-13.5%	8%	1%
Total Deposits and Customer Repo Agreements	\$21,637	21.1%	100%	100%
Transaction Deposits¹ and Customer Repo Agreements	\$17,757	23.8%	73%	82%

\$21.6 Billion Deposits and
Customer Repo Agreements
March 31, 2017



Loans to Deposits and Customer Repo Agreements Ratio = 93.3% (3/31/2017)
Loans to Deposits Ratio = 94.6% (3/31/2017)

- New client acquisition and relationship-based focus reflected in favorable deposit mix
 - 23.8% average growth for transaction deposits and customer repo agreements²
 - 82% of total deposits and customer repo agreements are transaction-based deposits¹

Note: Balance, CAGR and % of Portfolio based on period-end balances. (1) Transaction deposits include savings, NOW, MMDA and non-interest bearing deposits.

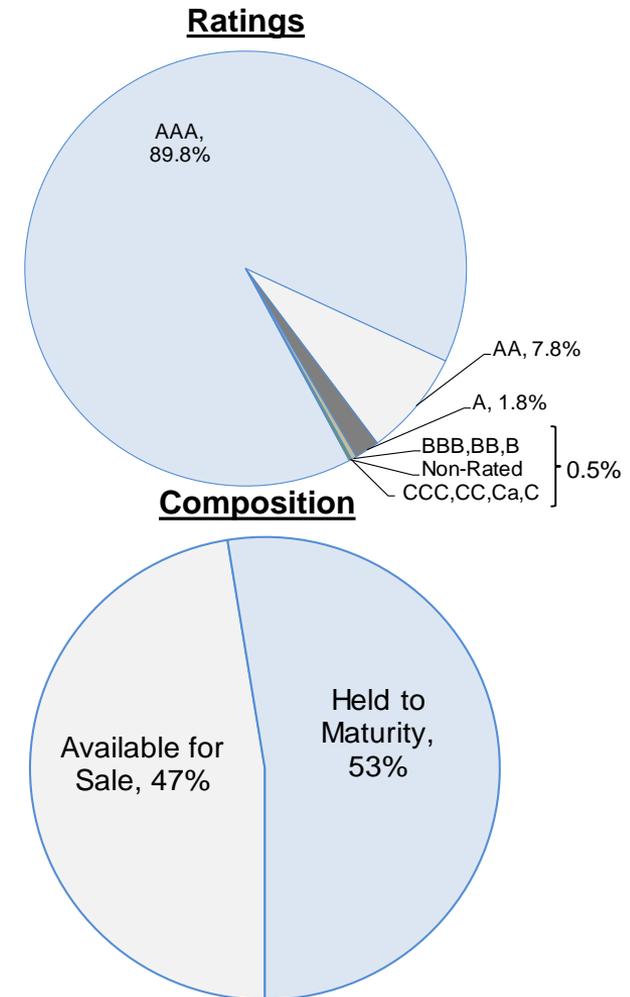
(2) December 31, 2011 through March 31, 2017.

Investment Portfolio

(\$ in millions ¹)	%		Ratings	
	Portfolio	Investment %		
Agency MBS	\$2,887	52%	AAA	100%
Agency CMO	1,303	23%	AAA	100%
Agency Debentures	643	12%	AAA	100%
Municipals	585	11%	AAA	8%
			AA	75%
			A	17%
Commercial MBS ²	82	2%	AAA	100%
US Treasury	30	<1%	AAA	100%
Other	32	<1%	Various	
			/NR	
Total Investment Portfolio	\$5,561	100%		

- 98% of total portfolio rated AA or better, 99% rated A or better
- Relatively low duration of 4.1
- 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
 - 70% from municipalities located in footprint states.

Highly Rated \$5.6 Billion Investment Portfolio
March 31, 2017



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

2017 Peer Group Listing

Ticker	Institution
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

Ticker	Institution
PBCT	People's United Financial, Inc.
PB	Prosperity Bancshares, Inc.
SNV	Synovus Financial Corp.
TCB	TCF Financial Corp.
UMPQ	Umpqua Holdings Corp.
VLV	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

Operating net income available to common stockholders

	For The Quarter Ended				
	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16	31-Mar-16
Net income available to common stockholders	\$ 20,969	\$ 49,280	\$ 50,158	\$ 39,290	\$ 24,122
Pre-tax merger-related expenses	52,724	1,649	299	10,551	24,940
Tax impact of merger-related expenses	(17,579)	(341)	(105)	(3,693)	(8,411)
Pre-tax merger-related net securities gains	(2,609)	-	-	-	-
Tax impact of merger-related net securities gains	913	-	-	-	-
Operating net income available to common stockholders (non-GAAP)	\$ 54,418	\$ 50,588	\$ 50,352	\$ 46,148	\$ 40,651

Operating net income per diluted common share

Net income per diluted common share	\$ 0.09	\$ 0.23	\$ 0.24	\$ 0.19	\$ 0.12
Effect of merger-related expenses	0.22	0.01	0.00	0.05	0.13
Effect of tax impact of merger-related expenses	(0.07)	(0.00)	(0.00)	(0.02)	(0.04)
Effect of pre-tax merger-related net securities gains	(0.01)	-	-	-	-
Effect of tax impact of merger-related net securities gains	0.00	-	-	-	-
Operating net income per diluted common share (non-GAAP)	\$ 0.23	\$ 0.24	\$ 0.24	\$ 0.22	\$ 0.21

GAAP to Non-GAAP Reconciliation

	For The Quarter Ended				
	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16	31-Mar-16
\$ in thousands except per share amounts					
Return on average tangible common equity					
Net income available to common stockholders (annualized)	\$ 85,042	\$ 196,049	\$ 199,543	\$ 158,025	\$ 97,020
Amortization of intangibles, net of tax (annualized)(1)	10,071	5,857	10,970	10,551	8,404
Tangible net income available to common stockholders (annualized)	\$ 95,113	\$ 201,906	\$ 210,513	\$ 168,576	\$ 105,424
Average total stockholders' equity	\$ 3,007,853	\$ 2,573,768	\$ 2,562,693	\$ 2,532,226	\$ 2,329,715
Less: Average preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: Average intangible assets	1,381,712	1,089,216	1,093,378	1,090,542	965,595
Average tangible common equity	\$ 1,519,259	\$ 1,377,670	\$ 1,362,433	\$ 1,334,802	\$ 1,257,238
Return on average tangible common equity (non-GAAP)	6.26%	14.66%	15.45%	12.63%	8.39%
Operating return on average tangible common equity					
Operating net income avail to common stockholders (annualized)	\$ 220,695	\$ 201,253	\$ 200,314	\$ 185,606	\$ 163,498
Amortization of intangibles, net of tax (annualized)(1)	10,071	5,857	10,970	10,551	8,404
Tangible operating net income avail to common stockholders (annualized)	\$ 230,766	\$ 207,110	\$ 211,284	\$ 196,157	\$ 171,902
Average total stockholders' equity	\$ 3,007,853	\$ 2,573,768	\$ 2,562,693	\$ 2,532,226	\$ 2,329,715
Less: Average preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: Average intangible assets	1,381,712	1,089,216	1,093,378	1,090,542	965,595
Average tangible common equity	\$ 1,519,259	\$ 1,377,670	\$ 1,362,433	\$ 1,334,802	\$ 1,257,238
Operating return on average tangible common equity (non-GAAP)	15.19%	15.03%	15.51%	14.70%	13.67%

(1) Amortization of intangibles includes the annualized amortization of contra-revenue from mortgage servicing rights. Starting in the most recent quarter, the values of this amortization are, in thousands, \$722, \$663, \$671, \$648, and \$565, respectively.

GAAP to Non-GAAP Reconciliation

	For The Quarter Ended				
	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16	31-Mar-16
\$ in thousands except per share amounts					
Return on average tangible assets					
Net income (annualized)	\$ 93,191	\$ 204,050	\$ 207,540	\$ 166,106	\$ 105,101
Amortization of intangibles, net of tax (annualized)(1)	10,071	5,857	10,970	10,551	8,404
Tangible net income (annualized)	\$ 103,262	\$ 209,907	\$ 218,510	\$ 176,657	\$ 113,505
Average total assets	\$ 24,062,099	\$ 21,609,635	\$ 21,386,156	\$ 20,780,413	\$ 18,916,639
Less: Average intangible assets	1,381,712	1,089,216	1,093,378	1,090,542	965,595
Average tangible assets	\$ 22,680,387	\$ 20,520,419	\$ 20,292,778	\$ 19,689,871	\$ 17,951,044
Return on average tangible assets (non-GAAP)	0.46%	1.02%	1.08%	0.90%	0.63%
Operating return on average tangible assets					
Operating net income (annualized)	\$ 228,847	\$ 209,253	\$ 208,310	\$ 193,688	\$ 171,579
Amortization of intangibles, net of tax (annualized)(1)	10,071	5,857	10,970	10,551	8,404
Tangible operating net income (annualized)	\$ 238,918	\$ 215,110	\$ 219,280	\$ 204,239	\$ 179,983
Average total assets	\$ 24,062,099	\$ 21,609,635	\$ 21,386,156	\$ 20,780,413	\$ 18,916,639
Less: Average intangible assets	1,381,712	1,089,216	1,093,378	1,090,542	965,595
Average tangible assets	\$ 22,680,387	\$ 20,520,419	\$ 20,292,778	\$ 19,689,871	\$ 17,951,044
Operating return on average tangible assets (non-GAAP)	1.05%	1.05%	1.08%	1.04%	1.00%

(1) Amortization of intangibles includes the annualized amortization of contra-revenue from mortgage servicing rights. Starting in the most recent quarter, the values of this amortization are, in thousands, \$722, \$663, \$671, \$648, and \$565, respectively.

GAAP to Non-GAAP Reconciliation

	For The Quarter Ended				
	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16	31-Mar-16
\$ in thousands except per share amounts					
Return on average assets					
Net income (annualized)	\$ 93,191	\$ 204,050	\$ 207,540	\$ 166,106	\$ 105,101
Average total assets	\$ 24,062,099	\$ 21,609,635	\$ 21,386,156	\$ 20,780,413	\$ 18,916,639
Return on average assets	0.39%	0.94%	0.97%	0.80%	0.56%
Operating return on average assets					
Operating net income (annualized)	\$ 228,847	\$ 209,253	\$ 208,310	\$ 193,688	\$ 171,579
Average total assets	\$ 24,062,099	\$ 21,609,635	\$ 21,386,156	\$ 20,780,413	\$ 18,916,639
Operating return on average assets (non-GAAP)	0.95%	0.97%	0.97%	0.93%	0.91%

GAAP to Non-GAAP Reconciliation

	For The Quarter Ended				
	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16	31-Mar-16
\$ in thousands except per share amounts					
Tangible book value per common share (at period-end)					
Total stockholders' equity	\$ 4,355,795	\$ 2,571,617	\$ 2,570,580	\$ 2,545,337	\$ 2,518,021
Less: preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: intangibles	2,356,800	1,085,935	1,091,876	1,094,687	1,077,809
Tangible common equity	\$ 1,892,113	\$ 1,378,800	\$ 1,371,822	\$ 1,343,768	\$ 1,333,330
Ending common shares outstanding	322,906,763	211,059,547	210,224,194	210,120,601	209,733,291
Tangible book value per common share (non-GAAP)	\$ 5.86	\$ 6.53	\$ 6.53	\$ 6.40	\$ 6.36
Tangible Common Equity Ratio (at period-end)					
Total stockholders equity	\$ 4,355,795	\$ 2,571,617	\$ 2,570,580	\$ 2,545,337	\$ 2,518,021
Less: Preferred stockholders' equity	106,882	106,882	106,882	106,882	106,882
Less: Intangibles	2,356,800	1,085,935	1,091,876	1,094,687	1,077,809
Tangible common equity	\$ 1,892,113	\$ 1,378,800	\$ 1,371,822	\$ 1,343,768	\$ 1,333,330
Total assets	\$ 30,190,695	\$ 21,844,817	\$ 21,583,914	\$ 21,214,967	\$ 20,324,525
Less: Intangibles	2,356,800	1,085,935	1,091,876	1,094,687	1,077,809
Tangible assets	\$ 27,833,895	\$ 20,758,882	\$ 20,492,037	\$ 20,120,279	\$ 19,246,715
Tangible Common Equity Ratio (non-GAAP)	6.80%	6.64%	6.69%	6.68%	6.93%

GAAP to Non-GAAP Reconciliation

	For The Quarter Ended				
	31-Mar-17	31-Dec-16	30-Sep-16	30-Jun-16	31-Mar-16
\$ in thousands except per share amounts					
Efficiency Ratio					
Non-interest expense	\$ 187,555	\$ 123,806	\$ 121,050	\$ 129,629	\$ 136,648
Less: amortization of intangibles	3,098	1,602	3,571	3,388	2,649
Less: OREO expense	983	2,401	1,172	172	1,409
Less: merger costs	52,724	1,649	299	10,551	24,940
Less: impairment charge on other assets	-	-	-	-	2,585
Adjusted non-interest expense	\$ 130,750	\$ 118,154	\$ 116,008	\$ 115,520	\$ 105,065
Net interest income	\$ 172,752	\$ 159,283	\$ 157,506	\$ 154,369	\$ 140,354
Taxable equivalent adjustment	3,522	3,099	2,895	2,791	2,463
Non-interest income	55,116	51,066	53,240	51,411	46,044
Less: net securities gains	2,625	116	299	226	71
Less: gain on redemption of trust preferred securities	-	-	-	-	2,422
Adjusted net interest income (FTE) + non-interest income	\$ 228,765	\$ 213,332	\$ 213,342	\$ 208,344	\$ 186,368
Efficiency Ratio (non-GAAP)	57.15%	55.38%	54.38%	55.45%	56.38%

GAAP to Non-GAAP Reconciliation

\$ in thousands except per share amounts

Operating net income available to common stockholders

Net Income available to common stockholders

Merger-related expenses, net of tax

Operating net income available to common stockholders (non-GAAP)

	For The Fiscal Year				
	2016	2015	2014	2013	2012
\$	162,850	\$ 151,608	\$ 135,698	\$ 117,804	\$ 110,410
	24,889	2,084	7,897	5,337	5,203
\$	187,739	\$ 153,692	\$ 143,595	\$ 123,141	\$ 115,613

Operating net income per diluted common share

Net income per diluted common share

Effect of merger-related expenses, net of tax

Operating net income per diluted common share (non-GAAP)

\$	0.78	\$ 0.86	\$ 0.80	\$ 0.80	\$ 0.79
	0.12	0.01	0.05	0.04	0.04
\$	0.90	\$ 0.87	\$ 0.85	\$ 0.84	\$ 0.83

GAAP to Non-GAAP Reconciliation

	For The Fiscal Year				
	2016	2015	2014	2013	2012
\$ in thousands except per share amounts					
Return on average tangible common equity					
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%
Operating return on tangible common equity					
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					
Return on average assets					
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%
Operating return on average assets					
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					
Efficiency Ratio					
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%