



F.N.B. Corporation

Annual Shareholders' Meeting

May 7, 2025

Cautionary Statement Regarding Forward-Looking Information

This document contains “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are those that do not relate to historical facts and that are based on current assumptions, beliefs, estimates, expectations and projections, many of which, by their nature, are inherently uncertain and beyond our control. Forward-looking statements may relate to various matters, including our financial condition, results of operations, plans, objectives, future performance, business or industry, and usually can be identified by the use of forward-looking words, such as “anticipates,” “assumes,” “believes,” “can,” “continues,” “could,” “estimates,” “expects,” “forecasts,” “goal,” “intends,” “likely,” “may,” “might,” “objective,” “plans,” “potential,” “projects,” “remains,” “should,” “target,” “trend,” “will,” “would,” or similar words or expressions or variations thereof, and the negative thereof, but these terms are not the exclusive means of identifying such statements. You should not place undue reliance on forward-looking statements, as they are subject to risks and uncertainties, including, but not limited to, those described below. When considering these forward-looking statements, you should keep in mind these risks and uncertainties, as well as any cautionary statements we may make.

There are various important factors that could cause future results to differ materially from historical performance and any forward-looking statements. Factors that might cause such differences, include, but are not limited to:

- the credit risk associated with the substantial amount of commercial loans and leases in our loan portfolio;
- the volatility of the mortgage banking business;
- changes in market interest rates and the unpredictability of monetary, tax and other policies of government agencies, including tariffs or the imposition of new tariffs, trade wars, barriers or restrictions, or threats of such actions;
- the impact of changes in interest rates on the value of our investment securities portfolios;
- changes in our ability to obtain liquidity as and when needed to fund our obligations as they come due, including as a result of adverse changes to our credit ratings;
- the risk associated with uninsured deposit account balances;
- regulatory limits on our ability to receive dividends from our subsidiaries and pay dividends to our shareholders;
- our ability to recruit and retain qualified banking professionals;
- the financial soundness of other financial institutions and the impact of volatility in the banking sector on us;
- changes and instability in economic conditions and financial markets, in the regions in which we operate or otherwise, including a contraction of economic activity and economic downturn;
- our ability to continue to invest in technological improvements as they become appropriate or necessary;
- any interruption in or breach in security of our information systems, or other cybersecurity risks;
- risks associated with reliance on third-party vendors;
- risks associated with the use of models, estimations and assumptions in our business;
- the effects of adverse weather events and public health emergencies;
- the risks associated with acquiring other banks and financial services businesses, including integration into our existing operations;
- the extensive federal and state regulations, supervision and examination governing almost every aspect of our operations, and potential expenses associated with complying with such regulations;
- our ability to comply with the consent orders entered into by First National Bank of Pennsylvania with the Department of Justice and the North Carolina State Department of Justice, and related costs and potential reputational harm;
- changes in federal, state or local tax rules and regulations or interpretations, or accounting policies, standards and interpretations;
- the effects of climate change and related legislative and regulatory initiatives; and
- any reputation, credit, interest rate, market, operational, litigation, legal, liquidity, regulatory and compliance risk resulting from developments related to any of the risks discussed above.

FNB cautions that the risks identified here are not exhaustive of the types of risks that may adversely impact FNB and actual results may differ materially from those expressed or implied as a result of these risks and uncertainties, including, but not limited to, the risk factors and other uncertainties described under Item 1A. Risk Factors and the Risk Management sections of our 2024 Annual Report on Form 10-K (including the MD&A section), our subsequent 2025 Quarterly Reports on Form 10-Q (including the risk factors and risk management discussions) and our other 2025 filings with the SEC, which are available on our corporate website at <https://www.fnb-online.com/about-us/investor-information/reports-and-filings> or the SEC’s website at www.sec.gov. We have included our web address as an inactive textual reference only. Information on our website is not part of our SEC filings.

You should treat forward-looking statements as speaking only as of the date they are made and based only on information then actually known to FNB. FNB does not undertake, and specifically disclaims any obligation to update or revise any forward-looking statements to reflect the occurrence of events or circumstances after the date of such statements except as required by law.



Annual Meeting Rules of Conduct

ANNUAL MEETING OF SHAREHOLDERS

F.N.B. Corporation Management Team

Vincent J. Delie, Jr.

Chairman, President & Chief Executive Officer
F.N.B. Corporation and First National Bank of Pennsylvania

James G. Orie

F.N.B. Corporation Chief Legal Officer and Corporate Secretary

Vincent J. Calabrese, Jr.

F.N.B. Corporation Chief Financial Officer

Gary L. Guerrieri

F.N.B. Corporation Chief Credit Officer

Annual Meeting Agenda

1. Official Business Matters
2. Management Presentation
3. Questions and Answers

Corporate Secretary's Report

- ✓ Printed Notice Mailed March 28, 2025
 - Distributed to Shareholders of Record as of March 10, 2025
- ✓ Quorum
- ✓ 2024 Annual Meeting Minutes
- ✓ Appointment of Judges of Election and Inspector of Election

Judges of Election:

Christopher Chan

Lisa Hajdu

Lou Melocchi

Inspector of Election:

Peter Friz

Broadridge Financial Solutions, Inc.

F.N.B. Corporation Annual Shareholder Meeting Proposals

Three Proposals Were Presented to FNB Shareholders.

Proposal 1: F.N.B. Corporation Director Election:

Pamela A. Bena	Mary Jo Dively	Heidi A. Nicholas
William B. Campbell	David J. Malone	John S. Stanik
James D. Chiafullo	Frank C. Mencini	William J. Strimbu
Vincent J. Delie, Jr.	David L. Motley	

Proposal 2 (Advisory Resolution): Named Executive Officer 2024 Compensation: Say on Pay

Proposal 3: Ratification of Ernst & Young, LLP Appointment for 2025

F.N.B. Corporation Annual Shareholder Voting Results

Three Proposals Were Approved.

 **Proposal 1:** F.N.B. Corporation Director Election:

Pamela A. Bena	Mary Jo Dively	Heidi A. Nicholas
William B. Campbell	David J. Malone	John S. Stanik
James D. Chiafullo	Frank C. Mencini	William J. Strimbu
Vincent J. Delie, Jr.	David L. Motley	

 **Proposal 2 (Advisory Resolution):** Named Executive Officer 2024
Compensation: Say on Pay

 **Proposal 3:** Ratification of Ernst & Young, LLP Appointment for 2025

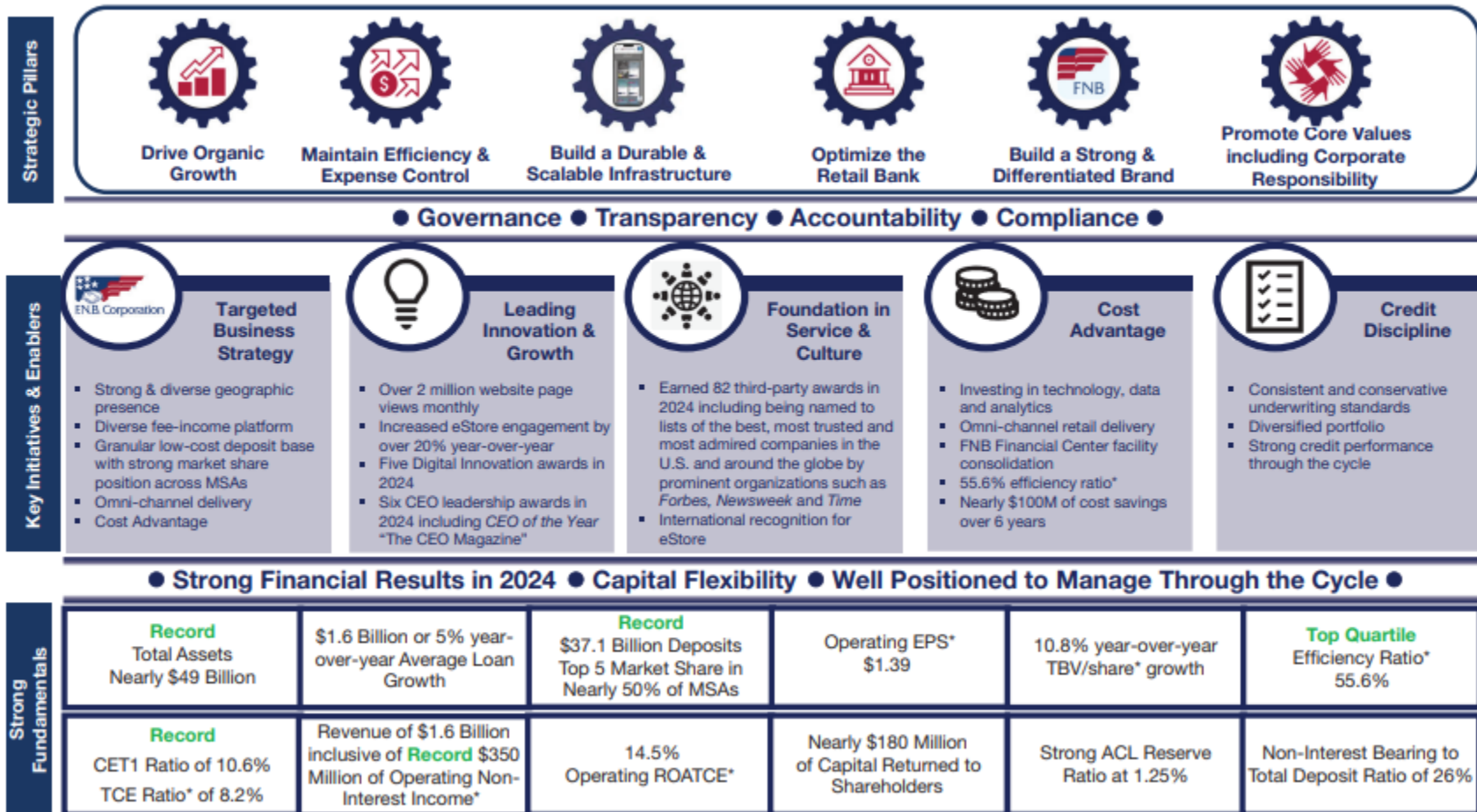


Management Presentation

ANNUAL MEETING OF SHAREHOLDERS

Stated Strategic Objectives and Accomplishments in 2024

Our overall goal is to generate sustainable shareholder value and drive long-term results.



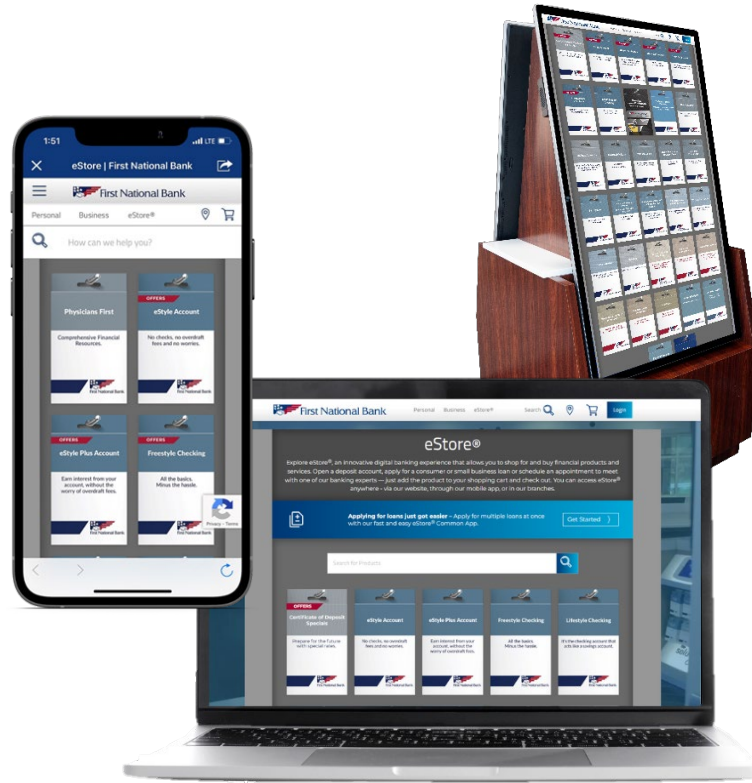
eStore® Digital Banking Experience

Aggregates product offerings for a consistent and convenient experience across multiple banking channels.

Clicks-to-bricks: Omnichannel banking experience across mobile, in-branch kiosk and computer.

eStore named
Best Digital Initiative
at Banking Tech Awards USA.

10% increase in total eStore interactions year-over-year.⁽¹⁾



Customers can shop, compare and **buy** products, **access** financial education, and **schedule** an appointment with our bankers.

Streamlined customer experience.

Digital transformation tools including documentation upload, authentication, and eSignature.

eStore Connect: The next evolution of eStore combines an eStore kiosk and an ATM with TellerChat (ITM) so customers can shop and transact.

(1) Reflects total eStore interactions in 2024 compared to 2023.

Strong 2024 Performance

FNB Remains Focused on Creating Long-term Shareholder Value.

Solid Profitability Metrics Full Year 2024

14.5%

Operating
ROATCE⁽¹⁾

1.2%

Operating
ROATA⁽¹⁾

55.6%

Efficiency Ratio⁽¹⁾⁽²⁾

3.09%

Net Interest
Margin⁽¹⁾⁽²⁾

Significant Capital, Reserves & Liquidity as of December 31, 2024

8.2%

TCE/TA⁽¹⁾

10.6%

CET1

1.25%

ACL Ratio

91.5%

Loan-to-Deposit
Ratio

Continued Balance Sheet Growth as of December 31, 2024

5.0%

Total Loan
Growth⁽³⁾

6.9%

Total Deposit
Growth⁽³⁾

26.3%

Non-Interest
Bearing Deposit to
Total Deposit Ratio

10.8%

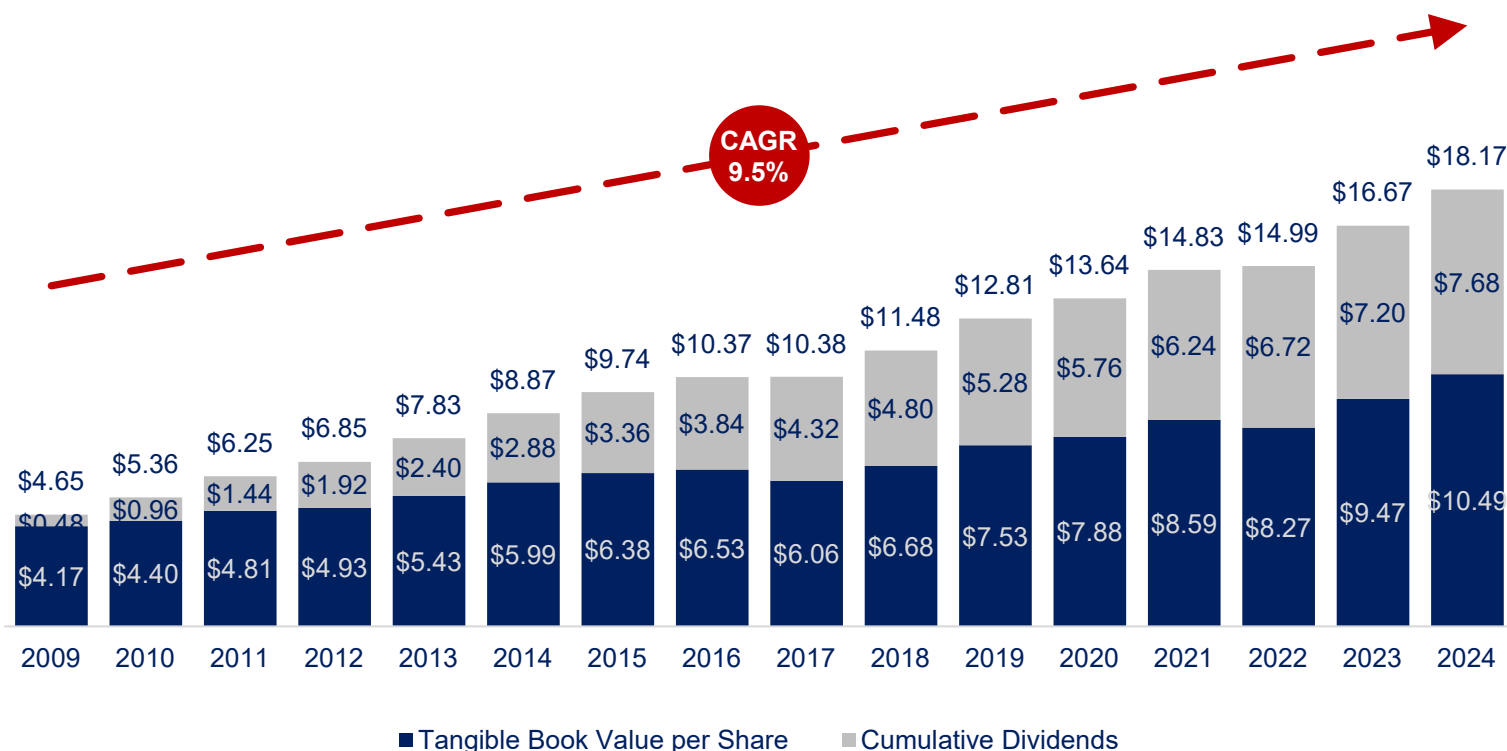
TBV Growth⁽¹⁾⁽³⁾

(1) A non-GAAP measure, refer to the forms filed with the SEC for more information. (2) FTE basis. (3) Comparison to December 31, 2023.

Long-term Shareholder Value

FNB seeks to deliver a balance of earnings growth, dividends and tangible book value growth.

Tangible Book Value + Cumulative Dividends



In the past 15 years, FNB has returned \$2.2 billion to shareholders through our consistent quarterly common dividend and share repurchase program.

(1) A non-GAAP measure, refer to the forms filed with the SEC for more information.



First Quarter 2025 Financial Results

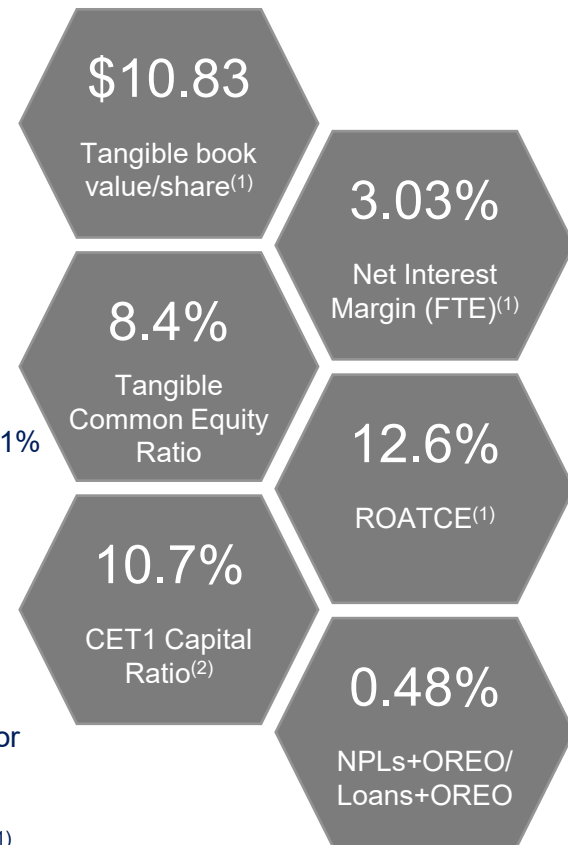
ANNUAL MEETING OF SHAREHOLDERS

Key Financial Highlights for First Quarter 2025

Tangible book value⁽¹⁾ equaled a record \$10.83 per share with year-over-year growth of \$1.19 or 12.3%.

(compared to the year-ago quarter, unless stated otherwise)

- ❖ Net income available to common shareholders of \$116.5 million, or \$0.32 per diluted common share.
- ❖ Total deposits (period-end) increased \$131.7 million, or 1.4% annualized, linked-quarter, with the mix of non-interest-bearing deposits to total deposits stable at 26%.
- ❖ Total loans and leases (period-end) increased \$296.4 million, or 3.5% annualized, linked-quarter.
 - Consumer loans increased \$224.3 million.
 - Commercial loans and leases increased \$72.1 million.
- ❖ Loan-to-deposit ratio equaled 92% at March 31, 2025, compared to 91% at December 31, 2024, and 94% at March 31, 2024.
- ❖ Revenue totaled \$411.6 million, a linked-quarter increase of 10.3% on a reported basis and 1.1% on an operating basis⁽¹⁾⁽²⁾.
- ❖ Overall, asset quality metrics remain at solid levels.
 - The provision for credit losses was \$17.5 million, a decrease of \$4.8 million from the prior quarter.
 - Net charge-offs of \$12.5 million, or 0.15% annualized of total average loans, compared to \$20.6 million, or 0.24% annualized, in the prior quarter.
- ❖ Record tangible book value⁽¹⁾ (TBV) of \$10.83 per share with year-over-year growth of \$1.19, or 12.3%.
- ❖ Record capital metrics: CET1⁽³⁾ ratio of 10.7% and tangible common equity to tangible assets⁽¹⁾ (TCE/TA) of 8.4%.
- ❖ During the first quarter of 2025, the Company repurchased 0.7 million shares of common stock at a weighted average share price of \$13.48 while maintaining capital above stated operating levels and supporting loan growth in the quarter.

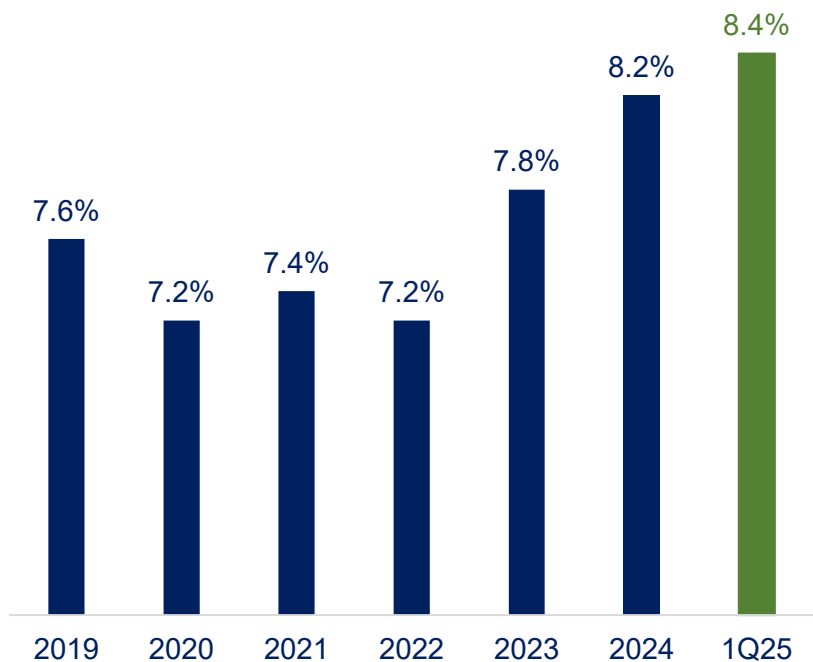


(1) A non-GAAP measure, refer to the 8-K Form filed with the SEC on April 17, 2025, for more information. (2) Estimated for 1Q24.

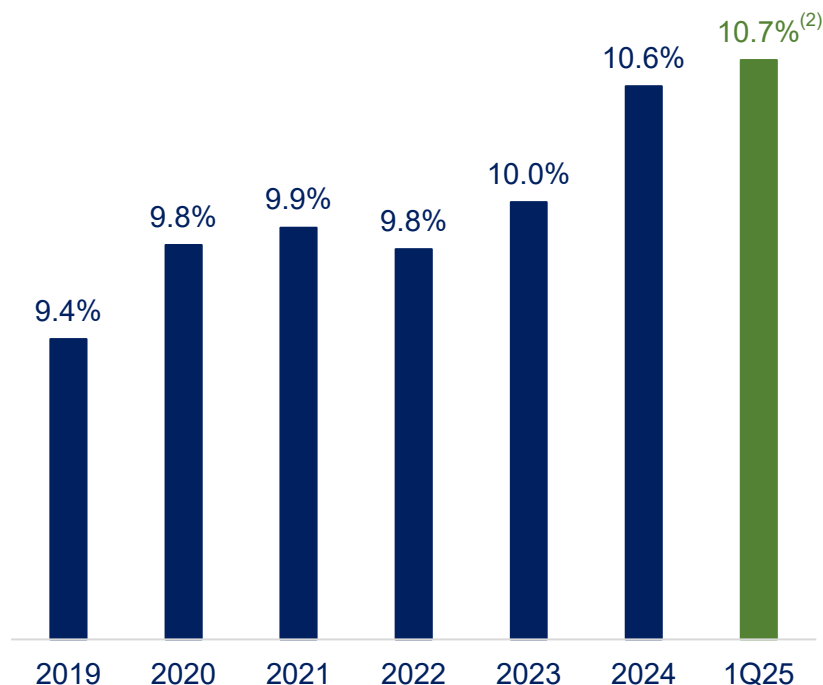
Strong Capital Position

FNB's record capital levels provide ample flexibility to grow the balance sheet and optimize shareholder returns while appropriately managing risk.

TCE Ratio⁽¹⁾



CET1 Ratio

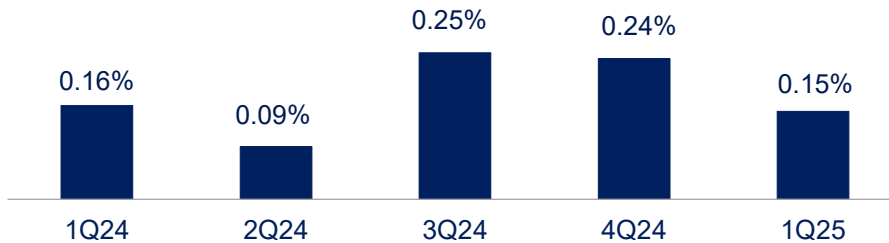


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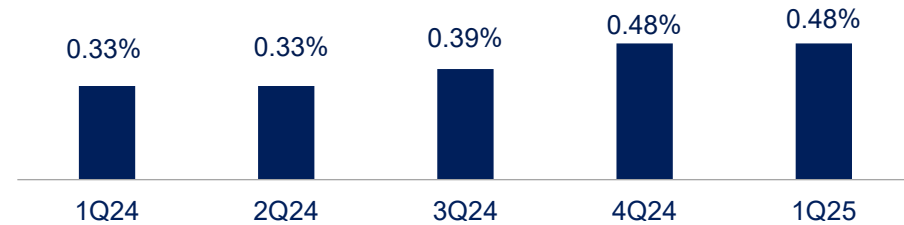
Asset Quality Ratios

Asset quality metrics remain at or near historical lows and FNB will continue to manage risk proactively as part of our core credit philosophy.

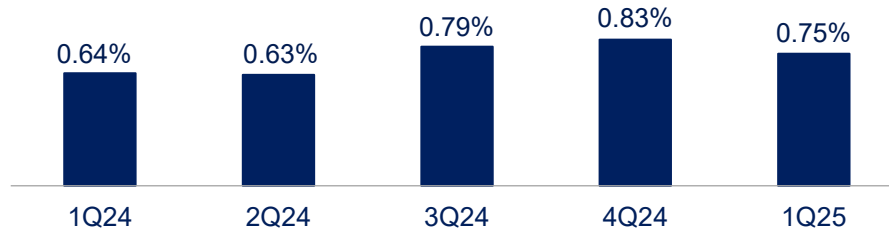
NCO's (Annualized) to Average Loans



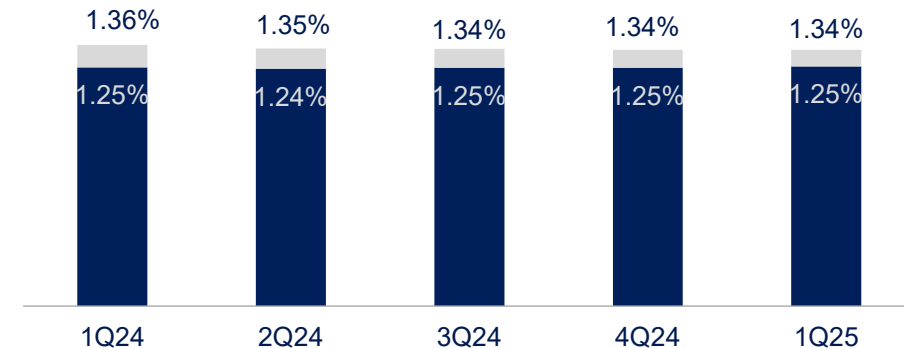
NPL's and OREO to Loans and OREO



Delinquency to Spot Loans



ACL to Total Loans



Reflects ACL/ Total loans, including the remaining accretable discount on acquired loans⁽¹⁾

(1) A non-GAAP measure, refer to the 8-K Form filed with the SEC on April 17, 2025, for more information.

Award Winning Leadership, Performance and Service

Leadership



Brand Finance®
Top 100 US Brand Guardians
Top 20 Bank CEOs Globally

Innovation



Performance



Workplace





Questions and Answers

ANNUAL MEETING OF SHAREHOLDERS



Thank You for Attending

ANNUAL MEETING OF SHAREHOLDERS

