F.N.B. Corporation

Sterne, Agee & Leach, Inc.

2010 Financial Services Symposium

February 9, 2010

Forward-Looking Statements

This presentation and the reports F.N.B. Corporation files with the Securities and Exchange Commission often contain “forward-looking statements” relating to present or future trends or factors affecting the banking industry and, specifically, the financial operations, markets and products of F.N.B. Corporation. These forward-looking statements involve certain risks and uncertainties. There are a number of important factors that could cause F.N.B. Corporation’s future results to differ materially from historical performance or projected performance. These factors include, but are not limited to: (1) a significant increase in competitive pressures among financial institutions; (2) changes in the interest rate environment that may reduce interest margins; (3) changes in prepayment speeds, loan sale volumes, charge-offs and loan loss provisions; (4) general economic conditions; (5) legislative or regulatory changes that may adversely affect the businesses in which F.N.B. Corporation is engaged; (6) technological issues which may adversely affect F.N.B. Corporation’s financial operations or customers; (7) changes in the securities markets; (8) risk factors mentioned in the reports and registration statements F.N.B. Corporation files with the Securities and Exchange Commission; (9) housing prices; (10) job market; (11) consumer confidence and spending habits; (12) estimates of fair value of certain F.N.B. Corporation assets and liabilities or (13) various monetary and fiscal policies and regulations of the U.S. Government. F.N.B. Corporation undertakes no obligation to revise these forward-looking statements or to reflect events or circumstances after the date of this presentation.

Non-GAAP Financial Information

To supplement its consolidated financial statements presented in accordance with Generally Accepted Accounting Principles (GAAP), the Corporation provides additional measures of operating results, net income and earnings per share (EPS) adjusted to exclude certain costs, expenses, and gains and losses. The Corporation believes that these non-GAAP financial measures are appropriate to enhance the understanding of its past performance as well as prospects for its future performance. 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 required presentations and reconciliations are contained herein and can be found at our website, www.fnbcorporation.com, under "Shareholder and Investor Relations" by clicking on "Non-GAAP Reconciliation."

The Appendix to this presentation contains non-GAAP financial measures used by the Corporation to provide information useful to investors in understanding the Corporation's operating performance and trends, and facilitate comparisons with the performance of the Corporation's peers. While the Corporation believes that these non-GAAP financial measures are useful in evaluating the Corporation, 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 the Corporation 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 the Corporation's financial results disclosed on January 25, 2010 and in its periodic filings with the Securities and Exchange Commission.

F.N.B. Corporation

Headquarters: Hermitage, PA

Bank Charter: 1864

Assets: $8.7B (5th largest bank in PA)

Market Capitalization: $814M at February 1, 2010

<u>Locations</u>

Banking Offices: 213 (PA), 11 (OH)

Loan Production Offices: 3 (FL), 1 (PA)

Consumer Finance Offices: 23 (PA), 17 (OH), 17 (TN)

<u>Business Lines</u>

- Banking
- Wealth Management
- Insurance
- Consumer Finance
- Merchant Banking

Experienced Management Team

Name	Position	Years of Banking Experience
Steve Gurgovits	President and Chief Executive Officer	48
Brian Lilly	EVP; Chief Operating Officer	29
Vince Calabrese	Chief Financial Officer	21
Vince Delie	EVP; Chief Revenue Officer; President, First National Bank of PA	22
Gary Guerrieri	Chief Credit Officer	23

Board Leadership

- Fourteen Independent Directors
- Seven Former Financial Services Executives
- Three Involved as Financial Services Investors

Operating Strategy

- Manage our business for profitability and growth
- Operate in markets we know and understand
- Maintain a low-risk profile
- Drive growth through relationship banking
- Fund loan growth through deposits
- Target neutral asset / liability position to manage interest rate risk
- Build fee income sources
- Maintain rigid expense controls

F.N.B. Corporation

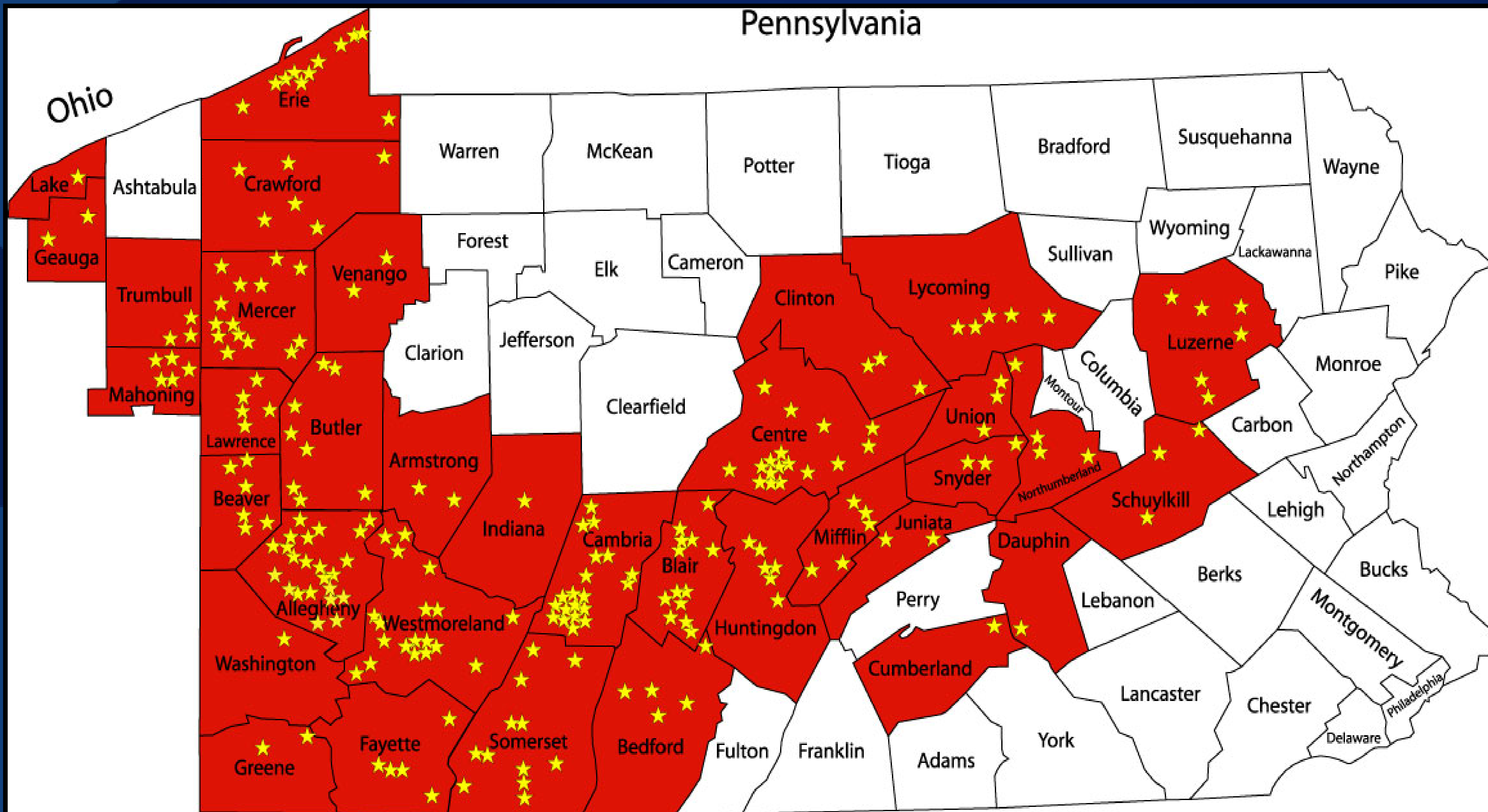
Market Characteristics

FNB Region	Market Size Deposits (1)	FNB Deposit Ranking (1)	FNB Branches (1)
Pittsburgh	$70.6B	7th	72
Northwest	$24.8B	3rd	58
Capital	$20.8B	9th	35
Central Mountain	$11.5B	1st	74

- Stable Markets
- Modest Growth
- #2 Ranking in State College
- #7 Ranking in Pittsburgh
- Regional Management
- Local Advisory Boards

(1) Source: SNL as of June 30, 2009

Banking Locations



FNB Footprint

First National Bank Locations

As of December 31, 2009

Organic Growth Opportunity

- Our markets are experiencing unprecedented levels of dislocation

Counties of Operation

Rank	Institution	Branch Count	Total Deposits in Market ($000)	Total Market Share (%)
1	PNC Financial Services Group (PA)	323	39,653,260	33.06
2	Royal Bank of Scotland Group	203	9,512,513	7.93
3	**F.N.B. Corp. (PA)**	**224**	**6,499,732**	**5.42**
4	Huntington Bancshares Inc. (OH)	103	4,950,824	4.13
5	M&T Bank Corp. (NY)	99	3,956,051	3.30
6	First Commonwealth Financial (PA)	104	3,927,665	3.27
7	First Niagara Finl Group (NY)	56	3,678,459	3.07
8	Dollar Bank FSB (PA)	34	3,144,130	2.62
9	Northwest Bancshares, Inc. (PA)	84	2,691,082	2.24
10	S&T Bancorp Inc. (PA)	44	2,559,898	2.13
	Total (1-143)	**2,290**	**119,949,529**	**100.00**

Source: SNL Financial
Deposit data as of June 30, 2009; pro forma for pending acquisitions

Winning Market Share - Loans

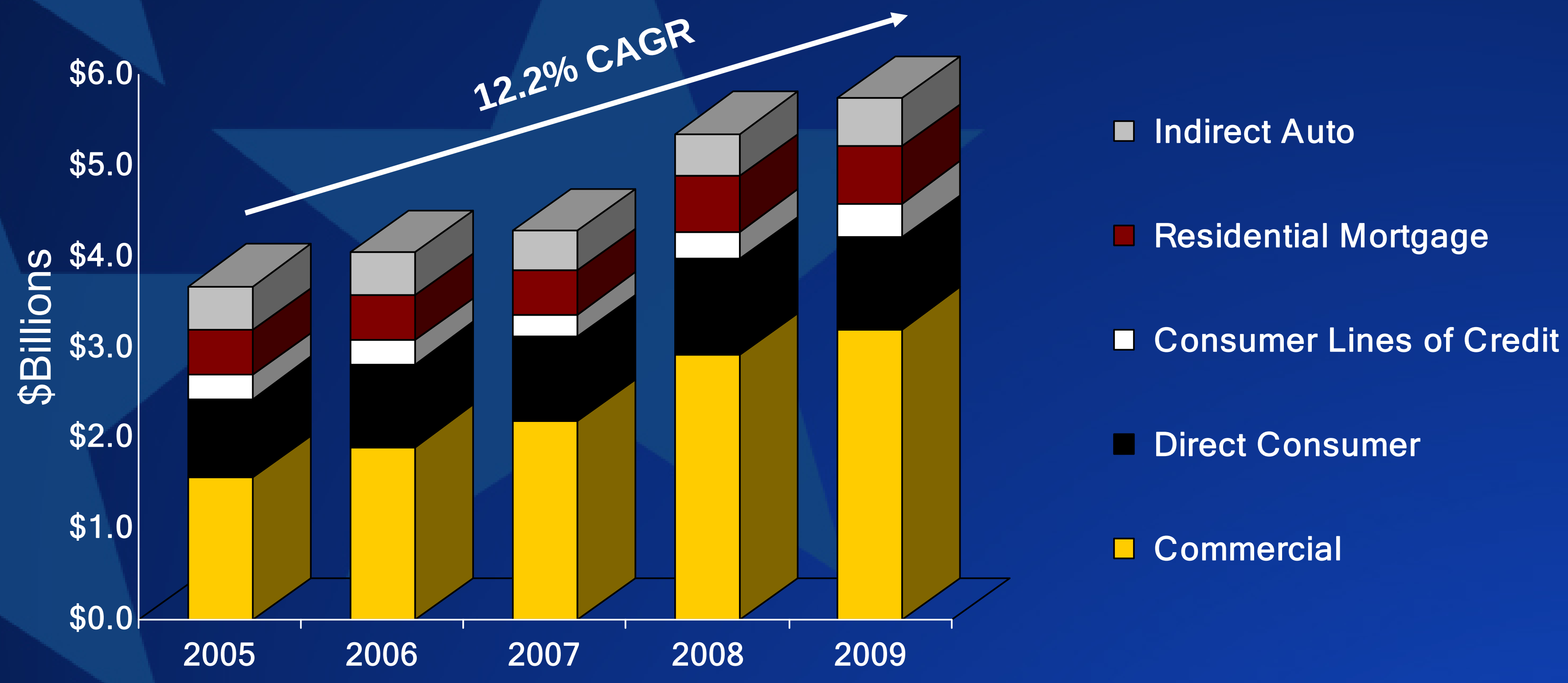
- Grew commercial loans 6.8% annualized in the fourth quarter of 2009 as compared to the third quarter of 2009.
  - Pennsylvania commercial loans (excluding Florida) grew 9.5% annualized in the fourth quarter of 2009 as compared to the third quarter.
- Commercial team generated 115 significant new commercial relationships in 2009 with over $400 million in new loan commitments.
- New Asset-Based Lending team in place, contributing to pipeline.

Winning Market Share - Deposits

- Grew transaction deposits 4.8% annualized in the fourth quarter of 2009 compared to the third quarter of 2009.
- Grew treasury management balances 60.5% annualized in the fourth quarter of 2009 compared to the third quarter of 2009.
- During 2009:
  - Increased net number of business checking accounts by nearly 1,800.
  - Increased net number of personal checking accounts by nearly 4,300.

Loan Composition

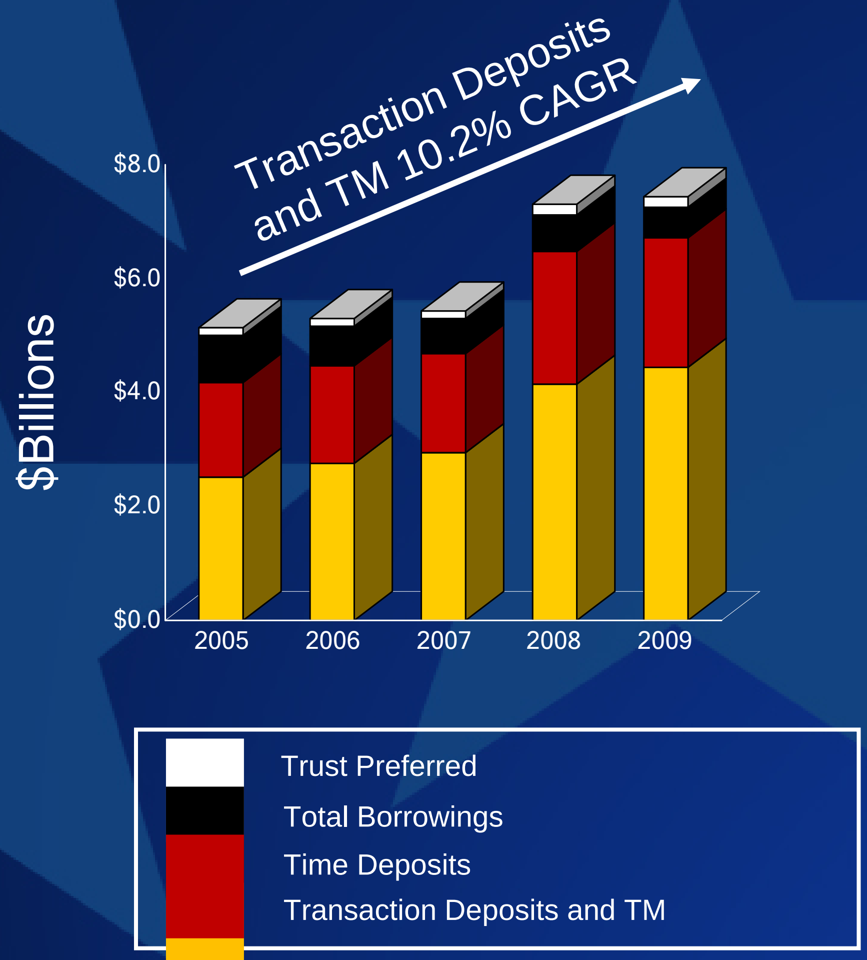
2009 Total Loan Growth of 7.8%



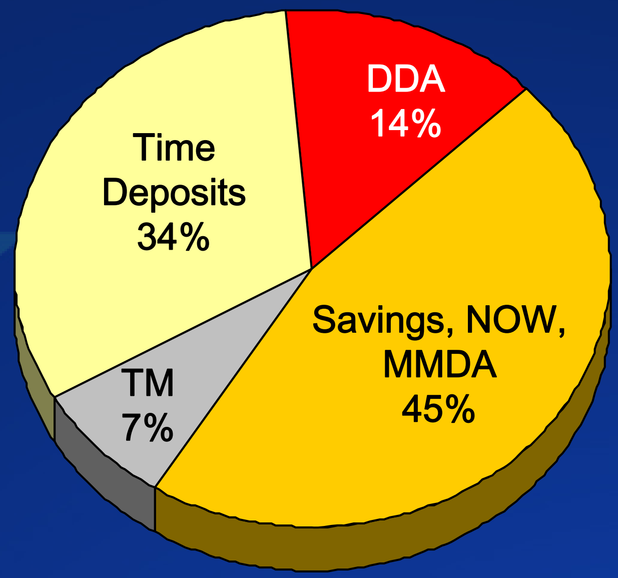
Annual financial information based on average balances for each year.

Funding

2009 Transaction Deposits and TM Growth of 17.2%



Deposits and TM - $6.7 Billion as of December 31, 2009



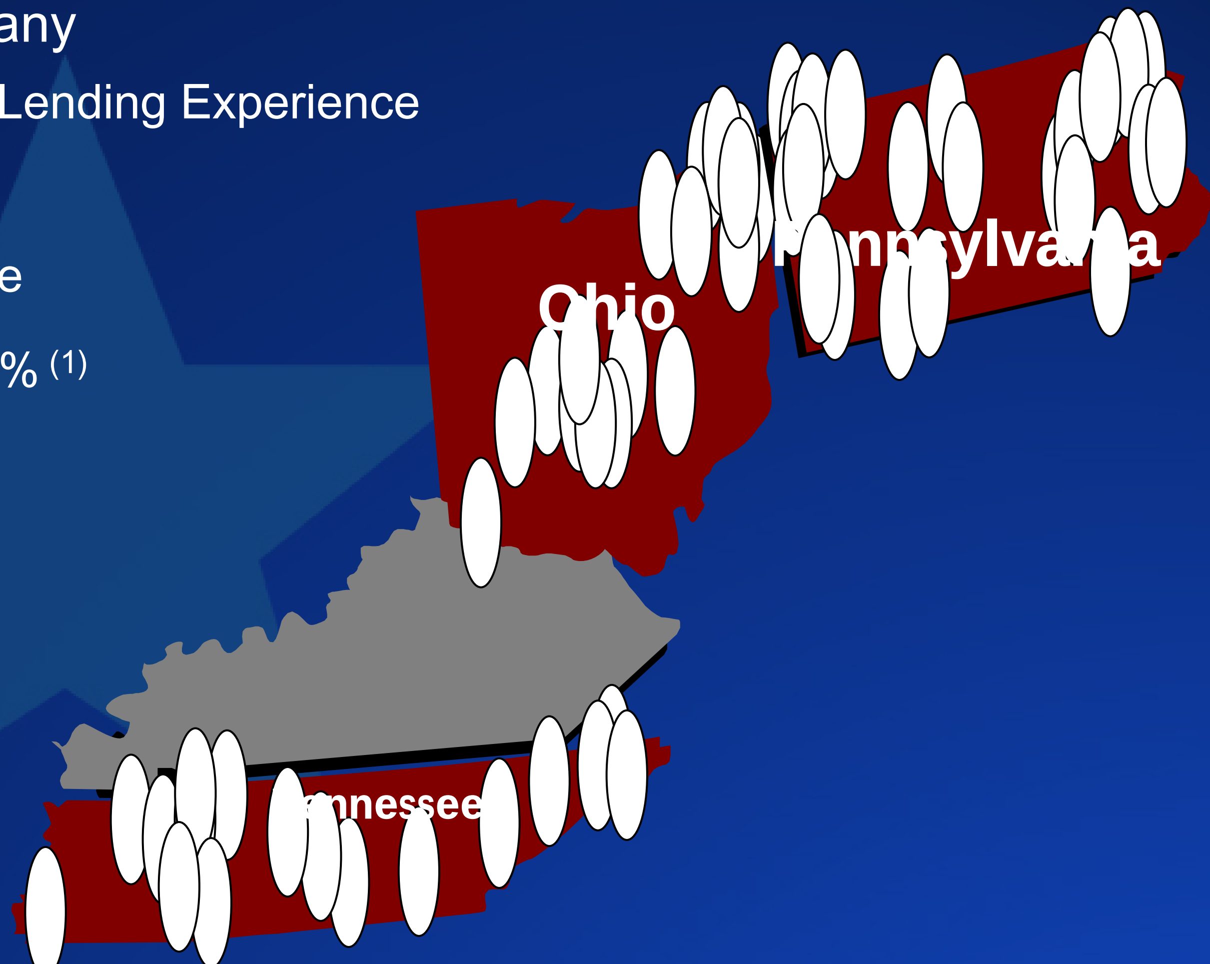
Strong loan to deposits and TM ratio of 87%

Annual financial information based on average balances as of December 31st. "TM" refers to Treasury Management.

Consumer Finance

Regency Finance Company

- 80 Years of Consumer Lending Experience
- 57 Offices
- High-Performing Affiliate
  - 2009 ROTCE 35.55% [(1)]
  - 2009 ROA 2.77%
  - 2009 ROE 31.16%

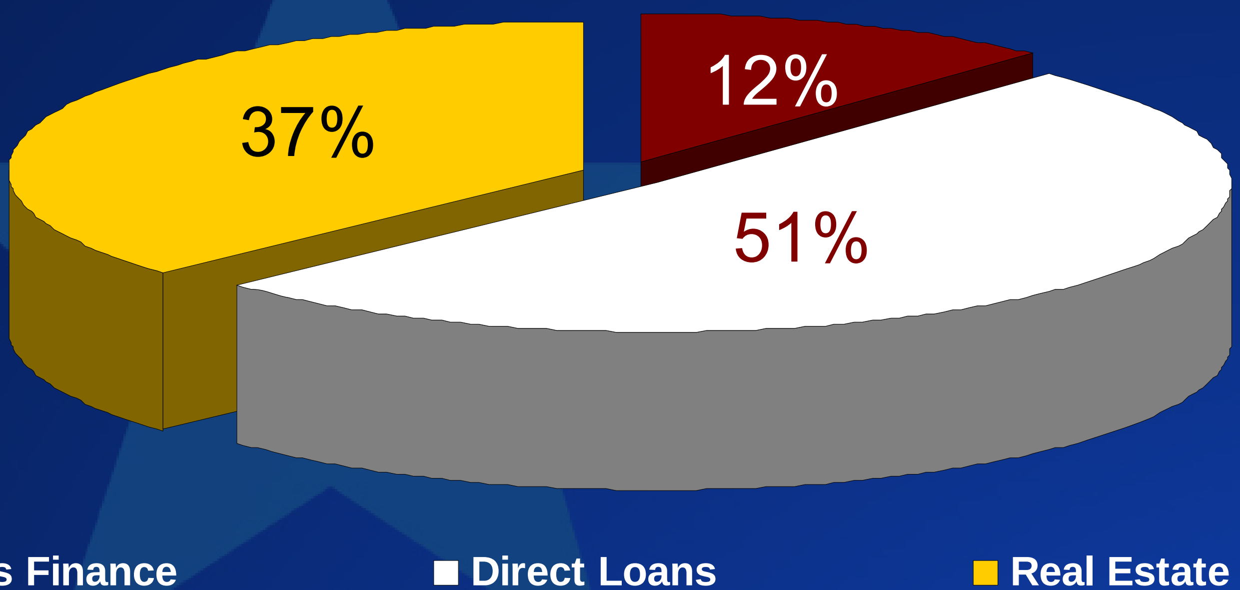


[(1)] Return on average tangible common equity (ROTCE) is calculated by dividing net income less amortization of intangibles by average common equity less average intangibles.

Consumer Finance

Regency Finance Company Loan Portfolio – $162 Million

85% of Real Estate Loans are First Mortgages



As of December 31, 2009

Well Diversified Business

F.N.B. Corporation

Wealth Management

- Trust, Fiduciary and Institutional Investment Services
  - Over 70 Years Managing Wealth
  - $2.2 Billion Under Management at December 31, 2009
- Individual Investment Services
  - Brokerage, Mutual Funds and Annuities
  - Life and Long-Term Care Insurance Planning

Insurance

- Property, Casualty, Life and Employee Benefits
- Risk Management, Risk Transfer and Cost Containment Services
- Eight offices, located in Central and Western PA
- 80% Commercial; 20% Personal
  - 78% Property and Casualty
  - 22% Life and Benefits
- Annual premiums of $96.1 Million

Proven Merger Integrator

- FNB's management team is well seasoned with significant acquisition/integration experience.
- Since 2004, FNB has completed six bank acquisitions ($3.4 billion in assets), two insurance acquisitions and one consumer finance acquisition.

October 2004
Slippery Rock Financial Corporation
$335M in Assets

February 2005
NSD Bancorp, Inc.
$503M in Assets

October 2005
North East Bancorp, Inc.
$68M in Assets

May 2006
The Legacy Bank
$375M in Assets

April 2008
Omega Financial Corporation
$1,781M in Assets

August 2008
Iron and Glass Bancorp
$302M in Assets

January 2004
Post Spin-off of Florida Operations
$4,557M in Assets

2004 | 2005 | 2006 | 2007 | 2008 | **2009**

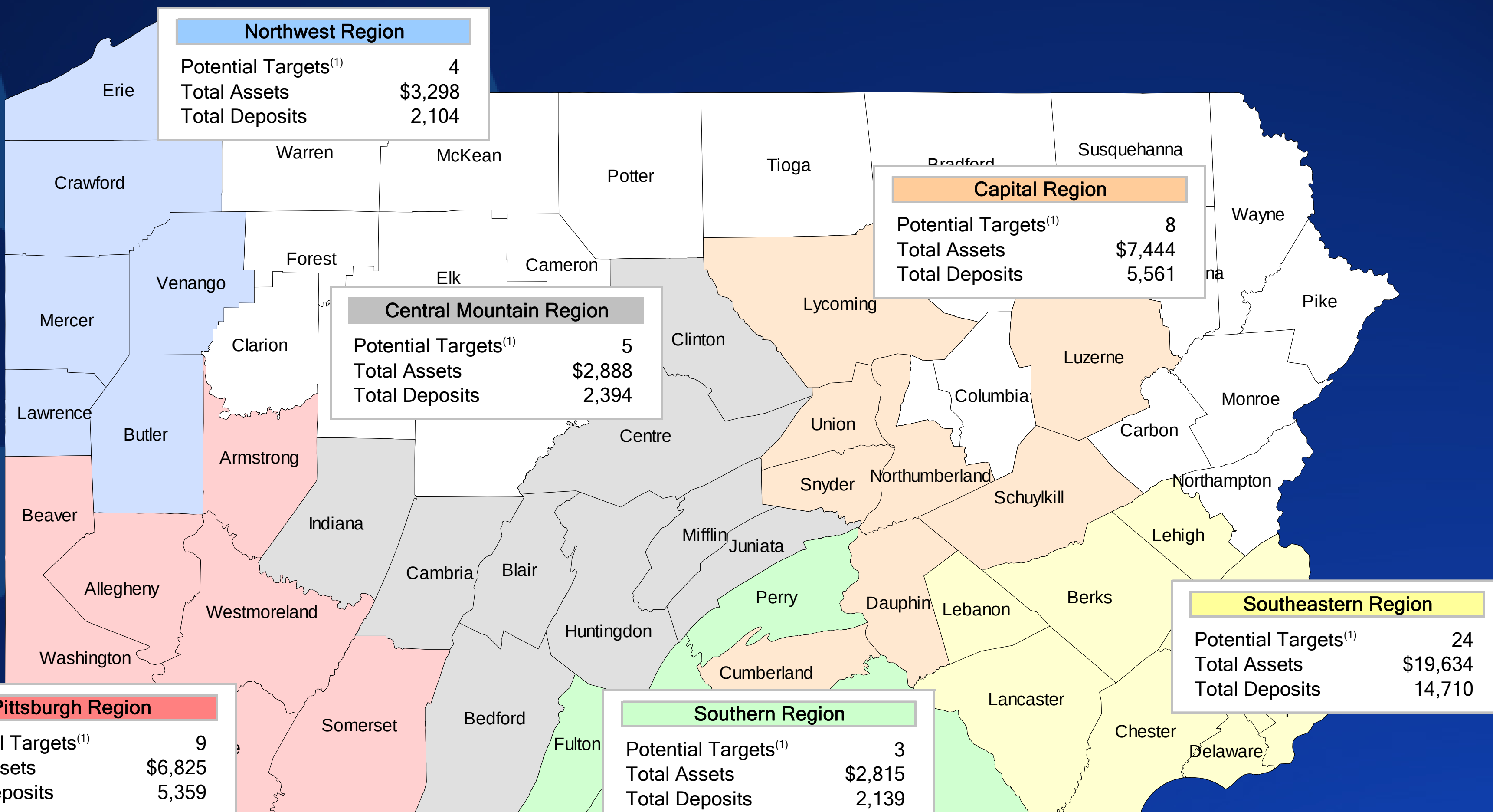
April 2004
TICO Credit
$10M in Assets

July 2004
Morrell Butz & Junker

Nov 2005
Penn Group Insurance

Acquisition Opportunities

- There are over 50 acquisition opportunities in our footprint and contiguous markets



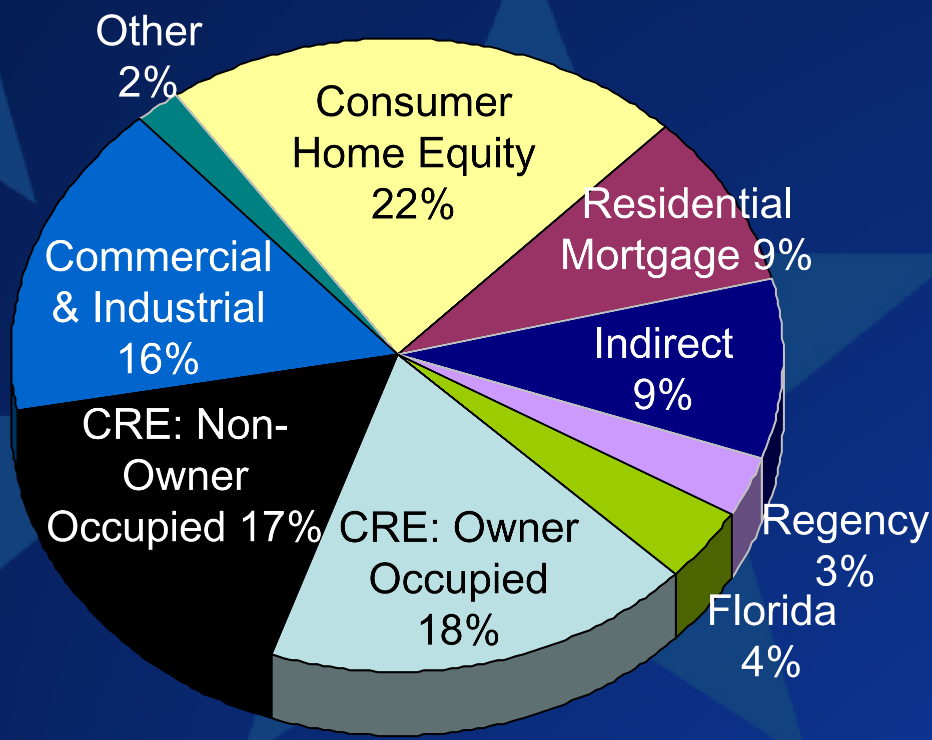
Source: SNL Financial and MapInfo; Financial data in thousands, as of the most recent quarter available.

(1) Includes all banks and thrifts headquartered in the region with assets between $300 million and $3.0 billion; Excludes mutuals and MHCs.

LOAN COMPOSITION
&
CREDIT QUALITY

Diversified Loan Portfolio

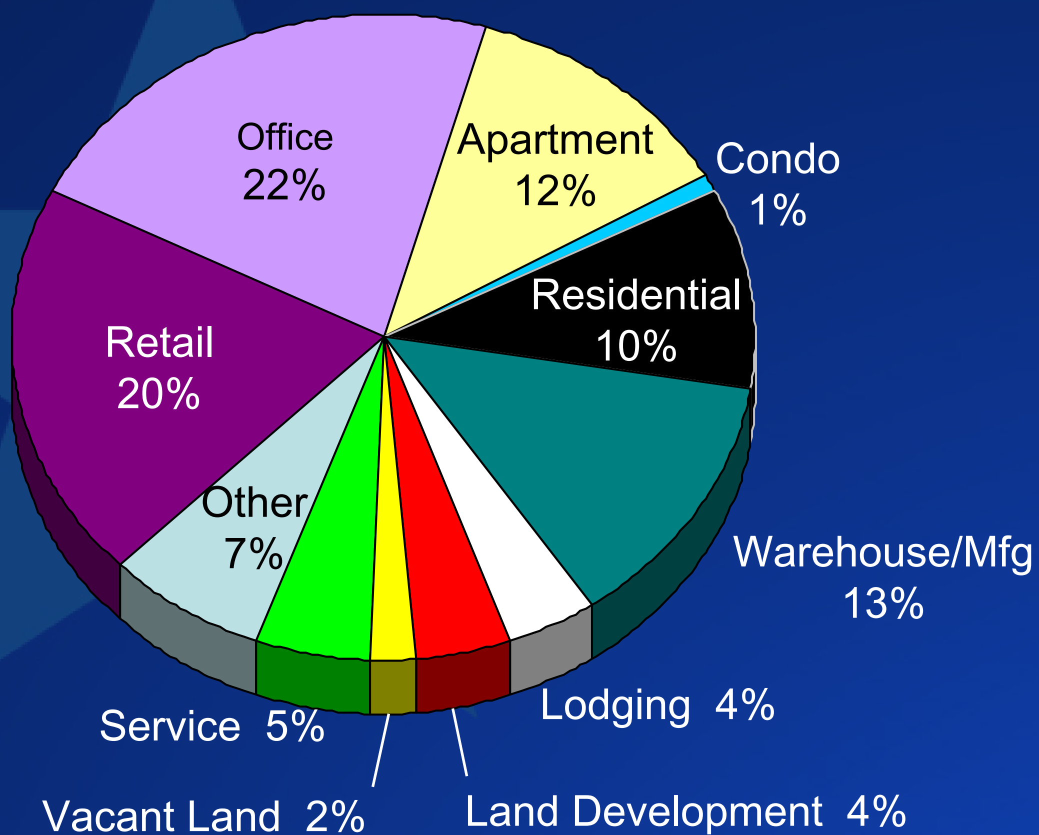
$5.8 Billion Outstanding as of December 31, 2009



- Shared National Credits
  - 3.5% of total loan portfolio
  - In market customers and prospects
- Avoided subprime and Alt-A mortgages
- Construction and land development total only 3% and 1%, respectively, of FNB's total (non-Florida) loan portfolio

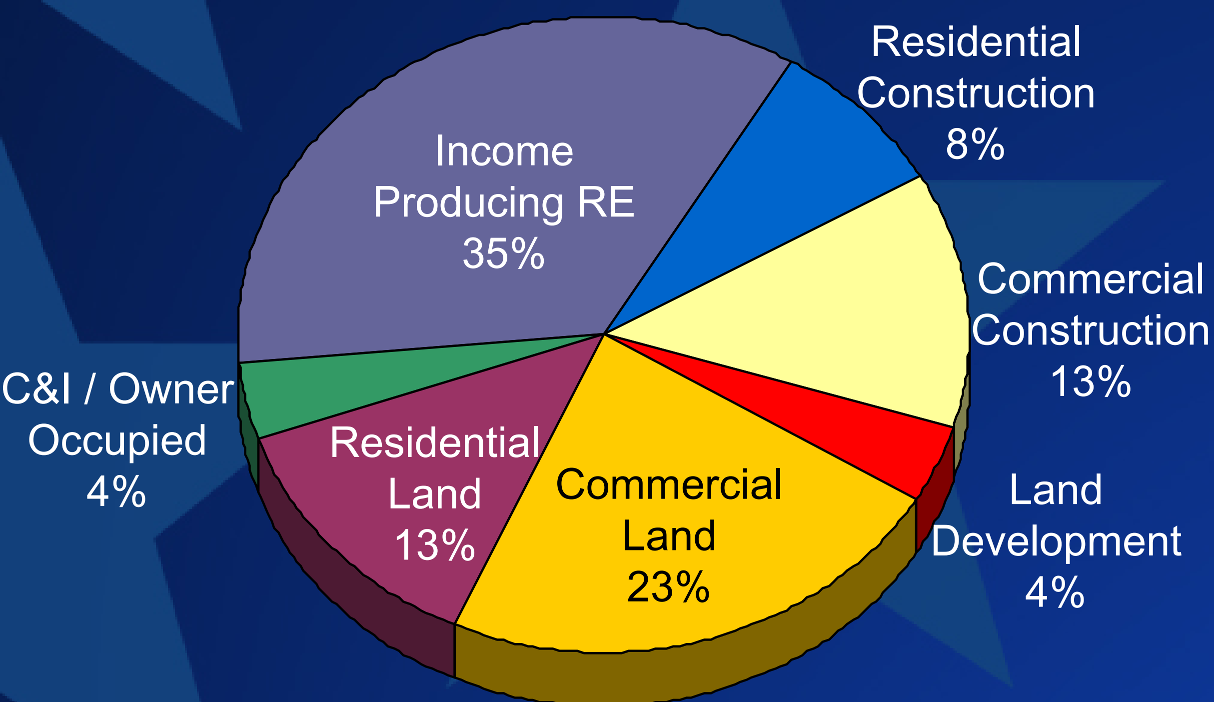
Commercial Real Estate Portfolio

$984 Million in CRE Non-Owner Occupied as of December 31, 2009
(excluding Florida)



Profile of Florida Loans

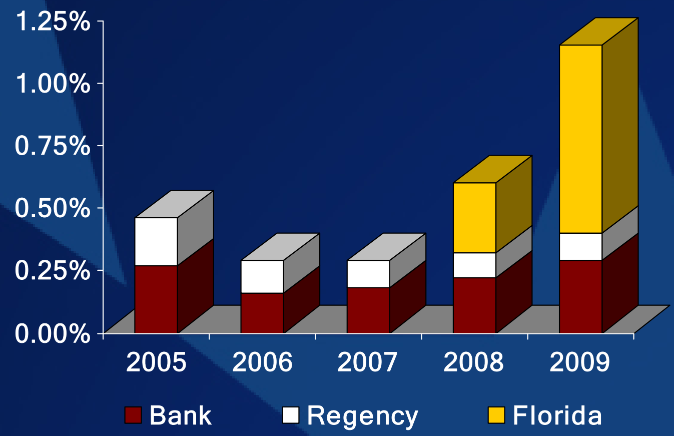
$244 Million in Total Outstandings as of December 31, 2009



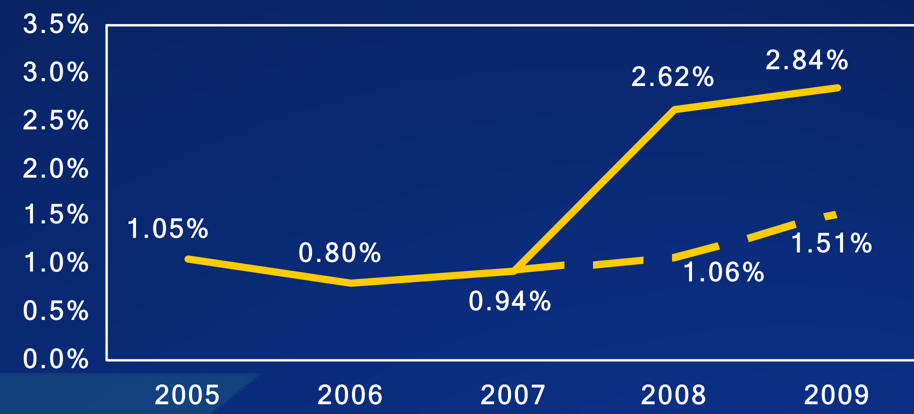
- 4% of Total Loan Portfolio
- Underwriting
  - Weighted-average loan to value of 77%
- Credit Quality
  - 29% Non-performing loans / Total loans
  - 8.1% Allowance for loan losses / Total loans
- Portfolio reduction of $50.3 million in 2009
- Land Portfolio
  - Carried at 36.5% of original appraised value, post reserves

Credit Quality

NCOs % of Total Average Loans

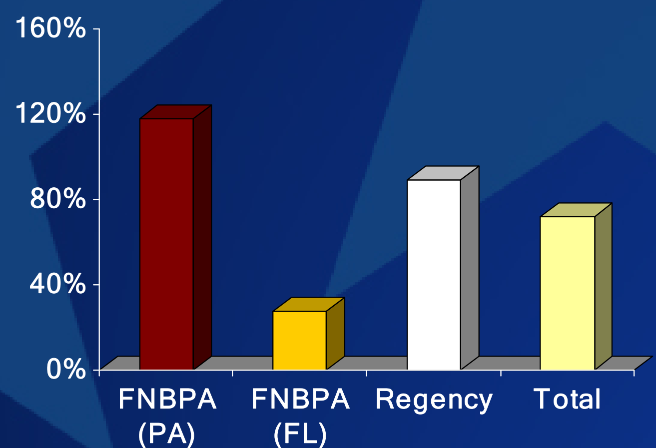


NPAs [1] % of Total Loans + OREO



Dashed line excludes Florida

Reserves % of Non-Performing Loans



Reserves % of Total Loans

Dashed line excludes Florida

[1] Excludes non-performing investments

Loan Risk Profile

	Balance as of 12/31/2009[1]	% of Loans	NPL/Loans	2009 Net Charge-Offs/Loans[2]	Total Past Due/Loans
Commercial Real Estate	$2,059	35%	2.00%	0.29%	2.84%
Commercial & Industrial	932	16%	1.04%	0.30%	1.63%
Home Equity and Other Consumer	1,311	22%	0.65%	0.29%	1.28%
Indirect	509	9%	0.18%	0.55%	1.43%
Residential Mortgage	545	9%	0.98%	0.15%	2.92%
Florida Portfolio	244	4%	29.41%	17.96%	29.41%
Regency Finance	162	3%	4.70%	3.91%	4.57%
Other	87	2%	0.59%	0.68%	1.85%
Total	$5,849	100%	2.49%	1.14%	3.28%

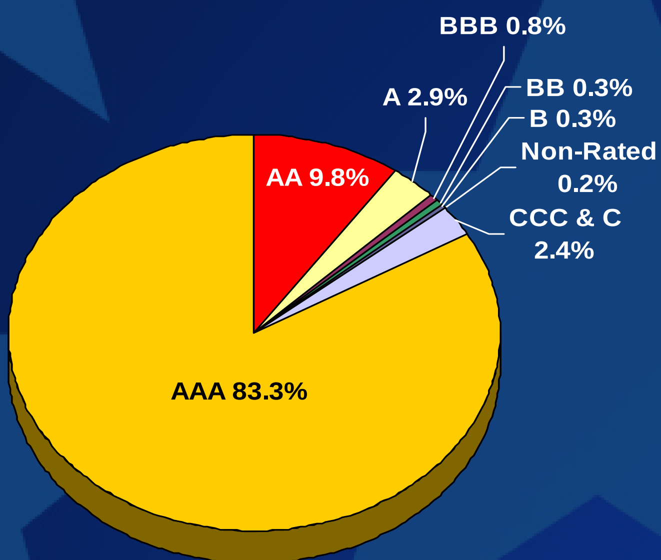
(1) In $ millions.

(2) For the full year.

FINANCIALS

Earning Assets - Investments

Investment Portfolio Ratings as of December 31, 2009



Investment[1]	Ratings By Investment - %	Amount (in $ millions)
Agency - MBS	AAA	$893
Agency - Senior Notes	AAA	$258
Municipals	AAA - 3%	$197
	AA - 72%	
	A - 21%	
	BBB - 4%	
CMO - Agency	AAA	$71
CMO - Private Label	AAA - 58%	$49
	AA - 11%	
	CCC - 31%	
Trust Preferred[2]	A - 9%	$20
	BBB - 16%	
	BB - 11%	
	B - 10%	
	C - 54%	
Bank Stocks	Non-Rated	$3
Total		$1,491

(1) Investment amounts are shown in accordance with GAAP.

(2) Original cost of $55 million; adjusted cost of $40 million.

EPS Analysis

(Pre-Credit and Run Rate Adjusted)

F.N.B. Corporation

	4Q09	3Q09	4Q08
Earnings per Share, As Reported	$0.04	$0.04	($0.21)
Earnings per Share, Using Current Average Shares	$0.04	$0.04	($0.16)
Adjustments (After Tax):			
Credit-Related Costs[1]	0.17	0.10	0.30
Other Non-Recurring[2]	0.03	0.07	0.13
Run Rate Earnings per Share Excluding Credit Costs	$0.24	$0.21	$0.27
Run Rate Net Income Excluding Credit Costs[3]	$27,096	$24,144	$29,196
ROTA	1.38%	1.23%	1.58%

Analysis of 4Q09 vs. 3Q09: Higher net interest income, market-based fee income and other non-interest income = $0.02

Analysis of 4Q09 vs. 4Q08: Higher FDIC, pension costs and employee health insurance expense = ($0.03)

(1) Includes provision, OREO costs and other credit related costs.
(2) Includes impairment charges (4Q09, 3Q09 and 4Q08), litigation costs (4Q09), CPP costs (3Q09) and merger-related costs (4Q08).
(3) Pre-Credit cost/Run Rate basis.

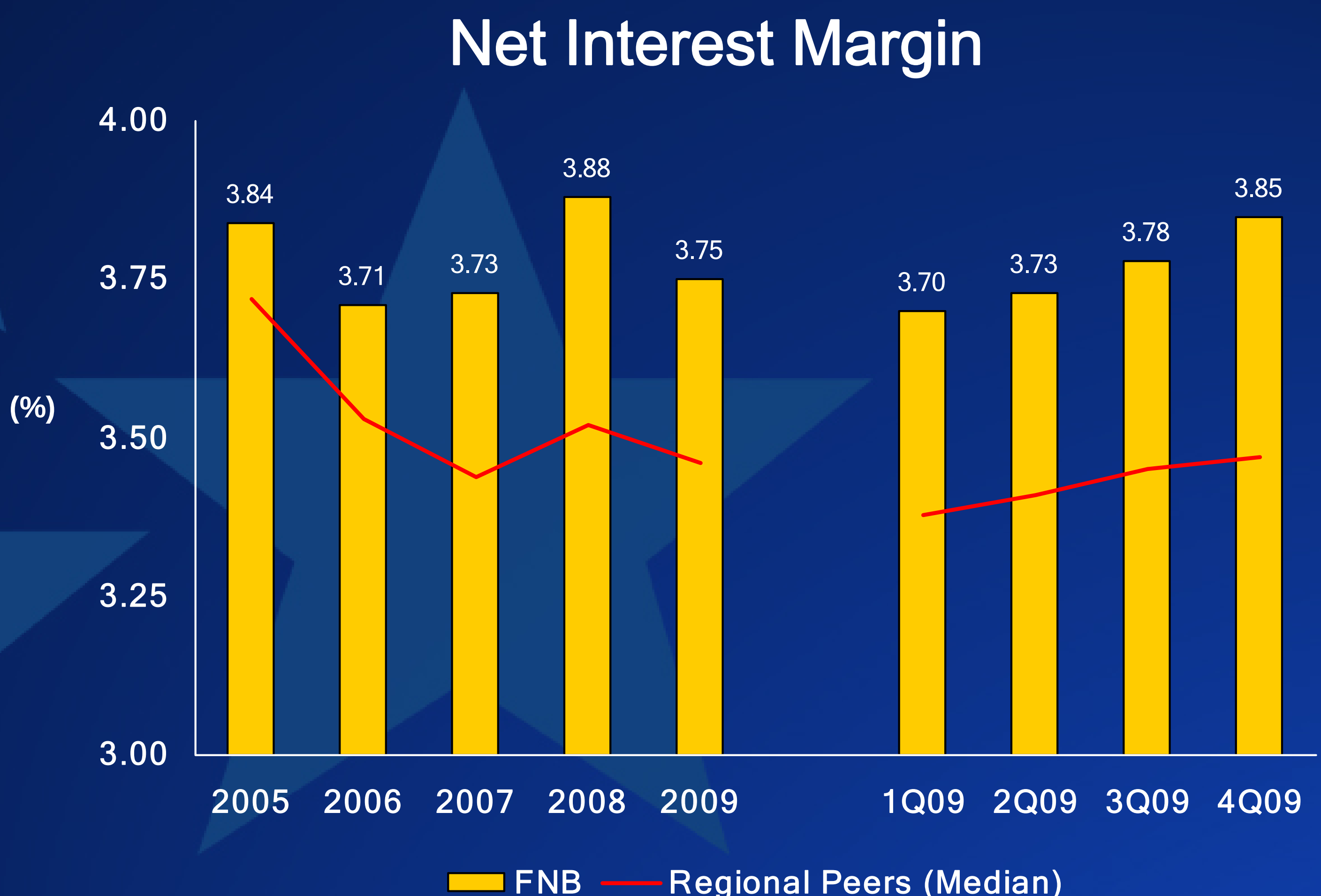
Fourth Quarter Results

	4Q09	3Q09	4Q08
Profitability Results As Reported:			
Earnings per Common Share	$0.04	$0.04	($0.21)
Return on Tangible Common Equity (1)	4.66%	4.85%	-17.67%
Return on Tangible Assets (2)	0.28%	0.56%	-0.89%
Operating Results As Reported:			
Loan Growth (3)	4.3%	0.4%	6.4%
Deposit and TM Growth (3)	6.1%	1.9%	9.2%
Transaction Deposits and TM Growth (3)	0.5%	9.0%	6.4%
Net Interest Margin	3.85%	3.78%	3.88%
Efficiency Ratio	66.28%	65.04%	72.14%

(1) Return on average tangible common equity (ROTCE) is calculated by dividing net income less amortization of intangibles by average common equity less average intangibles.
(2) Return on average tangible assets is calculated by dividing net income less amortization of intangibles by average assets less average intangibles.
(3) Annualized linked-quarter data, based on average balances; 4Q08 includes the impact of Iron and Glass acquisition.

F.N.B. Corporation

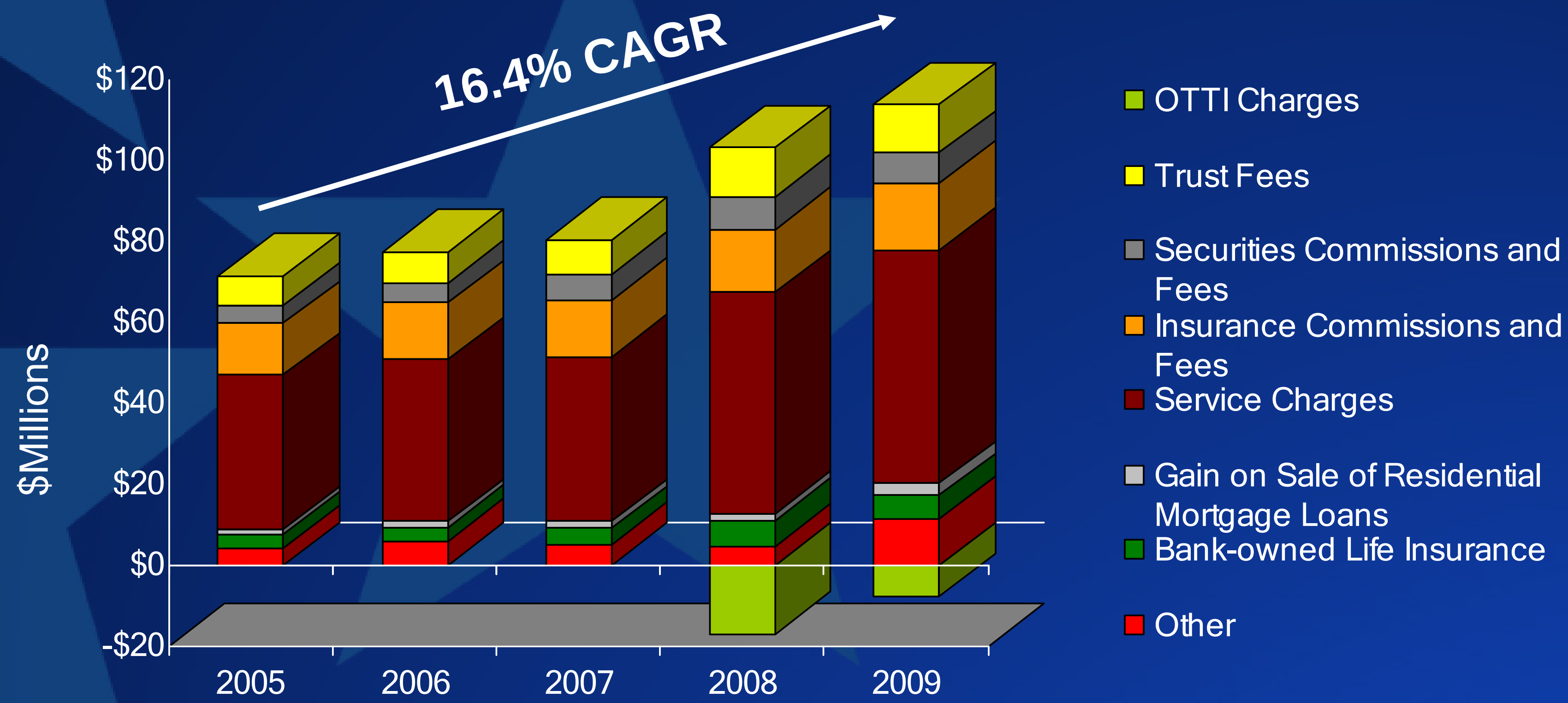
Stable Margin



Source: SNL Financial
Regional peers include AMFI, CBC, CBU, CRBC, FCF, FMBI, FMER, HNBC, MBFI, NBTB, NPBC, ONB, PRK, PVTB, SBNY, SUSQ, UBSI, UMBF, VLY, WL, WSBC and WTFC

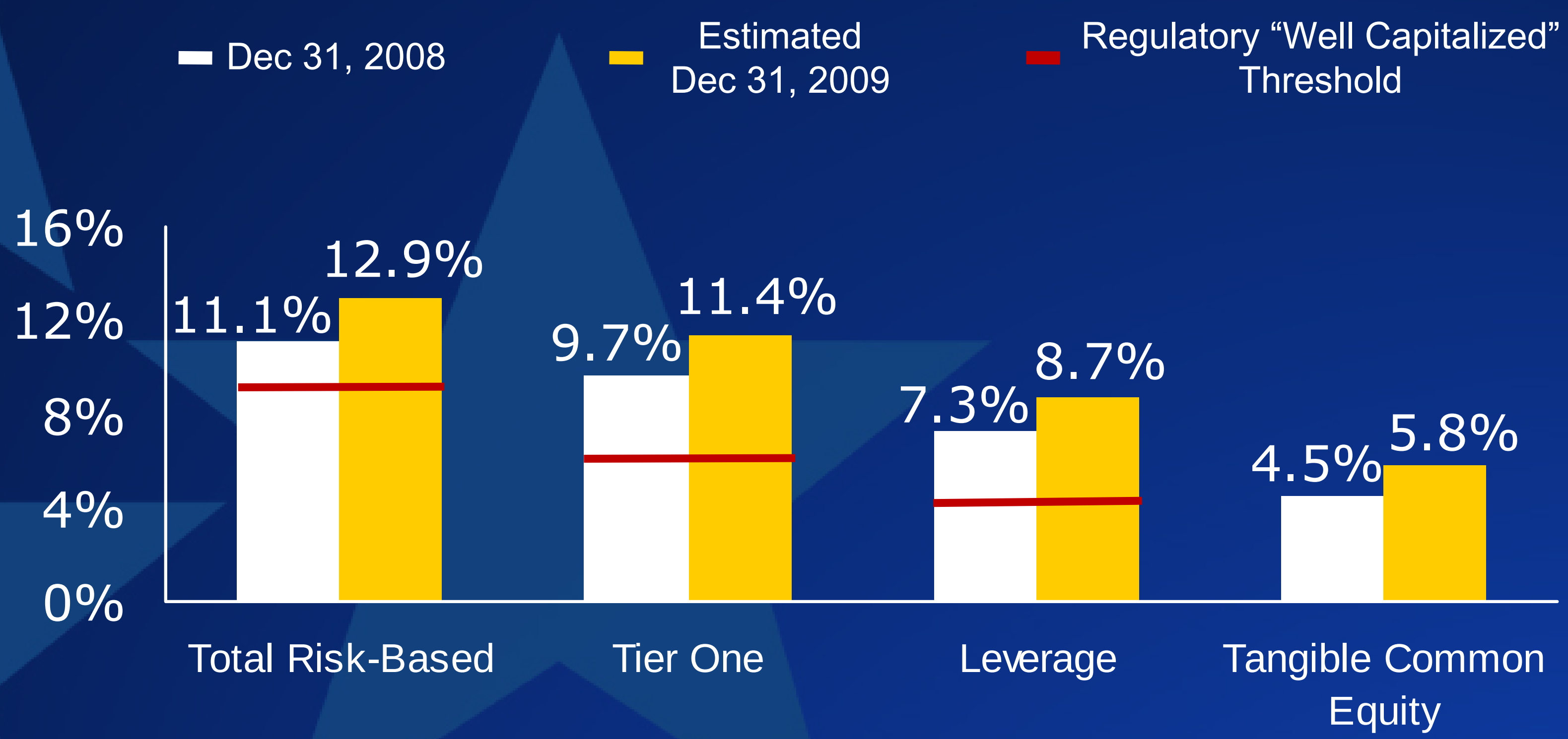
Fee Income

2009 Fee Income as Percentage Of Operating Revenue(1) - 29%



(1) Excluding other-than-temporary impairment charges

Well Capitalized



- Issued $100 million in preferred stock through U.S. Treasury's CPP program in January 2009; Redeemed $100 million in September 2009.
- Raised $126 million in new common equity through issuance of 24.15 million shares in June 2009.

INVESTMENT THESIS

Long-Term Investment Thesis

Targeted EPS Growth	5-6%
Expected Dividend Yield (Payout Ratio 60-70%)	4-6%
= Total Shareholder Return	9-12%

Relative Valuation Multiples

	F.N.B. Corporation	Peer Median: Regional Banks	Peer Median: National Banks
Price/Earnings Ratio (P/E) (1)			
FY10 EPS ($0.58) (2)	12.3x	19.2x	16.4x
Current Price / 4Q09 Balance Sheet (1)			
Price-to-Tangible Common Book Ratio	1.71x	1.51x	1.51x
Dividend Yield (1)	6.73%	0.61%	0.57%

(1) Calculated using February 1, 2010 closing prices.

(2) Number in parenthesis reflects First Call consensus EPS estimate for F.N.B.

Summary

- Leading market share among community banks in Central and Western PA
- Unprecedented opportunity in markets of operation to create shareholder value
- Experienced management team with proven ability to integrate acquisitions
- Diversified revenue stream

APPENDIX

Established Board of Directors

Name	Age	Director Since	Biography
Stephen J. Gurgovits	66	1981	President and Chief Executive Officer
William B. Campbell	71	1975	Chairman of the Board
Henry M. Ekker	70	1994	Partner with Ekker, Kuster, McConnell & Epstein, LLP
Philip E. Gingerich	72	2008	Director of Omega from 1994 to 2008; Retired Real Estate Appraiser and Consultant
Robert B. Goldstein	69	2003	Principal of CapGen Financial Advisors LLC since 2007; Former Chairman of Bay View Capital
Dawne S. Hickton	52	2006	Vice Chairman and CEO of RTI International Metals, Inc. since 2007
David J. Malone	55	2005	President and CEO of Gateway Financial since 2004
D. Stephen Martz	67	2008	Former Director, President & COO of Omega
Peter Mortensen	74	1974	Chairman of F.N.B. from 1988 to 2007
Harry F. Radcliffe	59	2002	Investment Manager
Arthur J. Rooney II	57	2006	President, Pittsburgh Steelers Sports, Inc.; of Counsel with Buchanan, Ingersoll & Rooney LLP
John W. Rose	60	2003	Principal of CapGen Financial Advisors LLC since 2007; President of McAllen Capital Partners, Inc. since 1991
Stanton R. Sheetz	54	2008	CEO and Director of Sheetz, Inc.; Director of Omega from 1994 to 2008; Director of Quaker Steak and Lube Restaurant, Inc
William J. Strimbu	48	1995	President of Nick Strimbu, Inc. since 1994
Earl K. Wahl, Jr.	69	2002	Owner, J.E.D. Corporation

GAAP to Non-GAAP Reconciliation

	For the Three Months Ended December 31		For the Year Ended December 31	
	2009	2008	2009	2008
Return on average tangible equity (1):				
Net income (annualized)	$18,077	($75,214)	$41,111	$35,595
Amortization of intangibles, net of tax (annualized)	4,457	5,140	4,607	4,187
	22,534	(70,074)	45,718	39,782
Average total shareholders' equity	1,052,483	972,138	1,063,104	847,417
Less: Average intangibles	(568,666)	(575,668)	(571,492)	(473,228)
	483,817	396,470	491,612	374,189
Return on average tangible equity (1)	4.66%	-17.67%	9.30%	10.63%
Return on average tangible common equity (1):				
Net income available to common shareholders (annualized)	$18,077	($75,214)	$32,803	$35,595
Amortization of intangibles, net of tax (annualized)	4,457	5,140	4,607	4,187
	22,534	(70,074)	37,410	39,782
Average total shareholders' equity	1,052,483	972,138	1,063,104	847,417
Less: Average preferred shareholders' equity	0	0	(63,602)	0
Less: Average intangibles	(568,666)	(575,668)	(571,492)	(473,228)
	483,817	396,470	428,010	374,189
Return on average tangible common equity (1)	4.66%	-17.67%	8.74%	10.63%

(1) Return on average tangible equity (common equity) is calculated by dividing net income less amortization of intangibles by average equity (common equity) less average intangibles.

GAAP to Non-GAAP Reconciliation

	For the Three Months Ended December 31		For the Year Ended December 31	
	2009	2008	2009	2008
Return on average tangible assets (1):				
Net income (annualized)	$18,077	($75,214)	$41,111	$35,595
Amortization of intangibles, net of tax (annualized)	4,457	5,140	4,607	4,187
	22,534	(70,074)	45,718	39,782
Average total assets	8,681,532	8,414,609	8,606,188	7,696,895
Less: Average intangibles	(568,666)	(575,668)	(571,492)	(473,228)
	8,112,866	7,838,941	8,034,696	7,223,667
Return on average tangible assets (1)	0.28%	-0.89%	0.57%	0.55%
Tangible common book value per share:				
Total shareholders' equity	$1,043,302	$925,984	$1,043,302	$925,984
Less: preferred shareholders' equity	0	0	0	0
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	475,451	351,477	475,451	351,477
Ending shares outstanding	114,111,695	89,700,152	114,111,695	89,700,152
Tangible common book value per share	$4.17	$3.92	$4.17	$3.92

(1) Return on average tangible assets is calculated by dividing net income less amortization of intangibles by average assets less average intangibles.

GAAP to Non-GAAP Reconciliation

	For the Three Months Ended December 31		For the Year Ended December 31	
	2009	2008	2009	2008
Tangible common book value per share excluding AOCI (1):				
Total shareholders' equity	$1,043,302	$925,984	$1,043,302	$925,984
Less: preferred shareholders' equity	0	0	0	0
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
Less: AOCI	30,633	26,505	30,633	26,505
	506,084	377,982	506,083	377,982
Ending shares outstanding	114,111,695	89,700,152	114,111,695	89,700,152
Tangible common book value per share excluding AOCI (1)	$4.43	$4.21	$4.43	$4.21
Tangible equity/tangible assets (period end):				
Total shareholders' equity	$1,043,302	$925,984	$1,043,302	$925,984
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	475,451	351,477	475,451	351,477
Total assets	8,709,077	8,364,811	8,709,077	8,364,811
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	8,141,226	7,790,304	8,141,226	7,790,304
Tangible equity/tangible assets (period end)	5.84%	4.51%	5.84%	4.51%

(1) Accumulated other comprehensive income (AOCI) is comprised of unrealized losses on securities, non-credit impairment losses on other-than-temporarily impaired securities and unrecognized pension and postretirement obligations.

GAAP to Non-GAAP Reconciliation

F.N.B. Corporation

	For the Three Months Ended December 31		For the Year Ended December 31	
	2009	2008	2009	2008
Tangible common equity/tangible assets (period end):				
Total shareholders' equity	$1,043,302	$925,984	$1,043,302	$925,984
Less: preferred shareholders' equity	0	0	0	0
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	475,451	351,477	475,451	351,477
Total assets	8,709,077	8,364,811	8,709,077	8,364,811
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	8,141,226	7,790,304	8,141,226	7,790,304
Tangible common equity/tangible assets (period end)	5.84%	4.51%	5.84%	4.51%
Tangible common equity, excluding AOCI/ tangible assets (period end) (1):				
Total shareholders' equity	$1,043,302	$925,984	$1,043,302	$925,984
Less: preferred shareholders' equity	0	0	0	0
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
Less: AOCI	30,633	26,505	30,633	26,505
	506,084	377,982	506,084	377,982
Total assets	8,709,077	8,364,811	8,709,077	8,364,811
Less: intangibles	(567,851)	(574,507)	(567,851)	(574,507)
	8,141,226	7,790,304	8,141,226	7,790,304
Tangible common equity, excluding AOCI/ tangible assets (period end) (1)	6.22%	4.85%	6.22%	4.85%

(1) Accumulated other comprehensive income (AOCI) is comprised of unrealized losses on securities, non-credit impairment losses on other-than-temporarily impaired securities and unrecognized pension and postretirement obligations.