

# F.N.B. Corporation

*KBW Boston Bank Conference  
February 27, 2013*



**Vincent J. Delie, Jr.**  
**President and Chief Executive Officer**



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

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) various monetary and fiscal policies and regulations of the U.S. government 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) housing prices; (9) job market; (10) consumer confidence and spending habits; (11) estimates of fair value of certain F.N.B. Corporation assets and liabilities; (12) in connection with the pending mergers with Annapolis Bancorp, Inc. and Parkview Financial Corp., difficulties encountered in expanding into a new market; or (13) the effects of current, pending and future legislation, regulation and regulatory actions; or (14) other risk factors mentioned in the reports and registration statements F.N.B. Corporation files with the Securities and Exchange Commission. 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.

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](http://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 23, 2013 and in its periodic filings with the Securities and Exchange Commission.



## Additional Information About the Mergers

### INFORMATION ABOUT THE MERGER WITH PVFC

F.N.B. Corporation (FNB) and PVF Capital Corp. (PVFC) will file a proxy statement/prospectus and other relevant documents with the SEC in connection with their pending merger.

SHAREHOLDERS OF PVF CAPITAL CORP. ARE ADVISED TO READ THE PROXY STATEMENT/PROSPECTUS WHEN IT BECOMES AVAILABLE AND ANY OTHER RELEVANT DOCUMENT FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.

FNB, PVFC and certain of their directors and executive officers may be deemed to be participants in the solicitation of proxies from shareholders of PVFC in connection with the proposed merger. The proxy statement/prospectus, when it becomes available, will describe any interest in the merger they may have.

### INFORMATION ABOUT THE MERGER WITH ANNB

In connection with the pending merger between FNB and Annapolis Bancorp, Inc. (ANNB), FNB has filed a Registration Statement on Form S-4 (Registration No. 333-186159) with the SEC, which includes a Proxy Statement of ANNB and a Prospectus of FNB.

STOCKHOLDERS OF ANNAPOLIS BANCORP, INC. ARE ADVISED TO READ THE REGISTRATION STATEMENT AND THE PROXY STATEMENT/PROSPECTUS REGARDING THE MERGER AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.

FNB, ANNB and certain of their directors and executive officers may be deemed to be participants in the solicitation of proxies from the stockholders of ANNB in connection with the merger. A description of their interests in the merger is included in the proxy statement/prospectus of ANNB and FNB.

### HOW TO OBTAIN ADDITIONAL INFORMATION

Free copies of the documents referred to above may be obtained, free of charge, at the SEC's website at [www.sec.gov](http://www.sec.gov), or by contacting any of the persons listed below:

For documents filed by FNB -- James G. Orie, Chief Legal Officer, F.N.B. Corporation, One F.N.B. Boulevard, Hermitage, PA 16148, telephone (724) 983-3317

For documents filed by PVFC -- Jeffrey N. Male, Secretary, PVF Capital Corp., 30000 Aurora Road, Solon, OH 44139, telephone (440) 248-7171

For documents filed by ANNB -- Edward J. Schneider, Treasurer and Chief Financial Officer, Annapolis Bancorp, Inc., 1000 Bestgate Road, Suite 400, Annapolis, MD 21401, telephone (410) 224-4455

This communication does not constitute an offer of any securities for sale.



# Today's Discussion

- **F.N.B. Corporation Overview**
- **Ability to Deliver Long-Term Growth**
- **Validating Operating Performance**
- **Conclusion**



# F.N.B. Corporation Overview

## Fourth Largest Pennsylvania-Based Bank

- Assets:\$13.2 billion<sup>(1)</sup>
- Loans:\$9.0 billion<sup>(1)</sup>
- Deposits:\$10.8 billion<sup>(1)</sup>
- Banking locations:270<sup>(1)</sup>
- Consumer finance locations:71

## Well-Positioned for Sustained Growth

- Attractive footprint: Banking locations span 53 counties/four states<sup>(1)</sup>
- Leading market position<sup>(2)</sup>
  - #3 market share in the Pittsburgh MSA
  - #3 overall market share in Pennsylvania based on counties of operation
  - #5 overall market position for all counties of operation

## Strong Operating Results

- Top quartile profitability performance
- EPS growth:2012 operating EPS of \$0.84 represents 17% growth
- Loan growth:14<sup>th</sup> consecutive linked-quarter total organic loan growth
- Strong performance:3-year total shareholder return of 84%<sup>(3)</sup>

## Consistent Operating Strategy

- Maintain low-risk profile: Enterprise-wide risk management
- Position for sustained growth and profitability
  - Reposition and reinvest for growth
  - Disciplined expense control
  - Expanding market share potential

(1) Pro-forma for pending acquisitions of ANNB, scheduled to close 4/2013 with expected total assets of \$0.4 billion, loans of \$0.3 billion, deposits of \$0.3 billion and 8 banking locations and PVFC, expected to close 3Q13 with expected assets of \$0.8 billion, loans of \$0.6 billion, deposits of \$0.6 billion and 16 banking locations; (2) SNL Financial, Pro-forma, Excludes custodian bank; (3) As of February 21, 2013



# FNB's Sustainable Business Model Fundamentals

## Sustainable Business Model

Risk Management

Growth

Culture

Shareholder Value



# Reposition and Reinvest – Actions Drive Long-Term Performance

		2009	2010	2011	2012	2013
<b>PEOPLE</b>	<b>Talent Management</b> <i>Strengthened team through key hires; Continuous team development</i>	<b>Attract, retain, develop best talent</b>				
	<b>Geographic Segmentation</b> <i>Regional model</i>	<b>Regional Realignment</b>				
<b>PROCESS</b>	<b>Sales Management/Cross Sell</b> <i>Proprietary sales management system developed and implemented: Balanced scorecards, cross-functional alignment</i>	<b>Consumer Banking Scorecards</b>	<b>Consumer Banking Refinement/Daily Monitoring</b>			
		<b>Commercial Banking Sales Management</b>		<b>Expansion to additional lines of business</b>		
<b>PRODUCT</b>	<b>Product Development</b> <i>Deepened product set and niche areas allow FNB to successfully compete with larger banks and gain share</i>	<b>Private Banking</b>	<b>Capital Markets</b>	<b>Online and mobile banking investment /implementation</b>		
		<b>Asset Based Lending</b>	<b>Small Business Realignment</b>			
		<b>Treasury Management</b>				
<b>PRODUCTIVITY</b>	<b>Branch Optimization</b> <i>Continuous evolution of branch network to optimize profitability and growth prospects</i>	<b>De-Novo Expansion 9 Locations</b>				<b>Continued Evaluation</b>
			<b>Consolidate 2 Locations</b>	<b>Consolidate 6 Locations</b>	<b>Consolidate 37 Locations</b>	
	<b>Acquisitions</b> <i>Opportunistically expand presence in attractive markets</i>			<b>CB&amp;T</b>	<b>Parkvale</b>	<b>ANNB and PVFC</b>

# Proven Ability to Gain Market Share


## FNB Market Share All Counties of Operation

Rank	Institution	Branch Count	Total Market Deposits (\$ 000)	Total Market Share (%)
1	PNC Financial Services	343	52,709,003	31.9
2	Royal Bank of Scotland	226	10,728,368	6.5
<b>3</b>	<b>F.N.B. Corporation</b>	<b>246</b>	<b>9,094,453</b>	<b>5.5</b>
4	M&T Bank Corp.	130	6,703,099	4.1
5	Huntington Bancshares	129	6,172,157	3.7
6	Wells Fargo	65	4,776,100	2.9
7	First Commonwealth	101	3,957,651	2.4
8	Banco Santander	75	3,854,650	2.3
9	Dollar Bank	41	3,665,400	2.2
10	First Niagara Financial	74	3,147,291	1.9
Total (1-213)		2,806	165,435,726	100.0

Source: SNL Financial, deposit data as of June 30, 2012, current ownership as of February 25, 2013, excludes custodian bank



# #3 Position in the Pittsburgh MSA

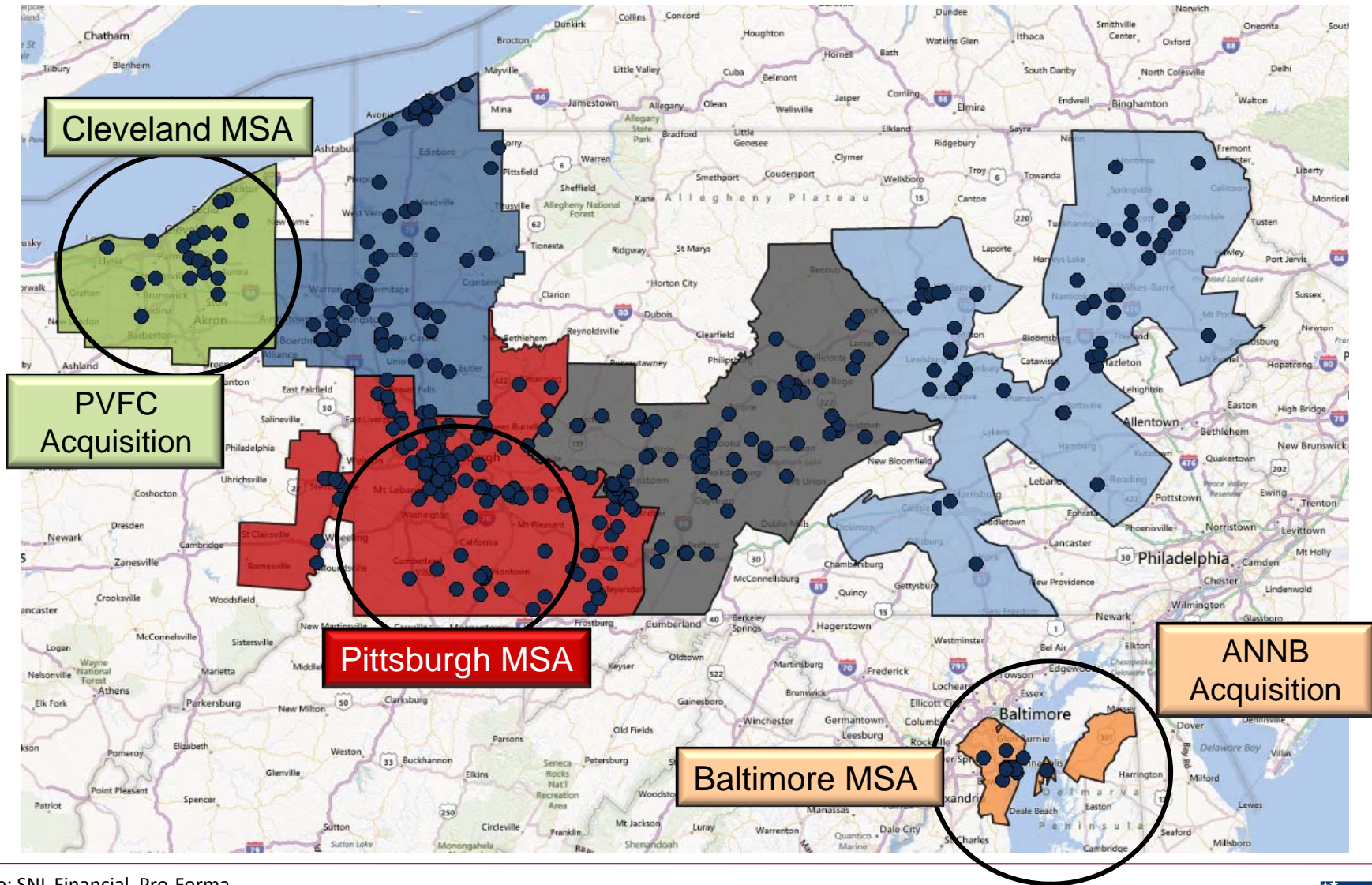
Rank	MSA	Population (000's)	Top 3 Banks in MSA by Deposit Market Share		
			#1	#2	#3
1	New York <sup>(1)</sup>	18,897	JPM	BofA	Citi
2	Los Angeles	12,829	BofA	Wells Fargo	Mitsubishi UFJ
3	Chicago	9,461	JPM	BMO	BofA
4	Dallas	6,372	BofA	JPM	Wells Fargo
5	Philadelphia	5,965	TD	Wells Fargo	HSBC
6	Houston	5,947	JPM	Wells Fargo	BofA
7	Washington	5,582	Capital One	Wells Fargo	BofA
8	Miami	5,565	Wells Fargo	BofA	Citi
9	Atlanta	5,269	SunTrust	Wells Fargo	BofA
10	Boston	4,552	BofA	RBS	Banco Santander
11	San Francisco	4,335	BofA	Wells Fargo	Citi
12	Detroit	4,296	JPM	Comerica	BofA
13	Riverside	4,225	BofA	Wells Fargo	JPM
14	Phoenix	4,193	Wells Fargo	JPM	BofA
15	Seattle	3,440	BofA	Wells Fargo	U.S. Bancorp
16	Minneapolis <sup>(1)</sup>	3,280	Wells Fargo	U.S. Bancorp	TCF
17	San Diego	3,095	Wells Fargo	Mitsubishi UFJ	BofA
18	St. Louis	2,813	U.S. Bancorp	BofA	Commerce
19	Tampa	2,783	BofA	Wells Fargo	SunTrust
20	Baltimore	2,710	BofA	M&T	PNC
21	Denver	2,543	Wells Fargo	FirstBank	U.S. Bancorp
<b>22</b>	<b>Pittsburgh<sup>(1)</sup></b>	<b>2,356</b>	<b>PNC</b>	<b>RBS</b>	 <b>F.N.B. Corporation</b>
23	Portland	2,226	BofA	U.S. Bancorp	Wells Fargo
24	Sacramento	2,149	Wells Fargo	BofA	U.S. Bancorp
25	San Antonio	2,143	Cullen/Frost	BofA	Wells Fargo

FNB is uniquely positioned as one of only very few community banks to hold a Top 3 deposit market rank in one of the nation's 25 largest metropolitan statistical areas.

Source: MSA population per U.S. Census Bureau 2010 data; Deposit market share per SNL Financial as of June 30, 2012, pro-forma as of January 25, 2013



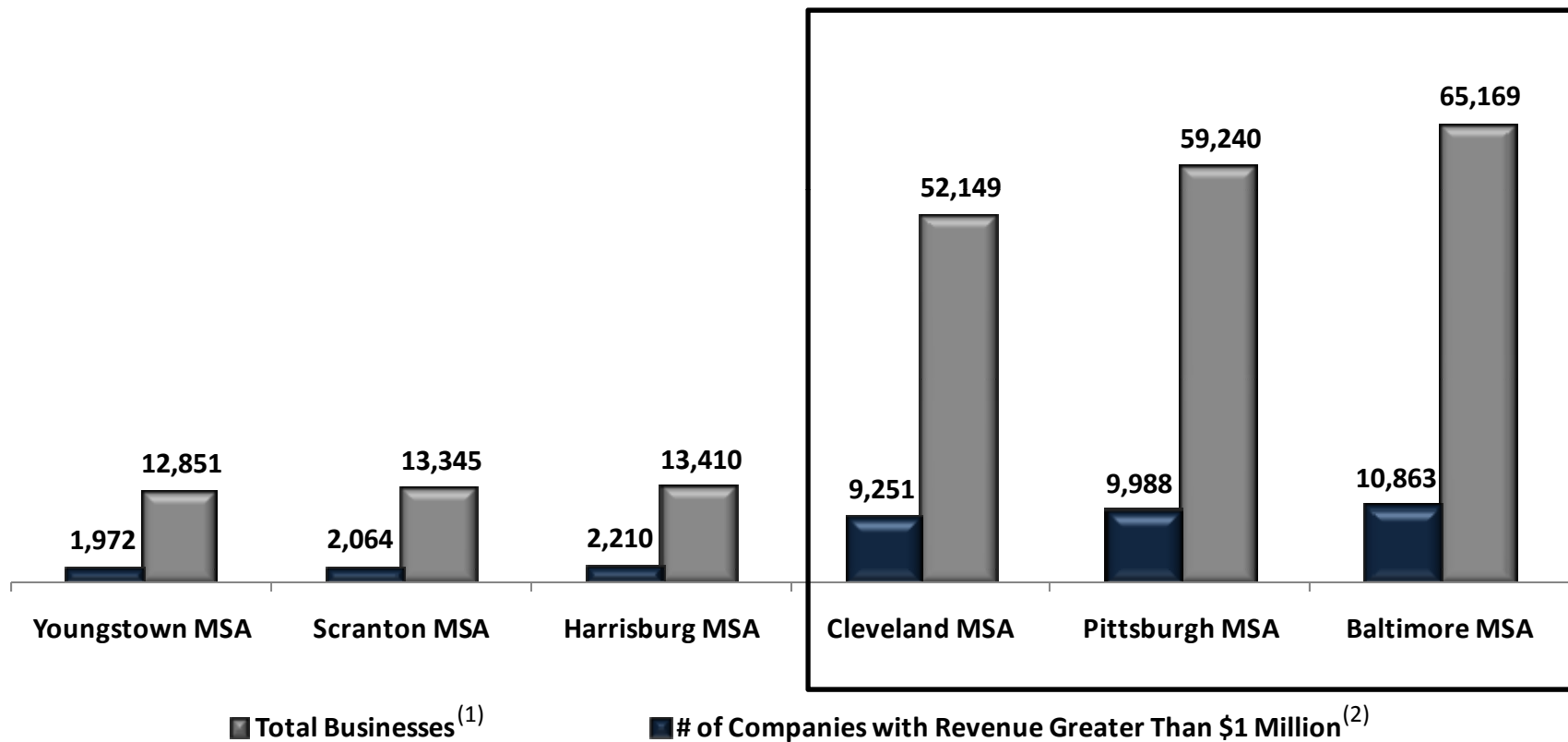
# Positioning for Market Share Expansion



Source: SNL Financial, Pro-Forma

# Leveraging Core Competencies

**Significant Commercial Prospects =  
Opportunity to Leverage Core Competency and Expand Share**



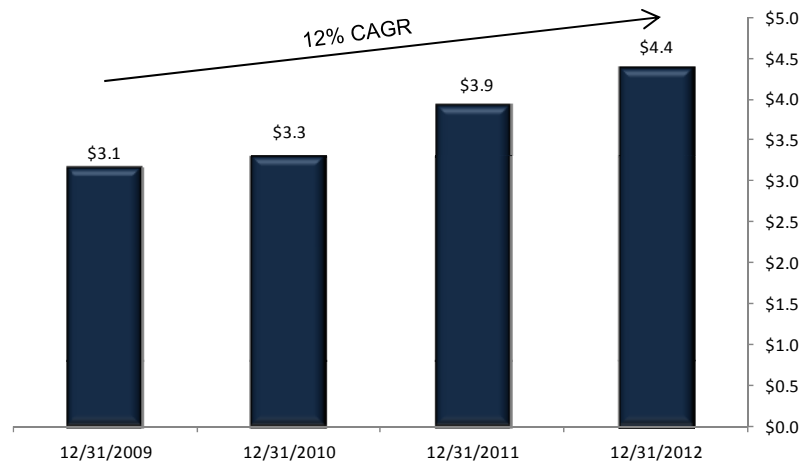
Note: Above metrics at the MSA level

(1) Data per U.S. Census Bureau

(2) Data per Hoover's as of February 2, 2013

# Cross-Functional Sales Management Drives Growth

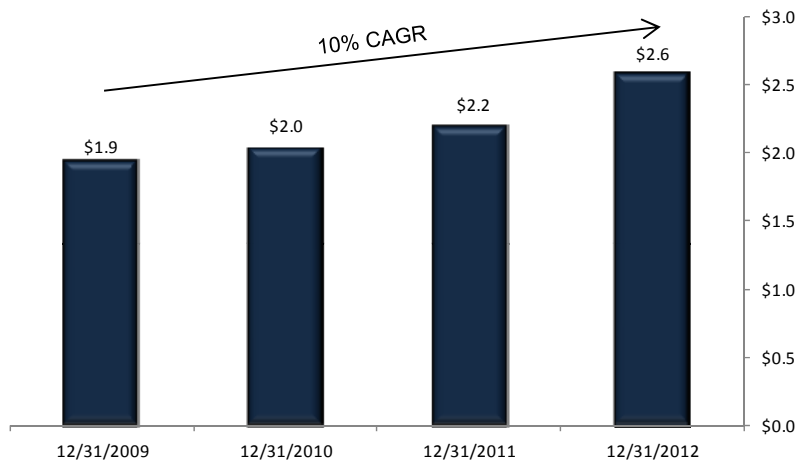
**Commercial Loan Portfolio<sup>(1)</sup>**



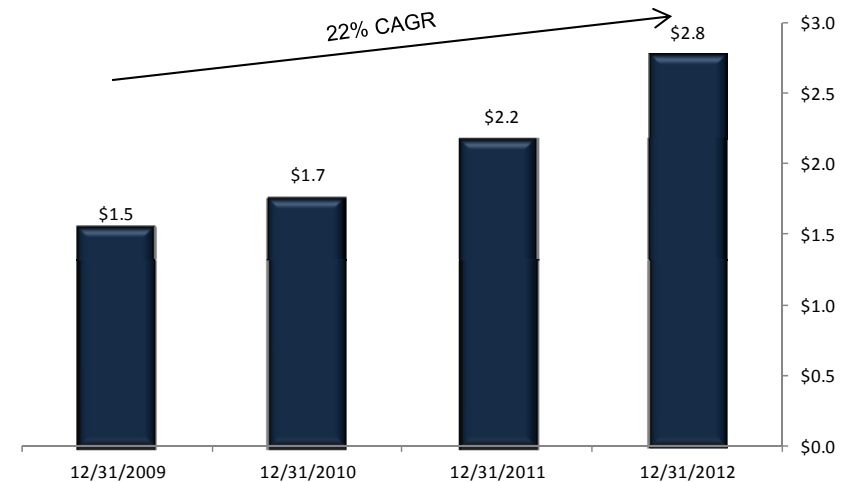
## “What Gets Measured Gets Done”

A cross-functional, disciplined sales management process drives loan growth and growth in lower-cost transaction deposits, supporting the net interest margin, delivering greater profitability and deepening the client relationship.

**Consumer Loan Portfolio<sup>(2)</sup>**



**DDA's and Customer Reps**

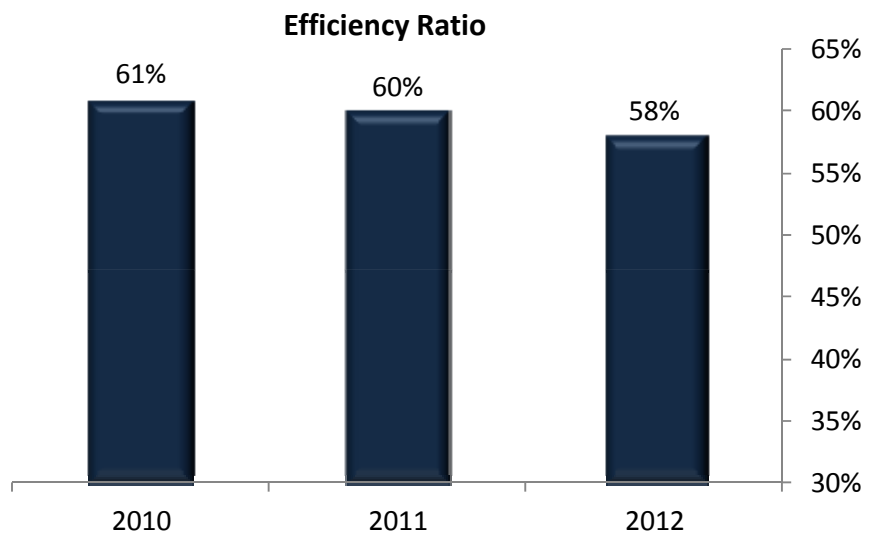
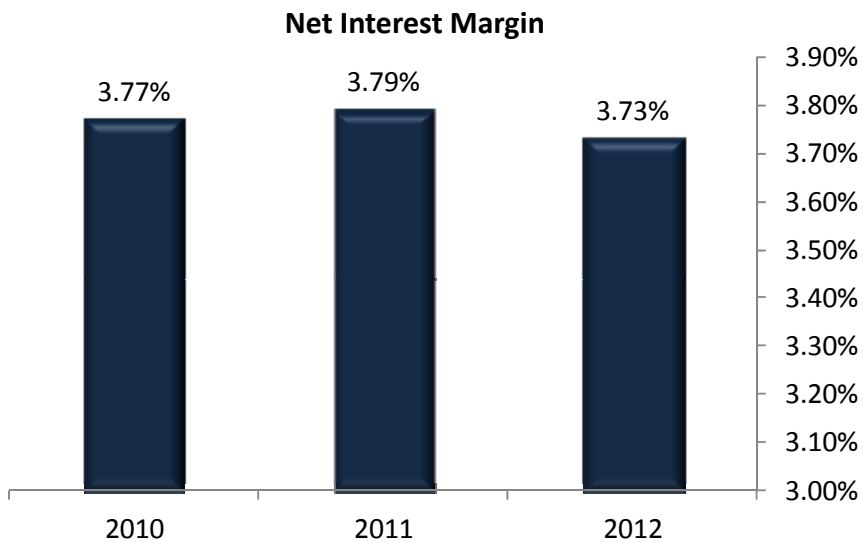
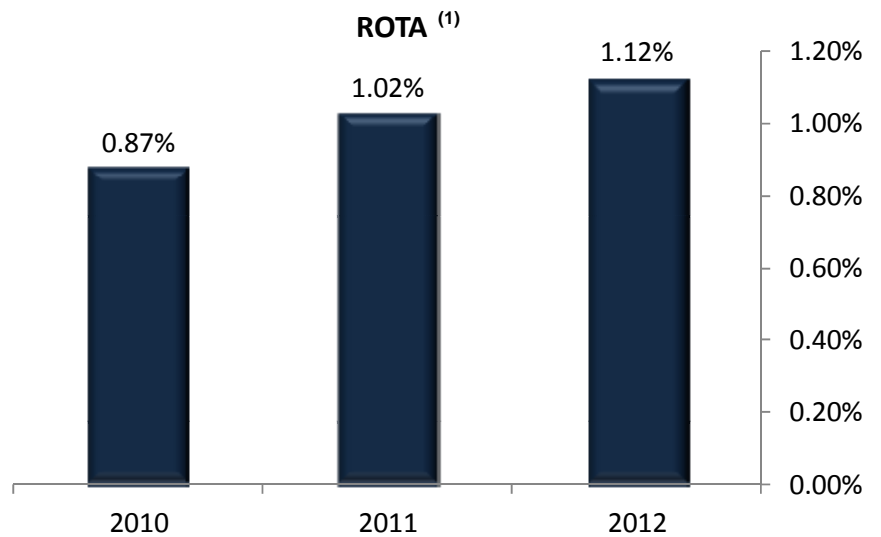
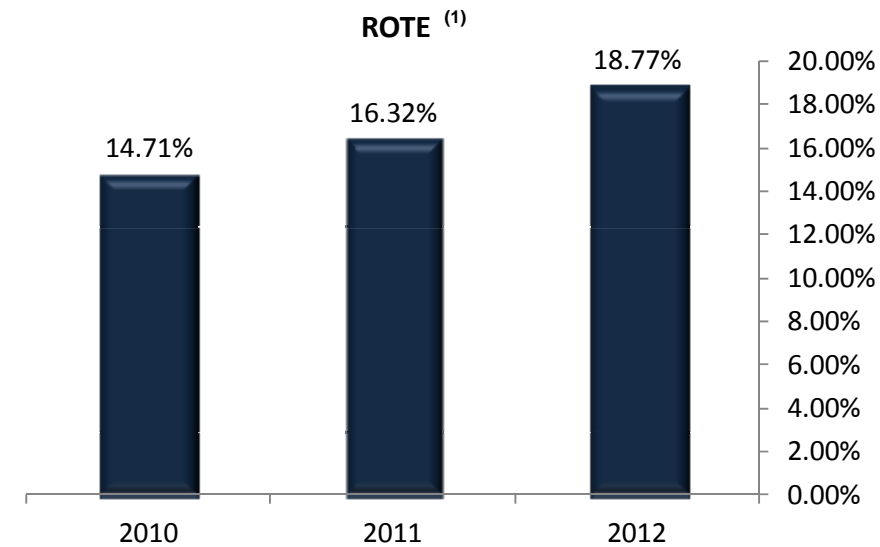


Balances shown are period-end balances, \$ in billions.

(1) Core commercial loan portfolio, excluding the Florida portfolio; (2) Consumer loans excludes the residential portfolio.



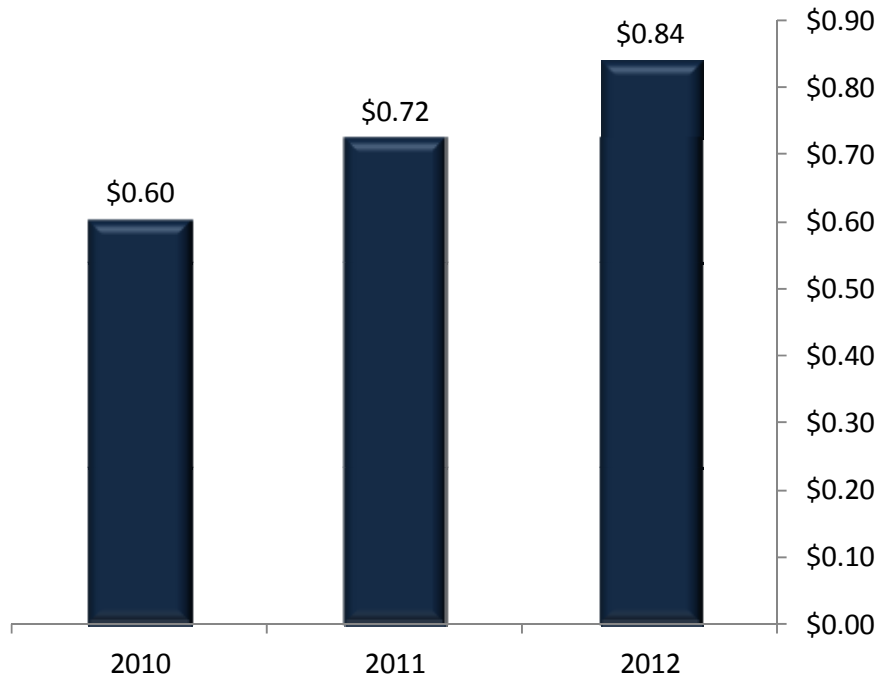
# Profitability Trends



(1) Operating results, refer to Company Non-GAAP disclosures

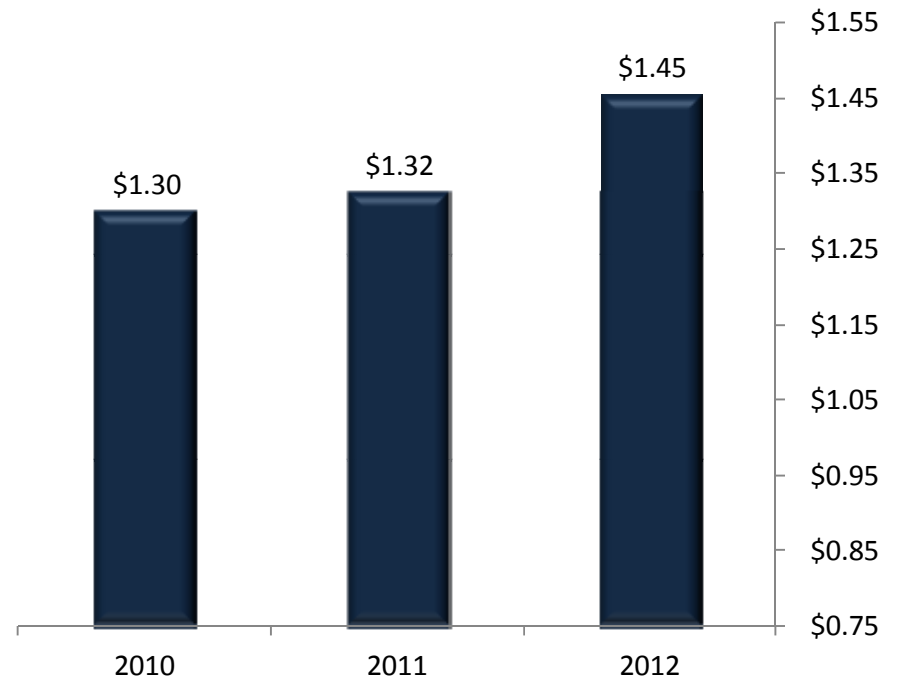
# Growth in Earnings Per Share

Operating EPS<sup>(1)</sup>



**17%**  
2012 Year-over-Year  
EPS Growth

Pre-Provision Net Revenue EPS<sup>(1)</sup>



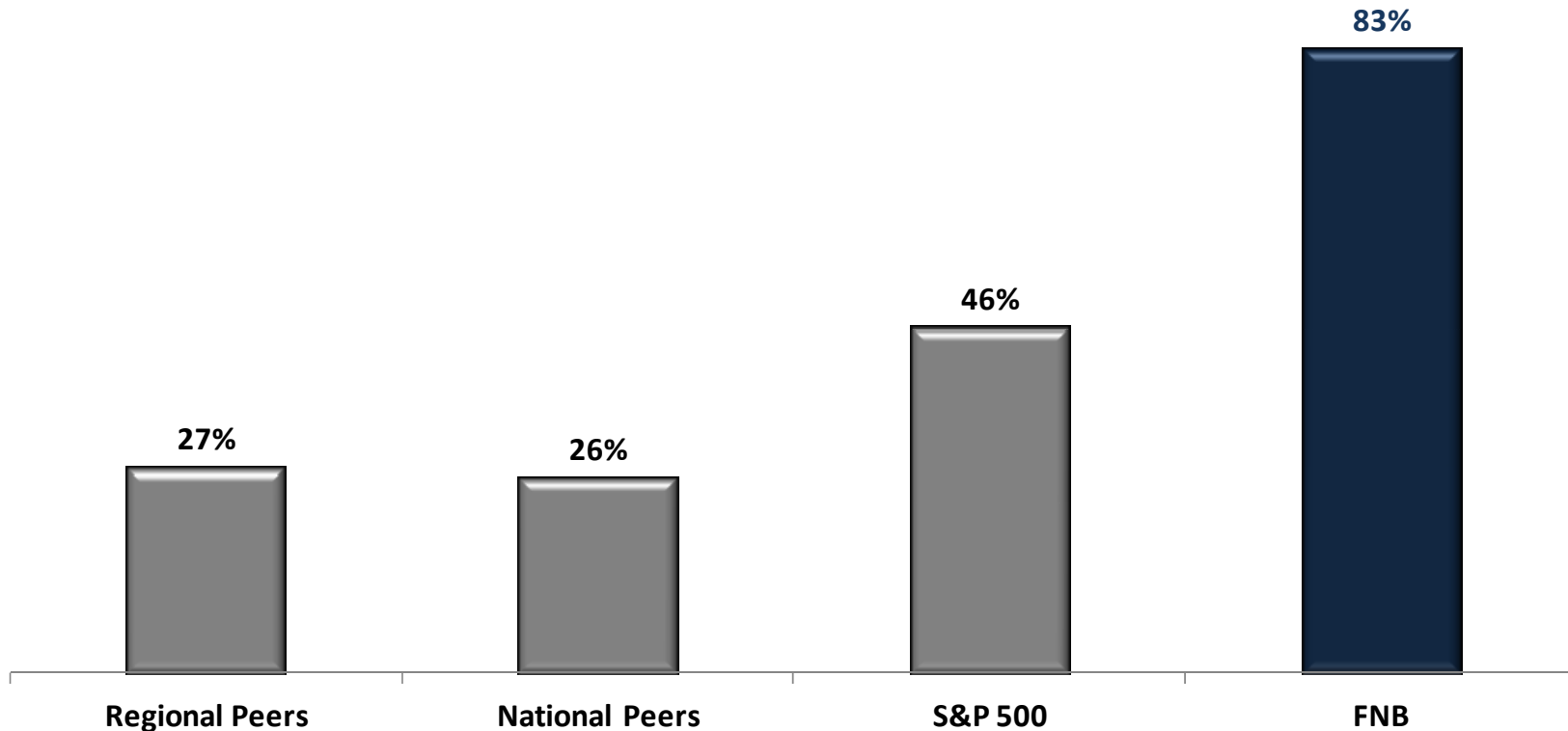
**10%**  
2012 Year-over-Year  
PPNR EPS Growth

(1) Operating results, refer to Company Non-GAAP disclosures



# Favorable Three-Year Total Return Performance

## Three-Year Total Shareholder Return<sup>(1)</sup>



**Long-Term Shareholder Return Exceeds Peers**

(1) As of February 22, 2013



# Conclusion

- **Sustainable business model**
  - ✓ Balances risk and growth, fosters a strong FNB culture and delivers value for our shareholders.
  
- **Actions position FNB to achieve sustained long-term growth**
  - ✓ Continuously reposition and reinvest in people, process, products and productivity.
  
- **Performance validates strategy**
  - ✓ Proven ability to build share in major markets
  - ✓ Strong operating performance

FNB is well-positioned for the future and will continue to focus on evolving to deliver positive long-term results for our shareholders.