(December 2017 Department of the Treasury

Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

Internal Revenue Service Reporting Issuer Part I 2 Issuer's employer identification number (EIN) Issuer's name F.N.B. CORPORATION 25-1255406 3 Name of contact for additional information 4 Telephone No. of contact 5 Email address of contact Shareholder Services Coordinator shareholderservices@fnb-corp.com 6 Number and street (or P.O. box if mail is not delivered to street address) of contact 7 City, town, or post office, state, and ZIP code of contact One North Shore Center, 12 Federal Street Pittsburgh, PA 15212 8 Date of action 9 Classification and description January 22, 2022 See attachment 10 CUSIP number 11 Serial number(s) 12 Ticker symbol 13 Account number(s) **FNB** Organizational Action Attach additional statements if needed. See back of form for additional questions. Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► See attachment Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► See attachment Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► See attachment

Part I	Ц	Organizational Action (co	ontinued)					
17 Lis	st the	applicable Internal Revenue Cod	de section(s) and subsection(s)	upon which the tax tre	eatment is I	pased ►		
IRC sec	tions	354, 356, 358, 368(a) and 1001						
18 Ca		resulting loss be recognized? ▶	No loss can be recognized	upon the exchange	of the How	ard common	shares for the shares o	of_
		oss is calculated on the deeme			deemed to	have been r	eceived in the exchang	e,
this los	s can	be recognized. The deductibi	lity of capital losses is subject	ct to limitation.				
								_
		any other information necessary						
		2, 2022. Consequently, the re						S
		hat includes the January 22, 2	022 date. This is the 2022 ca	lendar year for those	who repor	t taxable inco	ome on the basis of a	
calenda	ır year	r.						
								_
								_
								_
		r penalties of perjury, I declare that f, it is true, correct, and complete. De						anc
C:	2001	, 1. 10 1. 110, 100.1001, 11.11 00.11.p.oto. 20	olaration of proparor (outlook than on			on proparor nac	any miomoago.	
Sign Here		1 lia 6 10 Gra = ()				2-18-2022		
пеге	Signa	ature Vicky Mys			Date ►			
		UU						
	Print	your name ► Nicky Engel	Dronavaria aignati			rporate Tax D		
Paid		Print/Type preparer's name	Preparer's signature		Date		if PTIN	
Prepa	rer						nployed	
Use C		Firm's name					EIN ▶	
		Firm's address ▶				Phone		
Send Fo	rm 89	337 (including accompanying sta	tements) to: Department of the	Treasury, Internal Rev	<u>renue Servi</u>	ce, Ogden, UT	84201-0054	

F.N.B. Corporation **25-1255406**

Attachment to Form 8937

REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES

Form 8937 Part I, Box 9:

The securities subject to reporting include all shares of F.N.B. Corporation ("FNB") common stock issued in exchange for the outstanding common stock of Howard Bancorp, Inc. ("Howard") as a result of the merger of Howard with and into FNB on January 22, 2022.

Form 8937 Part II, Box 14:

The reportable organizational action involves the merger of Howard with and into FNB on January 22, 2022. As a result of this merger, each share of Howard common stock was exchanged for 1.80 shares of FNB common stock. To the extent that the exchange would have resulted in the issuance of a fractional share of FNB common stock to a Howard shareholder, a cash payment equal to the market value equivalent of the fractional share was paid in lieu of issuing a fractional share of FNB common stock.

Form 8937 Part II. Box 15:

The merger of Howard with and into FNB qualifies as a tax-free reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended. As a result, no taxable gain or loss will be recognized by any Howard shareholder upon the exchange of their Howard shares for shares of FNB common stock.

For each identifiable block of Howard common shares surrendered in the exchange having a common tax basis, the aggregate tax basis of the shares of FNB common stock received in the exchange will be equal to the tax basis of the Howard shares surrendered in the exchange. The tax basis of each individual share of FNB common stock within this identifiable block is determined by dividing this aggregate tax basis by the number of FNB common shares (including any fractional share deemed to have been distributed in the exchange – see below) that comprise this identifiable block.

Howard shareholders who receive cash in lieu of a fractional share of FNB common stock are, for purposes of determining the taxability of that cash, deemed to have received the fractional share in the exchange and then as having sold the fractional share for cash. These Howard shareholders will generally recognize a taxable gain or loss equal to the difference between the tax basis of the Howard common shares deemed to have been exchanged for the fractional share and the amount of cash received.

Form 8937 Part II, Box 16:

Refer to the description of the basis calculation in Part II, Box 15 above. The January 21, 2022 closing price of a single share of FNB common stock on the New York Stock Exchange was \$12.99.