



# Q1 2019 Earnings Conference Call

**April 25, 2019**

# Forward-Looking Statements and Associated Risk Factors

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*We make statements in this presentation regarding our outlook or expectations for earnings, revenues, expenses and/or other matters regarding or affecting us that are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are typically identified by words such as "believe," "expect," "anticipate," "intend," "outlook," "target," "estimate," "forecast," "project," "continue," "positions," "prospects," by future conditional verbs such as "will," "would," "should," "could," or "may," or by variations of such words or by similar expressions.*

*These forward-looking statements are subject to numerous assumptions, risks and uncertainties which change over time. In addition to factors previously disclosed in reports filed with the Securities and Exchange Commission, the following factors, among others, could cause our actual results to differ materially from those contemplated by such forward-looking statements: business disruption; a failure to grow revenues faster than we grow expenses; a deterioration in general economic conditions, either nationally, internationally, or in our market areas, including extended declines in the real estate market and constrained financial markets; inflation; the effects of, and changes in, trade; changes in asset quality and credit risk; introduction, withdrawal, success and timing of business initiatives; capital management activities; customer disintermediation; and our success in managing those risks. Other factors that could cause our actual results to differ from those indicated in forward-looking statements are included in the "Risk Factors" section of our filings with the Securities and Exchange Commission. The forward-looking statements speak only as of the date they are made and we undertake no obligation to update these forward-looking statements to reflect events or circumstances that occur after the date on which such statements were made.*

*Financial information contained in this presentation should be considered to be an estimate pending the filing with the Securities and Exchange Commission of our Quarterly Report on Form 10-Q for the quarter ended March 31, 2019. While we are not aware of any need to revise the results disclosed in this presentation, accounting literature may require information received by management between the date of this presentation and the filing of the Quarterly Report on Form 10-Q to be reflected in the results of the fiscal period, even though the new information was received by management subsequent to the date of this presentation.*

# March 2019 Quarter Highlights

Diluted earnings per share available to common stockholders of \$0.47 (as reported) and \$0.50 (as adjusted), representing growth of 9.3% and 11.1%, respectively, over a year ago

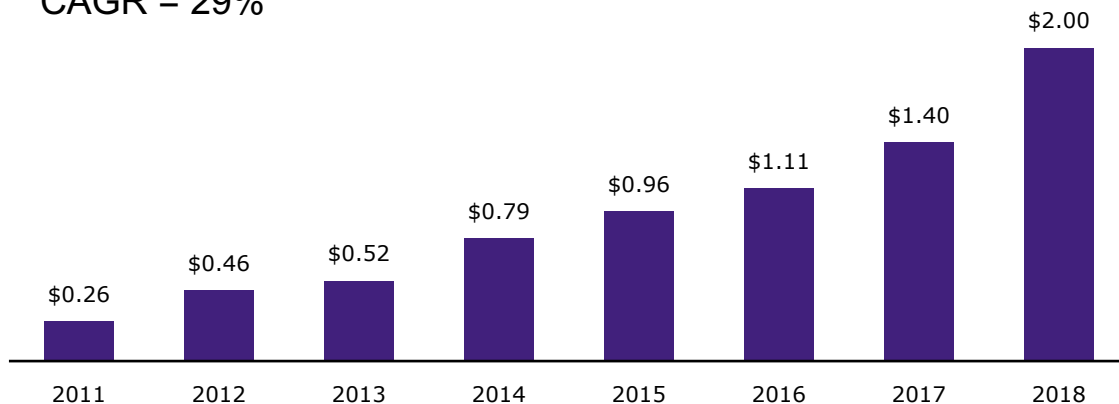
- Total assets of \$30.0 billion; total portfolio loans, gross of \$19.9 billion; total deposits of \$21.2 billion
- Net income available to common stockholders of \$99.4 million (as reported) and \$105.9 million (as adjusted)
- Adjusted diluted EPS available to common stockholders<sup>(1)</sup> of \$0.50; growth of 11.1% over a year ago
- Total commercial loans of \$17.1 billion; growth of 16.1% from March 31, 2018
- Total deposit growth of \$602.4 million from March 31, 2018; cost of total deposits of 0.88%
- Operating efficiency ratio of 45.1% (as reported) and 40.5% (as adjusted)
- Adjusted operating expenses were \$106.9 million<sup>(1)</sup>; continued rationalization of real estate and financial center network is anticipated to reduce expenses in 2019
- Tangible book value per common share<sup>(1)</sup> of \$11.92; growth of 11.6% over March 31, 2018
- Sold \$1.3 billion of residential mortgage loans; realized gain of \$8.3 million
- Completed acquisition of \$497 million commercial loan portfolio and nationwide origination platform, adding to our ABL and equipment finance portfolios
- Repurchased 8,002,595 common shares at a weighted average cost of \$19.28 per share in Q1 2019
- Declared dividend per common share of \$0.07 on April 24, 2019

(1) Adjusted / non-GAAP results exclude certain charges and gains. Refer to pages 17 through 20 for details on Adjusted / non-GAAP financial measures.

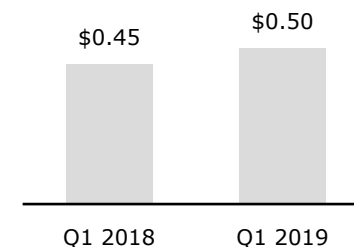
# Track Record of Delivering Growth and Profitability

## Adjusted Earnings per Share Available to Common Stockholders

CAGR = 29%



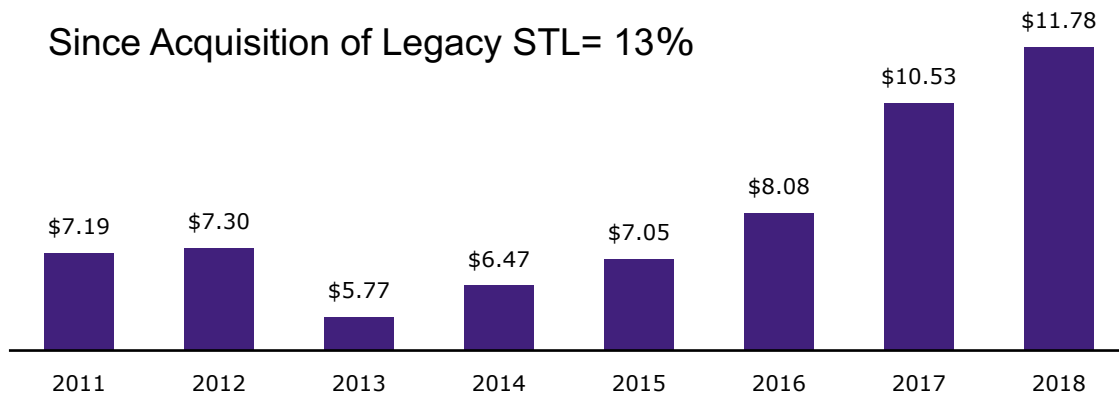
Growth Rate = 11.1%



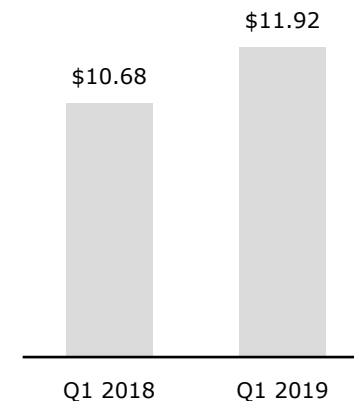
## Tangible Book Value per Common Share

CAGR = 7%

Since Acquisition of Legacy STL = 13%



Growth Rate = 11.6%



Note: See pages 17 through 20 for a reconciliation of non-GAAP financial measures. Earnings data represents annual earnings per share for each period shown; tangible book value data as of December 31, for each period shown.

# Summary of Quarterly Financial Performance

| (\$ in millions, except per share data)                   | Quarter Ended |            |           | Linked Q $\Delta$ | YOY $\Delta$ |
|---|---------------|------------|-----------|-------------------|--------------|
|   | 3/31/2018     | 12/31/2018 | 3/31/2019 |                   |              |
| <b>Selected Balance Sheet Data: <sup>(1)</sup></b>        |               |            |           |                   |              |
| Total Assets  | \$30,469      | \$31,383   | \$29,957  | (4.5%)            | (1.7%)       |
| Total Portfolio Loans, Gross                              | 19,939        | 19,219     | 19,908    | 3.6%              | (0.2%)       |
| Investment Securities                                     | 6,635         | 6,667      | 5,915     | (11.3%)           | (10.9%)      |
| Average Total Interest Earning Assets                     | 26,834        | 27,711     | 27,414    | (1.1%)            | 2.2%         |
| Core Deposits <sup>(2)(3)</sup>                           | 19,538        | 19,999     | 20,161    | 0.8%              | 3.2%         |
| Tangible Common Stockholders' Equity <sup>(4)</sup>       | 2,408         | 2,548      | 2,498     | (1.9%)            | 3.8%         |
| Tangible Book Value per Common Share <sup>(4)</sup>       | 10.68         | 11.78      | 11.92     | 1.2%              | 11.6%        |
| <b>Selected Profitability Data: <sup>(1)</sup></b>        |               |            |           |                   |              |
| Net Interest Income                                       | \$234.4       | \$242.9    | \$235.5   | (\$7.4)           | \$1.1        |
| Provision for Loan Losses                                 | 13.0          | 10.5       | 10.2      | (0.3)             | (2.8)        |
| Adjusted Non-interest Income <sup>(5)</sup>               | 24.1          | 27.4       | 24.5      | (2.9)             | 0.4          |
| Non-interest Expense                                      | 111.7         | 109.9      | 115.0     | 5.1               | 3.3          |
| Net Income Available to Common Stockholders               | 96.9          | 112.5      | 99.4      | (13.1)            | 2.5          |
| <b>Key Performance Measures: <sup>(1)</sup></b>           |               |            |           |                   |              |
| GAAP Diluted Earnings per Share                           | \$0.43        | \$0.51     | \$0.47    | (\$0.04)          | \$0.04       |
| Adjusted Diluted EPS Available to Common <sup>(4)</sup>   | 0.45          | 0.52       | 0.50      | (0.02)            | 0.05         |
| Net Interest Margin (tax equivalent basis) <sup>(4)</sup> | 3.60%         | 3.53%      | 3.54%     | 1 bps             | (6) bps      |
| Adjusted Operating Efficiency Ratio <sup>(4)</sup>        | 40.3          | 38.0       | 40.5      | 250 bps           | 20 bps       |
| Adjusted ROATA <sup>(4)</sup>                             | 1.45          | 1.58       | 1.48      | (10) bps          | 3 bps        |
| Adjusted ROATCE <sup>(4)</sup>                            | 17.24         | 18.17      | 17.04     | (113) bps         | (20) bps     |

(1) See earnings release dated April 24, 2019.

(2) Core deposits include retail, commercial and municipal transaction, money market and savings accounts and certificates of deposit accounts and exclude brokered deposits, except for reciprocal Certificate of Deposit Account Registry balances ("CDARs").

(3) See page 10 for details on core deposits.

(4) See pages 17 through 20 for a reconciliation of non-GAAP / adjusted financial measures.

(5) Adjusted non-interest income excludes net gain or loss on sale of securities and gain on sale of residential mortgage loans.

# Reconciliation of GAAP Earnings to Adjusted Earnings

- Net loss on sale of securities in Q1 2019 driven by repositioning of earning assets and funding for commercial loan portfolio acquisition
- Diluted weighted average shares outstanding have declined 11,758,305 from Q1 2018 as a result of repurchase activity

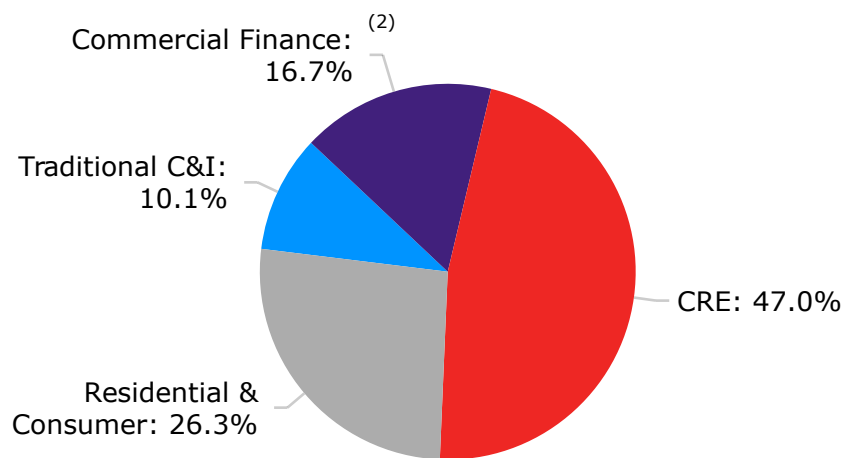
|  | Quarter Ended     |                   |                   |
|--|-------------------|-------------------|-------------------|
|  | 3/31/2018         | 12/31/2018        | 3/31/2019         |
| (\$ in thousands, except per share data)                                   |                   |                   |                   |
| Reported income before income tax expense                                  | \$ 128,328        | \$ 144,925        | \$ 129,911        |
| Adjustments to reported income (pre-tax):                                  |                   |                   |                   |
| Net loss on sale of securities   | 5,421             | 4,886             | 13,184            |
| (Gain) on sale of residential mortgage loans                               | —                 | —                 | (8,313)           |
| Charge for asset write-downs, systems integration, retention and severance | —                 | —                 | 3,344             |
| (Gain) on extinguishment of debt   | —                 | (172)             | (46)              |
| Amortization of non-compete agreements and acquired customer lists         | 295               | 295               | 242               |
| <b>Total Adjusted pre-tax Income</b>                                       | <b>134,044</b>    | <b>149,934</b>    | <b>138,322</b>    |
| Income tax expense at adjusted effective tax rate                          | (31,165)          | (31,486)          | (30,431)          |
| <b>Adjusted Net Income (non-GAAP)</b>                                      | <b>102,879</b>    | <b>118,448</b>    | <b>107,891</b>    |
| Preferred stock dividend   | 1,999             | 1,990             | 1,989             |
| <b>Adjusted net income available to common stockholders (non-GAAP)</b>     | <b>\$ 100,880</b> | <b>\$ 116,458</b> | <b>\$ 105,902</b> |
| <b>Adjusted Diluted EPS (non-GAAP)</b>                                     | <b>\$ 0.45</b>    | <b>\$ 0.52</b>    | <b>\$ 0.50</b>    |
| <b>GAAP Reported Diluted EPS</b>   | <b>\$ 0.43</b>    | <b>\$ 0.51</b>    | <b>\$ 0.47</b>    |
| <i>Weighted average diluted shares outstanding</i>                         | 225,264,147       | 222,769,369       | 213,505,842       |
| <i>Adjusted return on average tangible assets</i>                          | 1.45%             | 1.58%             | 1.48%             |
| <i>Adjusted return on average tangible common equity</i>                   | 17.2              | 18.2              | 17.0              |
| <i>Adjusted operating efficiency ratio</i>                                 | 40.3              | 38.0              | 40.5              |
| <i>Tangible book value per common share</i>                                | \$ 10.68          | \$ 11.78          | \$ 11.92          |
| <i>Adjusted effective tax rate</i>   | 23.3%             | 21.0%             | 22.0%             |

Note: See pages 17 through 20 for a reconciliation of non-GAAP financial measures.

# Transition of Loan Portfolio and Growth of Commercial Loans

- Total average commercial loans were \$16.2 billion, or 79.5% of portfolio loans in Q1 2019 <sup>(1)</sup>
- Growth in average balance of commercial loans of \$496.2 million over linked quarter and \$1.9 billion over Q1 2018

## Loan Portfolio at 3/31/18

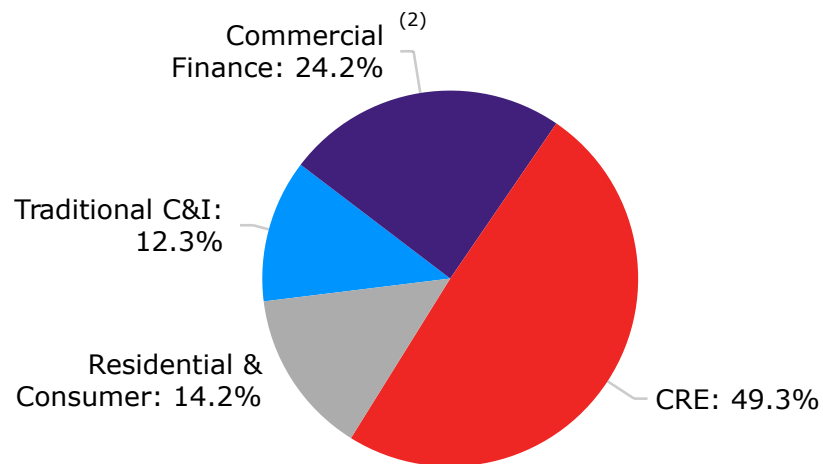


**Total Gross Portfolio Loans: \$19.9 bn**

**Yield on Loans: 4.85%<sup>(3)</sup>**

**Yield on Loans Excluding Accretion Income: 4.22%<sup>(3)</sup>**

## Loan Portfolio at 3/31/19



**Total Gross Portfolio Loans: \$19.9 bn**

**Yield on Loans: 5.17%<sup>(3)</sup>**

**Yield on Loans Excluding Accretion Income: 4.66%<sup>(3)</sup>**

(1) Includes traditional C&I, commercial finance, commercial real estate ("CRE"), multi-family and acquisition development and construction ("ADC").

(2) Commercial finance loans include asset-based lending ("ABL"), payroll finance, warehouse lending, factored receivables, equipment finance and public sector loans.

(3) Represents loan portfolio yield for the three months ended March 31, 2018 and March 31, 2019. Yield on loans excluding accretion income excludes \$25.6 million of accretion income on acquired loans in Q1 2019 and \$30.3 million in Q1 2018.

# Progression of Loan Portfolio and Yields

- Focus on organic originations of diversified commercial loans augmented by portfolio acquisitions

| Asset Class           | Loans O/S (in 000s) |               | Growth | Yield   | Yield excluding accretion |
|-----------------------|---------------------|---------------|--------|---------|---------------------------|
|                       | 3/31/18             | 3/31/19       |        | 3/31/19 | 3/31/19                   |
| Traditional C&I       | \$ 2,012,462        | \$ 2,457,211  | 22.1%  | 5.78%   | 5.76%                     |
| ABL                   | 806,305             | 1,085,572     | 34.6   | 7.01    | 6.80                      |
| Payroll finance       | 234,379             | 204,610       | (12.7) | 8.37    | 8.37                      |
| Warehouse lending     | 676,783             | 1,022,811     | 51.1   | 4.94    | 4.94                      |
| Factored receivables  | 238,258             | 263,033       | 10.4   | 4.98    | 4.98                      |
| Equipment finance     | 694,085             | 1,335,717     | 92.4   | 5.32    | 5.29                      |
| Public sector finance | 679,276             | 896,233       | 31.9   | 4.11    | 4.11 <sup>(1)</sup>       |
| CRE                   | 4,207,135           | 4,822,921     | 14.6   | 5.17    | 4.71                      |
| Multi-family          | 4,892,471           | 4,693,092     | (4.1)  | 4.76    | 3.81                      |
| ADC                   | 262,591             | 290,875       | 10.8   | 6.19    | 6.19                      |
| Total Commercial      | 14,703,745          | 17,072,075    | 16.1   | 5.20    | 4.77                      |
| Residential mortgage  | 4,883,452           | 2,549,284     | (47.8) | 4.96    | 4.10                      |
| Consumer              | 352,048             | 287,114       | (18.4) | 5.62    | 5.22                      |
| Total portfolio loans | \$ 19,939,245       | \$ 19,908,473 | (0.2)  | 5.17%   | 4.66%                     |

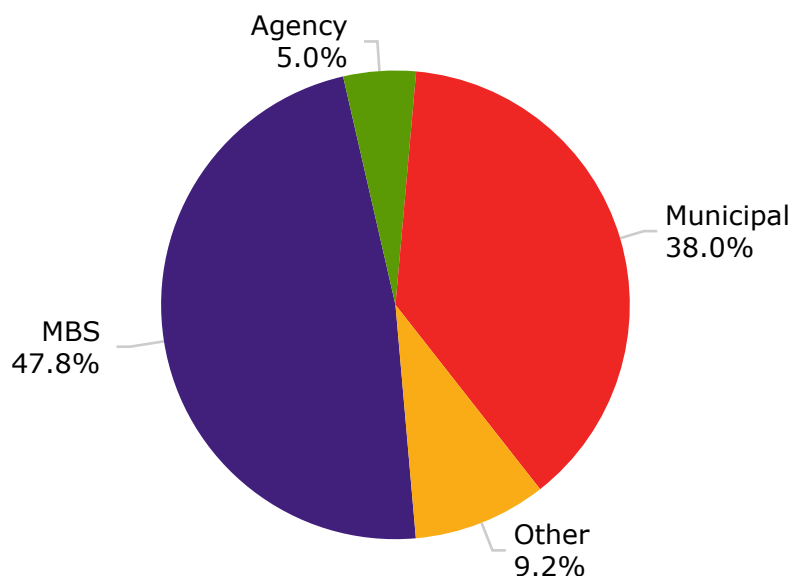
<sup>(1)</sup> Yield on public sector finance loans is shown on a tax equivalent basis.



# Investment Securities Portfolio

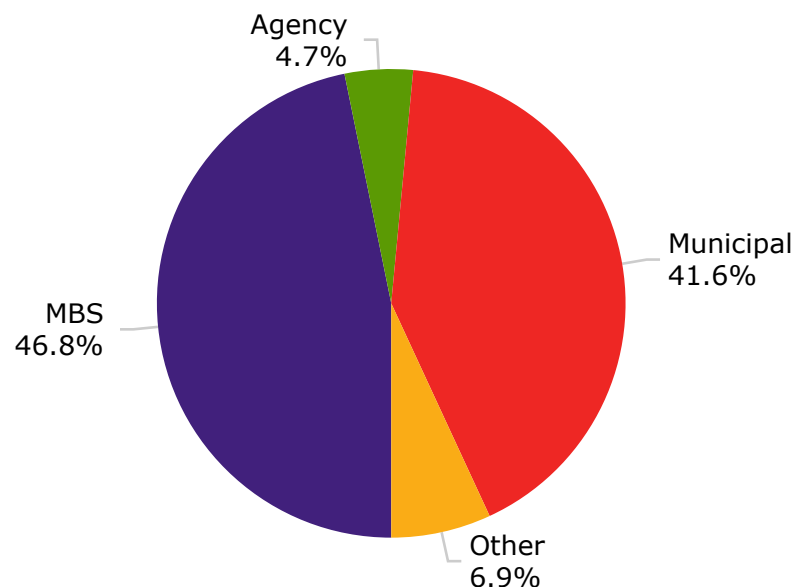
- Decrease of \$752.1 million (EOP balances); decrease of \$351.3 million (average balances) Q-o-Q
- Securities sold in Q1 2019 had a weighted average yield of 2.72%
- Target securities as a % of total interest earning assets of 20 - 22%

## As of December 31, 2018



**Total Portfolio: \$6.7 bn<sup>(1)</sup>**  
**% of Total Earning Assets: 25.2%<sup>(1)</sup>**  
**Tax Equivalent (TE) Yield on Securities: 2.92%**  
**Weighted Average Duration: 5.41<sup>(1)</sup>**

## As of March 31, 2019



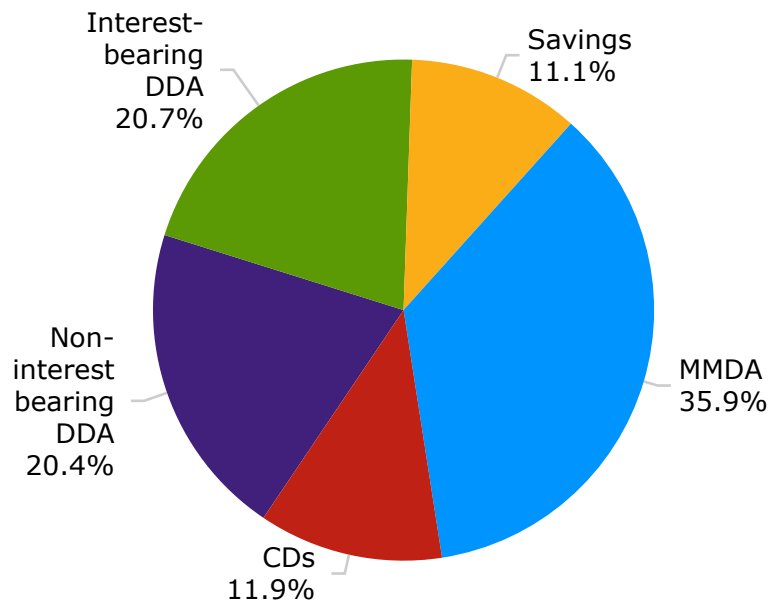
**Total Portfolio: \$5.9 bn<sup>(1)</sup>**  
**% of Total Earning Assets: 22.5%<sup>(1)</sup>**  
**TE Yield on Securities: 2.99%**  
**Weighted Average Duration: 5.06<sup>(1)</sup>**

(1) Represents end of period balance, percentage or duration.

# Attractive Deposit Base to Support Further Growth

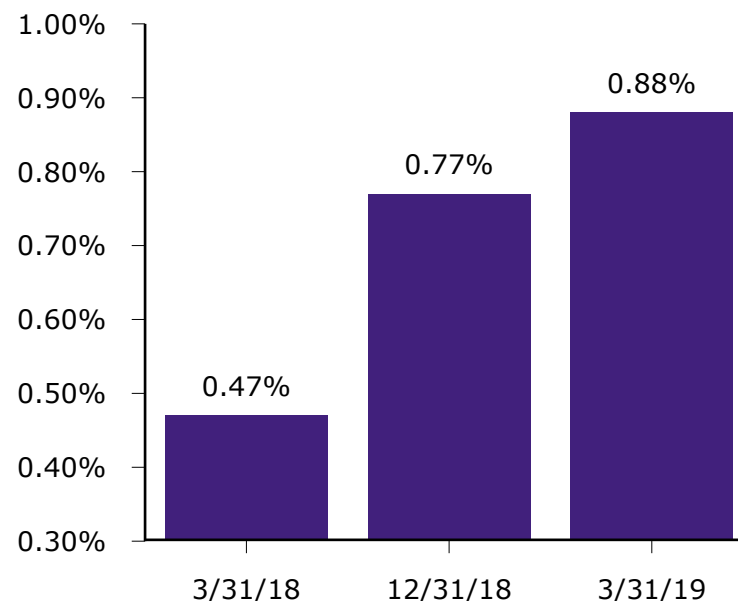
- 95.0% core deposits<sup>(1)</sup>; deposit market competitive dynamics are improving
- Retail and commercial<sup>(2)</sup>: 85.1%; municipal: 9.5%; wholesale and other<sup>(3)</sup>: 5.4%
- Loans to deposits ratio of 93.8% as of March 31, 2019

## Deposit Composition



**Total Deposits: \$21.2B**  
**Total Cost of Deposits: 0.88%<sup>(4)</sup>**

## Total Cost of Deposits<sup>(4)</sup>



(1) Core deposits include retail, commercial and municipal transaction, money market, savings accounts and certificates of deposit accounts and exclude wholesale and brokered deposits, except for reciprocal CDARs.

(2) Retail and commercial includes \$2.5 billion of certificates of deposit.

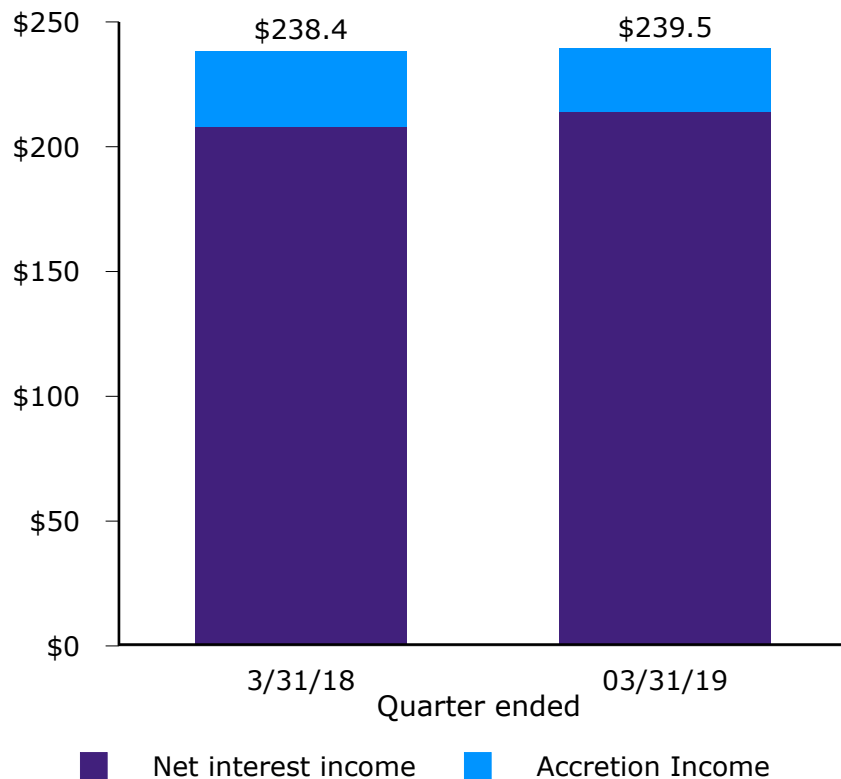
(3) Wholesale and other deposits include one-way brokered deposits and other wholesale deposits.

(4) represents total cost of deposits for the three months ended March 31, 2018, December 31, 2018 and March 31, 2019.

# Portfolio Transition is Replacing Accretion Income Run-off

## Tax Equivalent Net Interest Income

(\$ in millions)



|                                 |       |       |
|---------------------------------|-------|-------|
| Tax equivalent NIM ex-accretion | 3.15% | 3.16% |
|---------------------------------|-------|-------|

## NIM Outlook

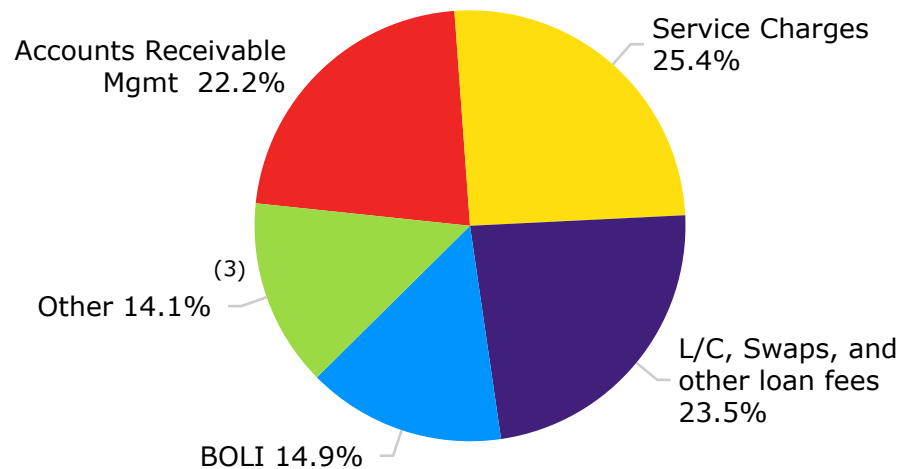
- Balance sheet will continue to transition as commercial loans grow and resi & MF loans run-off
- Flat yield curve is impacting new origination yields in traditional asset classes
  - \* Diversified loan strategy will support loan yields
  - \* Q1 2019 weighted average new loan origination yield of 5.21% (including Woodforest)
- Actively evaluating loan portfolio acquisition opportunities
- Cost of total interest-bearing liabilities should improve
  - \* Significant reduction in balance of higher cost wholesale borrowings
  - \* Deposit pricing / competitive dynamics have shown signs of improvement
- Maintain full year margin guidance of 3.25% to 3.35% (excluding accretion income)

Note: Net interest margin data is adjusted to exclude accretion income on acquired loans of \$25.6 million in Q1 2019 and \$30.3 million in Q1 2018.

# Diversified Non-Interest Income

- Adjusted non-interest income<sup>(1)</sup> of \$24.5 million; represents 9.3% of adjusted total net revenue<sup>(2)</sup>
- Seasonality in swaps, accounts receivable management and loan syndications resulted in decrease in fee income relative to linked quarter

## Non-Interest Income Composition<sup>(1)</sup>



**Adjusted Non-Interest Income Q1 2019: \$24.5mm<sup>(1)</sup>**  
**% of Total Adjusted Net Revenue: 9.3%**

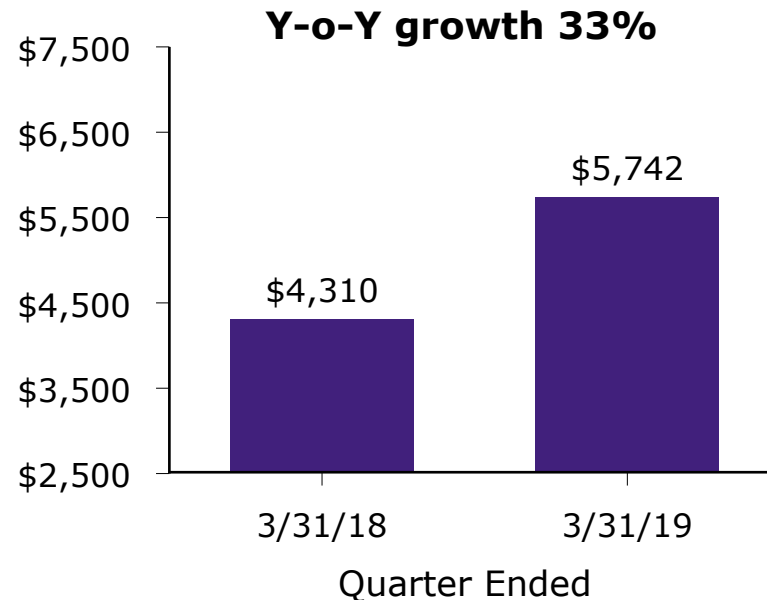
(1) Excludes net (losses) on sale of securities and gain on sale of residential mortgage loans.

(2) Adjusted total net revenue is a non-GAAP / adjusted measure. Refer to page 20 for a reconciliation to GAAP.

(3) Other includes wealth management, interchange revenue, and other miscellaneous revenue.

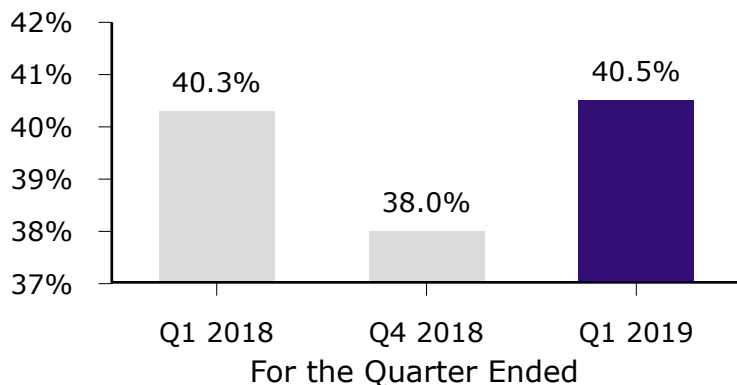
## Letter of credit commissions, SWAP fees and other loan fees

(\$ in thousands)



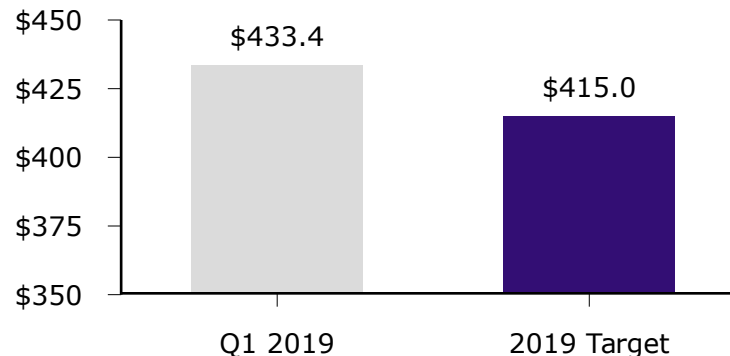
# Focus on Efficiency and Increasing Operating Leverage

## Adjusted Operating Efficiency Ratio



## Adjusted Operating Expenses Annualized

(\$ in millions)

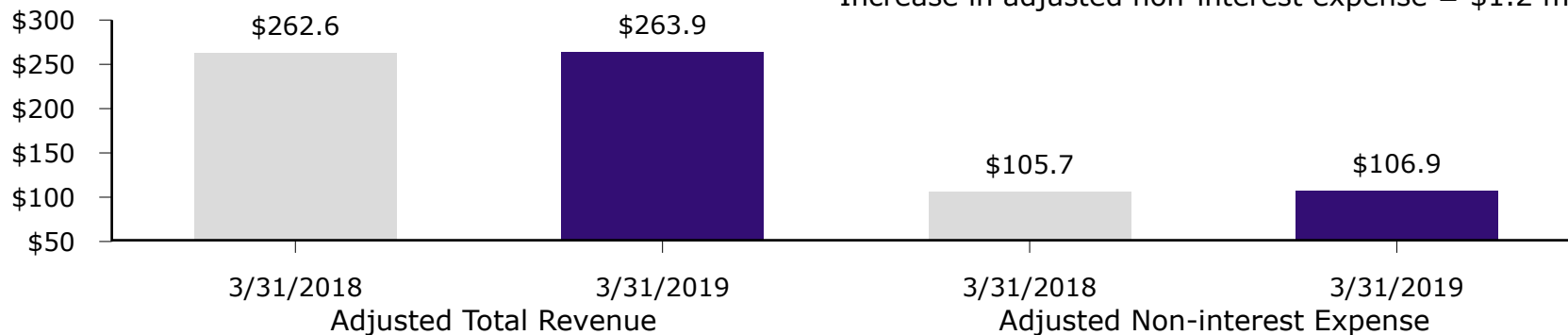


## Adjusted Operating Leverage - Quarter Ended

(\$ in millions)

Increase in adjusted total revenue = \$1.4 million

Increase in adjusted non-interest expense = \$1.2 million



Note: See pages 17 through 20 for a reconciliation of non-GAAP / adjusted financial measures.

# Strong Asset Quality and Capital Ratios

| (\$ in millions)                                  | As of or for the quarter ended |           |           |            |           |
|---|--------------------------------|-----------|-----------|------------|-----------|
|   | 3/31/2018                      | 6/30/2018 | 9/30/2018 | 12/31/2018 | 3/31/2019 |
| <b>Ratios and Balances</b>                        |                                |           |           |            |           |
| Asset Quality Data:                               |                                |           |           |            |           |
| Non-performing loans to total loans               | 0.91%                          | 0.92%     | 0.90%     | 0.88%      | 0.86%     |
| Net charge-offs to average loans (annualized)     | 0.18                           | 0.18      | 0.08      | 0.12       | 0.14      |
| Allowance for loan losses to:                     |                                |           |           |            |           |
| Total loans                                       | 0.41                           | 0.42      | 0.44      | 0.50       | 0.50      |
| Non-performing loans                              | 45.1                           | 45.0      | 49.3      | 56.7       | 58.1      |
| Non-performing assets to total assets             | 0.68                           | 0.67      | 0.67      | 0.60       | 0.62      |
| Special Mention Loans <sup>(1)</sup>              | \$ 101.9                       | \$ 119.7  | \$ 88.5   | \$ 113.2   | \$ 128.1  |
| Substandard Loans <sup>(1)</sup>                  | 255.9                          | 251.8     | 280.4     | 266.0      | 288.7     |
| Doubtful Loans                                    | 1.0                            | 0.9       | 2.2       | 0.1        | —         |
| Total Criticized / Classified                     | 358.8                          | 372.4     | 371.0     | 379.3      | 416.7     |
| Loans 30 to 89 days past due                      | 59.8                           | 73.4      | 50.1      | 97.2       | 64.3      |
| Non-accrual and 90 days past due & still accruing | 182.0                          | 191.0     | 185.2     | 168.8      | 170.4     |
| Capital Ratio Data:                               |                                |           |           |            |           |
| Tangible Equity to Tangible Assets (STL)          | 8.38%                          | 8.28%     | 8.65%     | 8.60%      | 8.87%     |
| Tier 1 Leverage Ratio (STL)                       | 9.39                           | 9.32      | 9.68      | 9.50       | 9.21      |
| Tier 1 Leverage Ratio (SNB)                       | 10.00                          | 9.84      | 10.10     | 9.94       | 9.58      |

(1) Commercial loans acquired in Q1 2019 included \$36.0 million of special mention loans and \$6.6 million of substandard loans.

# Update on Strategies for 2019

| Metric   | Target Range     | Analysis  |
|--|------------------|---|
| Loan growth  | \$1.5 - \$2.0 bn | <ul style="list-style-type: none"> <li>Total portfolio loan growth of \$689.9 million in Q1</li> <li>Continue balance sheet transition</li> </ul>   |
| Loans to deposits ratio                                    | 90 - 95%         | <ul style="list-style-type: none"> <li>On target, 93.8% at March 31, 2019</li> <li>Focus on deposit segments that can grow efficiently</li> </ul>   |
| Net interest margin (excluding accretable yield)           | 3.25 - 3.35%     | <ul style="list-style-type: none"> <li>Continued balance sheet transition anticipated to support NIM through 2019</li> <li>Improving deposit market dynamics may drive upside</li> </ul>                                    |
| Fee income   | ~\$110mm         | <ul style="list-style-type: none"> <li>Deposit fees, cash management, syndications and loan swaps will be the focus</li> <li>Accounts receivable management will grow relative to Q1 2019 volumes</li> </ul>                |
| Operating expenses (excluding amortization of intangibles) | ~\$415mm         | <ul style="list-style-type: none"> <li>2 back-office locations and 10 additional financial centers to be consolidated in 2019</li> <li>Longer-term target of reducing financial center network to 80 by mid-2020</li> </ul> |
| Excess tangible equity / capital position                  | 8.25% TCE ratio  | <ul style="list-style-type: none"> <li>Share repurchase activity to continue</li> <li>Increase repurchase program by 10 million shares</li> </ul>   |
| Effective tax rate (ETR)                                   | 22%              | <ul style="list-style-type: none"> <li>Estimated ETR of 22.0% for 2019</li> </ul>   |

# March 2019 Summary

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- Strong operating momentum, completed several strategic actions
- Significant progress in balance sheet transition
- Strong growth in commercial loans organically and through acquisition
- Sale of residential loans and securities sets up for NIM expansion in Q2
- Focus on deposit growth opportunities to allow continued consolidation of financial centers
- Credit quality remains strong
- Repurchased 8 million common shares, increased authorized repurchase plan by 10 million common shares
- Strong balance sheet with robust capital and liquidity
- Strategic actions position us for continued high performance
- Execution is the key



# Adjusted Information (non-GAAP financial information)

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- In this presentation, we have referred to non-GAAP/adjusted results to help illustrate the impact of certain types of items, such as the following:
  - † The impact of the securities gains and losses, non-taxable income, merger-related expenses, charges for asset write-downs, systems integration, retention and severance, gain on extinguishment of borrowings, gains on sale of certain real properties and amortization of non-compete agreements and acquired customer list intangible assets to our net income.
  - † Our tangible common equity (common stockholders' equity, less intangible assets, other than servicing rights).

These measures are used by management and the Board of Directors on a regular basis, in addition to our GAAP results, to facilitate the assessment of our financial performance and to assess our performance compared to our budgets and strategic plans. These non-GAAP financial measures complement our GAAP reporting and are presented below to provide investors, analysts, regulators and others information and reconciliations that we use to manage and evaluate our business each period.

This information supplements our results as reported in accordance with GAAP, and should not be viewed in isolation from, or as a substitute for, our GAAP results.

# Quarterly Non-GAAP/Adjusted to GAAP Reconciliation

(\$ in thousands except share and per share data)

|   | As of or for the quarter ended |               |               |               |               |
|---|--------------------------------|---------------|---------------|---------------|---------------|
|   | 3/31/2018                      | 6/30/2018     | 9/30/2018     | 12/31/2018    | 3/31/2019     |
| <b>The following table shows the reconciliation of stockholders' equity to tangible common equity and the tangible common equity ratio:</b> |                                |               |               |               |               |
| Total assets  | \$ 30,468,780                  | \$ 31,463,077 | \$ 31,261,265 | \$ 31,383,307 | \$ 29,956,607 |
| Goodwill and other intangibles  | (1,727,030)                    | (1,754,418)   | (1,745,181)   | (1,742,578)   | (1,782,533)   |
| Tangible assets   | 28,741,750                     | 29,708,659    | 29,516,084    | 29,640,729    | 28,174,074    |
| Stockholders' equity  | 4,273,755                      | 4,352,735     | 4,438,303     | 4,428,853     | 4,419,223     |
| Preferred stock   | (139,025)                      | (138,828)     | (138,627)     | (138,423)     | (138,218)     |
| Goodwill and other intangibles  | (1,727,030)                    | (1,754,418)   | (1,745,181)   | (1,742,578)   | (1,782,533)   |
| Tangible common stockholders' equity  | \$ 2,407,700                   | \$ 2,459,489  | \$ 2,554,495  | \$ 2,547,852  | \$ 2,498,472  |
| Common stock outstanding at period end  | 225,466,266                    | 225,470,254   | 225,446,089   | 216,227,852   | 209,560,824   |
| Common stockholders' equity as a % of total assets  | 13.57%                         | 13.39%        | 13.75%        | 13.67%        | 14.29%        |
| Book value per common share   | \$ 18.34                       | \$ 18.69      | \$ 19.07      | \$ 19.84      | \$ 20.43      |
| Tangible common equity as a % of tangible assets  | 8.38%                          | 8.28%         | 8.65%         | 8.60%         | 8.87%         |
| Tangible book value per common share  | \$ 10.68                       | \$ 10.91      | \$ 11.33      | \$ 11.78      | \$ 11.92      |

**The following table shows the reconciliation of reported return on average tangible common equity and adjusted return on average tangible common equity:**

|   |              |              |              |              |              |
|---|--------------|--------------|--------------|--------------|--------------|
| Average stockholders' equity  | \$ 4,243,897 | \$ 4,305,928 | \$ 4,397,823 | \$ 4,426,118 | \$ 4,415,449 |
| Average preferred stock   | (139,151)    | (138,958)    | (138,692)    | (138,523)    | (138,348)    |
| Average goodwill and other intangibles                                  | (1,730,952)  | (1,757,296)  | (1,752,933)  | (1,745,339)  | (1,756,506)  |
| Average tangible common stockholders' equity                            | \$ 2,373,794 | \$ 2,409,674 | \$ 2,506,198 | \$ 2,542,256 | \$ 2,520,595 |
| Net (loss) income available to common stockholders                      | 96,873       | 112,245      | 117,657      | 112,501      | 99,448       |
| Net (loss) income available to common stockholders, if annualized       | 392,874      | 450,213      | 466,791      | 446,335      | 403,317      |
| Reported return on average tangible common equity                       | 16.55%       | 18.68%       | 18.63%       | 17.56%       | 16.00%       |
| Adjusted net income available to common (see reconciliation on page 19) | \$ 100,880   | \$ 112,868   | \$ 114,273   | \$ 116,458   | \$ 105,902   |
| Annualized adjusted net income available to common                      | 409,124      | 452,712      | 453,366      | 462,034      | 429,492      |
| Adjusted return on average tangible common equity                       | 17.24%       | 18.79%       | 18.09%       | 18.17%       | 17.04%       |

# Quarterly Non-GAAP/Adjusted to GAAP Reconciliation

(\$ in thousands except share and per share data)

|   | As of or for the quarter ended |            |            |            |            |
|---|--------------------------------|------------|------------|------------|------------|
|   | 3/31/2018                      | 6/30/2018  | 9/30/2018  | 12/31/2018 | 3/31/2019  |
| <b>The following table shows the reconciliation of the reported operating efficiency ratio and the adjusted operating efficiency ratio:</b> |                                |            |            |            |            |
| Net interest income   | \$ 234,370                     | \$ 246,216 | \$ 243,949 | \$ 242,871 | \$ 235,506 |
| Non-interest income   | 18,707                         | 37,868     | 24,145     | 22,475     | 19,597     |
| Total revenue   | 253,077                        | 284,084    | 268,094    | 265,346    | 255,103    |
| Tax equivalent adjustment on securities   | 4,070                          | 4,094      | 4,052      | 4,015      | 3,949      |
| Net loss on sale of securities  | 5,421                          | 425        | 56         | 4,886      | 13,184     |
| Net (gain) on sale of fixed assets  | —                              | (11,797)   | —          | —          | —          |
| Net (gain) on sale of residential mortgage loans  | —                              | —          | —          | —          | (8,313)    |
| (Gain) on extinguishment of borrowings  | —                              | —          | —          | (172)      | (46)       |
| Adjusted total net revenue  | 262,568                        | 276,806    | 272,202    | 274,075    | 263,877    |
| Non-interest expense  | 111,749                        | 124,928    | 111,773    | 109,921    | 114,992    |
| Merger-related expense  | —                              | —          | —          | —          | —          |
| Charge for asset write-downs, systems integration, retention and severance  | —                              | (13,132)   | —          | —          | (3,344)    |
| Amortization of intangible assets   | (6,052)                        | (5,865)    | (5,865)    | (5,865)    | (4,826)    |
| Adjusted non-interest expense   | \$ 105,697                     | \$ 105,931 | \$ 105,908 | \$ 104,228 | \$ 106,868 |
| Reported operating efficiency ratio   | 44.2%                          | 44.0%      | 41.7%      | 41.4%      | 45.1%      |
| Adjusted operating efficiency ratio   | 40.3                           | 38.3       | 38.9       | 38.0       | 40.5       |

# Quarterly Non-GAAP/Adjusted to GAAP Reconciliation

(\$ in thousands except share and per share data)

|   | For the quarter ended |             |             |             |             |
|---|-----------------------|-------------|-------------|-------------|-------------|
|   | 3/31/2018             | 6/30/2018   | 9/30/2018   | 12/31/2018  | 3/31/2019   |
| <b>The following table shows the reconciliation of reported net income (GAAP) and earnings per share to adjusted net income (non-GAAP) and adjusted diluted earnings per share:</b> |                       |             |             |             |             |
| Income before income tax expense  | \$ 128,328            | \$ 146,156  | \$ 146,821  | \$ 144,925  | \$ 129,911  |
| Income tax expense  | 29,456                | 31,915      | 27,171      | 30,434      | 28,474      |
| Net income (GAAP)   | 98,872                | 114,241     | 119,650     | 114,491     | 101,437     |
| Adjustments:  |                       |             |             |             |             |
| Net loss on sale of securities  | 5,421                 | 425         | 56          | 4,886       | 13,184      |
| Net (gain) on sale of fixed assets  | —                     | (11,797)    | —           | —           | —           |
| Net (gain) on sale of residential mortgage loans  | —                     | —           | —           | —           | (8,313)     |
| (Gain) on extinguishment of borrowings  | —                     | —           | —           | (172)       | (46)        |
| Charge for asset write-downs, systems integration, retention and severance  | —                     | 13,132      | —           | —           | 3,344       |
| Amortization of non-compete agreements and acquired customer list intangible assets   | 295                   | 295         | 295         | 295         | 242         |
| Total pre-tax adjustments   | 5,716                 | 2,055       | 351         | 5,009       | 8,411       |
| Adjusted pre-tax income   | 134,044               | 148,211     | 147,172     | 149,934     | 138,322     |
| Adjusted income tax expense   | (31,165)              | (33,347)    | (30,906)    | (31,486)    | (30,431)    |
| Adjusted net income (non-GAAP)  | 102,879               | 114,864     | 116,266     | 118,448     | 107,891     |
| Preferred stock dividend  | 1,999                 | 1,996       | 1,993       | 1,990       | 1,989       |
| Adjusted net income available to common stockholders (non-GAAP)   | \$ 100,880            | \$ 112,868  | \$ 114,273  | \$ 116,458  | \$ 105,902  |
| Weighted average diluted shares   | 225,264,147           | 225,621,856 | 225,622,895 | 222,769,369 | 213,505,842 |
| Reported diluted EPS (GAAP)   | \$ 0.43               | \$ 0.50     | \$ 0.52     | \$ 0.51     | \$ 0.47     |
| Adjusted diluted EPS (non-GAAP)   | 0.45                  | 0.50        | 0.51        | 0.52        | 0.50        |

**The following table shows the reconciliation of reported return on average tangible assets and adjusted return on average tangible assets:**

|   |               |               |               |               |               |
|---|---------------|---------------|---------------|---------------|---------------|
| Average assets  | \$ 30,018,289 | \$ 30,994,904 | \$ 31,036,026 | \$ 30,925,281 | \$ 30,742,943 |
| Average goodwill and other intangibles  | (1,730,952)   | (1,757,296)   | (1,752,933)   | (1,745,339)   | (1,756,506)   |
| Average tangible assets   | 28,287,337    | 29,237,608    | 29,283,093    | 29,179,942    | 28,986,437    |
| Net income available to common stockholders                                     | 96,873        | 112,245       | 117,657       | 112,501       | 99,448        |
| Net income available to common stockholders, if annualized                      | 392,874       | 450,213       | 466,791       | 446,335       | 403,317       |
| Reported return on average tangible assets                                      | 1.39%         | 1.54%         | 1.59%         | 1.53%         | 1.39%         |
| Adjusted net income available to common stockholders (see reconciliation above) | \$ 100,880    | \$ 112,868    | \$ 114,273    | \$ 116,458    | \$ 105,902    |
| Adjusted net income available to common stockholders, if annualized             | 409,124       | 452,712       | 453,366       | 462,034       | 429,492       |
| Adjusted return on average tangible assets                                      | 1.45%         | 1.55%         | 1.55%         | 1.58%         | 1.48%         |



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