

# 2016

## INVESTOR PRESENTATION

Update – March 1, 2016



# Disclosures



## CAUTIONARY STATEMENT

This investor presentation may contain forward-looking statements, as defined by federal securities laws, including statements about United's financial outlook and business environment. These statements are based on current expectations and are provided to assist in the understanding of future financial performance. Such performance involves risks and uncertainties that may cause actual results to differ materially from those expressed or implied in any such statements. For a discussion of some of the risks and other factors that may cause such forward-looking statements to differ materially from actual results, please refer to United Community Banks, Inc.'s filings with the Securities and Exchange Commission, including its 2015 Annual Report on Form 10-K and its most recent quarterly report on Form 10-Q under the sections entitled "Forward-Looking Statements." Forward-looking statements speak only as of the date they are made, and we undertake no obligation to update or revise forward-looking statements.

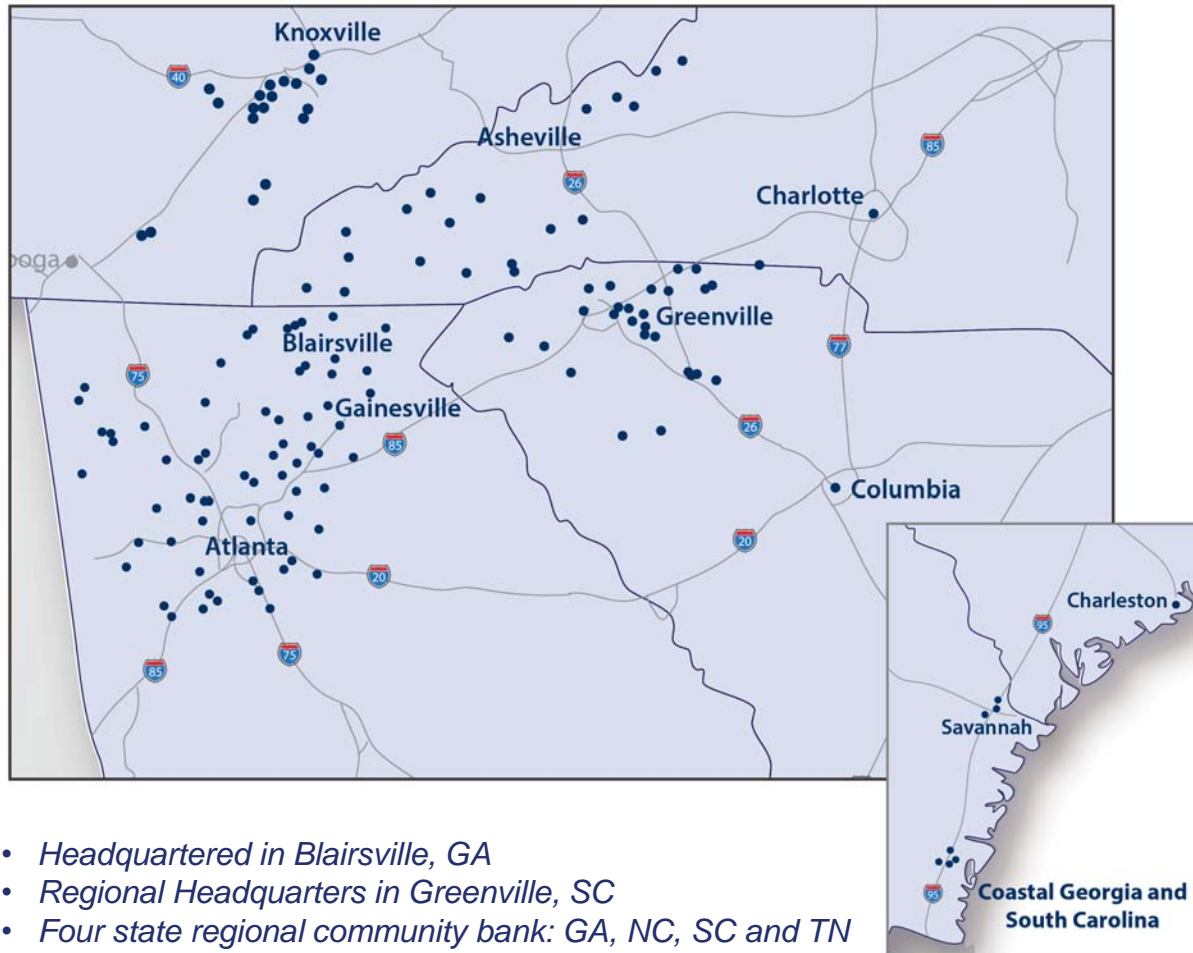
## NON-GAAP MEASURES

This presentation also contains financial measures determined by methods other than in accordance with generally accepted accounting principles ("GAAP"). Such non-GAAP financial measures may include: operating net income, operating net income available to common shareholders, operating diluted income per common share, operating ROE, operating ROA,

operating efficiency ratio, operating dividend payout ratio, core fee revenue, core operating expense, core earnings, tangible common equity to tangible assets, tangible equity to tangible assets and tangible common equity to risk-weighted assets. The most comparable GAAP measures to these measures are: net income, net income available to common shareholders, diluted income per common share, ROE, ROA, efficiency ratio, dividend payout ratio, fee revenue, operating expense, net income, and equity to assets.

Management uses these non-GAAP financial measures because we believe they are useful for evaluating our operations and performance over periods of time, as well as in managing and evaluating our business and in discussions about our operations and performance. Management believes these non-GAAP financial measures provide users of our financial information with a meaningful measure for assessing our financial results and credit trends, as well as for comparison to financial results for prior periods. These non-GAAP financial measures should not be considered as a substitute for financial measures determined in accordance with GAAP and may not be comparable to other similarly titled financial measures used by other companies. For a reconciliation of the differences between our non-GAAP financial measures and the most comparable GAAP measures, please refer to the 'Non-GAAP Reconciliation Tables' included in the exhibits to this presentation.

# Snapshot of United Community Banks, Inc.



- Headquartered in Blairsville, GA
- Regional Headquarters in Greenville, SC
- Four state regional community bank: GA, NC, SC and TN
- One of the largest community banks in the Southeast
- Established in 1950
- 134 locations
- 1,941 employees

## Market Data

Ticker	UCBI
Price (as of 2/25/16)	\$17.42
Market Cap	\$1.2B
P/E (2016e)	12.3x
P/TBV	145%
Avg. Daily Vol. (LTM)	348,098
Institutional Ownership	87.9%
Quarterly Dividend	\$0.07

## Fourth Quarter 2015

Assets	\$9.6B
Loans	\$6.0B
Deposits	\$7.9B
EPS	\$0.33
Total RBC	12.5%
CET1	11.5%
NPA/Assets	.29%
Operating ROA	.99%
ROTCE	10.87%

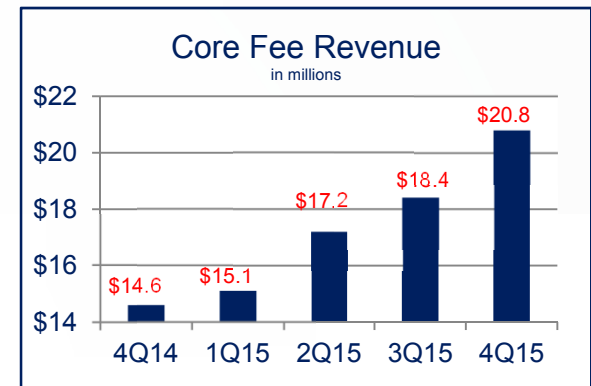
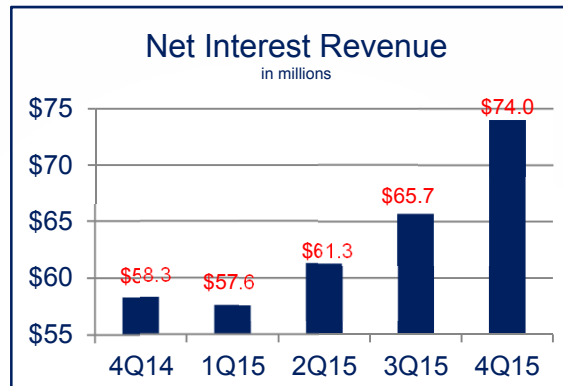
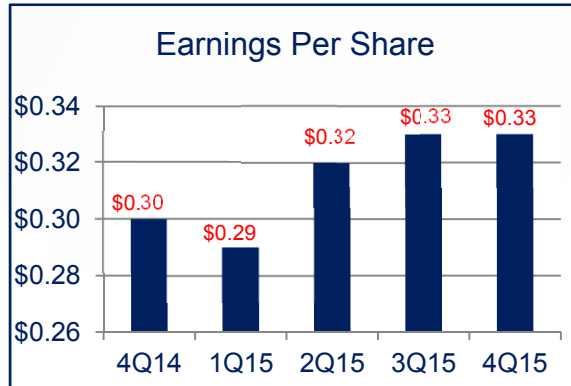


## United Foundation – The Bank that SERVICE Built

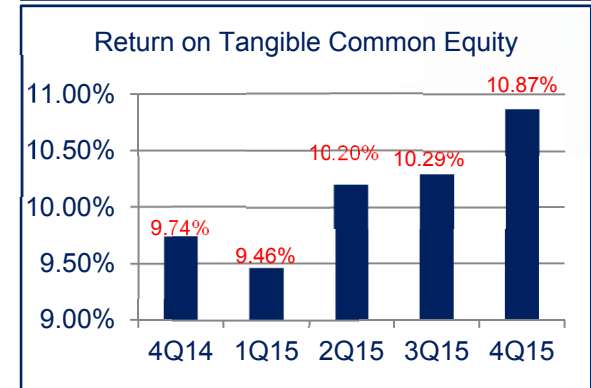
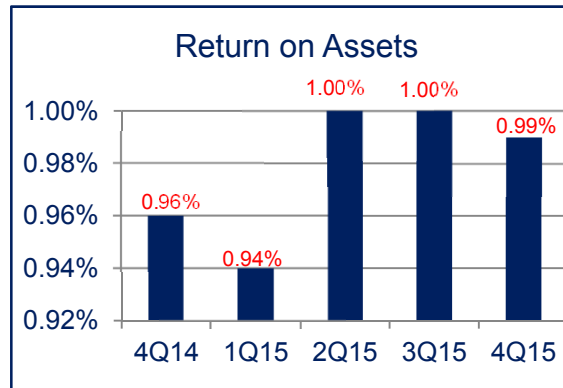
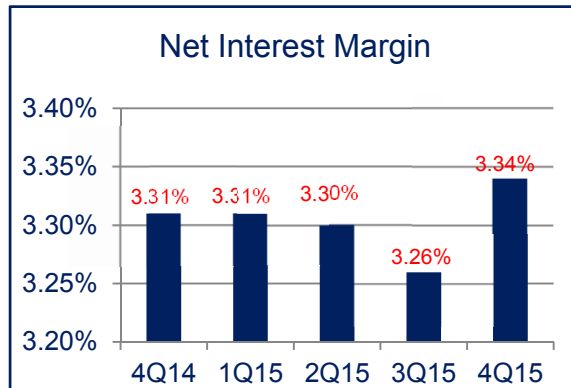


## Operating Highlights & Trends <sup>(1)</sup>

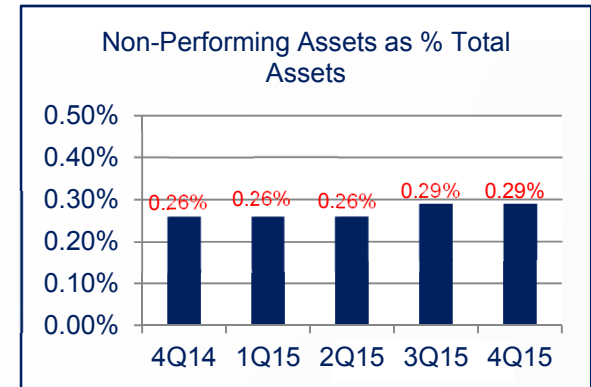
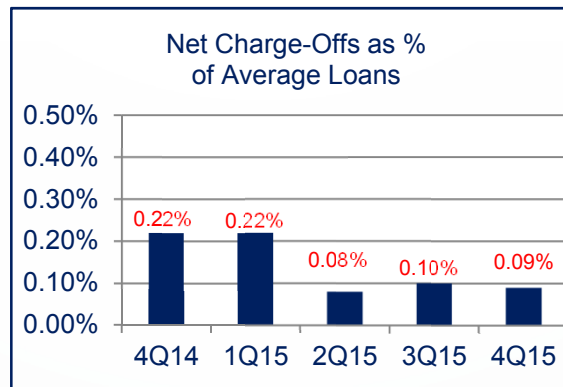
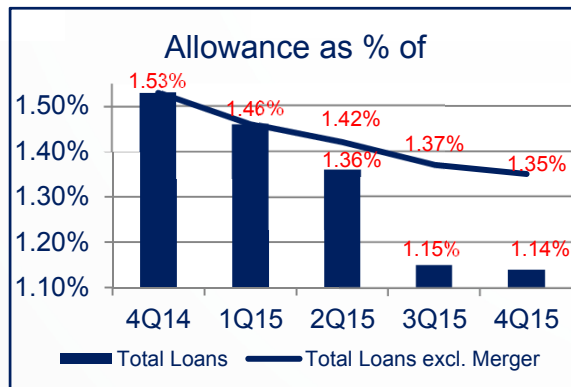
### EARNINGS <sup>(1)</sup>



### PROFITABILITY <sup>(1)</sup>



### ASSET QUALITY



<sup>(1)</sup> See non-GAAP reconciliation table slides at the end of the exhibits for a reconciliation of core disclosures to GAAP disclosures

## Who We Are

### Protecting High-Quality Balance Sheet

- ▶ Underwriting conservatism and portfolio diversification
- ▶ Top quartile credit quality performance
- ▶ Prudent capital, liquidity and interest-rate risk management
- ▶ Focused on improving return to shareholders with increasing return on tangible common equity and dividend growth

### Increasing Profitability

- ▶ Announced operating ROA target of 1.10% by Q416, up from current 1.00% level
- ▶ Managing a steady margin with minimal accretion income
- ▶ Fee revenue expansion through focused growth initiatives
- ▶ Continued operating expense discipline while investing in growth opportunities
- ▶ Executing on M&A cost savings
- ▶ High-quality, low-cost core deposit base

### Generating Growth

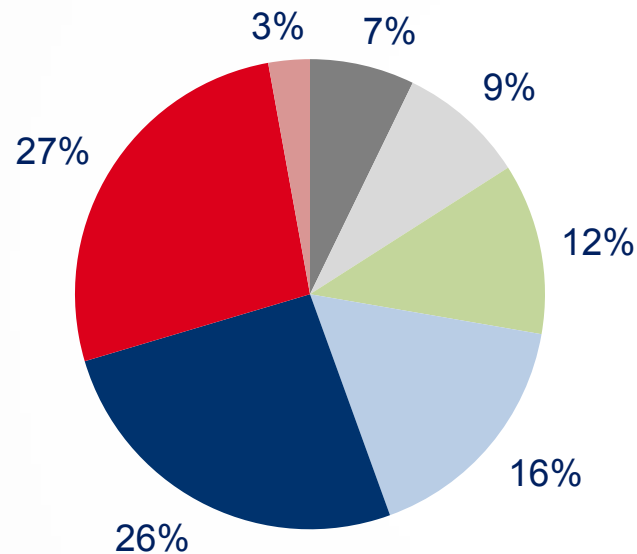
- ▶ Entered into and continue to target new markets with team lift-outs (Charleston, Greenville, Atlanta)
- ▶ Continuous emphasis on and enhancement of Mortgage product offerings to drive loan and revenue growth
- ▶ Addition of Specialized Lending platforms (income-property lending, asset-based lending, SBA lending, builder finance) and actively pursuing additional platforms
- ▶ Acquisitions that fit our footprint and culture and deliver desired financial returns

## Who We Are: Protecting High-Quality Balance Sheet



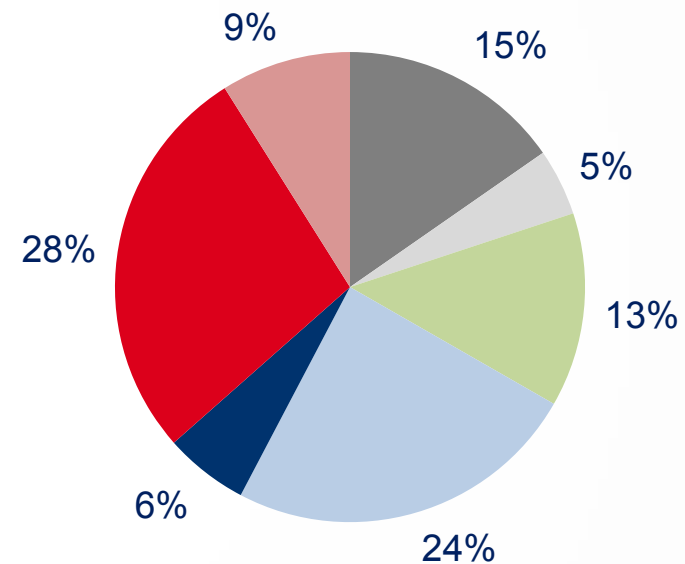
### Loan Portfolio Transformation and Diversification

Portfolio as of 12/31/2008



- Commercial (C&I)
- Commercial Construction
- CRE Income Producing
- CRE Owner-Occupied
- Residential Construction
- Residential Mortgage
- Installment

Portfolio as of 12/31/2015



- Commercial (C&I)
- Commercial Construction
- CRE Income Producing
- CRE Owner-Occupied
- Residential Construction
- Residential Mortgage
- Installment

- Specialized Lending, which began in 2013, had loans totaling \$492 million at December 31, 2015 (8% of the loan portfolio).



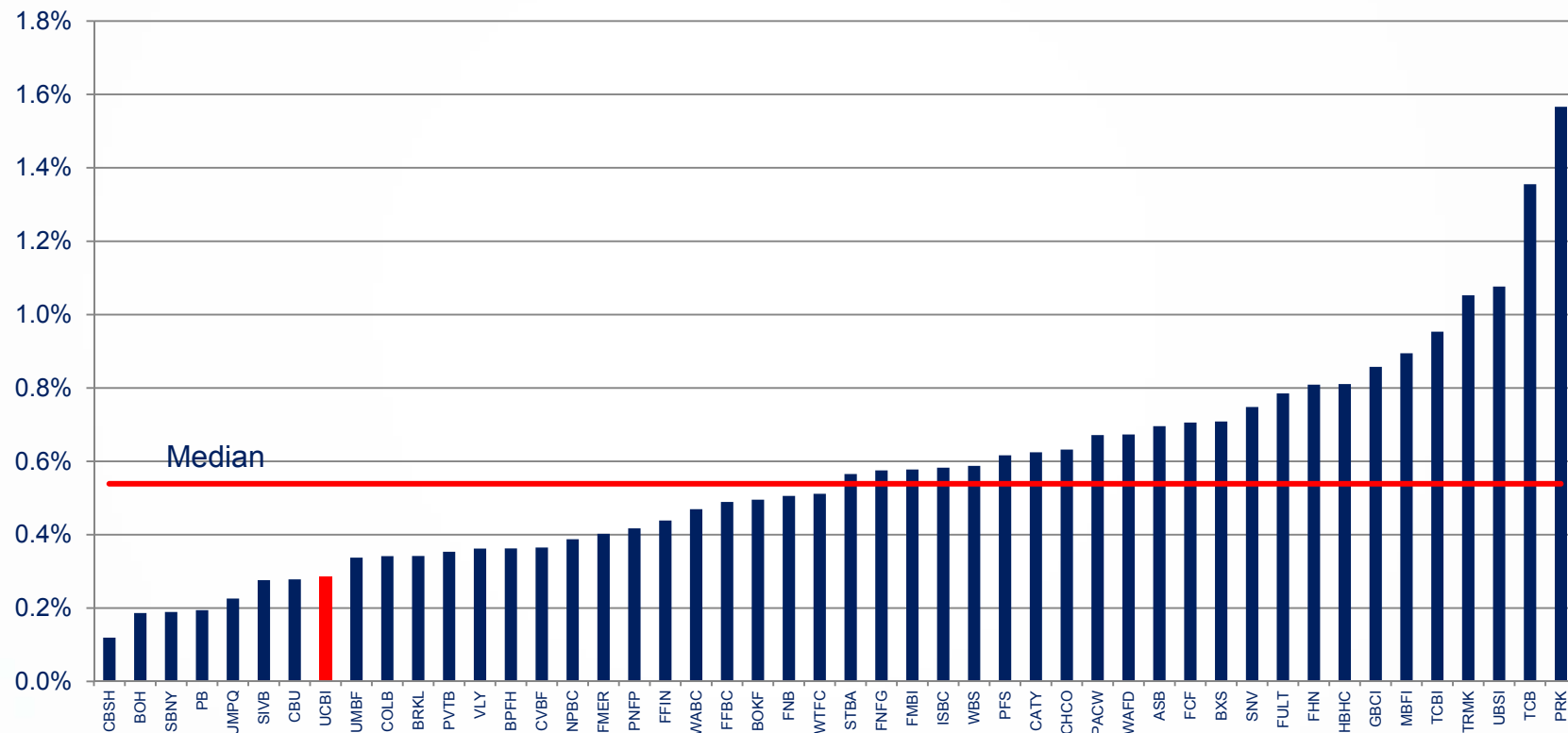
# Who We Are:

## Protecting High-Quality Balance Sheet



### Excellent Credit Performance and Management

#### 4Q15 NPA Ratio



- Eight of the top twelve credit leaders recruited post-crisis
- Centralization of special assets
- Centralization of consumer loan underwriting and approval
- Changed commercial approval process, including a Senior Credit Committee for visibility and culture building
- Instituted highly-disciplined concentration management process
- Dedicated credit officers for all specialty businesses and community markets

Source: SNL Financial LC

Note: Peer comparison banks comprise the KBW Regional Bank Index (ticker: KRX)



## Who We Are:

### Protecting High-Quality Balance Sheet



#### Prudent Capital Management

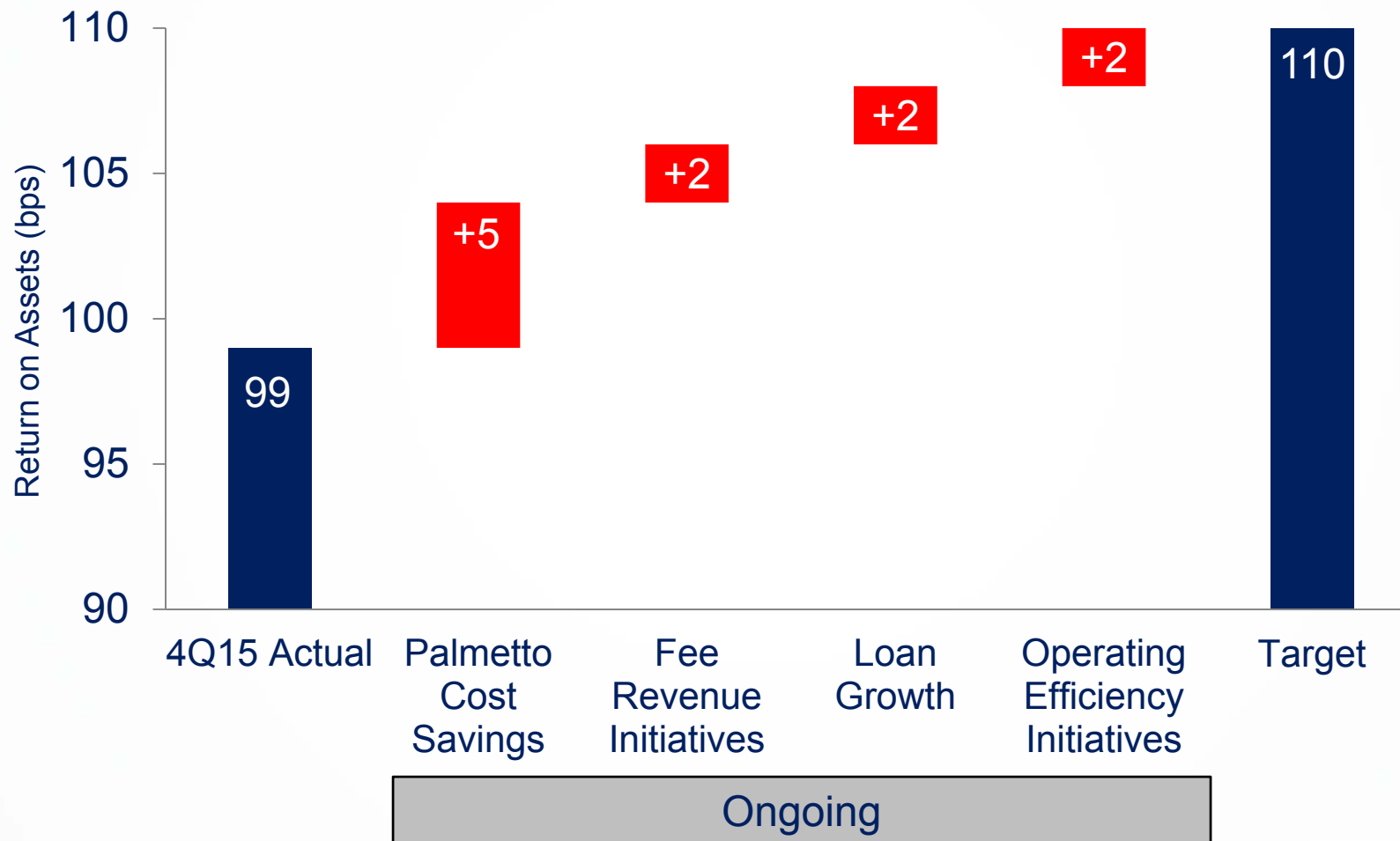
Holding Company	Target	4Q15	3Q15	2Q15	1Q15	4Q14
Tier I Risk-Based Capital	11 – 12%	11.5%	11.4%	11.9%	11.5%	12.1%
Total Risk-Based Capital	12 – 13	12.5	12.5	13.1	12.8	13.3
Leverage	8.5 – 9.5	8.3	9.1	9.1	8.7	8.7
Tier I Common Risk-Based Capital	10 – 11	11.5	11.4	11.9	11.5	11.1
Tangible Common Equity to Risk-Weighted Assets		12.8	13.1	13.2	13.5	13.8
Tangible Equity to Assets		9.4	9.9	9.9	9.8	9.7

- ▶ All regulatory capital ratios above “well-capitalized”
- ▶ Declared quarterly shareholder dividend of 7 cents per share payable April 1, 2016 to shareholders of record on March 15, 2016
- ▶ Palmetto acquisition lowered all ratios (as expected) in 3Q15 and lowered Leverage ratio further in 4Q15 (full quarter impact of average assets)
- ▶ Continued strong core earnings (with DTA recovery) driving regulatory capital growth

Who We Are:  
Increasing Profitability



Path to 1.10% Operating ROA by Q416

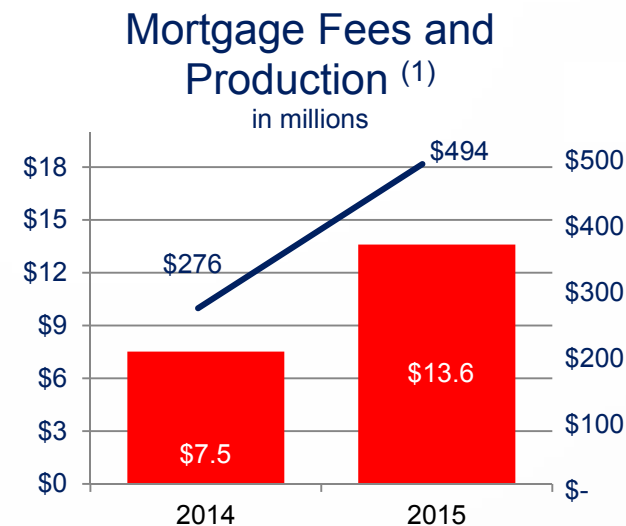
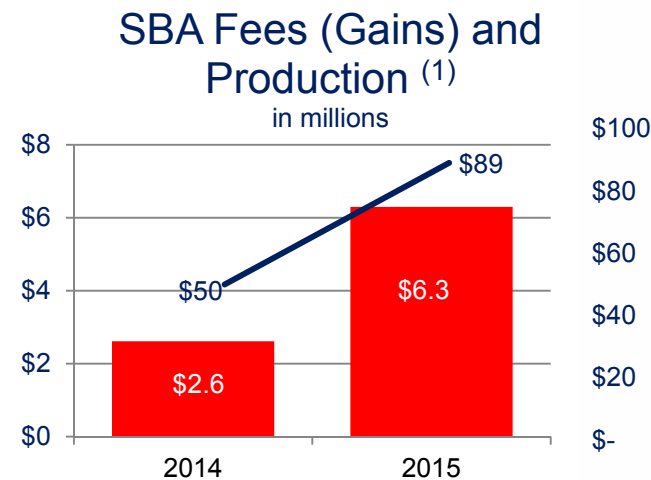
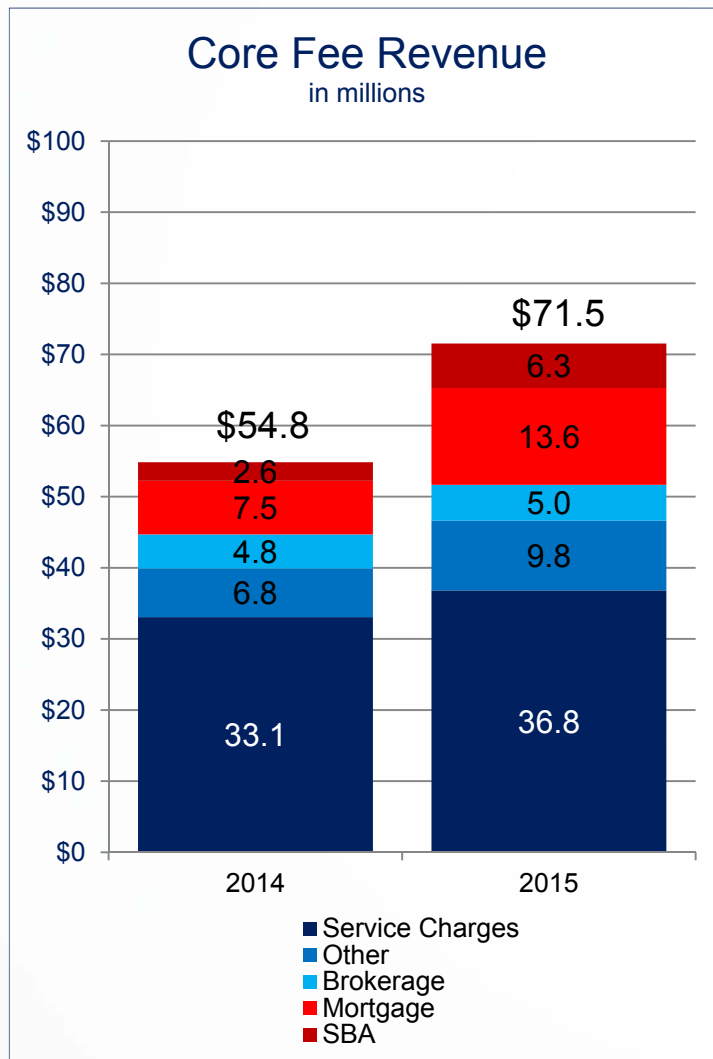


# Who We Are:

## Increasing Profitability



### Driving Fee Revenue through Core Banking Infrastructure



### SBA

- ▶ 2015 Sales \$70.7 million
- ▶ 2014 Sales \$20.0 million
- ▶ Target market: small businesses with revenue between \$1 million & \$25 million
- ▶ 2 Channels
  - Footprint
  - National Verticals

### Mortgage

- ▶ Growth Strategy
  - Building on proven strengths in legacy markets of capturing business from a large percentage of United customers
  - Increase sales capacity in metro area growth markets
  - Compete favorably on product and service with banks and non-banks of all sizes

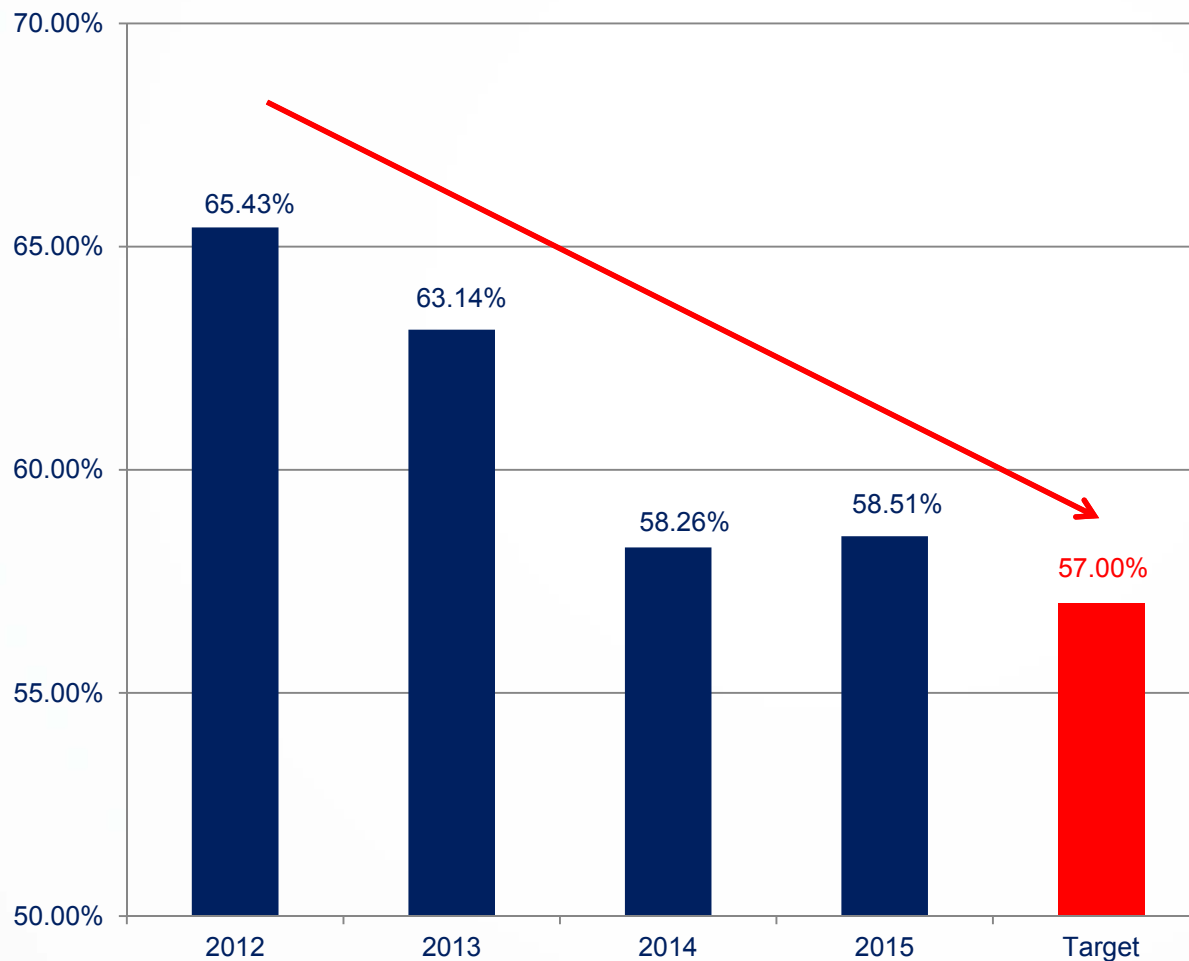
(1) 2015 includes Palmetto and FNB production from respective acquisition dates; see non-GAAP reconciliation tables at the end of exhibits

## Who We Are: Increasing Profitability



### Operating Expense Discipline

#### Operating Efficiency Ratio



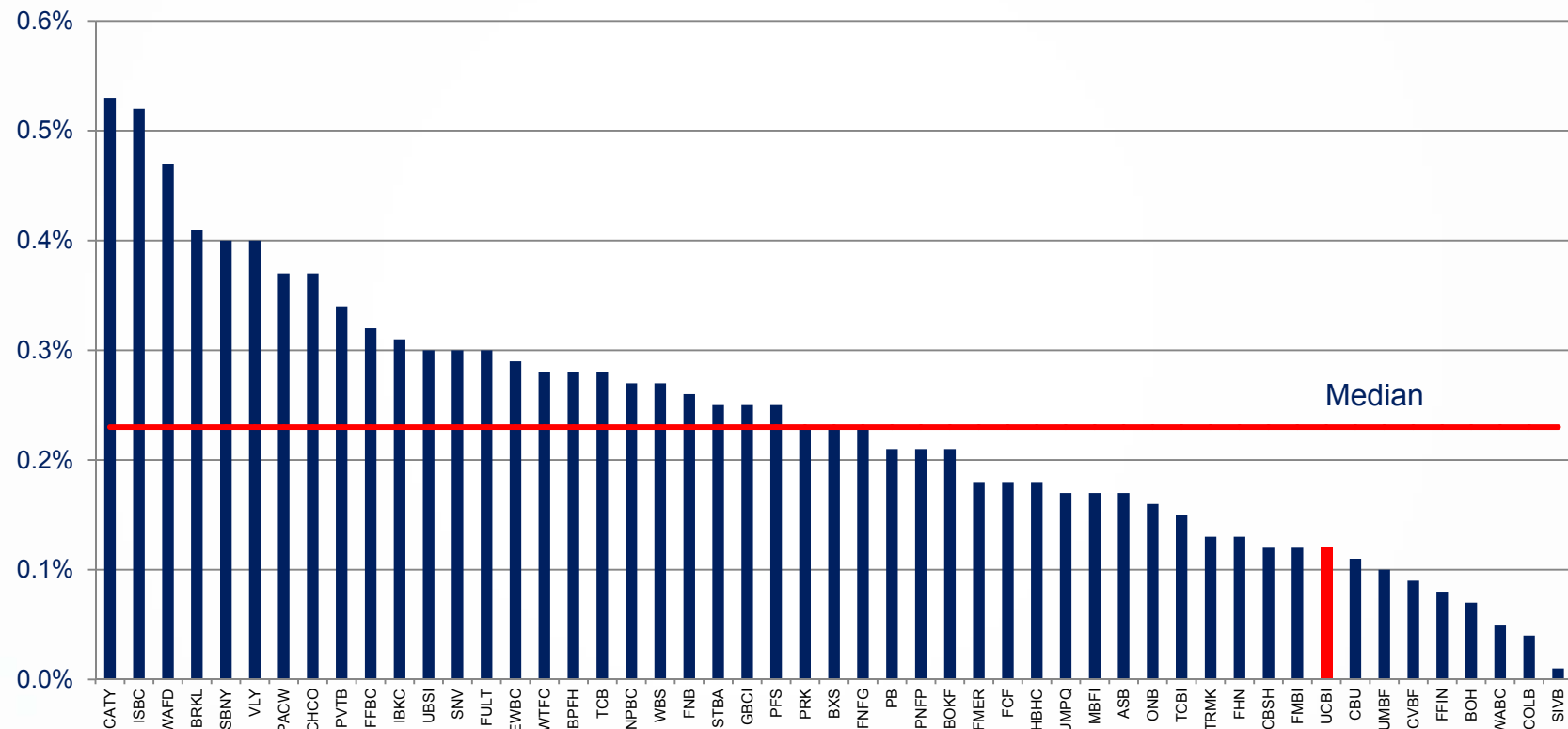
- ▶ Efficiency improvements are attributable to various expense reduction initiatives while maintaining high business growth
- ▶ Declining trend sustained with substantial investments in growth and infrastructure

## Who We Are: Increasing Profitability



### High-Quality, Low-Cost Core Deposit Base

#### Cost of Deposits



- Core deposits (excludes non-Jumbo CDs / Brokered) comprise 90% of our total deposits
- Our total cost of deposits is 12 basis points, which compares favorably to peers with a median of 23 basis points

Source: SNL Financial LC

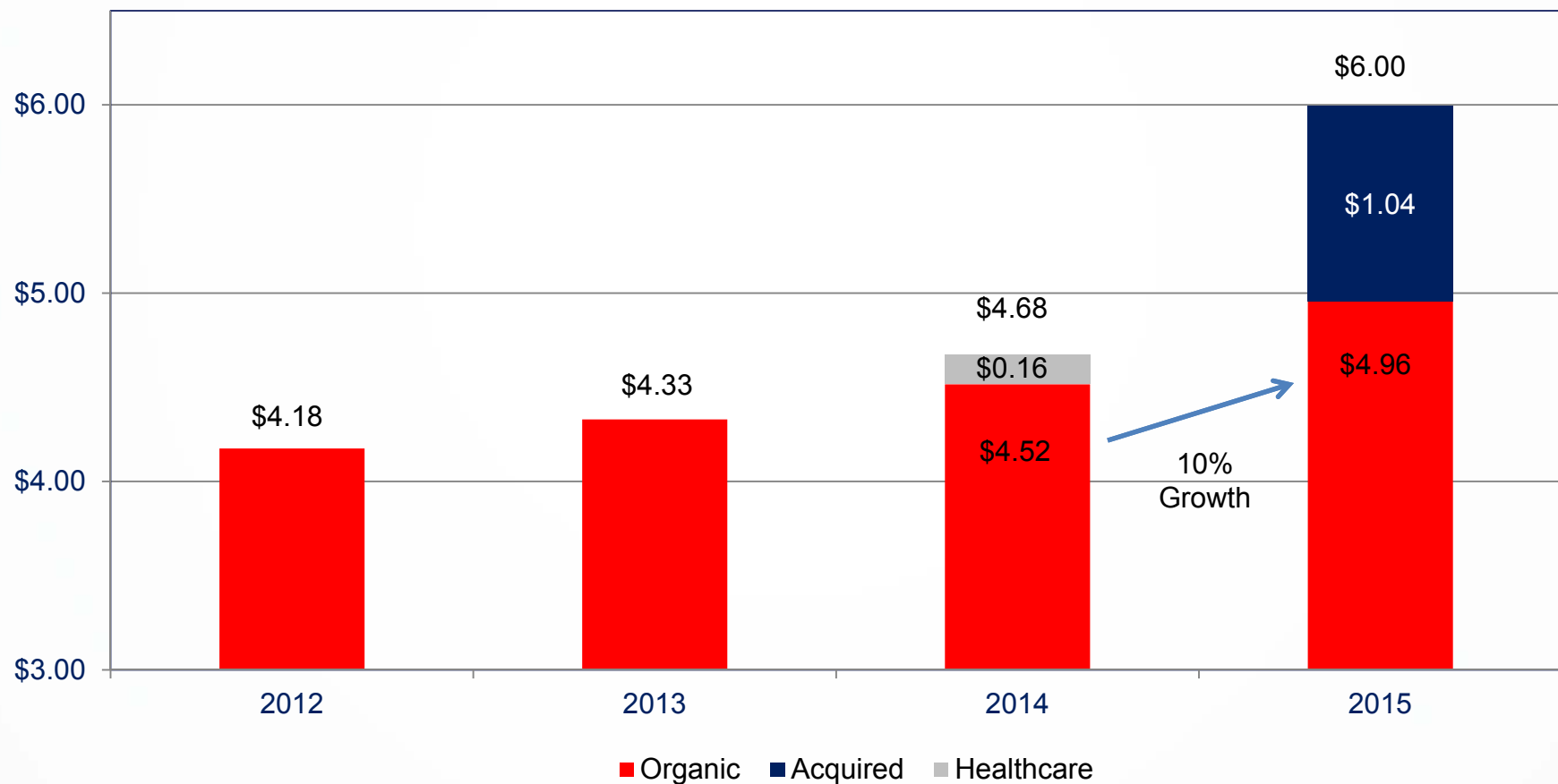
Note: Peer comparison banks comprise the KBW Regional Bank Index (ticker: KRX)

## Who We Are: Generating Growth



### Steady Loan Growth

Total Loans  
in billions



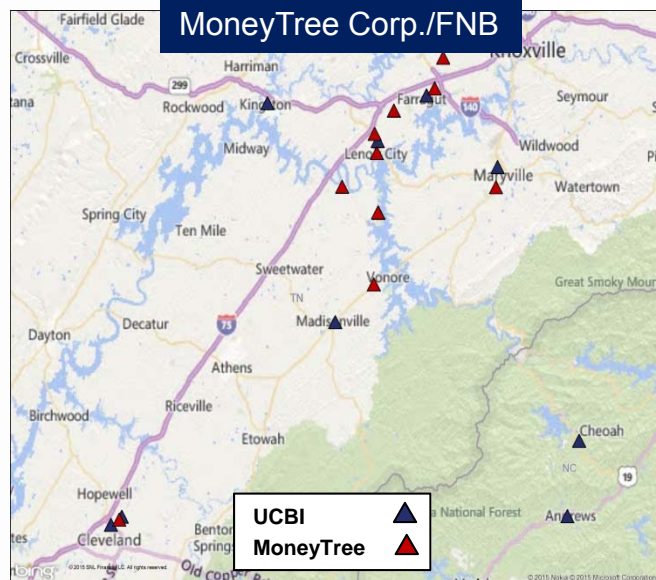
## Mergers & Acquisitions Strategy

- M&A accelerates our growth strategy in new and existing markets and can be accomplished more efficiently than with a de novo plan; we seek to pair M&A with organic growth opportunities, including adding teams of local bankers to quickly increase growth.
- We are interested in pursuing transactions in our target markets including:
  - Coastal South Carolina – Charleston, Myrtle Beach, Hilton Head;
  - East Tennessee – Knoxville to Chattanooga and Cleveland;
  - Atlanta – Northern region; and
  - North Carolina – Western (Asheville area) to Eastern (Raleigh/Cary area).
- While larger transformational deals are not out of the question, we have decided to focus on roll-up targets, as we believe there are more actionable opportunities with a shorter time to complete and less risk.
- We carefully evaluate and price potential acquisitions with specific financial return targets in mind, including:
  - Year one EPS accretion, not including transaction expenses;
  - TBV dilution threshold in the low single digits and earnback within three years; and
  - IRR of 20%+.

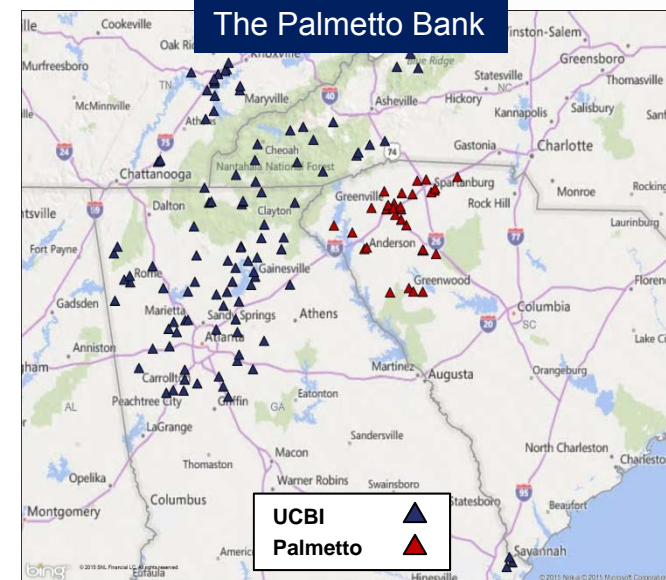


## Who We Are: Generating Growth

Acquisitions that fit our footprint and our culture and that deliver desired financial returns



- Closed on May 1 with successful operational conversion on July 18-19; business has remained stable
- Added a \$425 million, 107 year old community bank
- Doubled UCBI's East TN presence in key markets – Knoxville, Lenoir City and Cleveland
- Consolidated six branches – three UCBI and three MoneyTree / FNB branches and now have 12 branches
- Executed on cost savings, which exceeded original estimates due mainly to branch overlap and back office redundancies
- Expect EPS accretion of 3% in 2016 and 2017
- TBV dilution of <1% and breakeven in < 3 years



- Closed on September 1 with successful operational conversion on February 21-22
- Added a \$1.2 billion, 109 year old community bank with 25 branches covering Upstate SC
- United had previously established a regional headquarters in Greenville, including several members of Executive Management; however, only one existing branch
- Retained Senior Management positions in Banking, Mortgage, Finance and Ops/IT for business continuity and to lead growth
- Targeted cost savings will be fully realized in Q2 2016
- Double-digit EPS accretion in 2017 with TBV earnback < 5 years and IRR > 20%

## \$10 Billion and Beyond

### Primary Regulatory Implications

- ▶ Durbin Amendment under the Dodd-Frank Act (“DFA”) (debit card interchange revenue) – EPS impact of \$.02 per quarter
- ▶ FDIC insurance premiums
- ▶ Stress testing
- ▶ Oversight by Consumer Financial Protection Bureau (CFPB)

### Effective Dates

- ▶ Measurement date of Durbin Amendment is a snapshot of total assets as of every December 31
- ▶ Other DFA requirements triggered after maintaining \$10 billion+ in assets for four consecutive quarters

### Plan to Offset Projected Financial Impact

- ▶ Company-wide project led by Chief Strategy Officer
  - Comprehensive approach covering all areas of the Company
  - Project management discipline and methodology
- ▶ Currently identifying both operating revenue and expense reduction opportunities
- ▶ M&A will also be a factor
  - One larger or several smaller acquisitions could be accomplished in the available timeframe
- ▶ Capital management levers also available

### Summary

- ▶ Planning based upon assumption that we will exceed \$10 billion as of December 31, 2016
  - Absent M&A, may exceed in early 2017 (have the ability to reduce securities and wholesale funding)
- ▶ Earliest financial impact begins July 1, 2017
- ▶ We have time to prepare based on current asset projections and DFA effective dates
- ▶ We are proactively working to increase revenues and decrease expenses to offset the projected impact, using a disciplined approach and defined project plan
- ▶ We have a proven track record of executing on initiatives to improve efficiency and financial results

**12/31/2015**

< \$10 billion Assets

**12/31/2016**

Anticipated > \$10 billion Assets

**9/30/2017**

If triggered in 2016,  
Q3 2017 will be first full quarter of  
decreased interchange income

## Building for a Future United

### Investment Thesis

- ▶ Business model and culture that attracts both bankers and customers
- ▶ Strong performance results with solid credit metrics and strong risk management processes
- ▶ Culture of ongoing goal setting and goal achievement
- ▶ Consistent growth in key drivers of value – ROA, ROE, tangible book and dividends
- ▶ Growing fee revenue businesses
- ▶ Strong capital base, conservative interest rate risk position and top quartile deposit funding
- ▶ Continuing organic and M&A growth expectations

# EXHIBITS

## FOURTH QUARTER 2015

# Financial Highlights



	2013	2013	2013	2013	2014	2014	2014	2014	2015	2015	2015	2015
(taxable equivalent)	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	First Quarter	Second Quarter <sup>(2)</sup>	Third Quarter <sup>(3)</sup>	Fourth Quarter
<b>GROWTH SUMMARY (\$ in thousands)</b>												
Net Interest Revenue	\$ 54,574	\$ 54,931	\$ 54,257	\$ 55,879	\$ 54,169	\$ 54,950	\$ 56,967	\$ 58,332	\$ 57,617	\$ 61,317	\$ 65,718	\$ 74,048
Fee Revenue	12,911	15,943	14,225	13,519	12,176	14,143	14,412	14,823	15,682	17,266	18,297	21,284
Operating Expenses <sup>(1)</sup>	43,770	45,672	40,097	41,614	39,050	40,532	41,364	41,919	43,061	45,247	48,525	56,410
Operating Efficiency Ratio <sup>(1)</sup>	64.97 %	64.44 %	58.55 %	60.02 %	59.05 %	58.65 %	57.96 %	57.47 %	59.15 %	57.59 %	57.81 %	59.41 %
<b>PERFORMANCE MEASURES</b>												
Diluted Operating EPS <sup>(1)</sup>	\$ .08	\$ .11	\$ .21	\$ .22	\$ .25	\$ .27	\$ .29	\$ .30	\$ .29	\$ .32	\$ .33	\$ .33
Tangible Book Value Per Share	6.76	10.82	10.95	11.26	11.63	11.91	12.10	12.15	12.53	12.66	12.08	12.06
<b>KEY OPERATING PERFORMANCE RATIOS</b>												
Return on Assets <sup>(1)</sup>	.47 %	.55 %	.86 %	.86 %	.85 %	.88 %	.95 %	.96 %	.94 %	1.00 %	1.00 %	.99 %
Return on Tangible Common Equity <sup>(1)</sup>	5.27	5.92	7.59	7.70	8.81	9.15	9.55	9.74	9.46	10.20	10.29	10.87
Net Interest Margin	3.37	3.33	3.26	3.26	3.21	3.21	3.32	3.31	3.31	3.30	3.26	3.34
<b>ASSET QUALITY</b>												
Allowance for Loan Losses to Loans	2.52 %	1.95 %	1.88 %	1.77 %	1.73 %	1.66 %	1.57 %	1.53 %	1.46 %	1.36 %	1.15 %	1.14 %
NPAs to Loans and Foreclosed Properties	2.68	.76	.72	.72	.71	.54	.48	.42	.42	.41	.46	.46
NPAs to Total Assets	1.65	.44	.42	.42	.42	.32	.29	.26	.26	.26	.29	.29
<b>AT PERIOD END (\$ in millions)</b>												
Loans	\$ 4,194	\$ 4,189	\$ 4,267	\$ 4,329	\$ 4,356	\$ 4,410	\$ 4,569	\$ 4,672	\$ 4,788	\$ 5,174	\$ 6,024	\$ 5,995
Investment Securities	2,141	2,152	2,169	2,312	2,302	2,190	2,222	2,198	2,201	2,322	2,457	2,656
Total Assets	6,849	7,163	7,243	7,425	7,398	7,352	7,526	7,567	7,664	8,246	9,414	9,626
Deposits	6,026	6,012	6,113	6,202	6,248	6,164	6,241	6,327	6,438	6,808	7,905	7,881
Core Deposits	5,008	4,973	5,070	5,188	5,204	5,185	5,304	5,393	5,457	5,813	6,906	7,082

(1) Presented on an operating basis which is a non-GAAP performance measure. For a reconciliation of the differences between our non-GAAP financial measures and the most comparable GAAP measures, please refer to the 'Non-GAAP Reconciliation Tables' at the end of these exhibits.

(2) Reflects the acquisition of First National Bank, which closed on May 1, 2015

(3) Reflects the acquisition of Palmetto, which closed on September 1, 2015

## Fourth Quarter 2015 Highlights



		4Q15	3Q15	4Q14
Net Income (\$ in millions)	Operating <sup>(1)</sup>	\$ 23.8	\$ 21.7	\$ 18.2
	GAAP	18.2	17.9	18.2
EPS	Operating <sup>(1)</sup>	.33	.33	.30
	GAAP	.25	.27	.30
ROA	Operating <sup>(1)</sup>	.99%	1.00%	.96%
	GAAP	.76	.82	.96
ROTCE	Operating <sup>(1)</sup>	10.87	10.29	9.74
ROCE	GAAP	7.02	7.85	9.60

### Improving Quarterly Results

- |                      |  |
|----------------------|--|
| Net Interest Revenue | <ul style="list-style-type: none"> <li>▶ \$74.0 Million – Loan Growth and Margin Yields Positive Net Interest Revenue Results                             <ul style="list-style-type: none"> <li>• Increased \$8.3 million (Palmetto - \$7.0 million) from 3Q15 and \$15.7 million from 4Q14</li> <li>• Average loans totaled \$6.0 billion in 4Q15 up \$518 million (9.5%) from 3Q15 and \$1.6 billion (29.3%) from 4Q14</li> <li>• Margin increased to 3.34% vs. 3.26% in 3Q15 and 3.31% in 4Q14                                     <ul style="list-style-type: none"> <li>○ Loan yield of 4.22%, up 6 bps from 3Q15; taxable securities yield of 2.29%, up 16 bps from 3Q15</li> <li>○ Lower funding costs – down 2 bps from 3Q15 and down 11 bps from 4Q14</li> </ul> </li> </ul> </li> </ul> |
| Core Fee Revenue     | <ul style="list-style-type: none"> <li>▶ \$20.8 Million – Growing Fee Revenue                             <ul style="list-style-type: none"> <li>• Increased \$2.3 million (Palmetto - \$2.1 million) from 3Q15 and \$6.2 million from 4Q14</li> <li>• Interchange fees of \$5.4 million vs. \$4.4 million in 3Q15 and \$4.0 million in 4Q2014</li> <li>• Gain on sales of SBA loans of \$2.0 million vs. \$1.6 million in 3Q15 and \$926 thousand in 4Q14</li> <li>• Mortgage revenue of \$3.3 million vs. \$3.8 million in 3Q15 and \$2.1 million in 4Q14</li> </ul> </li> </ul>   |

<sup>(1)</sup> Excludes merger-related and other non-operating charges of \$9.1 million in 4Q15 and \$5.7 million in 3Q15; see non-GAAP reconciliation tables



## Fourth Quarter 2015 Highlights



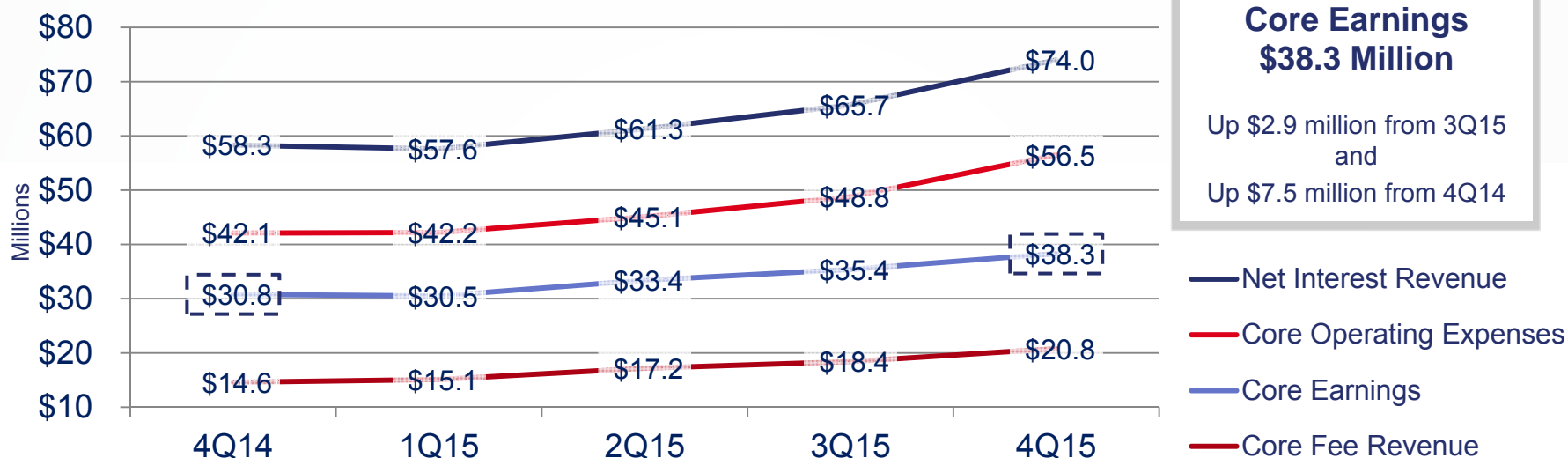
### Improving Quarterly Results

Loan Growth	<ul style="list-style-type: none"><li>▶ Growth in Many Sectors of the Portfolio<ul style="list-style-type: none"><li>• Loan growth, excluding healthcare sale and acquisitions, of \$162 million, or 11% annualized, from 3Q15 and \$444 million year-to-date, or 10%</li><li>• Strong loan production of \$590 million vs. \$452 million in 3Q15 and \$401 million in 4Q14</li></ul></li></ul>
Core Transaction Deposits	<ul style="list-style-type: none"><li>▶ \$5.3 Billion – Growing Lower Cost Core Transaction Deposits (Excludes Time Deposits)<ul style="list-style-type: none"><li>• Increased \$524 million (14%) from 4Q14 (excluding acquisitions)</li><li>• Represents 70% of total customer deposits</li></ul></li></ul>
Credit Quality	<ul style="list-style-type: none"><li>▶ Outstanding Credit Performance<ul style="list-style-type: none"><li>• Provision \$300 thousand – decreased \$400 thousand from 3Q15 and \$1.5 million from 4Q14</li><li>• Net charge-offs to loans of 9bps (or .09%) - decreased 1bp from 3Q15 and 13bp from 4Q14</li><li>• NPAs were .29% of total assets vs. .29% in 3Q15 and .26% in 4Q14</li><li>• Allowance 1.14% (1.35% excluding mergers) of total loans vs. 1.15% (1.37% excluding mergers) at 3Q15 and 1.53% at 4Q14</li></ul></li></ul>
Capital Ratios	<ul style="list-style-type: none"><li>▶ Solid and Well-Capitalized<ul style="list-style-type: none"><li>• Quarterly dividend of 6 cents per share</li><li>• Tier I Common to Risk Weighted Assets of 11.5% and Tier I Leverage of 8.3%</li><li>• Tier I Risk Based Capital of 11.5% and Total Risk Based Capital of 12.5%</li></ul></li></ul>
Acquisitions	<ul style="list-style-type: none"><li>▶ Executing on Acquisitions and Integration in 2015<ul style="list-style-type: none"><li>• Closed merger with Palmetto Bancshares, Inc. (The Palmetto Bank: “Palmetto”) on Sept. 1<ul style="list-style-type: none"><li>◦ Completed systems conversion for Palmetto in February 2016</li></ul></li><li>• Closed merger with MoneyTree Corporation (First National Bank: “FNB”) on May 1<ul style="list-style-type: none"><li>◦ Completed systems conversion for FNB in July</li></ul></li></ul></li></ul>



# Trends

## Core Earnings, Fee Revenue, and Operating Expenses



### Core Earnings (pre-tax, pre-credit)

\$ in thousands

	4Q15	3Q15	4Q14	Variance - Incr/(Decr)
Net Interest Revenue	\$ 74,048	\$ 8,330	\$ 15,716	
Core Fee Revenue	20,756	2,308	6,203	
Gross Revenue	94,804	10,638	21,919	
Core Operating Expenses	56,477	7,713	14,396	
<b>Core Earnings</b>	<b>38,327</b>	<b>2,925</b>	<b>7,523</b>	
Non-Core Fee Revenue <sup>(1)</sup>	528	679	258	
Non-Core Operating Expenses <sup>(1)</sup>	(9,011)	(3,506)	(9,173)	
Provision for credit losses	(300)	400	1,500	
Income taxes	(11,336)	(177)	(147)	
<b>Reported - GAAP</b>	<b>\$ 18,208</b>	<b>\$ 321</b>	<b>\$ (39)</b>	
Net Interest Margin	3.34 %	.08 %	.03 %	

### Core Fee Revenue

\$ in thousands

	4Q15	3Q15	4Q14	Variance - Incr/(Decr)
Overdraft Fees	\$ 3,872	\$ 568	\$ 936	
Interchange Fees	5,445	1,081	1,468	
Other Service Charges	2,183	516	650	
Total Service Charges and Fees	11,500	2,165	3,054	
Mortgage Loan & Related Fees	3,290	(550)	1,179	
Brokerage Fees	1,058	(142)	(118)	
Gains from SBA Loan Sales	1,995	349	1,069	
Other	2,913	486	1,019	
<b>Core Fee Revenue</b>	<b>20,756</b>	<b>2,308</b>	<b>6,203</b>	
Non-Core Fee Revenue <sup>(1)</sup>	528	679	258	
<b>Reported - GAAP</b>	<b>\$ 21,284</b>	<b>\$ 2,987</b>	<b>\$ 6,461</b>	

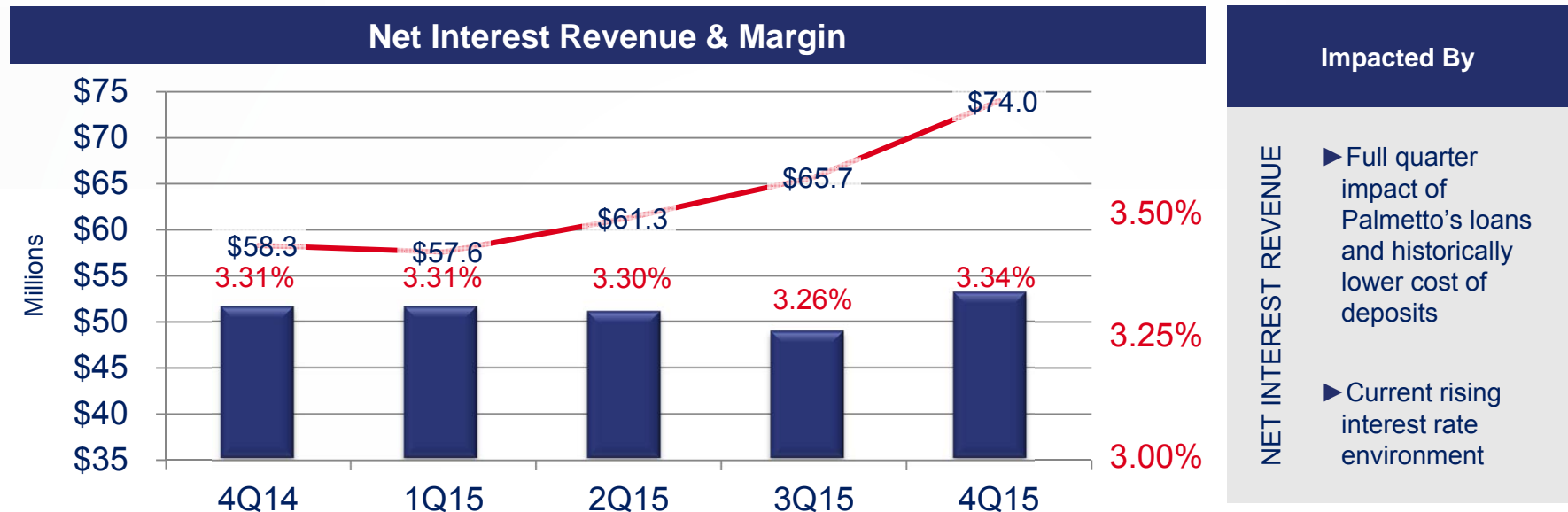
### Core Operating Expenses

\$ in thousands

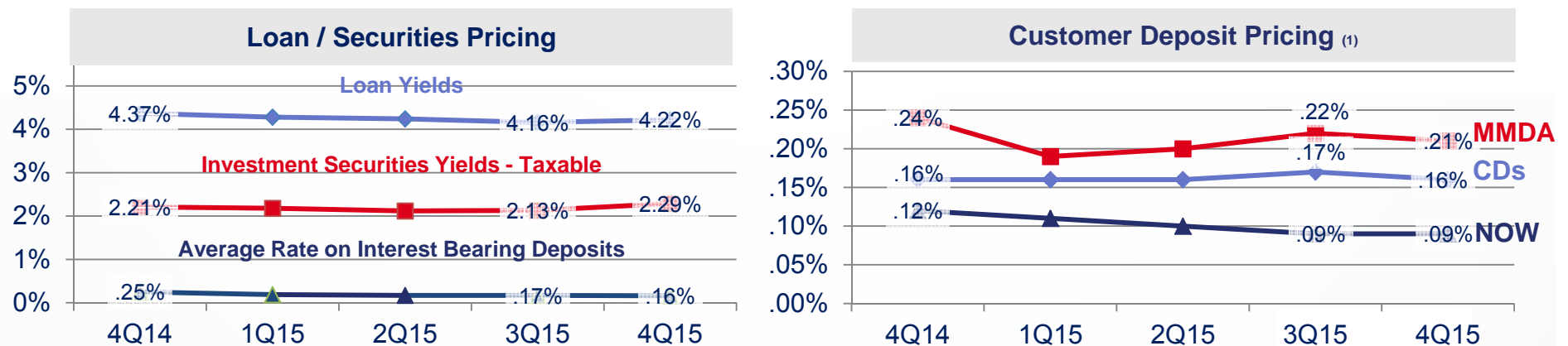
	4Q15	3Q15	4Q14	Variance - Incr/(Decr)
Salaries & Employee Benefits	\$ 32,603	\$ 3,044	\$ 6,426	
Communications & Equipment	4,735	772	1,582	
Occupancy	4,666	653	1,218	
FDIC Assessment	1,463	327	580	
Advertising & Public Relations	978	166	176	
Postage, Printing & Supplies	1,293	244	207	
Professional Fees	3,331	663	1,297	
Other Expense	7,408	1,844	2,910	
<b>Core Operating Expenses</b>	<b>56,477</b>	<b>7,713</b>	<b>14,396</b>	
Non-Core Operating Expenses <sup>(1)</sup>	9,011	3,506	9,173	
<b>Reported - GAAP</b>	<b>\$ 65,488</b>	<b>\$ 11,219</b>	<b>\$ 23,569</b>	

<sup>(1)</sup> See Non-GAAP Reconciliation Tables slide at the end of the exhibits for a reconciliation of core disclosures to GAAP disclosures

## Key Drivers of Net Interest Revenue / Margin



### Net Interest Revenue Key Drivers



<sup>(1)</sup> Excludes brokered deposits

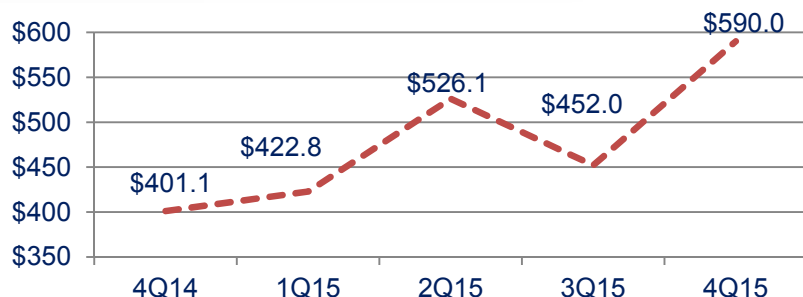
# Balance Sheet Growth

## New Loans Funded and Advances<sup>(1)</sup>



\$ in millions

### New Loans Funded and Advances



### New Loans Funded and Advances by Category

	4Q15	3Q15	4Q14	Variance-Incr(Decr)	
				3Q15	4Q14
Commercial & Industrial	\$ 160.5	\$ 94.8	\$ 116.0	\$ 65.7	\$ 44.5
Owner Occupied CRE	84.4	51.4	56.0	33.0	28.4
Income Producing CRE	100.1	95.6	45.9	4.5	54.2
Commercial Constr.	16.3	8.3	6.0	8.0	10.3
<b>Total Commercial</b>	<b>361.3</b>	<b>250.1</b>	<b>223.9</b>	<b>111.2</b>	<b>137.4</b>
Residential Mortgage	34.7	41.4	32.7	(6.7)	2.0
Residential HELOC	41.6	44.5	36.9	(2.9)	4.7
Residential Construction	58.3	54.2	40.8	4.1	17.5
Consumer	94.1	61.8	66.8	32.3	27.3
<b>Total</b>	<b>\$ 590.0</b>	<b>\$ 452.0</b>	<b>\$ 401.1</b>	<b>\$ 138.0</b>	<b>\$ 188.9</b>

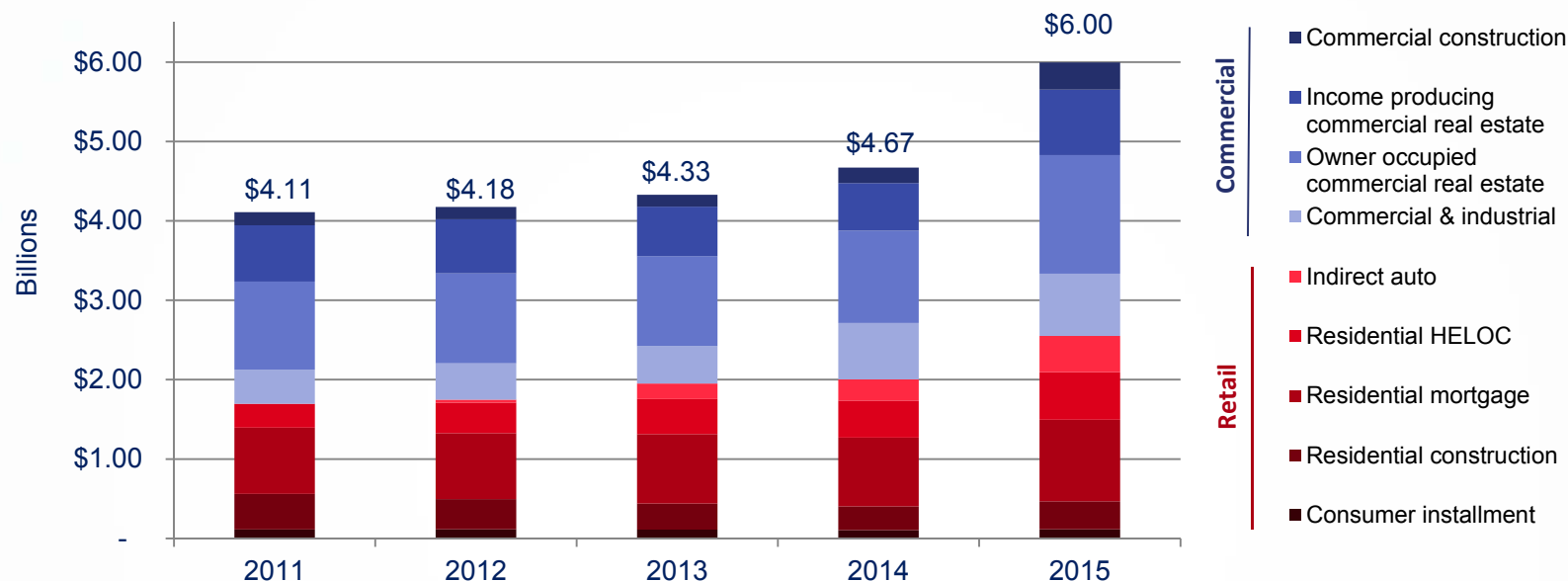
### New Loans Funded and Advances by Market

	4Q15	3Q15	4Q14	Variance-Incr(Decr)	
				3Q15	4Q14
Atlanta	\$ 94.7	\$ 86.7	\$ 90.4	\$ 8.0	\$ 4.3
Coastal Georgia	59.2	28.2	34.0	31.0	25.2
N. Georgia	61.0	58.1	54.1	2.9	6.9
North Carolina	27.6	28.2	33.1	(.6)	(5.5)
Tennessee	27.3	27.5	23.1	(.2)	4.2
Gainesville	21.5	11.7	14.3	9.8	7.2
South Carolina	68.3	16.1	7.5	52.2	60.8
<b>Total Community Banks</b>	<b>359.6</b>	<b>256.5</b>	<b>256.5</b>	<b>103.1</b>	<b>103.1</b>
Asset-based Lending	18.4	17.1	1.4	1.3	17.0
Commercial RE	47.5	57.5	17.0	(10.0)	30.5
Healthcare	-	19.8	53.7	(19.8)	(53.7)
Middle Market	48.2	7.5	11.0	40.7	37.2
SBA	24.1	26.5	9.1	(2.4)	15.0
Builder Finance	19.2	21.4	-	(2.2)	19.2
<b>Total Specialized Lending</b>	<b>157.4</b>	<b>149.8</b>	<b>92.2</b>	<b>7.6</b>	<b>65.2</b>
Indirect Auto	73.0	45.7	52.4	27.3	20.6
<b>Total</b>	<b>\$ 590.0</b>	<b>\$ 452.0</b>	<b>\$ 401.1</b>	<b>\$ 138.0</b>	<b>\$ 188.9</b>

<sup>(1)</sup> Represents new loans funded and net loan advances (net of payments on lines of credit)

# Balance Sheet Growth

## Loan Mix



### Loans by Category in millions

	2011	2012	2013	2014	2015
Commercial C & I	\$ 428	\$ 458	\$ 472	\$ 710	\$ 785
Owner-Occupied CRE	1,112	1,131	1,134	1,163	1,494
Income-Producing CRE	710	682	623	599	824
Commercial Constr.	164	155	149	196	342
<b>Total Commercial</b>	<b>2,414</b>	<b>2,426</b>	<b>2,378</b>	<b>2,668</b>	<b>3,445</b>
Residential Mortgage	835	829	875	866	1,029
Residential HELOC	300	385	441	466	598
Residential Construction	448	382	328	299	352
Consumer	113	115	111	104	115
Indirect Auto	-	38	196	269	456
<b>Total Loans</b>	<b>\$ 4,110</b>	<b>\$ 4,175</b>	<b>\$ 4,329</b>	<b>\$ 4,672</b>	<b>\$ 5,995</b>

### Loans by Region in millions

	2011	2012	2013	2014	2015
North Georgia	\$ 1,426	\$ 1,364	\$ 1,240	\$ 1,163	\$ 1,125
Atlanta MSA	1,144	1,204	1,235	1,243	1,259
North Carolina	597	579	572	553	549
Coastal Georgia	346	400	423	456	537
Gainesville MSA	265	261	255	257	254
East Tennessee	256	283	280	280	504
South Carolina	-	-	4	30	819
<b>Total Community Banks</b>	<b>4,034</b>	<b>4,091</b>	<b>4,009</b>	<b>3,982</b>	<b>5,047</b>
Specialized Lending	76	46	124	421	492
Indirect Auto	-	38	196	269	456
<b>Total Loans</b>	<b>\$ 4,110</b>	<b>\$ 4,175</b>	<b>\$ 4,329</b>	<b>\$ 4,672</b>	<b>\$ 5,995</b>

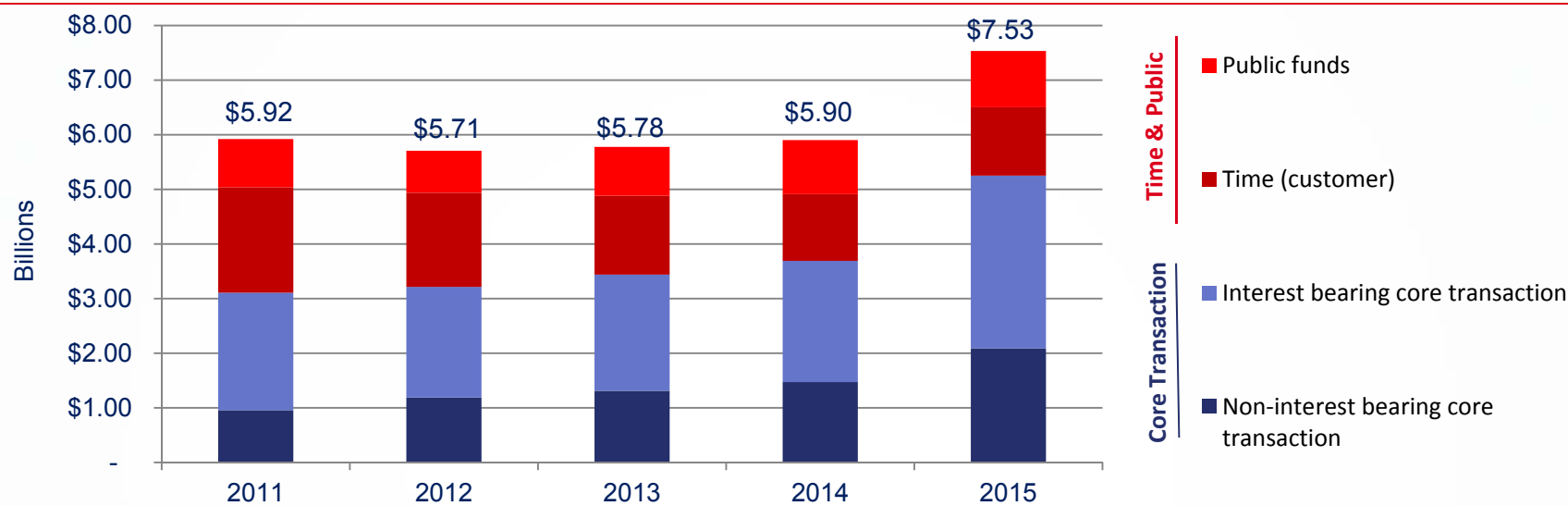
(1) Includes \$244 million from the acquisition of FNB on May 1, 2015

(2) Includes \$733 million from the acquisition of Palmetto on September 1, 2015

(3) Includes \$62.6 million from the acquisition of Palmetto on September 1, 2015

# Balance Sheet Growth

## Customer Deposit Mix



### Deposits by Category in millions

	2011	2012	2013	2014	2015
<b>Non-Interest Bearing Core</b>					
Demand Deposit	\$ 955	\$ 1,188	\$ 1,311	\$ 1,471	\$ 2,089
<b>Interest Bearing Core</b>					
NOW	719	654	659	668	1,109
MMDA	1,030	1,145	1,218	1,259	1,584
Savings	198	226	250	292	469
<b>Total Interest Bearing Core</b>	<b>1,947</b>	<b>2,025</b>	<b>2,127</b>	<b>2,219</b>	<b>3,162</b>
<b>Total Core Trans Deposits</b>	<b>2,902</b>	<b>3,213</b>	<b>3,438</b>	<b>3,690</b>	<b>5,251</b>
<b>Time (Customer)</b>					
Less than \$100,000	1,121	1,050	888	744	823
Greater than \$100,000	1,012	674	557	479	428
<b>Total Time</b>	<b>2,133</b>	<b>1,724</b>	<b>1,445</b>	<b>1,223</b>	<b>1,251</b>
<b>Public Funds</b>	<b>884</b>	<b>770</b>	<b>894</b>	<b>989</b>	<b>1,032</b>
<b>Brokered</b>	<b>179</b>	<b>245</b>	<b>412</b>	<b>425</b>	<b>347</b>
<b>Total Deposits</b>	<b>\$ 6,098</b>	<b>\$ 5,952</b>	<b>\$ 6,189</b>	<b>\$ 6,327</b>	<b>\$ 7,881</b>

### Core Transaction Deposits – Growth by Category & Region in millions

	2011	2012	2013	2014	2015
Demand Deposit	\$ 185	\$ 232	\$ 123	\$ 161	\$ 618
NOW	(84)	(65)	4	9	441
MMDA	150	115	73	41	325
Savings	15	29	24	41	177
<b>Growth by Category</b>	<b>\$ 266</b>	<b>\$ 311</b>	<b>\$ 224</b>	<b>\$ 252</b>	<b>\$ 1,561</b>
Atlanta MSA	\$ 102	\$ 160	\$ 75	\$ 84	\$ 223
North Georgia	81	41	62	90	158
North Carolina	27	47	42	35	63
Coastal Georgia	20	38	2	22	24
East Tennessee	21	9	4	8	234
Gainesville MSA	15	16	19	10	34
South Carolina	-	-	20	3	825
<b>Growth by Region</b>	<b>\$ 266</b>	<b>\$ 311</b>	<b>\$ 224</b>	<b>\$ 252</b>	<b>\$ 1,561</b>

(1) Includes \$247 million from the acquisition of FNB on May 1, 2015

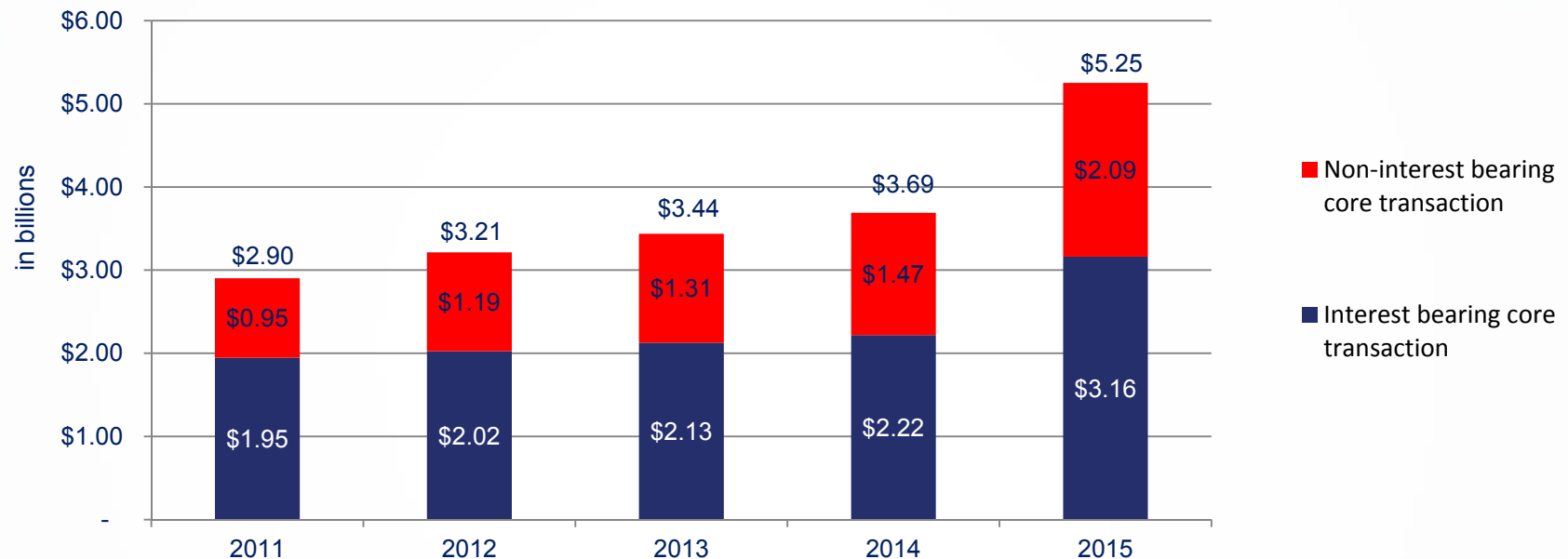
(2) Includes \$790 million from the acquisition of Palmetto on September 1, 2015

# Balance Sheet Growth

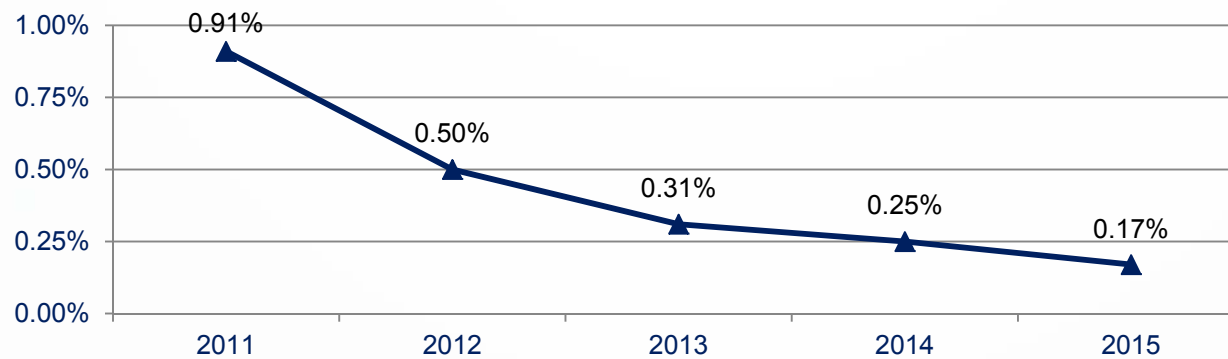
## Customer Deposit Mix



### High-Quality, Low-Cost Core Transaction Deposit Base



### Cost of Interest-Bearing Deposits



# Credit and Lending Environment

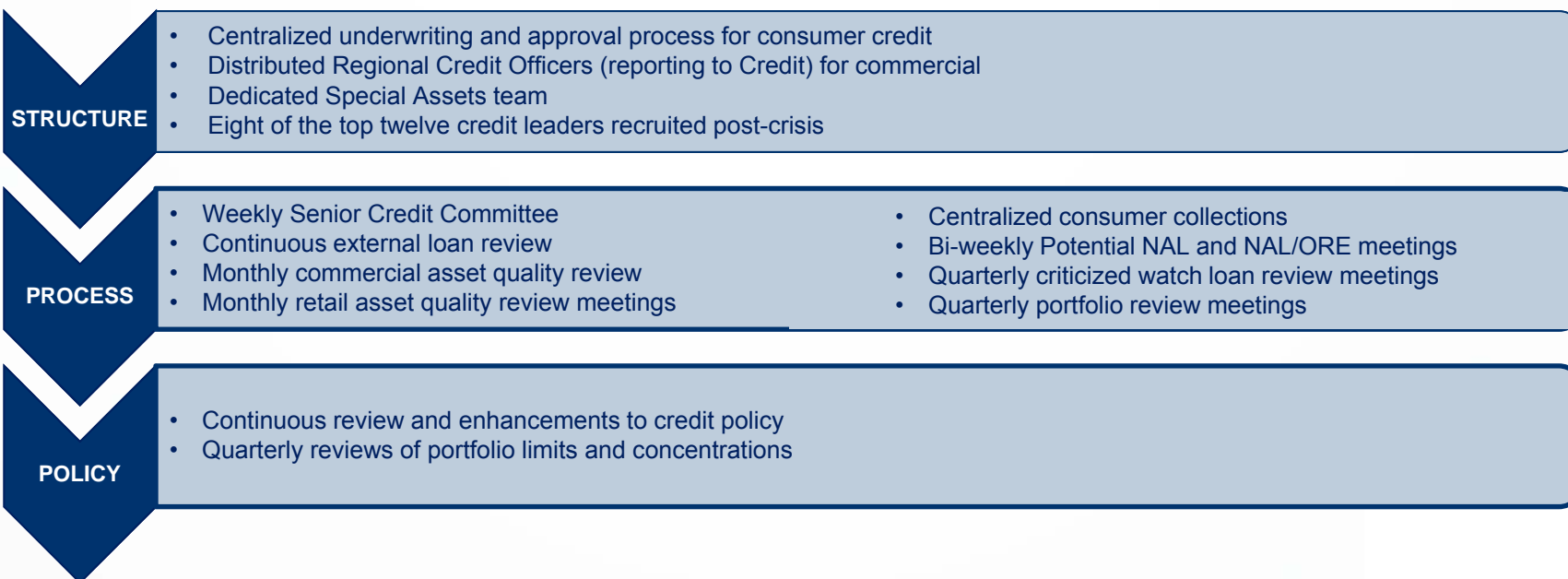
## Disciplined Credit Processes



### Granular Portfolio – Exposure and Industry Limits

•Legal Lending Limit	\$ 242M	Concentration limits set for all segments of the portfolio
•House Lending Limit	28M	
•Project Lending Limit	17M	
•Top 25 Relationships	395M	

## Consistent Underwriting





# Credit Quality



\$ in millions

	4Q15	3Q15	2Q15	1Q15	4Q14
Net Charge-offs	\$ 1.3	\$ 1.4	\$ 1.0	\$ 2.6	\$ 2.5
as % of Average Loans	0.09 %	0.10 %	0.08 %	0.22 %	0.22 %
Allowance for Loan Losses	\$ 68.4	\$ 69.1	\$ 70.1	\$ 70.0	\$ 71.6
as % of Total Loans	1.14 %	1.15 %	1.36 %	1.46 %	1.53 %
as % of Total Loans, Excluding Merger	1.35	1.37	1.42		
as % of NPLs	302	344	373	368	401
Past Due Loans (30 - 89 Days)	0.26 %	0.27 %	0.24 %	0.25 %	0.31 %
Non-Performing Loans	\$ 22.6	\$ 20.0	\$ 18.8	\$ 19.0	\$ 17.9
OREO	4.9	7.7	2.4	1.2	1.7
Total NPAs	27.5	27.7	21.2	20.2	19.6
Performing Classified Loans	127.5	136.0	115.7	121.7	128.4
Total Classified Assets	\$ 155.0	\$ 163.7	\$ 136.9	\$ 141.9	\$ 148.0
as % of Tier 1 / Allowance	17 %	18 %	18 %	20 %	20 %
Accruing TDRs	\$ 83.0	\$ 84.6	\$ 86.1	\$ 82.3	\$ 81.3
As % of Original Principal Balance					
Non-Performing Loans	71.4 %	70.3 %	64.9 %	72.0 %	69.9 %
OREO	34.2	45.8	46.6	56.6	54.1
Total NPAs					
as % of Total Assets	0.29	0.29	0.26	0.26	0.26
as % of Loans & OREO	0.46	0.46	0.41	0.42	0.42

## Market Share Opportunities

\$ in billions

### Excellent Growth Opportunities

	Market Deposits (1)	United Deposits (2)	Banks	Offices (3)	Deposit Share (1)	Rank (1)
North Georgia	\$ 6.6	\$ 2.2	9	22	37 %	1
Atlanta, Georgia	60.8	2.4	10	36	4	6
Gainesville, Georgia	3.0	.3	1	5	12	4
Coastal Georgia	8.0	.3	2	7	3	9
Western North Carolina	11.8	1.0	1	19	8	4
East Tennessee	16.3	.6	2	12	4	5
Upstate South Carolina	21.0	1.1	4	26	5	7
Total Markets	\$ 127.5	\$ 7.9	29	127		

<sup>(1)</sup>FDIC deposit market share and rank as of June 30, 2015 for markets where United takes deposits. Data Source: FDIC.

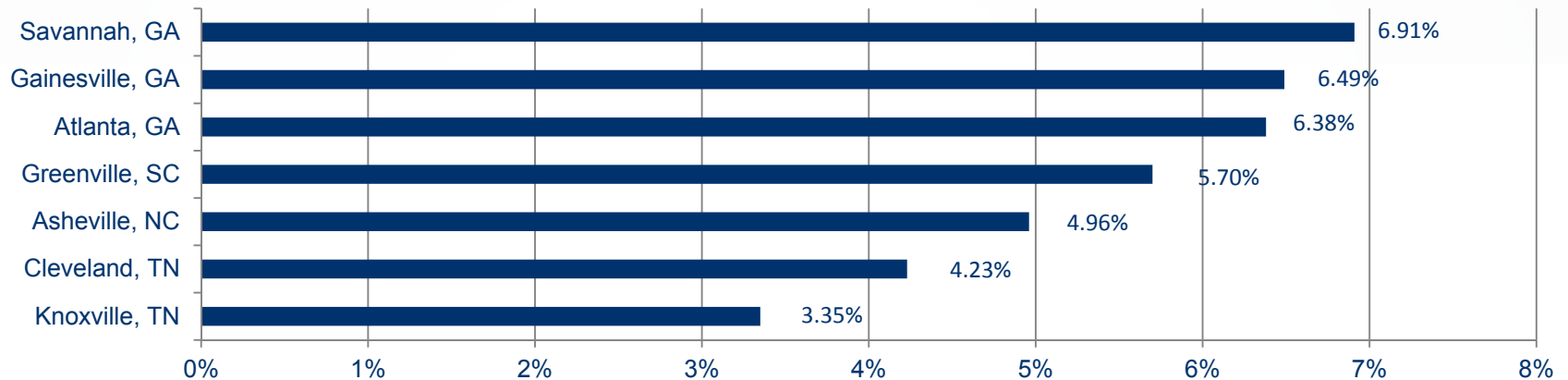
<sup>(2)</sup>Based on current quarter.

<sup>(3)</sup>Excludes seven loan production offices

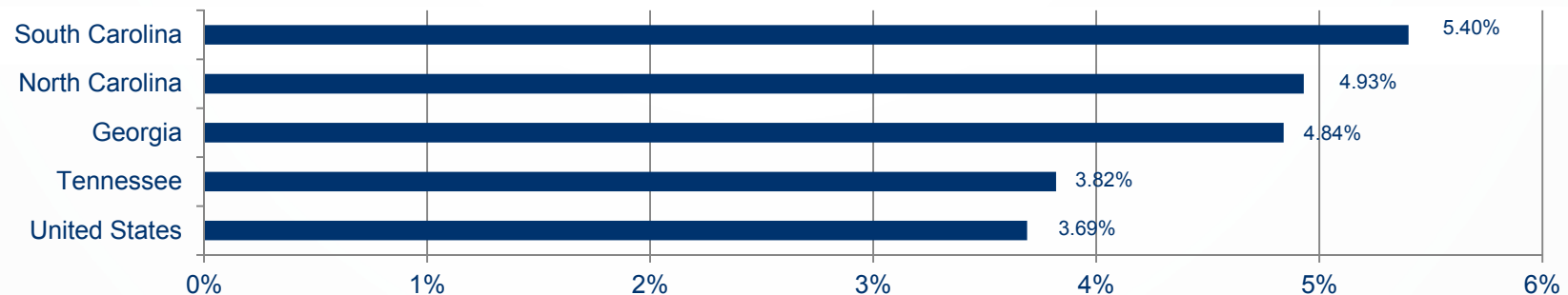
## Market Share Demographics



Key MSA Growth Markets  
Projected Change 2016 - 2021



State Population Growth  
Projected Change 2016 - 2021



Source: SNL Financial

# Liquidity

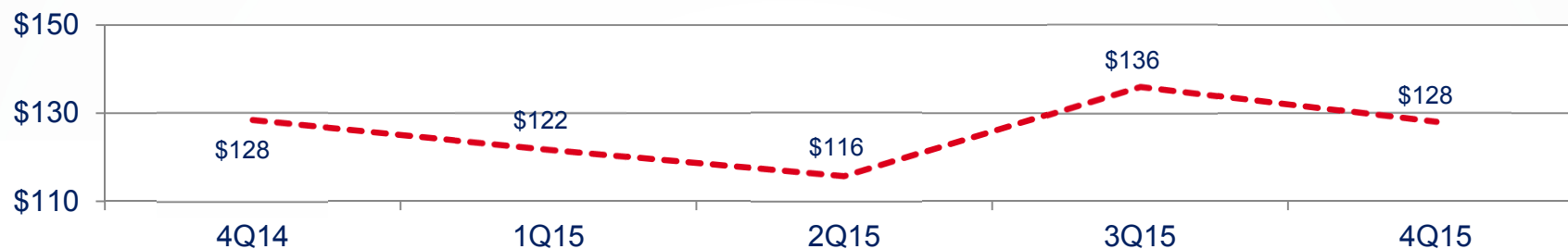
\$ in millions

	Capacity	4Q15	3Q15	4Q14	vs 3Q15	vs 4Q14	
<b>WHOLESALE BORROWINGS</b>							Wholesale Borrowings
Brokered Deposits <sup>(1)</sup>	\$ 615	\$ 347	\$ 517	\$ 425	\$ (170)	\$ (78)	
FHLB	550	430	200	270	230	160	
Holding Company LOC	40	-	-	-	-	-	
Fed Funds	515	-	5	-	(5)	-	
Other Wholesale	-	17	14	6	3	11	
Total	<u>\$ 1,720</u>	<u>\$ 794</u>	<u>\$ 736</u>	<u>\$ 701</u>	<u>\$ 58</u>	<u>\$ 93</u>	
<b>LONG-TERM DEBT</b>							Holding Company Long-Term Debt / Cash
Senior Debt		\$ 160	\$ 160	\$ 75	\$ -	\$ 85	
Trust Preferred Securities		6	6	55	-	(49)	
Total Long-Term Debt		<u>\$ 166</u>	<u>\$ 166</u>	<u>\$ 130</u>	<u>\$ -</u>	<u>\$ 36</u>	
Cash		\$ 50	\$ 54	\$ 32	\$ (4)	\$ 18	
<b>Loans / Deposits</b>							Loans / Deposits
Loans		\$ 5,995	\$ 6,022	\$ 4,672	\$ (27)	\$ 1,323	
Core (DDA, MMDA, Savings)		\$ 5,251	\$ 5,246	\$ 3,690	\$ 5	\$ 1,561	
Public Funds		1,032	831	989	201	43	
CD's		1,251	1,311	1,223	(60)	28	
Total Deposits (excl Brokered)		<u>\$ 7,534</u>	<u>\$ 7,388</u>	<u>\$ 5,902</u>	<u>\$ 146</u>	<u>\$ 1,632</u>	
Loan to Deposit Ratio		80%	82%	79%			
<b>Investment Securities</b>							Investment Securities
Available for Sale	-Fixed	\$ 1,648	\$ 1,435	\$ 1,114	\$ 213	\$ 534	
	-Floating	643	665	669	(22)	(26)	
Held to Maturity	-Fixed	361	354	410	7	(49)	
	-Floating	4	4	5	-	(1)	
Total Investment Securities		<u>\$ 2,656</u>	<u>\$ 2,458</u>	<u>\$ 2,198</u>	<u>\$ 198</u>	<u>\$ 458</u>	
Floating as % of Total Securities		24%	27%	31%			

<sup>(1)</sup> Estimated brokered deposit total capacity at 10% of assets

## Performing Classified Loans

\$ in millions



### By Category

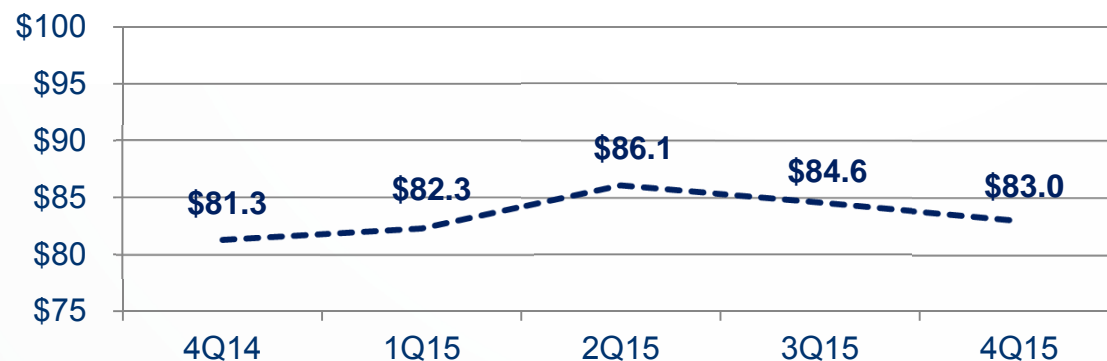
	4Q14	1Q15	2Q15	3Q15	4Q15
Commercial & Industrial	\$ 8	\$ 7	\$ 6	\$ 6	\$ 6
Owner-Occupied CRE	46	44	40	42	40
Total Commercial & Industrial	54	51	46	48	46
Income-Producing CRE	20	20	19	30	30
Commercial Construction	4	3	3	3	1
Total Commercial	78	74	68	81	77
Residential Mortgage	32	30	30	36	31
Residential HELOC	5	6	6	7	7
Residential Construction	11	10	10	10	11
Consumer / Installment	2	2	2	2	2
Total Performing Classified	\$ 128	\$ 122	\$ 116	\$ 136	\$ 128
Classified to Tier 1 + ALL	20 %	20 %	18 %	18 %	17 %

# TDRs

\$ in millions

LOAN TYPE	Accruing			Non-Accruing			Total TDRs		
	4Q15 <sup>(1)</sup>	3Q15	4Q14	4Q15	3Q15	4Q14	4Q15	3Q15	4Q14
Commercial & Industrial	\$ 2.8	\$ 3.5	\$ 25.3	\$ 0.1	\$ -	\$ 1.0	\$ 2.9	\$ 3.5	\$ 26.3
Owner-Occupied CRE	30.8	31.6	17.4	1.3	1.2	0.5	32.1	32.8	17.9
Income-Producing CRE	15.4	14.1	2.7	.2	.3	.1	15.6	14.4	2.8
Commercial Construction	10.5	11.2	11.3	.1	.1	-	10.6	11.3	11.3
Total Commercial	59.5	60.4	56.7	1.7	1.6	1.6	61.2	62.0	58.3
Residential Mortgage	17.2	17.3	16.0	1.6	2.1	1.8	18.8	19.4	17.8
Residential HELOC	.2	.5	.5	-	-	-	0.2	0.5	0.5
Residential Construction	5.2	5.7	7.9	.1	.3	.4	5.3	6.0	8.3
Consumer / Installment	.9	.7	.2	.2	.1	-	1.1	0.8	0.2
Total TDRs	\$ 83.0	\$ 84.6	\$ 81.3	\$ 3.6	\$ 4.1	\$ 3.8	\$ 86.6	\$ 88.7	\$ 85.1

## Accruing TDRs



► Accruing TDR past due 30 – 89 days = .51%

► 60% of accruing TDRs are pass credits

<sup>(1)</sup> 66% of accruing TDR loans have an interest rate of 4% or greater

## Lending & Credit Environment

### Commercial Construction Mix

in millions

	Outstanding	% of Category
Multi-Residential	\$ 84	24.6 %
Land Develop - Vacant (Improved)	56	16.4
Retail Building	49	14.3
Commercial Land Development	32	9.3
Raw Land - Vacant (Unimproved)	31	9.1
Other Properties	30	8.8
Hotels / Motels	26	7.6
Warehouse	15	4.4
Restaurants / Franchise	10	2.9
Office Buildings	8	2.3
Assisted Living/Nursing Home/Rehab	1	0.3
<b>Total Commercial Construction</b>	<b>\$ 342</b>	<b>100.0 %</b>

#### Average Loan Size (in thousands)



- Commercial Construction \$577
- Commercial RE:
  - Composite CRE 461
  - Owner-Occupied 410
  - Income-Producing 594

#### Commercial RE Characteristics



- 64% owner occupied
- Small business, doctors, dentists, attorneys, CPAs
- \$17 million project limit

### Commercial Real Estate Mix

in millions

	Outstanding			% of Category
	Owner-Occupied	Income-Producing	Total	
Office Buildings	\$ 375	\$ 208	\$ 583	25.2 %
Retail Building	121	226	347	15.0
Other Properties	199	38	237	10.2
Warehouse	150	74	224	9.7
Churches	176	-	176	7.6
Convenience Stores	90	47	137	5.9
Hotels / Motels	-	86	86	3.7
Manufacturing Facility	66	17	83	3.6
Restaurants / Franchise Fast Food	53	26	79	3.4
Multi-Residential	-	67	67	2.9
Assisted Living / Nursing Home	62	5	67	2.9
Farmland	62	-	62	2.7
Golf Course / Country Club	40	-	40	1.7
Leasehold Property	16	8	24	1.0
Carwash	22	-	22	0.9
Automotive Service	13	7	20	0.9
Automotive Dealership	16	3	19	0.8
Daycare Facility	10	6	16	0.7
Funeral Home	15	-	15	0.6
Mobile Home Parks	-	6	6	0.3
Marina	5	-	5	0.2
Movie Theaters / Bowling / Rec	3	-	3	0.1
<b>Total Commercial Real Estate</b>	<b>\$ 1,494</b>	<b>\$ 824</b>	<b>\$ 2,318</b>	<b>100.0 %</b>



## Experienced Proven Leadership

- Over 40 years in banking
- Led company from \$42 million in assets in 1989 to \$9.6 billion today
- Trustee of Young Harris College
- Georgia Power Company Board Member
- GA Economic Developers Association Spirit of Georgia Award recipient

**Jimmy C. Tallent**  
Chairman & CEO  
*Joined 1984*



- Over 30 years in banking
- Responsible for overall banking, credit and operations
- Former Consultant and Special Assistant to the CEO and EVP of Commercial Banking for TD Bank Financial Group; and President & CEO of The South Financial Group

**H. Lynn Harton**  
Board, President & COO  
*Joined 2012*



- Over 35 years in banking
- Responsible for accounting, finance and reporting activities, M&A and investor relations
- Former CAO and Controller for State Street Corporation
- Former ABA Accounting Committee Chairman

**Rex S. Schuette**  
EVP & CFO  
*Joined 2001*



- Over 35 years in banking
- Responsible for 29 community banks with 127 branch offices
- Formerly of Riegel Textile Credit Union; President of Farmers and Merchants Bank
- Former Georgia Board of Natural Resources Board Chairman

**Bill M. Gilbert**  
President,  
Community Banking  
*Joined 2000*



- Over 20 years of experience in consumer and banking law
- Responsible for legal, enterprise risk management, and compliance
- Chairman of the Georgia Bankers Association Bank Counsel Section
- Member of the American Bankers Association Regional General Counsels

**Bradley J. Miller**  
EVP, CRO &  
General Counsel  
*Joined 2007*



- Over 25 years in banking
- Responsible for credit risk including credit underwriting, policy and special assets
- Former EVP & Executive Credit Officer for TD Bank, NA and Chief Credit Officer of The South Financial Group.

**Robert A. Edwards**  
EVP & CCO  
*Joined 2015*



- Over 24 years in lending
- Responsible for specialized lending
- Former SBA head: TD Bank and Carolina First's SBA programs; President of UPS Capital Business Credit
- Highly decorated Commander in the U.S. Naval Reserve Intelligence Program (retired)

**Richard W. Bradshaw**  
President,  
Specialized Lending  
*Joined 2014*



## Non-GAAP Reconciliation Tables

\$ in thousands

	4Q15	3Q15	2Q15	1Q15	4Q14
<b>Net Income</b>					
Operating net income	\$ 23,800	\$ 21,726	\$ 19,989	\$ 17,670	\$ 18,247
Merger-related and other charges	(9,078)	(5,744)	(3,173)	-	-
Tax benefit on merger-related and other charges	3,486	1,905	997	-	-
Net Income (GAAP)	<u>\$ 18,208</u>	<u>\$ 17,887</u>	<u>\$ 17,813</u>	<u>\$ 17,670</u>	<u>\$ 18,247</u>
<b>Earnings per Share</b>					
Operating earnings per share	\$ 0.33	\$ 0.33	\$ 0.32	\$ 0.29	\$ 0.30
Merger-related and other charges	(0.08)	(0.06)	(0.04)	-	-
Earnings per share (GAAP)	<u>\$ 0.25</u>	<u>\$ 0.27</u>	<u>\$ 0.28</u>	<u>\$ 0.29</u>	<u>\$ 0.30</u>
<b>Return on Assets</b>					
Operating return on assets	0.99 %	1.00 %	1.00 %	0.94 %	0.96 %
Merger-related and other charges	(0.23)	(0.18)	(0.11)	-	-
Return on assets (GAAP)	<u>0.76 %</u>	<u>0.82 %</u>	<u>0.89 %</u>	<u>0.94 %</u>	<u>0.96 %</u>
<b>Return on Tangible Common Equity</b>					
Operating return on tangible common equity	10.87 %	10.29 %	10.20 %	9.46 %	9.74 %
Effect of goodwill and intangibles	(1.69)	(0.75)	(0.30)	(0.12)	(0.14)
Return on tangible common equity	<u>9.18</u>	<u>9.54</u>	<u>9.90</u>	<u>9.34</u>	<u>9.60</u>
Effect of merger-related charges	(2.16)	(1.69)	(1.07)	-	-
Return on common equity (GAAP)	<u>7.02 %</u>	<u>7.85 %</u>	<u>8.83 %</u>	<u>9.34 %</u>	<u>9.60 %</u>
<b>Allowance as a % of Loans, Excluding Acquired Loans</b>					
Allowance as a % of loans, excluding acquired loans	1.35 %	1.37 %	1.42 %	1.46 %	1.53 %
Allowance coverage of loans acquired through merger	(0.21)	(0.22)	(0.06)	-	-
Allowance as a % of loans (GAAP)	<u>1.14 %</u>	<u>1.15 %</u>	<u>1.36 %</u>	<u>1.46 %</u>	<u>1.53 %</u>

## Non-GAAP Reconciliation Tables

\$ in thousands

	4Q15	3Q15	2Q15	1Q15	4Q14
<b>Core Fee Revenue</b>					
Core fee revenue	\$ 20,756	\$ 18,448	\$ 17,220	\$ 15,120	\$ 14,553
Securities gains, net	378	325	13	1,539	208
Losses on prepayment of borrowings	-	(256)	-	(1,038)	-
Mark to market on deferred compensation plan assets	150	(220)	33	61	62
Non-core fee revenue	528	(151)	46	562	270
Fee revenue (GAAP)	<u>\$ 21,284</u>	<u>\$ 18,297</u>	<u>\$ 17,266</u>	<u>\$ 15,682</u>	<u>\$ 14,823</u>
<b>Core Operating Expense</b>					
Core operating expense	\$ 56,477	\$ 48,764	\$ 45,135	\$ 42,191	\$ 42,081
Foreclosed property expense	(103)	(22)	60	96	131
Severance	186	3	19	23	353
Reversal of litigation reserve	(300)	-	-	-	(1,200)
Loss share settlements	-	-	-	690	492
Merger-related charges	3,109	5,744	3,173	-	-
Impairment charge on real estate held for future use	5,969	-	-	-	-
Mark to market on deferred compensation plan liability	150	(220)	33	61	62
Non-core operating expenses	9,011	5,505	3,285	870	(162)
Operating expense (GAAP)	<u>\$ 65,488</u>	<u>\$ 54,269</u>	<u>\$ 48,420</u>	<u>\$ 43,061</u>	<u>\$ 41,919</u>