BB Financial Corporation

Second Quarter 2019 Investor Presentation

Forward looking statements

This presentation contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, that have been made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. You can identify these forward-looking statements in some cases through the use of words such as "believes," "anticipates," "expects," "may," "will," "assumes," "should," "predicts," "could," "would," "intends," "targets," "estimates," "projects," "plans," "potential" and other similar words and expressions of the future or otherwise regarding the proposed acquisition, including the timing, anticipated benefits and financial impact thereof, and the outlook for our future business and financial performance.

These forward-looking statements include, without limitation, statements relating to FB Financial's assets, business, cash flows, condition (financial or otherwise), credit quality, financial performance, liquidity, short and long-term performance goals, prospects, results of operations, strategic initiatives and the timing, benefits, as well as statements relating to the anticipated benefits and financial impact of FB Financial's mortgage segment restructuring and the acquisition by FirstBank of the Atlantic Capital branches, including: acceptance by the customers of the acquired Atlantic Capital branches of FB Financial's products and services, the opportunities to enhance market share in certain markets, market acceptance of FB Financial generally in new markets, expectations regarding future investment in the acquired Atlantic Capital branches' markets and the integration of the acquired Atlantic Capital branches' operations, disposition, and other growth opportunities. Forward-looking statements are based on the information known to, and current beliefs and expectations of, FB Financial's management and are subject to significant risks and uncertainties. Actual results may differ materially from those contemplated by such forward-looking statements. A number of important factors could cause actual results to differ materially from those contemplated by the forward-looking statements in this presentation including, without limitation: FB Financial's ability to achieve the anticipated benefits and cost synergies of the mortgage segment restructuring, the parties' ability to meet expectations regarding the accounting and tax treatment of the Atlantic Capital acquisition; the possibility that any of the anticipated benefits of the Atlantic Capital acquisition will not be fully realized or will not be realized within the expected time period; the risk that integration of the acquired Atlantic Capital branches' operations with those of FB Financial or will be more costly than expected; the effect of the announcement of the closing of the Atlantic Capital acquisition on employee and customer relationships and operating results (including, without limitation, difficulties in maintaining relationships with employees and customers); general competitive, economic, political and market conditions and fluctuations; and the other risk factors set forth in our December 31, 2018 Form 10-K, filed with the Securities and Exchange Commission on March 12, 2019, under the captions "Cautionary note regarding forward-looking statements" and "Risk factors". Many of these factors are difficult to foresee and are beyond our ability to control or predict. We believe the forwardlooking statements contained herein are reasonable; however, undue reliance should not be placed on any forward-looking statements, which are based on current expectations and speak only as of the date that they are made. We do not assume any obligation to update any forward-looking statements as a result of new information, future developments or otherwise, except as otherwise may be required by law.



Use of non-GAAP financial measures

This presentation contains certain financial measures that are not measures recognized under U.S. generally accepted accounting principles ("GAAP") and therefore are considered non-GAAP financial measures. These non-GAAP financial measures include, without limitation, adjusted net income, adjusted diluted earnings per share, core noninterest expense, core noninterest income, core efficiency ratio (tax-equivalent basis), banking segment core efficiency ratio (tax-equivalent basis), mortgage segment core efficiency ratio (tax-efficiency basis), adjusted mortgage contribution, and adjusted return on average assets and equity. Each of these non-GAAP metrics excludes certain income and expense items that the Company's management considers to be non-core/adjusted in nature. The Company refers to these non-GAAP measures as adjusted or core measures. The presentation also presents tangible assets, tangible common equity, tangible book value per common share, tangible common equity to tangible assets, return on tangible common equity, return on average tangible common equity, adjusted return on average assets, adjusted return on average equity, adjusted return on average tangible common equity, pro forma return on average assets and equity and pro forma adjusted return on average assets and equity. Each of these non-GAAP metrics excludes the impact of goodwill and other intangibles.

The Company's management uses these non-GAAP financial measures in their analysis of the Company's performance, financial condition and the efficiency of its operations as management believes such measures facilitate period-to-period comparisons and provide meaningful indications of its operating performance as they eliminate both gains and charges that management views as non-recurring or not indicative of operating performance. Management believes that these non-GAAP financial measures provide a greater understanding of ongoing operations and enhance comparability of results with prior periods as well as demonstrating the effects of significant non-core gains and charges in the current and prior periods. The Company's management also believes that investors find these non-GAAP financial measures useful as they assist investors in understanding the Company's underlying operating performance and in the analysis of ongoing operating trends. In addition, because intangible assets such as goodwill and other intangibles, and the other items excluded each vary extensively from company to company, the Company believes that the presentation of this information allows investors to more easily compare the Company's results to the results of other companies. However, the non-GAAP financial measures discussed herein should not be considered in isolation or as a substitute for the most directly comparable or other financial measures calculated in accordance with GAAP. Moreover, the manner in which the Company calculates the non-GAAP financial measures discussed herein when comparing such non-GAAP financial measures similar or with names similar to the non-GAAP financial measures the Company has discussed herein when comparing such non-GAAP financial measures. The tables included in the Appendix to this presentation provide a reconciliation of these measures to the most directly comparable GAAP financial measures.



Strategic drivers

Experienced Senior Management Team

Strategic M&A and Capital Optimization

Scalable Platforms Enabled by Technology

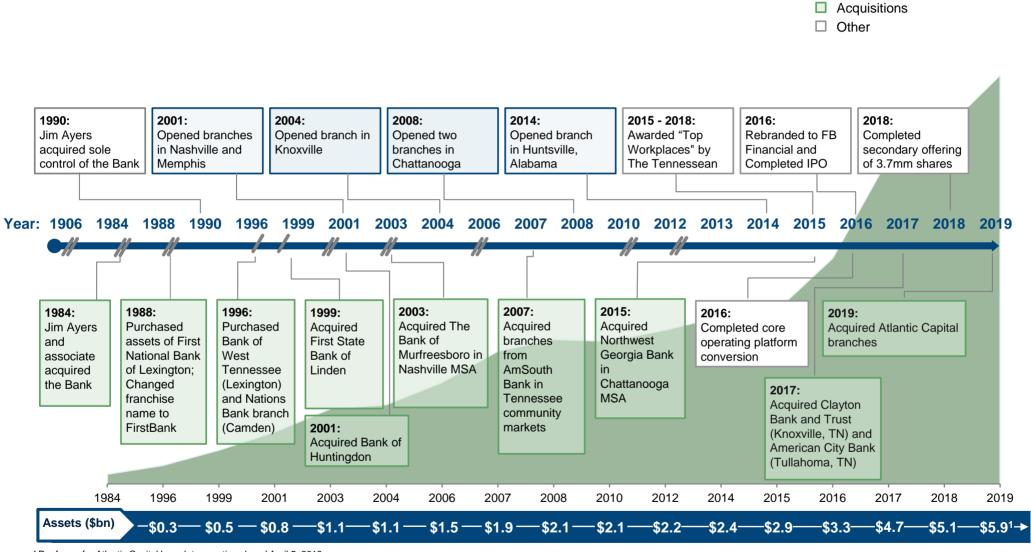


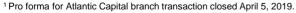
Empowered Teams
Across Attractive
Metro and Community
Markets

Elite Financial Performance

Great Place to Work









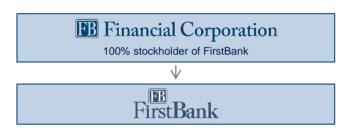
Organic growth

Snapshot of FB Financial today

Company overview

- Second largest Nashville-headquartered bank and third largest Tennessee-based bank
- Originally chartered in 1906, one of the longest continually operated banks in Tennessee
- Completed the largest bank IPO in Tennessee history in September 2016
- Mr. James W. Ayers currently owns ~44% of FB Financial following 2018 secondary offering
- Attractive footprint in both high growth metropolitan markets and stable community markets
 - Located in six attractive metropolitan markets in Tennessee & Alabama
 - Strong market position in twelve community markets
 - Mortgage offices located throughout footprint and strategically across the southeast with national platforms
- Provides the personalized, relationship-based service of a community bank with the products and capabilities of a larger bank
 - Local people, local knowledge and local authority
 - Personal banking, commercial banking, investment services, trust and mortgage banking

Current organizational structure



Financial highlights										
Balance sheet data (\$mm)	3/31/2019									
Total assets	\$5,335									
Loans - HFI	3,787									
Total deposits	4,303									
Shareholder's equity	695									

Key metrics (%)	1Q 2019
Adjusted ROAA (%)	1.63% ¹
Adjusted ROATCE (%)	15.7% ¹
NIM (%)	4.61%
Core Efficiency (%)	64.9% ¹
Tangible Common Equity / Tangible Assets (%)	10.5% ¹

Note: Unaudited financial data as of March 31, 2019



Non-GAAP financial measure. See "Use of non-GAAP financial measures" and "Reconciliation of non-GAAP financial measures" in the Appendix hereto.

A leading community bank headquartered in Tennessee

Top 10 banks in Tennessee ¹												
Rank	Name	Headquarters	Branches (#)	TN deposits (\$bn)	Deposit market share (%)	Percent of company deposits (%)						
1	First Horizon	Memphis, TN	164	\$24.0	15.5%	76.9%						
2	Regions	Birmingham, AL	219	18.7	12.1%	19.4%						
3	BB&T	Winston-Salem, NC	148	16.9	10.9%	5.1%						
4	Pinnacle	Nashville, TN	47	12.3	7.9%	68.4%						
5	Bank of America	Charlotte, NC	57	11.3	7.3%	0.9%						
6	FB Financial	Nashville, TN	60	4.1	2.7%	91.2%						
7	Franklin Financial	Franklin, TN	15	3.4	2.2%	100.0%						
8	U.S. Bancorp	Minneapolis, MN	96	3.2	2.0%	1.0%						
9	Wells Fargo	San Francisco, CA	19	2.2	1.4%	0.2%						
10	Wilson	Lebanon, TN	29	2.1	1.4%	100.0%						

101	TO Daliks u	ınder \$30bn	assets ii	i Telliles	355 ·	
Rank	Name	Headquarters	TN deposits (\$bn)	Deposit market share (%)	Percent of company deposits (%)	
1	Pinnacle	Nashville, TN	47	12.3	7.9%	68.4%
2	FB Financial	Nashville, TN	60	4.1	2.7%	91.2%
3	Franklin Financial	Franklin, TN	15	3.4	2.2%	100.0%
4	Wilson	Lebanon, TN	29	2.1	1.4%	100.0%
5	Simmons First	Pine Bluff, AR	42	2.0	1.3%	14.7%
6	Home Federal	Knoxville, TN	23	1.7	1.1%	100.0%
7	CapStar Financial	Nashville, TN	13	1.6	1.0%	100.0%
8	Renasant	Tupelo, MS	19	1.4	0.9%	13.5%
9	First Citizens	Dyersburg, TN	25	1.4	0.9%	100.0%
10	Reliant Bancorp	Brentwood, TN	17	1.3	0.9%	100.0%

#2 community bank in Tennessee²

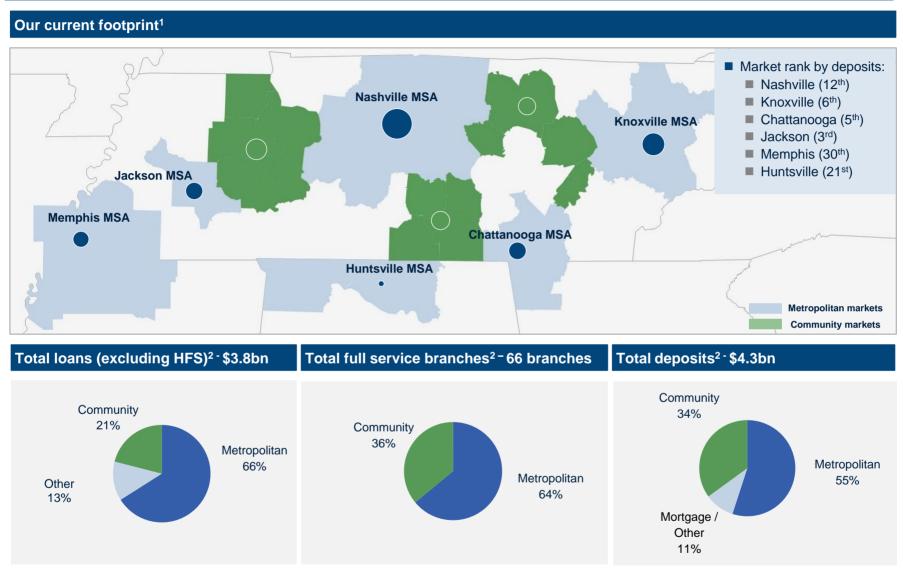
Source: SNL Financial; Note: Deposit data as of June 30, 2018; Pro forma for completed acquisitions since June 30, 2018 and pending acquisitions announced as of April 29, 2019.



¹ Sorted by deposit market share, deposits are limited to Tennessee.

² Community bank defined as banks with less than \$30bn in assets.

Attractive footprint with balance between stable community markets and high growth metropolitan markets



¹ Source: SNL Financial. Statistics are based upon county data. Market data is as of June 30, 2018 and is presented on a pro forma basis for completed acquisitions since June 30, 2018 and pending acquisitions as of April 29, 2019. Size of bubble represents size of company deposits in a given market.

² Financial and operational data as of March 31, 2019, branch data as of April 5, 2019.



Well positioned in attractive metropolitan markets

Nashville rankings: "The new 'it' City" - The New York Times1

Metro for professional and business service iobs²

Most attractive mid-sized cities for business3

Fastest growing large metro economv4

Healthiest economy in top # 4 100 metro areas⁵

Home to leading companies...with more on the way

amazon





AllianceBernstein LP to base 1,050 jobs in Davidson county

Amazon operations hub will bring as many as 5,000 jobs

Nashville growth

HCA



Chattanooga

- 4th largest MSA in TN
- Diverse economy with over 24,000 businesses
- Employs over 260,000 people
- Focused on attracting tech companies and start-ups; first municipality to debut a gigabit network

Memphis

- 2nd largest MSA in TN
- Diversified business base and has the busiest cargo airport in North
- 11.5 million tourists visit annually, generating more than \$3.3 billion for the local economy in 2016

Knoxville

- 3rd largest MSA in TN
- Approximately 14,000 warehousing and distribution jobs are in the area and account for an annual payroll of \$3.8 billion
- Well situated to attract the key suppliers and assembly operations in the Southeast

Huntsville

- Located in northern Alabama
- One of the strongest technology economies in the nation, with the highest concentration of engineers in the United States
- 6th largest county by military spending in the country

Jackson

- 8th largest MSA in TN
- Complements and solidifies our West Tennessee franchise
- FirstBank is an established leader with #3 market share

Source: S&P Market Intelligence; Chattanooga, Knoxville, Memphis, Huntsville Chambers of Commerce, U.S. Department of Labor, Bureau of Labor Statistics, NAICS;

- ¹ January 9, 2013 "Nashville Takes its Turn in the Spotlight"; ² Forbes, June 2017;
- ³ KPMG, April 2014; ⁴ Headlight Data, July 2017; ⁵ ACBJ, October 2017.



FY 2018 highlights

Key highlights

- Adjusted diluted EPS¹ of \$0.66, resulting in adjusted ROAA¹ of 1.63%
- Loans (HFI) grew to \$3.8 billion, a 16.7% increase from 1Q 2018; grew 13.2% annualized from 4Q 2018
- Customer deposits grew to \$4.2 billion, a 14.9% increase from 1Q 2018; grew 16.5% annualized from 4Q 2018
- Continued customer-focused balance sheet growth resulting in a net interest margin of 4.61% for 1Q 2019, compared to 4.50% for 4Q 2018 and 4.64% for 1Q 2018
- Announced planned exit of wholesale mortgage channels to be completed in 2Q 2019; total mortgage contribution, adjusted¹ of \$0.7 million in 1Q 1019, compared to loss of \$1.8 million in 4Q 2018 and contribution of \$2.1 million in 1Q 2018
- Continuing enhancing positive operating leverage; Banking Segment core efficiency ratio was 54.7%^{1,2} in 1Q 2019, down 171 basis points from FY 2018
- Completed acquisition of branches from Atlantic Capital Bank with ~\$385 million in loans and ~\$598 million in deposits on April 5, 2019

Financial results

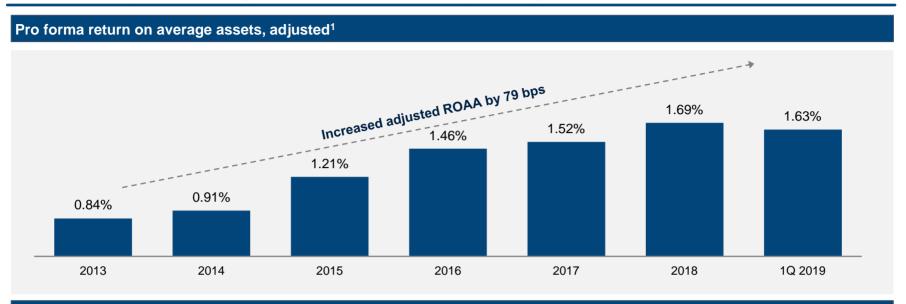
	1Q 2019
Diluted earnings per share Adjusted diluted earnings per share ¹	\$0.62 \$0.66
Net income (\$million) Adjusted net income¹ (\$million)	\$19.6 <i>\$20.8</i>
Net interest margin Impact of accretion and nonaccrual interest (bps)	4.61% <i>17</i>
Return on average assets Adjusted return on average assets ¹	1.54% 1.63%
Return on average equity Adjusted return on average equity ¹	11.6% <i>12.3%</i>
Return on average tangible common equity ¹ Adjusted return on average tangible common equity ¹	14.8% 15.7%
Efficiency ratio Core efficiency ratio ^{1,2} Banking Segment core efficiency ratio ^{1,2}	67.2% 64.9% 54.7%

¹ Results are non-GAAP financial measures that adjust GAAP reported net income, total assets, equity and other metrics for certain intangibles, income and expense items as outlined in the non-GAAP reconciliation calculations, using a combined marginal income tax rate of 26.06% excluding one-time items. See "Use of non-GAAP financial measures" and the Appendix hereto for a discussion and reconciliation of non-GAAP financial measures.



² During the first quarter of 2019, the Company changed its presentation of the total and operating segments core efficiency ratio calculation to no longer exclude the change in fair value of MSRs; therefore, prior periods have been revised to reflect this change.

Consistently delivering balanced profitability and growth



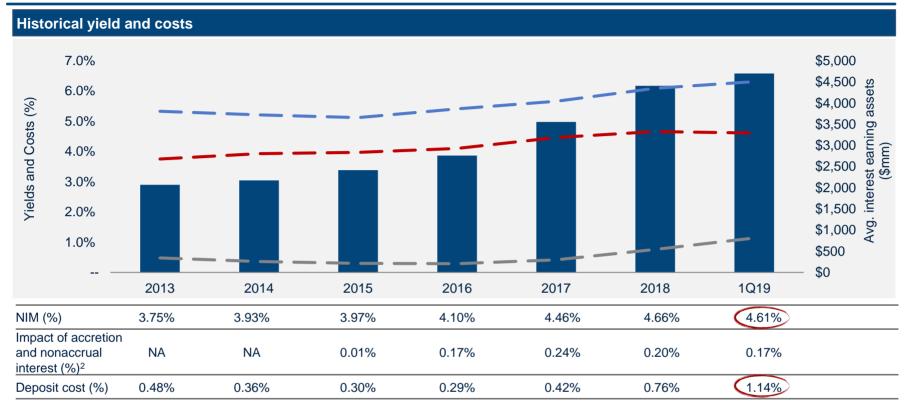
Drivers of profitability

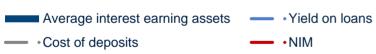


Pro forma net income and tax-adjusted return on average assets include a pro forma provision for federal income taxes using a combined effective income tax rate of 33.76%, 35.37%, 35.63%, 35.08%, and 36.75% for the years ended December 31, 2012, 2013, 2014, 2015, and 2016, respectively, and also includes the exclusion of a one-time tax charge from C Corp conversion in 3Q 2016 and the 4Q 2017 benefit from the 2017 Tax Cuts and Jobs Act. Non-GAAP financial measures. See "Use of non-GAAP financial measures," and "Reconciliation of non-GAAP financial measures" in the Appendix hereto.



Net interest margin remains strong





■ Expect net interest margin excluding the impact of accretion and nonaccrual interest to be 4.15% - 4.30% over the last three quarters of 2019

Loan (HFI) yield			
	2017	2018	1Q 2019
Contractual interest rate on loans HFI¹	4.95%	5.42%	5.66%
Origination and other loan fee income	0.32%	0.39%	0.42%
	5.27%	5.81%	6.08%
Nonaccrual interest collections	0.14%	0.04%	0.01%
Accretion on purchased loans	0.22%	0.23%	0.20%
Loan syndication fees	0.03%	0.01%	0.02%
Total loan yield (HFI)	5.66%	6.09%	6.31%



¹ Includes tax-equivalent adjustment.

² Data for nonaccrual interest collections not available prior to 2016. NA = not available

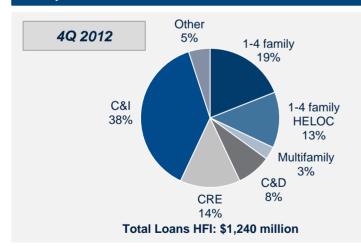
Consistent loan growth and balanced portfolio

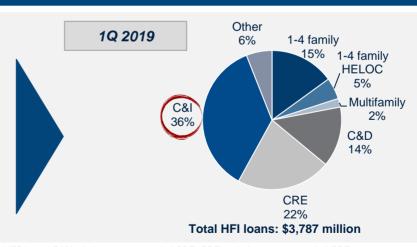
Total loan growth¹ (\$mm) and commercial real estate concentration



Commercial real actate (CDE)	% of Risk-	-Based Capital
Commercial real estate (CRE) concentration ²	12/31/18	3/31/19 (preliminary)
C&D loans subject to 100% risk- based capital limit	99%	91%
Total CRE loans subject to 300% risk-based capital limit	238%	242%

Loan portfolio breakdown¹





- ¹ Exclude HFS loans; C&I includes owner-occupied CRE; CRE excludes owner-occupied CRE.
- ² Risk-based capital at FirstBank as defined in Call Report. 3/31/19 calculation is preliminary and subject to change.



Stable core deposit franchise

Total deposits (\$mm)



Cost of deposits

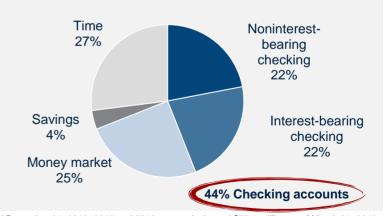


Noninterest bearing deposits (\$mm)¹





Deposit composition as of March 31, 2019



¹ Includes mortgage servicing-related escrow deposits of \$45.4 million, \$53.7 million and \$53.5 million for the years ended December 31, 2016, 2017 and 2018, respectively, and \$70.1 million as of March 31, 2019. There were no mortgage servicing-related escrow deposits prior to those periods.



Mortgage operations overview

Highlights

- Total Mortgage adjusted pre-tax contribution¹ of \$0.7 million for 1Q 2019; adjusted for \$1.1 million of restructuring related expenses
- Mortgage banking income \$21.0 million, down 20.6% from 1Q 2018 and 10.7% from 4Q 2018
- Announced the exit of wholesale origination channels (TPO & Correspondent); closing expected in 2Q 2019 with estimated total restructuring charges of up to \$2.5 million² (\$1.1 million included in 1Q 2019)
- Exit of wholesale origination channels allows additional focus on enhancing retail channels and improving operating efficiency moving forward

Mortgage banking income (\$mm)

	2017	2018	1Q19	
Gain on Sale	\$ 103.7	\$ 98.1	\$15.9	
Fair value changes	\$ 3.5	\$ (9.3)	\$2.2	
Servicing Revenue	\$ 13.2	\$ 20.6	\$4.8	
Fair value MSR change	\$ (3.5)	\$ (8.7)	\$(1.9)	
Total Income	\$116.9	\$100.7	\$21.0	

Mortgage production



- Correspondent
- Third party originated
- Retail
- Retail footprint

2017	2018	1Q19
\$7.57bn	\$7.12bn	\$1.36bn
\$504mm	\$319mm	\$493mm
42%	34%	39%
58%	66%	61%

Total adjusted pre-tax contribution¹ (%)

Banking
(excluding retail footprint)

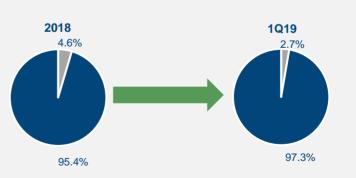
IRLC volume:

IRLC pipeline³:

Refinance %:

Purchase %:

Total Mortgage (including retail footprint)



- Non-GAAP financial measure. See "Use of non-GAAP financial measures," and "Reconciliation of non-GAAP financial measures" in the Appendix hereto.
- See forward looking statements on Slide 1.
- 3 As of the respective period end.



Improving operating leverage remains a key objective

Improving operating efficiency

- Consolidated 1Q 2019 core efficiency ratio¹ of 64.9% driven by Banking segment core efficiency ratio¹ of 54.7%, which has decreased by 171 basis points since FY 2018
- 1Q 2019 illustrates solidified operating leverage achieved through organic growth, merger and ongoing cost efficiencies
- Continued investment in revenue producers, technology and operational capabilities to improve on scalable platform

Core efficiency ratio (tax-equivalent basis)¹

- ■Banking Segment, declined 16.8 percentage points since 2013
- Consolidated, declined 10.5 percentage points since 2013
- Mortgage Segment

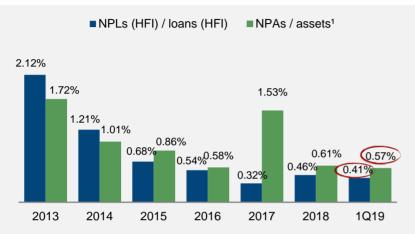


¹ Non-GAAP financial measure. See "Use of non-GAAP financial measures," and "Reconciliation of non-GAAP financial measures" in the Appendix hereto. During the first quarter of 2019, the Company changed its presentation of the total and operating segments core efficiency ratio calculation to no longer exclude the change in fair value of MSRs; therefore, prior periods have been revised to reflect this change.

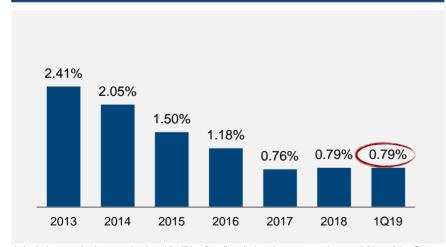


Asset quality continues to improve

Nonperforming ratios



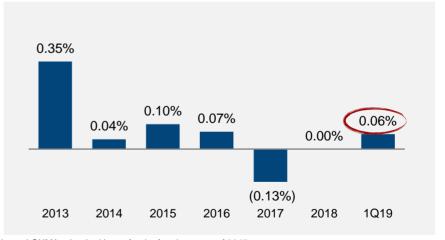
LLR / loans



Classified & PCI loans (\$mm)



Net charge-offs (recoveries) / average loans



¹ Includes acquired excess land and facilities for all periods subsequent to the acquisition of the Clayton Banks and GNMA rebooked loans for the fourth quarter of 2017.



Strong capital position for future growth

Capital position			
	12/31/17	12/31/18	3/31/19
Shareholder's equity / Assets	12.6%	13.1%	13.0%
TCE / TA ²	9.7%	10.5%	10.5%
Common equity tier 1 / Risk-weighted assets	10.7%	11.7%	12.0%
Tier 1 capital / Risk- weighted assets	11.4%	12.4%	12.7%
Total capital / Risk- weighted assets	12.0%	13.0%	13.4%
Tier 1 capital / Average assets (Leverage Ratio)	10.5%	11.4%	11.5%





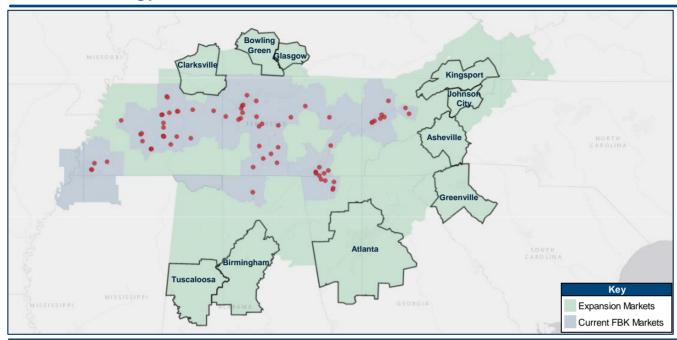
Declared quarterly dividend of \$0.08 payable May 16, 2019; Capital impact of branch acquisition to be reflected in Q2 2019

² Non-GAAP financial measure. See "Use of non-GAAP financial measures," and "Reconciliation of non-GAAP financial measures" in the Appendix hereto.



¹ Total regulatory risk based capital, FB Financial Corporation. 1Q 2019 calculation is preliminary and subject to change..

M&A Strategy¹



Drive Times

- Tuscaloosa:
 - Nashville ~3.5 hours
 - Huntsville ~2 hours
- Birmingham:
 - Nashville >3 hours
 - Huntsville ~1.5 hours
- Atlanta:
 - Nashville ~3.5 hours
 - Chattanooga <2 hours
- Greenville:
 - Nashville ~5 hours
 - Knoxville <3 hours
- Asheville:
 - Nashville ~4 hours
 - Knoxville ~2 hours

Consolidation strategy across existing and contiguous markets

- Actively evaluate desirable opportunities in current and expansion markets, highlighted above
 - Financially attractive (EPS accretion, limit TBV dilution)
 - Cultural and strategic fit
- Consolidate across Tennessee as attractive opportunities arise
- Potential Targets in Current Footprint:
 - 22 banks headquartered in TN between \$400 million and \$750 million in assets
 - 10 banks between \$750 million and \$1 billion
 - 12 banks \$1 billion to \$3 billion in assets

- Maintain positive, ongoing dialogue with targets to position ourselves as an option when they are ready to create a partnership
- Potential Targets in Highlighted Markets:
 - 27 banks headquartered in highlighted MSAs \$400 million \$3 billion in assets, 8 of which are greater than \$1 billion
 - 16 additional banks in Community markets \$400 million \$3 billion,
 5 of which are greater than \$1 billion
- Existing FirstBank Mortgage offices in Tuscaloosa, Birmingham and Atlanta MSAs

¹ See Forward Looking Statements on slide 1.



Appendix



Pro forma net income, adjusted								
(Dollars in thousands)	Υ	TD 2019	2018	2017	2016	2015	2014	2013
Pre-tax net income	\$	25,563	\$ 105,854	\$ 73,485	\$ 62,324	\$ 50,824	\$ 34,731	\$ 28,797
Plus merger, offering, and mortgage restructuring-related expenses		1,675	2,265	19,034	3,268	3,543	_	_
Less signficant gains (losses) on securities, other real estate								
owned and other items ⁽¹⁾	_				(3,539)	4,638	2,000	
Pre tax net income, adjusted		27,238	108,119	92,519	69,131	49,729	32,731	28,797
Pro forma income tax expense, adjusted ⁽²⁾		6,412	26,034	34,749	25,404	18,425	11,662	10,185
Pro forma net income, adjusted	\$	20,826	\$ 82,085	\$ 57,770	\$ 43,727	\$ 31,304	\$ 21,069	\$ 18,612
Weighted average common shares outstanding fully diluted	31	,349,198	31,314,981	28,207,602	19,312,174	17,180,000	17,180,000	17,180,000

Pro forma diluted earnings per share, adjusted

(Dollars in thousands)	YTI	D 2019	2018	2017	2016	2015	2014	2013
Pro forma diluted earnings per share, adjusted								
Diluted earning per share	\$	0.62	\$ 2.55	\$ 1.86	\$ 2.10	\$ 2.79	\$ 1.89	\$ 1.57
Plus merger, offering, and mortgage restructuring-related expenses		0.05	0.07	0.67	0.17	0.21	_	_
Less signficant gains (losses) on securities, other real estate								
owned and other items		_	_	_	(0.18)	0.27	0.12	_
Tax effect		(0.01)	(0.01)	(0.48)	(0.19)	(0.91)	(0.78)	(0.49)
Pro forma diluted earnings per share, adjusted	\$	0.66	\$ 2.61	\$ 2.05	\$ 2.26	\$ 1.82	\$ 1.23	\$ 1.08

² The Company terminated its S-Corporation status and became a taxable corporate entity ("C Corporation") on September 16, 2016 in connection with its initial public offering. Pro forma amounts for income tax expense, adjusted, and diluted earnings per share, adjusted, have been presented assuming the Company's pro forma effective tax rate of 36.75%, 35.08%, 35.63%, 35.37%, and 33.76% for the years ended December 31, 2016, 2015, 2014, and 2013, respectively, and also includes the exclusion of a one-time tax change from C Corp conversion in 3Q 2016 and the 4Q 2017 benefit from the 2017 Tax Cuts and Jobs Act. 2018 uses a marginal tax rate on adjustments of 26.06%; 2017 uses a marginal tax rate on adjustments of 39.23%.



¹ 2016 includes loss on sale of mortgage servicing rights, impairment of mortgage servicing rights, gain on sales or write-downs of other real estate owned and other assets and gain on sale of securities; 2015 includes bargain purchase gain and gain from securities; 2014 includes gain from securities; 2012 includes gain on sale of securities and loss on sale or write-downs of other real estate.

Tax-equivalent core efficiency ratio ⁽¹⁾								
(Dollars in thousands)	Υ	TD 2019	2018	2017	2016	2015	2014	2013
Core efficiency ratio (tax-equivalent basis)								
Total noninterest expense	\$	55,101	\$ 223,458	\$ 222,317	\$ 194,790	\$ 138,492	\$ 102,163	\$ 89,584
Less one-time equity grants		_	_	_	2,960	_	3,000	_
Less variable compensation charge related to cash settled equity awards		_	_	635	1,254	_	_	_
Less merger, offering, and mortgage restructuring-related expenses		1,675	2,265	19,034	3,268	3,543	_	_
Less impairment of mortgage servicing rights		_	_	_	4,678	194	_	_
Less loss on sale of mortgage servicing rights		_	_	249	4,447	_	_	_
Core noninterest expense	\$	53,426	\$ 221,193	\$ 202,399	\$ 178,183	\$ 134,755	\$ 99,163	\$ 89,584
Net interest income (tax-equivalent basis)		53,461	205,668	156,094	113,311	95,887	85,487	77,640
Total noninterest income		29,039	130,642	141,581	144,685	92,380	50,802	41,386
Less bargain purchase gain		_	_	_	_	2,794	_	_
Less gain on sales or write-downs of other real estate owned and other assets		152	229	110	1,179	(710)	151	158
Less gain from securities, net		43	(116)	285	4,407	1,844	2,000	34
Core noninterest income		28,844	130,529	141,186	139,099	88,452	48,651	41,194
Core revenue	\$	82,305	\$ 336,197	\$ 297,280	\$ 252,410	\$ 184,339	\$ 134,138	\$ 118,834
Efficiency ratio (GAAP)(1)		67.2 %	66.8 %	75.4 %	76.2 %	74.4 %	76.1 %	 76.7 %
Core efficiency ratio (tax-equivalent basis)		64.9 %	65.8 %	68.1 %	70.6 %	73.1 %	73.9 %	75.4 %



⁽¹⁾ During the first quarter of 2019, the Company changed its presentation of the total and operating segments core efficiency ratio calculation to no longer exclude the change in fair value of MSRs; therefore, prior periods have been revised to reflect this change.

⁽²⁾ Efficiency ratio (GAAP) is calculated by dividing non-interest expense by total revenue.

Segment tax-equivalent core efficiency ratio(2)

(Dollars in thousands)	Υ	TD 2019	2018	2017	2016	2015	2014		2013
Banking segment core efficiency ratio (tax equivalent)									
Core consolidated noninterest expense	\$	53,426	\$ 221,193	\$ 202,399	\$ 178,183	\$ 134,755	\$ 99,163	\$	89,584
Less Mortgage segment core noninterest expense(1)		17,486	73,575	77,097	75,066	45,900	21,730		18,326
Core Banking segment noninterest expense	\$	35,940	\$ 147,618	\$ 125,302	\$ 103,117	\$ 88,855	\$ 77,433	\$	71,258
Core revenue		82,305	336,197	297,280	252,410	184,339	134,138		118,834
Less Mortgage segment total revenue		16,658	74,752	90,449	90,794	52,984	22,361		19,119
Core Banking segment total revenue	\$	65,647	\$ 261,445	\$ 206,831	\$ 161,616	\$ 131,355	\$ 111,777	\$	99,715
Banking segment core efficiency ratio (tax-equivalent basis)		54.7 %	56.5 %	60.6 %	63.8 %	67.6 %	69.3 %		71.5 %
Mortgage segment core efficiency ratio (tax equivalent)									
Mortgage segment noninterest expense	\$	18,540	\$ 73,575	\$ 77,346	\$ 84,191	\$ 46,094	\$ 21,730	\$	18,326
Less Mortgage restucturing expense		1,054	_	_		_	_		_
Less impairment on mortgage servicing rights		_	_	_	4,678	194	_		_
Less loss on sale of mortgage servicing rights		_	_	249	4,447	_	_		_
Core Mortgage segment noninterest expense	\$	17,486	\$ 73,575	\$ 77,097	\$ 75,066	\$ 45,900	\$ 21,730	S	18,326
Mortgage segment total revenue	\$	16,658	\$ 74,752	\$ 90,449	\$ 90,794	\$ 52,984	\$ 22,361	\$	19,119
Mortgage segment core efficiency ratio (tax-equivalent basis)		N/A	98.4 %	85.2 %	82.7 %	86.6 %	97.2 %		95.9 %



¹ Includes mortgage segment Other noninterest mortgage banking expense, depreciation, loss on sale of mortgage servicing rights and amortization and impairment of mortgage servicing rights.

² During the first quarter of 2019, the Company changed its presentation of the total and operating segments core efficiency ratio calculation to no longer exclude the change in fair value of MSRs; therefore, prior periods have been revised to reflect this change.

Tangible book value per common share and tangik	ole common e	quity to ta	ıngil	ble assets	
(Dollars in thousands)	Y	TD 2019		2018	2017
Tangible Assets					
Total assets	\$	5,335,156	\$	5,136,764	\$ 4,727,713
Less goodwill		137,190		137,190	137,190
Less intangibles, net		10,439		11,628	14,902
Tangible assets	\$	5,187,527	\$	4,987,946	\$ 4,575,621
Tangible Common Equity	_				
Total shareholders' equity	\$	694,577	\$	671,857	\$ 596,729
Less goodwill		137,190		137,190	137,190
Less intangibles, net		10,439		11,628	14,902
Tangible common equity	\$	546,948	\$	523,039	\$ 444,637
Common shares outstanding	3	0,852,665		30,724,532	30,535,517
Book value per common share	\$	22.51	\$	21.87	\$ 19.54
Tangible book value per common share	\$	17.73	\$	17.02	\$ 14.56
Total shareholders' equity to total assets		13.0 %		13.1 %	12.6 %
Tangible common equity to tangible assets		10.5 %		10.5 %	9.7 %



Return on average tangible common equity						
(Dollars in thousands)	Υ	TD 2019	2018	2017	2016	2015
Total average shareholders' equity	\$	684,545	\$ 629,922	\$ 466,219	\$ 276,587	\$ 228,844
Less average goodwill ⁽¹⁾		137,190	137,190	84,997	46,867	46,904
Less average intangibles, net ⁽¹⁾		10,856	12,815	8,047	5,353	5,095
Average tangible common equity	\$	536,499	\$ 479,917	\$ 373,175	\$ 224,367	\$ 176,845
Net income	\$	19,588	\$ 80,236	\$ 52,398	\$ 39,422	\$ 32,995
Return on average tangible common equity		14.8 %	16.7 %	14.0 %	17.6 %	18.7 %

Return on average tangible common equity, adjusted						
(Dollars in thousands)	١	/TD 2019	2018	2017	2016	2015
Average tangible common equity	\$	536,499	\$ 479,917	\$ 373,175	\$ 224,367	\$ 176,845
Net income, adjusted		20,826	82,085	57,770	43,727	31,304
Return on average tangible common equity, adjusted		15.7 %	17.1 %	15.5 %	19.5 %	17.7 %



Pro forma return on average assets and equity, adjusted

(Dollars in thousands)	ΥT	TD 2019	2018	2017	2016	2015	2014	2013
Pro forma Net income	\$	19,588	\$ 80,236	\$ 52,398	\$ 39,422	\$ 32,995	\$ 22,356	\$ 18,612
Average assets	5	,174,918	4,844,865	3,811,158	3,001,275	2,577,895	2,311,297	2,205,264
Average equity		684,545	629,922	466,219	276,587	228,844	203,615	192,460
Pro forma return on average assets		1.54 %	1.66 %	1.37 %	1.31 %	1.28 %	0.97 %	0.84 %
Pro forma return on average equity		11.6 %	12.7 %	11.2 %	14.3 %	14.4 %	11.0 %	9.7 %
Pro forma net income, adjusted	\$	20,826	\$ 82,085	\$ 57,770	\$ 43,727	\$ 31,304	\$ 21,069	\$ 18,612
Pro forma return on average assets, adjusted		1.63 %	1.69 %	1.52 %	1.46 %	1.21 %	0.91 %	0.84 %
Pro forma return on average equity, adjusted		12.3 %	13.0 %	12.4 %	15.8 %	13.7 %	10.3 %	9.7 %



Total mortgage contribution, adjusted

Mortgage contribution, adjusted	Y	TD 2019	2018	2017	2016	2015
Mortgage segment pre-tax net contribution	\$	(1,882)	\$ 1,177	\$ 13,103	\$ 6,603	\$ 6,878
Retail footprint:						
Mortgage banking income		4,386	25,460	26,737	25,542	18,718
Mortgage banking expenses		2,831	21,671	21,714	16,095	13,189
Retail footprint pre-tax net contribution		1,555	3,789	5,023	9,447	5,529
Total mortgage banking pre-tax net (loss) contribution	\$	(327)	\$ 4,966	\$ 18,126	\$ 16,050	\$ 12,407
Plus mortgage restructuring expense		1,054	_	_	_	_
Plus impairment on mortgage servicing rights		_	_	_	4,678	194
Plus loss on sale of mortgage servicing rights		_	_	249	4,447	_
Total mortgage banking pre-tax net contribution, adjusted	\$	727	\$ 4,966	\$ 18,375	\$ 25,175	\$ 12,601
Pre-tax net income	\$	25,563	\$ 105,854	\$ 73,485	\$ 62,324	\$ 50,824
% total mortgage banking pre-tax net contribution		N/A	4.7 %	24.7 %	25.8 %	24.4 %
Pre-tax net income, adjusted	\$	27,238	\$ 108,119	\$ 92,519	\$ 69,131	\$ 49,729
% total mortgage banking pre-tax net contribution, adjusted		2.7 %	4.6 %	19.9 %	36.4 %	25.3 %

		2019	2018									
(Dollars in thousands)	Fir	First Quarter		rth Quarter	Th	ird Quarter	Second Quarter		Fir	rst Quarter		
Mortgage segment pre-tax net contribution	\$	(1,882)	\$	(2,283)	\$	433	\$	1,916	\$	1,111		
Retail footprint:												
Mortgage banking income		4,386		5,041		7,417		6,894		6,108		
Mortgage banking expenses		2,831		4,542		6,383		5,649		5,097		
Retail footprint pre-tax net contribution		1,555		499		1,034		1,245		1,011		
Total mortgage banking pre-tax net (loss) contribution	\$	(327)	\$	(1,784)	\$	1,467	\$	3,161	\$	2,122		
Plus mortgage restructuring expense		1,054		_		_		_		_		
Total mortgage banking pre-tax net contribution (loss), adjusted	\$	727	\$	(1,784)	\$	1,467	\$	3,161	\$	2,122		
Pre-tax net income	\$	25,563	\$	22,680	\$	28,079	\$	29,859	\$	25,236		
% total mortgage banking pre-tax net contribution		N/A		N/A		5.2 %		10.6 %		8.4 %		
Pre-tax net income, adjusted	\$	27,238	\$	23,081	\$	28,079	\$	30,530	\$	26,429		
% total mortgage banking pre-tax net contribution, adjusted		2.7 %		N/A		5.2 %		10.4 %		8.0 %		

