

United States  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 2, 2023

**ATLANTIC UNION BANKSHARES CORPORATION**

(Exact name of registrant as specified in its charter)

**Virginia**  
(State or other jurisdiction  
of incorporation)

**001-39325**  
(Commission  
File Number)

**54-1598552**  
(I.R.S. Employer  
Identification No.)

**1051 East Cary Street  
Suite 1200**

**Richmond, Virginia 23219**

(Address of principal executive offices, including Zip Code)

Registrant's telephone number, including area code: **(804) 633-5031**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
<b>Common Stock, par value \$1.33 per share</b>	<b>AUB</b>	<b>New York Stock Exchange</b>
<b>Depository Shares, Each Representing a 1/400<sup>th</sup> Interest in a Share of 6.875% Perpetual Non-Cumulative Preferred Stock, Series A</b>	<b>AUB.PRA</b>	<b>New York Stock Exchange</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

**Item 7.01 Regulation FD Disclosure.**

Attached as Exhibit 99.1 is a handout containing information that the members of Atlantic Union Bankshares Corporation (the “Company”) management will use during meetings with investors, analysts, and other interested parties to assist their understanding of the Company from time to time during the first quarter of 2023. Other presentations and related materials will be made available as they are presented. This handout is also available under the Presentations link in the Investor Relations section of the Company’s website at <http://investors.atlanticunionbank.com>. Exhibit 99.1 is incorporated by reference into this Item 7.01.

The information disclosed in or incorporated by reference into this Item 7.01, including Exhibit 99.1, is furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits.*

<b>Exhibit No.</b>	<b>Description of Exhibit</b>
99.1	<a href="#">Atlantic Union Bankshares Corporation investor presentation.</a>
104	Cover Page Interactive Data File – the cover page iXBRL tags are embedded within the Inline XBRL document

## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### **ATLANTIC UNION BANKSHARES CORPORATION**

Date: February 2, 2023

By: /s/ Robert M. Gorman  
Robert M. Gorman  
Executive Vice President and  
Chief Financial Officer



# Investor Presentation

NYSE: AUB

February - March 2023



# Forward Looking Statements

This presentation and statements by the Company's management may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are statements that include, without limitation, statements on slides entitled "Financial Outlook" and "Top-Tier Financial Targets", statements regarding the Company's strategic priorities, outlook on future economic conditions and the impacts of current economic uncertainties, and statements that include, projections, predictions, expectations, or beliefs about future events or results, including the Company's financial targets, or otherwise are not statements of historical fact. Such forward-looking statements are based on certain assumptions as of the time they are made, and are inherently subject to known and unknown risks, uncertainties, and other factors, some of which cannot be predicted or quantified, that may cause actual results, performance, achievements, or trends to be materially different from those expressed or implied by such forward-looking statements. Such statements are often characterized by the use of qualified words (and their derivatives) such as "expect," "believe," "estimate," "plan," "project," "anticipate," "intend," "will," "may," "view," "opportunity," "potential," or words of similar meaning or other statements concerning opinions or judgment of the Company and its management about future events. Although the Company believes that its expectations with respect to forward-looking statements are based upon reasonable assumptions within the bounds of its existing knowledge of its business and operations, there can be no assurance that actual future results, performance, or achievements of, or trends affecting, the Company will not differ materially from any projected future results, performance, achievements or trends expressed or implied by such forward-looking statements. Actual future results, performance, achievements or trends may differ materially from historical results or those anticipated depending on a variety of factors, including, but not limited to the effects of or changes in:

- market interest rates and their related impacts on macroeconomic conditions, customer and client behavior, the Company's funding costs and the Company's loan and securities portfolios;
- inflation and its impacts on economic growth and customer and client behavior;
- general economic and financial market conditions, in the United States generally and particularly in the markets in which the Company operates and which its loans are concentrated, including the effects of declines in real estate values, an increase in unemployment levels and slowdowns in economic growth;
- monetary and fiscal policies of the U.S. government, including policies of the U.S. Department of the Treasury and the Federal Reserve;
- the quality or composition of the Company's loan or investment portfolios and changes therein;
- demand for loan products and financial services in the Company's market areas;
- the Company's ability to manage its growth or implement its growth strategy;
- the effectiveness of expense reduction plans;
- the introduction of new lines of business or new products and services;
- the Company's ability to recruit and retain key employees;
- real estate values in the Company's lending area;
- an insufficient ACL;
- changes in accounting principles, standards, rules, and interpretations, and the related impact on the Company's financial statements;
- volatility in the ACL resulting from the CECL methodology, either alone or as that may be affected by conditions arising out of the COVID-19 pandemic, inflation, changing interest rates, or other factors;
- the Company's liquidity and capital positions;
- concentrations of loans secured by real estate, particularly commercial real estate;
- the effectiveness of the Company's credit processes and management of the Company's credit risk;
- the Company's ability to compete in the market for financial services and increased competition from fintech companies;
- technological risks and developments, and cyber threats, attacks, or events;
- operational, technological, cultural, regulatory, legal, credit, and other risks associated with the exploration, consummation and integration of potential future acquisitions, whether involving stock or cash considerations;
- the potential adverse effects of unusual and infrequently occurring events, such as weather-related disasters, terrorist acts, geopolitical conflicts (such as the ongoing conflict between Russia and Ukraine) or public health events (such as COVID-19), and of governmental and societal responses thereto; these potential adverse effects may include, without limitation, adverse effects on the ability of the Company's borrowers to satisfy their obligations to the Company, on the value of collateral securing loans, on the demand for the Company's loans or its other products and services, on supply chains and methods used to distribute products and services, on incidents of cyberattack and fraud, on the Company's liquidity or capital positions, on risks posed by reliance on third-party service providers, on other aspects of the Company's business operations and on financial markets and economic growth;
- the effect of steps the Company takes in response to the COVID-19 pandemic, the severity and duration of the pandemic, the uncertainty regarding new variants of COVID-19 that have emerged, the speed and efficacy of vaccine and treatment developments, the impact of loosening or tightening of government restrictions, the pace of recovery when the pandemic subsides and the heightened impact it has on many of the risks described herein;
- the discontinuation of LIBOR and its impact on the financial markets, and the Company's ability to manage operational, legal and compliance risks related to the discontinuation of LIBOR and implementation of one or more alternate reference rates;
- performance by the Company's counterparties or vendors;
- deposit flows;
- the availability of financing and the terms thereof;
- the level of prepayments on loans and mortgage-backed securities;
- legislative or regulatory changes and requirements;
- potential claims, damages, and fines related to litigation or government actions;
- the effects of changes in federal, state or local tax laws and regulations;
- any event or development that would cause the Company to conclude that there was an impairment of any asset, including intangible assets, such as goodwill; and
- other factors, many of which are beyond the control of the Company.

Please also refer to such other factors as discussed throughout Part I, Item 1A, "Risk Factors" and Part II, Item 7, "Management's Discussion and Analysis of Financial Condition and Results of Operations" of the Company's most recent Annual Report on Form 10-K and related disclosures in other filings, which have been filed with the U.S. Securities and Exchange Commission ("SEC") and are available on the SEC's website at [www.sec.gov](http://www.sec.gov). All risk factors and uncertainties described herein and therein should be considered in evaluating forward-looking statements, and all of the forward-looking statements are expressly qualified by the cautionary statements contained or referred to herein and therein. The actual results or developments anticipated may not be realized or, even if substantially realized, they may not have the expected consequences to or effects on the Company or its businesses or operations. Readers are cautioned not to rely too heavily on the forward-looking statements, and undue reliance should not be placed on such forward-looking statements. Forward-looking statements speak only as of the date they are made. The Company does not intend or assume any obligation to update, revise or clarify any forward-looking statements that may be made from time to time by or on behalf of the Company, whether as a result of new information, future events or otherwise.

# Additional Information

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## Non-GAAP Financial Measures

This presentation contains certain financial information determined by methods other than in accordance with generally accepted accounting principles in the United States ("GAAP"). These non-GAAP financial measures are a supplement to GAAP, which is used to prepare the Company's financial statements, and should not be considered in isolation or as a substitute for comparable measures calculated in accordance with GAAP. In addition, the Company's non-GAAP financial measures may not be comparable to non-GAAP financial measures of other companies. The Company uses the non-GAAP financial measures discussed herein in its analysis of the Company's performance. The Company's management believes that these non-GAAP financial measures provide additional understanding of ongoing operations, enhance comparability of results of operations with prior periods and show the effects of significant gains and charges in the periods presented without the impact of items or events that may obscure trends in the Company's underlying performance.

Please see "Reconciliation of Non-GAAP Disclosures" at the end of this presentation for a reconciliation to the nearest GAAP financial measure.

## No Offer or Solicitation

This presentation does not constitute an offer to sell or a solicitation of an offer to buy any securities. No offer of securities shall be made except by means of a prospectus meeting the requirements of the Securities Act of 1933, as amended, and no offer to sell or solicitation of an offer to buy shall be made in any jurisdiction in which such offer, solicitation or sale would be unlawful.

## About Atlantic Union Bankshares Corporation

Headquartered in Richmond, Virginia, Atlantic Union Bankshares Corporation (NYSE: AUB) is the holding company for Atlantic Union Bank. Atlantic Union Bank has 114 branches and approximately 130 ATMs located throughout Virginia, and in portions of Maryland and North Carolina. Certain non-bank financial services affiliates of Atlantic Union Bank include: Atlantic Union Equipment Finance, Inc., which provides equipment financing; Atlantic Union Financial Consultants, LLC, which provides brokerage services; and Union Insurance Group, LLC, which offers various lines of insurance products.

On January 18, 2023, the Company completed the transfer of the listing of its common stock and its depository shares, each representing a 1/400th interest in a share of the Company's 6.875% Perpetual Non-Cumulative Preferred Stock, Series A, from The Nasdaq Stock Market LLC to the New York Stock Exchange, under the ticker symbols of "AUB" and "AUB.PRA", respectively.

# Our Company

Soundness | Profitability | Growth

Highlights (\$bn)

**\$20.5**

Assets

**\$14.4**

Loans

**\$15.9**

Deposits

**\$2.9**

Market Capitalization

- **Statewide Virginia footprint** of 109 branches in all major markets
- **#1 regional bank<sup>1</sup>** deposit market share in Virginia
- **Strong balance sheet** and capital levels
- Committed to **top-tier financial performance** with a highly experienced management team able to execute change



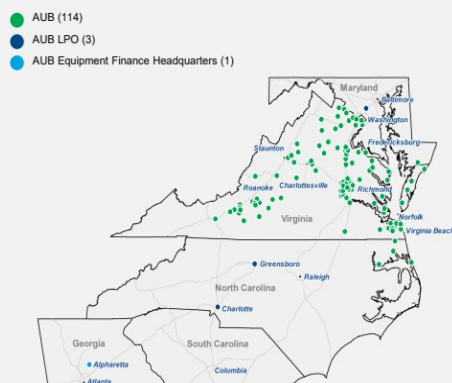
Largest Regional Banking Company Headquartered in Virginia



Data as of 12/31/2022, market capitalization as of 1/27/2023

<sup>1)</sup> Regional bank defined as having less than \$100 billion in assets; rank determined by asset size; data per S&P Global Market Intelligence

## Branch/Office Footprint



# A Transformation Story

From Virginia Community Bank to Virginia's Bank and More

## Virginia's Bank

- Virginia's first and only statewide, independent bank in over 20 years
- The alternative to large competitors
- Organic growth model + effective consolidator

## Larger Bank Executive Leadership

- Knows the "seams" of the large institutions & how to compete against them
- Makes tough decisions – think differently, challenge, escape the past
- Does what we say we will do

## The Atlantic Union "Moat" – Stronger than Ever

- Scarcity value - franchise difficult to replicate
- "Crown jewel" deposit base - 57% transaction accounts<sup>1</sup>
- Dense, compact and contiguous ~\$20B bank<sup>1</sup>

## Talent Magnet

- Extensive hiring from larger institutions at all levels
- We know the people we hire and rarely use recruiters
- Client facing market leaders and bankers hired from the markets they serve



"Soundness, profitability & growth in that order of priority" | Our philosophy for how we run our company

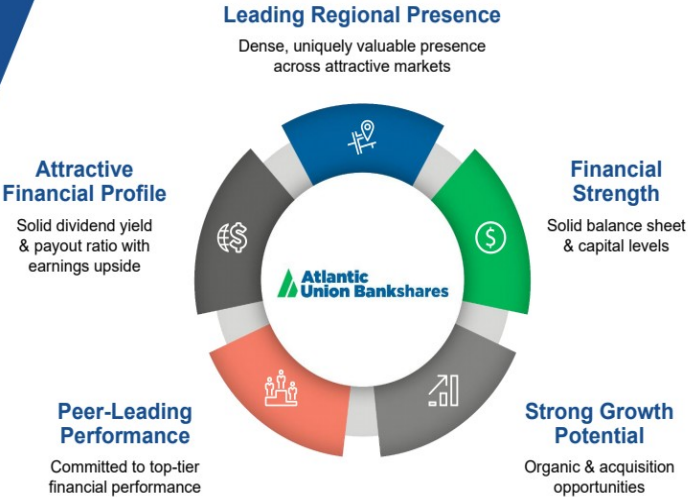


(1) As of December 31, 2022

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# Our Shareholder Value Proposition



# Strong Presence in Prime Virginia Markets

## Richmond

State Capital, Fortune 500 headquarters (7), VCU & VCU Medical Center

- \$4.1 billion in-market deposits and total deposit market share of 13.6%

**#1 Market Share <sup>(1)</sup>**

## Fredericksburg

Defense and security contractors, Healthcare, Retail, Real Estate development

- \$1.6 billion in-market deposits and total deposit market share of 25.2%

**#1 Market Share <sup>(1)</sup>**

## Charlottesville

University of Virginia, High-tech and professional businesses, Real Estate development

- \$775 million in-market deposits and total deposit market share of 11.0%

**#1 Market Share <sup>(1)</sup>**

## Coastal Virginia

Military, Shipbuilding, Fortune 500 headquarters (3), Tourism

- \$1.5 billion in-market deposits and total deposit market share of 4.3%

**#2 Market Share <sup>(1)</sup>**

## Roanoke Blacksburg

Virginia Tech, Healthcare, Retail

- \$1.4 billion in-market deposits and total deposit market share of 10.2%

**#1 Market Share <sup>(1)</sup>**

## Northern Virginia

Nation's Capital, Fortune 500 headquarters (12), Defense and security contractors, Non-profit Associations (lobbyists), HQ2

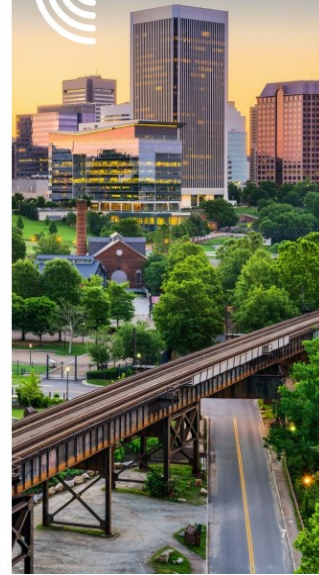
- \$5.3 billion in-market deposits and total deposit market share of 3.8%

**#2 Market Share <sup>(1)</sup>**



(1) Among midsize and community banks less than \$100 billion in assets  
Source: SNL Financial, FDIC deposit data; excludes branches greater than \$5 billion  
Deposit data as of 6/30/2022; Fredericksburg market defined as Caroline, Fredericksburg City, King George, Spotsylvania and Stafford counties; all other markets per MSA definitions in SNL

Diversity Supports Growth  
In Virginia



# Virginia's Bank and Sizeable Opportunity to Take Market Share from the Big Three

## Virginia: All Banks

Rank	Institution	Deposits (\$mm)	Market Share (%)	Branches
1	Truist Financial Corp	\$50,865	21.6%	287
2	Wells Fargo & Co	38,834	16.5	211
3	Bank of America Corp.	27,157	11.5	106
4	Atlantic Union Bankshares Corp	15,725	6.7	109
5	TowneBank	10,929	4.6	40
6	United Bankshares Inc.	9,205	3.9	84
7	Capital One Financial Corp.	8,669	3.7	27
8	PNC Financial Services Group Inc.	5,935	2.5	93
9	The Toronto Dominion Bank	3,414	1.5	31
10	Carter Bank & Trust	3,341	1.4	54
Top 10 Banks		\$174,074	73.9%	1,042
All Institutions in Market		\$235,670	100.0%	1,925

## Virginia: Banks Headquartered in VA

Rank	Institution	Deposits (\$mm)	Market Share (%)	Branches
1	Atlantic Union Bankshares Corp.	\$15,725	19.0%	109
2	TowneBank	10,929	13.2	40
3	Capital One Financial Corp.	8,669	10.5	27
4	Carter Bank & Trust	3,341	4.0	54
5	Burke & Herbert Bank & Trust Co.	2,960	3.6	23
6	Primis Financial Corp	2,446	3.0	35
7	Blue Ridge Bankshares Inc.	2,317	2.8	26
8	First Bancorp Inc.	2,213	2.7	19
9	American National Bankshares, Inc.	2,046	2.5	18
10	C&F Financial Corp	2,028	2.5	30
Top 10 Banks		\$52,674	63.6%	381
All Institutions in Market		\$82,790	100.0%	809

Statewide Branch Footprint Brings Unique Franchise Value and Significant Growth Opportunity



Source: SNL Financial and FDIC deposit data  
Deposit and branch data as of 6/30/22; pro forma for announced transactions  
Note: Excludes branches with deposits greater than \$5.0 billion

# Virginia Is Among the Most Attractive Markets in USA

## Household Income (\$)

#	State	HHI (\$)	#	State	HHI (\$)
1	District of Columbia	102,806	9	New Hampshire	85,417
2	Massachusetts	94,232	10	Utah	84,724
3	Maryland	94,082	11	Connecticut	84,611
4	New Jersey	94,000	12	Virginia	84,351
5	Hawaii	90,268	13	Minnesota	82,165
6	California	89,481	14	Alaska	81,789
7	Washington	88,405	15	New York	80,148
8	Colorado	86,364			

## GDP (\$bn)

#	State	GDP (\$bn)	#	State	GDP (\$bn)
1	California	2,939	9	Washington	577
2	Texas	1,871	10	New Jersey	570
3	New York	1,511	11	Massachusetts	544
4	Florida	1,031	12	Virginia	499
5	Illinois	780	13	Michigan	482
6	Pennsylvania	722	14	Colorado	371
7	Ohio	621	15	Maryland	367
8	Georgia	580			

## 2022 Population (mm)

#	State	Pop. (mm)	#	State	Pop. (mm)
1	California	39.7	9	North Carolina	10.6
2	Texas	29.8	10	Michigan	10.1
3	Florida	22.0	11	New Jersey	9.3
4	New York	20.2	12	Virginia	8.7
5	Pennsylvania	13.0	13	Washington	7.9
6	Illinois	12.8	14	Arizona	7.2
7	Ohio	11.8	15	Massachusetts	7.1
8	Georgia	10.9			

## Fortune 500 Companies

#	State	# Companies	#	State	# Companies
1	Texas	53	9	Georgia	19
2	New York	51	9	Michigan	19
3	California	50	11	Massachusetts	18
4	Illinois	36	12	Minnesota	16
5	Ohio	25	13	New Jersey	15
6	Pennsylvania	23	13	Connecticut	15
7	Virginia	22	15	North Carolina	13
7	Florida	22			



Source: SNL Financial; Bureau of Economic Analysis; Bureau of Labor Statistics; Fortune.com, U.S. News & World Report; Forbes, CNBC, U.S. Small Business Administration, USA Today; Business Facilities; data for 2022 unless otherwise noted



ranked Virginia the **Best State for Business** for 2020 and 2021

**Forbes** ranked Virginia the **4<sup>th</sup> Best State for Business**

- 3<sup>rd</sup> in Labor Supply
- 3<sup>rd</sup> in Regulatory Environment
- 1<sup>st</sup> in Quality of Life

**U.S. News** ranked Virginia **8<sup>th</sup> for Opportunity**

- 11<sup>th</sup> for Economic opportunity
- 5<sup>th</sup> for Equality
- 12<sup>th</sup> for Education
- Virginia is home to 723,962 Small Businesses – 99.5% of Virginia businesses

ranked Virginia **7<sup>th</sup> of America's Best States to Live In**



Virginia rated 1<sup>st</sup> in **Best Business Climate, Tech Talent Pipeline, Cybersecurity**

# Q4 2022 Highlights and 2023 Outlook

## Loan Growth



- 15.3% annualized loan growth, ex-Paycheck Protection Program (PPP) (Non-GAAP)<sup>1</sup>, during Q4 2022
- Line of Credit Utilization of 35%
- Expect ~6%-8% loan growth for 2023

## Differentiated Client Experience



- Continued progress on digital roadmap
- Foreign exchange, syndication and SBA 7A lending programs help close product gaps

## Operating Leverage Focus



- ~11% pre-PPP adjusted revenue growth<sup>1</sup> year over year and ~7% pre-PPP adjusted revenue<sup>1</sup> growth from Q3 2022
- ~4% adjusted operating non-interest expense growth<sup>1</sup> year over year and ~Flat adjusted operating non-interest expenses from Q3 2022
- Pre-PPP adjusted operating leverage<sup>1</sup> of ~7% year over year
- Pre-PPP adjusted operating leverage<sup>1</sup> of ~7% quarter over quarter

## Asset Quality



- Net Charge-offs at 2 bps annualized for Q4 2022

## Positioning for Long Term



- Building solid Asset-Based lending pipeline
- Drive organic growth and performance of the core banking franchise

## Capitalize on Strategic Opportunities



- Selectively consider M&A, minority stakes and strategic partnerships as a supplemental strategy



<sup>1</sup> For non-GAAP financial measures, see reconciliation to most directly comparable GAAP measures in "Appendix – Reconciliation of Non-GAAP Disclosures"



## Our Core Values

Culture — **HOW** we come together and interact as a team to accomplish our business and societal goals.



### Caring

Working together toward common goals, acting with kindness, respect and a genuine concern for others.



### Courageous

Speaking openly, honestly and accepting our challenges and mistakes as opportunities to learn and grow.



### Committed

Driven to help our clients, Teammates and company succeed, doing what is right and accountable for our actions.

## Diversity, Equity, and Inclusion Statement

Atlantic Union Bank embraces diversity of thought and identity to better serve our stakeholders and achieve our purpose. We commit to cultivating a welcoming workplace where Teammate and customer perspectives are valued and respected.



We are  
**CARING.  
COURAGEOUS.  
COMMITTED.**

# We are focused on three Strategic Priorities

## Organic



### Deliver Organic Growth

- Overweighting opportunities in Wholesale Banking Group
- Directing consumer efforts to market segments and delivery channels with the strongest value proposition
- Prioritizing fee income growth
- Maintaining a reliable low-cost deposit base
- Maximizing operating leverage, productivity, efficiency, and scale
- Attracting and retaining top talent in alignment with broader business goals and strategic priorities

### Innovate and Transform

- Pressing the relationship model advantage where bankers provide advocacy and advice, form stickier relationships, and use technology to enable deeper relationships
- Creating a frictionless experience for customers by integrating human interactions with digital capabilities
- Eliminating low value tasks and enabling more high value interactions with customers
- Eliminating legacy system constraints and accelerating modernization of technology while rationalizing operating costs and reengineering processes
- Emphasizing robotics, automation and FinTech partnerships

## Inorganic



### Strategic Investments

- Leverage FinTech partnerships, strategic partner equity investments, as well as non-bank and whole-bank acquisition opportunities for step-change accelerants of growth
- Acquisition philosophy remains: proactive, strategic, disciplined, and measured with an eye towards transactions that increase density and scarcity value, add contiguous markets, increase operating leverage, diversify revenue streams, and enable the reinvestment of cost savings into technology
- Ensuring merger and acquisition activity complements, enables, and scales technology and the advancement of our customer value proposition, potentially including whole bank, non-bank, minority stakes, and partnerships



# Strategic Imperatives have Evolved Alongside our Transformation

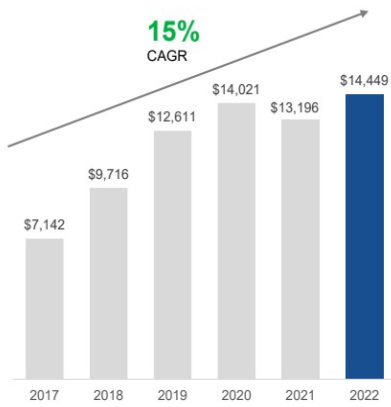
This is how we intend to achieve our priorities

 <b>Achieve &amp; Sustain Top Tier Financial Performance</b>	 <b>Achieve Operational Excellence</b>	 <b>Great Place to Work &amp; Build A Career</b>
<ul style="list-style-type: none"><li>• Maintain a top tier financial position over time as the price of independence</li><li>• Invest in our core business lines, people and operations to drive performance</li></ul>	<ul style="list-style-type: none"><li>• Accelerate the modernization of our technology base while rationalizing operating costs</li><li>• Reengineer processes across the enterprise, with an emphasis on data management, robotics, and automation</li></ul>	<ul style="list-style-type: none"><li>• Maintain the culture, rewards, and career development opportunities that attract and retain top talent</li><li>• Embrace “the future of work” and integrate disruptive forces in the modern workplace</li></ul>
 <b>Enhance &amp; Augment Core Franchise Strength</b>	 <b>Deliver a Differentiated Customer Experience</b>	 <b>Accelerate Growth with Strategic Investments</b>
<ul style="list-style-type: none"><li>• Deliver organic growth</li><li>• Drive disproportionate lending growth through Wholesale Banking and Business Banking</li><li>• Maintain a strong core funding base</li><li>• Grow fee revenues</li><li>• Disciplined management of credit, risk, capital, and expense</li></ul>	<ul style="list-style-type: none"><li>• Relentlessly focus on customer experience and exploit large competitor weakness of less flexible models</li><li>• Couple a human factor relationship advantage, responsiveness, deep customer and local market knowledge with technology enabled experiences</li></ul>	<ul style="list-style-type: none"><li>• Leverage FinTech partnerships, strategic partner equity investments, as well as non-bank and whole-bank acquisition opportunities for step-change accelerants of growth</li></ul>

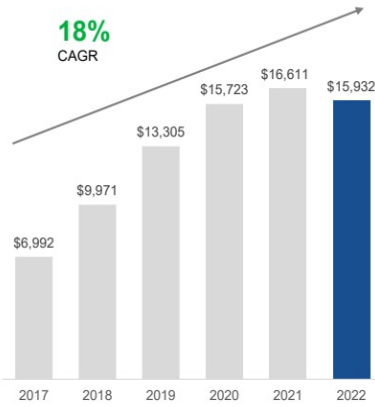


## Balance Sheet Trends (GAAP)

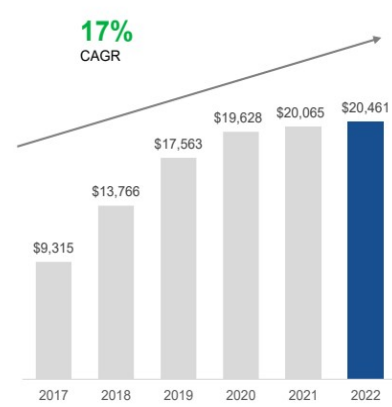
**Loans**  
(\$mm)



**Deposits**  
(\$mm)



**Assets**  
(\$mm)

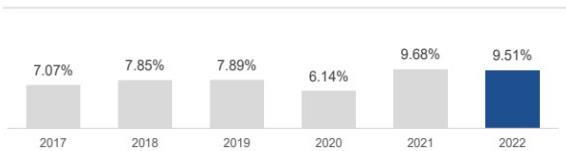


# Strong Track Record of Performance (GAAP)

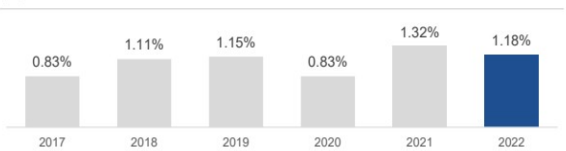
Earnings Per Share Available to Common Shareholders  
(\$)



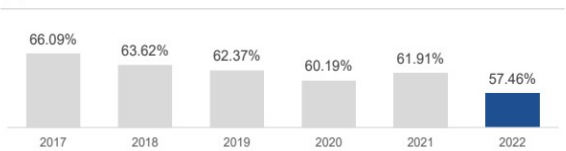
Return on Equity (ROE)  
(%)



Return on Assets (ROA)  
(%)

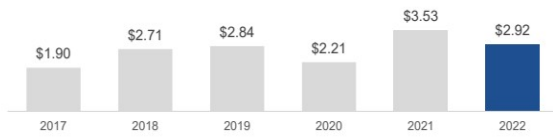


Efficiency Ratio  
(%)

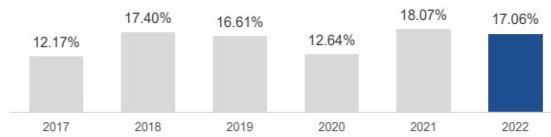


## Strong Track Record of Performance (Non-GAAP)

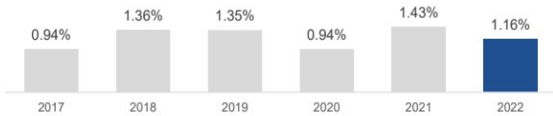
### Adjusted Operating Earnings Per Share Available to Common Shareholders, diluted (\$)<sup>(1)</sup>



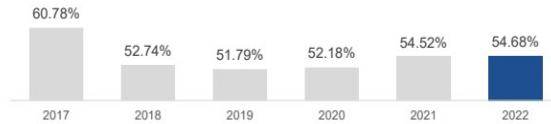
### Adjusted Operating Return on Tangible Common Equity (ROTCE) (%)<sup>(1)</sup>



### Adjusted Operating Return on Assets (ROA) (%)<sup>(1)</sup>



### Adjusted Operating Efficiency Ratio (FTE) (%)<sup>(1)</sup>



Data as of or for the twelve months ended each respective year

(1) Non-GAAP financial measure; See reconciliation to most directly comparable GAAP measure in "Appendix -- Reconciliation of Non-GAAP Disclosures"

## Strong Capital Position at December 31, 2022

Capital Ratio	Regulatory Well Capitalized	Atlantic Union Bankshares*	Atlantic Union Bank*
Common Equity Tier 1 Ratio (CET1)	7.0%	10.0%	12.8%
Tier 1 Capital Ratio	8.5%	10.9%	12.8%
Total Risk Based Capital Ratio	10.5%	13.7%	13.3%
Leverage Ratio	5.0%	9.4%	11.0%
Tangible Equity to Tangible Assets (non-GAAP) <sup>2</sup>	-	7.3%	8.8%
Tangible Common Equity Ratio (non-GAAP) <sup>2</sup>	-	6.4%	8.8%

\*Capital information presented herein is based on estimates and subject to change pending the Company's filing of its regulatory reports

Quarterly Roll Forward	Common Equity Tier 1 Ratio	Tangible Common Equity Ratio	Tangible Book Value per Share
<b>At 9/30/22</b>	<b>9.96%</b>	<b>6.11%</b>	<b>\$15.61</b>
Pre-Provision Net Income	0.43%	0.37%	0.98
After-Tax Provision	-0.03%	-0.03%	(0.07)
Common Dividends <sup>(1)</sup>	-0.13%	-0.11%	(0.30)
AOCI	---	0.22%	0.59
Goodwill & Intangibles	0.01%	0.01%	0.03
Other	0.02%	0.01%	0.03
Asset Growth	-0.31%	-0.16%	---
<b>At 12/31/22 – Reported</b>	<b>9.95%</b>	<b>6.43%</b>	<b>\$16.87</b>
AOCI Total Impact	---	2.14%	5.63
<b>At 12/31/22 – ex AOCI<sup>2</sup></b>	<b>9.95%</b>	<b>8.57%</b>	<b>\$22.50</b>

<sup>(1)</sup> 30 cents per share



Figures may not foot due to rounding  
<sup>2)</sup> For non-GAAP financial measures, see reconciliation to most directly comparable GAAP measures in "Appendix – Reconciliation of Non-GAAP Disclosures"

### Capital Management Strategy

Atlantic Union capital management objectives are to:

- Maintain designation as a "well capitalized" institution.
- Ensure capital levels are commensurate with the Company's risk profile, capital stress test projections, and strategic plan objectives.
- The Company's capital ratios are well above regulatory well capitalized levels as of 12/31/2022.

### Capital Management Actions

- During the fourth quarter, the Company paid dividends of \$171.88 per outstanding share of Series A Preferred Stock and \$0.30 per common share which is the same as the prior quarter's and a 7% increase from the prior year's dividend.

## Top-Tier Financial Targets

Committed to top-tier financial performance



**18% – 20%**    **1.3% – 1.5%**    **≤ 51% <sup>(1)</sup>**

Return on Tangible  
Common Equity

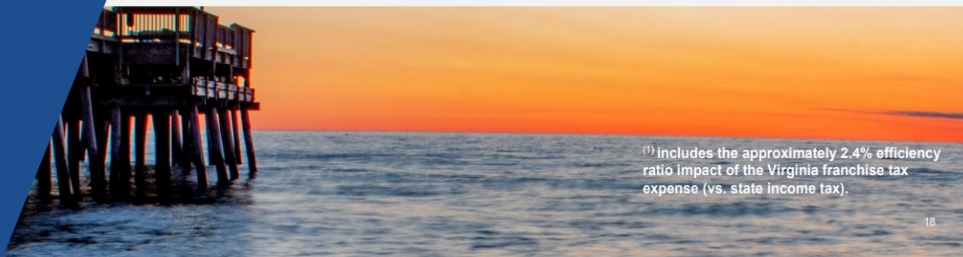
Return on Assets

Efficiency Ratio (FTE)

Atlantic Union is committed to achieving top tier financial performance and providing our shareholders with above average returns on their investment regardless of the operating environment

Key financial performance operating metrics benchmarked against top quartile peers

**We expect to achieve these financial targets for the Full Year 2023**



<sup>(1)</sup> includes the approximately 2.4% efficiency ratio impact of the Virginia franchise tax expense (vs. state income tax).

# Financial Outlook<sup>1</sup>

## Full Year 2023 Targets

versus FY 2022

Loan Growth	~6% - 8%
Net Interest Income (FTE) Growth	~13% - 15%
Net Interest Margin (FTE)	~3.70% - 3.75%
Noninterest Income	Mid-single digits decline
Noninterest Expense	Mid-single digits growth
Positive Operating Leverage	Revenue Growth: Low teens Operating Expense Growth: Mid-single digits
Credit Outlook	ACL to loans: ~85 - 90 basis points Net charge-off ratio: ~10 basis points

## <sup>1</sup>Key Economic Assumptions

- Stabilizing Interest Rate environment
- The Federal Reserve Bank fed funds rate increases to 5.0%
- Mild recession in 2023
- Expect relatively stable economy in AUB's Virginia footprint in 2023
- Expect Virginia unemployment rate to remain low in 2023



1) Information on this slide is presented as of January 24, 2023, reflects the Company's updated financial outlook, certain of the company's financial targets, and key economic assumptions, and will not be updated or affirmed unless and until the Company publicly announces such an update or affirmation. The FY 2023 financial targets and the key economic assumptions contain forward-looking statements and actual results or conditions may differ materially. See the information set forth below the heading "Forward Looking Statements" on slide 2 of this presentation.

We Believe We Are  
Well Positioned For  
The Current  
Environment And  
Optimistic  
About Our Future



## Appendix





# Market Highlights

Opportunity in Affluent Markets

Top Counties in the U.S. — Projected Median HH Income (\$000s)<sup>(1)</sup>



Source: S&P Global Market Intelligence  
Boxes denote county/city of operation  
(1) Median HH Income projected for 2022

# Q4 2022 Allowance For Credit Loss (ACL) and Provision for Credit Losses

(\$mm)	Allowance for Loan & Lease Losses	Reserve for Unfunded Commitments	Allowance for Credit Losses
12/31/2021 Ending Balance % of loans	\$100MM (.76%)	\$8MM (.06%)	\$108MM (.82%)
Q1 2022 through Q3 2022 Activity	+\$8MM Increase due to increased risks related to economic outlook and the impact of loan growth	+\$3MM Increase due to the impact of unfunded loan commitment growth	+\$11MM \$12.8 million Provision for Credit Losses and \$1.5 million net charge-offs
09/30/2022 Ending Balance % of loans	\$108MM (.78%)	\$11MM (.08%)	\$119MM (.86%)
Q4 2022 Activity	+\$3MM Increase due to increased risks related to the economic outlook and the impact of loan growth in the current quarter	+\$3MM Increase due to increased risks related to the economic outlook	+\$6MM \$6.2 million Provision for Credit Losses and \$810 thousand net charge-offs
12/31/2022 Ending Balance % of loans	\$111MM (.77%)	\$14MM (.09%)	\$124MM (.86%)

## Q4 Macroeconomic Forecast

### Moody's December 2022 Baseline Forecast:

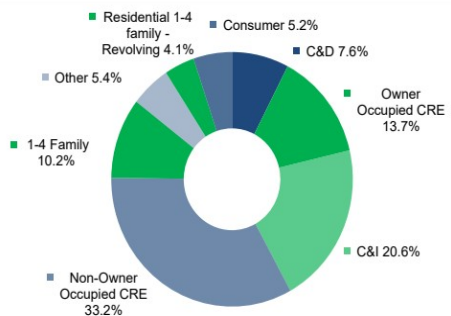
- US GDP expected to average 0.9% growth in 2023 and 2.0% in 2024. The national unemployment rate expected to average 4.0% in 2023 and 4.1% in 2024, up from 3.7% in 2022.
- Virginia's unemployment rate expected to average 3.1% over the 2-year forecast.

## Q4 ACL Considerations

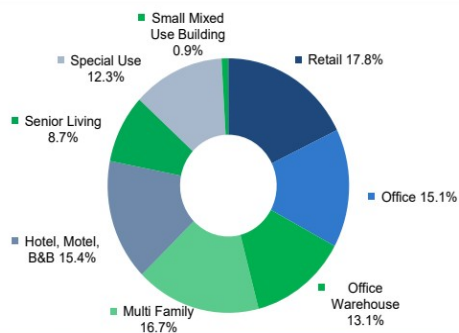
- The baseline forecast was adjusted for the probability of worse-than baseline economic performance over the forecast period, resulting in a weighted forecast scenario that increased Virginia's average unemployment rate to ~6.0% over the 2-year forecast period.
- Qualitative factors were added for certain portfolios and other factors as deemed appropriate.
- The reasonable and supportable forecast period is 2 years; followed by reversion to the historical loss average over 2 years; consistent with CECL adoption.

# Diversified and Granular Loan Portfolio

Total Loan Portfolio \$14.4 billion at December 31, 2022



Non-Owner Occupied CRE Composition — \$4.8 billion



## Total Portfolio Characteristics

Duration 1.2 years  
Q4 2022 Weighted Average Yield (Tax Equivalent) 4.90%



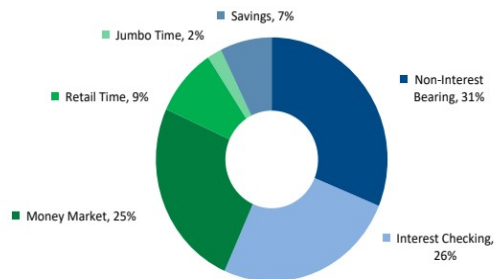
Figures may not total to 100% due to rounding  
Duration and Weighted Average Yield Data is as of or for the three months ended December 31, 2022

# Attractive Core Deposit Base

## Deposit Base Characteristics

- Q4 2022 cost of deposits – 72 bps
- 98% core deposits<sup>(1)</sup>
- 57% transactional accounts

## Deposit Composition at December 31, 2022 — \$15.9 billion



Cost of deposit data is as of or for the three months ended December 31, 2022  
(1) Core deposits defined as total deposits less jumbo time deposits

## Reconciliation of Non-GAAP Disclosures

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The Company has provided supplemental performance measures on a tax-equivalent, tangible, operating, adjusted, or pre-tax pre-provision basis. These non-GAAP financial measures are a supplement to GAAP, which is used to prepare the Company's financial statements, and should not be considered in isolation or as a substitute for comparable measures calculated in accordance with GAAP. In addition, the Company's non-GAAP financial measures may not be comparable to non-GAAP financial measures of other companies. The Company uses the non-GAAP financial measures discussed herein in its analysis of the Company's performance. The Company's management believes that these non-GAAP financial measures provide additional understanding of ongoing operations, enhance comparability of results of operations with prior periods and show the effects of significant gains and charges in the periods presented without the impact of items or events that may obscure trends in the Company's underlying performance.

# Reconciliation of Non-GAAP Disclosures

Adjusted operating measures exclude, as applicable, amortization of intangible assets, the losses related to balance sheet repositioning (principally composed of losses on debt extinguishment), gains or losses on sale of securities, gains on the sale of Visa, Inc. Class B common stock, gain on the sale of Dixon, Hubbard, Feinour & Brown, Inc. ("DHFB"), as well as strategic branch closure initiatives and related facility consolidation costs (principally composed of real estate, leases and other assets write downs, as well as severance and expense reduction initiatives). The Company believes these non-GAAP adjusted measures provide investors with important information about the continuing economic results of the organization's operations. Prior periods reflect adjustments for previously announced strategic branch closure and expense reduction initiatives. Net interest income (FTE) and total adjusted revenue (FTE), which are used in computing net interest margin (FTE), efficiency ratio (FTE) and adjusted operating efficiency ratio (FTE), respectively, provide valuable additional insight into the net interest margin and the efficiency ratio by adjusting for differences in tax treatment of interest income sources. The entire FTE adjustment is attributable to interest income on earning assets, which is used in computing yield on earning assets. Interest expense and the related cost of interest-bearing liabilities and cost of funds ratios are not affected by the FTE components. The Company believes excluding PPP accretion interest income and fees from operating earnings is useful to investors as it provides more clarity on the Company's non-PPP related income.

Also presented is a computation of the pre-PPP adjusted operating leverage ratio (non-GAAP) which is the period to period percentage change in pre-PPP total adjusted revenue on a taxable-equivalent basis (non-GAAP) less the percentage change in adjusted operating noninterest expense (non-GAAP).

## ADJUSTED OPERATING EARNINGS AND OPERATING LEVERAGE

(Dollars in thousands, except per share amounts)	For the three months ended		For the year ended December 31,		% Change	
	4Q2022	3Q2022	2022	2021	QoQ	YoY
Noninterest expense (GAAP)	\$ 99,790	\$ 99,923	\$ 403,802	\$ 419,195	(0.13%)	(3.67%)
Less: Amortization of intangible assets	2,381	2,480	10,815	13,904		
Less: Losses related to balance sheet repositioning	-	-	-	14,695		
Less: Branch closing and facility consolidation costs	-	-	5,508	17,437		
Adjusted operating noninterest expense (non-GAAP)	\$ 97,409	\$ 97,443	\$ 387,479	\$ 373,159	(0.03%)	3.84%
Noninterest income (GAAP)	\$ 24,500	\$ 25,584	\$ 118,523	\$ 125,806		
Less: (Loss) gain on sale of securities	(1)	-	(3)	87		
Less: Gain on sale of DHFB	-	-	9,082	-		
Less: Gain on Visa, Inc. Class B common stock	-	-	-	5,137		
Adjusted operating noninterest income (non-GAAP)	\$ 24,501	\$ 25,584	\$ 109,444	\$ 120,562		
Net interest income (GAAP)	\$ 163,848	\$ 150,715	\$ 584,261	\$ 551,260		
Noninterest income (GAAP)	24,500	25,584	118,523	125,806		
Total revenue (GAAP)	\$ 188,348	\$ 176,299	\$ 702,784	\$ 677,066	6.83%	3.80%
Net interest income (FTE) (non-GAAP)	\$ 167,966	\$ 154,557	\$ 599,134	\$ 563,851		
Adjusted operating noninterest income (non-GAAP)	24,501	25,584	109,444	120,562		
Total adjusted revenue (FTE) (non-GAAP)	192,467	180,141	708,578	684,413	6.84%	3.53%
Less: PPP accretion interest income and fees	20	454	4,806	48,218		
Pre-PPP total adjusted revenue (FTE) (non-GAAP)	\$ 192,447	\$ 179,687	\$ 703,772	\$ 636,215	7.10%	10.62%
Operating leverage ratio (GAAP)					6.97%	7.47%
Pre-PPP adjusted operating leverage ratio (non-GAAP)					7.14%	6.78%

# Reconciliation of Non-GAAP Disclosures

Adjusted operating earnings exclude, as applicable, merger and rebranding-related costs, nonrecurring tax expenses, the losses related to balance sheet repositioning (principally composed of losses on debt extinguishment), gains or losses on sale of securities, gains on the sale of Visa, Inc. Class B common stock, gain on the sale of DHFB as well as strategic branch closure initiatives and related facility consolidation costs (principally composed of real estate, leases and other assets write downs, as well as severance and expense reduction initiatives). The Company believes these non-GAAP adjusted measures provide investors with important information about the continuing economic results of the organization's operations. Prior periods reflect adjustments for previously announced strategic branch closure and expense reduction initiatives.

Tangible common equity is used in the calculation of certain profitability, capital, and per share ratios. The Company believes tangible common equity and the related ratios are meaningful measures of capital adequacy because they provide a meaningful base for period-to-period and company-to-company comparisons, which the Company believes will assist investors in assessing the capital of the Company and its ability to absorb potential losses. The Company believes tangible common equity is an important indication of its ability to grow organically and through business combinations as well as its ability to pay dividends and to engage in various capital management strategies.

Additionally, the Company believes that return on tangible common equity (ROTCE) is a meaningful supplement to GAAP financial measures and useful to investors because it measures the performance of a business consistently across time without regard to whether components of the business were acquired or developed internally.



## ADJUSTED OPERATING EARNINGS & FINANCIAL METRICS

(Dollars in thousands, except per share amounts)	For the years ended December 31,					
	2022	2021	2020	2019	2018	2017
<b>Adjusted Operating Earnings</b>						
Net Income (GAAP)	\$ 234,510	\$ 263,917	\$ 158,228	\$ 193,528	\$ 146,248	\$ 72,923
Plus: Merger and rebranding-related costs, net of tax	-	-	-	27,395	32,065	4,405
Plus: Nonrecurring tax expenses	-	-	-	-	-	6,250
Plus: Net loss related to balance sheet repositioning, net of tax	-	11,609	25,979	12,953	-	-
Plus: Branch closing and facility consolidation costs, net of tax	4,351	13,775	5,343	-	849	-
Less: (Loss) gain on sale of securities, net of tax	(2)	69	9,712	6,063	303	520
Less: Gain on sale of DHFB, net of tax	-	4,058	-	-	-	-
Adjusted operating earnings (non-GAAP)	\$ 230,879	\$ 285,174	\$ 179,838	\$ 227,813	\$ 178,859	\$ 83,058
Less: Dividends on preferred stock	11,868	11,868	5,658	-	-	-
Adjusted operating earnings available to common shareholders (non-GAAP)	\$ 219,011	\$ 273,306	\$ 174,180	\$ 227,813	\$ 178,859	\$ 83,058
<b>Earnings per share (EPS)</b>						
Weighted average common shares outstanding, diluted	74,953,398	77,417,801	78,875,668	80,263,557	65,908,573	43,779,744
EPS available to common shareholders, diluted (GAAP)	\$ 2.97	\$ 3.26	\$ 1.93	\$ 2.41	\$ 2.22	\$ 1.67
Adjusted operating EPS available to common shareholders, diluted (non-GAAP)	\$ 2.92	\$ 3.53	\$ 2.21	\$ 2.84	\$ 2.71	\$ 1.90
<b>Return on average assets (ROA)</b>						
Average assets	\$ 19,949,388	\$ 19,977,551	\$ 19,083,853	\$ 16,840,310	\$ 13,181,609	\$ 8,820,142
ROA (GAAP)	1.18%	1.32%	0.83%	1.15%	1.11%	0.83%
Adjusted operating ROA (non-GAAP)	1.16%	1.43%	0.94%	1.35%	1.38%	0.94%
<b>Return on average equity (ROE)</b>						
Adjusted operating earnings available to common shareholders (non-GAAP)	\$ 219,011	\$ 273,306	\$ 174,180	\$ 227,813	\$ 178,859	\$ 83,058
Plus: Amortization of intangibles, tax effected	8,544	10,984	13,093	14,632	10,143	3,957
Adjusted operating earnings available to common shareholders before amortization of intangibles (non-GAAP)	\$ 227,555	\$ 284,290	\$ 187,273	\$ 242,445	\$ 189,002	\$ 87,015
Average equity (GAAP)	\$ 2,465,049	\$ 2,725,330	\$ 2,576,372	\$ 2,451,435	\$ 1,863,216	\$ 1,030,847
Less: Average intangible assets	964,042	985,559	1,000,654	991,926	776,944	315,722
Less: Average perpetual preferred stock	166,356	166,356	93,658	-	-	-
Average tangible common equity (non-GAAP)	\$ 1,333,751	\$ 1,573,415	\$ 1,482,060	\$ 1,459,509	\$ 1,086,272	\$ 715,125
ROE (GAAP)	9.51%	9.68%	6.14%	7.89%	7.85%	7.07%
<b>Return on tangible common equity (ROTCE)</b>						
Net Income available to common shareholders (GAAP)	\$ 222,642	\$ 252,049	\$ 152,570	\$ 193,528	\$ 146,248	\$ 72,923
Plus: Amortization of intangibles, tax effected	8,544	10,984	13,093	14,632	10,143	3,957
Net Income available to common shareholders before amortization of intangibles (non-GAAP)	\$ 231,186	\$ 263,033	\$ 165,663	\$ 208,160	\$ 156,391	\$ 76,880
ROTCE	17.33%	16.72%	11.18%	14.26%	14.40%	10.75%
Adjusted operating ROTCE (non-GAAP)	17.06%	18.07%	12.64%	16.61%	17.40%	12.17%

# Reconciliation of Non-GAAP Disclosures

The adjusted operating efficiency ratio (FTE) excludes merger-related costs, rebranding costs, the amortization of intangible assets, gains or losses on sale of securities, gains on the sale of Visa, Inc. Class B common stock, gain on the sale of DHFB, gains or losses related to balance sheet repositioning (principally composed of gains and losses on debt extinguishment), as well as strategic branch closure and related facility consolidation costs (principally composed of real estate, leases and other assets write downs, as well as severance expense reduction initiatives). This measure is similar to the measure utilized by the Company when analyzing corporate performance and is also similar to the measure utilized for incentive compensation. The Company believes this adjusted measure provides investors with important information about the combined economic results of the organization's operations. Non-GAAP adjusted measures for prior periods reflect adjustments for previously announced strategic branch closure and expense reduction initiatives.

## ADJUSTED OPERATING EFFICIENCY RATIO

(Dollars in thousands)	For the years ended December 31,					
	2022	2021	2020	2019	2018	2017
Noninterest expense (GAAP)	\$ 403,802	\$ 419,195	\$ 413,349	\$ 418,340	\$ 337,767	\$ 225,668
Less: Merger-related costs	-	-	-	27,824	39,728	5,393
Less: Rebranding costs	-	-	-	6,455	-	-
Less: Amortization of intangible assets	10,815	13,904	16,574	18,521	12,839	6,088
Less: Losses related to balance sheet repositioning	-	14,695	31,116	16,397	-	-
Less: Branch closing and facility consolidation costs	5,508	17,437	6,764	-	1,075	-
Adjusted operating noninterest expense (non-GAAP)	\$ 387,479	\$ 373,159	\$ 358,895	\$ 349,143	\$ 284,125	\$ 214,187
Net interest income (GAAP)	\$ 584,261	\$ 551,260	\$ 555,298	\$ 537,872	\$ 426,691	\$ 279,007
Net interest income (FTE) (non-GAAP)	599,134	563,851	566,845	548,993	434,886	290,774
Noninterest income (GAAP)	\$ 118,523	\$ 125,806	\$ 131,486	\$ 132,815	\$ 104,241	\$ 62,429
Plus: Losses related to balance sheet repositioning	-	-	1,769	-	-	-
Less: (Loss) gain on sale of securities	(3)	87	12,294	7,675	383	800
Less: Gain on sale of DHFB	9,082	-	-	-	-	-
Less: Gain on Visa, Inc. Class B common stock	-	5,137	-	-	-	-
Adjusted operating noninterest income (non-GAAP)	\$ 109,444	\$ 120,582	\$ 120,961	\$ 125,140	\$ 103,858	\$ 61,629
Efficiency ratio (GAAP)	57.46%	61.91%	60.19%	62.37%	63.62%	66.09%
Adjusted operating efficiency ratio (FTE) (non-GAAP)	54.68%	54.52%	52.18%	51.79%	52.74%	60.78%



# Reconciliation of Non-GAAP Disclosures

Tangible assets and tangible common equity are used in the calculation of certain profitability, capital, and per share ratios. The Company believes tangible assets, tangible common equity and the related ratios are meaningful measures of capital adequacy because they provide a meaningful base for period-to-period and company-to-company comparisons, which the Company believes will assist investors in assessing the capital of the Company and its ability to absorb potential losses. The Company believes tangible common equity is an important indication of its ability to grow organically and through business combinations, as well as its ability to pay dividends and to engage in various capital management strategies.

## TANGIBLE ASSETS, TANGIBLE COMMON EQUITY, AND LEVERAGE RATIO As of December 31, 2022

(Dollars in thousands, except share data)		Atlantic Union Bankshares	Atlantic Union Bank
<b>Tangible Assets</b>			
Ending Assets (GAAP)	\$	20,461,138	\$ 20,336,762
Less: Ending goodwill		925,211	925,211
Less: Ending amortizable intangibles		26,761	26,761
Ending tangible assets (non-GAAP)	\$	19,509,166	\$ 19,384,790
<b>Tangible Common Equity</b>			
Ending equity (GAAP)	\$	2,372,737	\$ 2,666,428
Less: Ending goodwill		925,211	925,211
Less: Ending amortizable intangibles		26,761	26,761
Less: Perpetual preferred stock		166,357	-
Ending tangible common equity (non-GAAP)	\$	1,254,408	\$ 1,714,456
Accumulated other comprehensive loss (AOCI)		(418,286)	
Common shares outstanding at end of period		74,712,622	
Average equity (GAAP)	\$	2,321,208	\$ 2,607,950
Less: Average goodwill		925,211	925,211
Less: Average amortizable intangibles		27,909	27,909
Less: Average perpetual preferred stock		166,356	-
Average tangible common equity (non-GAAP)	\$	1,201,732	\$ 1,653,930
Common equity to total assets (GAAP)		10.8%	13.1%
Tangible equity to tangible assets (non-GAAP)		7.3%	8.8%
Tangible common equity to tangible assets (non-GAAP)		6.4%	8.8%
Tangible common equity to tangible assets ex AOCI (non-GAAP) <sup>1</sup>		8.6%	
Book value per common share (GAAP)	\$	29.68	
Tangible book value per common share (non-GAAP)	\$	16.87	
Tangible book value per common share ex AOCI (non-GAAP) <sup>1</sup>	\$	22.50	
<b>Leverage Ratio</b>			
Tier 1 Capital	\$	1,850,444	\$ 2,154,595
Total average assets for leverage ratio	\$	19,653,449	\$ 19,547,089
Leverage Ratio		9.4%	11.0%

<sup>1</sup> Calculation excludes the impact of 372,105 unvested restricted stock awards (RSAs) outstanding as of December 31, 2022

# Reconciliation of Non-GAAP Disclosures

PPP adjustment impact excludes the unforgiven portion of PPP loans. The Company believes loans held for investment (net of deferred fees and costs), excluding PPP is useful to investors as it provides more clarity on the Company's organic growth. The Company also believes that the related non-GAAP financial measures of past due loans still accruing interest as a percentage of total loans held for investment (net of deferred fees and costs), excluding PPP, are useful to investors as loans originated under the PPP carry an SBA guarantee. The Company believes that the ALLL as a percentage of loans held for investment (net of deferred fees and costs), excluding PPP, is useful to investors because of the size of the Company's PPP originations and the impact of the embedded credit enhancement provided by the SBA guarantee.

## ALLOWANCE FOR CREDIT LOSS RATIOS AND TOTAL ADJUSTED LOANS

	As of December 31, 2022	As of September 30, 2022	As of December 31, 2021
<i>(Dollars in thousands)</i>			
Allowance for loan and lease losses (ALLL)	\$ 110,768	\$ 108,009	\$ 99,787
Reserve for unfunded commitment (RUC)	13,675	11,000	8,000
Allowance for credit losses (ACL)	\$ 124,443	\$ 119,009	\$ 107,787
Loans held for investment (net of deferred fees and costs)(GAAP)	\$ 14,449,142	\$ 13,918,720	\$ 13,195,843
Less: PPP loans (net of deferred fees and costs)	7,286	12,146	150,363
Total adjusted loans (non-GAAP)	\$ 14,441,856	\$ 13,906,574	\$ 13,045,480
Average loans held for investment (net of deferred fees and costs)(GAAP)	\$ 14,117,433	\$ 13,733,447	\$ 13,082,412
Less: Average PPP loans (net of deferred fees and costs)	8,217	14,280	288,204
Total adjusted average loans (non-GAAP)	\$ 14,109,216	\$ 13,719,167	\$ 12,794,208
Annualized loan growth - QTD (GAAP)	15.12%		
Annualized loan growth, excluding PPP - QTD (non-GAAP)	15.27%		
ALLL to total loans held for investment (GAAP)	0.77%	0.78%	0.76%
ALLL to total adjusted loans held for investment, excluding PPP (non-GAAP)	0.77%	0.78%	0.76%
ACL to total loans held for investment (GAAP)	0.86%	0.86%	0.82%
ACL to total adjusted loans held for investment, excluding PPP (non-GAAP)	0.86%	0.86%	0.83%