

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

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FORM 8-K

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

Date of Report (Date of earliest event reported): July 30, 2013

UNION FIRST MARKET BANKSHARES CORPORATION  
(Exact name of registrant as specified in its charter)

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Virginia  
(State or other jurisdiction  
of incorporation)

0-20293  
(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)

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

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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 13c-4(c) under the Exchange Act (17 CFR 240.13c-4(c))
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**Item 7.01 Regulation FD Disclosure.**

On Tuesday, July 30, 2013, G. William Beale, chief executive officer and Robert M. Gorman, executive vice president and chief financial officer, made an investor presentation at the Keefe, Bruyette & Woods (KBW) 2013 Community Bank Investor Conference at The Marriott Marquis Times Square, in New York City. The conference presentation may be accessed at <http://wsw.com/webcast/kbw12/UBSH>, and presentations will be archived for 90 days after the event at this site.

Certain information contained in the investor presentation was previously filed with the Securities and Exchange Commission in other formats, and was made publicly available prior to the filing of this report.

This presentation is also available under the Other Documents link in the Investor Relations section of the Company's website at <http://investors.bankatunion.com>.

A copy of the investor presentation is attached as Exhibit 99.1 to this report and is being furnished, not filed, under Item 7.01 of this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits.*

99.1 Union First Market Bankshares Corporation investor presentation.

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**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 thereunto duly authorized.

UNION FIRST MARKET BANKSHARES CORPORATION

Date: July 30, 2013

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

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Union First Market Bankshares

**Investor Presentation**  
**July 2013**

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- /// Overview
- /// StellarOne Corporation Acquisition
- /// Financial Performance
- /// Near-Term Outlook

Certain statements in this report may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are statements that include projections, predictions, expectations or beliefs about future events or results or otherwise and are not statements of historical fact. Such statements are often characterized by the use of qualified words (and their derivatives) such as "expect," "believe," "estimate," "plan," "project," "anticipate" 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 results, performance or achievements of the Company will not differ materially from any future results, performance or achievements expressed or implied by such forward-looking statements. Actual future results and trends may differ materially from historical results or those anticipated depending on a variety of factors, including, but not limited to, the effects of and changes in: general economic and bank industry conditions, the interest rate environment, legislative and regulatory requirements, competitive pressures, new products and delivery systems, inflation, changes in the stock and bond markets, accounting standards or interpretations of existing standards, mergers and acquisitions, technology, and consumer spending and savings habits. The Company does not update any forward-looking statements that may be made from time to time by or on behalf of the Company.

- One of the largest financial services organizations headquartered in Virginia
- Holding company formed in 1993 – Banking history in our communities goes back more than 100 years
- Assets of \$4.1 Billion
- Comprehensive financial services provider offering commercial and retail banking, mortgage, investment, trust and insurance products and services

- ✦ Excellent branch network, competitive banking products and services and a loyal client base
- ✦ Well positioned for organic growth given commercial activity, household income levels and population growth in its footprint
- ✦ Strong balance sheet and solid capital base
- ✦ Conservative lender with improving asset quality metrics
- ✦ Experienced management team
- ✦ Successful acquirer and integrator
- ✦ Proven financial performance in both good and bad economic climates



# Union First Market Footprint



- Expanding with recently announced acquisition of StellarOne Corporation
- Currently 90 branch offices across Virginia
  - Closed 8 branches in 2012
- Only community bank with a presence in top 7 Virginia banking markets
  - Banking market ranking includes deposits, economic and population growth
- Along major corridors (I-95, I-64, I-81)
- Stable/Growing population markets
- Economically diverse markets



***The Next Great Virginia Bank***

**Acquisition Announced on June 10, 2013**

## Acquisition Highlights

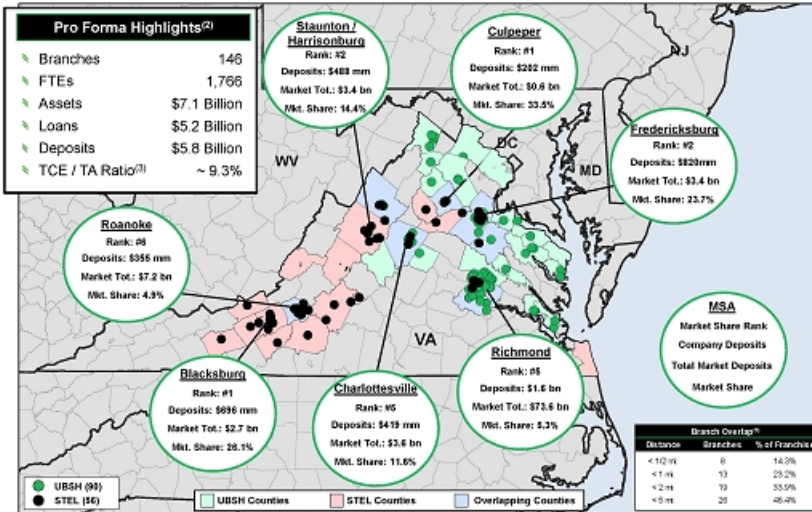
### Strategic Merit

- ❖ Creates the dominant community bank in Virginia
- ❖ Scale overshadows in-state competitors
- ❖ Expands presence to include all major Virginia markets
- ❖ Broadens and deepens competitive strengths

### Financially Attractive

- ❖ Results in top tier financial performance post integration
- ❖ Double-digit EPS accretion with manageable tangible book value dilution
- ❖ Accretive to capitalization
  - ❖ Positioned to deploy excess capital post closing
- ❖ Exceeds internal rate of return thresholds

# Pro Forma Branch Franchise



Source: SNL Financial and Magnify Professional  
 Note: Fredericksburg market definition: Charles, Fredericksburg City, King George, Spotsylvania, & Stafford counties; all other markets per MSA definition in SNL Financial  
 (1) Represents the number of STEL branches within a given radius of a UBSH branch, shown as a percent of STEL total branches (2) Assumes transaction was consummated on 3/31/2013 (3) Estimated at close

# StellarOne Acquisition - Competitive Positioning **UNION**

Union First Market Bankshares

	Richmond			Charlottesville			Fredericksburg			
Deepening	Population:	1,285,296		Population:	205,406		Population:	332,897		
	Households:	498,695		Households:	80,055		Households:	114,196		
	Small Businesses:	29,814		Small Businesses:	5,449		Small Businesses:	6,326		
	Market Deposits (\$mm):	\$73,641		Market Deposits (\$mm):	\$3,610		Market Deposits (\$mm):	\$3,449		
		<u>UBSH</u>	<u>STEL</u>	<u>Pro Forma</u>	<u>UBSH</u>	<u>STEL</u>	<u>Pro Forma</u>	<u>UBSH</u>	<u>STEL</u>	<u>Pro Forma</u>
	Branches:	42	+ 4	= 46	7	+ 3	= 10	14	+ 5	= 19
Deposits (\$mm):	\$1,551	+ \$44	= \$1,595	\$330	+ \$89	= \$419	\$664	+ \$156	= \$820	
Market Rank:	5	+ 27	= 5	6	+ 8	= 5	3	+ 10	= 2	
Expanding	Roanoke			Staunton / Harrisonburg			Blacksburg			
	Population:	311,468		Population:	246,985		Population:	165,000		
	Households:	129,484		Households:	94,146		Households:	64,572		
	Small Businesses:	7,864		Small Businesses:	5,583		Small Businesses:	3,135		
	Market Deposits (\$mm):	\$7,148		Market Deposits (\$mm):	\$3,368		Market Deposits (\$mm):	\$2,665		
		<u>UBSH</u>	<u>STEL</u>	<u>Pro Forma</u>	<u>UBSH</u>	<u>STEL</u>	<u>Pro Forma</u>	<u>UBSH</u>	<u>STEL</u>	<u>Pro Forma</u>
Branches:	1	+ 10	= 11	4	+ 10	= 14	-	+ 9	= 9	
Deposits (\$mm):	\$16	+ \$339	= \$355	\$51	+ \$437	= \$488	-	+ \$696	= \$696	
Market Rank:	15	+ 6	= 6	14	+ 2	= 2	-	+ 1	= 1	

Source: SNL Financial and U.S. Census Bureau; Deposit data as of 6/30/2012  
 Note: Small businesses have less than 100 employees; Fredericksburg market defined as Caroline, Fredericksburg City, King George, Spotsylvania, & Stafford counties; all other markets per MSA definition in SNL Financial

Virginia Deposit Market Share			
Rank	Institution (ST)	Number of Branches	Deposits in Market (\$mm) / Market Share (%)
1	Wells Fargo & Co. (CA)	295	29,350 / 17.4
2	Bank of America Corp. (NC)	177	22,233 / 13.2
3	BB&T Corp. (NC)	379	21,452 / 12.7
4	Capital One Financial Corp. (VA)	86	18,540 / 11.0
5	SunTrust Banks Inc. (GA)	239	17,168 / 10.2
	<b>Pro Forma - Union First Market Bkshs Corp. (VA)</b>	<b>146</b>	<b>5,702 / 3.4</b>
6	United Bankshares Inc. (WV)	68	4,176 / 2.5
7	Carter Bank & Trust (VA)	88	3,502 / 2.1
8	<b>Union First Market Bkshs Corp. (VA)</b>	<b>90</b>	<b>3,227 / 1.9</b>
9	TowneBank (VA)	21	3,056 / 1.8
10	PNC Financial Services Group (PA)	101	2,829 / 1.7
11	<b>StellarOne Corp. (VA)</b>	<b>56</b>	<b>2,475 / 1.5</b>
12	Burke & Herbert Bank & Trust (VA)	25	2,077 / 1.2
13	Cardinal Financial Corp. (VA)	25	1,893 / 1.1
14	Citigroup Inc. (NY)	12	1,763 / 1.0
15	First Citizens BancShares Inc. (NC)	47	1,249 / 0.7
	<b>Totals (1-10)</b>	<b>1,544</b>	<b>125,572 / 74.3</b>
	<b>Totals (1-136)</b>	<b>2,616</b>	<b>169,012 / 100.0</b>

Source: SNL Financial  
Deposit data as of 6/30/2012, pro forma for pending transactions

## Impact

EPS	✎ <b>Double digit</b> accretion to earnings per share with fully phased in expense savings
Book Value	✎ <b>Single digit</b> tangible book value per share dilution ✎ Accretive in approximately <b>5 years</b>
Capital <sup>(1)</sup>	✎ Approximately <b>25 bps accretive</b> to tangible common equity / tangible assets ✎ Total risk-based capital in excess of 14.0%
IRR	✎ Internal rate of return > <b>20%</b>

## Assumptions

- ✎ Net expense savings of 32%<sup>(2)</sup>, or \$28 million pre-tax
  - ✎ 65% phased in by 2014
  - ✎ 100% thereafter
- ✎ No revenue enhancements were modeled
- ✎ Share repurchases planned for 2014 and 2015 with excess capital
- ✎ One time merger related expenses of approximately \$19.5 million after-tax
  - ✎ No significant data processing termination charge

(1) Estimate at closing  
(2) Net expense savings contemplates the potential for lost revenue in specific areas

## Second Quarter Financial Highlights



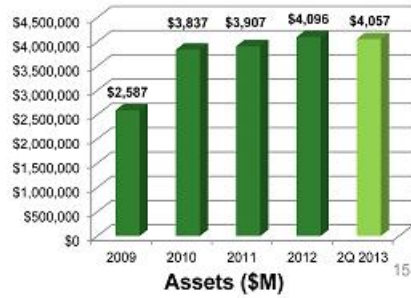
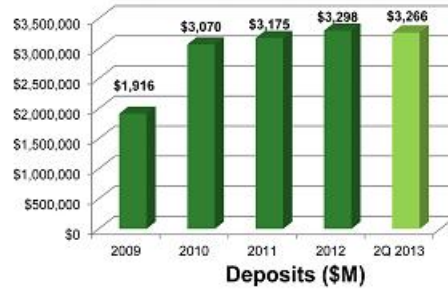
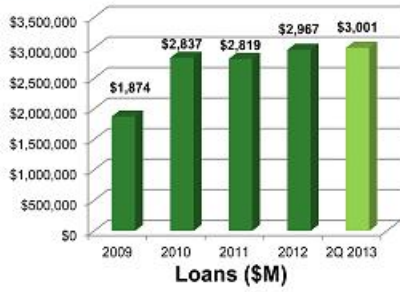
- ❖ Operating earnings<sup>(1)</sup> for Q2'13 were \$10.4 million; an increase of 15.6% from Q1'13 and 23.3% from Q2'12
  - ❖ Operating<sup>(1)</sup> ROA – 1.03%
  - ❖ Operating<sup>(1)</sup> ROE – 9.58%
- ❖ Q2'13 operating<sup>(1)</sup> earnings per share was \$0.42; an increase of 16.7% from Q1'13 and 31.3% from Q2'12
- ❖ Loans grew by \$113 million, or 3.9% from Q2'12 and increased at an annualized growth rate of 3.6% from Q1'13
- ❖ Deposit balances increased \$47 million, or 1.5%, from Q2'12
- ❖ Net core deposit household accounts grew almost 1,100 in Q2'13 consistent with growth in the prior quarter and the 4.4% annualized growth rate in 2012

(1) Excludes after tax acquisition-related expenses of \$919,000

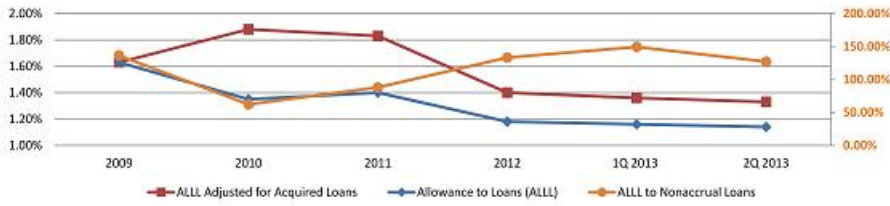


- Asset Quality continued to improve as Q2'13 net charge-offs were at a four year low and nonperforming assets declined by 17.1% from Q2'12 to \$62 million
- Current quarterly dividend payable on August 30<sup>th</sup> was increased to \$.14 cents per share – a 40% increase over the prior year

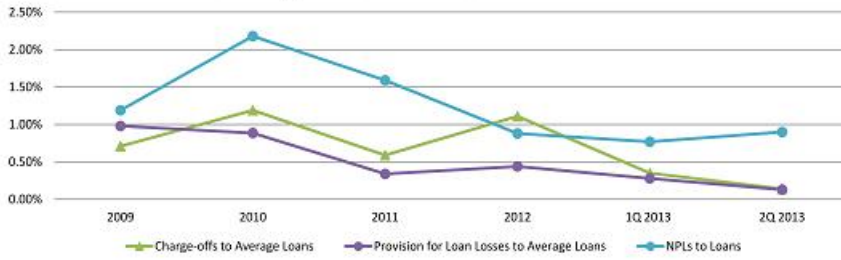
# Balance Sheet Performance



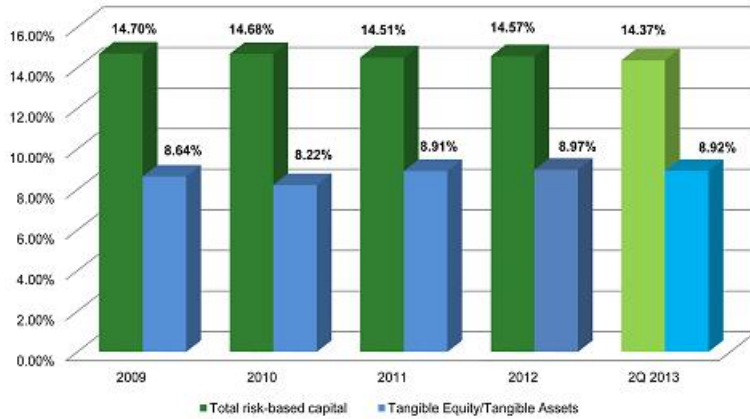
### Allowance for Loan Losses



### Net Charge-Offs and Provision for Loan Losses

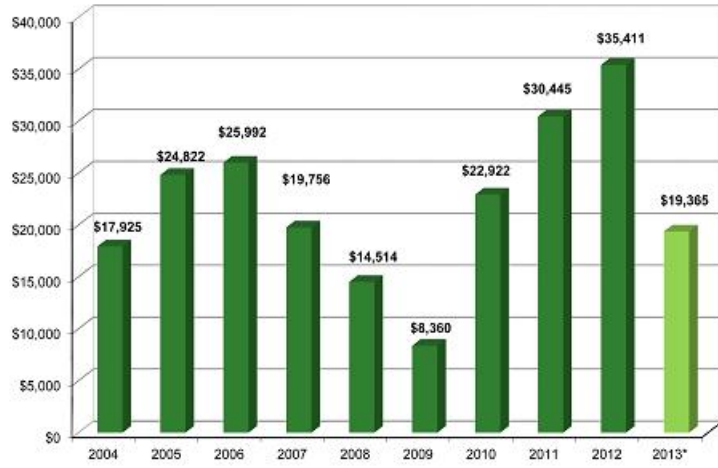


## Union is Well Capitalized



🌱 In the first quarter, Union repurchased and retired 500,000 shares of its common stock; remaining repurchase authorization is 250,000 shares

# Net Income Trends

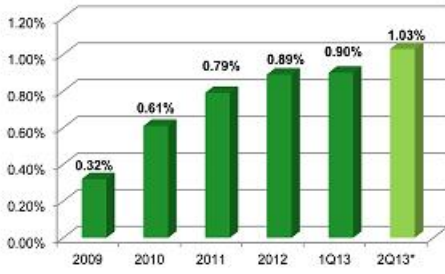


\* 2013 excludes \$819,000 in after tax acquisition expenses and reported net income for the first half of 2013 was \$18,486 million; prior year periods reflect reported net income.

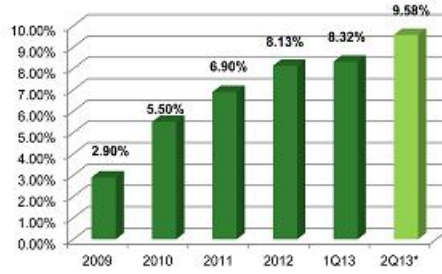
# ROA, ROE and Efficiency Ratio Trends



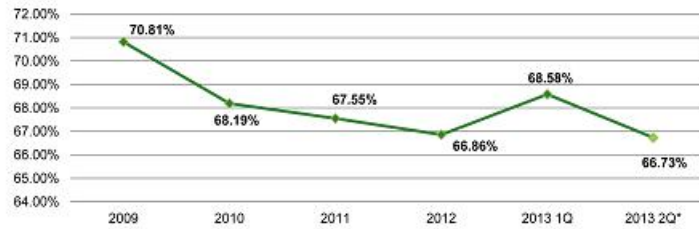
Return on Average Assets (ROA)



Return on Equity (ROE)

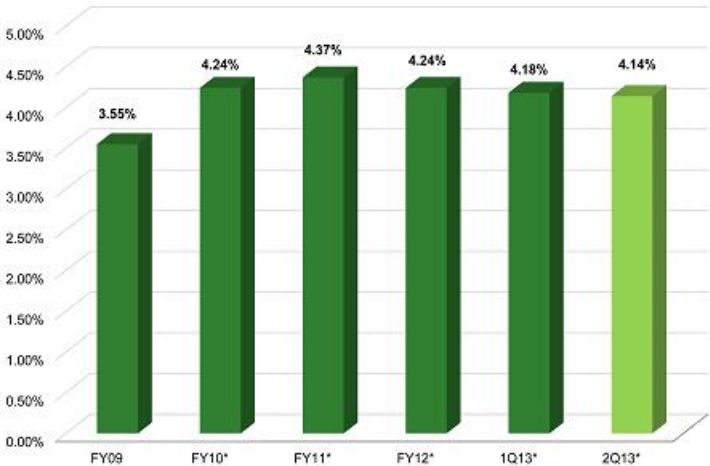


Efficiency Ratio



\* 2Q 2013 excludes \$919,000 in after-tax acquisition expenses; prior results have not been adjusted to reflect merger and acquisition costs

### Best In Class Margin



\* Excludes acquisition accounting impact

- ✦ Union Mortgage Group's net income of \$294,000 in the quarter declined year over year but increased on a linked quarter basis
- ✦ Q2'13 originations increased by \$30 million to \$298 million from Q1'13, and \$41 million or 16% from Q2'12
- ✦ Refinance versus Purchase volume was 38% to 62% for Q2'13
- ✦ UMG is implementing a new loan origination system that will enhance and automate current end to end processes, increase productivity, provide efficiencies and improve information flow for decision-making
- ✦ UMG is relocating headquarters from Northern Virginia to Richmond



- ❖ Union is committed to achieving top tier financial performance and providing our shareholders with above average returns on their investment
- ❖ In 2012, Union developed key financial performance metrics benchmarked against top quartile peers
- ❖ Minimum targets were set for ROA (>1%), ROE (>10%) and efficiency ratio (<65%)
- ❖ StellarOne acquisition will accelerate the achievement of top tier financial metrics

- ❖ Stable to growing economy in footprint
- ❖ Low mid-single digit loan growth
- ❖ Modest margin compression
- ❖ Continued asset quality improvement
- ❖ Improving ROA, ROE and Efficiency Ratio
- ❖ Focus on integration of StellarOne

- Expanding franchise through StellarOne acquisition
- Branch footprint is a competitive advantage and brings a unique franchise value
- Strong balance sheet and capital base
- Best in class net interest margin
- Experienced management team
- Successful acquirer and integrator
- Commitment to top tier financial performance
- Focused on shareholder returns

**THANK YOU!**

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## Additional Information and Where to Find It

In connection with the proposed merger, Union will file with the Securities and Exchange Commission (the "SEC") a registration statement on Form S-4 to register the shares of Union common stock to be issued to the stockholders of StellarOne. The registration statement will include a joint proxy statement/prospectus which will be sent to the stockholders of Union and StellarOne seeking their approval of the merger and related matters. In addition, each of Union and StellarOne may file other relevant documents concerning the proposed merger with the SEC.

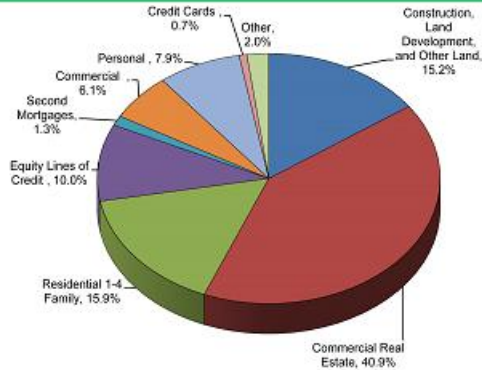
Investors and stockholders of both companies are urged to read the registration statement on Form S-4 and the joint proxy statement/prospectus included within the registration statement and any other relevant documents to be filed with the SEC in connection with the proposed merger because they will contain important information about Union, StellarOne and the proposed transaction. Investors and stockholders may obtain free copies of these documents through the website maintained by the SEC at [www.sec.gov](http://www.sec.gov). Free copies of the joint proxy statement/prospectus also may be obtained by directing a request by telephone or mail to Union First Market Bankshares Corporation, 1051 East Cary Street, Suite 1200, Richmond, Virginia 23219, Attention: Investor Relations (telephone: (804) 633-5031), or StellarOne Corporation, 590 Peter Jefferson Pkwy, Suite 250, Charlottesville, Virginia 22911, Attention: Investor Relations (telephone: (434) 964-2217), or by accessing Union's website at [www.bankatunion.com](http://www.bankatunion.com) under "Investor Relations" or StellarOne's website at [www.stellarone.com](http://www.stellarone.com) under "Investor Relations." The information on Union's and StellarOne's websites is not, and shall not be deemed to be, a part of this presentation or incorporated into other filings either company makes with the SEC.

Union and StellarOne and their respective directors and executive officers may be deemed to be participants in the solicitation of proxies from the stockholders of Union and/or StellarOne in connection with the merger. Information about the directors and executive officers of Union is set forth in the proxy statement for Union's 2013 annual meeting of stockholders filed with the SEC on April 23, 2013. Information about the directors and executive officers of StellarOne is set forth in the proxy statement for StellarOne's 2013 annual meeting of stockholders filed with the SEC on April 9, 2013. Additional information regarding the interests of these participants and other persons who may be deemed participants in the merger may be obtained by reading the joint proxy statement/prospectus regarding the merger when it becomes available.

# APPENDIX

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# Loan Portfolio

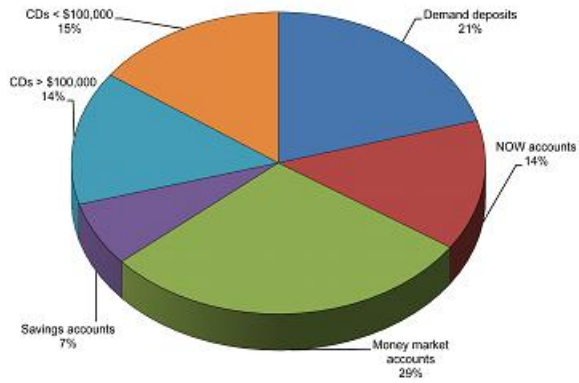


Based on call report filings (\$ in millions)

**Construction, Land Development, and Other Land**  
**Commercial Real Estate**  
**Residential 1-4 Family**  
**Equity Lines of Credit**  
**Second Mortgages**  
**Commercial**  
**Personal**  
**Credit Cards**  
**Other**  
**Gross Loans**

	6/30/2013		Change 6/12 to 6/13		
	\$	%	\$	% of Portfolio	% of Type
Construction, Land Development, and Other Land	\$456.7	15.2%	\$9.0	-0.3%	2.0%
Commercial Real Estate	\$1,227.8	40.9%	\$63.1	0.8%	5.4%
Residential 1-4 Family	\$476.4	15.9%	\$19.7	0.1%	4.3%
Equity Lines of Credit	\$286.6	10.0%	-\$6.0	-0.8%	-2.0%
Second Mortgages	\$37.9	1.3%	-\$11.6	-0.5%	-23.4%
Commercial	\$162.4	6.1%	\$11.8	0.2%	6.9%
Personal	\$235.8	7.9%	-\$4.5	-0.2%	-1.9%
Credit Cards	\$21.9	0.7%	\$2.2	0.0%	11.2%
Other	\$61.3	2.0%	\$20.3	0.6%	49.5%
<b>Gross Loans</b>	<b>\$3,000.8</b>	<b>100.0%</b>	<b>\$113.0</b>		<b>3.9%</b>

# Deposit Composition



\$ in Millions

**Demand Deposits**  
**NOW Accounts**  
**Money market savings**  
**Savings accounts**  
**CDs > \$100,000**  
**CDs < \$100,000**

	6/30/2013		Change from 6/12 to 6/13	
	\$	%	\$	%
Demand Deposits	668,303	20.5%	76,546	12.9%
NOW Accounts	456,459	14.0%	31,272	7.4%
Money market savings	953,979	29.2%	48,240	5.3%
Savings accounts	225,821	6.9%	27,093	13.6%
CDs > \$100,000	465,263	14.3%	(66,419)	-12.4%
CDs < \$100,000	493,138	15.1%	(69,754)	-12.4%
<b>Total Deposits</b>	<b>3,265,963</b>	<b>100.0%</b>	<b>46,978</b>	<b>1.5%</b>



# Loans Trends



## Construction, Land Development, and Other Land by Type (Based on Outstanding Balance: Dollars in millions)

	6/30/2013		Change 6/12 to 6/13		
			\$	% of Portfolio	% of Type
Raw Land	\$90.1	19.7%	\$7.6	1.3%	9.2%
Land Development / Commercial Lots	\$113.4	24.8%	-\$16.1	-4.1%	-12.4%
Construction Loans to Builders	\$76.3	16.7%	\$10.6	2.0%	16.1%
Residential Non Builder Lots	\$39.6	8.7%	\$0.0	-0.2%	0.0%
Residential Builder Lots	\$35.6	7.8%	-\$11.2	-2.7%	-23.8%
Commercial Construction	\$55.7	12.2%	\$2.1	0.2%	3.9%
Consumer Construction	\$40.3	8.8%	\$14.8	3.1%	58.0%
Other (including loan settlement)	\$5.3	1.2%	\$1.2	0.2%	29.3%
	<b>\$456.7</b>	<b>100.0%</b>	<b>\$9.0</b>		<b>2.0%</b>

## Commercial Real Estate by Type (Based on Outstanding Balance: Dollars in millions)

	6/30/2013		Change 6/12 to 6/13		
			\$	% of Portfolio	% of Type
Owner Occupied Commercial RE	\$516.6	42.1%	\$36.4	0.8%	7.6%
Retail	\$156.6	12.8%	\$8.0	0.0%	5.4%
Office	\$128.7	10.5%	-\$10.4	-1.5%	-7.5%
Office Warehouse	\$108.3	8.8%	\$12.4	0.6%	12.9%
Multi Family	\$122.9	10.0%	-\$14.6	-1.8%	-10.6%
Hotel, Motel, B&B	\$58.3	4.7%	\$2.6	0.0%	4.7%
Special Use	\$82.8	6.7%	\$12.0	0.7%	16.9%
Small Mixed Use Building	\$52.6	4.3%	\$21.1	1.6%	87.0%
Other	\$0.8	0.1%	-\$4.4	-0.4%	-84.6%
	<b>\$1,227.8</b>	<b>100.0%</b>	<b>\$63.1</b>		<b>5.4%</b>

# Nonperforming Asset Trends



## Non-Performing Loans by Type

(Based on Outstanding Balance: Dollars in millions)

	6/30/2013		Change 6/12 to 6/13		
	\$	% of Portfolio	\$	% of Portfolio	% of Type
Construction and Land Development	\$10.0	37.0%	\$-12.2	-19.6%	-55.0%
Commercial	\$9.6	35.6%	\$1.3	14.4%	15.7%
Commercial Non-Owner Occupied	\$0.4	1.5%	\$0.1	0.7%	33.3%
Commercial Owner Occupied	\$2.1	7.8%	-\$2.8	-4.7%	-57.1%
Consumer	\$4.5	16.7%	\$1.4	8.8%	45.2%
Other	\$0.4	1.5%	\$0.0	0.5%	0.0%
<b>Total</b>	<b>\$27.0</b>	<b>100.0%</b>	<b>-\$12.2</b>		<b>-31.1%</b>

## OREO by Type

(Based on Outstanding Balance: Dollars in millions)

	6/30/2013		Change 6/12 to 6/13		
	\$	% of Portfolio	\$	% of Portfolio	% of Type
Construction and Land Development	\$15.3	43.5%	\$1.2	4.1%	8.5%
King Carter Golf Community	\$9.4	26.7%	\$0.4	1.6%	4.4%
Commercial	\$0.6	1.7%	\$0.0	0.0%	0.0%
Commercial Non-Owner Occupied	\$6.8	19.3%	\$0.4	1.4%	6.2%
Commercial Owner Occupied	\$0.0	0.0%	\$0.0	0.0%	0.0%
Consumer	\$2.5	7.1%	-\$1.7	-4.6%	-40.5%
Real Estate Investment	\$0.6	1.7%	-\$0.9	-2.5%	-60.0%
Other	\$0.0	0.0%	\$0.0	0.0%	0.0%
<b>Total</b>	<b>\$35.2</b>	<b>100.0%</b>	<b>-\$0.6</b>		<b>-1.7%</b>