

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): March 5, 2014

UNION FIRST MARKET BANKSHARES CORPORATION

(Exact name of registrant as specified in its charter)

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 Wednesday, March 5, 2014, G. William Beale, president and chief executive officer, and Robert M. Gorman, executive vice president and chief financial officer, are making an investor presentation at the Raymond James 35<sup>th</sup> Annual Institutional Investors Conference at the JW Marriott Grande Lakes Hotel, 4040 Central Florida Parkway in Orlando.

The conference presentation may be viewed via live webcast and may be accessed at: <http://wsw.com/webcast/rj89/UBSH>

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: March 5, 2014

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

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# UNION

Union First Market Bankshares

**Investor Presentation**  
**March 2014**

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# Forward-Looking Statement

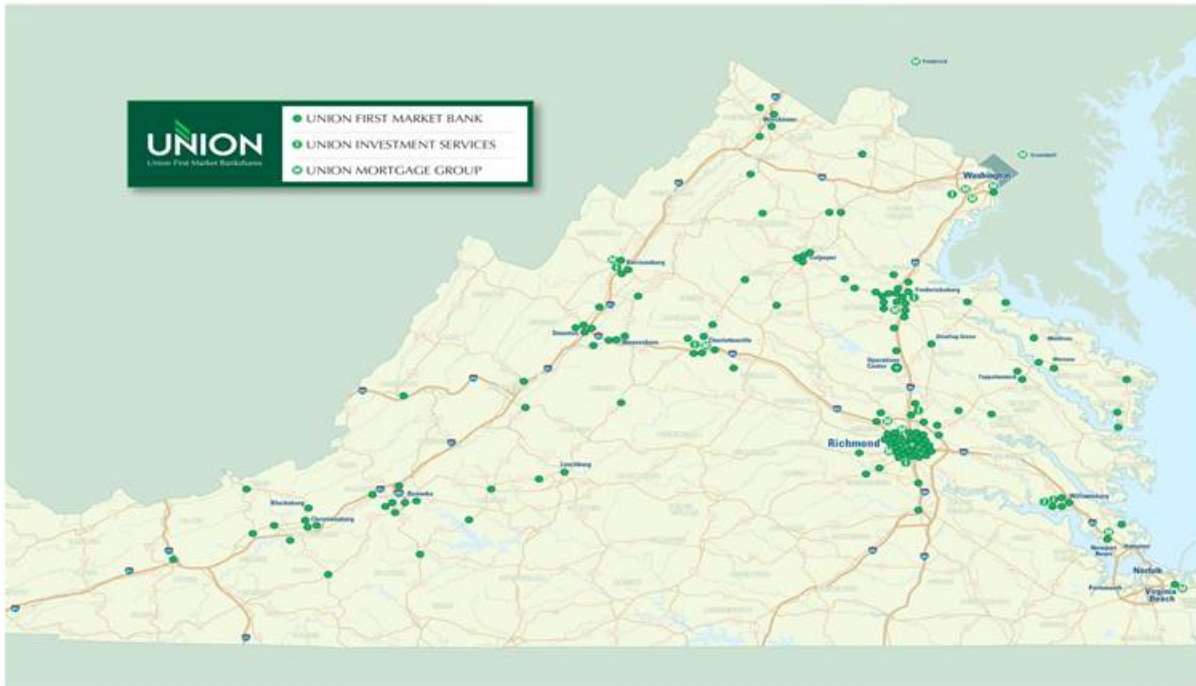


Certain statements in this report may constitute “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are statements that include projections, predictions, expectations, or beliefs about future events or results or otherwise 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,” “intend,” “will,” 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 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. More information is available on the Company’s website, <http://investors.bankatunion.com> and on the Securities and Exchange Commission’s website, [www.sec.gov](http://www.sec.gov). The information on the Company’s website is not a part of this press release. The Company does not intend or assume any obligation to update or revise any forward-looking statements that may be made from time to time by or on behalf of the Company.

- ⌘ The largest community banking organization headquartered in Virginia
- ⌘ Holding company formed in 1993 – Banking history goes back more than 100 years
- ⌘ Assets of \$7.2 Billion
- ⌘ Comprehensive financial services provider offering commercial and retail banking, mortgage, investment, trust and insurance products and services

- ⚡ Unique branch network across Virginia, 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



- ❖ Acquisition of StellarOne Corporation results in statewide footprint
- ❖ Currently 144 branch offices across Virginia; will close 13 branches in May 2014
- ❖ Only Virginia-based bank with a statewide presence



## **Richmond**

- State Capital
- Fortune 500 headquarters (6)
- Finance and insurance
- VCU & VCU Medical Center

## **Fredericksburg**

- Defense and security contractors
- Health care
- Retail

## **Charlottesville**

- University of Virginia & Medical College
- High-tech and professional businesses

## **Northern Virginia**

- Nation's Capital
- Defense and security contractors
- Associations (lobbyists)
- High tech

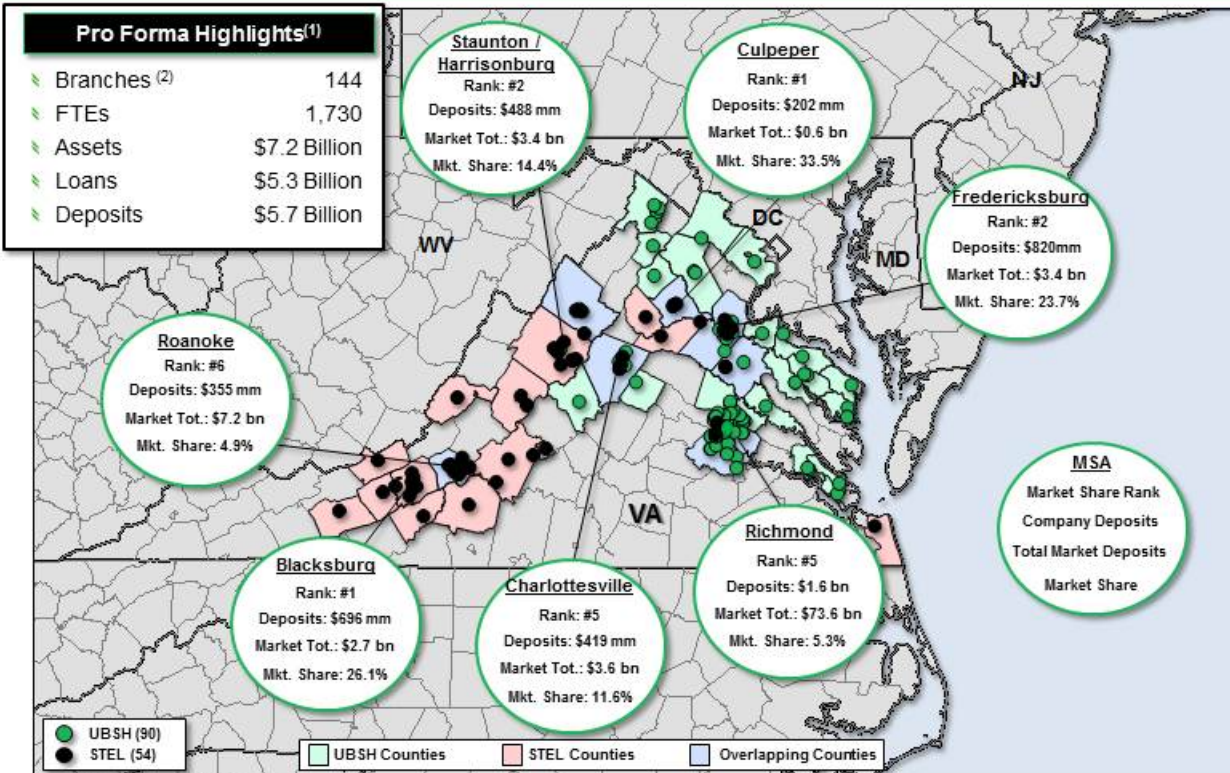
## **Virginia Beach - Norfolk**

- Military
- Shipbuilding
- Tourism

## **Roanoke - Blacksburg**

- Virginia Tech
- Health care
- Retail

# Branch Franchise



Source: SNL Financial and MapInfo Professional  
 Note: Fredericksburg market defined as Caroline, Fredericksburg City, King George, Spotsylvania, & Stafford counties; all other markets per MSA definitions in SNL Financial  
 (1) As of 12/31/13 (2) Branches as of 2/1/14 - Union will close 13 branches in May 2014 (3) Deposit market share as of 6/30/13

# Competitive Positioning



	Richmond				Charlottesville				Fredericksburg						
<b>Deepening</b>	Population:	1,258,251			Population:	201,559			Population:	327,773					
	Households:	488,330			Households:	78,560			Households:	112,048					
	Small Businesses:	29,814			Small Businesses:	5,449			Small Businesses:	6,326					
	Market Deposits (\$mm):	\$71,754			Market Deposits (\$mm):	\$3,643			Market Deposits (\$mm):	\$3,530					
		<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):	\$1,585	+	\$50	=	\$1,634	\$346	+	\$88	=	\$434	\$686	+	\$136	=	\$822
Market Rank:	5	+	24	=	5	6	+	8	=	4	2	+	9	=	2
	Roanoke				Staunton / Harrisonburg				Blacksburg						
<b>Expanding</b>	Population:	308,707			Population:	243,730			Population:	162,958					
	Households:	128,454			Households:	93,064			Households:	63,793					
	Small Businesses:	7,864			Small Businesses:	5,583			Small Businesses:	3,135					
	Market Deposits (\$mm):	\$7,155			Market Deposits (\$mm):	\$3,385			Market Deposits (\$mm):	\$2,767					
		<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	+	9	=	10	4	+	10	=	14	-	+	9	=	9
Deposits (\$mm):	\$15	+	\$338	=	\$353	\$51	+	\$433	=	\$484	-	+	\$709	=	\$709
Market Rank:	15	+	6	=	6	13	+	2	=	2	-	+	1	=	1

Source: SNL Financial and U.S. Census Bureau; Deposit data as of 6/30/2013

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 definitions in SNL Financial

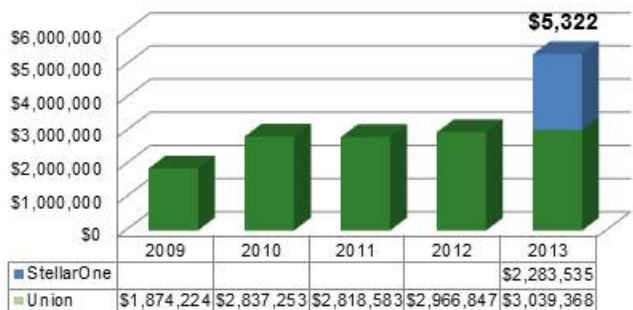
Virginia Deposit Market Share			
Rank	Institution (ST)	Number of Branches	Deposits in Market (\$mm) / Market Share (%)
1	Wells Fargo & Co. (CA)	295	30,197 / 18.1
2	Bank of America Corp. (NC)	176	23,291 / 13.9
3	BB&T Corp. (NC)	366	21,874 / 13.1
4	SunTrust Banks Inc. (GA)	230	17,233 / 10.3
5	Capital One Financial Corp. (VA)	86	13,078 / 7.8
	<b>Pro Forma - Union First Market Bkshs Corp. (VA)</b>	<b>145</b>	<b>5,748</b> / <b>3.4</b>
6	United Bankshares Inc. (WV)	68	3,961 / 2.4
7	Carter Bank & Trust (VA)	88	3,758 / 2.2
<b>8</b>	<b>Union First Market Bkshs Corp. (VA)</b>	<b>90</b>	<b>3,271</b> / <b>2.0</b>
9	TowneBank (VA)	22	3,251 / 1.9
10	PNC Financial Services Group (PA)	101	2,899 / 1.7
<b>11</b>	<b>StellaOne Corp. (VA)</b>	<b>55</b>	<b>2,476</b> / <b>1.5</b>
12	Burke & Herbert Bank & Trust (VA)	25	2,204 / 1.3
13	Cardinal Financial Corp. (VA)	33	2,198 / 1.3
14	Citigroup Inc. (NY)	11	1,964 / 1.2
15	First Citizens BancShares Inc. (NC)	47	1,347 / 0.8
	<b>Totals (1-10)</b>	<b>1,522</b>	<b>122,813</b> / <b>73.5</b>
	<b>Totals (1-135)</b>	<b>2,589</b>	<b>167,036</b> / <b>100.0</b>

Source: SNL Financial  
 Deposit data as of 6/30/2013; Pro forma for pending and recently completed transactions

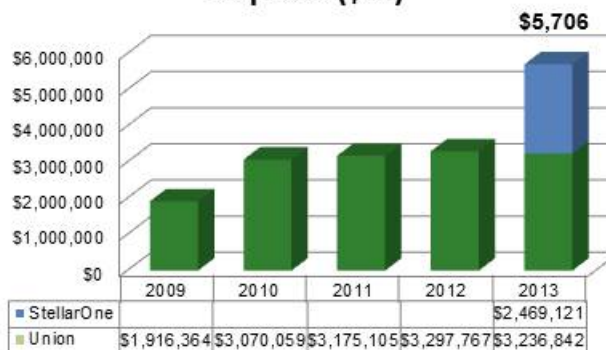
# Balance Sheet Growth



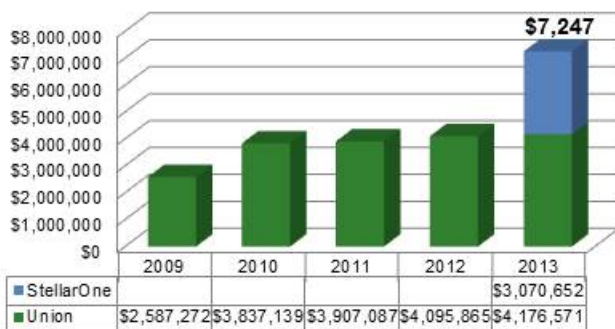
### Loans (\$M)



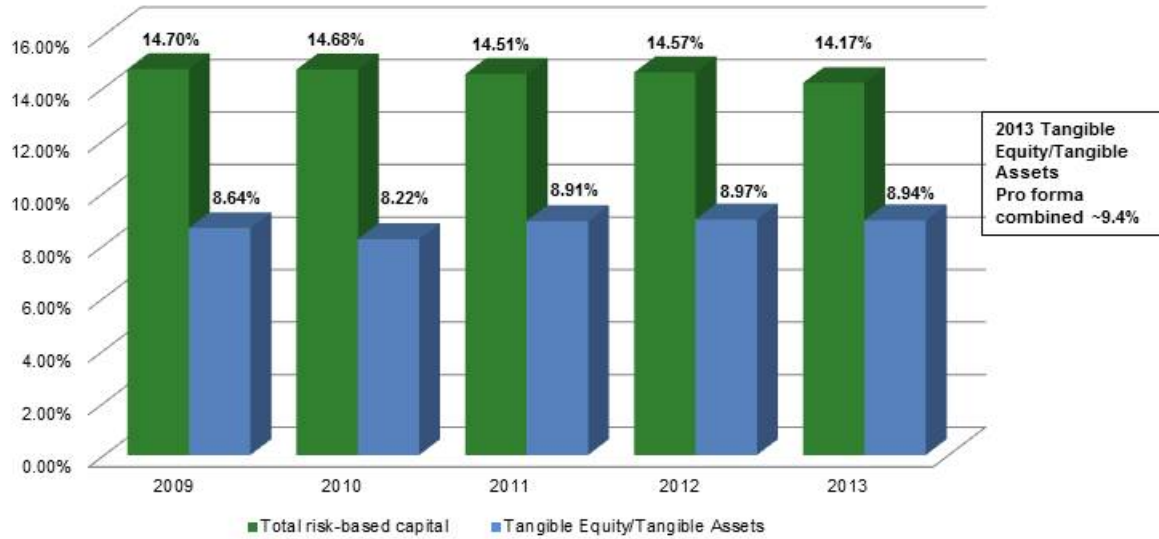
### Deposits (\$M)



### Assets (\$M)



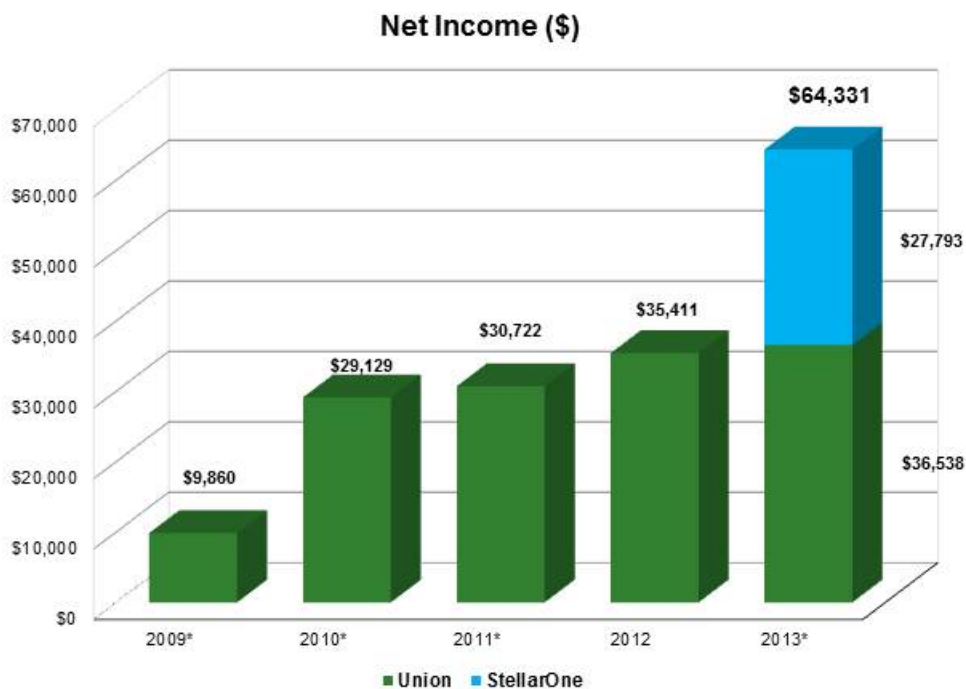
## Union is Well Capitalized



- Union has authorization to repurchase \$65 million worth of stock by the end of 2015



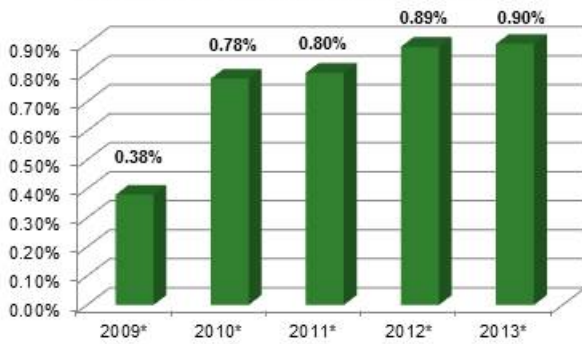
# Net Income Trends



\* excludes after-tax acquisition expenses; The 2013 pro forma combined financial statements represent the sum of UBSH and StellarOne's 2013 financial results and do not take into account purchase accounting adjustments, expected synergies, or acquisition related costs. This is for informational purposes only

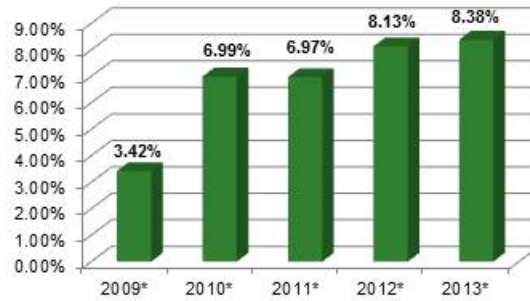
# ROA, ROE and ROTCE Trends

## Return on Average Assets (ROA)



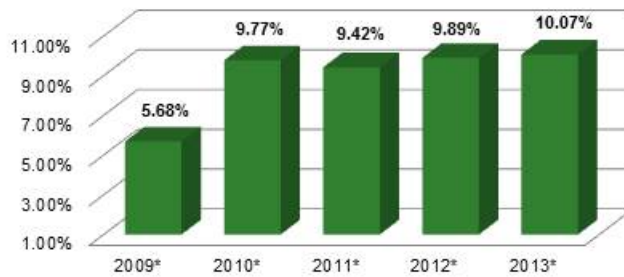
2013 Pro forma combined ~0.91%

## ROE



2013 Pro forma combined ~7.43%

## ROTCE



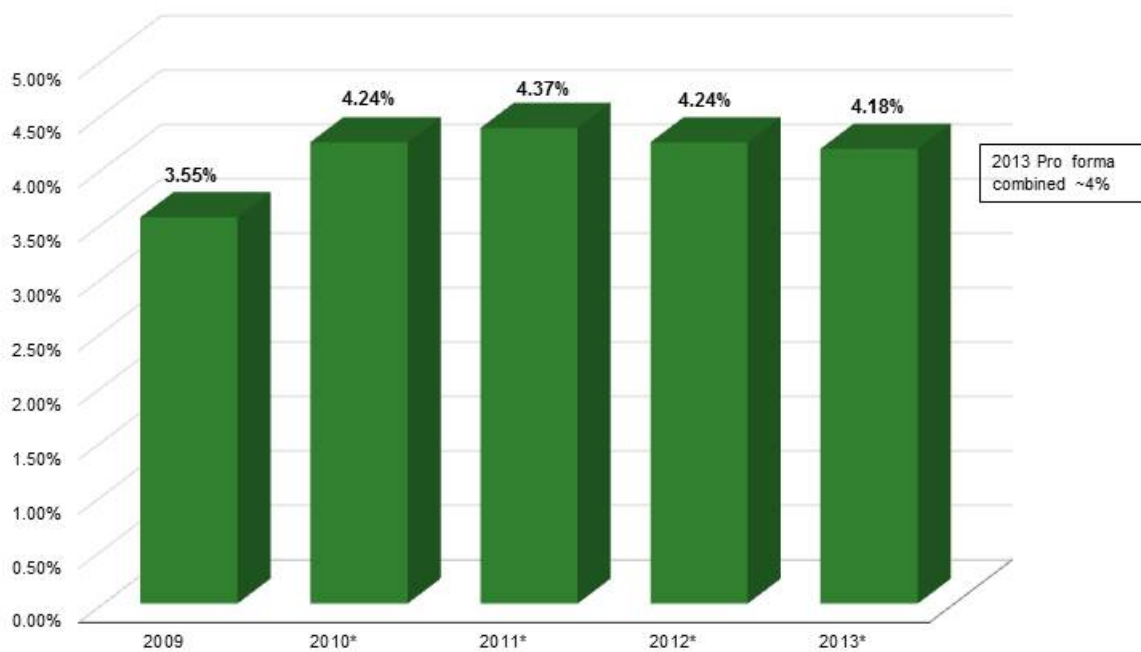
2013 Pro forma combined ~9.51%

\* excludes after-tax acquisition expenses



# Core Net Interest Margin

## Best in Class Net Interest Margin



\* Excludes acquisition accounting impact

# Top-Tier Financial Performance Focus



- Union is committed to achieving top tier financial performance and providing our shareholders with above average returns on their investment
- Key financial performance metrics benchmarked against top quartile peers
- After cost savings realized, StellarOne acquisition accelerates the achievement of top tier financial metrics
- Top Tier Financial Performance targets:

Financial Performance Metric	Union Targets
Return on Assets (ROA)	1.1% - 1.3%
Return on Equity (ROE)	10% - 12%
Return on Tangible Equity (ROTCE)	12% - 15%
Efficiency Ratio	< 60%

- Focus on integration of StellarOne and achieving cost savings target
- Stable to growing economy in footprint
- Mid-single digit loan growth
- Modest net interest margin compression
- Continued asset quality improvement
- Improving ROA, ROE and Efficiency Ratio
- \$65 million in share repurchases authorized through 2015

- ⚡ Statewide 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
  - ⚡ Proven acquirer and integrator
- ⚡ Committed to top tier financial performance
- ⚡ Shareholder Value Driven
  - ⚡ Solid dividend yield and payout ratio with earnings upside

**THANK YOU!**

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