

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): May 13, 2015

UNION 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: (800) 990-4828

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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.**

The attached handout contains information that the members of Union Bankshares Corporation (the “Company”) management will use during visits with investors, analysts, and other interested parties to assist their understanding of the Company throughout the second quarter 2015. Other presentations and related materials will be made available as they are presented during the year. This handout is also available under the Other Documents link in the Investor Relations section of the Company’s website at <http://investors.bankatunion.com>.

The handout 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 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 BANKSHARES CORPORATION

Date: May 13, 2015

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

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# Investor Presentation

May/June 2015



# 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 presentation. 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.

## Company Overview

- The largest community banking organization headquartered in Virginia
- Holding company formed in 1993 – Banking history goes back more than 100 years
- 7 whole bank and 16 branch acquisitions since 1993
- Assets of \$7.4 Billion
- Comprehensive financial services provider offering
  - Commercial and retail banking through Union Bank & Trust
  - Mortgages primarily through Union Mortgage Group, LLC
  - Investment, wealth management and trust services
  - Insurance products through Union Insurance Group, LLC
  - Investments in 3 title agencies and payments space start-up



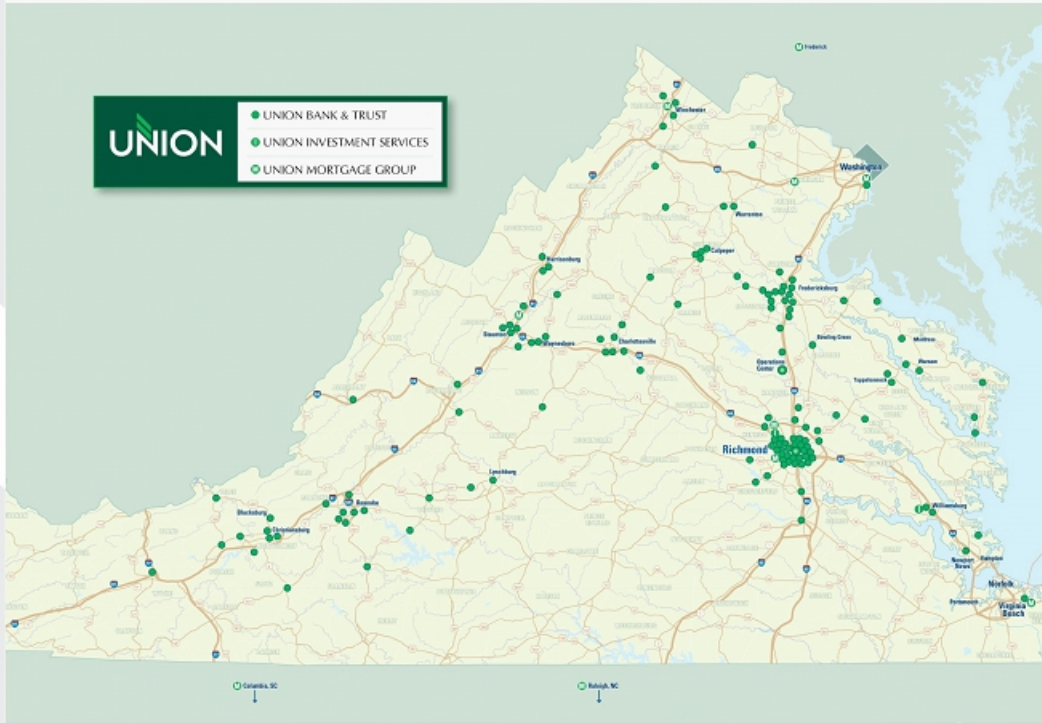
## Union's Strengths

- Unique branch network across Virginia, competitive banking products and services and a loyal customer 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 in-market lender
- Experienced management team
- Successful acquirer and integrator
- Proven financial performance in both good and bad economic climates



# Union Footprint

BRANCH LOCATION MAP





# Organic growth opportunities in our footprint

	Charlottesville Region	Fredericksburg Region	Hampton Roads Region	Northern Neck Region	Northern Virginia Region	Rappahannock Region	Richmond Region	Southwest Region	Total UBSH Regions
<b>Market Information, 2014</b>									
Total Households	220,068	134,666	451,124	26,024	420,049	198,251	391,588	258,821	2,100,591
Projected Five-Year Household Growth	4.3%	5.9%	4.3%	2.3%	6.1%	7.7%	5.0%	3.2%	5.0%
Median Household Income	\$53,791	\$82,902	\$60,104	\$50,185	\$109,705	\$105,080	\$58,675	\$48,136	\$73,178
Total Businesses	29,631	14,983	54,355	3,415	51,873	25,304	53,653	32,260	265,474
Total Market Deposits (SMM), 06/30/14	\$8,928	\$4,280	\$15,881	\$1,450	\$30,446	\$9,202	\$16,720	\$13,198	\$100,107
Total Active Market Branches	196	101	239	39	358	193	299	234	1,659
5-Yr Market Deposit CAGR, '09-'14	1.6%	2.5%	2.0%	0.2%	3.5%	3.8%	2.6%	2.7%	2.7%



Source: CPG analysis of data from Nielsen, 2014; and SNL Financial, LC, 2015.

# Diversity Supports Growth in Virginia

## Richmond

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

## Fredericksburg

- Defense and security contractors
- Health care
- Retail
- Real Estate development

## Charlottesville

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

## Northern Virginia

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

## Virginia Beach - Norfolk

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

## Roanoke - Blacksburg

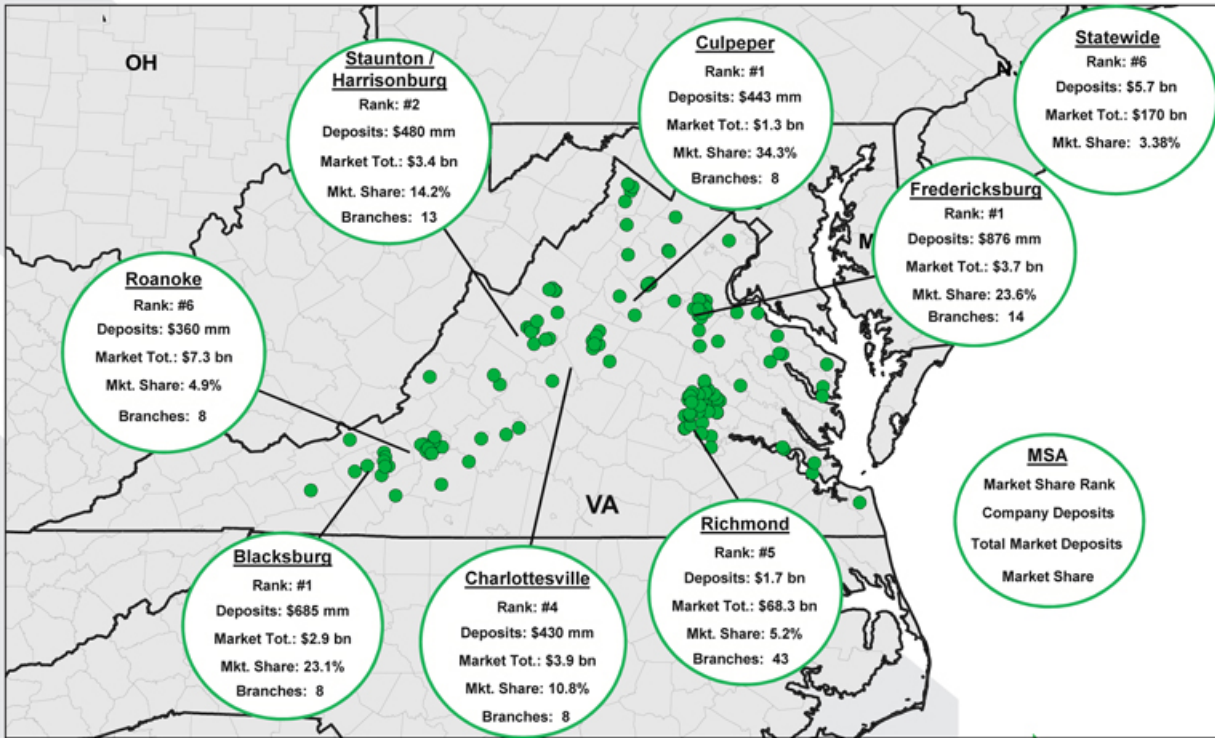
- Virginia Tech
- Health care
- Retail
- Fortune 500 headquarters (1)

## Union Bank & Trust

- 131 branches – closing 7 branches by end of August
- Only Virginia based bank with a statewide footprint
- 1,307 FTEs
- 57 Commercial Lenders
- \$5.4 Billion Loans
- \$5.7 Billion Deposits
- 146,000+ Core Consumer Households
- Net operating earnings of \$69.8 million in 2014
- 0.96% ROA, 10.84% ROTCE, 64.4% Efficiency Ratio for community bank segment in 2014



# Strong Deposit Franchise



Source: SNL Financial, FDIC and MapInfo Professional as of 6/30/2014

Note: Richmond market total deposits includes non-retail deposits; Fredericksburg market defined as Caroline, Fredericksburg City, King George, Spotsylvania, & Stafford counties; Culpeper market defined as Culpeper, Madison, Orange & Rappahannock; all other markets per MSA definitions in SNL Financial



# Top Community Bank Market Share

Virginia Deposit Market Share				
Rank	Institution	Number of Branches	Total Deposits (\$000)	Market Share (%)
1	Wells Fargo & Co. (CA)	291	31,222,493	18.25%
2	Bank of America Corp. (NC)	153	23,745,941	13.88%
3	BB&T Corp. (NC)	361	21,538,540	12.59%
4	SunTrust Banks Inc. (GA)	212	17,463,802	10.21%
5	Capital One Financial Corp. (VA)	85	12,543,014	7.33%
6	<b>Union Bankshares Corporation (VA)</b>	<b>131</b>	<b>5,743,669</b>	<b>3.36%</b>
7	TowneBank (VA)	31	4,158,521	2.43%
8	United Bankshares Inc. (WV)	60	3,963,776	2.32%
9	Carter Bank & Trust (VA)	88	3,779,677	2.21%
10	PNC Financial Services Group Inc. (PA)	100	3,132,301	1.83%
11	Cardinal Financial Corp. (VA)	27	2,308,150	1.35%
12	Burke & Herbert Bank & Trust Co. (VA)	25	2,176,542	1.27%
13	Citigroup Inc. (NY)	10	1,585,567	0.93%
14	First Citizens BancShares Inc. (NC)	46	1,387,388	0.81%
15	Toronto-Dominion Bank	20	1,316,623	0.77%
	<b>Totals (1-10)</b>	<b>1,512</b>	<b>127,291,734</b>	<b>74.4%</b>
	<b>Totals (1-135)</b>	<b>2,527</b>	<b>171,117,538</b>	<b>100%</b>

Source: SNL Financial - Deposit data as of 6/30/2014



# Union Mortgage Group

- 19 offices: 16 in Virginia, 1 each in Maryland, North Carolina and South Carolina
- 116 FTEs – 44 loan officers
- \$138.7 million in 1Q15 originations – 47% refinance
- \$267,000 net loss in 1Q15
- Completed a systemic change and complete platform rebuild in 2014. Work began in 2012
  - Changes include: loan origination system switch; headquarters move; StellarOne integration; back office restructure to gain expense flexibility; revised commission compensation structure
- Re-tooled operating platform helps recruit new sales talent and profitably grow production
- Opportunities :
  - Expand salesforce in growth markets
  - Improve office space alignment with bank in primary markets
  - Strategically keep certain mortgage production on balance sheet for earning asset growth
  - Improved pipeline management and fulfillment will allow for better delivery models

# Union Wealth Management

- Trust, Asset Management, Private Banking and Brokerage services
- 68 FTEs
- \$1.8B in AUM and AUA, the majority of which is managed assets
- \$2.2 million in fees generated in 1Q15
- Organic and Acquisitive growth opportunities
  - Expand services to existing customers
  - Target opportunities to cross-sell retail and commercial customers of bank
  - Leveraging bank brand/reputation in wealth management space





## Uniquely Positioned To Grow

- Unmatched footprint in Virginia – significant barriers for competitors to overcome
- Higher lending capacity than other Virginia-based banks – larger potential customer base
- Expansion opportunities in Northern Virginia and Virginia Beach
- Consolidation opportunities in the current footprint
- Excess capital ready to deploy



## 2014 Financial Highlights

- 2014 Operating Net Income<sup>(1)</sup> was \$66.3 million and operating earnings per share were \$1.44
  - The Community Banking segment operating earnings were \$69.8 million, or \$1.52 per share
  - The mortgage segment reported a net loss of \$3.5 million (\$0.08 per share)
- StellarOne was successfully integrated into Union, cost savings targets were achieved and customer attrition was lower than projected
- Loan balances grew by 1.3% for the full year 2014 and 13.5% annualized in the fourth quarter to \$5.3 billion
- Core deposit households grew more than 5% in Union's legacy markets for 2014 and merger related attrition from retail customers slowed as the year progressed
  - Deposit balances stood at \$5.6 billion at year end
- The full year Core Net Interest Margin of 3.93% remained strong; was 3.88% in the fourth quarter
- Asset Quality remained strong
- Repurchased and retired 2.3 million shares (~5%) for \$56 million through April 2015
  - \$9 million repurchase capacity remaining under current \$65 million Board authorization
- Raised the quarterly dividend to \$0.15 cents a share in August –7% increase

(1) Operating earnings exclude after tax merger relate costs of \$13.7 million or \$0.30/share



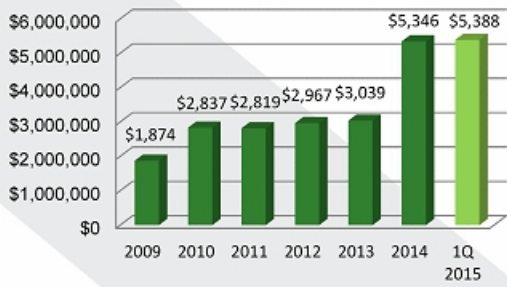
# First Quarter 2015 Highlights

- Net Income for the first quarter was \$15.7 million and earnings per share were \$0.35
  - The Community Banking segment earnings were \$16.0 million, or \$0.36 per share
  - The mortgage segment reported a net loss of \$0.3 million (\$0.01 per share)
- Annualized Loan growth was 3.1% driven by an increase of 7.5% in commercial loans
  - Loan balances now stand at \$5.4 billion
- Annualized deposit balances grew 2.2% to \$5.7 billion
  - Core deposit households grew approximately 3% on an annualized basis
- Core Net Interest Margin compressed by 4 basis points to 3.84%
- Asset Quality remained strong as nonaccrual loans and OREO balances declined
- Announced consolidation of 7 branches, saving approximately \$1.9 million in expenses on a run-rate basis



# Balance Sheet Trends

### Loans (\$M)



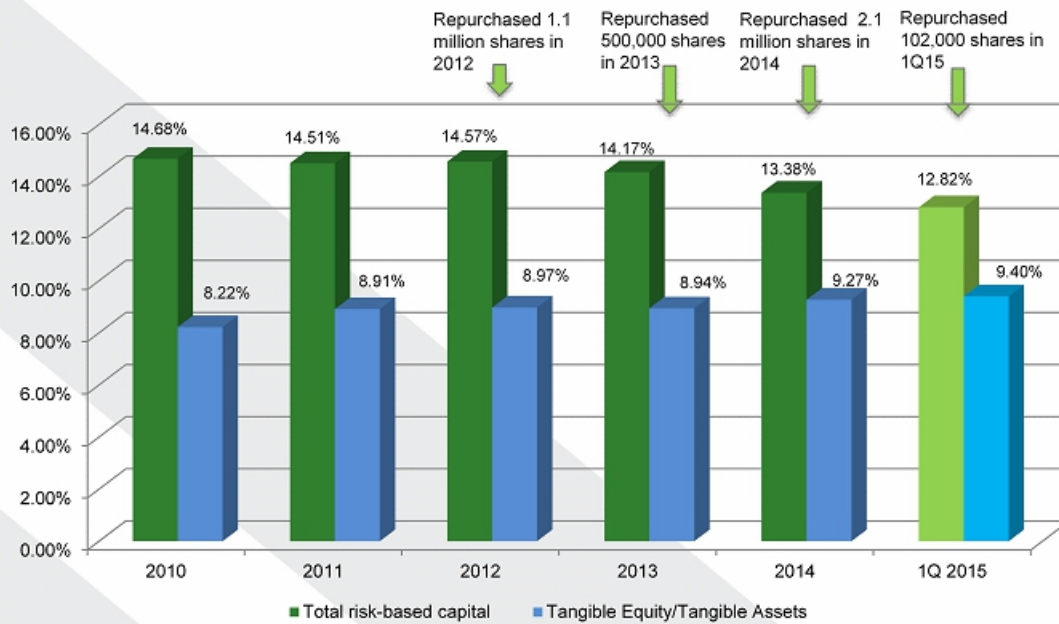
### Deposits (\$M)



### Assets (\$M)



# Capital Ratios



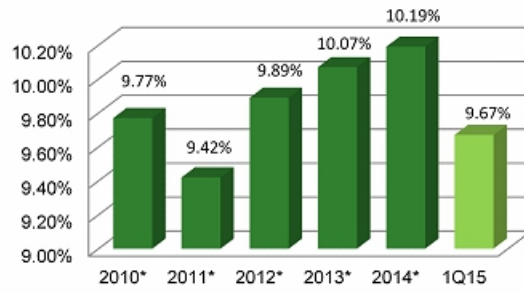
- Repurchased 3.8 million shares over past 3 years
- Since 2011, increased quarterly dividend from \$0.07/share to \$0.17/share
- As of May 1, 2015, approximately \$9 million remaining on \$65 million stock buyback authorization

# Profitability Ratios and Income Trends

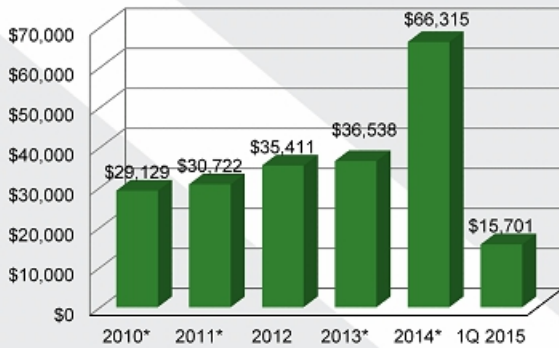
Return on Average Assets (ROA)



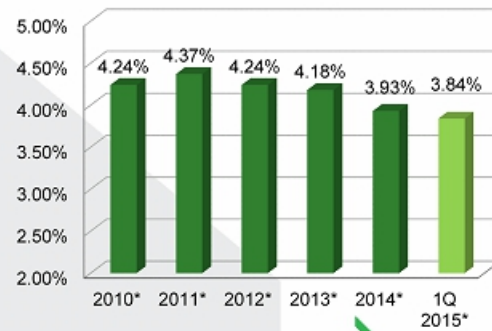
Return on Tangible Common Equity



Net Income (\$)



Net Interest Margin



\* excludes after-tax acquisition expenses and 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
- Top Tier Financial Performance targets:

Financial Performance Metric	Union Targets
Return on Assets	1.1% - 1.3%
Return on Tangible Common Equity	13% - 15%
Efficiency Ratio	< 60%

- Achievement dependent upon more consistent loan growth, return of mortgage segment to profitability and stabilization of the net interest margin



## 2015 Outlook

- Leveraging new franchise
- Stable to growing economy in footprint
- Mid single digit loan growth
- Modest net interest margin compression
- Continued asset quality improvement – reduction of OREO
- Improving ROA, ROTCE and Efficiency Ratio
- \$65 million in share repurchases authorized through 2015 - \$9 million remaining

## Value Proposition

- Statewide Branch footprint is a competitive advantage and brings a unique franchise value
- Strong balance sheet and capital base
- Organic growth and acquisition opportunities
- Experienced management team
- Committed to top tier financial performance
- Shareholder Value Driven
  - Solid dividend yield and payout ratio with earnings upside

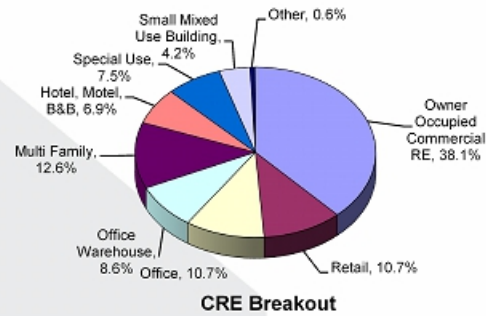
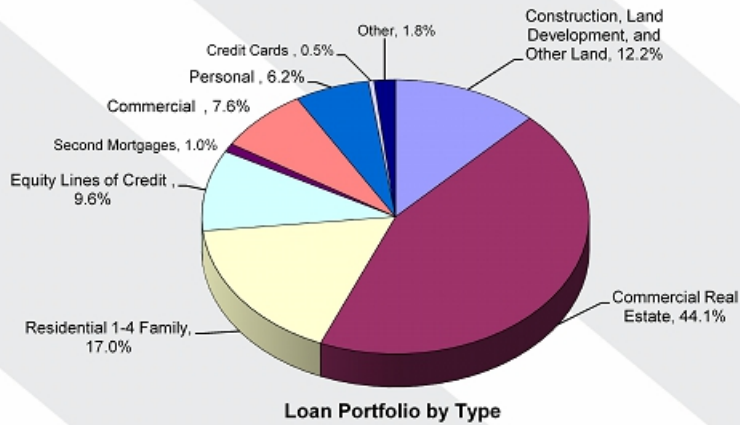


# APPENDIX



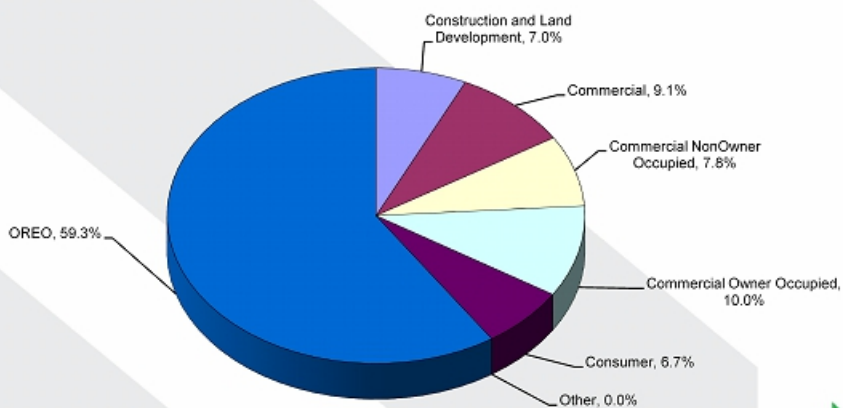
# Loan Portfolio

	03/31/2015		Change 12/14 to 03/15		
	\$	% of Portfolio	\$	% of Portfolio	% of Type
Construction, Land Development, and Other Land	\$657.6	12.2%	\$1.2	-0.1%	0.2%
Commercial Real Estate	\$2,377.3	44.1%	\$28.1	0.2%	1.2%
Residential 1-4 Family	\$916.6	17.0%	-\$8.8	-0.3%	-1.0%
Equity Lines of Credit	\$515.2	9.6%	-\$8.6	-0.2%	-1.6%
Second Mortgages	\$54.4	1.0%	-\$3.3	-0.1%	-5.7%
Commercial	\$409.9	7.6%	\$35.8	0.6%	9.6%
Personal	\$335.6	6.2%	\$2.5	0.0%	0.8%
Credit Cards	\$24.7	0.5%	\$0.5	0.0%	1.9%
Other (farmland, state obligation, non-depository financial institutions)	\$96.5	1.8%	-\$5.6	-0.1%	-5.5%
<b>Gross Loans</b>	<b>\$5,387.8</b>	<b>100.0%</b>	<b>\$41.8</b>		<b>0.8%</b>



# NPAs by Type

	03/31/2015		Change 12/14 to 03/15		
	\$	% of Portfolio	\$	% of Portfolio	% of Type
Construction and Land Development	\$3.0	7.0%	-\$0.3	0.1%	-8.7%
Commercial	\$3.9	9.1%	-\$1.6	-2.5%	-28.9%
Commercial NonOwner Occupied	\$3.3	7.8%	-\$2.6	-4.7%	-43.6%
Commercial Owner Occupied	\$4.3	10.0%	\$3.3	7.9%	328.4%
Consumer	\$2.9	6.7%	-\$0.7	-0.9%	-20.2%
Other	\$0.0	0.0%	\$0.0	0.0%	0.0%
OREO	\$25.4	59.3%	-\$2.7	0.0%	-9.7%
<b>Total</b>	<b>\$42.8</b>	<b>100.0%</b>	<b>-\$4.6</b>		<b>-9.7%</b>



# OREO

	03/31/2105		Change 12/14 to 03/15		
	\$	% of Portfolio	\$	% of Portfolio	% of Type
Construction and Land Development	\$11.7	46.2%	-\$0.1	4.2%	-0.4%
King Carter Golf Community	\$6.0	23.6%	\$0.0	2.3%	0.4%
Commercial	\$0.1	0.2%	\$0.0	0.0%	0.0%
Commercial Non-Owner Occupied	\$0.7	2.6%	-\$0.1	-0.1%	-12.0%
Commercial Owner Occupied	\$0.3	1.1%	\$0.0	0.1%	0.7%
Consumer	\$3.0	11.8%	-\$0.8	-1.8%	-21.2%
Real Estate Investment	\$0.4	1.5%	\$0.0	0.1%	-1.1%
Former Branch Sites	\$3.3	13.0%	-\$1.8	-5.0%	-34.7%
<b>Total</b>	<b>\$25.4</b>	<b>100.0%</b>	<b>-\$2.7</b>		<b>-9.6%</b>

