

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): May 4, 2016

UNION 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)

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 13c-4(c) under the Exchange Act (17 CFR 240.13c-4(c))
-

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 from time to time throughout the second quarter of 2016. Other presentations and related materials will be made available as they are presented during the year. This handout is also available under the Presentations 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

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 4, 2016

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



Investor Presentation

May/June 2016



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. 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 \$7.8 Billion
- Comprehensive financial services provider offering
 - Commercial and retail banking through Union Bank & Trust
 - Investment, wealth management and trust services
 - Mortgages primarily through Union Mortgage Group, LLC



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



Attractive market demographics support strong organic growth opportunities within our footprint

| | Hampton Roads Region | Richmond Region | Northern Virginia Region | Southeast Region | Charlottesville Region | Rappahannock Region | Fredericksburg Region | Northern Neck Region | Total UB&H Regions |
|-------------------------------------|----------------------|-----------------|--------------------------|------------------|------------------------|---------------------|-----------------------|----------------------|--------------------|
| Total Households | 451,124 | 391,588 | 420,049 | 258,821 | 220,068 | 198,251 | 134,666 | 26,024 | 2,100,591 |
| Projected Five-Year Household CAGR | 4.3% | 5.0% | 6.1% | 3.2% | 4.3% | 7.7% | 5.9% | 2.3% | 5.0% |
| Median Household Income | \$60,104 | \$58,675 | \$109,705 | \$48,136 | \$53,791 | \$105,080 | \$82,502 | \$50,185 | \$73,178 |
| Total Business | 54,355 | 53,653 | 51,873 | 32,260 | 29,631 | 25,304 | 14,983 | 3,415 | 265,474 |
| Total Active Market Branches | 239 | 299 | 358 | 234 | 196 | 193 | 101 | 39 | 1,659 |
| 5-Yr Market Deposit CAGR, '05 - '14 | 2.0% | 2.6% | 3.5% | 2.7% | 1.6% | 3.8% | 2.5% | 0.2% | 2.7% |

Source: SNL Financial – June 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)

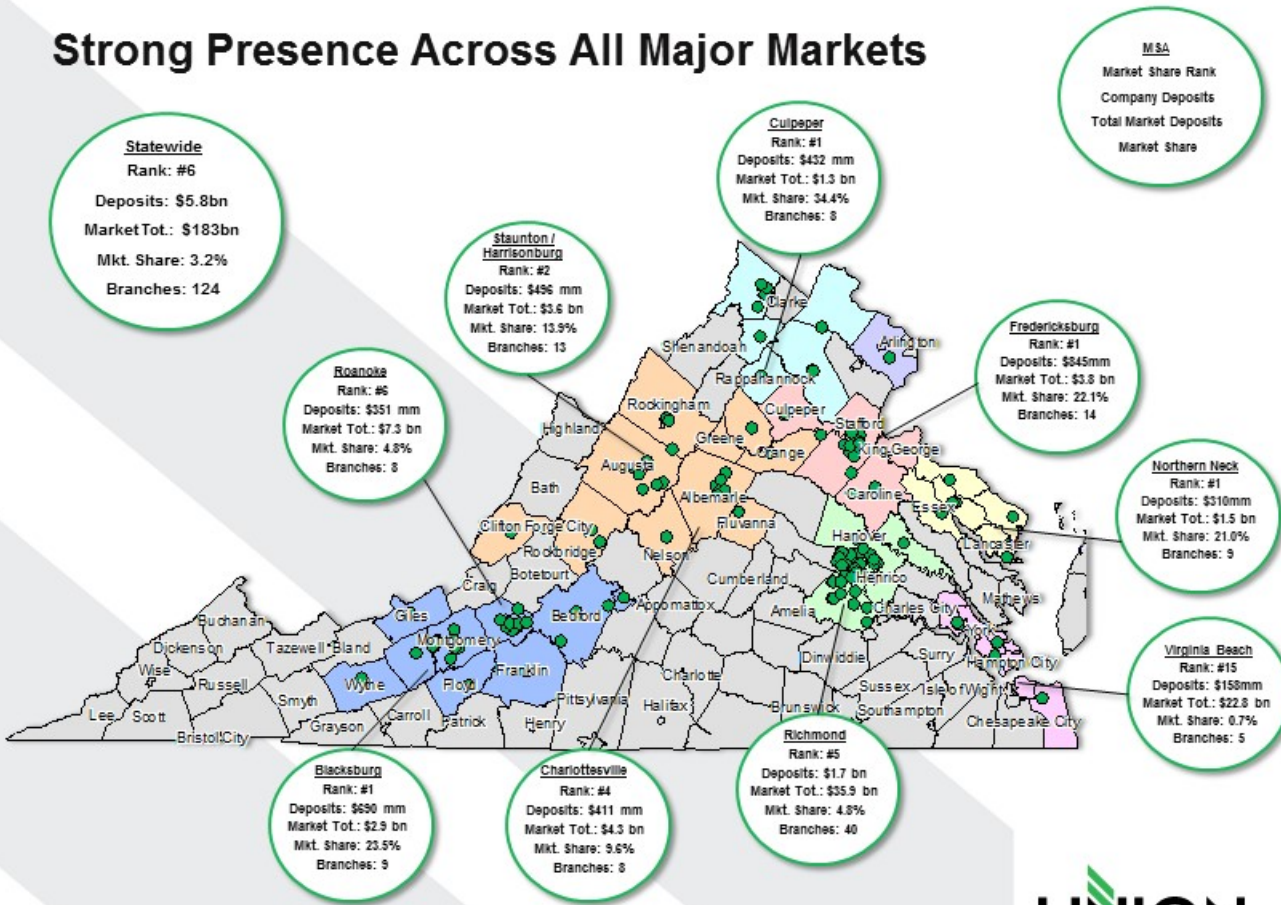


Union Bank & Trust

- 121 branches –
 - Consolidated 3 branches in Winchester into a new branch in April.
 - Closed another branch in April and closing additional branch in May.
- Only Virginia based bank with a statewide footprint
- 1,267 FTEs
- 57 Commercial Lenders
- \$5.8 Billion Loans
- \$5.9 Billion Deposits
- 176,000+ Core Consumer Households



Strong Presence Across All Major Markets



Source: SNL Financial; Deposit data as of 6/30/2015



Largest Community Bank in Virginia

Deposit Market Share – Virginia

| Rank | Institution (ST) | Number of Branches | Deposits in Market (\$mm) | Market Share (%) |
|-----------------------|-----------------------------------|--------------------|---------------------------|------------------|
| 1 | Wells Fargo & Co. (CA) | 290 | 36,737 | 20.1 |
| 2 | Bank of America Corp. (NC) | 142 | 27,609 | 15.1 |
| 3 | BB&T Corp. (NC) | 358 | 22,794 | 12.5 |
| 4 | SunTrust Banks Inc. (GA) | 209 | 18,786 | 10.3 |
| 5 | Capital One Financial Corp. (VA) | 80 | 10,649 | 5.8 |
| 6 | Union Bkshs Corp (VA) | 124 | 5,795 | 3.2 |
| 7 | TowneBank (VA) | 43 | 5,208 | 2.8 |
| 8 | United Bankshares Inc. (WV) | 61 | 4,325 | 2.4 |
| 9 | Carter Bank & Trust (VA) | 88 | 3,885 | 2.1 |
| 10 | PNC Financial Services Group (PA) | 100 | 3,360 | 1.8 |
| Totals (1-10) | | 1,495 | 139,147 | 76.0 |
| Totals (1-128) | | 2,503 | 183,103 | 100.0 |

Source: SNL Financial; Deposit data as of 6/30/2015; Pro forma for recent acquisitions



Union Wealth Management

- Trust, Asset Management, Private Banking, Brokerage and Financial Planning services
- 70 FTEs
- \$1.9B in AUM and AUA, the majority of which is managed assets
- \$2.1 million fiduciary and asset management fees generated in 1Q16
- Organic and Acquisitive growth opportunities
 - Expand services to existing customers utilizing targeted segmentation and marketing strategies
 - Opportunities to serve retail and commercial customers of bank
 - Leveraging bank brand/reputation in wealth management space
 - Target advisors, teams and firms that complement our wealth model and client service culture
 - Will close on Old Dominion Capital Management (\$300 million AUM) acquisition in 2Q



Union Mortgage Group

- 22 offices: 20 in Virginia, 1 each in Maryland and North Carolina
- 105 FTEs – 39 loan officers
- \$98.2 million in 1Q16 (38% refinance)
- \$54,000 net income in 1Q16
 - Over \$5 million in cost efficiencies realized in 2015
- Opportunities:
 - Acceleration of salesforce expansion in growth markets
 - Expanded product suite including doctor loan program and construction perm program allows flexibility to add mortgages to the balance sheet for earning asset growth and cross-sell opportunities
 - Improved pipeline management and fulfillment will allow for better delivery models and improved leverage



1Q 2016 Highlights

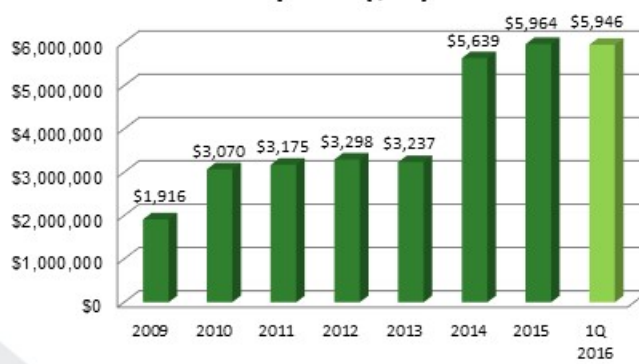
- Net Income was \$17.0 million; earnings per share of \$0.38 – up ~\$1 million or 3 cents from 1Q 2015
- Loan growth was 7.7% annualized in the quarter
- Average deposit balances relatively flat (0.4% annualized) but grew 4.6% from prior year
- Asset Quality remained strong as combined past due and non accrual loan balances declined \$6.7 million, or 12.3% from prior quarter

Balance Sheet Trends

Loans (\$M)



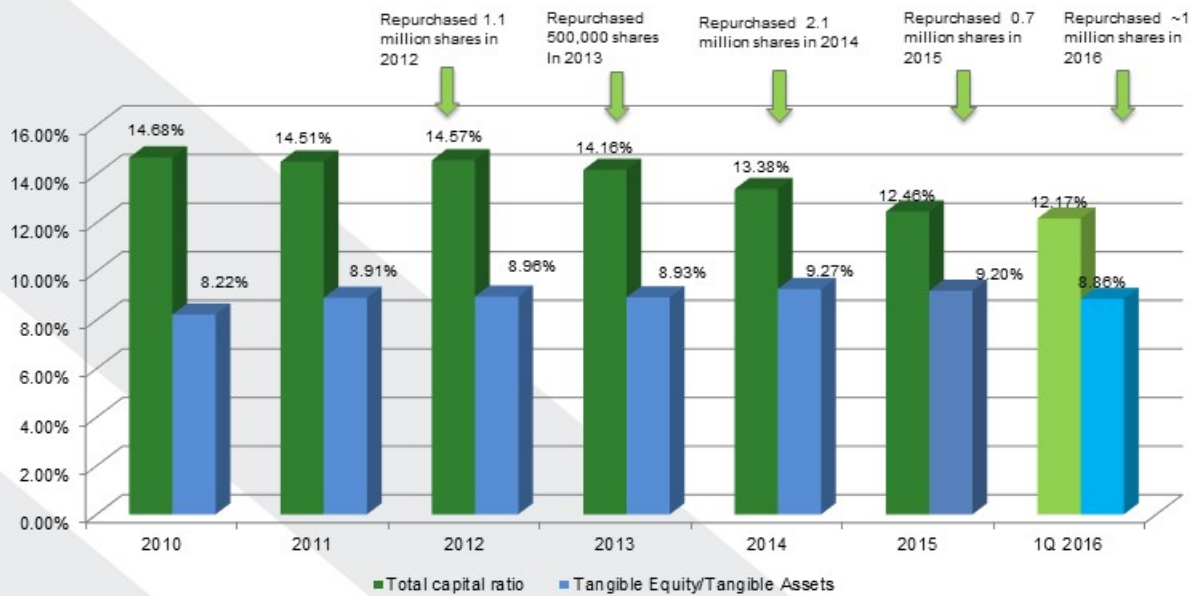
Deposits (\$M)



Assets (\$M)



Capital Ratios



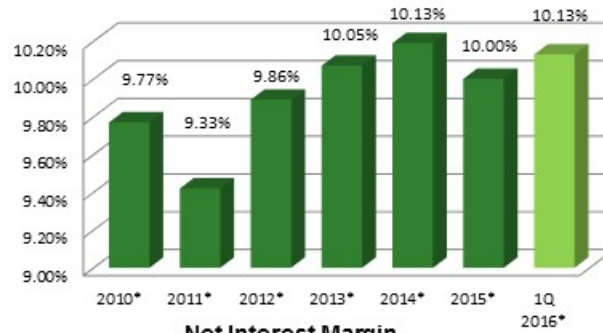
- Since 2011, increased quarterly dividend from \$0.07/share to \$0.19/share; target payout ratio is 45-50%
- Repurchased 5.3 million shares since 2012
- Repurchased \$21.1 million of stock (~935,000 shares) from January 1 – February 19, 2016.
- In February, Board approved a new \$25 million stock buyback authorization – expires on December 31, 2016 - ~\$22.4 million remaining

Profitability Ratios and Income Trends

Return on Average Assets (ROA)



ROTCE



Net Income (\$)



Net Interest Margin



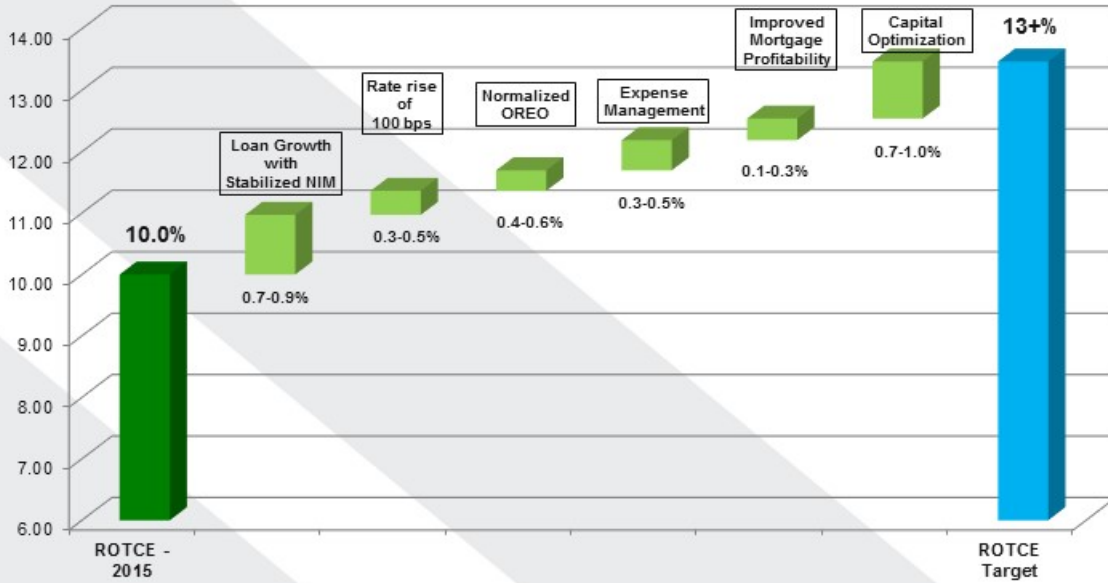
* excludes after-tax acquisition expenses and acquisition accounting impact

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% |

Path to Top Tier Return on Tangible Common Equity



This path also delivers Return on Assets of above 1.1%

2016 Outlook

- Stable to growing economy in footprint
- Mid single digit loan growth
- Modest net interest margin compression
- Continued asset quality improvement – reduction of OREO expenses
- Improving ROA, ROTCE and Efficiency Ratio
- Closing 4 branches (net) in 2Q

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



THANK YOU!

**UNION**
