

**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): September 17, 2012

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**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.**

The attached handout contains information that members of Union First Market Bankshares (the "Company") management will use from time to time through the third quarter 2012, during visits with investors, analysts, and other interested parties to assist their understanding of the Company. This handout is also available at the Other Documents link in the Investor Relations section of the Company's web site at [www.ubsh.com](http://www.ubsh.com).

The handout is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

The handout is attached as Exhibit 99.1 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 September 2012 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: September 18, 2012

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



Union First Market Bankshares

**KBW Carolina & Virginia  
Bank Conference  
September 2012**

- Overview
- Financial Performance
- Near-Term Outlook
- Q&A

# Forward-Looking Statement

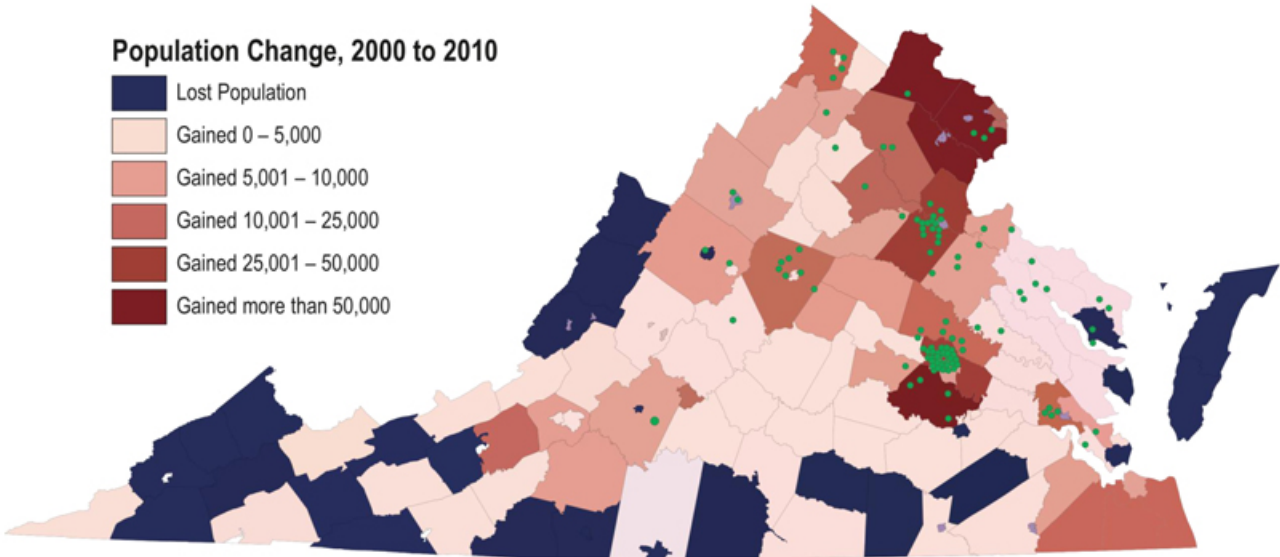
Certain statements in this report may constitute “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are statements that include projections, predictions, expectations or beliefs about future events or results or otherwise 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” 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 some of our communities goes back more than 100 years
- Assets of \$4.0 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

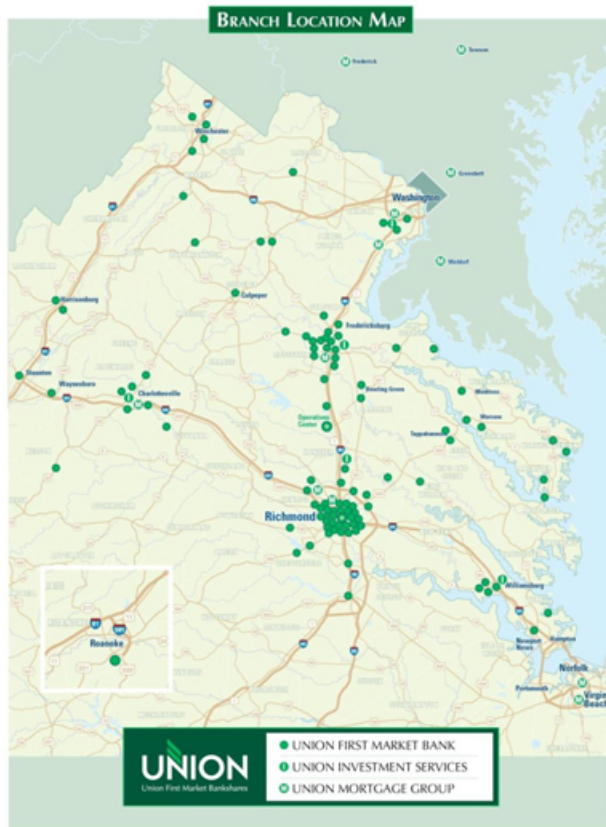


# Virginia Population Expansion



Source: Weldon Cooper Center, UVA

# Union First Market Footprint



- Added 8 new branches in 2011
- Closed 4 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

# Quality Franchise

Company	Ticker	State	Branches	Assets
1 Cullen/Frost Bankers, Inc.	CFR	TX	128	\$18.5
2 Pinnacle Financial Partners, Inc.	PNFP	TN	34	4.8
3 Union First Market Bankshares Corp.	UBSH	VA	100	3.9

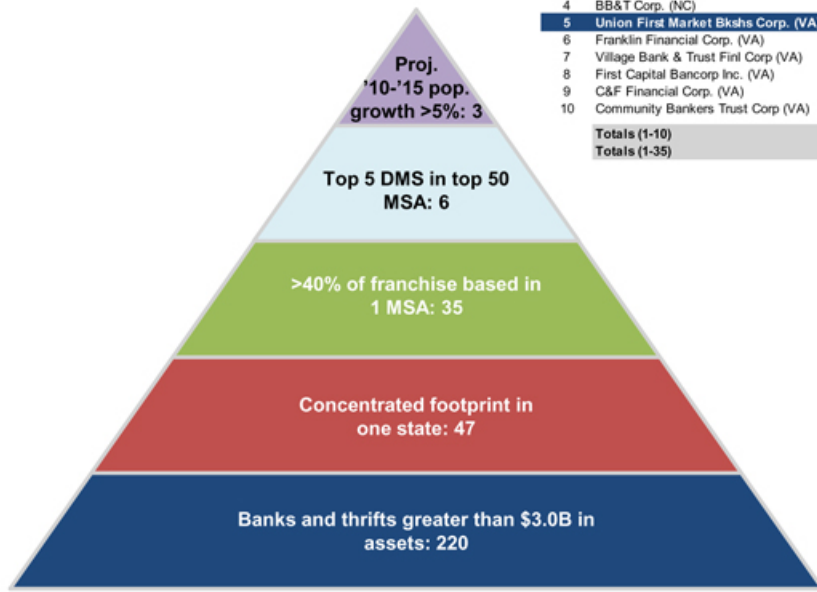
Dollars in billions

## Richmond, VA MSA

Rank	Institution (ST)	Branch Count	Deposits in Market (\$M)	Market Share (%)
1	Bank of America Corp. (NC)	31	10,621	35.8
2	Wells Fargo & Co. (CA)	65	6,322	21.3
3	SunTrust Banks Inc. (GA)	47	2,930	9.9
4	BB&T Corp. (NC)	48	2,580	8.7
5	Union First Market Bkshs Corp. (VA)	45	1,567	5.3
6	Franklin Financial Corp. (VA)	8	662	2.2
7	Village Bank & Trust Finl Corp (VA)	15	506	1.7
8	First Capital Bancorp Inc. (VA)	7	439	1.5
9	C&F Financial Corp. (VA)	11	409	1.4
10	Community Bankers Trust Corp (VA)	9	377	1.3
<b>Totals (1-10)</b>		<b>286</b>	<b>26,413</b>	<b>89.0</b>
<b>Totals (1-35)</b>		<b>384</b>	<b>29,683</b>	<b>100.0</b>

Franchise

Scale



Source: SNL Financial as of 6/30/11

- More than 2,200 new households in the first half
- Continued deposit and loan growth
- Closed 4 branches in May as part of branch rationalization analysis
- New mortgage originators and low rate environment driving strong growth in non-interest income
- Asset quality continues to improve
- Capital levels remain strong
- Raised Quarterly Dividend twice in 2012 – now at 10 cents a share

# Financial Performance



**Loans (\$M)**



**Deposits (\$M)**



**Assets (\$M)**

# Investment Portfolio

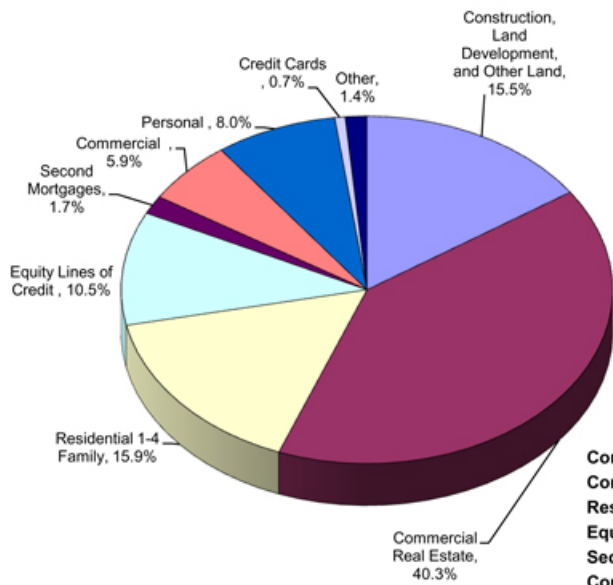
- Total Portfolio is \$647 MM or 16.2% of assets
- 2Q12 yield on total securities of 3.68%
- Did not invest in Pooled TRUPs

<u>Investment Portfolio</u>	<u>% of Portfolio</u>	<u>\$ in thousands</u>
U.S. government and agency securities	0.6%	3,576
Obligations of states and political subdivisions	32.1%	207,783
Corporate and other bonds	1.5%	9,391
Mortgage-backed securities	62.4%	403,510
Federal Reserve Bank stock – restricted	1.0%	6,754
Federal Home Loan Bank stock – restricted	1.9%	12,537
Other securities	0.5%	3,283
<b>Total securities</b>	<b>100.0%</b>	<b>646,834</b>

Data as of Q2 2012

# Loan Portfolio

6/30/2012



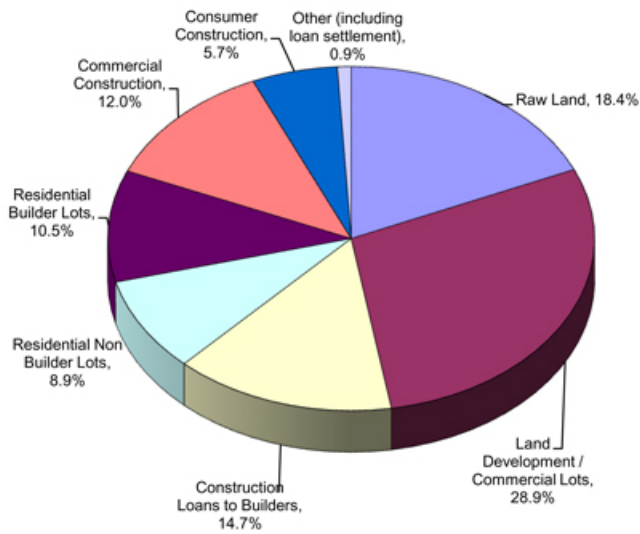
Category	Amount (\$)	Percentage
Construction, Land Development, and Other Land	\$447.7	15.5%
Commercial Real Estate	\$1,164.7	40.3%
Residential 1-4 Family	\$458.7	15.9%
Equity Lines of Credit	\$304.6	10.5%
Second Mortgages	\$49.5	1.7%
Commercial	\$170.6	5.9%
Personal	\$231.3	8.0%
Credit Cards	\$19.7	0.7%
Other	\$41.0	1.4%
<b>Gross Loans</b>	<b>\$2,887.8</b>	<b>100.0%</b>

Category	Change (\$)	% of Portfolio	% of Type
Construction, Land Development, and Other Land	-\$25.9	-1.1%	-5.5%
Commercial Real Estate	\$77.8	2.3%	7.2%
Residential 1-4 Family	\$10.4	0.2%	2.3%
Equity Lines of Credit	\$2.9	0.0%	1.0%
Second Mortgages	-\$13.0	-0.5%	-20.8%
Commercial	\$5.0	0.1%	3.0%
Personal	-\$25.9	-1.0%	-10.1%
Credit Cards	\$2.4	0.1%	13.9%
Other	-\$5.5	-0.2%	-11.8%
<b>Gross Loans</b>	<b>\$28.2</b>	<b>1.0%</b>	

Change 6/11 to 6/12		
\$	% of Portfolio	% of Type
-\$25.9	-1.1%	-5.5%
\$77.8	2.3%	7.2%
\$10.4	0.2%	2.3%
\$2.9	0.0%	1.0%
-\$13.0	-0.5%	-20.8%
\$5.0	0.1%	3.0%
-\$25.9	-1.0%	-10.1%
\$2.4	0.1%	13.9%
-\$5.5	-0.2%	-11.8%
<b>\$28.2</b>	<b>1.0%</b>	

Based on call report filings (\$ in millions)

# Construction & Development



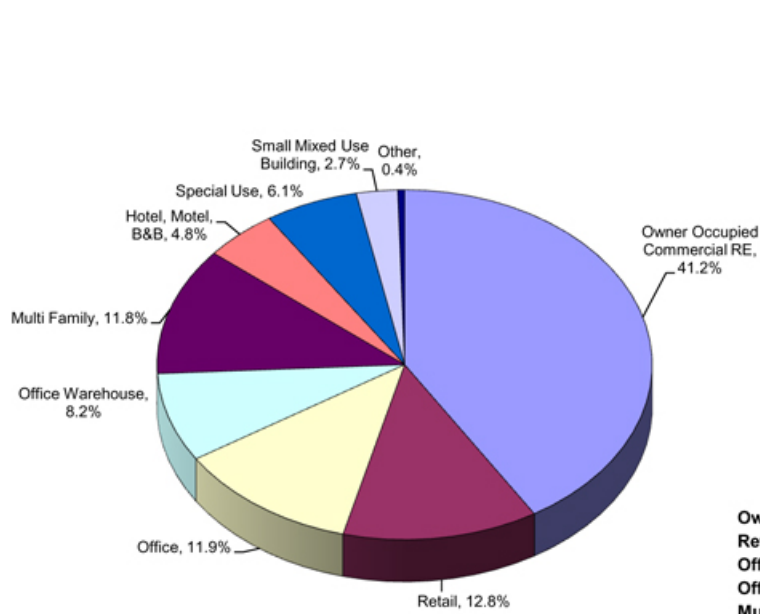
	6/30/2012	
Raw Land	\$82.5	18.4%
Land Development / Commercial Lots	\$129.5	28.9%
Construction Loans to Builders	\$65.7	14.7%
Residential Non Builder Lots	\$39.8	8.9%
Residential Builder Lots	\$47.0	10.5%
Commercial Construction	\$53.6	12.0%
Consumer Construction	\$25.5	5.7%
Other (including loan settlement)	\$4.1	0.9%
	<b>\$447.7</b>	<b>100.0%</b>

	Change 6/11 to 6/12		
	\$	% of Portfolio	% of Type
Raw Land	-\$23.1	-3.9%	-21.9%
Land Development / Commercial Lots	\$3.6	2.3%	2.9%
Construction Loans to Builders	\$1.9	1.2%	3.0%
Residential Non Builder Lots	-\$2.7	-0.1%	-6.4%
Residential Builder Lots	-\$7.6	-1.0%	-13.9%
Commercial Construction	-\$9.3	-1.3%	-14.8%
Consumer Construction	\$8.3	2.1%	48.3%
Other (including loan settlement)	\$3.0	0.7%	272.7%
	-\$25.9		-5.5%

Based on call report filings (\$ in millions)



# Commercial Real Estate



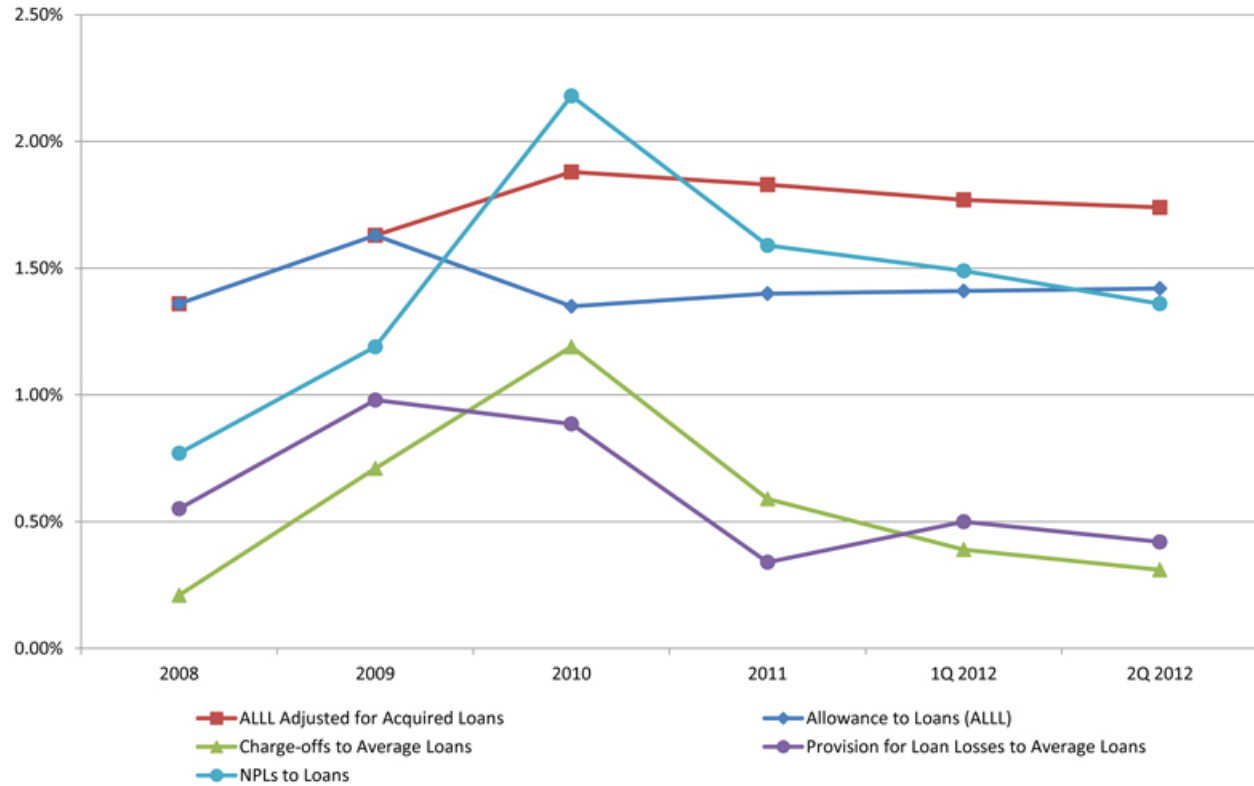
	6/30/2012	
<b>Owner Occupied Commercial RE</b>	\$480.2	41.2%
<b>Retail</b>	\$148.8	12.8%
<b>Office</b>	\$139.1	11.9%
<b>Office Warehouse</b>	\$95.9	8.2%
<b>Multi Family</b>	\$137.5	11.8%
<b>Hotel, Motel, B&amp;B</b>	\$55.7	4.8%
<b>Special Use</b>	\$70.8	6.1%
<b>Small Mixed Use Building</b>	\$31.5	2.7%
<b>Other</b>	\$5.2	0.4%
	<b>\$1,164.7</b>	<b>100.0%</b>

	Change 6/11 to 6/12	
<b>Owner Occupied Commercial RE</b>	\$17.4	-1.4%
<b>Retail</b>	\$16.2	0.6%
<b>Office</b>	\$13.0	0.3%
<b>Office Warehouse</b>	-\$4.8	-1.0%
<b>Multi Family</b>	\$33.6	2.2%
<b>Hotel, Motel, B&amp;B</b>	-\$3.2	-0.6%
<b>Special Use</b>	\$11.0	0.6%
<b>Small Mixed Use Building</b>	-\$2.5	-0.4%
<b>Other</b>	-\$2.8	-0.3%
	\$77.9	7.2%

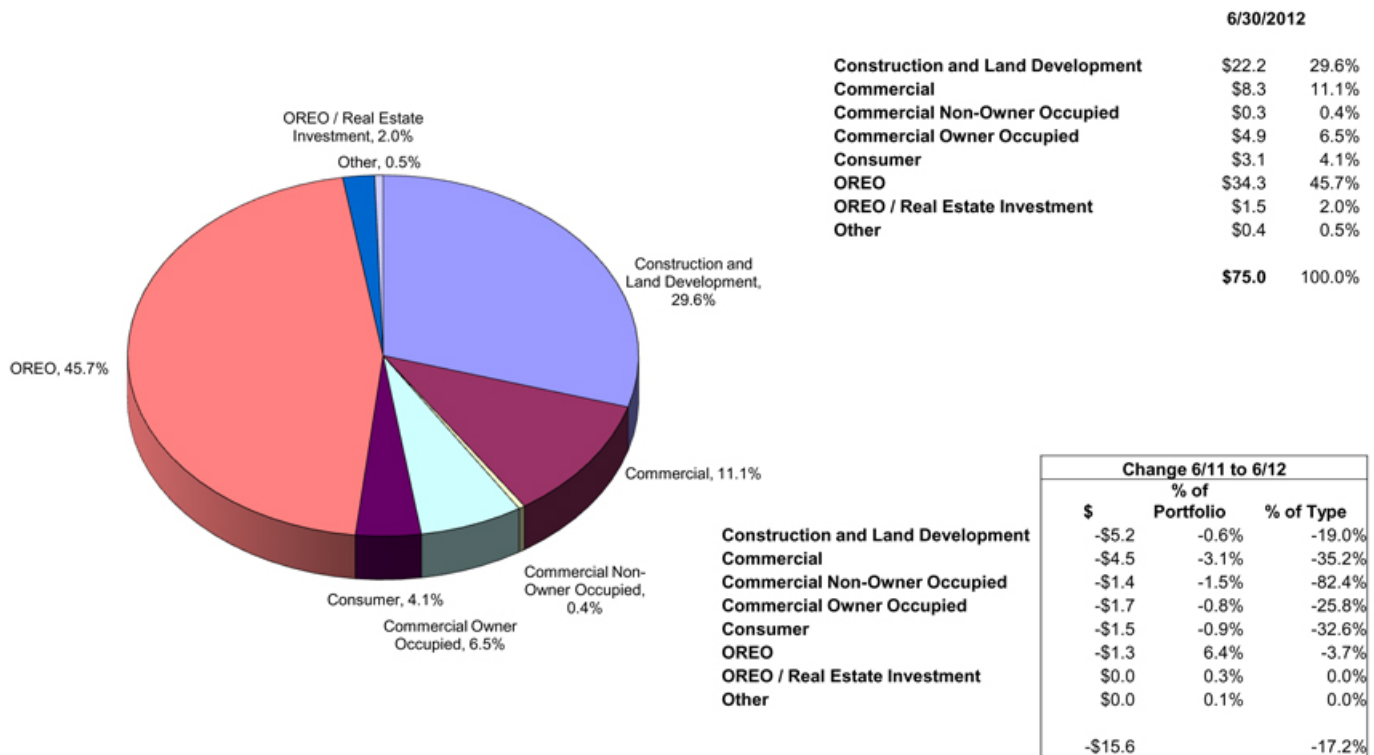
	Change 6/11 to 6/12	
	\$	% of
		Portfolio
		% of Type
<b>Owner Occupied Commercial RE</b>	\$17.4	-1.4%
<b>Retail</b>	\$16.2	0.6%
<b>Office</b>	\$13.0	0.3%
<b>Office Warehouse</b>	-\$4.8	-1.0%
<b>Multi Family</b>	\$33.6	2.2%
<b>Hotel, Motel, B&amp;B</b>	-\$3.2	-0.6%
<b>Special Use</b>	\$11.0	0.6%
<b>Small Mixed Use Building</b>	-\$2.5	-0.4%
<b>Other</b>	-\$2.8	-0.3%
	\$77.9	7.2%

Based on call report filings (\$ in millions)

# Asset Quality Trends

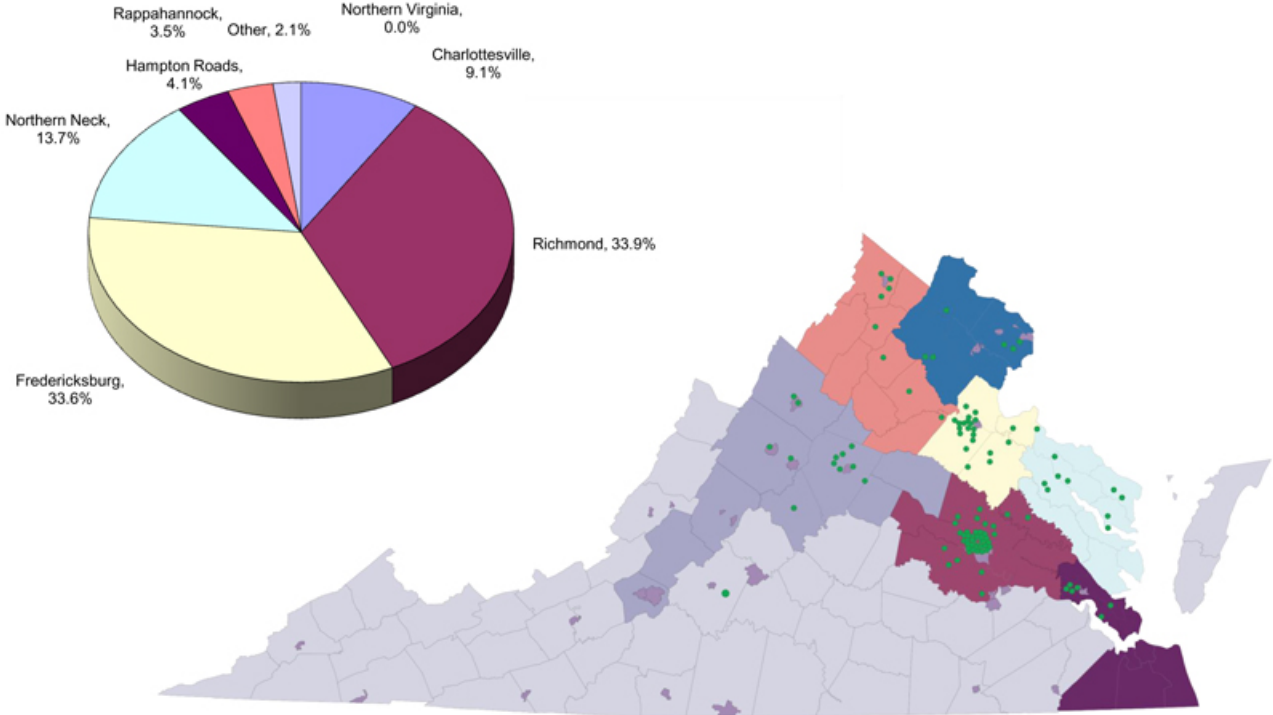


# NPAs by Type



Based on call report filings (\$ in millions)

# NPA's by Market



# NPAs by Market

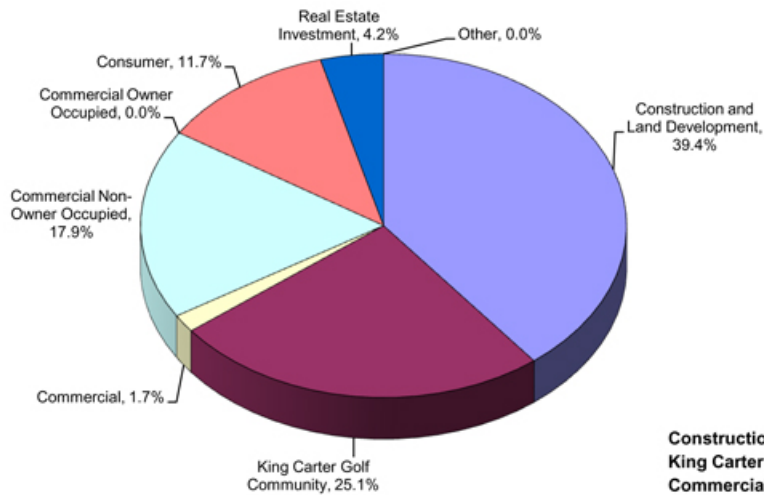
	6/30/2012	
	\$	% of Portfolio
Charlottesville	\$6.8	9.1%
Richmond	\$25.4	33.9%
Fredericksburg	\$25.2	33.6%
Northern Neck	\$10.3	13.7%
Hampton Roads	\$3.1	4.1%
Rappahannock	\$2.6	3.5%
Northern Virginia	\$0.0	0.0%
Other	\$1.6	2.1%
	<b>\$75.0</b>	<b>100.0%</b>

	Change 6/11 to 6/12		
	\$	% of Portfolio	% of Market
Charlottesville	\$4.0	6.0%	142.9%
Richmond	-\$4.7	0.6%	-15.6%
Fredericksburg	-\$4.0	1.4%	-13.7%
Northern Neck	-\$0.8	1.5%	-7.2%
Hampton Roads	-\$1.8	-1.3%	-36.7%
Rappahannock	-\$3.0	-2.7%	-53.6%
Northern Virginia	-\$1.9	-2.1%	-100.0%
Other	-\$3.4	-3.4%	-68.0%
	<b>-\$15.6</b>		<b>-17.2%</b>

Based on call report filings (\$ in millions)

# OREO by Type

6/30/2012



Type	\$	%
Construction and Land Development	\$14.1	39.4%
King Carter Golf Community	\$9.0	25.1%
Commercial	\$0.6	1.7%
Commercial Non-Owner Occupied	\$6.4	17.9%
Commercial Owner Occupied	\$0.0	0.0%
Consumer	\$4.2	11.7%
Real Estate Investment	\$1.5	4.2%
Other	\$0.0	0.0%
<b>Total</b>	<b>\$35.8</b>	<b>100.0%</b>

Type	\$	% of Portfolio	% of Type
Construction and Land Development	-\$4.2	-9.9%	-23.0%
King Carter Golf Community	\$0.3	1.7%	3.4%
Commercial	\$0.6	1.7%	0.0%
Commercial Non-Owner Occupied	\$2.0	6.0%	45.5%
Commercial Owner Occupied	\$0.0	0.0%	0.0%
Consumer	\$0.0	0.4%	0.0%
Real Estate Investment	\$0.0	0.1%	0.0%
Other	\$0.0	0.0%	0.0%
<b>Total Change</b>	<b>-\$1.3</b>	<b>-3.5%</b>	

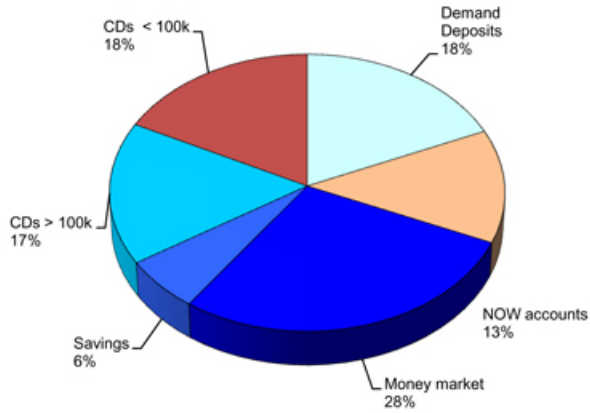
Change 6/11 to 6/12		
	\$	% of
		% of Type
Construction and Land Development	-\$4.2	-9.9%
King Carter Golf Community	\$0.3	1.7%
Commercial	\$0.6	1.7%
Commercial Non-Owner Occupied	\$2.0	6.0%
Commercial Owner Occupied	\$0.0	0.0%
Consumer	\$0.0	0.4%
Real Estate Investment	\$0.0	0.1%
Other	\$0.0	0.0%
<b>Total Change</b>	<b>-\$1.3</b>	<b>-3.5%</b>

Based on call report filings (\$ in millions)

# Deposit Composition

06/30/12

<b>Demand Deposits</b>	\$591.8	18%
<b>NOW accounts</b>	\$425.2	13%
<b>Money market</b>	\$905.7	28%
<b>Savings</b>	\$198.7	6%
<b>CDs &gt; 100k</b>	\$534.7	17%
<b>CDs &lt; 100k</b>	\$562.9	17%
<b>Total</b>	<b>\$3,218.9</b>	<b>100%</b>

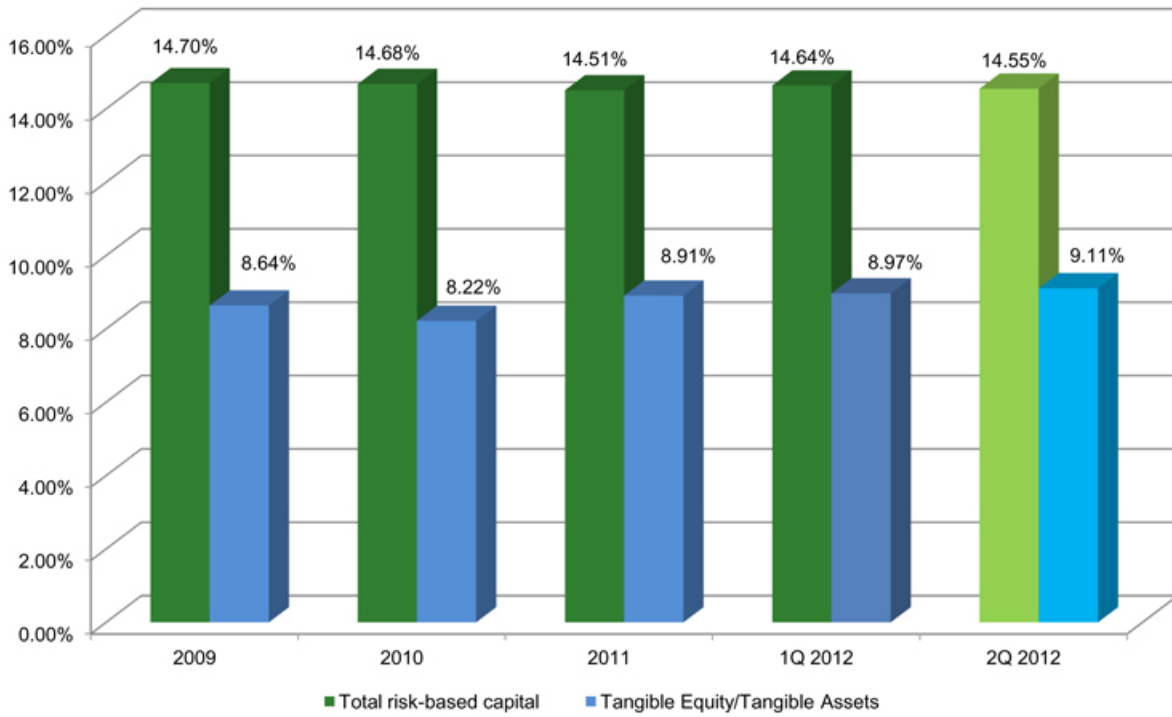


Change 6/11 to 6/12		
	Composition	
	\$	%
<b>Demand Deposits</b>	\$71.2	14%
<b>NOW accounts</b>	\$46.7	12%
<b>Money market</b>	\$63.6	8%
<b>Savings</b>	\$23.0	13%
<b>CDs &gt; 100k</b>	\$28.6	6%
<b>CDs &lt; 100k</b>	-\$97.3	-15%
<b>Total</b>	<b>\$136.9</b>	<b>4%</b>

**Demand Deposits**  
**NOW accounts**  
**Money market**  
**Savings**  
**CDs > 100k**  
**CDs < 100k**

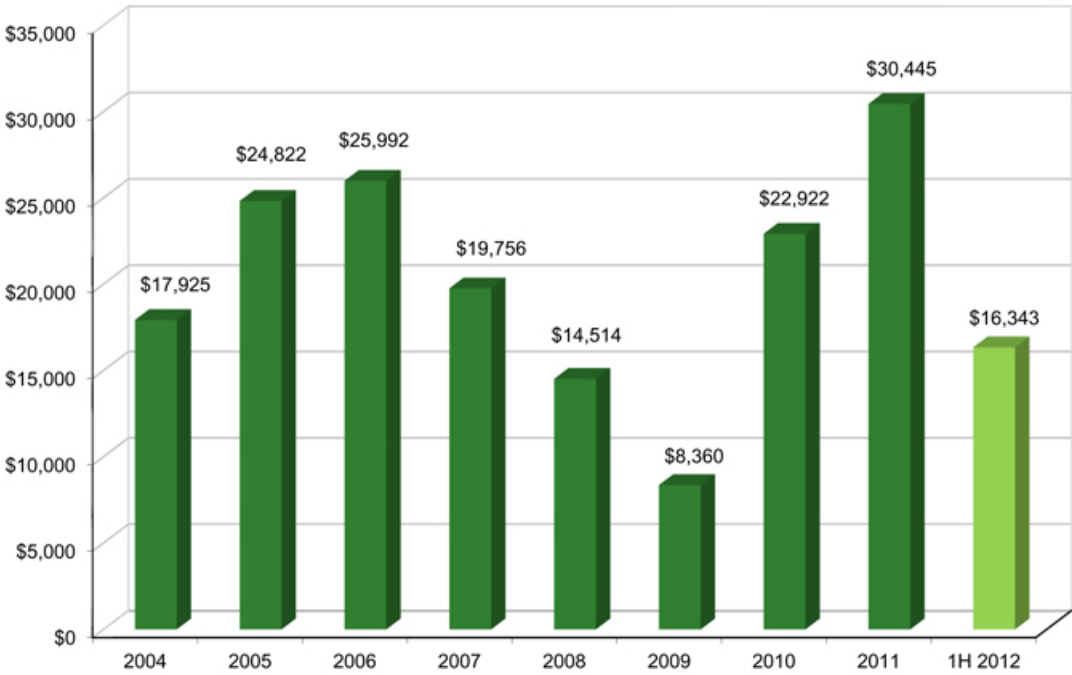
\$ in millions

# Capital Ratios

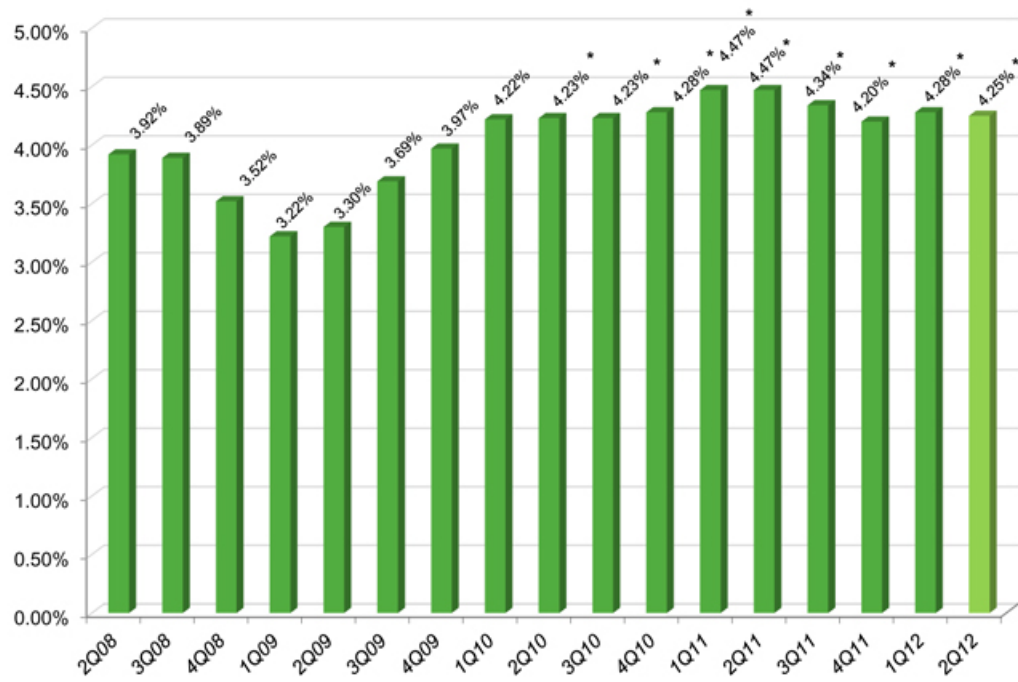




# Net Income



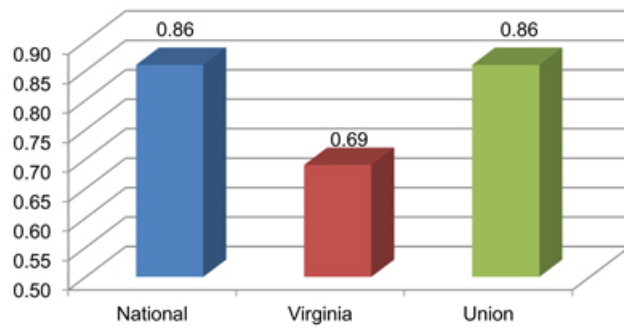
# Net Interest Margin



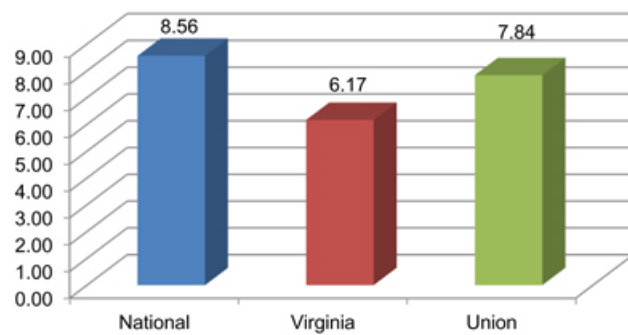
\* Excludes acquisition accounting impact

# ROA/ROE Peer Comparison

## ROA



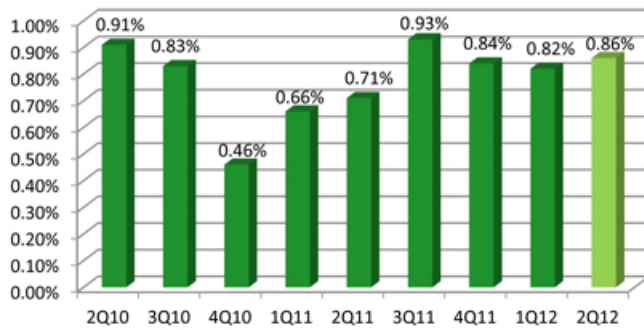
## ROE



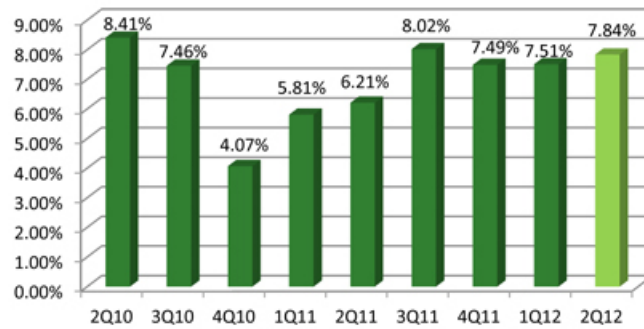
Median as of June 30, 2012  
National banks includes all \$2 - \$8 Billion banks

# ROA/ROE Quarterly Trends

## ROA



## ROE



- ❖ Focus has primarily been on merger integration, products and asset quality over the past few years
  - ❖ Strong results from that effort
  - ❖ Customer surveys show satisfaction at all-time high and teammate surveys show similar high marks
- ❖ Now time to turn to fee income and non-interest expense levels to improve profitability and increase returns
- ❖ We are working to create a roadmap to improve efficiency, increase revenue and reduce expenses

- ❖ A large national insurance company decided to exit the mortgage business in late 2011
- ❖ Union Mortgage hired 28 originators as well as additional processors and leaders
- ❖ Contribution from mortgage company doubled in second quarter to \$470,000
  - ❖ April was not profitable as we finished adding support staff
- ❖ Expect originators to reach full capacity as the year progresses

- ❖ Stable to growing economy in footprint – impact of Federal budget cuts (including defense) not known
- ❖ Positive asset quality trends continue as commercial and residential real estate market stabilize further
- ❖ Expect continued loan growth
- ❖ Project increasing contribution from Union Mortgage Group
- ❖ Still plenty of expansion opportunities in Virginia
  - ❖ Organic
  - ❖ Acquisition

- ❖ Branch footprint is a competitive advantage and brings a unique franchise value
- ❖ Strong balance sheet and capital base
- ❖ Experienced management team
- ❖ Successful acquirer and integrator
- ❖ Proven financial performance in all market environments
  - ❖ Higher ROA and ROE than Virginia peers
  - ❖ Increased quarterly dividend twice in 2012



# APPENDIX

## Lending Philosophy

- ✦ In-market lender
- ✦ Granular portfolio analysis
- ✦ Full guarantees of commercial credits

## Best In Class Risk Mitigation Practices

- ✦ Our standard practice for years
- ✦ Forward looking
- ✦ Move early to protect
- ✦ Special Assets Committee

## Control Environment

- ✦ Strong internal policies
- ✦ Active compliance, audit teams
- ✦ Positive regulatory relations

## Acted Early In The Current Cycle

- ✦ Reappraised loans starting in late 2007
- ✦ Received additional collateral where necessary
- ✦ Working with clients wherever possible
- ✦ Better results than Virginia peers

## Key Findings from our Fall 2011 surveys:

- ✔ 94% of our customers gave us either an “A” (66%) or “B” (28%)
  - ✔ Higher than either Union Bank & Trust or First Market Bank scored prior to the merger
- ✔ Only 85% of prospects gave their Bank “A” or “B”
- ✔ Net promoter score of 49% compared to competitors’ score of 21%
- ✔ Teammates rate us high as an employer and as a bank
  - ✔ 83% gave Union “A” (28%) or “B” (55%) as an employer
  - ✔ 93% rated Union “A” (50%) or “B” (43%) as a bank
  - ✔ 68% of Teammates are likely to recommend us as a bank
- ✔ Customers rate Teammates higher than Teammates rate themselves
  - ✔ 96% of customers gave Teammates an “A” (79%) or “B” (17%)

**THANK YOU!**