

**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: June 9, 2013**  
**(Date of earliest event reported)**

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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) (Zip Code)**

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

**Not Applicable**  
**(Former name or former address, if changed since last report)**

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

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**Item 8.01. Other Events.**

On June 10, 2013, Union First Market Bankshares Corporation (“Union”) and StellarOne Corporation (“StellarOne”) announced that they have entered into an Agreement and Plan of Reorganization, dated as of June 9, 2013 (the “Merger Agreement”), pursuant to which StellarOne will merge with and into Union.

A copy of the press release issued jointly by Union and StellarOne announcing the execution of the Merger Agreement is included as Exhibit 99.1 to this report and is incorporated herein by reference. In addition, Union and StellarOne will be providing supplemental information regarding the proposed transaction in connection with presentations to analysts and investors. The slides to be used in connection with these presentations are attached hereto as Exhibit 99.2.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

The following exhibits are filed herewith:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release issued jointly by Union First Market Bankshares Corporation and StellarOne Corporation on June 10, 2013.
99.2	Investor Presentation, dated June 10, 2013.

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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 hereunto duly authorized.

**UNION FIRST MARKET  
BANKSHARES CORPORATION**

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

Date: June 10, 2013

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**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release issued jointly by Union First Market Bankshares Corporation and StellarOne Corporation on June 10, 2013.
99.2	Investor Presentation, dated June 10, 2013.



**Union First Market Bankshares Corporation Announces Agreement to  
Acquire StellarOne Corporation**

Richmond, Va., June 10, 2013 – Union First Market Bankshares Corporation (NASDAQ: UBSH, or “Union”) and StellarOne Corporation (NASDAQ: STEL, or “StellarOne”) today announced the signing of a definitive merger agreement, pursuant to which Union will acquire StellarOne, creating the largest community banking institution in the Commonwealth of Virginia.

Based on financials reported on March 31, 2013, the combined companies would have total assets of \$7.1 billion, deposits of \$5.8 billion and loans of \$5.2 billion. Union will operate in all major Virginia markets, deepening its presence in its current footprint and expanding in key trade areas and, on a pro forma basis, will have the fifth largest branch network in Virginia. The company will retain the Union name and corporate headquarters will remain in Richmond.

“We are excited about the opportunity to bring our organizations together and establish the next great Virginia bank. We have long believed that the combination of Union and StellarOne would be powerful. Our combined statewide footprint coupled with our shared commitment to exceptional service positions us as a strong competitor against large regional institutions and smaller community banks alike,” said G. William Beale, Chief Executive Officer of Union. “The combination of two of Virginia’s largest community banks provides Union with the growth and synergies to continue to deliver a best in class customer experience, offer superior financial services and solutions, provide a rewarding experience for our teammates and generate top-tier financial performance for our shareholders.”

“The combination of our two great Virginia based institutions provides tremendous new opportunities for our customers, shareholders and employees. This transaction marks a significant milestone for banking in Virginia,” said O. R. Barham, Jr., President and Chief Executive Officer of StellarOne. “The compatible culture of our two organizations makes this partnership a natural fit. We both are deeply committed to our communities and this merger will allow us to better serve current and future customers in markets across the Commonwealth.”

Union’s current executive management, led by Beale, will form the core of the company’s leadership team. The Union Board of Directors will expand to 19 members, and will be comprised of 11 members from the current Union Board and eight members from the StellarOne Board. Current StellarOne Chairman Raymond D. Smoot, Jr. will serve as Chairman of the combined company and current Union Chairman Ronald L. Hicks will serve as Vice Chairman. Barham will retire as previously announced, with his retirement effective upon closing of the merger.

Under the terms of the agreement, common shareholders of StellarOne will receive 0.9739 shares of Union common stock for each share of StellarOne. This implies a deal value per share of \$19.50 or approximately \$445.1 million in the aggregate based on Union’s closing stock price of \$20.02 on June 7, 2013.

In consideration of the merger, extensive due diligence was performed by both companies over a four-week period. Under the proposed terms, the transaction is expected to be accretive to Union’s earnings per share in 2014 and thereafter. Further it is anticipated that the transaction will be immediately accretive to Union’s capital ratios and result in capital levels well in excess of regulatory minimums.

The merger agreement has been unanimously approved by the board of directors of each company. The companies expect to consummate the transaction on or around January 1, 2014, subject to customary closing conditions, including regulatory and shareholder approvals.

Keefe, Bruyette and Woods, Inc. acted as financial advisor to Union and LeClairRyan, A Professional Corporation acted as its legal advisor in the transaction. Raymond James & Associates acted as financial advisor to StellarOne and Troutman Sanders LLP acted as its legal advisor.

#### **Investor presentation**

An investor presentation has been created for this announcement. It can be located at Union's investor website <http://investors.bankatunion.com> – news and events – other documents. Management will discuss the presentation and answer questions from analysts during a conference call scheduled for 10:00 a.m. today.

#### **Analyst Conference Call**

Union will host a conference call to discuss today's announcement at 10:00 a.m. Eastern Daylight Time. It can be accessed at (877) 833-2972-93941664 or online at [http://us.reg.meeting-stream.com/unionfirstmarketbank\\_061013](http://us.reg.meeting-stream.com/unionfirstmarketbank_061013). A replay of the webcast will be available at approximately 1:00 p.m. EDT by dialing (855) 859-2056 or (404) 537-3406 and using 93941664. The replay will be available until June 15. A copy will also be posted on the company's investor website <http://investors.bankatunion.com> and at [http://us.reg.meeting-stream.com/unionfirstmarketbank\\_061013](http://us.reg.meeting-stream.com/unionfirstmarketbank_061013).

#### **Media Availability**

Senior leadership of Union will be available to members of the news media from 11:00 a.m. to 11:30 a.m. at the company's headquarters at Three James Center, 1051 East Cary Street, Suite 1200, in Richmond.

#### **About Union First Market Bankshares**

Headquartered in Richmond, Virginia, Union First Market Bankshares Corporation (NASDAQ: UBSH) is the holding company for Union First Market Bank, which has \$4.1 billion in assets, 90 branches and more than 150 ATMs throughout Virginia. Non-bank affiliates of the holding company include: Union Investment Services, Inc., which provides full brokerage services; Union Mortgage Group, Inc., which provides a full line of mortgage products, and Union Insurance Group, LLC, which offers various lines of insurance products. Union First Market Bank also owns a non-controlling interest in Johnson Mortgage Company, L.L.C.

Additional information on the Company is available at <http://investors.bankatunion.com>.

#### **About StellarOne**

StellarOne Corporation is a traditional community bank with assets of \$3.01 billion offering a full range of business and consumer banking services, including trust and wealth management services. Through the activities of its sole subsidiary, StellarOne Bank, StellarOne operates more than 50 full-service financial centers, two loan production offices, and more than 60 ATMs serving the New River Valley, Roanoke Valley, Shenandoah Valley, Richmond, Tidewater, and Central and North Central Virginia.

#### **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 release 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.

#### **Forward-Looking Statements**

Statements made in this release, other than those concerning historical financial information, may be considered forward-looking statements, which speak only as of the date of this release and are based on current expectations and involve a number of assumptions. These include statements as to the anticipated benefits of the merger, including future financial and operating results, cost savings and enhanced revenues that may be realized from the merger as well as other statements of expectations regarding the merger and any other statements regarding future results or expectations. Each of Union and StellarOne intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995 and is including this statement for purposes of these safe harbor provisions. The companies' respective abilities to predict results, or the actual effect of future plans or strategies, is inherently uncertain. Factors which could have a material effect on the operations and future prospects of each of Union and StellarOne and the resulting company, include but are not limited to: (1) the businesses of Union and/or StellarOne may not be integrated successfully or such integration may be more difficult, time-consuming or costly than expected; (2) expected revenue synergies and cost savings from the merger may not be fully realized or realized within the expected time frame; (3) revenues following the merger may be lower than expected; (4) customer and employee relationships and business operations may be disrupted by the merger; (5) the ability to obtain required regulatory and stockholder approvals, and the ability to complete the merger on the expected timeframe may be more difficult, time-consuming or costly than expected; (6) changes in interest rates, general economic conditions, legislative/regulatory changes, monetary and fiscal policies of the U.S. government, including policies of the U.S. Treasury and the Board of Governors of the Federal Reserve; the quality and composition of the loan and securities portfolios; demand for loan products; deposit flows; competition; demand for financial services in the companies' respective market areas; their

implementation of new technologies; their ability to develop and maintain secure and reliable electronic systems; and accounting principles, policies, and guidelines, and (7) other risk factors detailed from time to time in filings made by Union or StellarOne with the SEC. Union and StellarOne undertake no obligation to update or clarify these forward-looking statements, whether as a result of new information, future events or otherwise.

**Contact:**

Bill Cimino, VP and Director of Corporate Communications, Union First Market Bank 804-448-0937





***The Next Great Virginia Bank***

**Investor Presentation  
June 10, 2013**

Statements made in this presentation, other than those concerning historical financial information, may be considered forward-looking statements, which speak only as of the date of this presentation and are based on current expectations and involve a number of assumptions. These include statements as to the anticipated benefits of the merger, including future financial and operating results, cost savings and enhanced revenues that may be realized from the merger as well as other statements of expectations regarding the merger and any other statements regarding future results or expectations. Each of Union and StellarOne intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995 and is including this statement for purposes of these safe harbor provisions. The companies' respective abilities to predict results, or the actual effect of future plans or strategies, is inherently uncertain. Factors which could have a material effect on the operations and future prospects of each of Union and StellarOne and the resulting company, include but are not limited to: (1) the businesses of Union and/or StellarOne may not be integrated successfully or such integration may be more difficult, time-consuming or costly than expected; (2) expected revenue synergies and cost savings from the merger may not be fully realized or realized within the expected time frame; (3) revenues following the merger may be lower than expected; (4) customer and employee relationships and business operations may be disrupted by the merger; (5) the ability to obtain required regulatory and stockholder approvals, and the ability to complete the merger on the expected timeframe may be more difficult, time-consuming or costly than expected; (6) changes in interest rates, general economic conditions, legislative/regulatory changes, monetary and fiscal policies of the U.S. government, including policies of the U.S. Treasury and the Board of Governors of the Federal Reserve; the quality and composition of the loan and securities portfolios; demand for loan products; deposit flows; competition; demand for financial services in the companies' respective market areas; their implementation of new technologies; their ability to develop and maintain secure and reliable electronic systems; and accounting principles, policies, and guidelines, and (7) other risk factors detailed from time to time in filings made by Union or StellarOne with the SEC. Union and StellarOne undertake no obligation to update or clarify these forward-looking statements, whether as a result of new information, future events or otherwise.

## Acquisition Highlights

### Strategic Merit

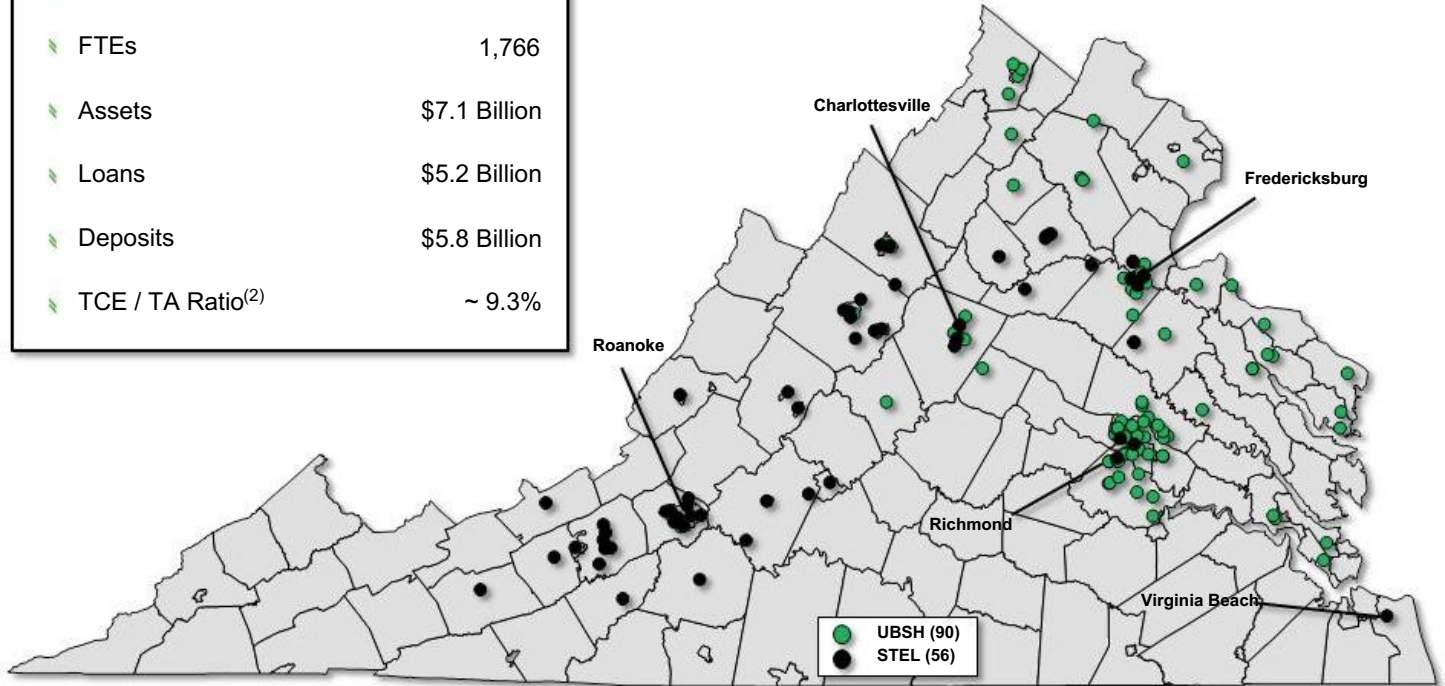
- ✔ Creates the dominant community bank in Virginia
- ✔ Scale overshadows in-state competitors
- ✔ Expands presence to include all major Virginia markets
- ✔ Broadens and deepens competitive strengths

### 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 Highlights<sup>(1)</sup>

Branches	146
FTEs	1,766
Assets	\$7.1 Billion
Loans	\$5.2 Billion
Deposits	\$5.8 Billion
TCE / TA Ratio <sup>(2)</sup>	~ 9.3%



Source: SNL Financial and MapInfo Professional

- (1) Assumes transaction was consummated on 3/31/2013
- (2) Estimated at close

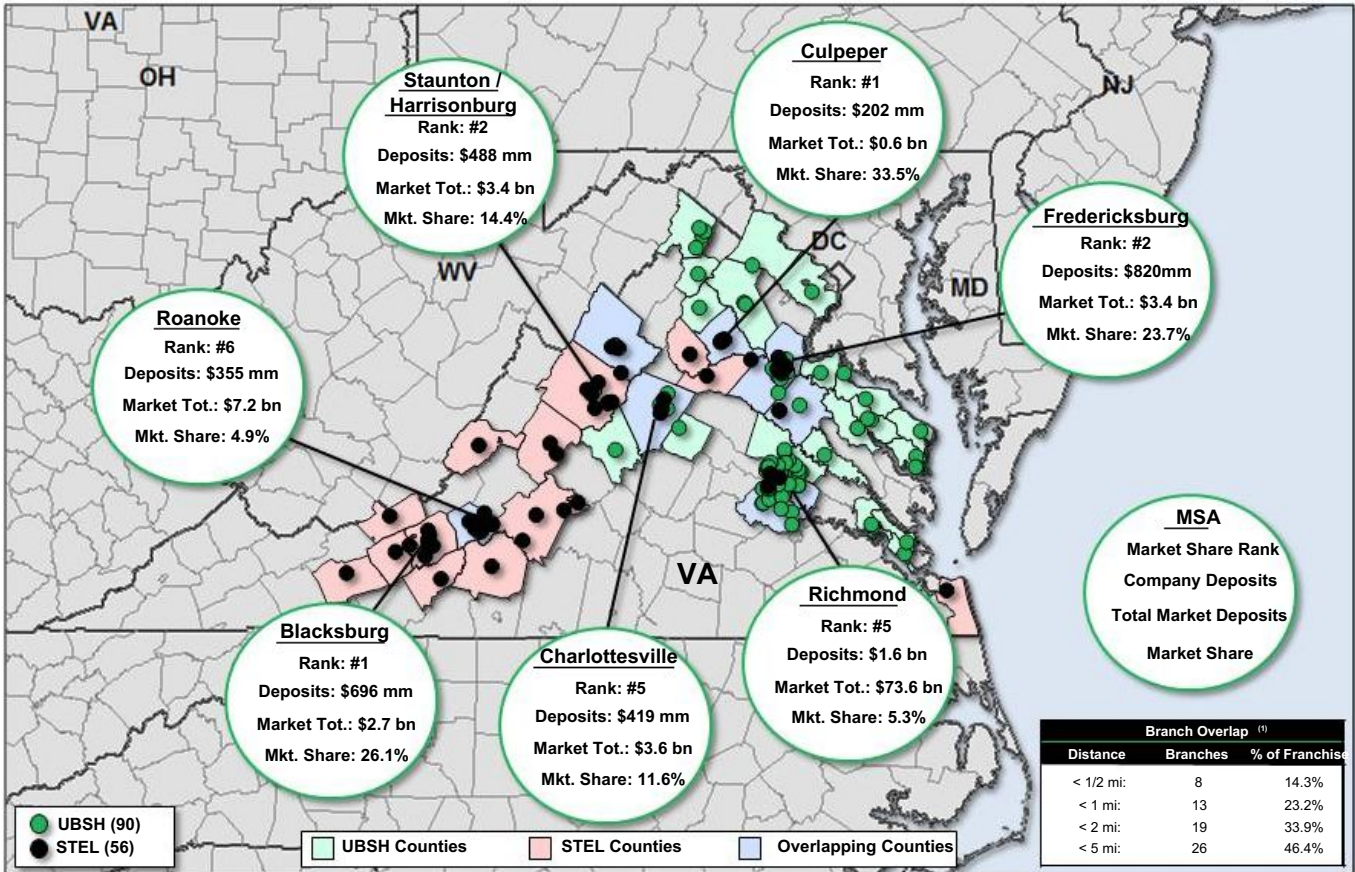
## Virginia Deposit Market Share

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</b>	<b>3.4</b>
6	United Bankshares Inc. (WV)	68	4,176	2.5
7	Carter Bank & Trust (VA)	88	3,502	2.1
<b>8</b>	<b>Union First Market Bkshs Corp. (VA)</b>	<b>90</b>	<b>3,227</b>	<b>1.9</b>
9	TowneBank (VA)	21	3,096	1.8
10	PNC Financial Services Group (PA)	101	2,829	1.7
<b>11</b>	<b>StellarOne Corp. (VA)</b>	<b>56</b>	<b>2,475</b>	<b>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</b>	<b>74.3</b>
	<b>Totals (1-136)</b>	<b>2,616</b>	<b>169,012</b>	<b>100.0</b>

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

	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	=
Deposits (\$mm):	\$1,551	+	\$44	=	\$1,595	\$330	+	\$89	=	\$419	\$664	+	\$156	=	\$820
Market Rank:	5	+	27	=	5	6	+	8	=	5	3	+	10	=	2
	Roanoke				Staunton / Harrisonburg				Blacksburg						
Expanding	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	=
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



Source: SNL Financial and MapInfo Professional

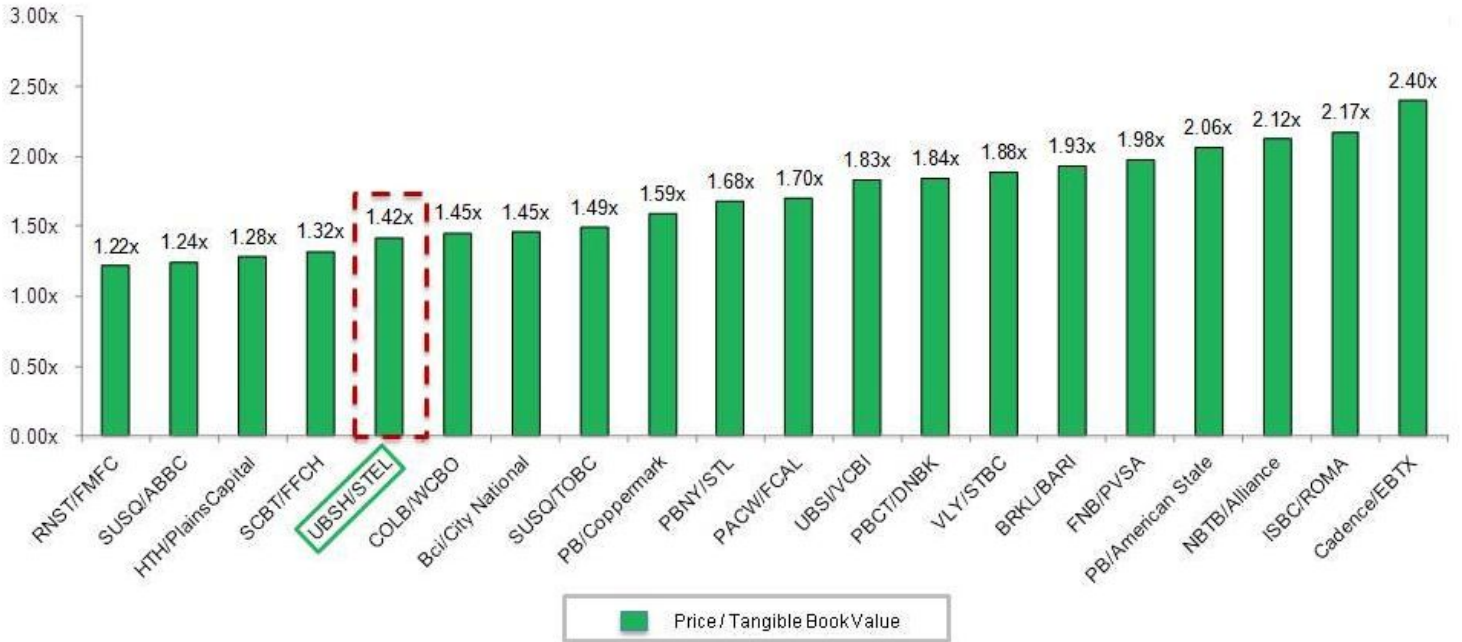
(1) Represents the number of STEL branches within a given radius of a UBSH branch; Shown as a percent of STEL total branches

<b>Transaction:</b>	Union First Market Bankshares Corporation acquisition of StellarOne Corporation	
<b>Fixed Exchange Ratio:</b>	0.9739x shares of UBSH common stock for each share of STEL	
<b>Consideration:</b>	100% stock	
<b>Transaction Value<sup>(1)</sup>:</b>	\$19.50 per share or \$445.1 million	
<b>Ownership Split:</b>	52.9% UBSH / 47.1% STEL	
<b>Name:</b>	Union First Market Bankshares Corporation	
<b>Named Executives:</b>	Chief Executive Officer:	G. William Beale (UBSH)
	President of the Bank:	John Neal (UBSH)
	Chief Financial Officer:	Robert Gorman (UBSH)
	Chief Banking Officer:	D. Anthony Peay (UBSH)
	Chief Retail Officer:	Elizabeth Bentley (UBSH)
<b>Board Composition:</b>	(11) UBSH / (8) STEL	
	Chairman:	Raymond Smoot Jr. (STEL)
	Vice Chairman:	Ronald Hicks (UBSH)
<b>Capital:</b>	Excess capital generated in the transaction will be used to repurchase shares post closing of the acquisition	
<b>Required Approval:</b>	Customary regulatory and shareholder approvals of both UBSH and STEL shareholders	
<b>Expected Close:</b>	Q4 2013 / Q1 2014	

(1) Based on UBSH closing price of \$20.02 as of 6/7/2013



Recent nationwide bank & thrift transactions with deal values between \$150 million and \$1 billion since 1/1/2011



Source: SNL Financial; Based on STEL's tangible book value per share of \$13.76

## Due Diligence Highlights

- ✔ Comprehensive 4 week due diligence process
- ✔ Face-to-face interview sessions for all lines of business
- ✔ 3<sup>rd</sup> party resources
  - ✔ Loan review
  - ✔ Legal & Tax

## Credit Due Diligence

- ✔ Reviewed individual loan files for \$842 million or 61% of outstanding commercial loans
- ✔ Examined an additional \$156 million of unfunded commitments
- ✔ Sample included 61% of Bank-rated special mention and substandard loans totaling \$134 million or 10% of the commercial portfolio
- ✔ Reviewed residential, consumer and OREO on a portfolio level
- ✔ Modeled a credit mark of \$53.5 million or 2.5% of the loan and OREO portfolio

## Impact

<b>EPS</b>	<ul style="list-style-type: none"> <li>✦ <b>Double digit</b> accretion to earnings per share with fully phased in expense savings</li> </ul>
<b>Book Value</b>	<ul style="list-style-type: none"> <li>✦ <b>Single digit</b> tangible book value per share dilution                             <ul style="list-style-type: none"> <li>✦ Accretive in approximately <b>5 years</b></li> </ul> </li> </ul>
<b>Capital <sup>(1)</sup></b>	<ul style="list-style-type: none"> <li>✦ Approximately <b>25 bps accretive</b> to tangible common equity / tangible assets</li> <li>✦ Total risk-based capital in excess of 14.0%</li> </ul>
<b>IRR</b>	<ul style="list-style-type: none"> <li>✦ Internal rate of return <b>&gt; 20%</b></li> </ul>

## 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) Estimated at closing

(2) Net expense savings contemplates the potential for lost revenue in specific areas

## The Next Great Virginia Bank

- ✔ Creates the dominant community bank in Virginia
- ✔ Enhances competitive position in major markets
- ✔ Accretive to EPS
- ✔ Generates excess capital
- ✔ Strong IRR

# APPENDIX

## Overview

Headquarters:	Richmond, Virginia
Ticker:	UBSH
Established:	1902
Branches:	90
Chief Executive Officer:	G. William Beale
Chief Financial Officer:	Robert Gorman

## Market Valuation

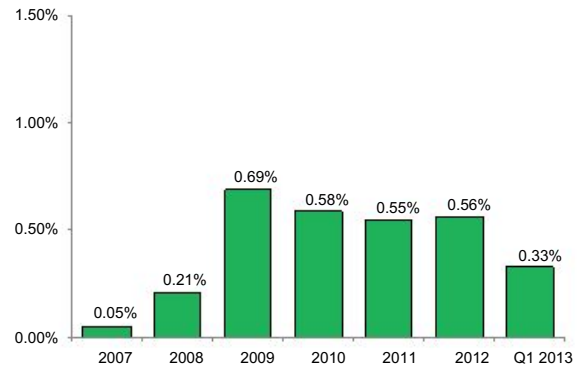
Price (6/7/13):	\$20.02
Market Cap. (\$mm):	\$497.7
Price / Book:	1.16x
Price / Tang. Book:	1.40x
Price / 2014 EPS: <sup>(1)</sup>	12.8x
Dividend Yield:	2.6%

## Financial Highlights

(Dollars in thousands)

	Years Ended, December 31,			Quarter Ended
	2010	2011	2012	3/31/2013
<b>Balance Sheet Items</b>				
Total Assets	\$3,837,247	\$3,907,087	\$4,095,865	\$4,051,135
Total Net Loans	2,872,821	2,853,936	3,099,629	3,066,238
Deposits	3,070,059	3,175,105	3,297,767	3,311,749
Equity	428,085	421,639	435,863	430,773
Tangible Common Equity	308,440	341,092	360,652	356,631
<b>Profitability</b>				
Net Income to Common	\$21,008	\$27,769	\$35,411	\$8,983
Core ROAA <sup>(2)</sup>	0.91 %	0.91 %	0.98 %	0.95 %
Core ROAE <sup>(2)</sup>	8.2	7.9	9.0	8.9
Net Interest Margin	4.56	4.57	4.34	4.23
Efficiency Ratio	59.3	63.0	63.5	67.0
Fee Income / Op. Rev.	18.4	17.5	20.9	20.7
<b>Balance Sheet Ratios</b>				
TCE / TA	8.22 %	8.91 %	8.97 %	8.97 %
Total Capital Ratio	14.68	14.51	14.57	14.44
<b>Asset Quality</b>				
NPLs / Loans	2.57 %	4.97 %	2.48 %	2.12 %
NPAs / Loans + OREO	3.76	6.01	3.49	3.24
LLR / Loans	1.32	1.36	1.11	1.11

## Net Charge-Offs / Average Loans



Source: SNL Financial; Market data as of 6/7/2013

(1) First Call Consensus estimates

(2) Core income excludes extraordinary items, non-recurring items and gains/losses on sale of securities

## Overview

Headquarters:	Charlottesville, Virginia
Ticker:	STEL
Established:	1900
Branches:	56
Chief Executive Officer:	O.R. Barham Jr.
Chief Financial Officer:	Jeffrey Farrar

## Market Valuation

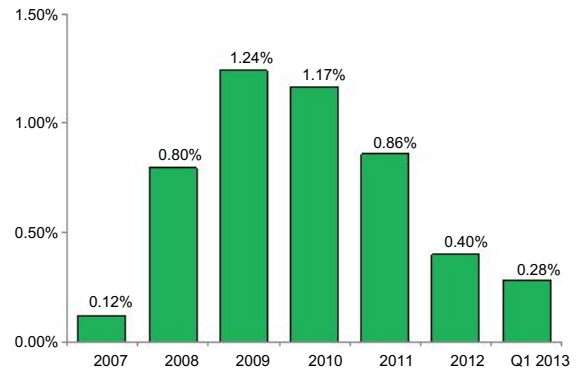
Price (6/7/13):	\$16.21
Market Cap. (\$mm):	\$365.9
Price / Book:	0.85x
Price / Tang. Book:	1.18x
Price / 2014 EPS: <sup>(1)</sup>	14.8x
Dividend Yield:	2.5%

## Financial Highlights

(Dollars in thousands)

	Years Ended, December 31,			Quarter Ended
	2010	2011	2012	3/31/2013
<b>Balance Sheet Items</b>				
Total Assets	\$2,940,442	\$2,917,928	\$3,023,204	\$3,013,889
Total Net Loans	2,114,071	2,041,082	2,087,547	2,142,477
Deposits	2,386,102	2,395,600	2,484,324	2,476,005
Equity	426,437	414,173	431,642	428,753
Tangible Common Equity	277,360	294,327	313,741	310,479
<b>Profitability</b>				
Net Income to Common	\$7,900	\$13,430	\$22,163	\$5,911
Core ROAA <sup>(2)</sup>	0.32 %	0.57 %	0.77 %	0.84 %
Core ROAE <sup>(2)</sup>	2.3	3.9	5.4	5.9
Net Interest Margin	3.65	3.80	3.80	3.73
Efficiency Ratio	70.8	70.4	68.3	68.2
Fee Income / Op. Rev.	25.7	25.0	24.0	23.8
<b>Balance Sheet Ratios</b>				
TCE / TA	9.84 %	10.52 %	10.80 %	10.72 %
Total Capital Ratio	15.44	16.42	16.86	16.47
<b>Asset Quality</b>				
NPLs / Loans	3.87 %	3.36 %	2.79 %	2.42 %
NPAs / Loans + OREO	4.35	3.76	3.06	2.71
LLR / Loans	1.75	1.57	1.41	1.34

## Net Charge-Offs / Average Loans



Source: SNL Financial; Market data as of 6/7/2013

(1) First Call Consensus estimates

(2) Core income excludes extraordinary items, non-recurring items and gains/losses on sale of securities

**Union First Market Bankshares Corporation**

**StellarOne Corporation**

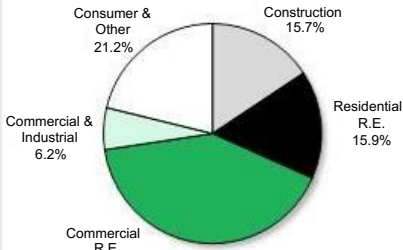
**Pro Forma**

**Total: \$2,974mm**

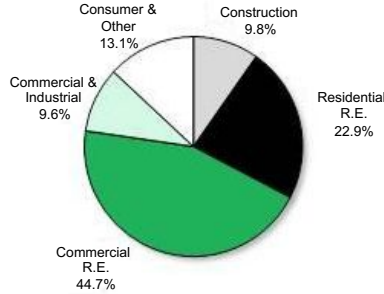
**Total: \$2,141mm**

**Total: \$5,115mm**

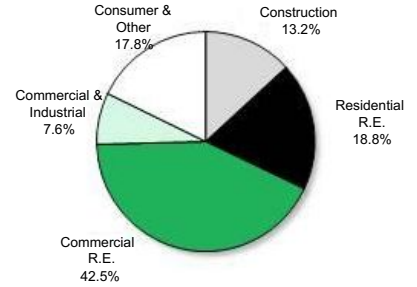
Loan Mix



**Yield on Loans: 5.05%**



**Yield on Loans: 4.82%**



**Total: \$3,312mm**

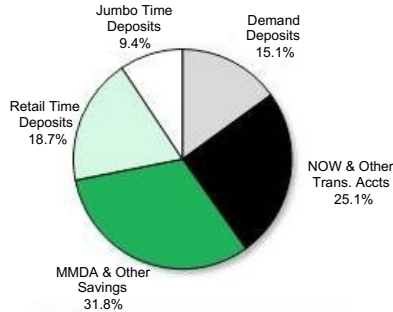
**Total: \$2,476mm**

**Total: \$5,788mm**

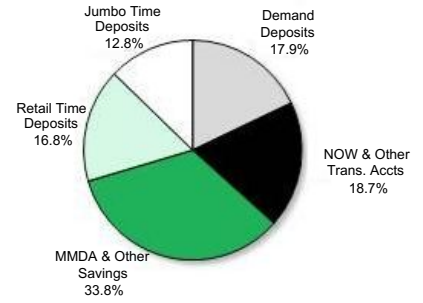
Deposit Mix



**Cost of Total Deposits: 0.48%**



**Cost of Total Deposits: 0.51%**



Source: SNL Financial  
UBSH loan and deposit data as of 3/31/2013 per SEC filings  
STEL loan and deposit data as of 3/31/2013 per SEC filings



## 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.