# UNITED STATES FEDERAL DEPOSIT INSURANCE CORPORATION Washington, D.C. 20429

#### 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): November 8, 2022

#### BANK OZK

(Exact name of registrant as specified in its charter)

Arkansas 110 71-0130170
(State or other jurisdiction of incorporation) (FDIC Certificate Number) (IRS Employer Identification No.)

18000 Cantrell Road, Little Rock, Arkansas
(Address of principal executive offices) (Zip Code)

(501) 978-2265

(Registrant's telephone number, including area code)

#### Not Applicable

(Former name or former address, if changed since last report)

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.):

- ( ) 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value per share	OZK	Nasdaq Global Select Market
4.625% Series A Non-Cumulative Perpetual Preferred Stock, \$0.01 par value per share	OZKAP	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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Emerging growth company
If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided
pursuant to Section 13(a) of the Exchange Act. □

#### Item 7.01 Regulation FD Disclosure

Bank OZK (the "Company") has updated its Investor Presentation to reflect Third Quarter 2022 financial information and other data. A copy of the Company's Investor Presentation is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information furnished pursuant to this Item 7.01, including Exhibit 99.1, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that section, and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act except as expressly set forth by specific reference in such filing.

The information contained in this presentation is summary information that is intended to be considered in the context of the Company's filings with the Federal Deposit Insurance Corporation ("FDIC") and other public announcements that the Company may make, by press release or otherwise, from time to time. The Company undertakes no duty or obligation to publicly update or revise the information contained in this report, although it may do so from time to time as its management believes is warranted. Any such updating may be made through the filing of other reports or documents with the FDIC, through press releases, or through other public disclosure, including disclosure on the Company's website.

#### **Cautionary Statements Regarding Forward-Looking Information**

This Current Report on Form 8-K and certain other communications by the Company contain statements that constitute "forward-looking statements" within the meaning of, and subject to the protections of, Section 27A of the Securities Act of 1933 and Section 21E of the Exchange Act. Such statements are based on currently available information and are subject to various risks and uncertainties that could cause actual results to differ materially from the Company's present expectations. Undue reliance should not be placed on such forward-looking statements, as such statements speak only as of the date on which they are made and the Company undertakes no obligation to update such statements. Additional information regarding these and other risks is contained in the Company's filings with the FDIC.

#### Item 9.01 Financial Statements and Exhibits

- (d) Exhibits. The following exhibit is being furnished to this Current Report on Form 8-K:
  - 99.1 Bank OZK Investor Presentation (November 2022)

#### **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.

#### **BANK OZK**

Date: November 8, 2022 By: /s/ Tim Hicks

Name: Tim Hicks

Title: Chief Financial Officer

#### **EXHIBIT INDEX**

**Exhibit No. Document Description** 

99.1 Bank OZK Investor Presentation (November 2022)



Nasdaq: OZK | November 2022

# **Forward-Looking Information**

This presentation and other communications by Bank OZK (the "Bank") include certain "forward-looking statements" regarding the Bank's plans, expectations, thoughts, beliefs, estimates, goals and outlook for the future that are intended to be covered by the Private Securities Litigation Reform Act of 1995. Forward-looking statements are based on management's expectations as well as certain assumptions and estimates made by, and information available to, management at the time. Those statements are not guarantees of future results or performance and are subject to certain known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those expressed in, or implied by, such forward-looking statements. These risks, uncertainties and other factors include, but are not limited to: potential delays or other problems in implementing the Bank's growth, expansion and acquisition strategies, including hiring or retaining qualified personnel, obtaining regulatory or other approvals, delays in identifying satisfactory sites, obtaining permits and designing, constructing and opening new offices or relocating, selling or closing existing offices; the ability to enter into and/or close additional acquisitions; the availability of and access to capital; possible downgrades in the Bank's credit ratings or outlook which could increase the costs of or decrease the availability of funding from capital markets; the ability to attract new or retain existing or acquired deposits or to retain or grow loans, including growth from unfunded closed loans; the ability to generate future revenue growth or to control future growth in non-interest expense; interest rate fluctuations, including changes in the yield curve between short-term and long-term interest rates or changes in the relative relationships of various interest rate indices; the potential impact of the transition from the London Interbank Offered Rate ("LIBOR") as a reference rate; competitive factors and pricing pressures, including their effect on the Bank's net interest margin or core spread; general economic, unemployment, credit market and real estate market conditions, and the effect of such conditions on the creditworthiness of borrowers, collateral values, the value of investment securities and asset recovery values; recently enacted and potential laws and regulatory requirements, including those actions in response to the coronavirus ("COVID-19") pandemic, or changes to existing laws and regulatory requirements, including changes affecting oversight of the financial services industry or changes in the interpretation and enforcement of such laws and requirements, and the costs and expenses to comply with new and/or existing legislation and regulatory requirements; changes in U.S. government monetary and fiscal policy; FDIC special assessments or changes to regular assessments; the ability to keep pace with technological changes, including changes regarding maintaining cybersecurity; the impact of failure in, or breach of, our operational or security systems or infrastructure, or those of third parties with whom we do business, including as a result of cyber-attacks or an increase in the incidence or severity of fraud. illegal payments, security breaches or other illegal acts impacting the Bank or its customers; natural disasters or acts of war or terrorism; the adverse effects of the ongoing alobal COVID-19 pandemic, including the duration of the pandemic and actions taken to contain or treat COVID-19, on the Bank, the Bank's customers, the Bank's staff, the global economy and the financial markets; the potential impact of continuing inflationary pressures; the potential impact of supply chain disruptions; national, international or political instability or military conflict, including the ongoing war in Ukraine; the competition and costs of recruiting and retaining human talent; impairment of our goodwill or other intangible assets; adoption of new accounting standards, or changes in existing standards; and adverse results (including costs, fines, reputational harm and/or other negative effects) from current or future litigation, regulatory examinations or other legal and/or regulatory actions or rulings as well as other factors identified in this communication or as detailed from time to time in our public filings, including those factors described in the disclosures under the headings "Forward-Looking Information" and "Item 1A. Risk Factors" in our most recent Annual Report on Form 10-K for the year ended December 31, 2021 and our quarterly reports on Form 10-Q. Should one or more of the foregoing risks materialize, or should underlying assumptions prove incorrect, actual results or outcomes may vary materially from those described in, or implied by, such forward-looking statements. The Bank disclaims any obligation to update or revise any forward-looking statements based on the occurrence of future events, the receipt of new information or otherwise.

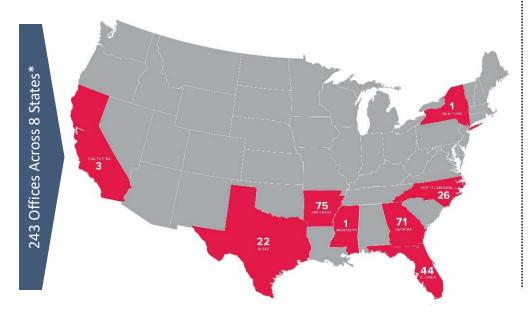




# Bank OZK (Nasdaq: OZK) – At a Glance

### Financial Highlights\*

•	Total assets	\$26.2 billion
•	Total loans	\$19.5 billion
•	Total deposits	\$20.4 billion
•	9M22 Net Interest Margin	4.60%
•	9M22 Efficiency Ratio	36.9%
•	9M22 Net Charge-off Ratio	0.03%





Our mission is to be the best banking organization and corporate citizen in each of the communities we serve by:

- Providing <u>excellent service to our customers</u>
- Maximizing <u>long-term shareholder value</u>
- Being an <u>employer of choice</u>
- Being the <u>best bank for regulators</u>



<sup>\*</sup> As of September 30, 2022.



# **Key Investment Considerations**

#### **Asset Quality**

Maintaining excellent asset quality through disciplined application of our established credit standards is always our primary focus.

#### **Profitability**

Our profitability is powered by our highquality portfolio of earning assets and an efficiency ratio among the industry's best.

# Diversification & Growth

Our loan portfolio is diversified, both by geography and product type, and is the fundamental driver of our earning asset growth.

### Liquidity & Capital

We maintain diverse sources of liquidity and have one of the strongest capital positions in the industry.

Bank OZK seeks to maximize long-term shareholder value through growth in earning assets, deposits, capital and profitability in a manner consistent with safe, sound and prudent banking practices.

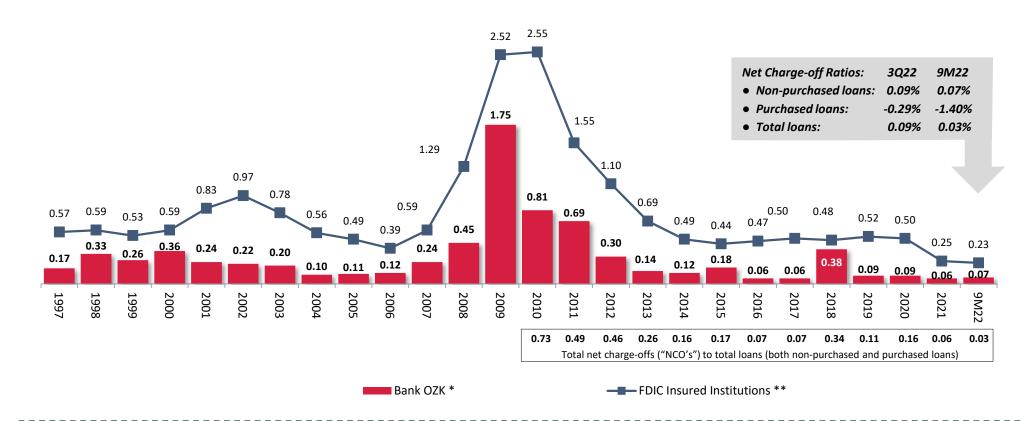




# **Asset Quality Consistently Better than the Industry Average**

#### **Net Charge-Off Ratio (%)**

(All data annualized where appropriate)



Since going public in 1997, our annual net charge-off ratio has averaged approximately one-third of the industry's net charge-off ratio, and has been better than the industry in EVERY year.



<sup>\*</sup> Bank OZK's data in bar graph excludes purchased loans and net charge-offs related to such loans.

<sup>\*\*</sup> Data for all FDIC insured institutions from the FDIC Quarterly Banking Profile, last updated second quarter 2022.

Annualized when appropriate.



# Our Favorable Ratios of Nonperforming Loans, Nonperforming Assets and Loans Past Due Provide Meaningful Data Points on our Asset Quality

#### **Asset Quality Overview**

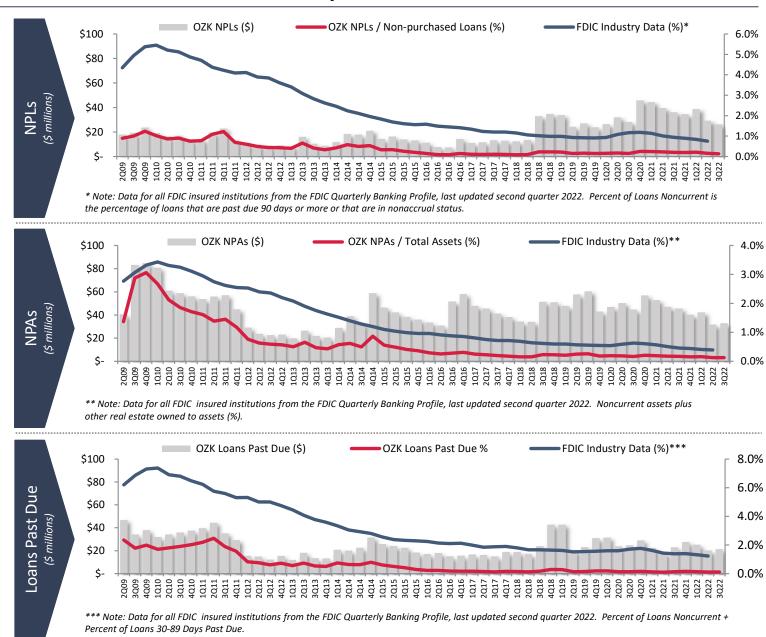
Our ratios for nonperforming nonpurchased loans ("NPLs"), nonperforming assets, excluding purchased loans ("NPAs") and nonpurchased loans past due 30+ days, including nonaccrual nonpurchased loans ("Loans Past Due") continued our longstanding track record of outperforming industry averages.

We expect our asset quality to continue our long tradition of outperforming industry averages.

NPLs were just \$26 million, or 0.14% of total non-purchased loans, at 9/30/2022.

NPAs, which include NPLs and foreclosed assets, were just \$33 million, or 0.13% of total assets, at 9/30/2022.

Loans Past Due, including past due nonaccrual non-purchased loans, were just \$21 million, or 0.11% of total non-purchased loans, at 9/30/2022.







## **Provision and Allowance for Credit Losses ("ACL")**

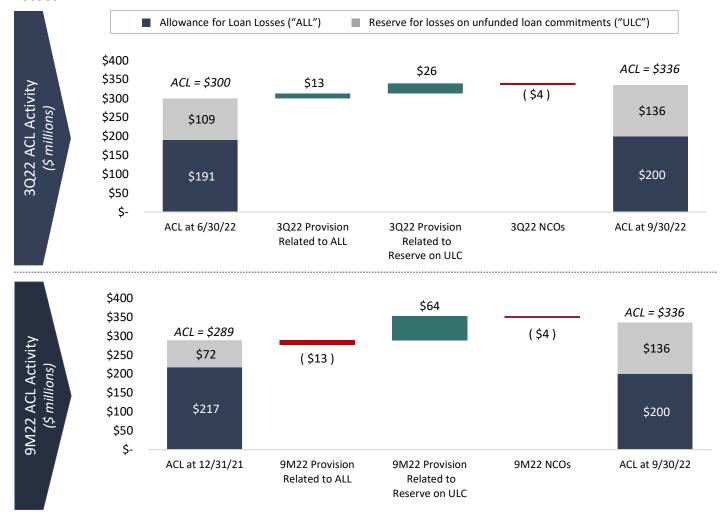
#### Scenario Forecast Overview

The calculations of our provision for credit losses for the third quarter of 2022 and our total ACL at September 30, 2022 were based on a number of key estimates, assumptions and economic forecasts.

We utilized recent economic forecasts provided by Moody's, including their updates released in September 2022.

In our selection of macroeconomic scenarios, we assigned our largest weighting to the Moody's S4 (Alternative Adverse Downside) scenario and smaller weightings to the Moody's S6 (Stagflation) and Baseline scenarios.

Our provision for credit losses was \$39.8 million for the third quarter and \$51.0 million for the first nine months of 2022 compared to negative provision for credit losses of \$7.5 million for the third quarter and \$69.9 million for the first nine months of 2021. Our growth in both funded and unfunded loan balances during the quarter just ended contributed to the higher provision for credit losses.

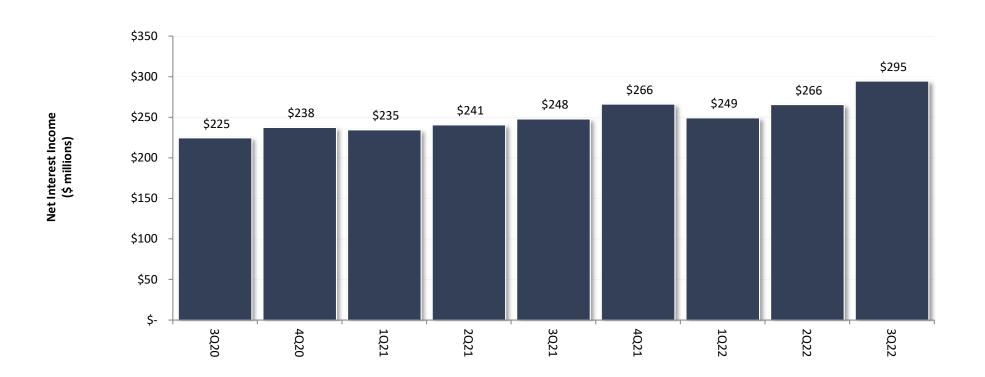






# **Net Interest Income Is Our Largest Category of Revenue**

- As shown below, our net interest income for the third quarter of 2022 was a quarterly record \$294.6 million, an 18.8% increase from the third quarter of 2021, and a 10.8% increase from the second quarter of 2022.
- Net interest income for the first nine months of 2022 was \$809.8 million, an 11.9% increase from the first nine months of 2021.







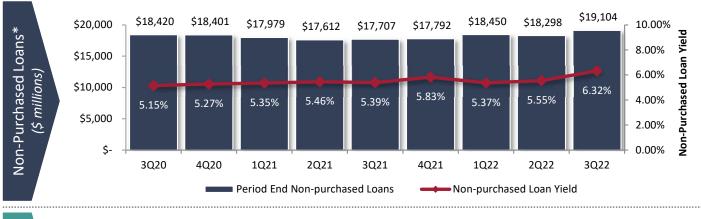
## **Loans Are Our Largest Category of Earning Assets**

#### Loan Portfolio Overview

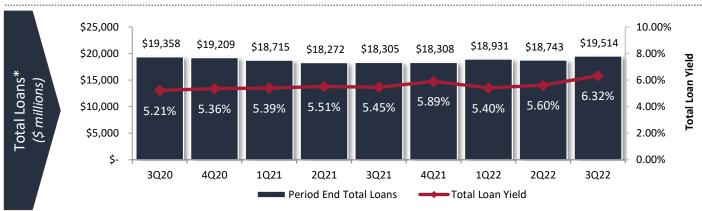
Our period-end balance of total loans at September 30, 2022 increased \$1.21 billion, or 6.6% from September 30, 2021, and increased \$0.77 billion, or 4.1%, from June 30, 2022. For the first nine months of 2022 our periodend balance of total loans increased \$1.21 billion, or 6.6%.

Non-purchased loans accounted for 79.3% of our average earning assets and 97.7% of our average total loans in the quarter just ended.

Purchased loans, accounted for 1.8% of our average earning assets and 2.3% of our average total loans in the quarter just ended.





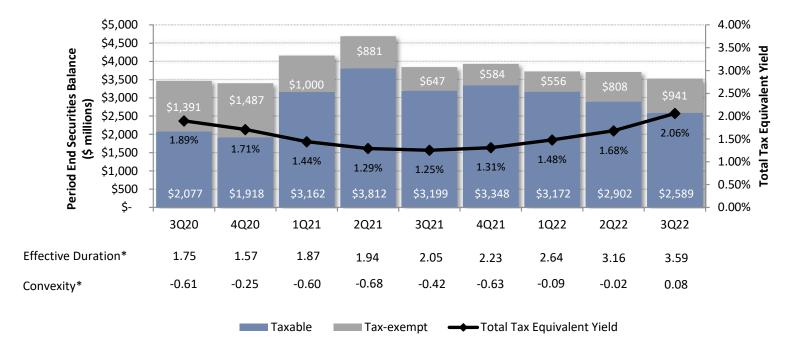






## **Investment Securities Are Our Second Largest Category of Earning Assets**

- As illustrated below, at September 30, 2022, our investment securities portfolio was \$3.53 billion, a decrease of \$0.32 billion, or 8.3%, as compared to September 30, 2021 and \$0.18 billion, or 4.8%, as compared to June 30, 2022.
- In the third quarter of 2022, the yield on our investment portfolio, on a fully taxable equivalent basis, was 2.06%, an increase of 81 bps from the third quarter of 2021 and 38 bps from the second quarter of 2022.
- Our investment securities portfolio contains a number of short-term securities, which should give us cash flow from the portfolio to reinvest at current interest rates or otherwise redeploy as needed.
- Principal cash flow from maturities and other principal repayments in the fourth quarter of 2022 is expected to be approximately \$0.15 billion, or about 4.2% of our total investment securities portfolio. Cumulative principal cash flow for the next four quarters through September 30, 2023 is expected to be approximately \$0.58 billion, or about 16.3% of our total investment securities portfolio. In the quarter just ended, we purchased bonds with moderately longer duration, which contributed to both the increase in our portfolio yield for the quarter and the increase in the effective duration of the portfolio as of September 30, 2022.
- We may increase or decrease our investment securities portfolio in future quarters based on changes in our liquidity position, prevailing market conditions and other factors.



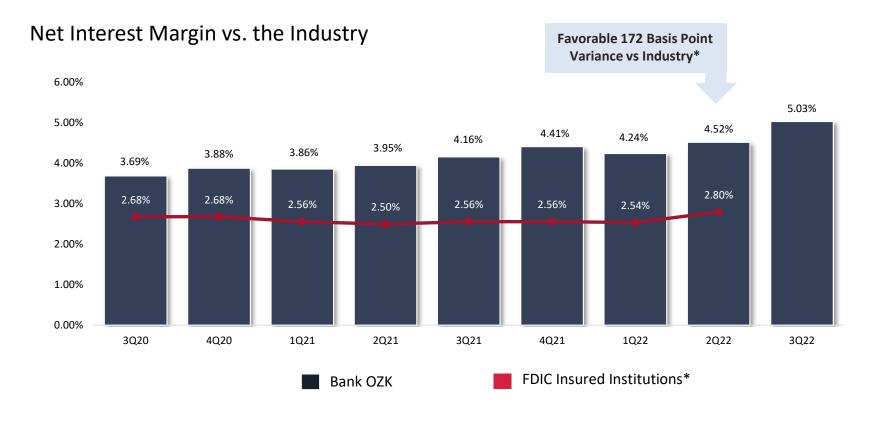
Bank OZK

<sup>\*</sup> Effective duration and convexity data as of the end of each respective quarter.



# **Net Interest Margin Trends**

• During the quarter just ended, our yield on average earning assets increased more than our cost of interest bearing liabilities. As a result, our net interest margin improved to 5.03%, an increase of 51 bps from the second quarter of 2022.



We continue to outperform the industry on net interest margin. In fact, in the second quarter of 2022, the latest quarter for which comparative data is available, our net interest margin outperformed the industry by 172 bps.

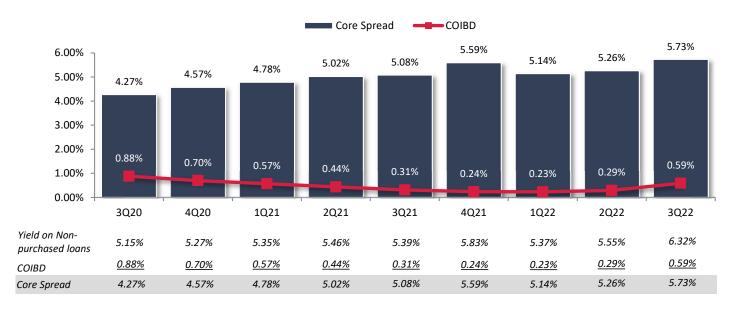


<sup>\*</sup> Data for all FDIC insured institutions from the FDIC Quarterly Banking Profile, last updated second quarter 2022.



# Our Core Spread and Cost of Interest Bearing Deposits ("COIBD")

• Our core spread in the quarter just ended improved to 5.73%, an increase of 47 bps from the second quarter of 2022. This resulted from our yield on non-purchased loans increasing 77 bps, while our COIBD increased just 30 bps.



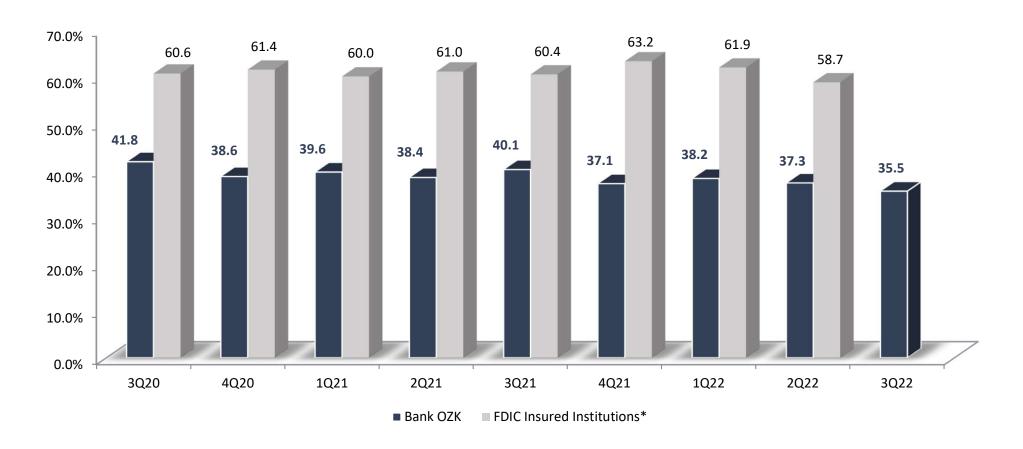
- At September 30, 2022, 77% of our funded balance of total loans had variable rates, of which 56% were tied to 1-month LIBOR, 25% to 1-month term SOFR, 17% to WSJ Prime and 2% to other indexes. At September 30, 2022, 97% of our variable rate total loans (non-purchased and purchased) had floor rates, and the vast majority of such loans were above their floor rates.
- Maintaining or improving our core spread in future quarters will depend on our ability to continue to increase our yield on non-purchased loans at a rate equal to or exceeding the increase in our COIBD. Given the high percentage of variable rate loans within our portfolio and considering that the vast majority of those loans are already above their floor rates, we expect our yield on non-purchased loans should continue to increase as long as the Federal Reserve (the "Fed") continues to increase the Fed funds target rate. We also expect our COIBD will continue to increase throughout the Fed tightening cycle.
- In the two most recent quarters, our non-purchased loan yields have increased more than our COIBD, expanding our core spread and net interest margin. Of course, deposit rates naturally tend to lag early in the Fed tightening cycle. Given the magnitude and pace of the Fed funds target rate increases, we expect deposit rates may increase at a more meaningful pace going forward. Later in the Fed tightening cycle, when we also expect to be growing more deposits to fund loan growth, our COIBD may increase more than our non-purchased loan yields.





# **Efficiency Ratio Trends**

#### **Efficiency Ratio (%) vs. the Industry**



We have consistently been among the nation's most efficient banks, having ranked in the top decile of the industry for 20 consecutive years.\*\*



<sup>\*</sup> Data for all FDIC insured institutions from the FDIC Quarterly Banking Profile, last updated second quarter 2022.

<sup>\*\*</sup> Data from S&P Global Market Intelligence.

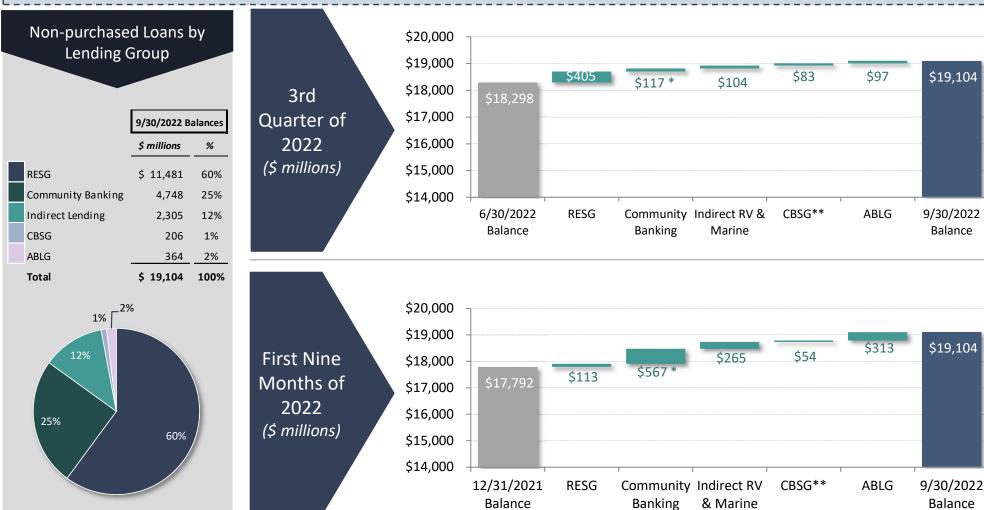
# Earning Asset Growth Engines & Diversification





# Loan Portfolio Diversification - Non-purchased Loan Growth

We are pleased to see the growth year-to-date in Community Banking, Indirect RV & Marine, Corporate & Business Specialties Group ("CBSG") and Asset Based Lending Group ("ABLG") and their contributions to greater portfolio diversification. We are cautiously optimistic regarding continued growth from these teams.



<sup>\*</sup> Includes the net balance of loans originated through the Small Business Administration's ("SBA") Paycheck Protection Program ("PPP"). For the third quarter and first nine months of 2022, that includes net payoffs of SBA PPP loans of \$15 million and \$72 million, respectively.

<sup>\*\*</sup> CBSG is a team focused on subscription finance, other secured non-real estate lending opportunities, and our small shared national credit portfolio.





## Real Estate Specialties Group ("RESG") – Our Largest Growth Engine

#### Portfolio Importance

RESG Loans at September 30, 2022 accounted for:

- 60% of our funded non-purchased loans
- 87% of our unfunded closed loans
- 74% of our total funded and unfunded balances of nonpurchased loans

#### **RESG Business Model Reduces Credit Risk**

- We are the sole senior secured lender giving us the lowest risk position in the capital stack
- Our transactions typically include some combination of four important factors:
  - Strong & capable sponsors, preferred equity and mezz debt providers
  - Marquee projects
  - Low leverage with substantial equity and mezz debt (equity relative to senior secured position)
  - Defensive loan structure providing substantial protection to the bank
- Over RESG's 19-year history, asset quality has been excellent with a weighted average annual net charge-off ratio (including OREO write-downs) of only eight bps

#### Portfolio Statistics – as of September 30, 2022

Total funded balance	\$11.48 Billion
Total funded & unfunded commitment	\$29.01 Billion

Loan-to-cost ("LTC") ratio	53.4% *
Loan-to-value ("LTV") ratio	42.5% *

<sup>\*</sup>Weighted average; assumes all loans are fully funded; LTV data based on most recent appraisals and utilizing, in most cases, "as stabilized" values for income producing properties.

#### RESG's Life of Loan Focus

- Thorough underwriting including detailed modeling and testing for economic stress, interest rate stress, exit refinancing stress and cap rate stress
- <u>Rigorous economic analysis</u> including supply and demand metrics for the relevant market, submarket and micromarket, as appropriate
- Comprehensive and consistent documentation under the supervision of RESG's in-house legal team in coordination with outside counsel
- An emphasis on <u>precision at closing</u> handled by RESG's team of closers and paralegals
- Thorough <u>life-of-loan asset management</u> by teams of skilled asset managers





# **RESG Origination Trends by Year of Origination (Total Commitment)**

The table below illustrates the cadence of RESG loan originations and repayments. It shows the amount of each year's originations which have been repaid and which remain as outstanding commitments, both funded and unfunded, as of September 30, 2022.



**Total Originations / Amount Repaid / Remaining Commitment** 



<sup>\*</sup> Amounts repaid are not shown for pre-2016 originations



## **Recent Trends in RESG Loan Originations and Repayments**

#### Quarterly RESG Originations (\$ billions)

	Q1	Q2	Q3	Q4	Total*
FY2017	\$2.30	\$2.04	\$2.21	\$2.56	\$9.11
FY2018	\$1.00	\$1.19	\$1.47	\$1.08	\$4.74
FY2019	\$1.86	\$1.15	\$2.03	\$1.44	\$6.48
FY2020	\$1.76	\$1.67	\$1.40	\$1.77	\$6.59
FY2021	\$1.28	\$1.46	\$2.21	\$2.99	\$7.94
FY2022	\$3.14	\$3.53	\$4.35		\$11.02

<sup>\*9</sup>M22 Not Annualized

- RESG had loan originations of \$4.35 billion in the third quarter of 2022. We are pleased to report that this was RESG's fourth consecutive quarter of record originations.
- RESG loan originations for the first nine months of 2022 were \$11.02 billion.
- Given the typical lag between RESG originations and the funding of such loans, the recent origination volumes should contribute meaningfully to funded loan growth in 2023 and 2024.
- RESG currently has a good pipeline for the fourth quarter of 2022. Because of the current uncertain macroeconomic environment, origination volume for 2023 is harder to predict.
- RESG's origination volume may vary significantly from quarter to quarter and may be impacted by interest rates, economic conditions, competition or other factors.

#### Quarterly RESG Repayments (\$ billions)

	Q1	Q2	Q3	Q4	Total*
FY2017	\$0.57	\$0.98	\$0.87	\$1.45	\$3.86
FY2018	\$0.79	\$1.40	\$1.52	\$1.11	\$4.82
FY2019	\$1.13	\$1.54	\$1.34	\$1.66	\$5.67
FY2020	\$1.00	\$0.69	\$0.65	\$1.19	\$3.54
FY2021	\$1.48	\$1.68	\$1.34	\$1.72	\$6.22
FY2022	\$1.31	\$2.34	\$1.28		\$4.93

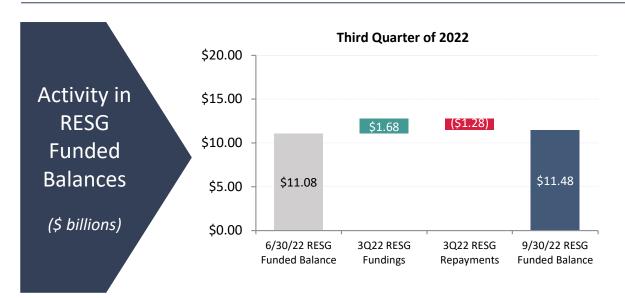
<sup>\*9</sup>M22 Not Annualized

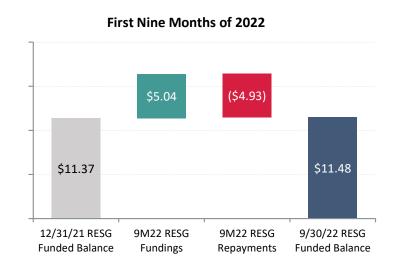
- RESG's loan repayments were \$1.28 billion in the quarter just ended and \$4.93 billion for the first nine months of 2022.
- We had previously expected loan repayments in 2022 to be our highest annual volume, and that may or may not still occur.
- Many sponsors are carefully monitoring interest rates and refinance market conditions to determine when to move projects from construction financing to bridge or permanent loans.
- As seen in recent quarters, RESG loan repayments may vary substantially from quarter to quarter and may have an outsized impact in one or more quarters.

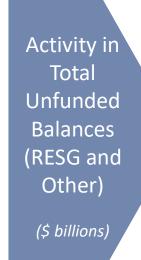




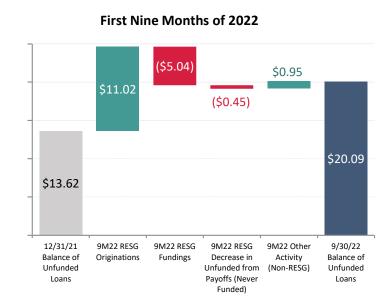
# Changes in the Funded Balance of RESG Loans and Our Total Unfunded Balance for the Third Quarter and First Nine Months of 2022















# RESG's Nationwide Influence Across Multiple Product Types Provides Exceptional Portfolio Diversification

RESG Portfolio Diversity by Product Type – as of September 30, 2022 *Total Commitment (\$ millions) and Leverage* 



Product Type / (% of Total Commitment)



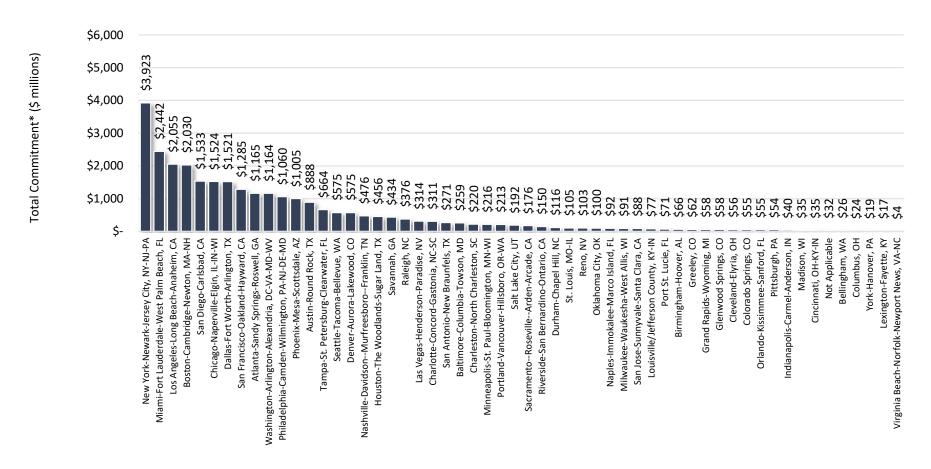
<sup>\*</sup> Weighted average; assumes all loans are fully funded; LTV data based on most recent appraisals and utilizing, in most cases, "as stabilized" values for income producing properties.

<sup>\*\*</sup> Mixed use projects contain multiple property types, none of which individually contribute 75% or more of the project value.



# RESG's Portfolio Diversity - All Geographies (As of September 30, 2022)

RESG's total commitments in each MSA in which it currently has loans reflect the national scope and diversity achieved in RESG's business.



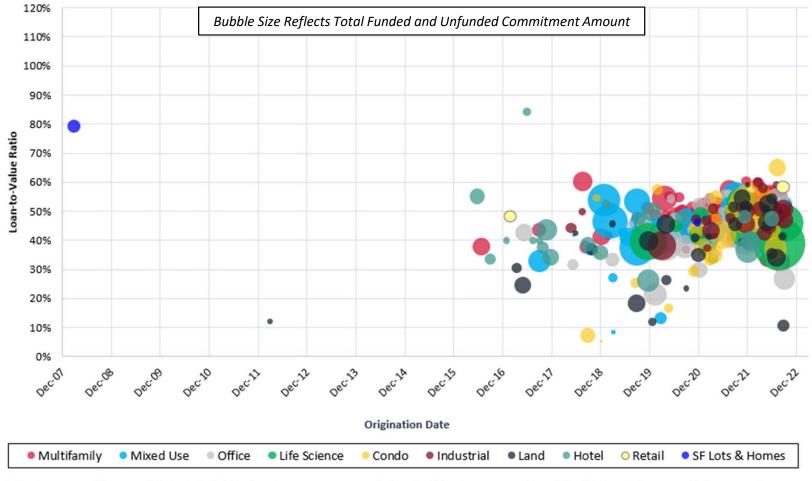
Geographic Area





## **RESG Portfolio By Origination Date & LTV (As of September 30, 2022)**

Assuming full funding of every RESG loan, as of September 30, 2022, the weighted average LTC for the RESG portfolio was a conservative 53.4%, and the weighted average LTV was even lower at just 42.5%. The LTV metrics on individual loans within the RESG portfolio are illustrated below. Other than one credit with a 79% LTV (\$56 million) and one credit with an 84% LTV (\$24 million), all other credits in the RESG portfolio have LTV ratios of 65% or less.

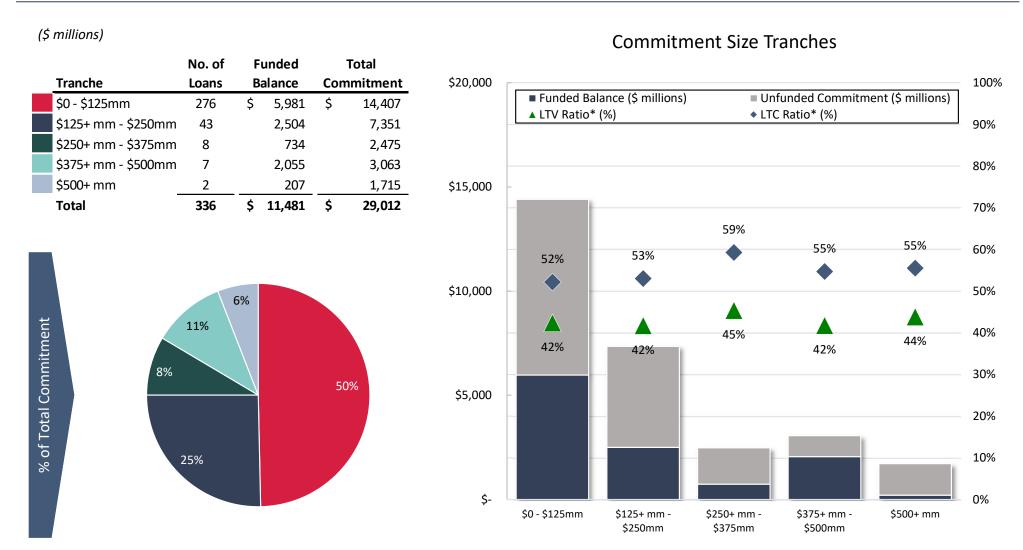


LTV ratios assume all loans are fully funded. LTV data based on most recent appraisals and utilizing, in most cases, "as stabilized" values for income producing properties.





# The RESG Portfolio Includes Loans of Many Different Sizes



<sup>\*</sup> Assumes all loans are fully funded; calculation based on total commitment by tranche as a % of total cost and total appraised value of loans within each tranche. LTV data based on most recent appraisals and utilizing, in most cases, "as stabilized" values for income producing properties.



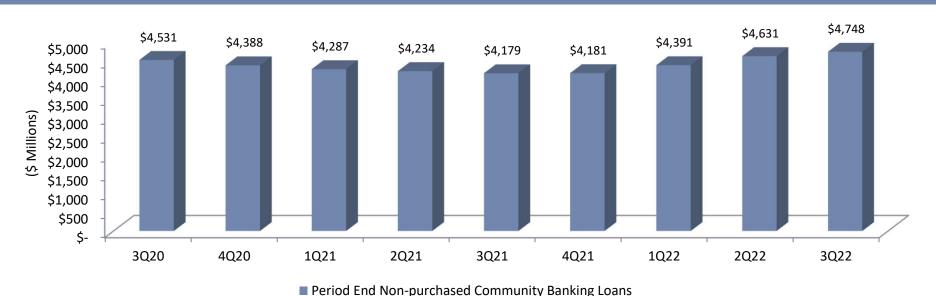


### Community Bank Lending - An Important & Well-Established Growth Engine

#### Community Banking Business Model

- Our Community Banking loans, which accounted for 25% of the funded balance of non-purchased loans as of September 30, 2022, include consumer and small business loans, loans originated by our commercial (generalist) lenders, and loans originated by our specialty lending teams in Community Banking, which include our government guaranteed, agricultural (including poultry), business aviation, affordable housing, middle market CRE, home builder finance and equipment finance/capital solutions lending teams.
- Growth in these units is an important part of our broader strategy for portfolio diversification, both in terms of product types and geography.





<sup>\*</sup> Includes the net balance of loans originated through the SBA's PPP.



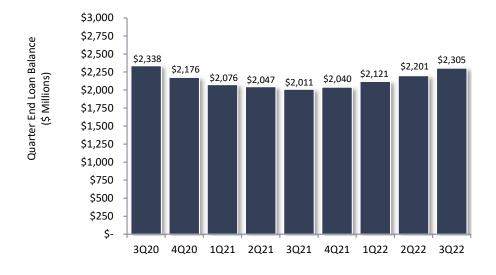


# **Indirect RV & Marine Lending – A Nationwide Business**

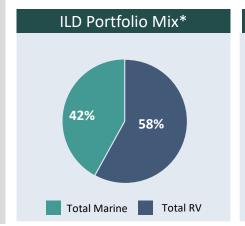
#### **ILD Trends**

- Indirect RV & Marine lending is a nationwide business that has allowed us to originate consumer loans while maintaining our conservative creditquality standards.
- Our objective is to maintain this portfolio within a range of 10% to 15% of our total loans. This portfolio accounted for 12% of the funded balance on non-purchased loans as of 9/30/2022.
- As of September 30, 2022, the nonpurchased indirect portfolio had a 30+ day delinquency ratio of 11 bps.
- For the third quarter and first nine months of 2022, our annualized net charge-off ratio for the non-purchased indirect portfolio was eight bps and 11 bps, respectively.

Indirect RV & Marine lending ("ILD") is a nationwide business that has allowed us to originate consumer loans while maintaining our conservative credit-quality standards.



■ Non-purchased Loans - Indirect RV & Marine



#### ILD Non-purchased Loans By Loan Size\*

	R۱	/ Por	tfolio	Marine Portfolio					
Loan Size	Total #	\$ thousands		Total #		\$ thousands			
\$1 million +	-	\$	-	39	\$	77,078			
\$750k - \$999k	-		-	40		34,535			
\$250k - \$749k	473		147,878	499		188,071			
\$50k - \$249k	9,433		1,036,386	5,101		583,159			
< \$50k	6,033		153,511	2,788		84,560			
Total	15,939	\$	1,337,775	8,467	\$	967,403			



# Deposit Growth, Abundant Sources of Liquidity and Strong Capital Position





# **Deposits and Liquidity**

We have worked to improve the mix and quality of our deposit base by focusing significant efforts on growing our consumer and commercial noninterest bearing and other non-time deposits. We believe that we have significant capacity for future deposit growth, including core deposit growth, in our existing network of 231 branches.

Pariod Ended

Deposit
Composition
Overview
(\$ millions)

	Period Elided												
	9/30/2	021		12/31/	2021		9/30/2	2022					
Noninterest Bearing	\$ 4,586	22.8%	\$	4,984	24.7%	\$	4,824	23.6%					
Consumer and Commercial													
Interest Bearing:													
Consumer - Non-time	4,144	20.6%		4,334	21.4%		4,198	20.6%					
Consumer - Time	4,712	23.4%		4,319	21.4%		4,127	20.2%					
Commercial - Non-time	2,330	11.6%		2,635	13.0%		2,891	14.2%					
Commercial - Time	1,016	5.1%		905	4.5%		557	2.7%					
Public Funds	1,928	9.6%		2,095	10.4%		2,055	10.1%					
Brokered	895	4.5%		452	2.2%		1,322	6.5%					
Reciprocal	491	2.4%		485	2.4%		428	2.1%					
Total	\$ 20,102	100.0%	\$	20,209	100.0%	\$	20,402	100.0%					

Over the last four quarters and year to date in 2022, we have achieved relatively stable, and in some cases, improving levels of non-interest bearing, consumer – non-time and commercial – non-time deposits. This was achieved through growth in both new and existing customer balances offsetting the effect of drawdowns in account balances from the deposit surge resulting from the Covid-19 pandemic stimulus programs.

Primary & Secondary Liquidity Sources

Total as of 9-30-2022	\$9,968,415,025
Funds Available through Fed Discount Window	399,589,000
Unsecured Lines of Credit	1,075,000,000
FHLB Borrowing Availability	5,032,702,815
Unpledged Investment Securities	2,565,299,000
Cash and Cash Equivalents	\$895,824,210

#### **Credit Ratings**

Moody's Rating = baa2 (Baseline Credit Assessment)

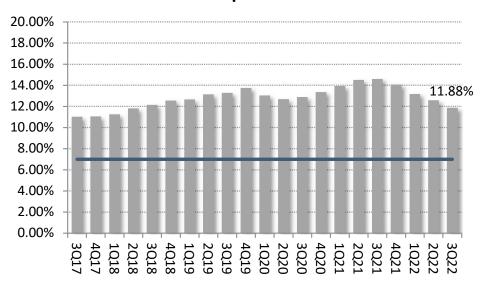
Kroll Rating = A- (Senior Unsecured Debt)



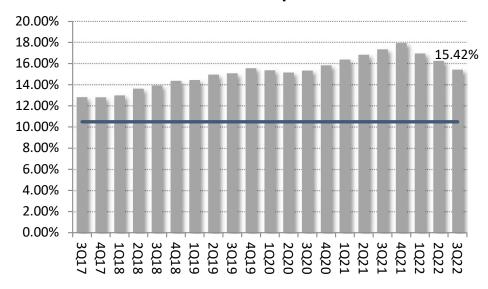


# **Strong Capital Position**

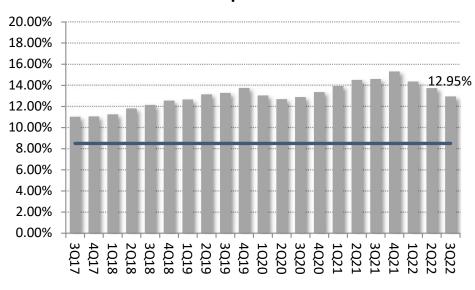
**CET 1 Capital Ratio** 



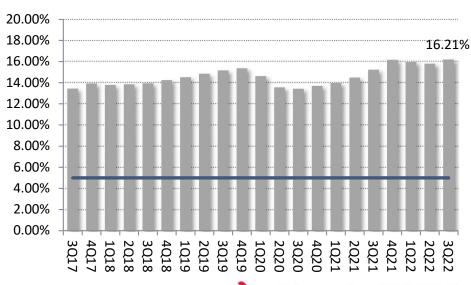
**Total Risk Based Capital Ratio** 



**Tier 1 Capital Ratio** 



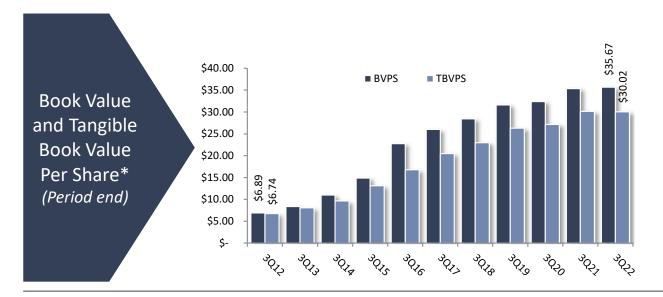
**Tier 1 Leverage Ratio** 







## **Building Capital and Delivering for Shareholders**

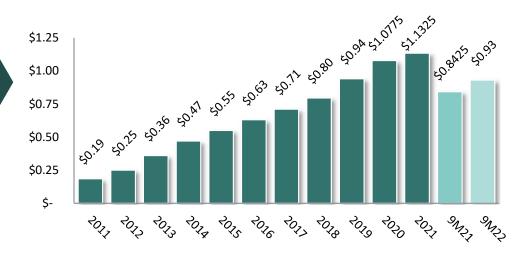


As of September 30, 2022, our book value and tangible book value per share were \$35.67 and \$30.02, respectively.

Over the last 10 years, we have increased book value and tangible book value per common share by a cumulative 418% and 346%, respectively, resulting in compound annual growth rates of 17.9% and 16.1%, respectively.

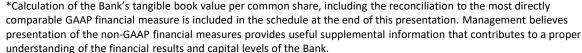
Common
Dividend
Payments
and Stock
Repurchase
Program

We have increased our common stock cash dividend in each of the last 49 quarters and every year since our IPO in 1997. We expect to continue to increase our common stock cash dividend in future quarters.



#### Stock Repurchase Program Details

- Authorization \$650 million maximum.
   Began July 2021 and expired November 4, 2022.
- 3Q22 Activity 1.23 million shares for a total of \$48 million.
- Total Activity Under the Program 12.3 million shares for a total of \$528 million.





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# **Non-GAAP Reconciliations**





# **Non-GAAP Reconciliations**

# Calculation of Total Common Stockholders' Equity, Total Tangible Common Stockholders' Equity and Tangible Book Value per Share

Unaudited (Dollars in Thousands, Except per Share)

	As of September 30,											
		2012		2013		2014		2015		2016		2017
Total stockholders' equity before noncontrolling interest	\$	477,851	\$	612,338	\$	875,578	\$	1,314,517	\$	2,756,346	\$	3,334,740
Less preferred stock		-				-		-		-		-
Total common stockholders' equity		477,851		612,338		875,578		1,314,517		2,756,346		3,334,740
Less intangible assets:												
Goodwill		(5,243)		(5,243)		(78,669)		(128, 132)		(657,806)		(660, 789)
Core deposit and other intangibles, net of												
accumulated amortization		(5,437)		(14,796)		(28,439)		(28, 624)		(64,347)		(51, 396)
Total intangibles		(10,680)		(20,039)		(107,108)		(156, 756)		(722,153)		(712, 185)
Total tangible common stockholders' equity	\$	467,171	Þ	592,299	\$	768,470	\$	1,157,761	\$	2,034,193	\$	2,622,555
Common shares outstanding (thousands)		69,330		73,404		79,705		88,265		121,134	_	128, 174
Book value per common share	\$	6.89	\$	8.34	\$	10.99	\$	14.89	\$	22.75	\$	26.02
Tangible book value per common share	\$	6.74	\$	8.07	\$	9.64	\$	13.12	\$	16.79	\$	20.46

		As of September 30,										As of
		2018		2019		2020		2021		2022	Ju	ne 30, 2022
Total stockholders' equity before noncontrolling interest	\$	3,653,596	\$	4,078,324	\$	4,186,285	\$	4,553,240	\$	4,539,424	\$	4,606,782
Less preferred stock		-		12				-		(338,980)		(338, 980)
Total common stockholders' equity	(Pl	3,653,596		4,078,324		4, 186, 285		4,553,240		4,200,444		4,267,802
Less intangible assets:												
Goodwill		(660,789)		(660, 789)		(660,789)		(660, 789)		(660,789)		(660, 789)
Core deposit and other intangibles, net of												
accumulated amortization	_	(38,817)		(26,608)		(16,462)		(9,791)		(3,943)		(5, 240)
Total intangibles		(699,606)		(687, 397)		(677,251)		(670, 580)	_	(664,732)		(666,029)
Total tangible common stockholders' equity	\$	2,953,990	\$	3,390,927	\$	3,509,034	\$	3,882,660	\$	3,535,712	\$	3,601,773
Common shares outstanding (thousands)		128,609		128,946		129,342		128,818		117,762	_	118,996
Book value per common share	\$	28.41	\$	31.63	\$	32.37	\$	35.35	\$	35.67	\$	35.87
Tangible book value per common share	\$	22.97	\$	26.30	\$	27.13	\$	30.14	\$	30.02	\$	30.27

Note: All share and per share data adjusted to reflect impact of 2-for-1 stock split on June 23, 2014.

Represents ending balances, as determined in accordance with accounting principles generally accepted in the U.S., ending shares outstanding and tangible book value per share as of the date indicated. Unaudited, financial data in thousands, except per share amounts.



