UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

# FORM 8-K

**CURRENT REPORT**
Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

February 7, 2018
Date of report (Date of earliest event reported)

# RENASANT CORPORATION

(Exact name of registrant as specified in its charter)

| Mississippi | 001-13253 | 64-0676974 |
|---|---|---|
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

209 Troy Street, Tupelo, Mississippi 38804-4827
(Address of principal executive offices)(Zip Code)

Registrant’s telephone number, including area code: (662) 680-1001

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:

[ ] 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))

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). 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.**

Representatives of Renasant Corporation ("Renasant") will be making presentations to investors during various conferences in the first quarter of 2018. A copy of the presentation materials is furnished as Exhibit 99.1 to this Form 8-K and is incorporated herein solely for purposes of this Item 7.01.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, and shall not be deemed incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as shall be expressly set forth by specific reference in such filing.

**"Safe Harbor" Statement Under the Private Securities Litigation Reform Act of 1995**

This communication contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Congress passed the Private Securities Litigation Reform Act of 1995 in an effort to encourage companies to provide information about their anticipated future financial performance. This act provides a safe harbor for such disclosure, which protects a company from unwarranted litigation if actual results are different from management expectations. Such forward-looking statements usually include words such as "expects," "projects," "proposes," "anticipates," "believes," "intends," "estimates," "strategy," "plan," "potential," "possible," "approximately," "should" and variations of such words and other similar expressions. The forward-looking statements in this communication reflect Renasant's current assumptions and estimates of, among other things, future economic circumstances, industry conditions, business strategy and decisions, company performance and financial results. Renasant believes its assumptions and estimates are reasonable, but they are all inherently subject to significant business, economic and competitive risks and uncertainties, many beyond Renasant's control, that could cause the company's actual results and experience to differ from the anticipated results and expectations indicated or implied in such forward-looking statements. Such differences may be material. Investors are cautioned that any such forward-looking statements are not guarantees of future performance and, accordingly, they should not place undue reliance on these forward-looking statements, which speak only as of the date they are made.

Important factors currently known to Renasant's management that could cause actual results to differ materially from those in forward-looking statements include the following risks: (1) Renasant's ability to efficiently integrate acquisitions into its operations, retain the customers of these businesses, grow the acquired operations and realize the cost savings expected from an acquisition to the extent and in the timeframe anticipated by management; (2) the effect of economic conditions and interest rates on a national, regional or international basis; (3) the timing and success of the implementation of changes in operations to achieve enhanced earnings or effect cost savings; (4) competitive pressures in the consumer finance, commercial finance, insurance, financial services, asset management, retail banking, mortgage lending and auto lending industries; (5) the financial resources of, and products available to, competitors; (6) changes in laws and regulations (including H.R. 1, commonly known as the Tax Cuts and Jobs Act, enacted in December 2017) as well as changes in accounting standards; (7) changes in policy by regulatory agencies; (8) changes in the securities and foreign exchange markets; (9) Renasant's potential growth, including its entrance or expansion into new markets, and the need for sufficient capital to support that growth; (10) changes in the quality or composition of Renasant's loan or investment portfolios, including adverse developments in borrower industries or in the repayment ability of individual borrowers; (11) an insufficient allowance for loan losses as a result of inaccurate assumptions; (12) general economic, market or business conditions, including the impact of inflation; (13) changes in demand for loan products and financial services; (14) concentration of credit exposure; (15) changes or the lack of changes in interest rates, yield curves and interest rate spread relationships; (16) increased cybersecurity risk, including potential network breaches, business disruptions or financial losses; (17) natural disasters and other catastrophic events in the companies' geographic area; (18) the impact, extent and timing of technological changes; and (19) other circumstances, many of which are beyond management's control.

Renasant expressly disclaims any obligation to update or revise forward-looking statements to reflect changed assumptions or estimates, the occurrence of unanticipated events or changes to future operating results that occur after the date the forward-looking statements are made.

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

(d) *Exhibits*.

| Exhibit Number | Description of Exhibit |
|---|---|
| 99.1 | Investor conference presentation materials |

## 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.

**RENASANT CORPORATION**

Date: February 7, 2018

By: /s/ E. Robinson McGraw

E. Robinson McGraw

Chairman and Chief Executive Officer

**EXHIBIT INDEX**

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# Q1 2018 Investor Presentation

RENASANT CORPORATION

# Forward-Looking Statements

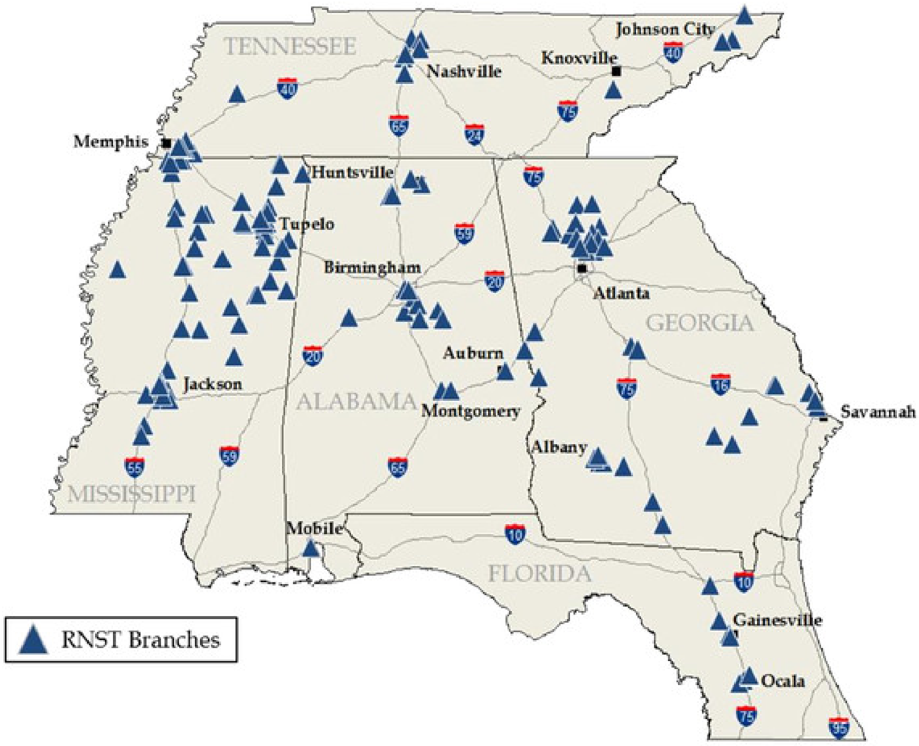
This presentation contains various "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 about Renasant Corporation ("Renasant," "we," "our," or "us") that are subject to risks and uncertainties. Congress passed the Private Securities Litigation Reform Act of 1995 in an effort to encourage companies to provide information about their anticipated future financial performance. This act provides a safe harbor for such disclosure, which protects a company from unwarranted litigation if actual results are different from management expectations. Forward-looking statements include information concerning our future financial performance, business strategy, projected plans and objectives. These statements are based upon the current beliefs and expectations of our management and are inherently subject to significant business, economic and competitive risks and uncertainties, many of which are beyond our control. In addition, these forward-looking statements are subject to assumptions with respect to future business strategies and decisions that are subject to change. Actual results may differ from those indicated or implied in the forward-looking statements, and such differences may be material. Statements preceded by, followed by or that otherwise include the words "believes," "expects," "anticipates," "intends," "estimates," "plans," "may increase," "may fluctuate," "will likely result," and similar expressions, or future or conditional verbs such as "will," "should," "would," and "could," are generally forward-looking in nature and not historical facts. Investors should understand that the following important factors, in addition to those discussed elsewhere in this presentation as well as in reports we file with the Securities and Exchange Commission, could cause actual results to differ materially from those expressed in such forward-looking statements: (i) our ability to efficiently integrate acquisitions into our operations, retain the customers of these businesses and grow the acquired operations, including with respect to our acquisition of Metropolitan BancGroup, Inc.; (ii) the timing of the implementation of changes in operations to achieve enhanced earnings or effect cost savings; (iii) competitive pressures in the consumer finance, commercial finance, insurance, financial services, asset management, retail banking, mortgage lending and auto lending industries; (iv) the financial resources of, and products available to, competitors; (v) changes in laws and regulations (including H.R.1, commonly know as the Tax Cuts and Jobs Act, enacted in December 2017) as well as changes in accounting standards; (vi) changes in regulatory policy; (vii) changes in the securities and foreign exchange markets; (viii) our potential growth, including our entrance or expansion into new markets, and the need for sufficient capital to support that growth; (ix) changes in the quality or composition of our loan or investment portfolios, including adverse developments in borrower industries or in the repayment ability of individual borrowers; (x) an insufficient allowance for loan losses as a result of inaccurate assumptions; (xi) general market or business conditions; (xii) changes in demand for loan products and financial services; (xiii) concentration of credit exposure; (xiv) changes or the lack of changes in interest rates, yield curves and interest rate spread relationships; and (xv) other circumstances, many of which are beyond management's control.

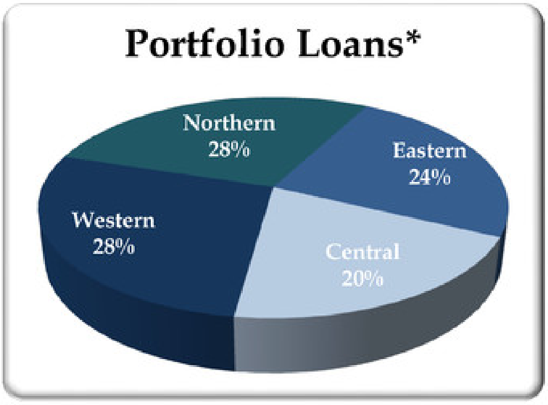
Our management believes the forward-looking statements about us are reasonable. However, investors should not place undue reliance on them. Any forward-looking statements in this presentation are not guarantees of future performance. They involve risks, uncertainties and assumptions, and actual results, developments and business decisions may differ from those contemplated by those forward-looking statements. Many of the factors that will determine these results are beyond our ability to control or predict. We expressly disclaim any duty to update or revise any forward-looking statements, all of which are expressly qualified by the statements in this section.

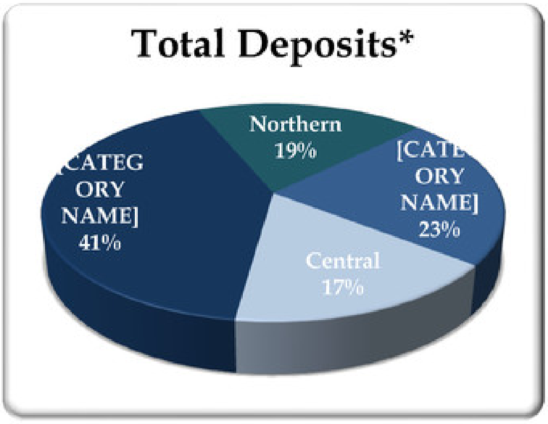
RENASANT CORPORATION

# Current Footprint

*More than 180 banking, lending, wealth management and insurance offices*




*As of December 31, 2017

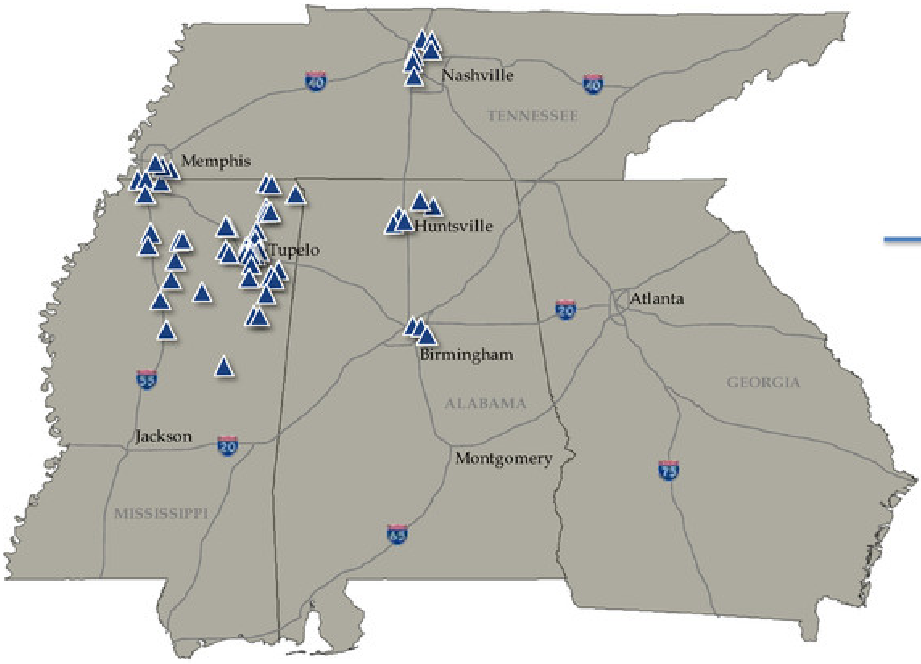
RENASANT CORPORATION

# Four Key Strategic Initiatives

| | |
|---|---|
| Capitalize on Opportunities | • Focus on highly-accretive acquisition opportunities<br>• Leverage existing markets<br>• Seek new markets<br>• New lines of business |
| Enhance Profitability | • Superior returns<br>• Revenue growth / Expense control<br>• Net interest margin expansion / mitigate interest rate risk<br>• Loan growth<br>• Core deposit growth |
| Focus on Risk Management | • Enhance credit process, policies and personnel<br>• Aggressively identify and manage problem credits<br>• Board focus on Enterprise Risk Management |
| Build Capital Ratios | • Selective balance sheet growth<br>• Maintain dividend<br>• Prudently manage capital |

RENASANT CORPORATION

# Renasant Footprint – June 2010




## Financial Highlights

| | |
|---|---|
| Assets | $3.59 Billion |
| Gross Loans | $2.28 Billion |
| Deposits | $2.69 Billion |

Source: SNL Financial

# Market Expansion Experience Since 2010

**2010**

**FDIC-Assisted Transaction:**
Crescent Bank and Trust
Jasper, GA
Assets: $1.0 billion

De novo expansion:
- ✓ Columbus, MS

**2011**

**FDIC-Assisted Transaction:**
American Trust Bank
Roswell, GA
Assets: $145 million

**Trust Acquisition:**
RBC (USA) Trust Unit
Birmingham, AL
Assets: $680 million

De novo expansion:
- ✓ Montgomery, AL
- ✓ Starkville, MS
- ✓ Tuscaloosa, AL

**2012**

De novo expansion:
- ✓ Maryville, TN
- ✓ Jonesborough, TN

**2013**

**Whole Bank Transaction:**
First M&F Corporation
Kosciusko, MS
Assets: $1.5 billion

De novo expansion:
- ✓ Bristol, TN
- ✓ Johnson City, TN

**2015**

**Whole Bank Transaction:**
Heritage Financial Group, Inc.
Albany, GA
Assets: $1.9 billion

**2016**

**Whole Bank Transaction:**
KeyWorth Bank
Atlanta, GA
Assets: $399 million

**2017**

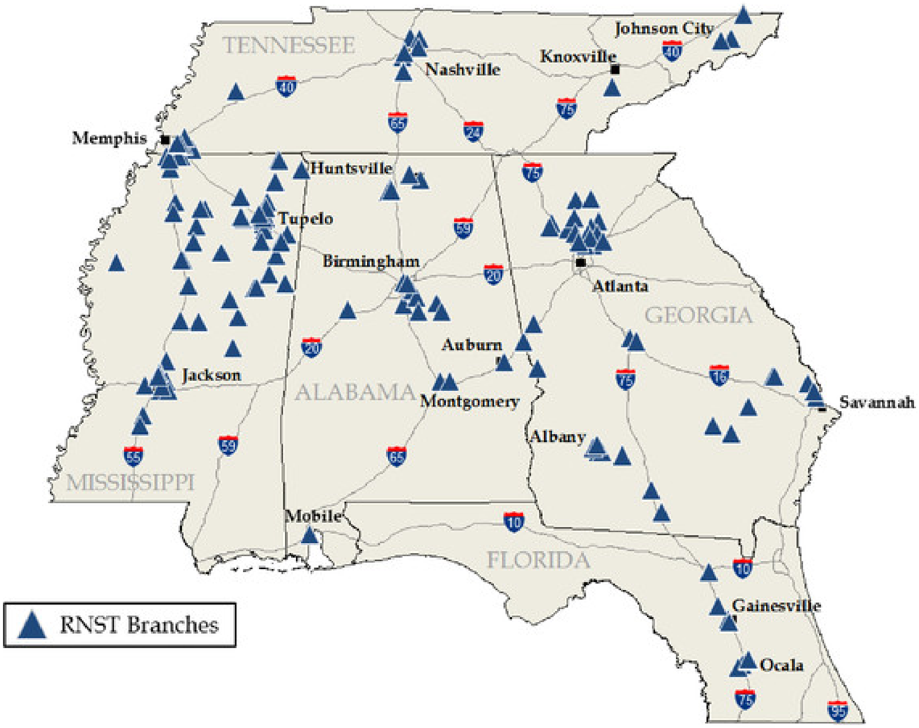
**Whole Bank Transaction:**
Metropolitan BancGroup, Inc.
Ridgeland, MS
Assets: $1.2 billion

De novo expansion:
- ✓ Mobile, AL

RENASANT CORPORATION

# Current Footprint

*Over 180 banking, lending, wealth management and insurance offices*




## Highlights*

| | |
|---|---|
| Assets | **$9.8 billion** |
| Gross Loans | **$7.6 billion** |
| Deposits | **$7.9 billion** |

*As of December 31, 2017

RENASANT CORPORATION

# Four Key Strategic Initiatives

| | |
|---|---|
| Capitalize on Opportunities | • Focus on highly-accretive acquisition opportunities<br>• Leverage existing markets<br>• Seek new markets<br>• New lines of business |
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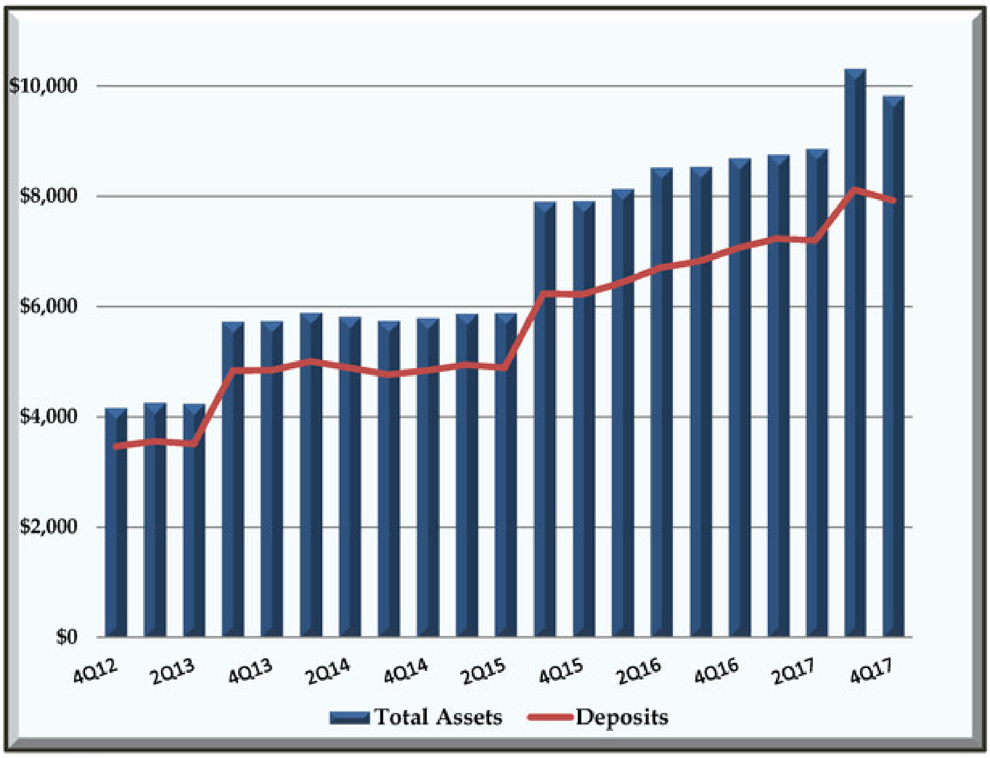
# Total Assets




*($ in millions)*

- Reduced balance sheet to manage assets below $10 billion at December 31, 2017
- Deleverage strategy included:
  - Reduction of $479 million in investment securities
  - Reduction of $99 million in mortgage loans held for sale

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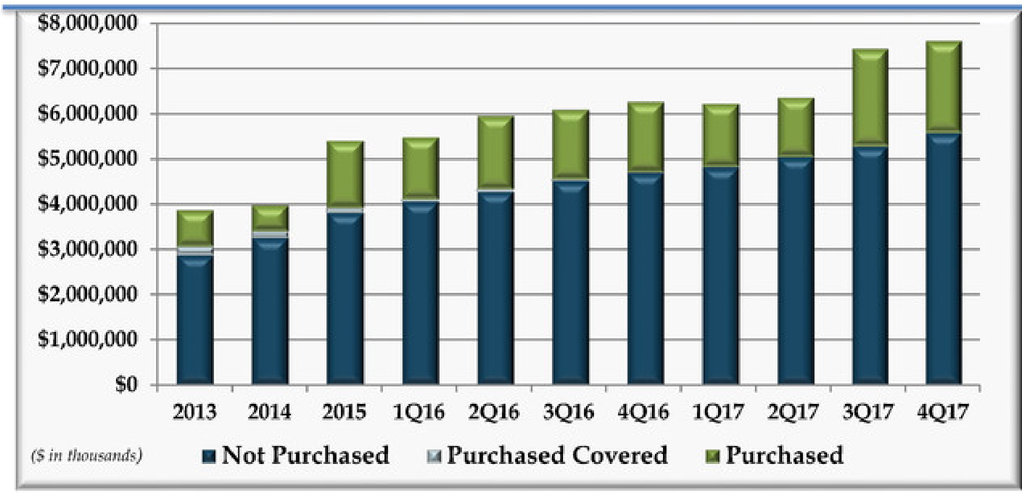
# Total Portfolio Loans



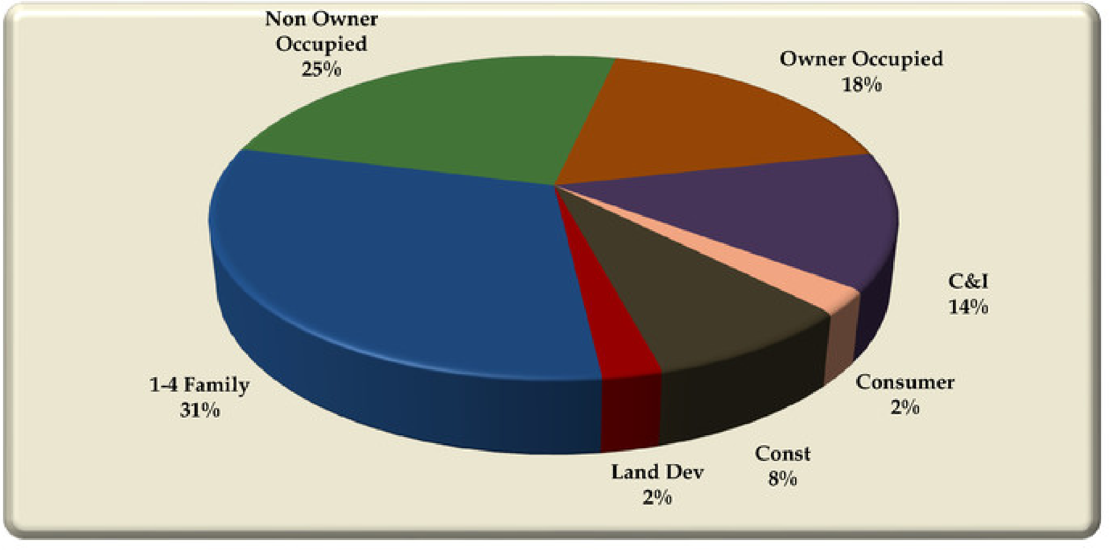

- Loans not purchased increased $295 million, or 22% annualized, during 4Q17
- Net loan growth totaled $171 million, or 9% annualized, during 4Q17
- Company maintains strong pipelines throughout all markets which will continue to drive further loan growth

| *($ in millions)* | 2013 | 2014 | 2015 | 1Q16 | 2Q16 | 3Q16 | 4Q16 | 1Q17 | 2Q17 | 3Q17 | 4Q17 |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Not Purchased | $2,886 | $3,268 | $3,830 | $4,075 | $4,292 | $4,526 | $4,714 | $4,834 | $5,059 | $5,294 | $5,588 |
| Purchased Covered* | $182 | $143 | $93 | $45 | $42 | $30 | - | - | - | - | - |
| Purchased Not Covered | $813 | $577 | $1,490 | $1,453 | $1,631 | $1,549 | $1,489 | $1,402 | $1,312 | $2,155 | $2,032 |
| Total Loans | $3,881 | $3,988 | $5,413 | $5,573 | $5,965 | $6,105 | $6,203 | $6,236 | $6,371 | $7,449 | $7,620 |

*Covered loans are subject to loss-share agreements with FDIC. Loss-share agreements with FDIC were terminated in 4Q16.

# Diversified Loan Portfolio

- **At December 31, 2017, loans totaled $7.6 billion**
  - ✓ 73% Not Purchased
  - ✓ 27% Purchased

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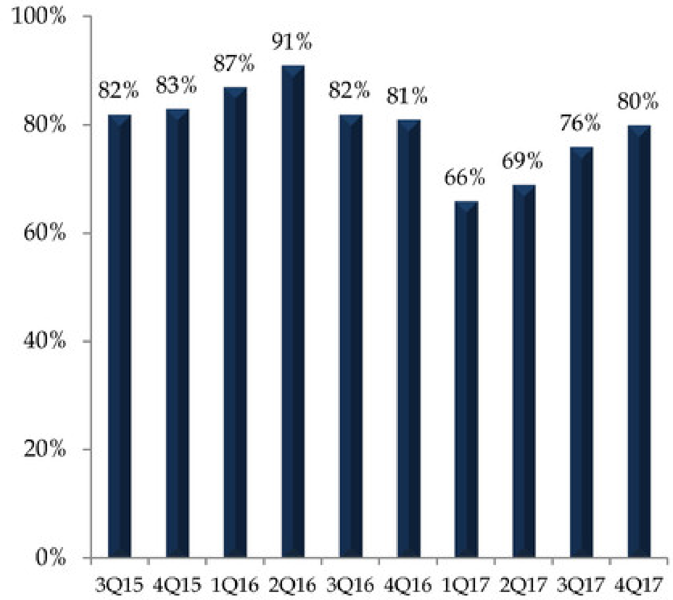
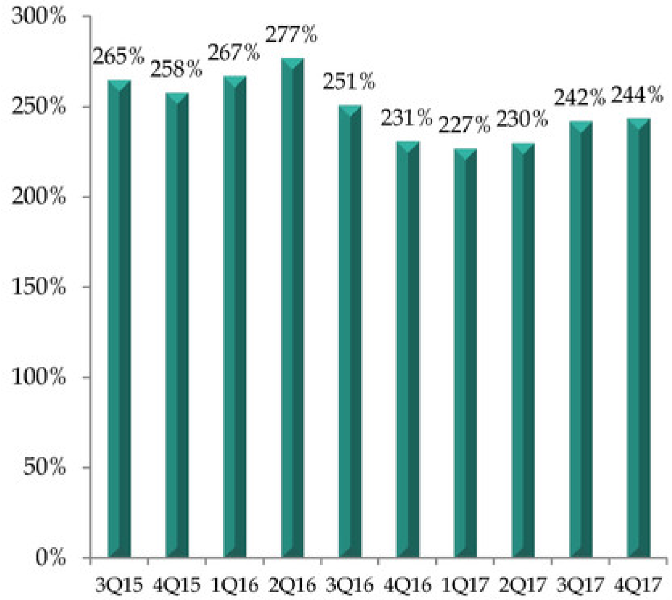
# C&D and CRE Loan Concentration Levels

## Acquisition, Development & Construction (ADC) and Commercial Real Estate (CRE)

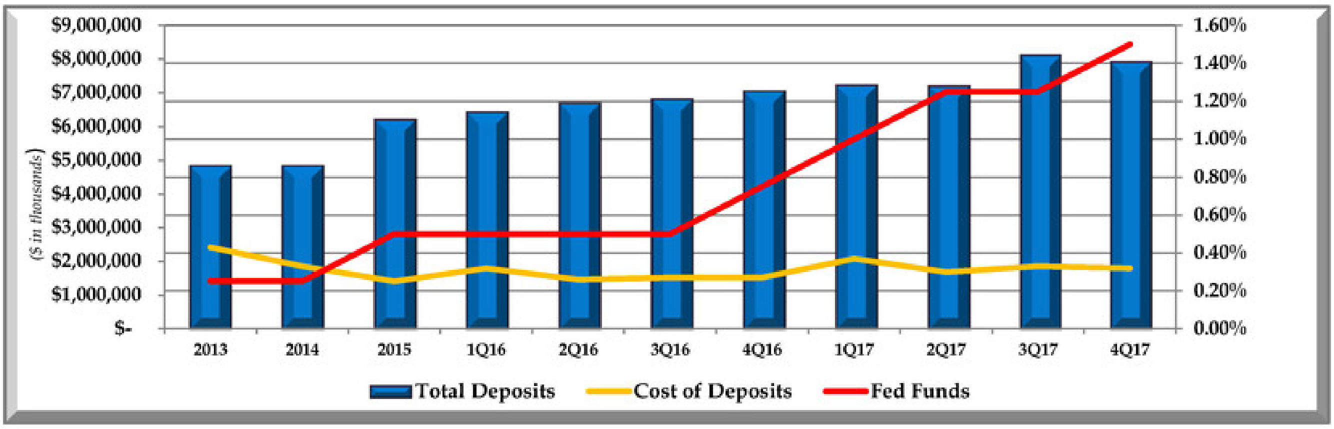
**ADC Loans as a Percentage of Risk Based Capital**

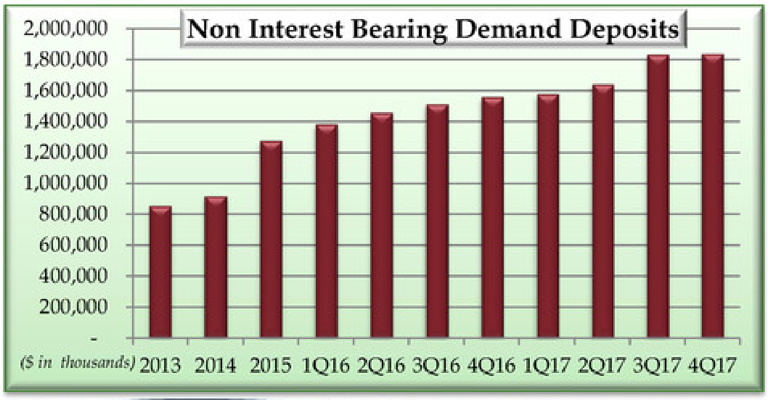


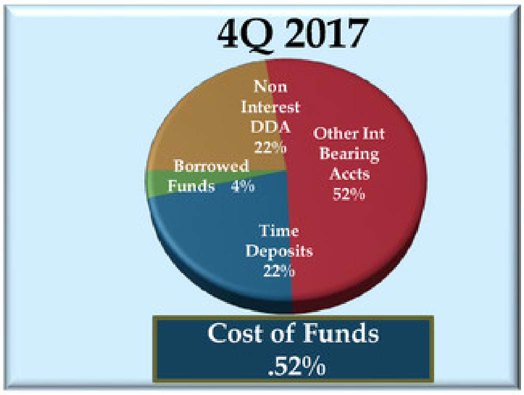

**CRE Loans (Construction & Perm) as a Percentage of Risk Based Capital**



# Focus on Core Funding

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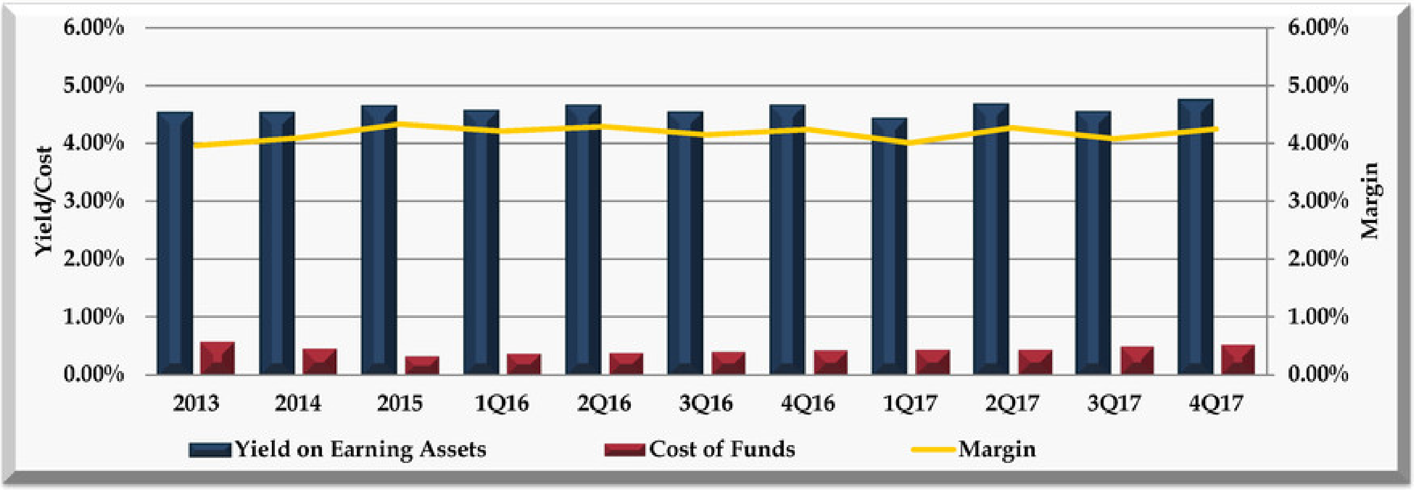
# Net Interest Income and Net Interest Margin




| ($ in thousands) | 2013 | 2014 | 2015 | 1Q16 | 2Q16 | 3Q16 | 4Q16 | 1Q17 | 2Q17 | 3Q17 | 4Q17 |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Net Interest Income | $157,133 | $202,482 | $72,351 | $70,054 | $77,157 | $75,731 | $78,049 | $74,015 | $79,603 | $90,017 | $93,262 |
| Net Interest Margin | 3.96% | 4.12% | 4.33% | 4.21% | 4.29% | 4.15% | 4.24% | 4.01% | 4.27% | 4.08% | 4.25% |
| Yield on Earning Assets | 4.53% | 4.59% | 4.65% | 4.57% | 4.66% | 4.54% | 4.66% | 4.43% | 4.68% | 4.55% | 4.75% |
| Cost of Funds | 0.57% | 0.47% | 0.32% | 0.37% | 0.38% | 0.40% | 0.42% | 0.43% | 0.43% | 0.49% | 0.52% |

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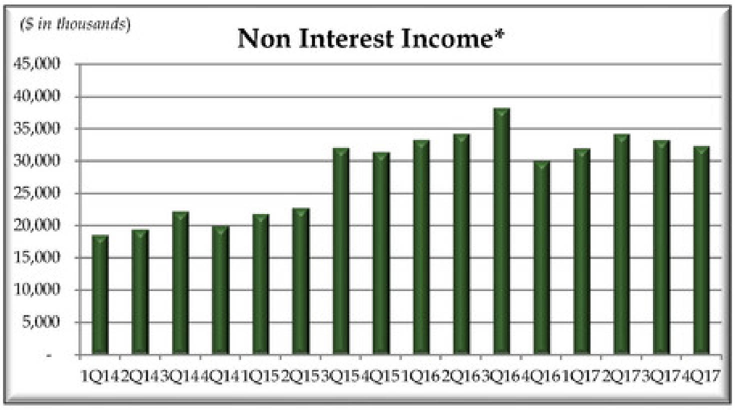
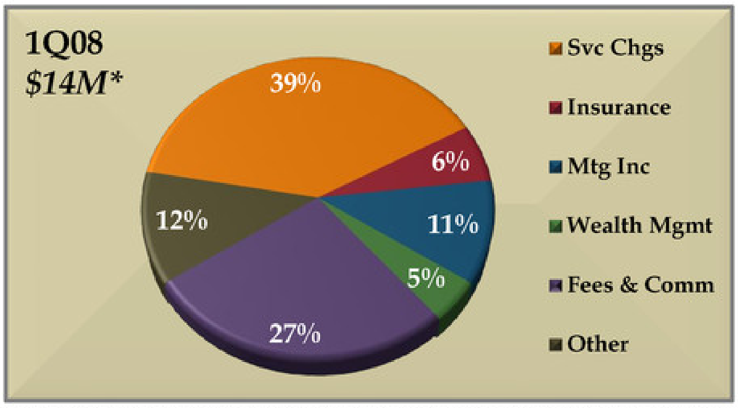
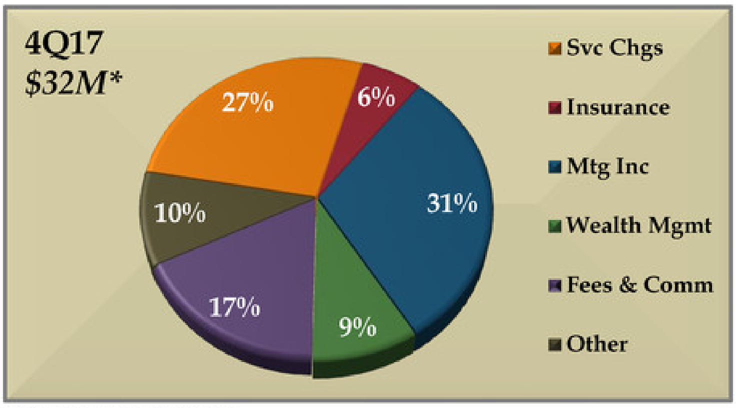
# Sources of Non Interest Income*




- Diversified sources of noninterest income
- Opportunities for growing Non Interest Income
  - *Expansion of Trust Division Wealth Management services into larger, metropolitan markets*
  - *Expansions within our de novo operations*
  - *Expansion of the Mortgage Division within new markets*
  - *Preserved debit card revenue in 2018 by deleveraging the balance sheet below $10B in assets in 4Q17*




**Non interest income excludes gains from securities transactions. See slide 40 for reconciliation of Non-GAAP disclosure to GAAP*

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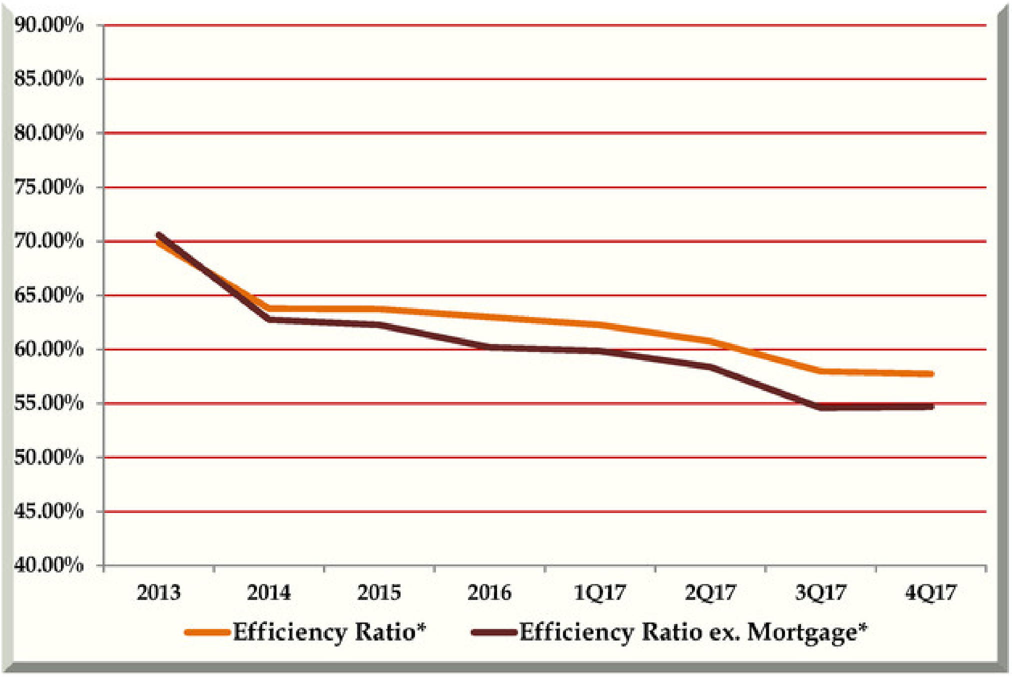
# Improved Efficiency




- Continued focus on managing noninterest expenses and improving efficiency
- Provided resources for eight de novo expansions since 2011
- Fluctuations in mortgage loan expense driven by higher mortgage production
- Sub-60% efficiency ratio since 3Q17

*Excludes debt extinguishment penalties, amortization of intangibles, loss share termination charges and merger-related expenses from noninterest expense and profit (loss) on sales of securities and gains on acquisitions from noninterest income.

Note: See slides 38 and 39 for reconciliation of Non-GAAP disclosure to GAAP

# Four Key Strategic Initiatives

| | |
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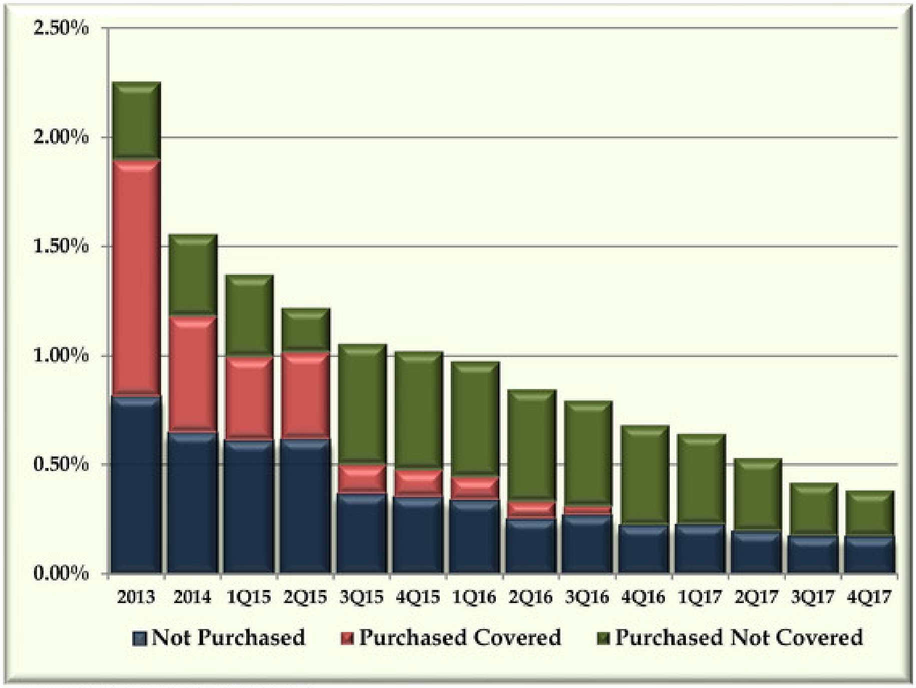
# Non Performing Assets Continue to Decline Both on a Linked Quarter and Y-O-Y Basis




As a percentage of total assets

- Not purchased NPAs are now below pre-credit cycle levels
- Loss-share agreements with FDIC were terminated in 4Q 2016

| | Not Purchased | Purchased Not Covered |
|---|---|---|
| NPL's | $13.3M | $10.2M |
| ORE | $4.4M | $11.5M |
| Total NPA's | $17.7M | $21.7M |

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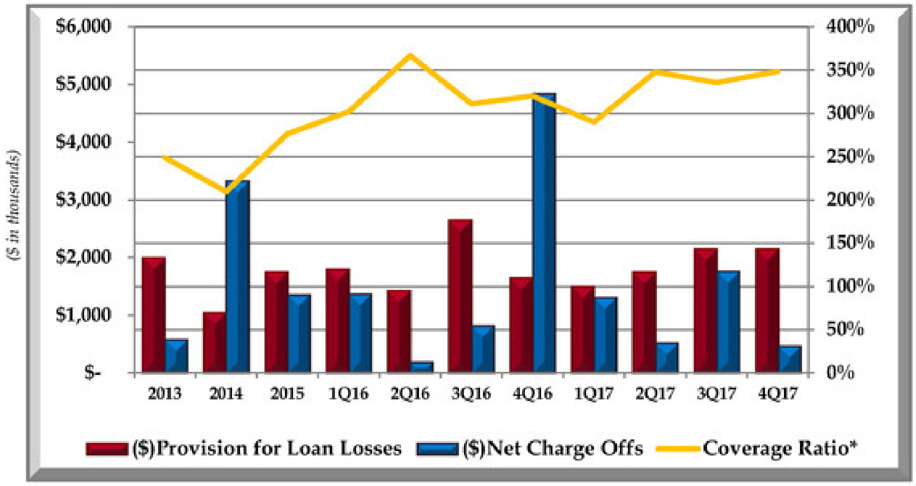
# Proactive in Providing Reserves for Problem Credit Resolution

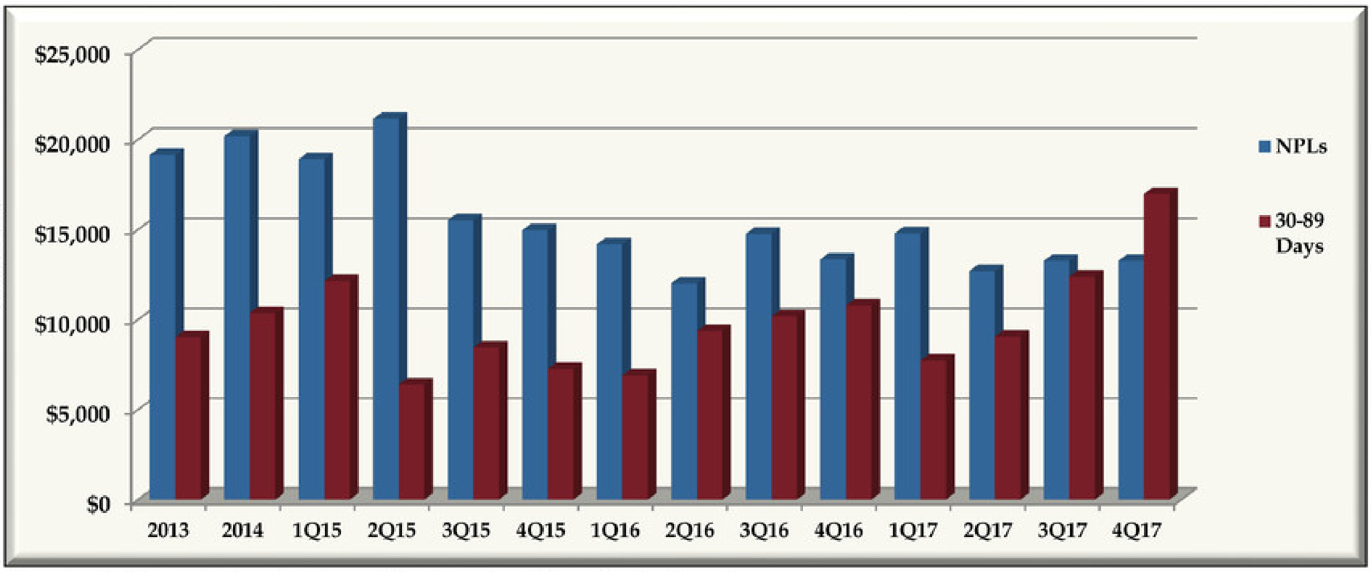



- Net charge-offs:
  - 2 bps in 4Q17
  - 6 bps YTD 2017
- Provision for loan losses:
  - $2.15 million in 4Q 2017
  - $7.55 million YTD 2017

| Allowance for Loan Losses as % of Non-Purchased Loans* | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| 2013 | 2014 | 2015 | 1Q16 | 2Q16 | 3Q16 | 4Q16 | 1Q17 | 2Q17 | 3Q17 | 4Q17 |
| 1.65% | 1.29% | 1.11% | 1.05% | 1.03% | 1.01% | 0.91% | 0.89% | 0.87% | 0.84% | 0.83% |

*Ratios excludes loans and assets purchased in connection with the recent acquisitions or loss share transactions.

# Strong Credit Quality Metrics NPLs and Early Stage Delinquencies (30-89 Days Past Due Loans)*




*Amounts exclude loans and assets purchased in connection with recent acquisitions or loss-share transactions.

- NPL's to total loans were 0.24% as of December 31, 2017

RENASANT CORPORATION

# Four Key Strategic Initiatives

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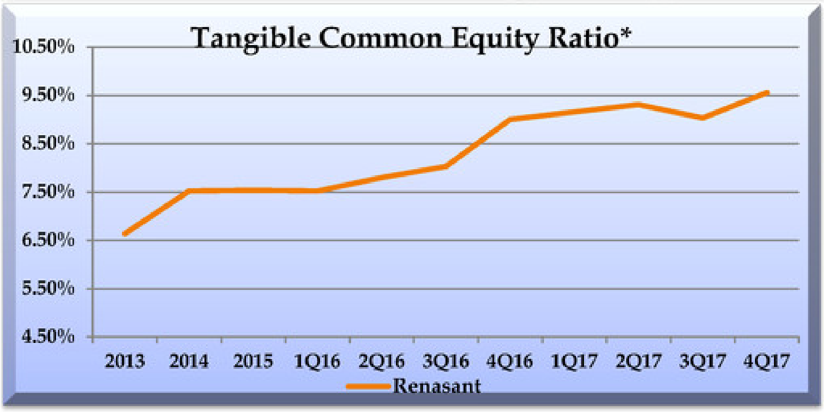
# Strong Capital Position




- Maintained dividend throughout economic downturn
- Increased quarterly dividend twice since 2Q16
- Regulatory capital ratios are well above the minimum for well-capitalized classification
- Capital level positions the Company for future growth and geographic expansion
- Proactive capital plan:
  - Raised $98.2M of subordinated notes in 3Q 2016
  - Raised $84.1M of common equity in 4Q 2016

| Capital | 2013 | 2014 | 2015 | 1Q16 | 2Q16 | 3Q16 | 4Q16 | 1Q17 | 2Q17 | 3Q17 | 4Q17 |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Tangible Common Equity* | 6.64% | 7.52% | 7.54% | 7.52% | 7.80% | 8.03% | 9.00% | 9.16% | 9.31% | 9.03% | 9.56% |
| Leverage | 8.68% | 9.53% | 9.16% | 9.19% | 9.18% | 9.38% | 10.59% | 10.39% | 10.68% | 10.05% | 10.18% |
| Tier 1 Risk Based | 11.41% | 12.45% | 11.51% | 11.38% | 11.56% | 11.57% | 12.86% | 12.93% | 12.86% | 12.26% | 12.39% |
| Total Risk Based | 12.58% | 13.54% | 12.32% | 12.17% | 12.31% | 13.84% | 15.03% | 15.11% | 15.00% | 14.30% | 14.46% |
| Tier 1 Common Equity | N/A | N/A | 9.99% | 9.88% | 10.13% | 10.16% | 11.47% | 11.69% | 11.65% | 11.21% | 11.34% |

* See slide 31 for reconciliation of Non-GAAP disclosure to GAAP

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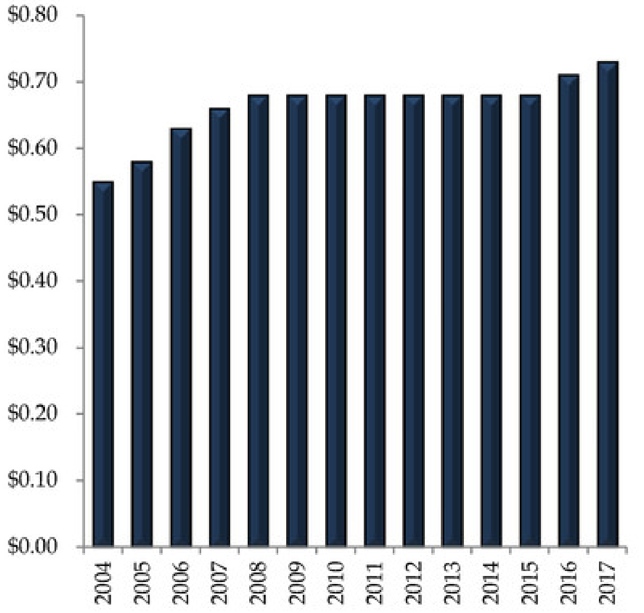
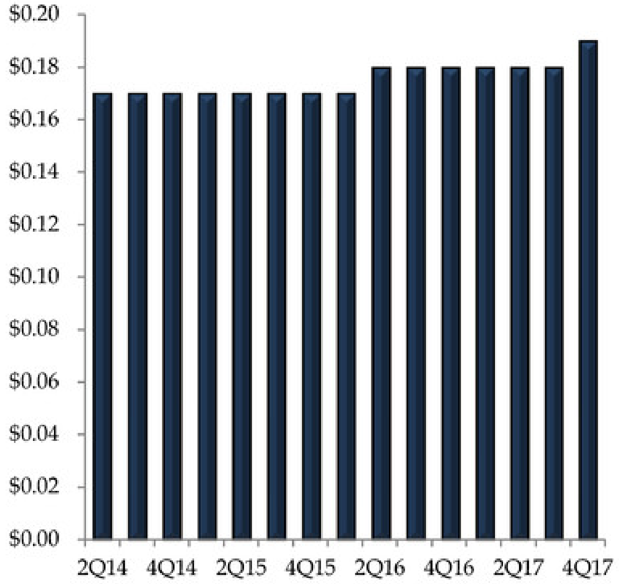
# Consistent and Strong Dividend

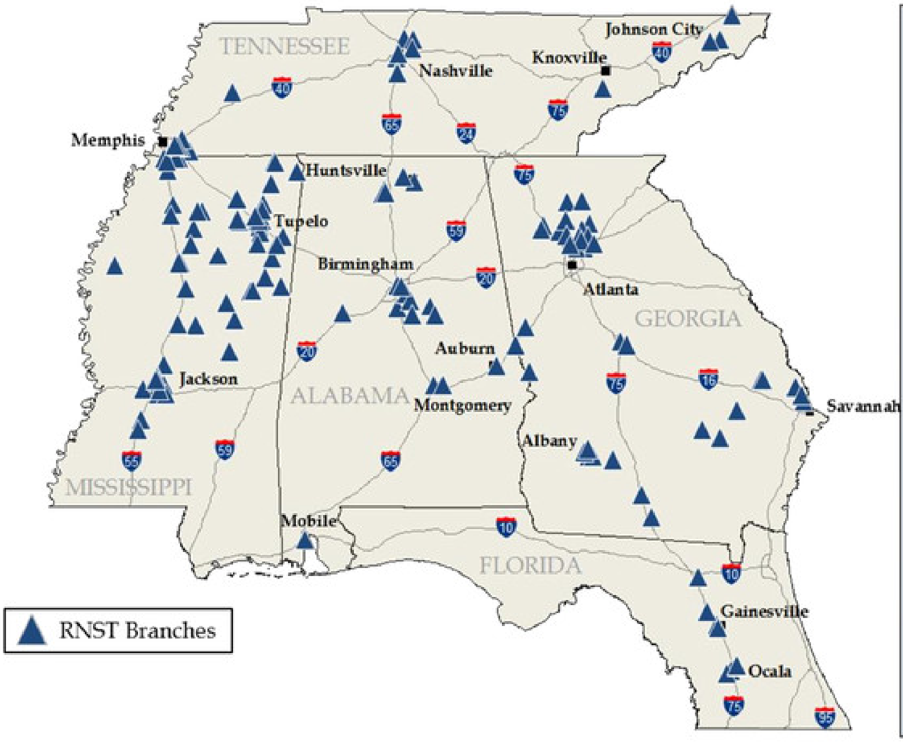
**Dividends Per Share – Annual Payout**




**Dividends Per Share – Quarterly Payout**



# Poised for Growth with Added Shareholder Value




- $9.8B franchise well positioned in attractive markets in the Southeast
- Merger with Metropolitan BancGroup, Inc. added $1.4B in assets, $940M in deposits and $970M in loans on the acquisition date
- Strategic focus on expanding footprint
  - Acquisition
  - De Novo
  - New lines of business
- Opportunity for further profitability improvement
  - Organic loan growth
  - Core deposit growth
  - Revenue growth
  - Declining credit costs
- Strong capital position
- Consistent dividend payment history

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# Appendix

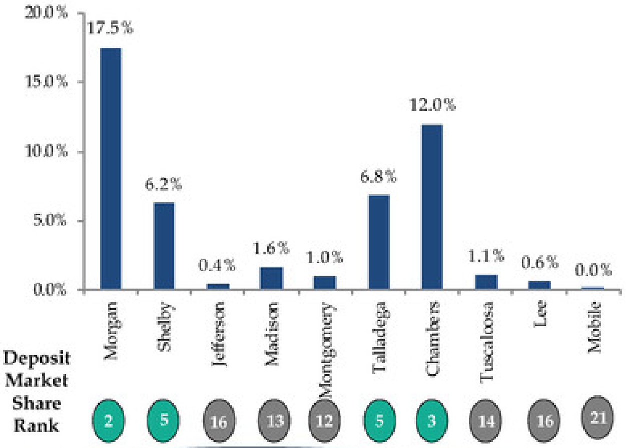
# Alabama – Central Region

- Mazda and Toyota announced $1.6 billion investment creating up to 4,000 jobs by 2021
- Ranked #6 on the Area Development Top States for Doing Business 2016
- Honda, Hyundai, Mercedes-Benz and Toyota increasingly large presence
- Merger with Heritage Financial Group, Inc. (Nasdaq: HBOS) in July 2015 added approximately $90.0 million in loans, $141 million in deposits and 9 branches
- Opened Commercial Loan Production Office and Mortgage Production Office in Mobile, AL in Q1 2017
- 2nd largest research and technology park in the U.S
  - ✓ More than $1.4 billion in aerospace equipment exported in 2016

**Alabama Deposit Market Share**

| Rank | Institution | Deposits ($mm) | Market Share | Branches |
|---|---|---|---|---|
| 1 | Regions Financial Corp. | $22,678 | 22.6 % | 221 |
| 2 | Banco Bilbao Vizcaya Argentaria SA | 13,843 | 13.8 | 89 |
| 3 | Wells Fargo & Co. | 8,824 | 8.8 | 128 |
| 4 | ServisFirst Bancshares Inc. | 4,390 | 4.4 | 11 |
| 5 | Synovus Financial Corp. | 4,230 | 4.2 | 37 |
| 6 | BB&T Corp. | 3,889 | 3.9 | 82 |
| 7 | PNC Financial Services Group Inc. | 3,215 | 3.2 | 67 |
| 8 | Cadence Bancorp. | 2,791 | 2.8 | 26 |
| 9 | Trustmark Corp. | 1,598 | 1.6 | 44 |
| 10 | Bryant Bank | 1,271 | 1.3 | 15 |
| 16 | Renasant Corp. | 993 | 1.0 | 19 |
| | Total Market | 100,324 | 100.0 | 1,492 |

**Deposit Market Share by County – Top 5 Presence in 4 of 10 counties**





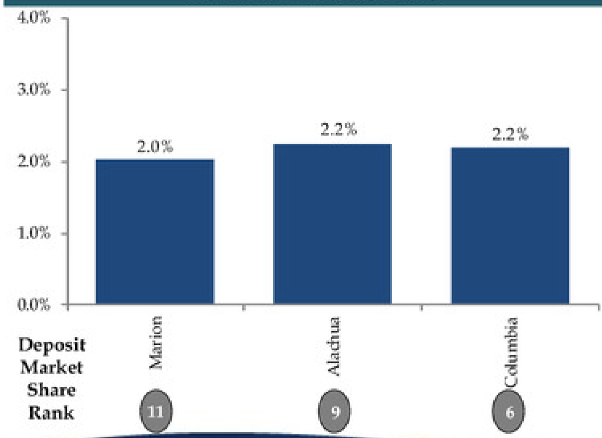
# Florida – Central Region

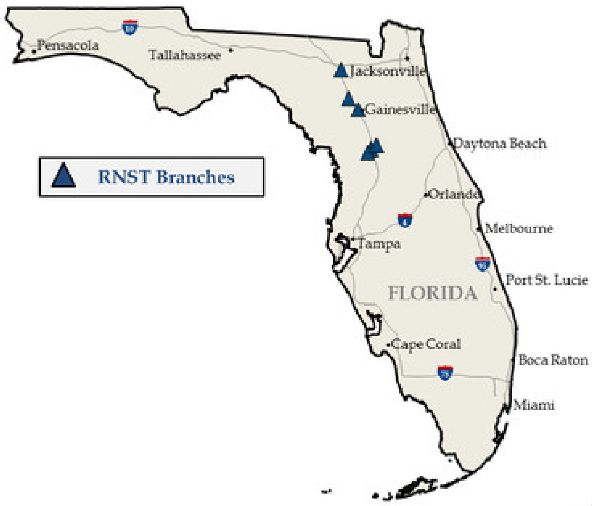
- Entered the Florida market through the acquisition of HBOS.
  - ✓ Moved into FL with 6 full-services branches along I-75
- Opened Mortgage Production Offices in Destin and Jacksonville in Q1 2017
- Florida would have the 19th largest economy in the world, if it were a country
- Publix Super Markets, Southern Wine & Spirits, Royal Caribbean Cruise, Darden Restaurants, CSX, and JM Family Enterprises are all headquartered in Florida
- Florida projected population growth is approximately 6.7% compared to the national average of 3.8%

**Florida Deposit Market Share**

| Rank | Institution | Deposits ($mm) | Market Share | Branches |
|---|---|---|---|---|
| 1 | Bank of America Corp. | $108,279 | 19.8 % | 563 |
| 2 | Wells Fargo & Co. | 79,721 | 14.6 | 621 |
| 3 | SunTrust Banks Inc. | 49,105 | 9.0 | 441 |
| 4 | JPMorgan Chase & Co. | 32,882 | 6.0 | 399 |
| 5 | Citigroup Inc. | 19,525 | 3.6 | 55 |
| 6 | TIAA Board of Overseers | 19,290 | 3.5 | 12 |
| 7 | Regions Financial Corp. | 18,994 | 3.5 | 323 |
| 8 | BB&T Corp. | 18,041 | 3.3 | 311 |
| 9 | BankUnited Inc. | 14,697 | 2.7 | 89 |
| 10 | Toronto-Dominion Bank | 12,714 | 2.3 | 152 |
| 113 | Renasant Corp. | 238 | 0.0 | 6 |
| | Total Market | 545,627 | 100.0 | 5,099 |

**Deposit Market Share by County**



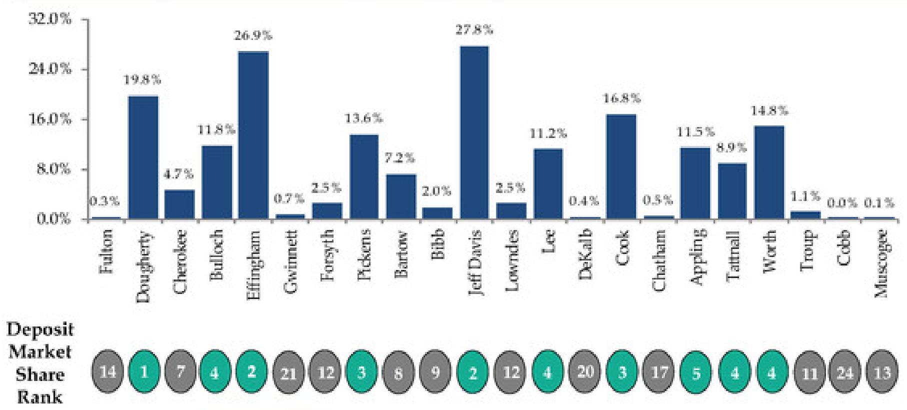
# Georgia – Eastern Region

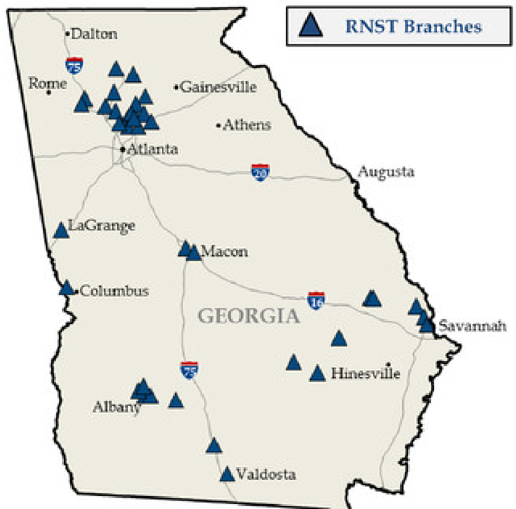
- Entered the North GA market through two FDIC loss share transactions
  - ✓ 12 full-service locations
  - ✓ Expanded services include mortgage and wealth management personnel
- Grew GA presence by completing acquisition of HBOS
  - ✓ Added 20 full-service branches and 4 mortgage offices
  - ✓ Significantly ramps up our mortgage division
- Enhanced GA presence by acquisition of KeyWorth Bank ($399 million in assets) in April 2016
  - ✓ Approximately $284 million in loans, $347 million in deposits, and 4 full-service branches
- Asset based lending division headquartered in Atlanta

## Georgia Deposit Market Share

| Rank | Institution | Deposits ($mm) | Market Share | Branches |
|---|---|---|---|---|
| 1 | SunTrust Banks Inc. | $54,262 | 22.9 % | 230 |
| 2 | Wells Fargo & Co. | 36,811 | 15.5 | 265 |
| 3 | Bank of America Corp. | 35,762 | 15.1 | 170 |
| 4 | Synovus Financial Corp. | 14,687 | 6.2 | 115 |
| 5 | BB&T Corp. | 11,995 | 5.1 | 147 |
| 6 | Regions Financial Corp. | 6,425 | 2.7 | 121 |
| 7 | United Community Banks Inc. | 5,773 | 2.4 | 65 |
| 8 | JPMorgan Chase & Co. | 4,390 | 1.9 | 82 |
| 9 | Bank of the Ozarks | 3,995 | 1.7 | 67 |
| 10 | State Bank Financial Corp. | 3,514 | 1.5 | 32 |
| 16 | Renasant Corp. | 1,780 | 0.8 | 37 |
| | Total Market | 236,981 | 100.0 | 2,323 |

## Deposit Market Share by County – Top 5 Presence in 10 of 22 counties

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Source: SNL Financial
Green highlighting denotes top 5 deposit market share in respective county
Deposit data as of 6/30/17

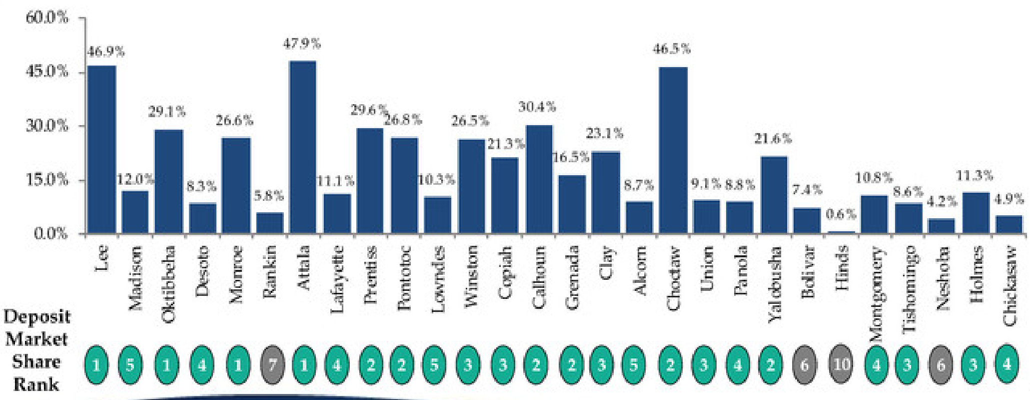
# Mississippi – Western Region

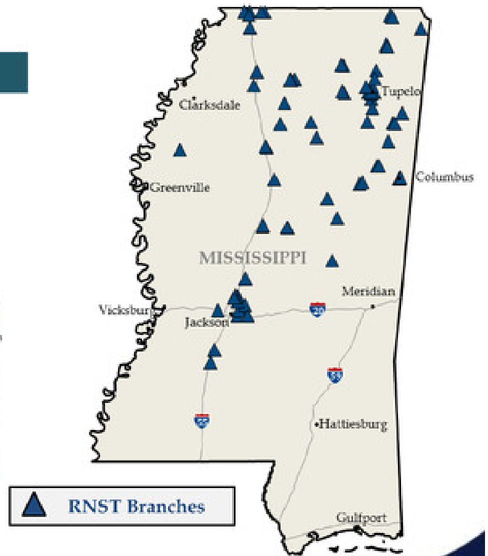
- Increased presence in Mississippi with the recent acquisition of Metropolitan BancGroup, Inc., which closed 1/17/17
  - ✓ Added 4-full service branches
- Columbus Air Force Base trains 1/3 of the nation's pilots, with an economic impact of $250 million
- Yokohama Tire Corporation announces plans to locate new commercial tire plant in West Point with an initial investment of $300 million and potentially more than $1 billion.
- City of Tupelo/Lee County
  - ✓ Hosts one of the largest furniture markets in the U.S.
  - ✓ Home to one of the largest rubber / tire producers in the country

## Mississippi Deposit Market Share

| Rank | Institution | Deposits ($mm) | Market Share | Branches |
|---|---|---|---|---|
| 1 | Trustmark Corp. | $7,127 | 13.4 % | 122 |
| 2 | Regions Financial Corp. | 7,085 | 13.4 | 127 |
| 3 | BancorpSouth Inc. | 5,746 | 10.8 | 97 |
| 4 | Renasant Corp. | 3,692 | 7.0 | 75 |
| 5 | Hancock Holding Co. | 3,126 | 5.9 | 39 |
| 6 | Community Bancshares of Mississippi Inc. | 2,278 | 4.3 | 35 |
| 7 | BancPlus Corp. | 2,155 | 4.1 | 56 |
| 8 | Citizens National Banc Corp. | 1,157 | 2.2 | 26 |
| 9 | Planters Holding Co. | 909 | 1.7 | 19 |
| 10 | First Bancshares Inc. | 885 | 1.7 | 17 |
| | Total Market | 53,035 | 100.0 | 1,140 |

## Deposit Market Share by County – Top 5 Presence in 24 of 28 counties



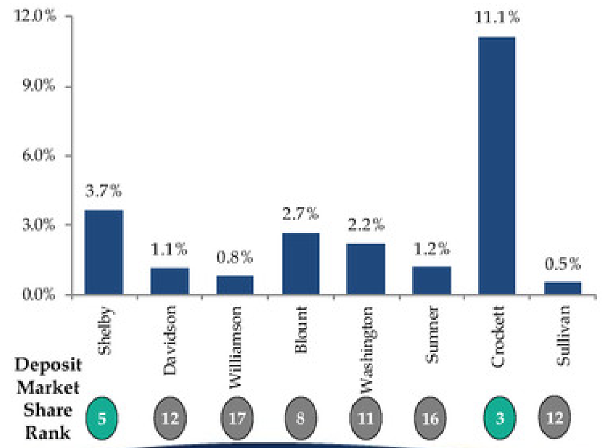
# Tennessee – Northern Region

- Our Tennessee Operations
  - ✓ The Knoxville/Maryville MSA location opened in late Q2 '12
  - ✓ East Tennessee operations currently have 4 full-service branches, $274 million in loans and $132 million in deposits
  - ✓ Metropolitan acquisition added two branches in each of Memphis and Nashville
  - ✓ New Healthcare Lending Group added in Nashville during 2015
- Tennessee ranked 4th best state to do business, per Area Development magazine
  - ✓ Driven by VW, Nissan and GM, Tennessee named the #1 state in the nation for automotive manufacturing strength
  - ✓ Unemployment rate continues to improve declining to 3.4% from 10.4% in January 2010, down 1.6% since last November

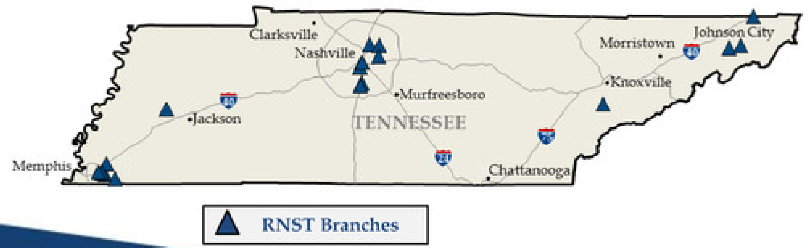
**Tennessee Deposit Market Share**

| Rank | Institution | Deposits ($mm) | Market Share | Branches |
|---|---|---|---|---|
| 1 | First Horizon National Corp. | $22,935 | 15.5 % | 202 |
| 2 | Regions Financial Corp. | 18,659 | 12.6 | 223 |
| 3 | SunTrust Banks Inc. | 13,651 | 9.3 | 127 |
| 4 | Bank of America Corp. | 11,459 | 7.8 | 58 |
| 5 | Pinnacle Financial Partners Inc. | 9,659 | 6.6 | 46 |
| 6 | FB Financial Corp. | 3,567 | 2.4 | 69 |
| 7 | U.S. Bancorp | 3,221 | 2.2 | 103 |
| 8 | Franklin Financial Network Inc. | 2,878 | 2.0 | 14 |
| 9 | BB&T Corp. | 2,713 | 1.8 | 47 |
| 10 | Wilson Bank Holding Co. | 2,022 | 1.4 | 27 |
| 15 | Renasant Corp. | 1,522 | 1.0 | 22 |
| | Total Market | 147,560 | 100.0 | 2,116 |

**Deposit Market Share by County – Top 5 Presence in 2 of 8 counties**




- In the Nashville market, Hospital Corporation of American announced an expansion that will create 2,000 jobs
- #1 single-family housing market in the country
  - ✓ Housing prices appreciated 8% in the last year, and 23.3% in the last 3 years
- The Memphis MSA market ranked #1 for Logistics Leaders both nationally and globally
  - ✓ Bass Pro Shops, $70 million hotel in conjunction with their Pyramid flagship store
- Fortune 500 company, Royal Phillips to expand in Tennessee, creating nearly 1,000 jobs in Nashville and Franklin

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Source: SNL Financial
Green highlighting denotes top 5 deposit market share in respective county
Deposit data as of 6/30/17

# Reconciliation of Non-GAAP Disclosures

## Tangible Common Equity

| $ in thousands | 2011 | 2012 | 2013 | 2014 | 2015 | 2016 | 1Q17 | 2Q17 | 3Q17 | 4Q17 |
|---|---|---|---|---|---|---|---|---|---|---|
| Actual shareholders' equity (GAAP) | $ 487,202 | $ 498,208 | $ 665,652 | $ 711,651 | $ 1,036,818 | $ 1,232,883 | $ 1,251,065 | $ 1,271,786 | $ 1,511,826 | $ 1,514,983 |
| Intangibles | 192,326 | 190,925 | 304,330 | 297,330 | 474,682 | 494,608 | 493,045 | 491,552 | 637,265 | 635,556 |
| Actual tangible shareholders' equity (non-GA | $ 294,876 | $ 307,283 | $ 361,322 | $ 414,321 | $ 562,136 | $ 738,275 | $ 758,020 | $ 780,234 | $ 874,561 | $ 879,427 |
| | | | | | | | | | | |
| Actual total assets (GAAP) | $ 4,202,008 | $ 4,178,616 | $ 5,746,270 | $ 5,805,129 | $ 7,926,496 | $ 8,699,851 | $ 8,764,711 | $ 8,872,272 | $ 10,323,687 | $ 9,829,981 |
| Intangibles | 192,326 | 190,925 | 304,330 | 297,330 | 474,682 | 494,608 | 493,045 | 491,552 | 637,265 | 635,556 |
| Actual tangible assets (non-GAAP) | $ 4,009,682 | $ 3,987,691 | $ 5,441,940 | $ 5,507,799 | $ 7,451,814 | $ 8,205,243 | $ 8,271,666 | $ 8,380,720 | $ 9,686,422 | $ 9,194,425 |
| | | | | | | | | | | |
| **Tangible Common Equity Ratio** | | | | | | | | | | |
| Shareholders' equity to (actual) assets (GAAP | 11.59% | 11.92% | 11.58% | 12.26% | 13.08% | 14.17% | 14.27% | 14.33% | 14.64% | 15.41% |
| Effect of adjustment for intangible assets | 4.24% | 4.22% | 4.94% | 4.74% | 5.54% | 5.17% | 5.11% | 5.02% | 5.61% | 5.85% |
| Tangible common equity ration (non-GAAP) | 7.35% | 7.71% | 6.64% | 7.52% | 7.54% | 9.00% | 9.16% | 9.31% | 9.03% | 9.56% |

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# Reconciliation of Non-GAAP Disclosures

## Efficiency Ratio

| $ in thousands | 2011 | 2012 | 2013 | 2014 | 2015 | 2016 | 1Q17 | 2Q17 | 3Q17 | 4Q17 |
|---|---|---|---|---|---|---|---|---|---|---|
| Net interest income (FTE) | $ 135,123 | $ 139,261 | $ 162,957 | $ 209,319 | $ 248,613 | $ 308,002 | $ 75,907 | $ 81,453 | $ 91,935 | $ 96,448 |
| Total noninterest income | 64,699 | 68,711 | 71,891 | 80,509 | 108,270 | 137,231 | 32,021 | 34,265 | 33,413 | 32,441 |
| Securities gains (losses) | 4,795 | 1,894 | 54 | 375 | 96 | 1,186 | - | - | 57 | 91 |
| Gain on acquisition | 9,344 | - | - | - | - | - | - | - | - | - |
| Total noninterest income - adjusted | $ 50,560 | $ 66,817 | $ 71,837 | $ 80,134 | $ 108,174 | $ 136,045 | $ 32,021 | $ 34,265 | $ 33,356 | $ 32,350 |
| Total income (FTE) - adjusted | $ 185,683 | $ 206,078 | $ 234,794 | $ 289,453 | $ 356,787 | $ 444,047 | $ 107,928 | $ 115,718 | $ 125,291 | $ 128,798 |
| | | | | | | | | | | |
| Total noninterest expense | $ 136,960 | $ 150,459 | $ 172,928 | $ 190,937 | $ 245,114 | $ 294,915 | $ 69,309 | $ 74,841 | $ 80,660 | $ 76,808 |
| Amortization of intangibles | 1,742 | 1,381 | 2,869 | 5,606 | 6,069 | 6,747 | 1,563 | 1,493 | 1,766 | 1,708 |
| Merger-related expenses | 1,651 | - | 6,027 | 694 | 11,614 | 4,023 | 345 | 3,044 | 6,266 | 723 |
| Debt extinguishment penalty | 1,903 | 898 | - | - | - | 2,539 | 205 | - | - | - |
| Loss share termination | - | - | - | - | - | 2,053 | - | - | - | - |
| Total noninterest expense - adjusted | $ 131,664 | $ 148,180 | $ 164,032 | $ 184,637 | $ 227,431 | $ 279,553 | $ 67,196 | $ 70,304 | $ 72,628 | $ 74,377 |
| | | | | | | | | | | |
| Efficiency Ratio - GAAP | 68.5% | 72.3% | 73.6% | 65.9% | 68.7% | 66.2% | 64.2% | 64.7% | 64.3% | 59.6% |
| Efficiency Ratio - adjusted | 70.9% | 71.9% | 69.9% | 63.8% | 63.7% | 63.0% | 62.3% | 60.8% | 58.0% | 57.7% |

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# Reconciliation of Non-GAAP Disclosures

## Efficiency Ratio (Excluding Mortgage)

| $ in thousands | 2011 | 2012 | 2013 | 2014 | 2015 | 2016 | 1Q17 | 2Q17 | 3Q17 | 4Q17 |
|---|---|---|---|---|---|---|---|---|---|---|
| Net interest income (FTE) | $ 133,714 | $ 137,698 | $ 161,148 | $ 207,446 | $ 240,304 | $ 299,868 | $ 75,057 | $ 80,177 | $ 90,364 | $ 95,174 |
| Total noninterest income | 56,962 | 49,602 | 53,094 | 65,645 | 73,276 | 86,692 | 21,136 | 21,055 | 21,754 | 21,002 |
| Securities gains (losses) | 4,795 | 1,894 | 54 | 375 | 96 | 1,186 | - | - | 57 | 91 |
| Gain on acquisition | 9,344 | - | - | - | - | - | - | - | - | - |
| Total noninterest income - adjusted | $ 42,823 | $ 47,708 | $ 53,040 | $ 65,270 | $ 73,180 | $ 85,506 | $ 21,136 | $ 21,055 | $ 21,697 | $ 20,911 |
| Total income (FTE) - adjusted | $ 176,537 | $ 185,406 | $ 214,188 | $ 272,716 | $ 313,484 | $ 385,374 | $ 96,193 | $ 101,232 | $ 112,061 | $ 116,085 |
| | | | | | | | | | | |
| Total noninterest expense | $ 129,484 | $ 139,281 | $ 160,096 | $ 177,468 | $ 212,852 | $ 247,428 | $ 59,690 | $ 63,625 | $ 69,212 | $ 65,907 |
| Amortization of intangibles | 1,742 | 1,381 | 2,869 | 5,606 | 6,069 | 6,747 | 1,563 | 1,493 | 1,766 | 1,708 |
| Merger-related expenses | 1,651 | - | 6,027 | 694 | 11,614 | 4,023 | 345 | 3,044 | 6,266 | 723 |
| Debt extinguishment penalty | 1,903 | 898 | - | - | - | 2,539 | 205 | - | - | - |
| Loss share termination | - | - | - | - | - | 2,053 | - | - | - | - |
| Total noninterest expense - adjusted | $ 124,188 | $ 137,002 | $ 151,200 | $ 171,168 | $ 195,169 | $ 232,066 | $ 57,577 | $ 59,088 | $ 61,180 | $ 63,476 |
| | | | | | | | | | | |
| Efficiency Ratio - adjusted | 70.3% | 73.9% | 70.6% | 62.8% | 62.3% | 60.2% | 59.9% | 58.4% | 54.6% | 54.7% |

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# Reconciliation of Non-GAAP Disclosures

## Non Interest Income

| $ in thousands | 1Q14 | 2Q14 | 3Q14 | 4Q14 | 1Q15 | 2Q15 | 3Q15 | 4Q15 |
|---|---|---|---|---|---|---|---|---|
| Actual non interest income (GAAP) | $ 18,616 | $ 19,471 | $ 22,562 | $ 19,971 | $ 21,869 | $ 22,880 | $ 32,079 | $ 31,442 |
| Securities gains (losses) | - | - | 375 | - | - | 96 | - | - |
| Actual non interest income (non-GAAP) | $ 18,616 | $ 19,471 | $ 22,187 | $ 19,971 | $ 21,869 | $ 22,784 | $ 32,079 | $ 31,442 |

| $ in thousands | 1Q16 | 2Q16 | 3Q16 | 4Q16 | 1Q17 | 2Q17 | 3Q17 | 4Q17 |
|---|---|---|---|---|---|---|---|---|
| Actual non interest income (GAAP) | $ 33,302 | $ 35,586 | $ 38,272 | $ 30,071 | $ 32,021 | $ 34,265 | $ 33,413 | $ 32,441 |
| Securities gains (losses) | (71) | 1,257 | - | - | - | - | 57 | 91 |
| Actual non interest income (non-GAAP) | $ 33,373 | $ 34,329 | $ 38,272 | $ 30,071 | $ 32,021 | $ 34,265 | $ 33,356 | $ 32,350 |

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