



2014 Annual Shareholders Meeting

Forward Looking Statement

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Congress passed the Private Securities Litigation Act of 1995 in an effort to encourage corporations to provide information about companies' anticipated future financial performance. This act provides a safe harbor for such disclosure, which protects the companies from unwarranted litigation if actual results are different from management expectations. This news release may contain, or incorporate by reference, statements which may constitute "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such forward looking statements usually include words such as "expects," "projects," "anticipates," "believes," "intends," "estimates," "strategy," "plan," "potential," "possible" and other similar expressions.

Prospective investors are cautioned that any such forward-looking statements are not guarantees for future performance and involve risks and uncertainties, and that actual results may differ materially from those contemplated by such forward-looking statements. Important factors currently known to management that could cause actual results to differ materially from those in forward-looking statements include significant fluctuations in interest rates, inflation, economic recession, significant changes in the federal and state legal and regulatory environment, significant underperformance in our portfolio of outstanding loans, and competition in our markets. We undertake no obligation to update or revise forward-looking statements to reflect changed assumptions, the occurrence of unanticipated events or changes to future operating results over time.

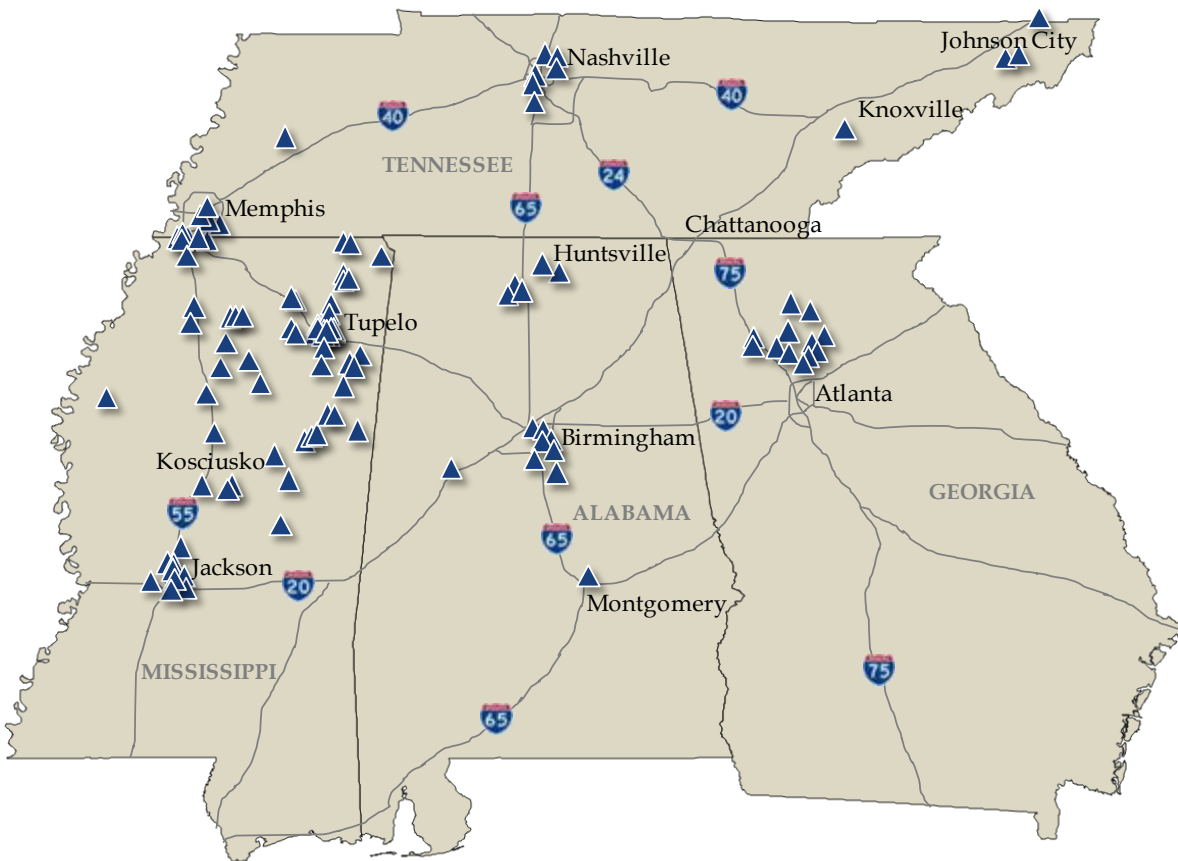
In addition to results presented in accordance with generally accepted accounting principles in the United States of America (GAAP), this press release contains certain non-GAAP financial measures. These non-GAAP financial measures adjust GAAP financial measures to exclude intangible assets, which the Company's management uses when evaluating capital utilization and adequacy. In addition, the Company believes that these non-GAAP financial measures facilitate the making of period-to-period comparisons and are meaningful indications of its operating performance particularly because these measures are widely used by industry analysts for companies with merger and acquisition activities. Also, because intangible assets such as goodwill and the core deposit intangible can vary extensively from company to company and are excluded from the calculation of a financial institution's regulatory capital, the Company believes that the presentation of this non-GAAP financial information allows readers to more easily compare the Company's results to information provided in other regulatory reports and the results of other companies.

The specific non-GAAP financial measures used are return on average tangible shareholders' equity, return on average tangible assets and the ratio of tangible equity to tangible assets (commonly referred to as the "tangible capital ratio"). The presentation of this non-GAAP financial information is not intended to be considered in isolation or as a substitute for any measure prepared in accordance with GAAP. Investors should note that, because there are no standardized definitions for the calculations as well as the results, the Company's calculations may not be comparable to other similarly titled measures presented by other companies. Also there may be limits in the usefulness of these measures to investors. As a result, the Company encourages readers to consider its consolidated financial statements in their entirety and not to rely on any single financial measure.

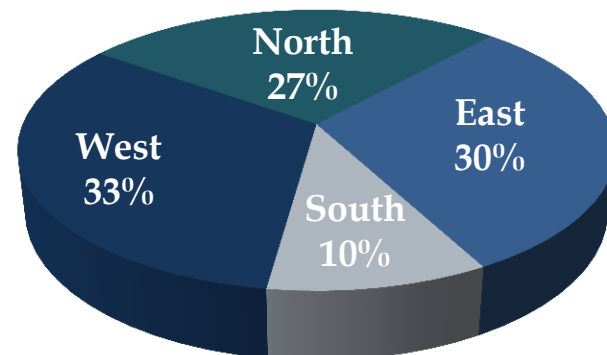
Reconciliations of these non-GAAP financial measures to the most directly comparable GAAP financial measures are included in the table at the end of this release under the caption "Reconciliation of GAAP to Non-GAAP." In addition, these forward-looking statements are subject to assumptions with respect to future business strategies and decisions that are subject to change. Actual results may differ materially from those indicated or implied in the forward-looking statements.

Current Footprint

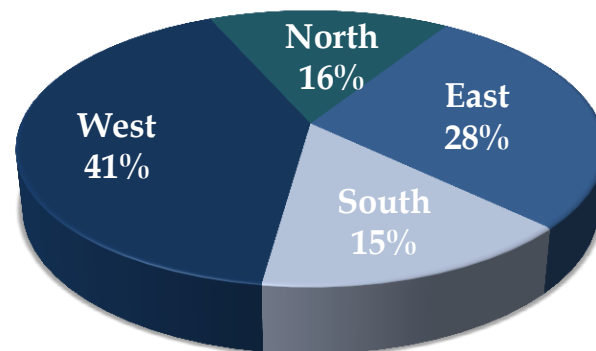
Over 120 banking, lending, financial services and insurance offices



Portfolio Loans



Total Deposits



Key Strategic Initiatives

Enhance Profitability

- Loan growth
- Core deposit growth
- Net interest margin expansion / mitigate interest rate risk
- Noninterest expense control

Build Capital Ratios

- Selective balance sheet growth
- Maintain dividend
- Non-TARP participant

Aggressively Manage Problem Credits

- Quarantine troubled assets

Capitalize on Opportunities

- Focus on acquisition opportunities
- Leverage existing markets
- Seek new markets
- New lines of business

Market Expansion Experience Since 2010

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

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

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

Whole Bank Transaction:
First M&F Corporation
Kosciusko, MS
Assets: \$1.6 billion

2010

2011

2012

2013

De novo expansion:
✓ Columbus, MS

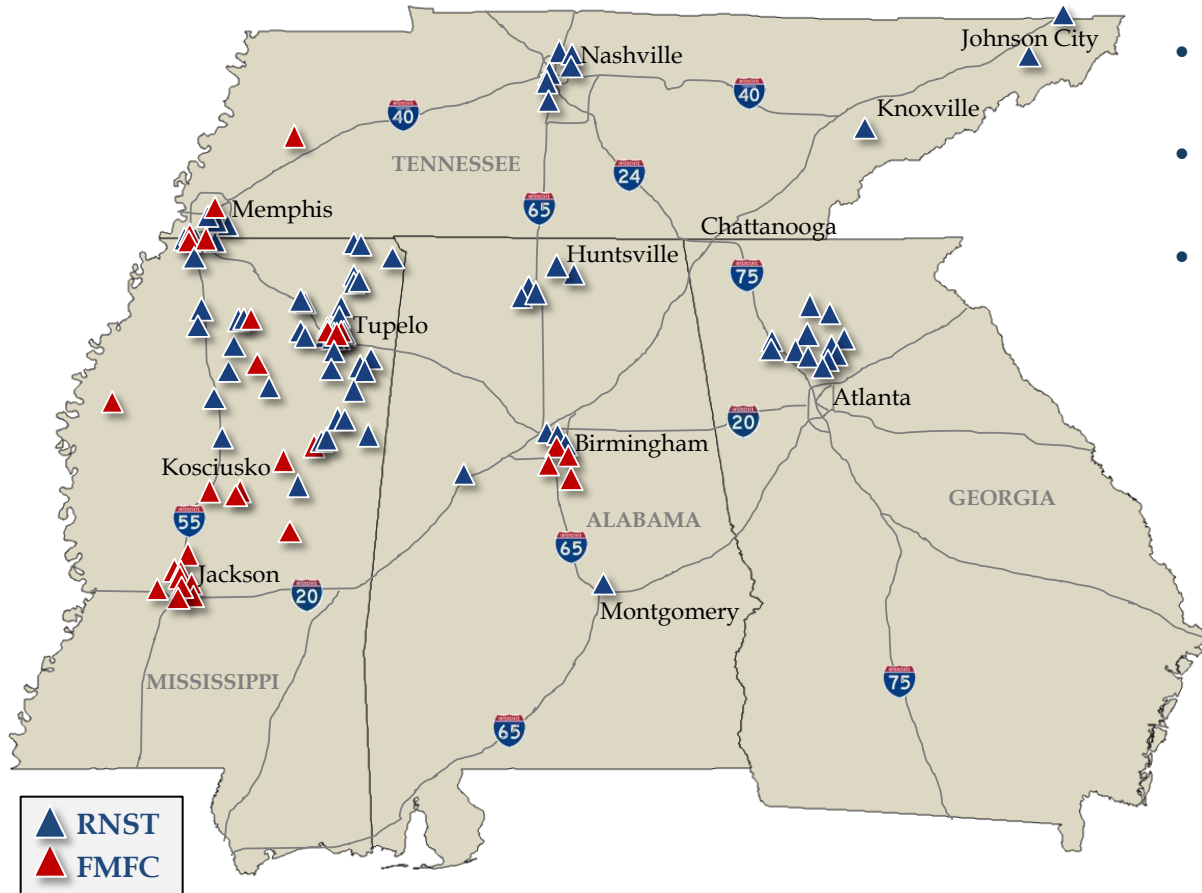
De novo expansion:
✓ Montgomery, AL
✓ Starkville, MS
✓ Tuscaloosa, AL

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

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

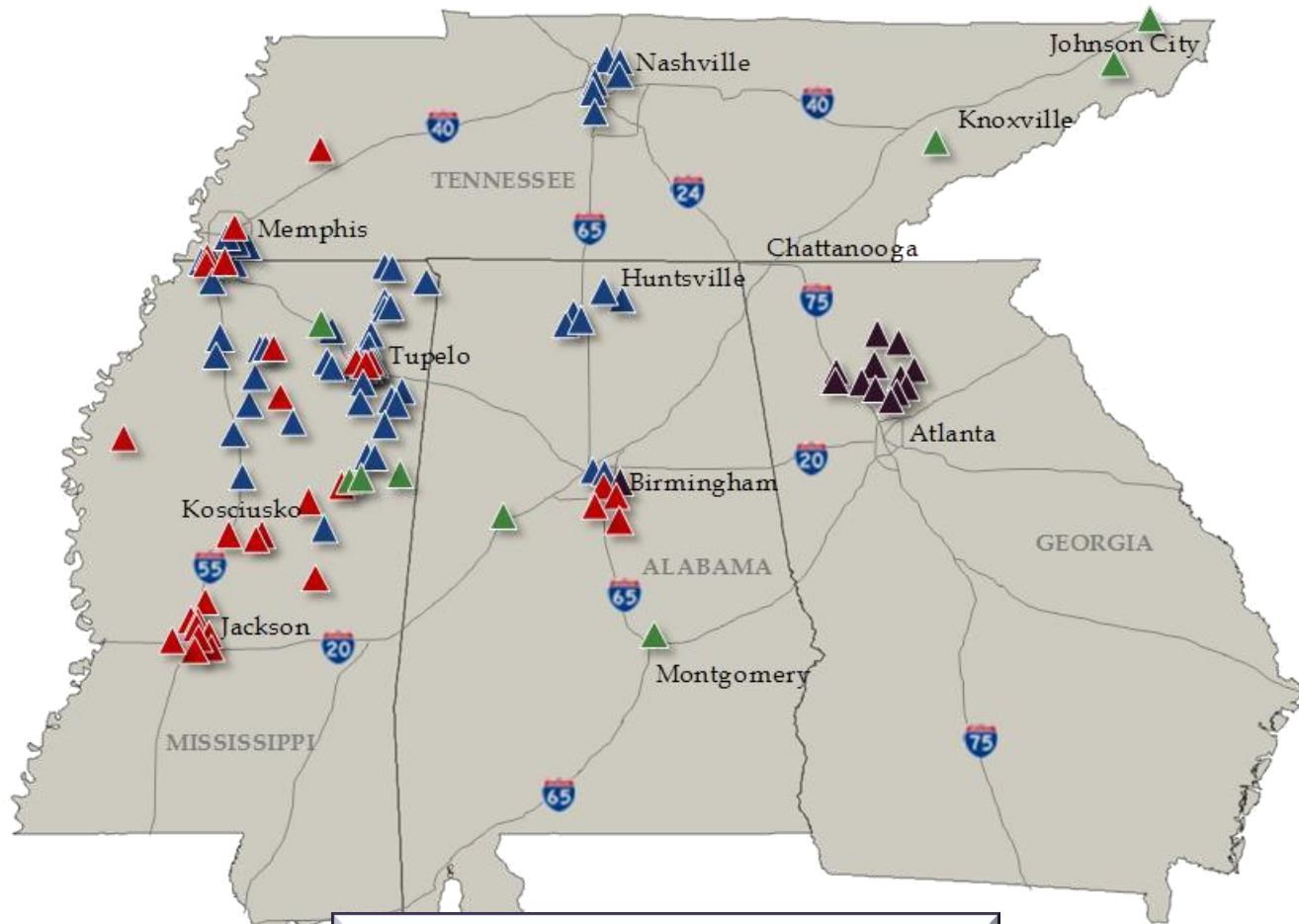


Logical In-Market Transaction



- Financially attractive
- Strategically advantageous
- Provided further expansion in current states of operation
 - Mississippi
 - Jackson MSA
 - DeSoto County
 - Oxford
 - Starkville
 - Alabama
 - Birmingham MSA
 - Tennessee
 - Greater Memphis

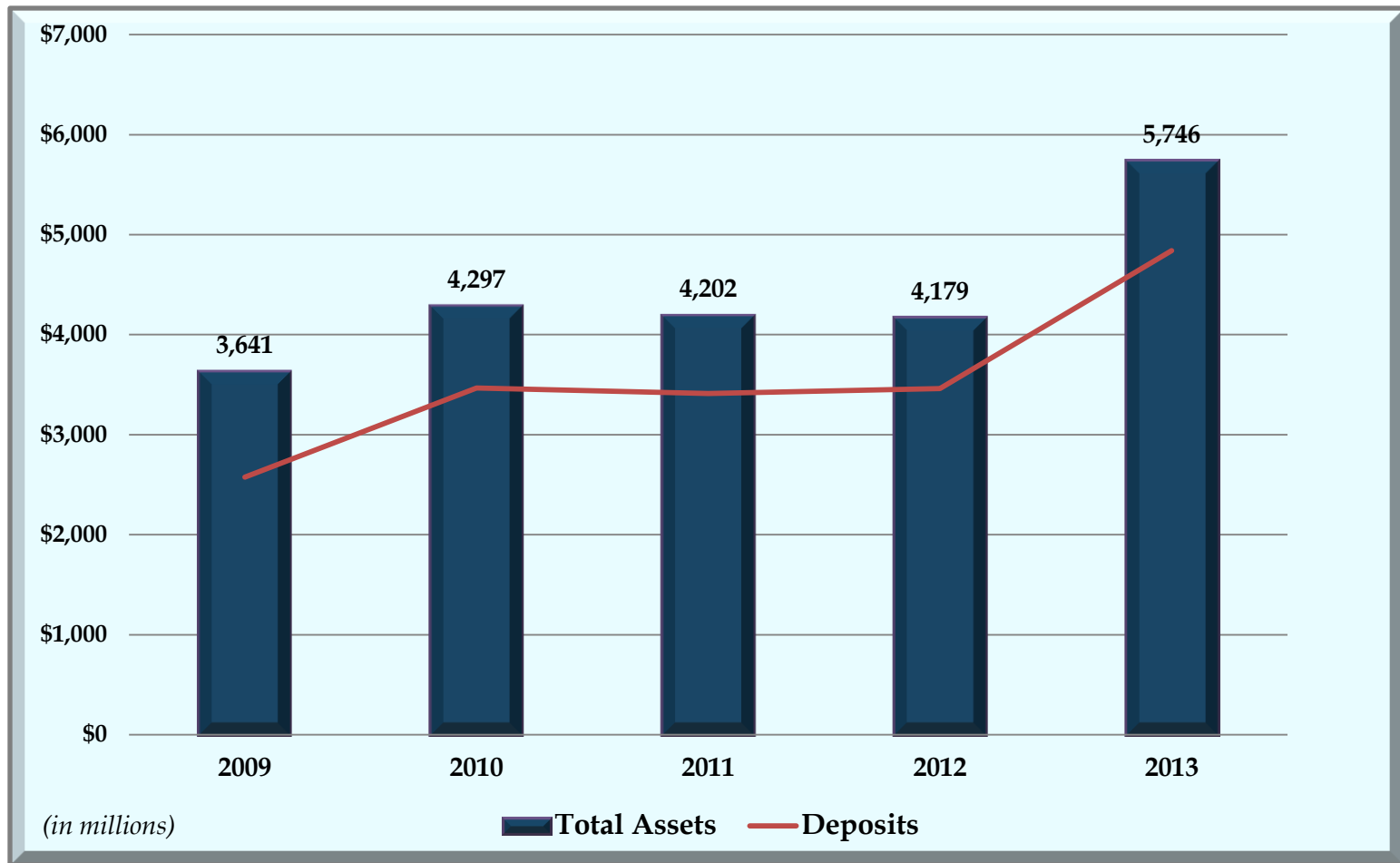
Our Current Footprint



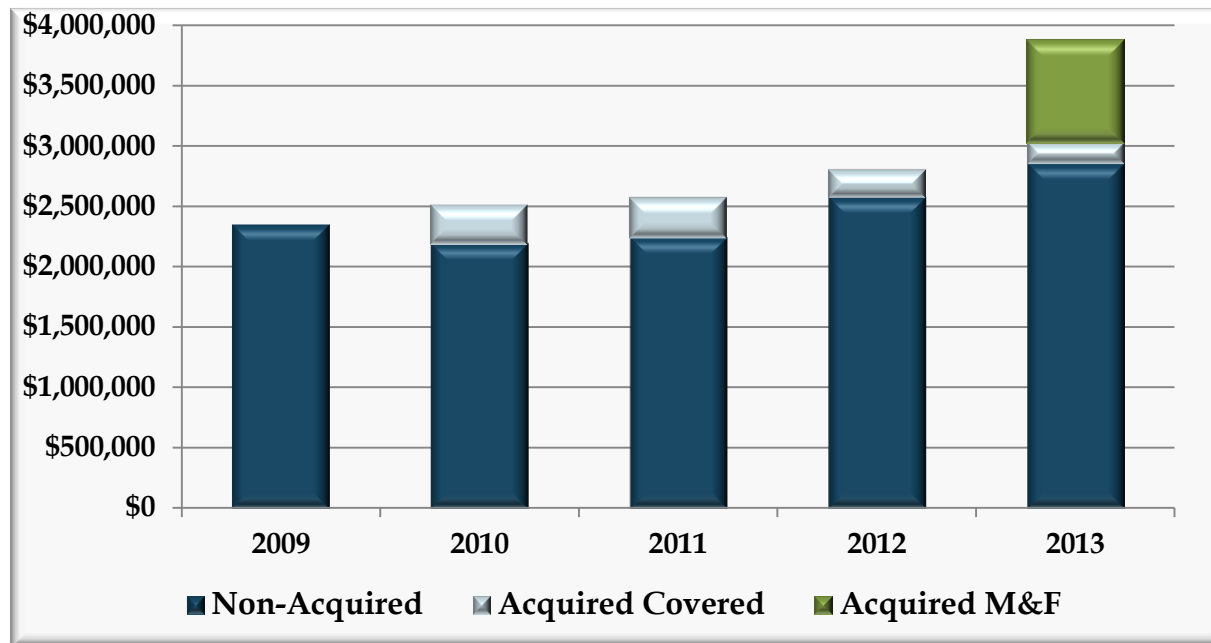
Expansions in 2010 - 2013

▲	RNST	▲	De Novo
▲	FMFC	▲	Acquisition

Total Assets



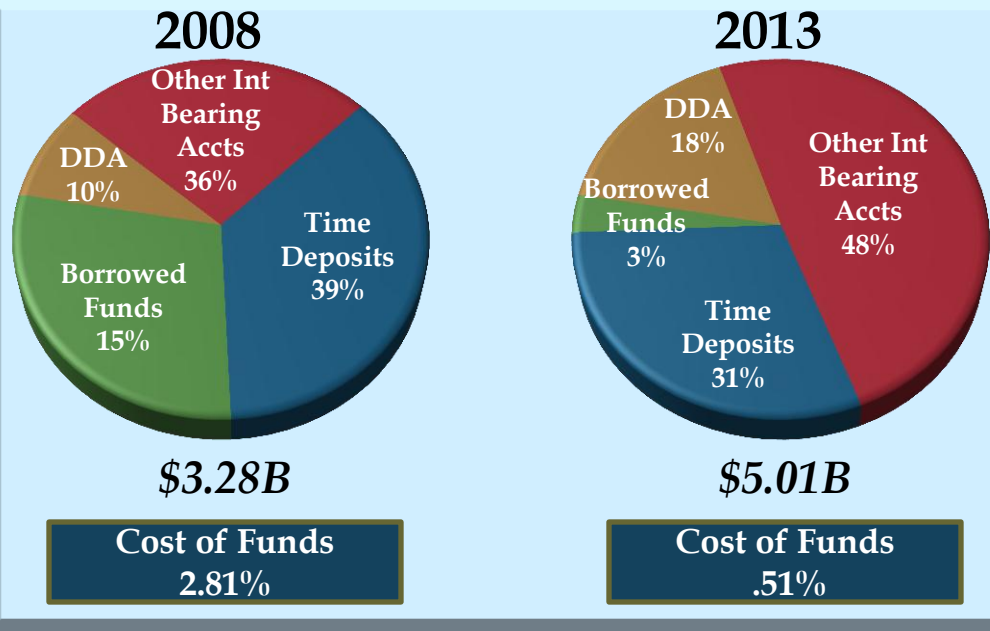
Total Portfolio Loans



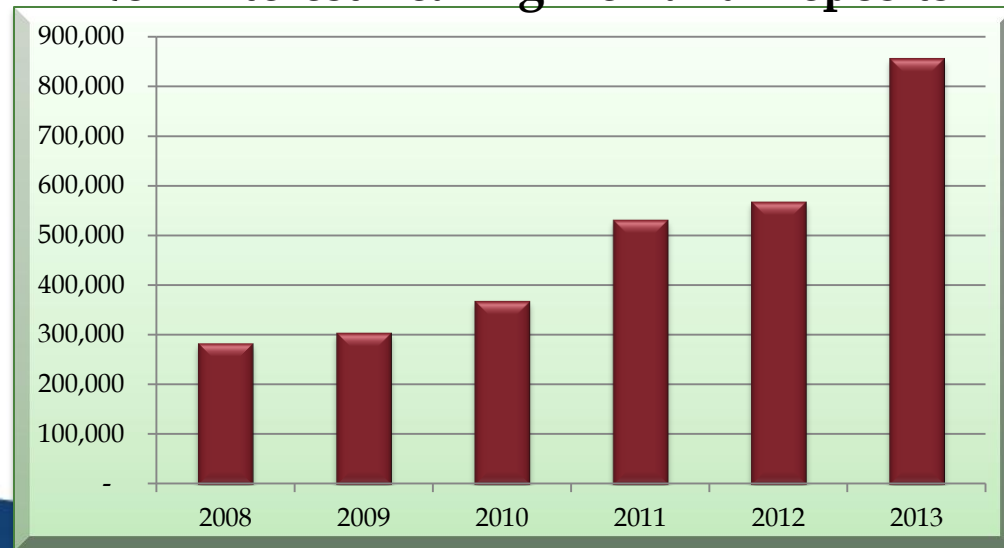
	2009	2010	2011	2012	2013
Non-Acquired	\$2,348	\$2,191	\$2,242	\$2,573	\$2,886
Acquired Covered*	-	334	339	237	182
Acquired M&F	-	-	-	-	813
Total Loans	\$2,525	\$2,525	\$2,581	\$2,810	\$3,881

*Covered loans are subject to loss-share agreements with FDIC

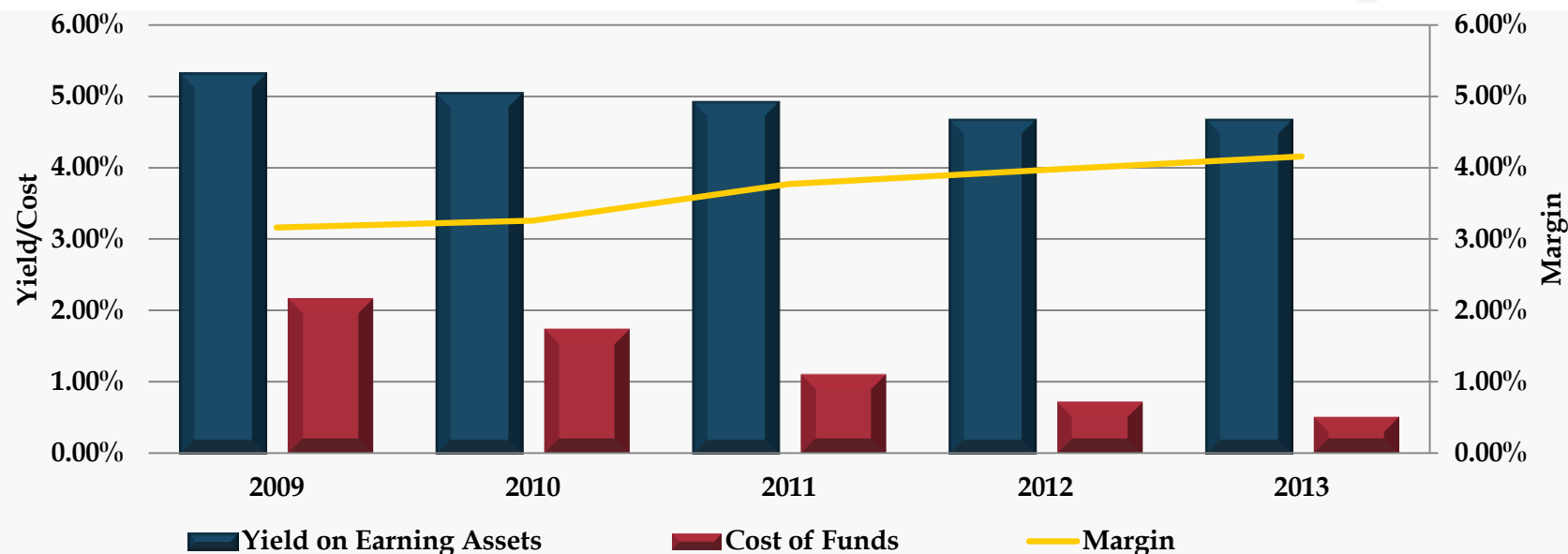
Transition To Core Funding



Non-Interest Bearing Demand Deposits



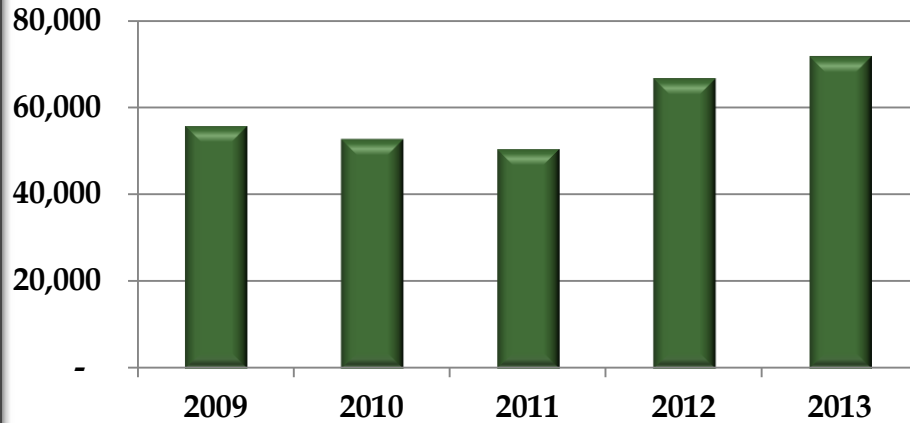
Net Interest Income and Net Interest Margin



	2009	2010	2011	2012	2013
Net Interest Income	\$99,466	\$105,062	\$129,286	\$133,338	\$157,201
Net Interest Margin	3.16%	3.26%	3.77%	3.94%	3.96%
Yield on Earning Assets	5.32%	5.04%	4.92%	4.67%	4.53%
Cost of Funds	2.17%	1.74%	1.11%	0.72%	0.57%

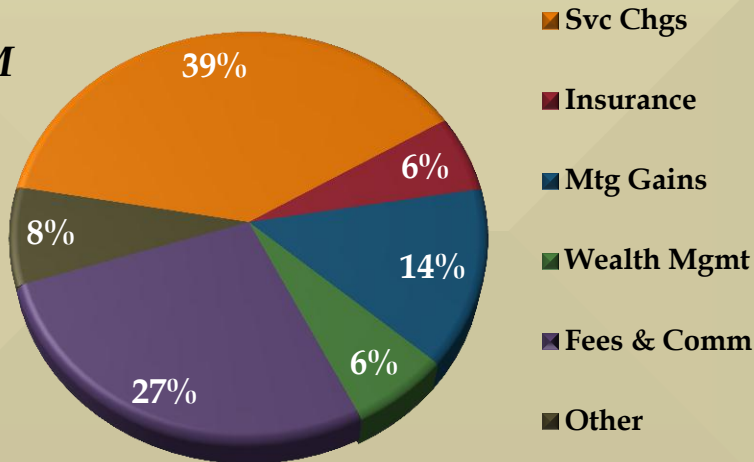
Noninterest Income*

Noninterest Income*

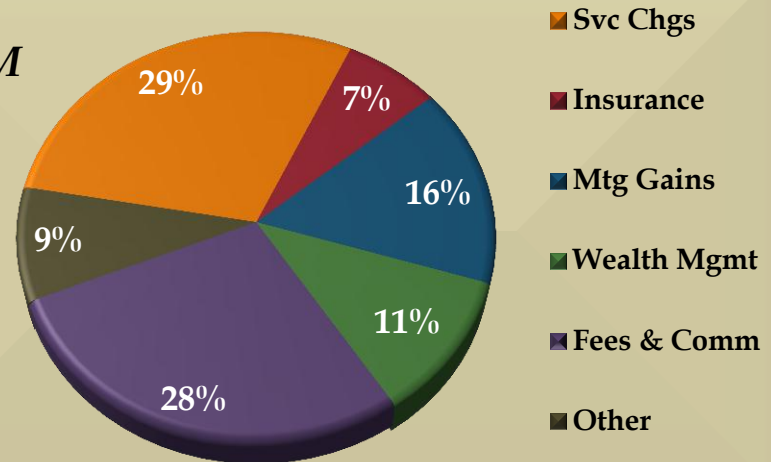


- Diversified sources of noninterest income
 - *Less reliant on NSF*
- Opportunities for growing Non Interest Income
 - *Expansion of Trust Division Wealth Management Services into larger, metropolitan markets*
 - *Expansions within our de novo operations*
 - *Expansion of the Mortgage Division within new markets*
 - *Fees derived from higher penetration and usage of debit cards and deposit charges*

2009
\$55.9M

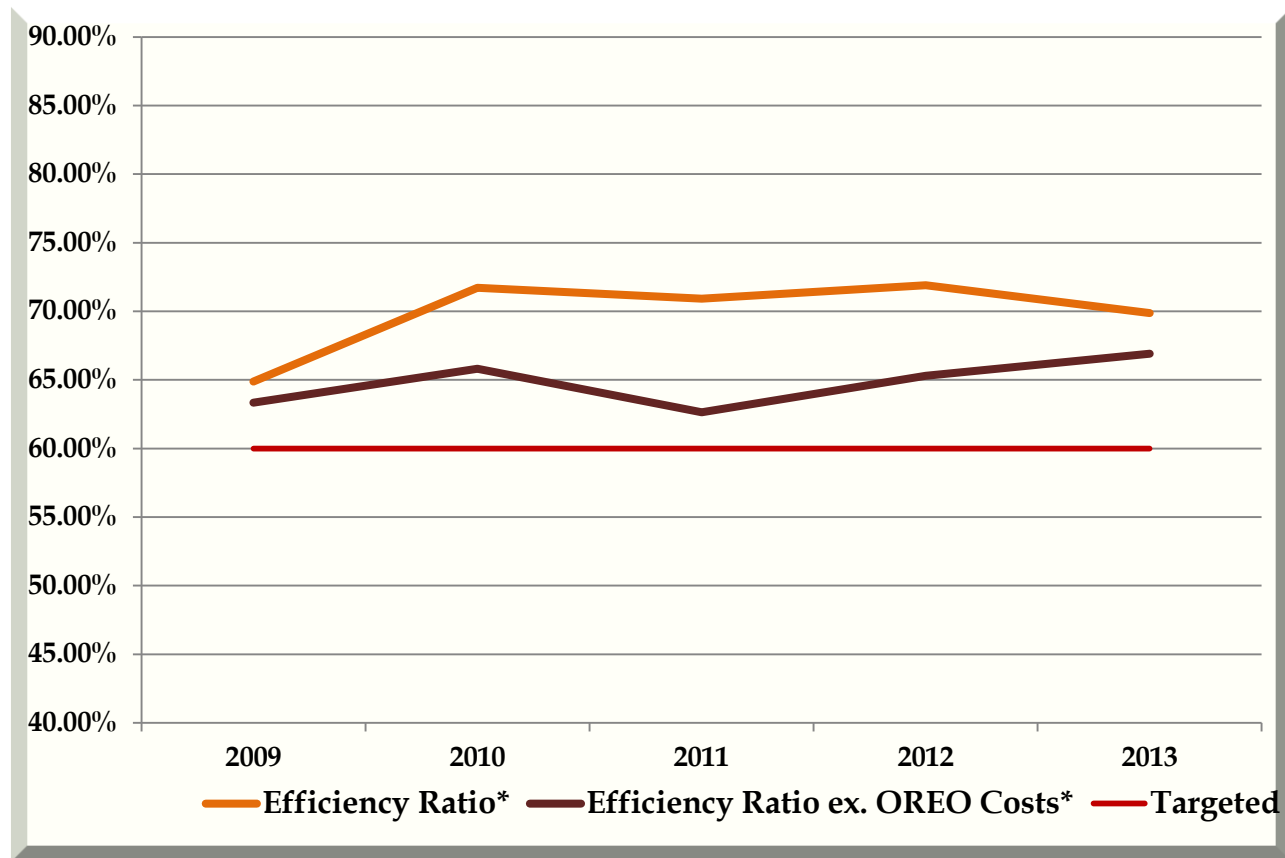


2013
\$72.0M



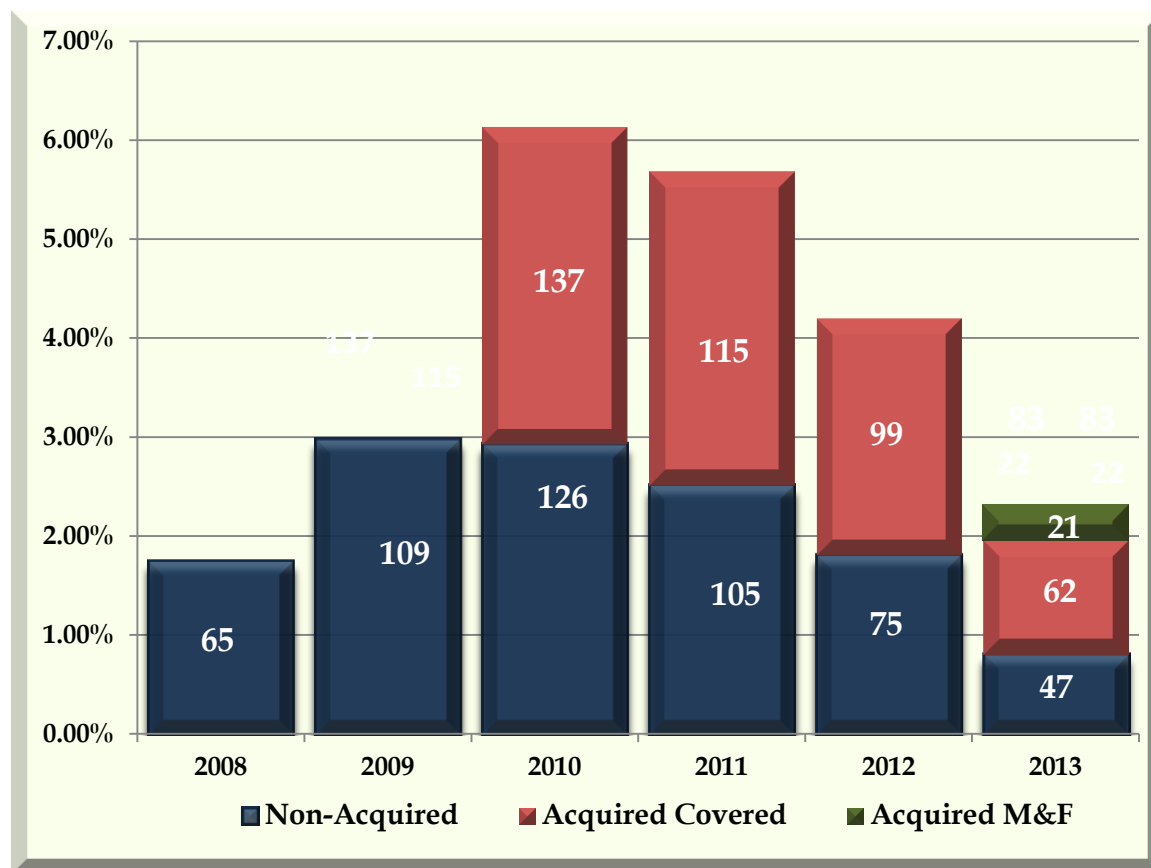
*Non interest income excludes gains from securities transactions and gains from acquisitions

Noninterest Expense



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

Non Performing Assets

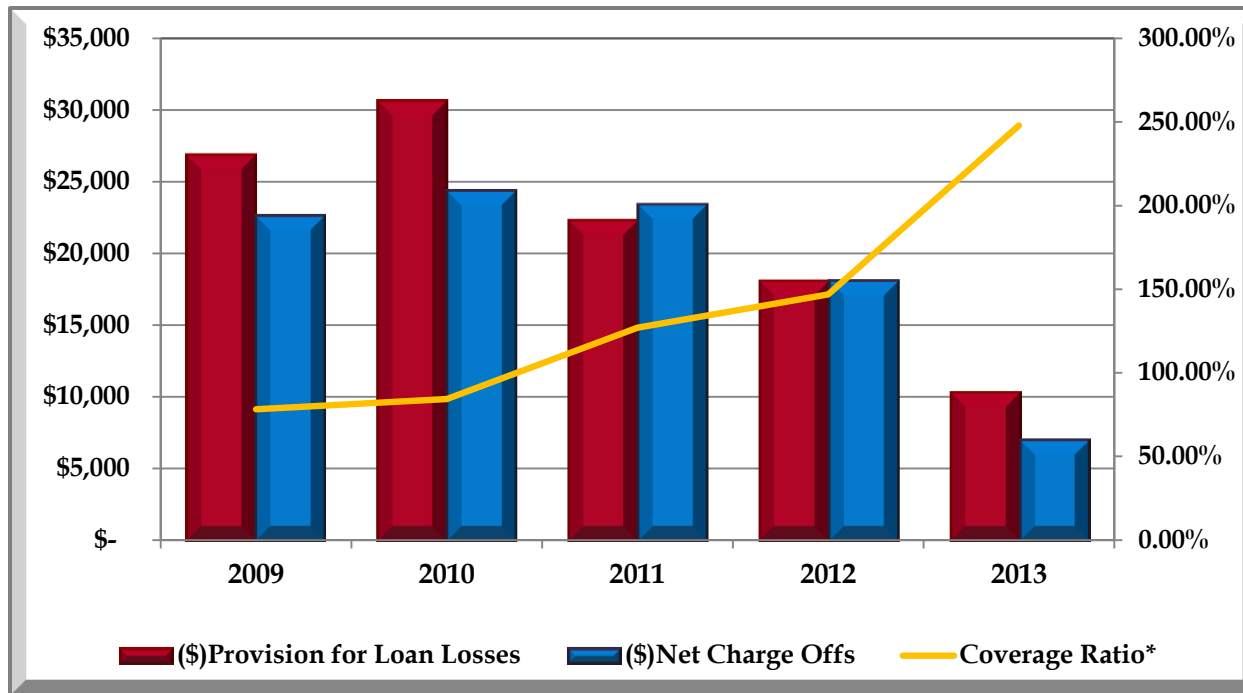


As a percentage of total assets

- 49% of total NPAs are covered under FDIC loss share agreements
- Non-acquired NPAs declined 63% since peak in 2010

	Non-Acquired	Acquired Covered	Acquired M&F
NPL's	\$19.2M	\$49.2M	\$8.2M
ORE	\$27.5M	\$12.9M	\$12.4M
Total NPA's	\$46.7M	\$62.1M	\$20.6M

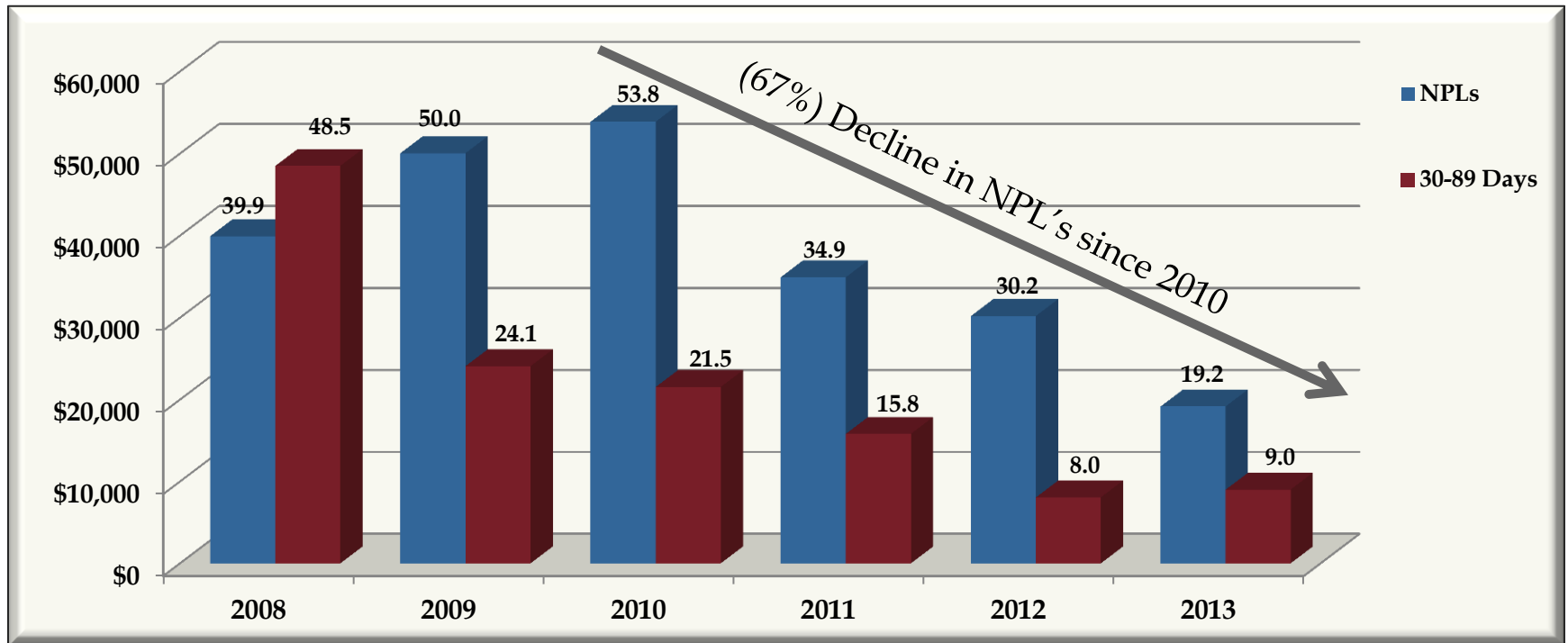
Proactive in Providing Reserves for Problem Credit Resolution



Allowance for Loan Losses as % of Non-Acquired Loans*				
2009	2010	2011	2012	2013
1.67%	2.07%	1.98%	1.72%	1.64%

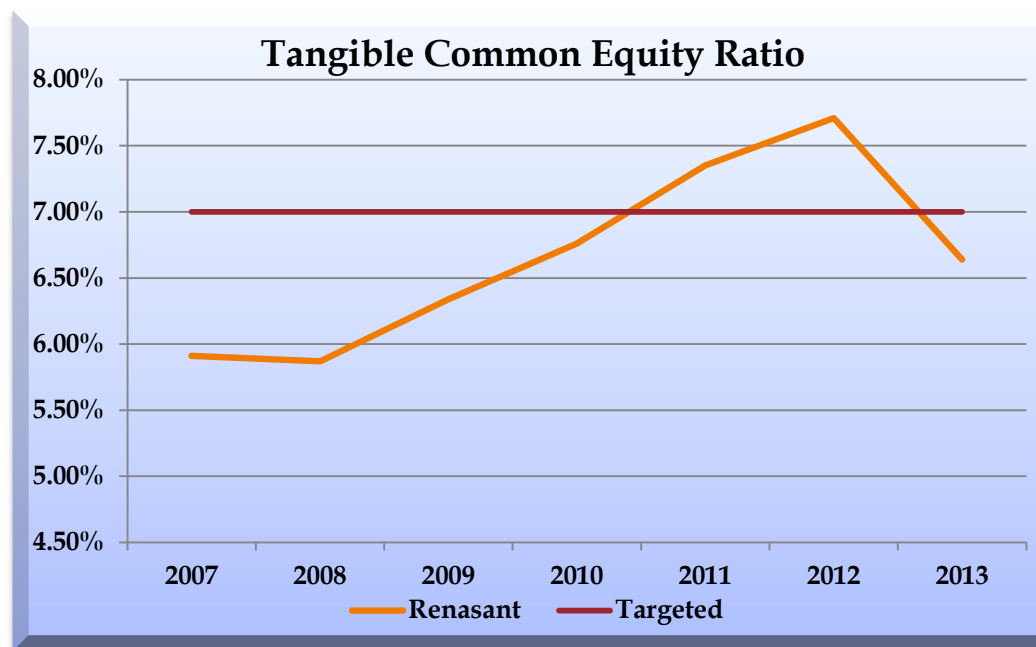
*Ratios excludes loans and assets acquired in connection with the M&F acquisition or loss share transactions

Continued Improvement NPLs and Early Stage Delinquencies (30-89 Days Past Due Loans)*



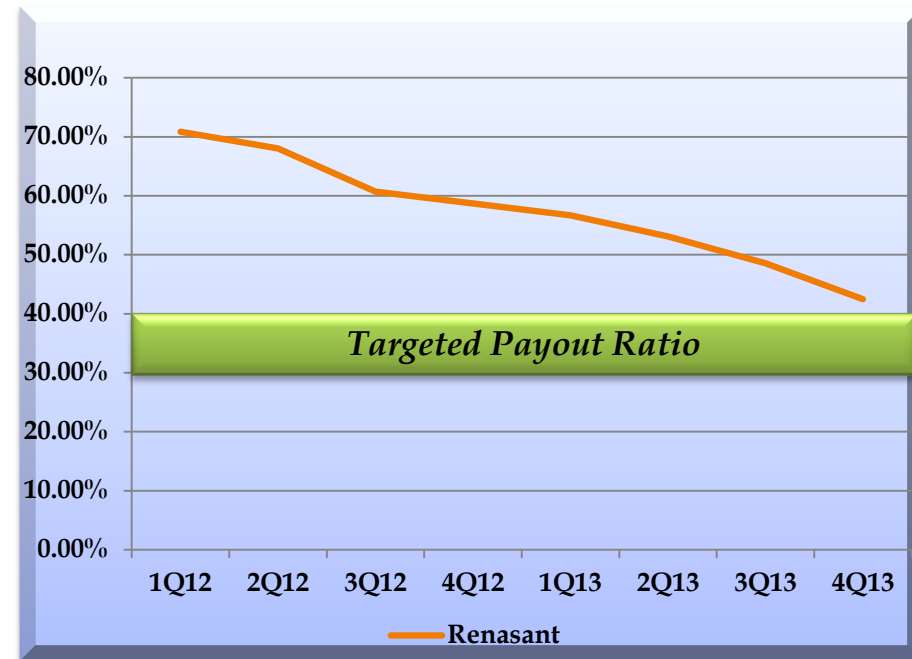
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Strong Capital Position



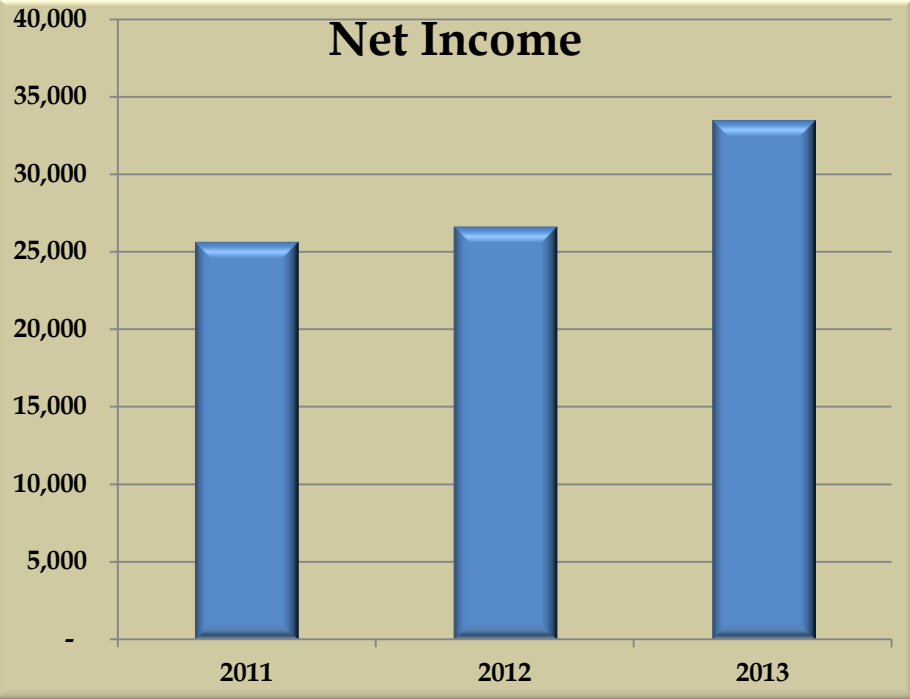
Capital	2008	2009	2010	2011	2012	2013
Tangible Common Equity	5.87%	6.34%	6.76%	7.35%	7.71%	6.64%
Leverage	8.34%	8.68%	8.97%	9.44%	9.86%	8.68%
Tier 1 Risk Based	10.85%	11.12%	13.58%	13.32%	12.74%	11.41%
Total Risk Based	12.10%	12.37%	14.83%	14.58%	14.00%	12.58%

Dividend Payout Ratio

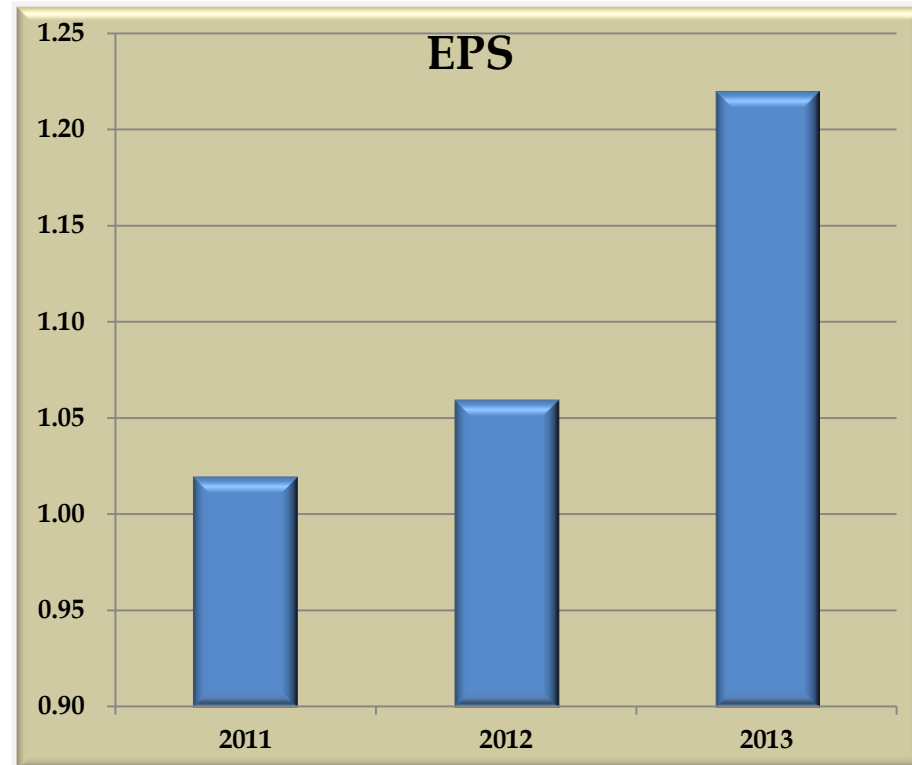


Net Income & EPS

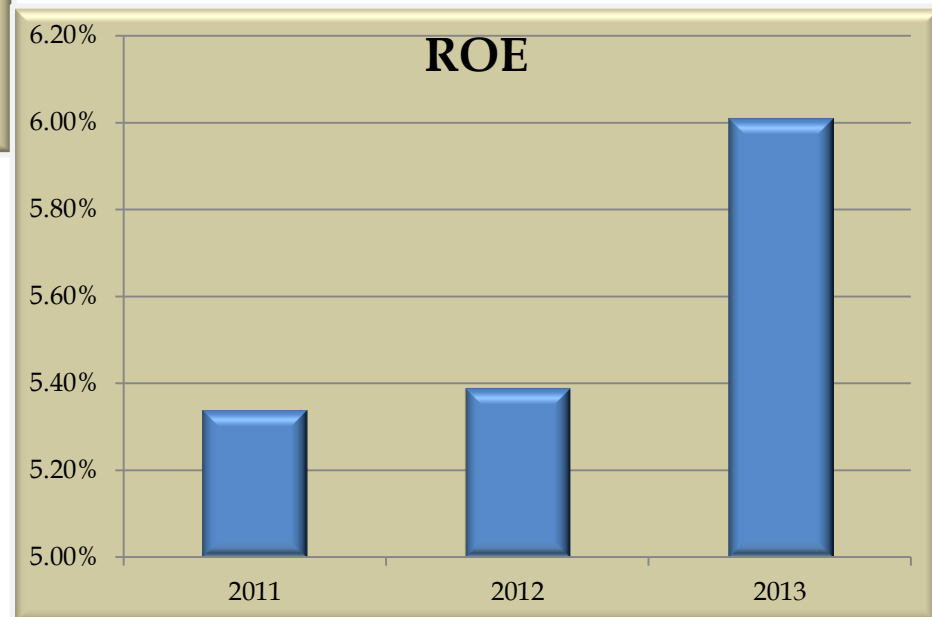
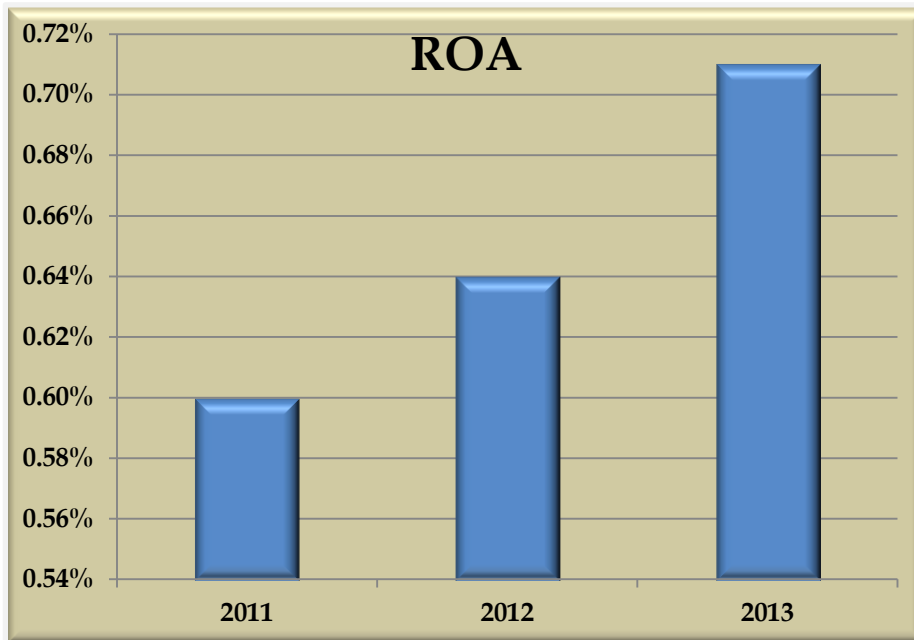
Net Income



EPS

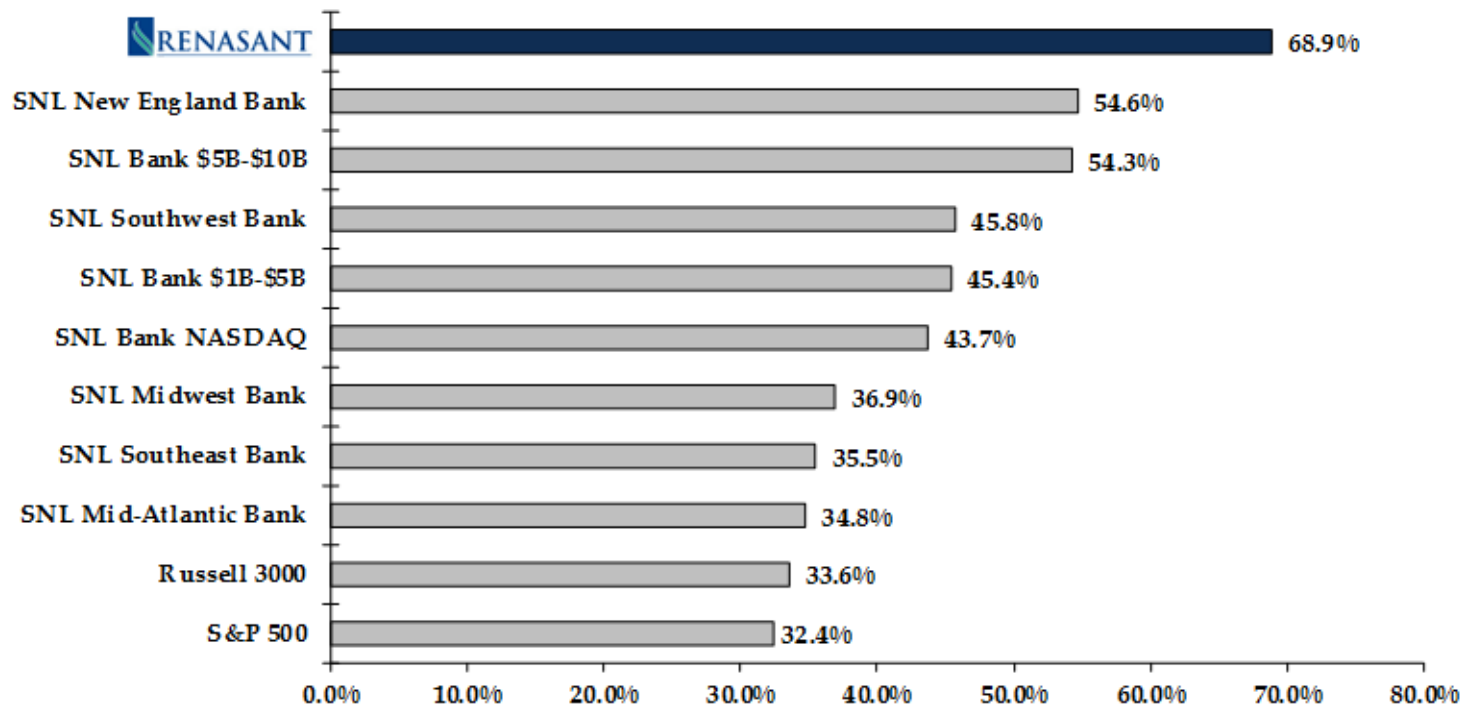


Performance



Superior Shareholder Return

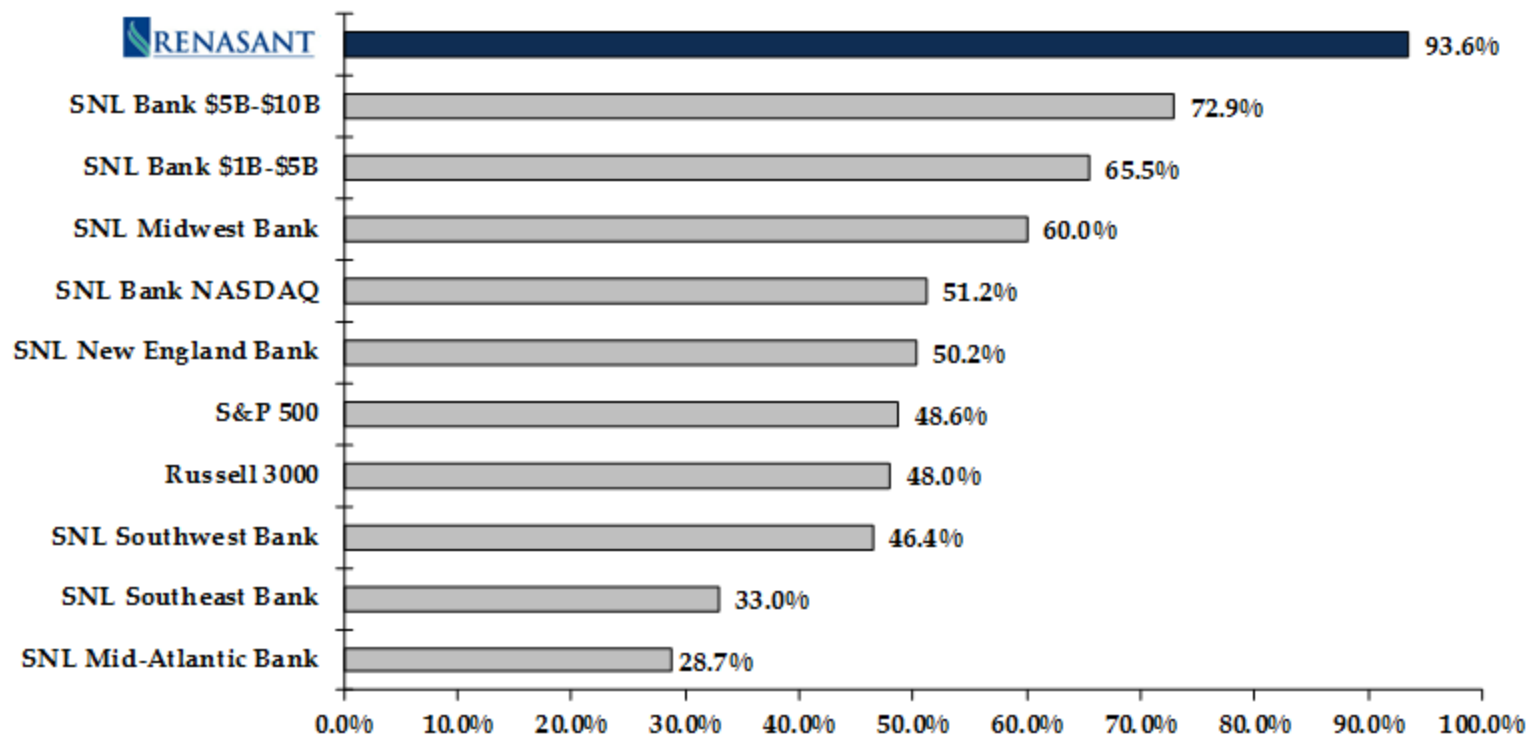
2013 Total Return



Source: SNL Financial
Total return includes reinvestment of dividends

Superior Shareholder Return

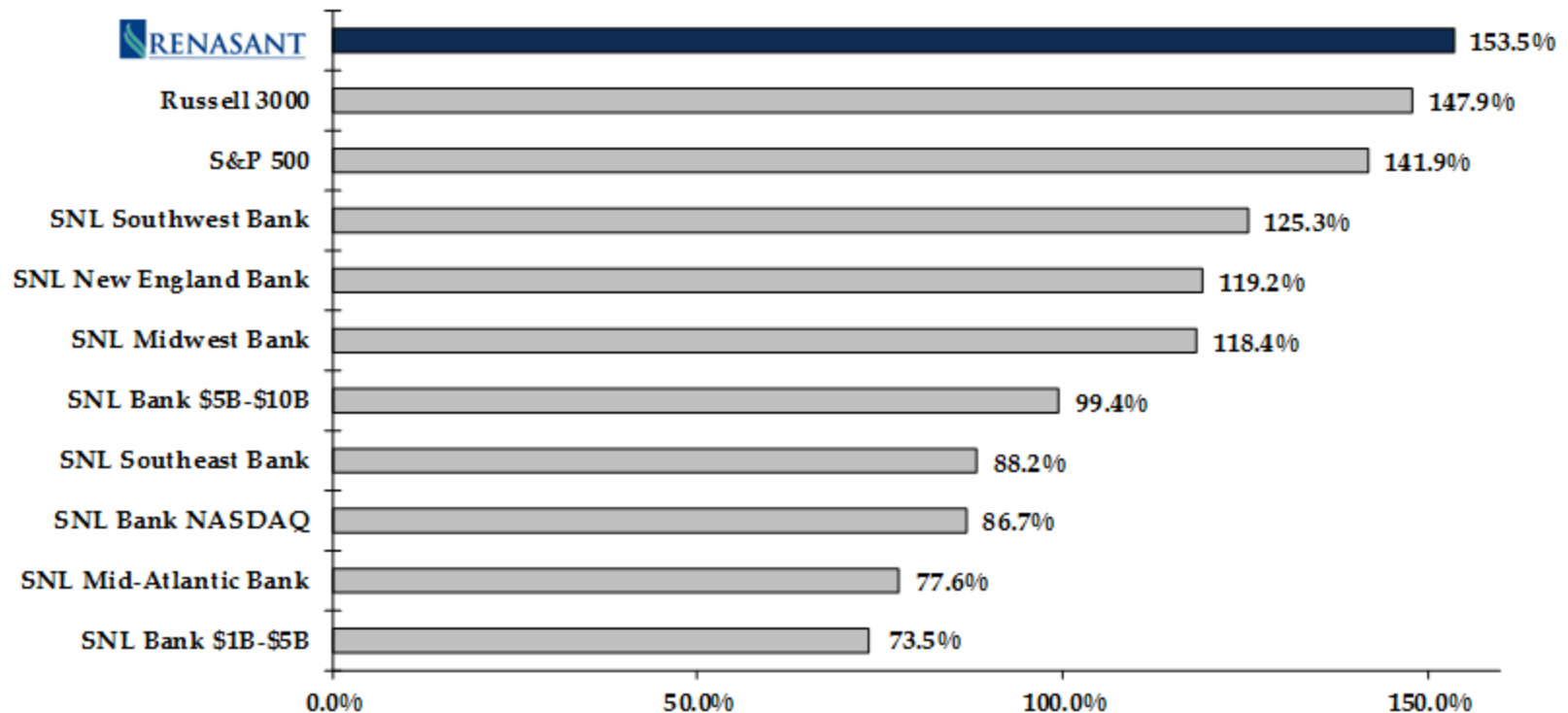
3-Year Total Return



Source: SNL Financial
Data as of 4/14/14
Total return includes reinvestment of dividends

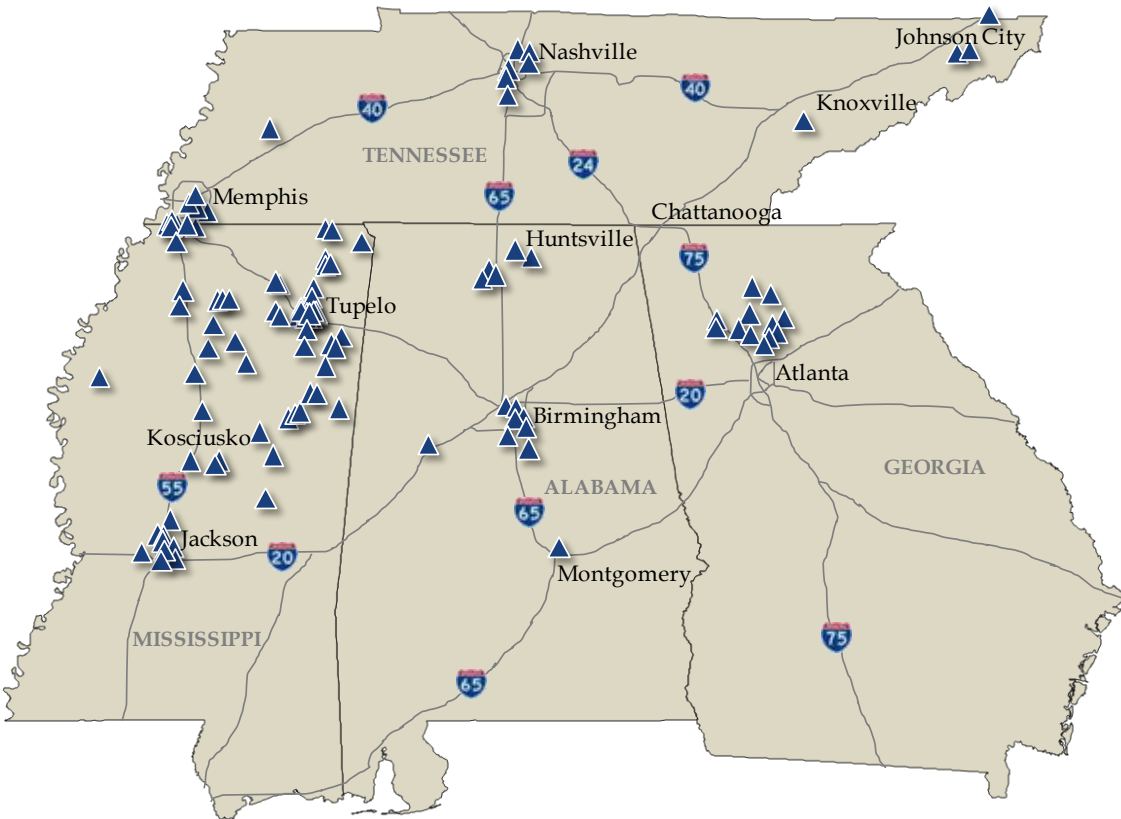
Superior Shareholder Return

5-Year Total Return



Source: SNL Financial
Data as of 4/14/14
Total return includes reinvestment of dividends

Poised for Growth with Added Shareholder Value



- **\$5.8B franchise well positioned in attractive markets in the Southeast**
- **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
- Improved credit risk profile
- Strong capital position
- Consistent dividend payment history



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