

ANALYST AND INVESTOR PRESENTATION Q1-2015 CONFERENCE CALL

Wednesday, February 25, 2015 - 1:00 pm



CAUTION REGARDING FORWARD-LOOKING STATEMENTS

From time to time, the Bank makes written and oral forward-looking statements, such as those contained in the Major Economic Trends and the Outlook for National Bank sections of the 2014 Annual Report, in other fillings with Canadian securities regulators, and in other communications, be the purpose of describing the economic environment in which the Bank will operate during fiscal 2015 and the objectives it hopes to achieve for that period. These forward-looking statements are made in accordance with current securities legislation in Canada and the United States. They include, among others, statements with respect to the economy—particularly the Canadian and U.S. economise—market changes, observations regarding the Bank's objectives and its strategies for achieving them, Bank-projected financial returns and certain risks faced by the Bank. These forward-looking statements are typically identified by future or conditional verbs or words such as "outlook," "believe," "anticipate," "estimate," "project," "expect," "intend," "plan," and similar terms and expressions.

By their very nature, such forward-looking statements require assumptions to be made and involve inherent risks and uncertainties, both general and specific. Assumptions about the performance of the Canadian and U.S. economies in 2015 and how that will affect the Bank's business are among the main factors considered in setting the Bank's strategic priorities and objectives and in determining its financial strategic priorities provisions for credit losses. In determining its expectations for economic growth, both broadly, and in the financial services sector in particular, the Bank primarily considers historical economic data provided by the Canadian and U.S. governments and their

There is a strong possibility that express or implied projections contained in these forward-looking statements will not materialize or will not be accurate. The Bank recommends that readers not place undue reliance on these statements, as a number of factors, many of which are beyond the Bank's control, could cause actual future results, conditions, actions or events to differ significantly from the targets, expectations, estimates or intentions expressed in the forward-looking statements. These factors include strategic risk, credit risk, market risk, liquidity risk, operational risk, regulatory risk, repulation risk, and environmental risk (all of which are described in more detail in the Risk Management section beginning on page 61 of the 2014 Annual Report), general economic environment and financial market conditions in Canada, the United States and certain other countries in which the Bank conducts business; including regulatory changes affecting the Bank's business, capital and liquidity; the situation with respect to the restructured notes of the master asset vehicle (MAV) conduits, in particular the realizable value of underlying assets; changes in the accounting policies the Bank was to report its financial condition, including uncertainties associated with assumptions and critical accounting estimates; tax laws in the countries in which the Bank operates, primarily Canada and the United States (including the U.S. Foreign Account Tax Compliance Act (FATCA)); changes to capital and liquidity guidelines and to the manner in which they are to be presented and interpreted; changes to the credit ratings assigned to the Bank; and potential disruptions to the Bank's information technology systems, including gevolving cyber attack risk.

The foregoing list of risk factors is not exhaustive. Additional information about these factors can be found in the Risk Management and Other Risk Factors sections of the 2014 Annual Report. Investors and others who rely on the Bank's forward-looking statements should carefully consider the above factors as well as the uncertainties they represent and the risk they entail. Except as required by law, the Bank does not undertake to update any forward-looking statements, whether written or oral, that may be made from time to time, by it or on its behalf.

The forward-looking information contained in this document is presented for the purpose of interpreting the information contained herein and may not be appropriate for



HIGHLIGHTS

ADJUSTED RESULTS ⁽¹⁾	Q1 15	Q4 14	Q1 14	QoQ	YoY
Net Income ⁽²⁾	410	407	384	1%	7%
Diluted EPS	\$1.14	\$1.14	\$1.09	-	5%
Provision for Credit Losses	54	57	51	(5%)	6%
Return on Equity	17.5%	17.9%	18.8%		
Common Equity Tier 1 Ratio Under Basel III	9.30%	9.23%	8.26%		
Dividend Payout ⁽³⁾	41.9%	41.5%	41.8%		

- □ Net income up 7%
- Strong credit quality
 - (1) Excluding specified items (see Appendix 1, page 23)
 (2) Net income before non-controlling interests
 (3) Trailing 4 quarters

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MID-TERM OBJECTIVES

Excluding specified items

MID-TERM	
Growth in diluted earnings per share	5% to 10%
Return on common shareholders' equity	15% to 20%
Common Equity Tier 1 capital ratio	≥9.5%
Leverage ratio	≥3.5%
Dividend payout ratio	40% to 50%

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FINANCIAL REVIEW

Ghislain Parent
Chief Financial Officer and
Executive Vice-President, Finance and Treasury



PERFORMANCE SNAPSHOT – Q1 2015

(millions of dollars)

ADJUSTED (*)	Q1 15	Q4 14	Q1 14	QoQ	YoY
Revenues (2)	1,459	1,440	1,370	1%	7%
Expenses	857	841	807	2%	6%
Net Income	410	407	384	1%	7%
Diluted EPS	\$1.14	\$1.14	\$1.09	-	5%
ROE	17.5%	17.9%	18.8%		
REPORTED	Q1 15	Q4 14	Q1 14	QoQ	YoY
Specified Items	5	(77)	21		

330

\$0.91

14.3%

405

\$1.15

19.8%

26%

27%

2%

1%

- ☐ Adjusted revenues up 7%, YoY
- □ Diluted EPS up 5% from Q1 2014

(1) Excluding specified items (see Appendix 1, page 23)

415

\$1.16

17.8%

(2) Taxable equivalent basis

Net Income

Diluted EPS

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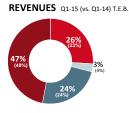
$INCOME\ STATEMENT\ OVERVIEW-Q1\ 2015\ (\text{Excluding specified items})$

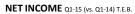
(millions of dollars)	Q1 15	Q4 14	Q1 14	QoQ	YoY
Revenues ⁽¹⁾	1,459	1,440	1,370	1%	7%
P&C Banking	691	690	658	-	5%
Wealth Management	345	339	324	2%	6%
Financial Markets	418	380	365	10%	15%
Other Segment	5	31	23		

Net Income	410	407	384	1%	7%
P&C Banking	175	174	166	1%	5%
Wealth Management	83	80	76	4%	9%
Financial Markets	178	151	145	18%	23%
Other Segment	(26)	2	(3)		

(1) Taxable equivalent basis

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Personal and Commercial Banking
Financial Markets (excluding Credigy)

Credigy
Wealth Management



NON INTEREST EXPENSES (Excluding specified items)

(millions of dollars)	Q1 15	Q4 14	Q1 14	QoQ	YoY
Salaries and Staff Benefits	545	506	504	8%	8%
Technology and Professional Fees	173	184	158	(6%)	10%
Other Expenses	139	151	145	(8%)	(5%)
Non Interest Expense	857	841	807	2%	6%

EFFICIENCY RATIO



- Higher expenses resulting from technology investments, regulatory costs and variable compensation
- Positive operating leverage
- □ Q1-2015 efficiency ratio: 58.7% vs 58.9% Q1-2014

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STRONG CAPITAL POSITION TOTAL RISK-WEIGHTED ASSETS **COMMON EQUITY TIER 1 UNDER BASEL III EVOLUTION (QoQ) UNDER BASEL III** 64,235 8,503 8,487 54,533 52,030 52,586 Q1 15 ■ Total Credit Risk ■ Operational Risk ■ Market Risk □ Common Equity Tier 1 ratio is 9.3% in Q1 15 ☐ Risk-weighted assets at \$66.3B Leverage ratio at 3.6% Q1 2015 RESULTS CONFERENCE CALL - February 25, 2015 | 9

RISK MANAGEMENT

William Bonnell Executive Vice-President, Risk Management



LOAN PORTFOLIO OVERVIEW

(billions of dollars)	Q1 15	% of Total
Retail mortgages & HELOC	50.7	47%
Secured by non real estate	4.8	4%
Credit cards	1.8	2%
Other retail	6.4	6%
Total Retail	63.7	59%

(billions of dollars)	Q1 15	% of Total
Real Estate	7.3	7%
Retail & Wholesale Trade	5.1	5%
Mining and Oil & Gas	4.3	4%
Agriculture	4.0	4%
Manufacturing	3.6	3%
Education & Health Care	2.6	2%
Other ⁽¹⁾	17.3	16%
Total Wholesale	44.2	41%
Total Gross Loans and Acceptances	107.9	100%

☐ The loan portfolio is well diversified across industrial sectors

Mining and Oil & Gas (billions of dollars)	Q1 15	% of total
Mining	0.4	0.4%
O&G Corporate	0.7	0.6%
O&G Commercial	2.4	2.2%
O&G Services	0.2	0.2%
Other	0.6	0.6%
Total	4.3	4.0%

 $(1) \quad Includes \ Utilities, Transportation, Financial, Prof. Services, Construction, Communication, Government, and Other Services$

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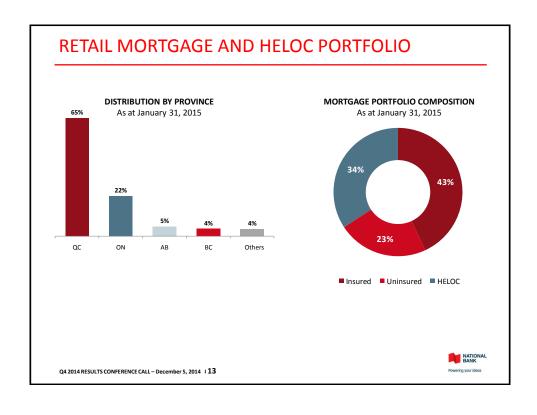
REGIONAL DISTRIBUTION OF CANADIAN LOANS

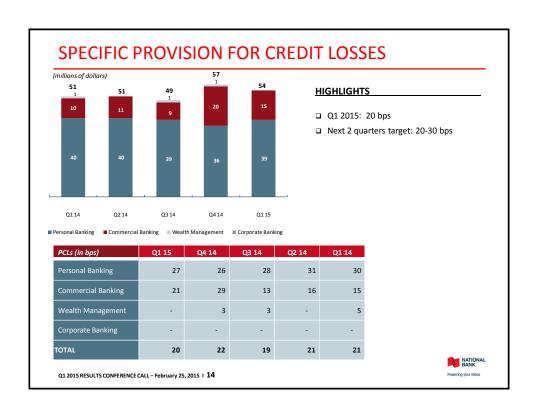
As at January 31, 2015

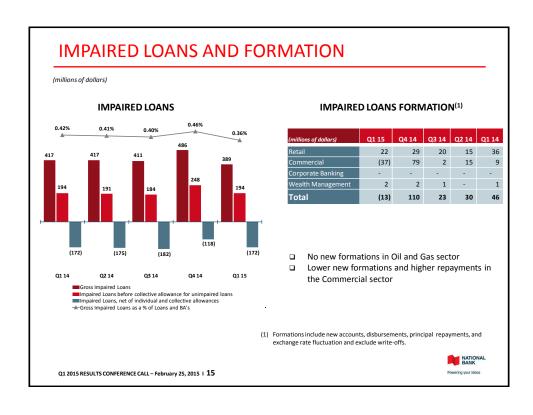
		RETAIL					
REGION	RM + HELOC	Other Retail	Other Wealth Mgt	Oil & Gas Sector	Commercial	Other	TOTAL
QC / ON	40.5%	8.2%	2.7%	0.2%	22.7%	9.3%	83.6%
Oil Regions (AL/SK/NL)	2.8%	0.4%	0.4%	2.9%	0.7%	1.3%	8.5%
BC / MB	2.0%	0.3%	0.7%	0.0%	0.4%	0.9%	4.3%
Maritimes (NB/NS/PE)	1.1%	0.4%	0.2%	0.0%	0.6%	1.3%	3.6%

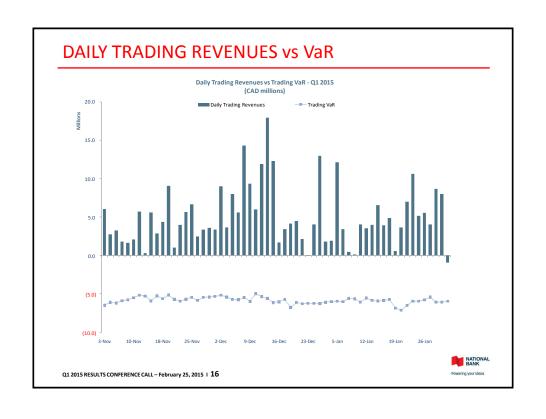
- □ Limited total exposure in the oil regions
- □ Direct lending to Oil and Gas sector represents approximately 3% of total loans

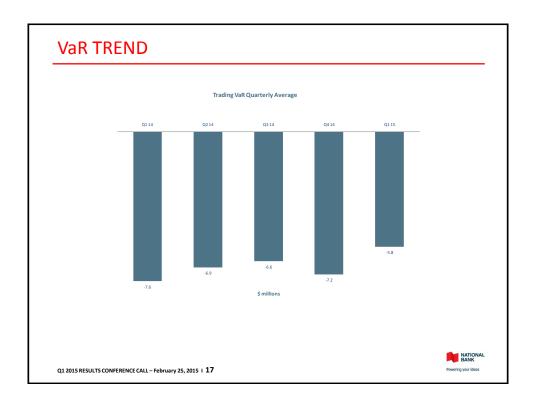










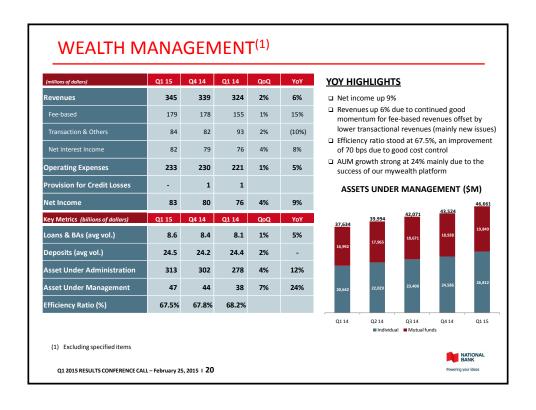


BUSINESS SEGMENT REVIEW

Jean Dagenais Senior Vice-President, Finance



PERSONAL AND COMMERCIAL BANKING Q1 15 Q4 14 Q1 14 **HIGHLIGHTS** ☐ Revenues up 5% YoY due to strong volume Revenues 691 690 658 5% growth from loans, deposits and mutual funds ☐ Net Interest Margin down 1 bps QoQ 323 324 306 6% □ Operating leverage ratio at 1% YoY 250 5% 251 ☐ Efficiency ratio improved by 40 bps YoY 89 90 85 (1%) 5% 4% 28 26 27 8% Insurance 397 395 4% **Operating Expenses** 381 1% P&C MARGINS EVOLUTION(1) Pre-provisions / Pre-tax 294 295 277 6% 2.24% 2.24% Provisions for Credit Losses 54 56 (4%) 8% 50 175 174 166 5% Net Income 1.62% 1.62% 1.60% 1.60% Q4 14 Key Metrics (in millions) Q1 15 Q1 14 YoY Loans & BAs (avg vol.) 84,574 83.248 79,176 2% 7% 1.11% 1.10% 1.09% 1.08% Deposits (avg vol.) 43,833 42,363 43,995 Q1-14 Q2-14 Q3-14 Q4-14 Q1-15 Efficiency Ratio (%) 57.5% 57.2% 57.9% ---- Deposits (1) Note: NIM is on Earning Assets NATIONAL BANK Q1 2015 RESULTS CONFERENCE CALL - February 25, 2015 | 19



FINANCIAL MARKETS(1) Q1 15 Q4 14 Q1 14 **HIGHLIGHTS** 418 380 365 10% 15% ☐ Record trading revenues driven by increased client activity with higher market volatility 232 138 163 68% 42% ☐ Lower Investment Banking fees mostly in the 67 58 19% Energy sector (5%) 58 80 61 (28%) (7) 15 11 TRADING REVENUES (\$M) 232 41 60 48 (31%) (14%) 25 20 24 21% 3% Operating Expenses 175 173 167 Net Income 178 151 145 18% 23% Q4 14 Q1 15 CVA / DVA 6.6 0.5 10.6 Proprietary Trading 19.8 (18.6) 8.7 Efficiency Ratio (%) 41.9% 45.5% 45.8% ■ Equity ■ Fixed income ■ Commodity and Foreign exchange (1) Excluding specified items Q1 2015 RESULTS CONFERENCE CALL - February 25, 2015 | 21

APPENDIX

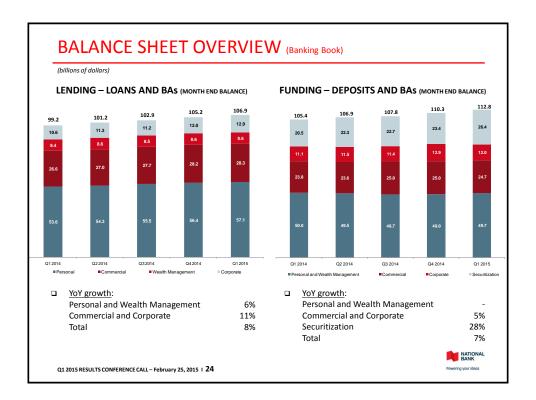


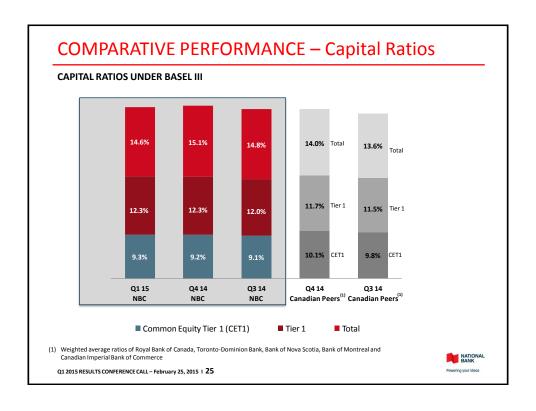
APPENDIX 1 DETAIL OF SPECIFIED ITEMS

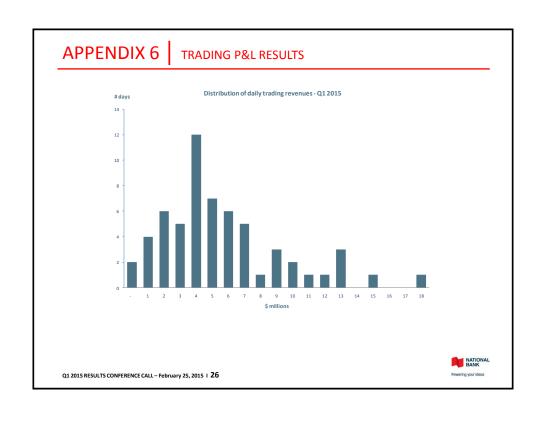
(millions of dollars)	Q1 14	Q2 14	Q3 14	Q4 14	Q1 15
Wealth Management and other acquisitions	(11)	(12)	(22)	(14)	(10)
Funding Valuation Adjustments	-	-	-	(13)	-
MAV and Other Notes	40	(4)	42	(4)	18
Litigation provisions	-	-	-	(14)	-
Write-off of Intangible Assets	-	(1)	-	(62)	-
Income Before Income Taxes	29	(17)	20	(107)	8
Income Taxes	(8)	4	(6)	30	(3)
Net Income	21	(13)	14	(77)	5
EPS Impact	0.06	(0.04)	0.04	(0.23)	0.02

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INVESTOR RELATIONS

Financial analysts and investors who want to obtain financial information on the Bank are asked to contact the Investor Relations Department.

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