



NYSE: FCF



2Q 2021 Investor Relations Discussion Materials

FRANCHISE OVERVIEW

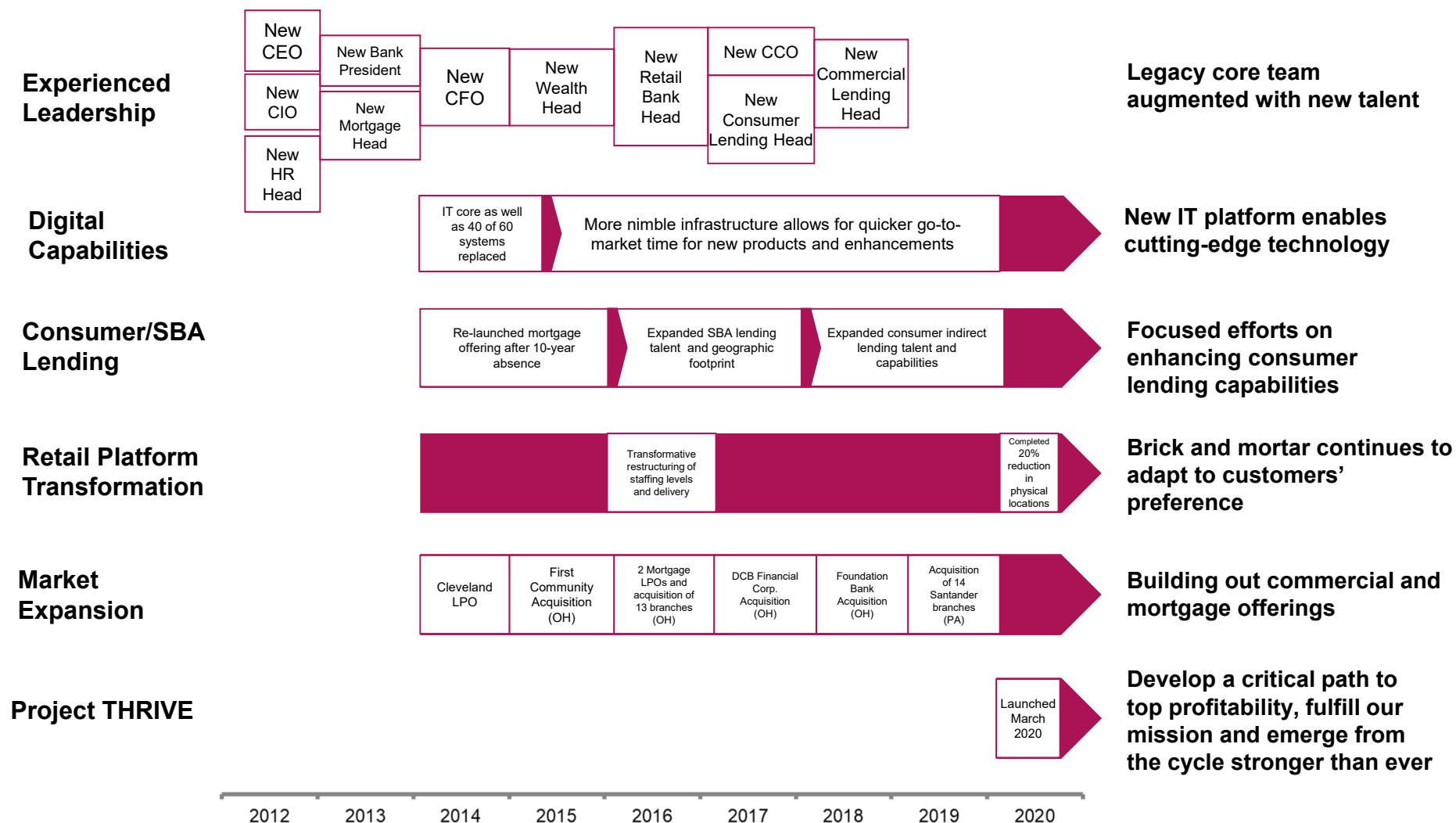


- Diversified community bank with 119 retail branches in Pennsylvania and Ohio
- Active in four major metro markets:
 - Pittsburgh, PA
 - Columbus, OH
 - Cincinnati, OH
 - Cleveland, OH
- Total Assets: \$9.4 billion
- Total Gross Loans: \$6.8 billion
- Total Deposits: \$7.9 billion
- Market Cap: \$1.3 billion
(as of August 31, 2021)

INVESTMENT THESIS

- Emerging from the Covid-19 downturn stronger than ever
 - Cohesive leadership team with an ability to execute
 - Diversified loan portfolio, balanced between commercial vs. consumer and fixed vs. variable
 - Diversified geography through legacy Pennsylvania operations and expansion into Ohio markets
 - Diversified revenue streams and product mix, with approximately 30% of revenue from fee income sources (including trust, brokerage, insurance, mortgage and SBA lending)
 - Low loan-to-deposit ratio at 86% and historically low cost of funds, driven by a high mix of core deposits
 - Strong capital ratios (9.0% TCE⁽¹⁾) and strong organic capital generation
- Protecting and enhancing shareholder value
 - Strengthened credit culture, increased granularity and reduced concentration risk and out-of-market exposures since the last credit cycle
 - Announced new \$25 million share repurchase program in January 2021; ready to thoughtfully deploy capital as market conditions improve
- Proven ability to execute and deliver positive operating leverage
 - Completed 20% reduction of branch facilities in December 2020
 - Redeploying cost savings into digital transformation (e.g., Treasury Management, Banno Digital Platform, Zelle) and revenue-generating growth
 - Strong history of cost containment long before COVID; sub-55% efficiency ratio
- Maintaining a risk and governance culture aligned with expectations of long-term stakeholders

A CULTURE OF CONTINUAL TRANSFORMATION

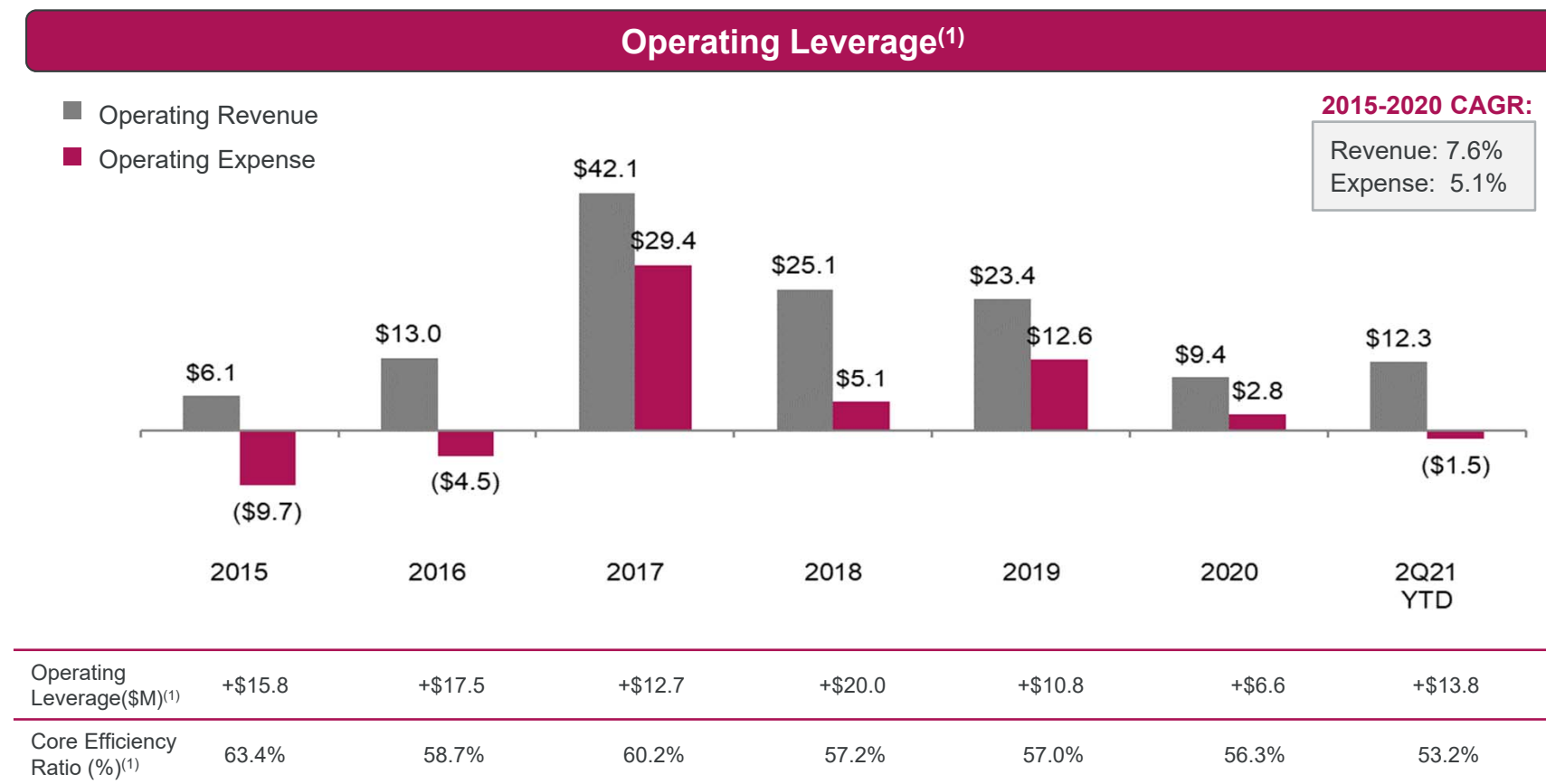


EXPERIENCED LEADERSHIP TEAM

Name	Title	Years of Experience			Prior Position
		Current Role	With FCF	In Banking	
T. Michael Price	President and CEO	9	13	33	President, First Commonwealth Bank
James R. Reske	EVP – CFO and Treasurer	7	7	31	CFO and Treasurer
Jane Grebenc	EVP – Chief Revenue Officer	8	8	36	EVP / Retail Banking
Brian G. Karrip	EVP – Chief Credit Officer	5	5	39	EVP / Specialized Lending
Matthew C. Tomb	EVP – Chief Risk Officer and Legal Counsel	14	14	15	Corporate and Securities Attorney with Regional Law Firm
Norman J. Montgomery	EVP – Business Integration	9	32	32	Product / Sales Development
Gregory J. Sipos	EVP – Corporate Banking	4	31	31	SVP / Corporate Banking
Carrie Riggle	EVP – Human Resources	9	29	29	Human Resources Manager
David B. Buckiso	EVP – Wealth Services	6	6	27	Managing Director of Wealth Management
Leonard V. Lombardi	EVP – Chief Audit Executive	12	28	39	Director of Internal Audit / Loan Review
Stanley R. Foraker	EVP – Mortgage Banking	8	8	36	SVP / Retail Lending
Jeffrey S. Rosen	EVP – Consumer and Small Business Lending	4	4	34	SVP / Government Guaranteed Lending
Joseph T. Culos	EVP – Retail Banking	3	5	29	SVP / Retail Banking Executive

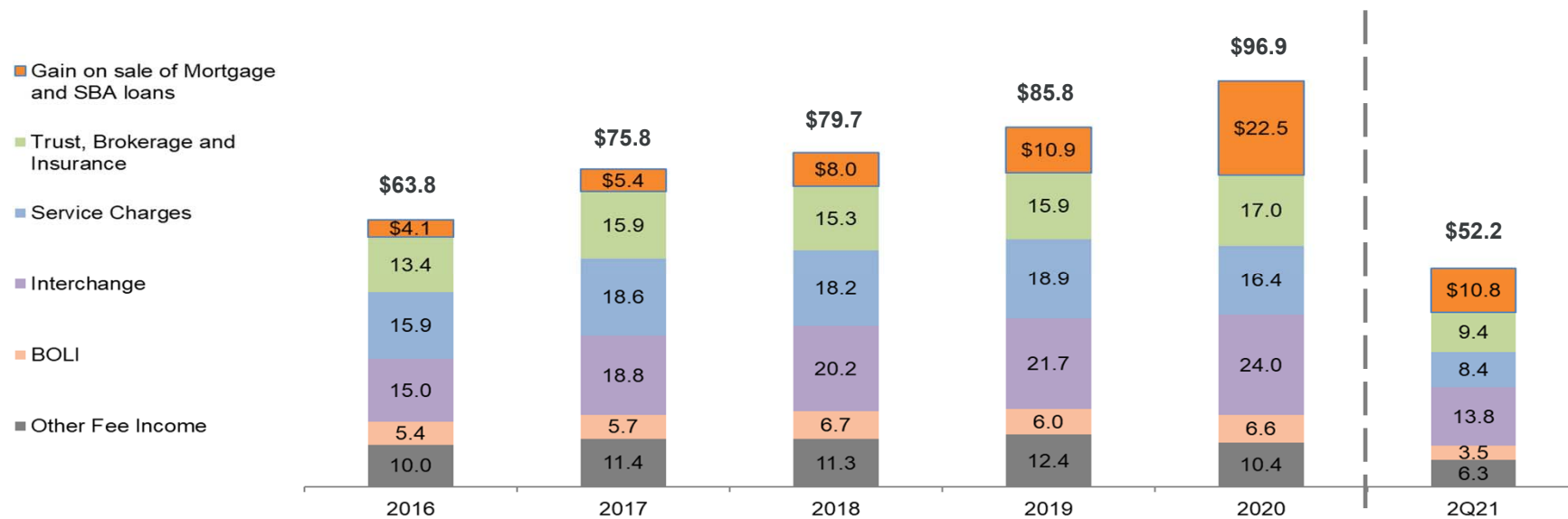
INVESTMENTS ALIGNED WITH REVENUE GROWTH

The redeployment of back office and retail restructuring savings in 2014 and 2015 has allowed for profitable investments in new geographies and revenue producing lines of businesses like Mortgage, SBA, Equipment Finance and Indirect Auto

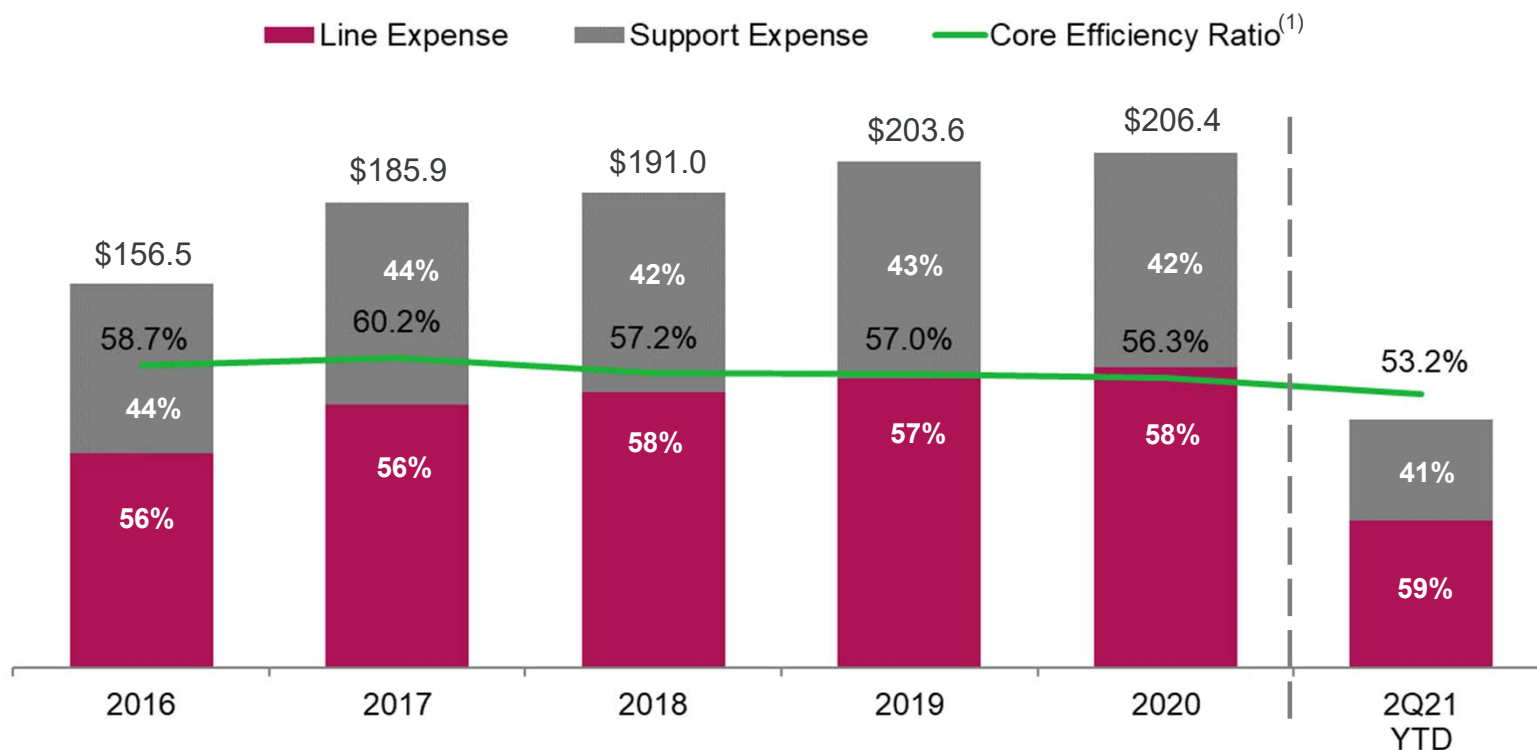


FEE INCOME GROWTH: DIVERSIFIED REVENUE STREAMS

\$ in millions	2016	2017	2018	2019	2020	2Q21 YTD
Service charges	\$15.9	\$18.6	\$18.2	\$18.9	\$16.4	\$8.4
Interchange	15.0	18.8	20.2	21.7	24.0	13.8
Wealth management	9.7	12.2	11.6	12.0	13.0	7.3
Insurance	3.7	3.7	3.7	3.9	4.0	2.1
BOLI	5.4	5.7	6.7	6.0	6.6	3.5
SWAP fees	2.4	2.0	1.9	3.4	1.6	1.4
Gain on sale of mortgage loans	4.1	5.4	5.4	7.8	18.8	8.1
Gain on sale of SBA loans	0.0	0.0	2.6	3.1	3.7	2.7
Gain on sale of other assets	1.4	1.8	2.7	1.7	1.1	1.1
Other fees	6.2	7.6	6.7	7.3	7.7	3.8
Total fee income	\$63.8	\$75.8	\$79.7	\$85.8	\$96.9	\$52.2
Gain on sale of securities	0.6	5.0	8.1	0.0	0.1	0.0
Derivative mark-to-market	0.2	(0.5)	0.8	(0.3)	(2.5)	1.2
Total noninterest income	\$64.6	\$80.3	\$88.6	\$85.5	\$94.5	\$53.4
Fee Income/ Avg. Assets	0.96%	1.05%	1.05%	1.07%	1.08%	1.12%
Fee Income/ Operating Revenue	23.9%	24.5%	23.9%	24.0%	26.4%	27.4%



EXPENSE CONTROL: OPERATING EXPENSE TREND⁽¹⁾



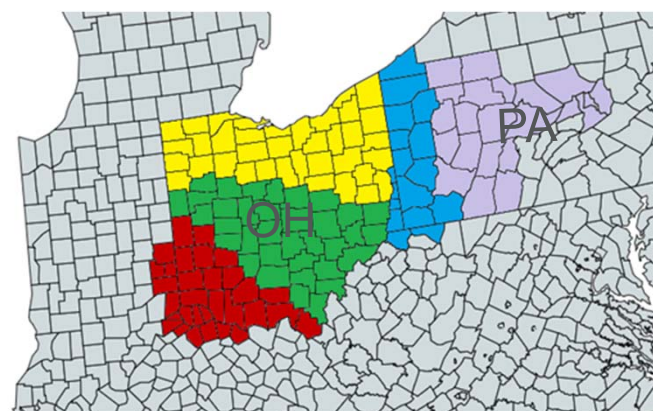
- Successfully redeployed back office savings into revenue producing business lines over the past five years
- Largest investments include reentry into the traditional mortgage and SBA businesses, corporate banking build-out and retail expansion in Ohio, and customer facing technology
- Expense increase from 2016 to 2019 driven by acquisitions

REGIONAL LEADERSHIP MODEL

First Commonwealth began transitioning to a regional leadership model in 2017

- Leadership and accountability lies with the regional presidents
- Better connectedness between lines of business and geographies
- Wealth referrals increasing
- SBA loans sourced from Corporate banking and branches
- Mortgage – Insurance referrals increasing
- Key customer satisfaction survey metrics continue to improve
- Ohio continues to be a strong source of growth

		Total Loans ⁽¹⁾			Total Deposits		
		Balance	2020 Growth	%	Balance	2020 Growth	%
Northern Ohio		\$835.8	\$108.0	13.6%	\$779.9	\$77.4	11.0%
Central Ohio		954.6	70.4	7.5%	718.9	5.6	0.8%
Cincinnati Metro		412.8	106.5	34.2%	141.3	-19.4	(12.1%)
Pittsburgh Metro		1,894.8	(37.1)	(1.8%)	2,510.9	357.3	16.6%
Community PA		1,556.7	(50.2)	(2.8%)	3,170.4	372.7	13.3%
Other		660.9	(87.2)	(11.3%)	100.4	(97.8)	(49.3%)
Total w/o PPP		\$6,315.6	\$110.4	1.8%	\$7,421.8	\$695.8	10.3%
PPP Loans		478.9	478.9				
Total		\$6,794.5	\$589.3	9.5%	\$7,421.8	\$695.8	10.3%

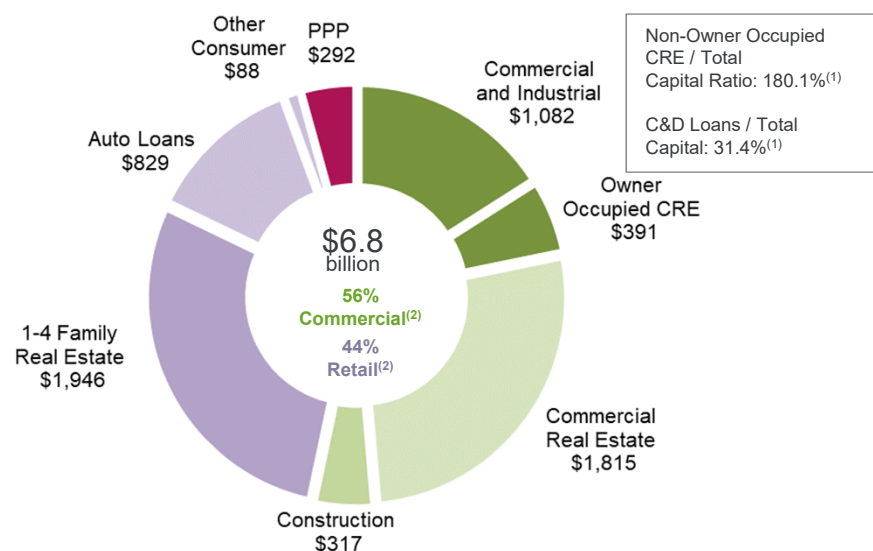


\$ in millions, as of December 31, 2020

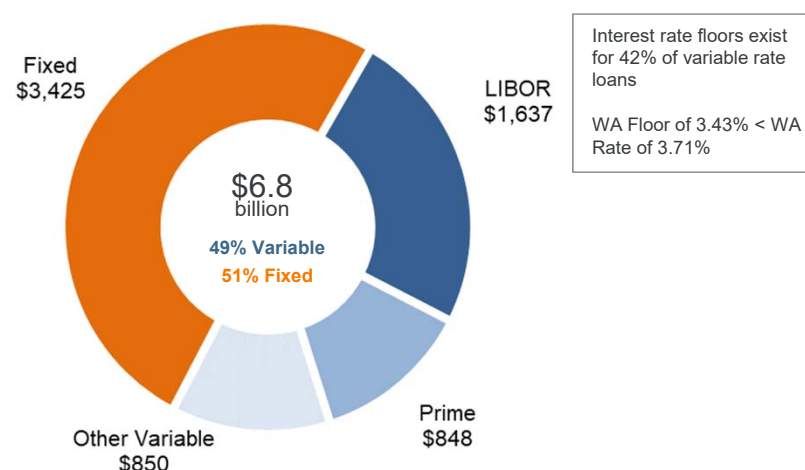
(1) Loan balances are based on portfolio location and do not necessarily represent the location of the collateral

A DIVERSIFIED COMMUNITY BANK

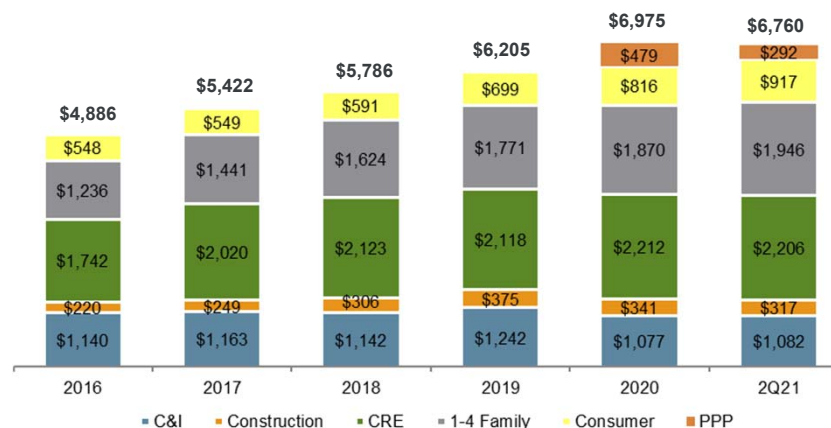
Loan Portfolio Composition (\$mm)



Loan Portfolio Repricing (\$mm)

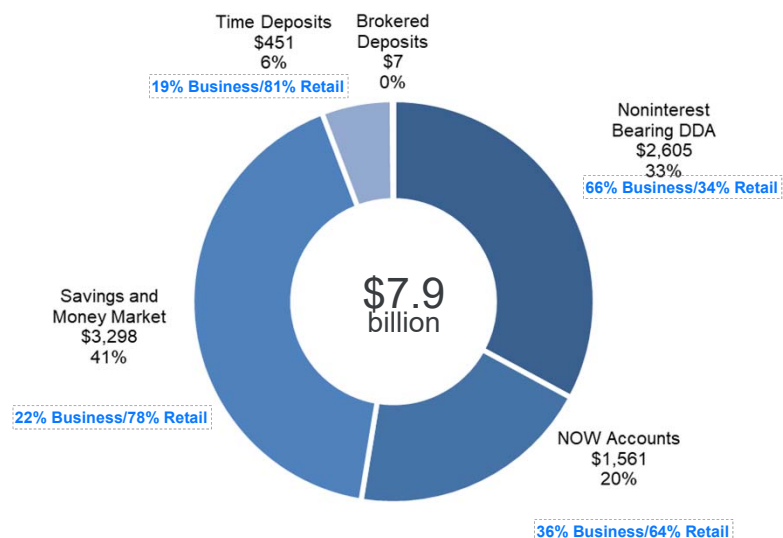


Loan Portfolio Trends



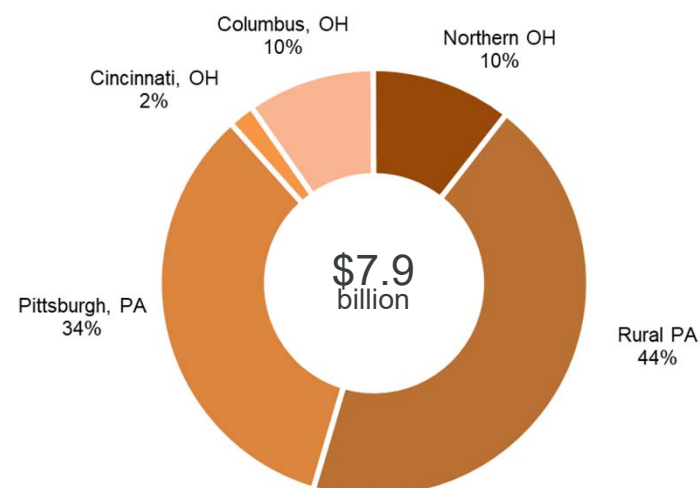
STABLE LOW-COST DEPOSIT ADVANTAGE

Deposit Composition (\$mm)⁽¹⁾

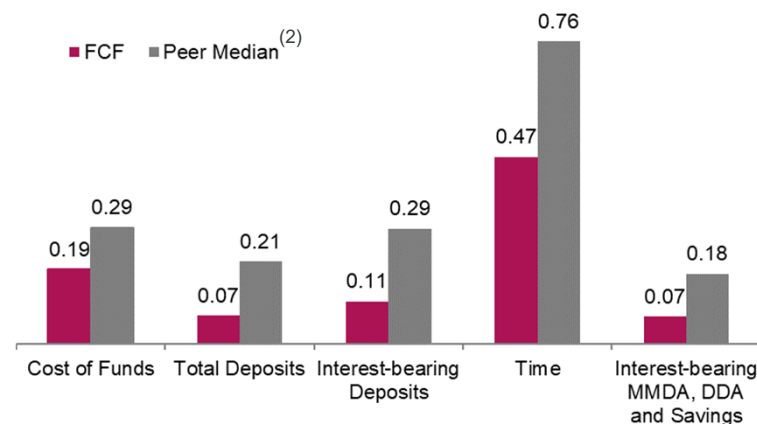


- 54% of the Bank's deposits are sourced from rural Western Pennsylvania and Northern Ohio where customers tend to be more loyal than larger metropolitan markets
- Deposits have grown steadily since 2015 though thoughtful M&A and organic production
- Noninterest-bearing deposits currently comprise 33% of total deposits

Geographic Breakdown⁽¹⁾



Deposit Costs (%)⁽³⁾



M&A EXPANSION UPDATE

Successful Expansion Efforts

- Leveraging significant management experience in Ohio market
- Opened a business center in Cleveland in April 2014
 - Targeting commercial customers in northeast OH
- Acquired First Community Bank in Columbus, OH in October '15
- Opened two mortgage production offices in central and northeast OH in 2016
- Completed acquisition of 13 branches from FirstMerit in December '16
- Completed acquisition of DCB Financial Corp in April '17
- Completed acquisition of Foundation Bank in Cincinnati, OH in May '18
- First Commonwealth's Ohio franchise is now comprised of:
 - \$2.2 billion in loans⁽¹⁾
 - \$1.7 billion in deposits
 - 26 banking branches
 - 4 loan production offices
- Completed acquisition of 14 former Santander branches in Central PA in September '19
 - Deposit balances have grown \$83 million since conversion

Ohio Loan Portfolio (\$MM)⁽¹⁾



Recent Ohio Acquisitions

Target	Announcement Date	Completion Date	Deal Value \$MM ⁽²⁾	Total Loans Acquired \$MM	Total Deposits Acquired \$MM
First Community Bank	5/11/2015	10/1/2015	15	61	90
13 FirstMerit Branches	7/27/2016	12/2/2016	33	102	620
DCB Financial Corp.	10/3/2016	4/3/2017	106	383	484
Foundation Bank	1/10/2018	5/1/2018	58	185	141
Total Ohio Acquisitions			\$212	\$731	\$1,335
<i>Total Ohio Portfolio⁽¹⁾</i>				\$2,182	\$1,749
14 Santander Branches	4/22/2019	9/6/2019	\$33	\$100	\$471

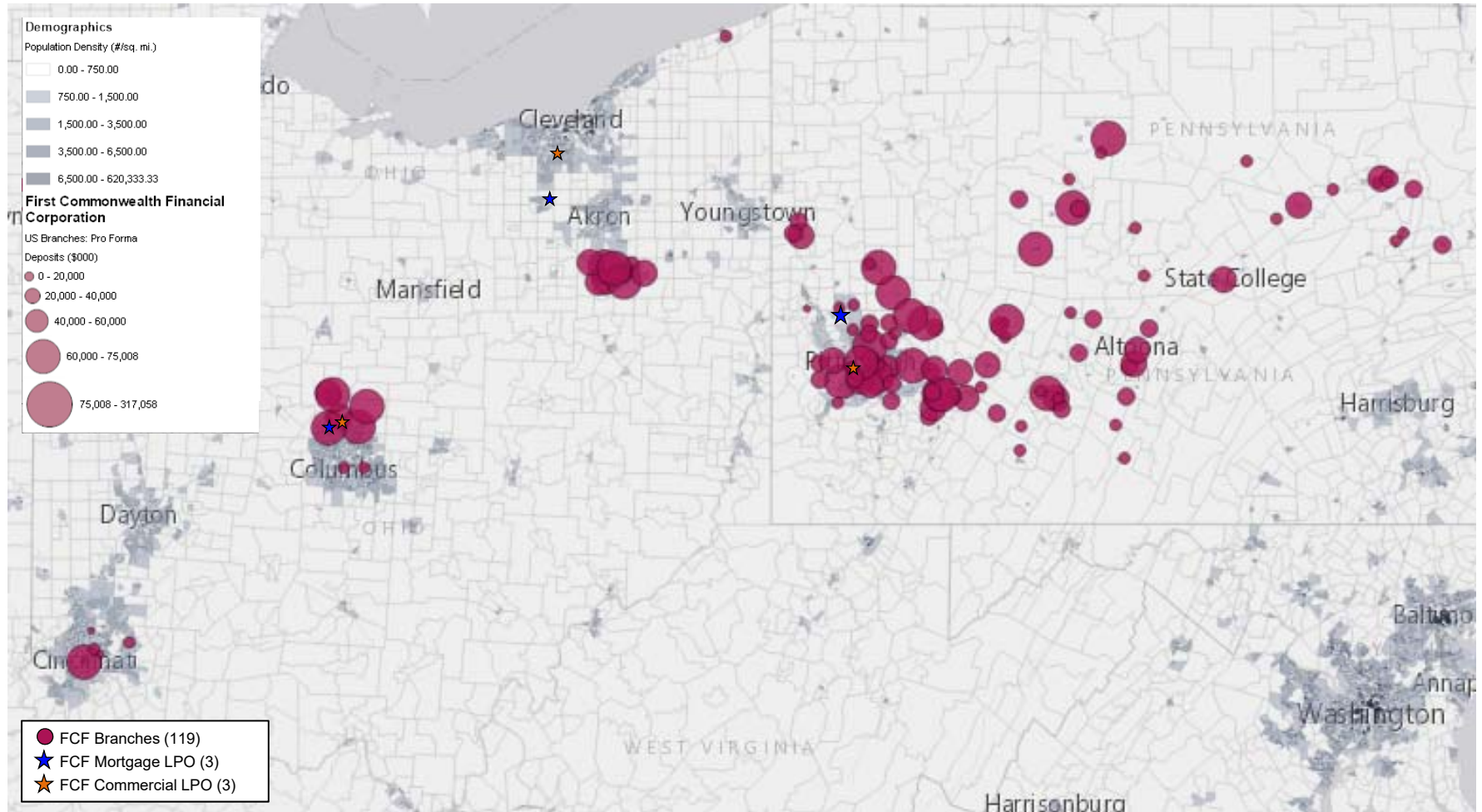


(1) Includes all OH based consumer loans, Commercial Real Estate loans with properties located in OH and C&I loans with borrowers headquartered in OH; excludes Paycheck Protection Program loans

(2) Deal value at announcement

SMALLER COMMUNITIES FUND LARGER METRO MARKETS

First Commonwealth's rural geographies have proven to be a stable source of low-cost funding, which enabled our strategy of leveraging our commercial lending business in faster growing metro markets through low-risk, accretive acquisitions.



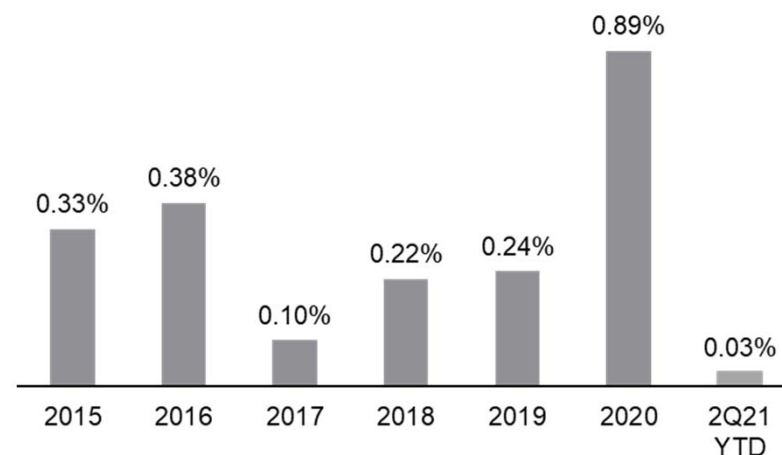
REDUCED PORTFOLIO RISKS: SIZE AND CONCENTRATION

- Increased granularity and decreased concentration risk
 - Expanding consumer, middle market and small business relationships
 - Geographic expansion decreases single market or location risk
 - Adopted a regional banking model
- Strengthened credit culture
 - Enhanced tracking, monitoring and managing credit risk
 - Improved portfolio management
 - Rotated out of riskier sectors (e.g., oil and gas, coal)
 - Utilized capital markets to exit underperforming names
 - Adopted strict concentration and segment limits

Commitments > \$15 million

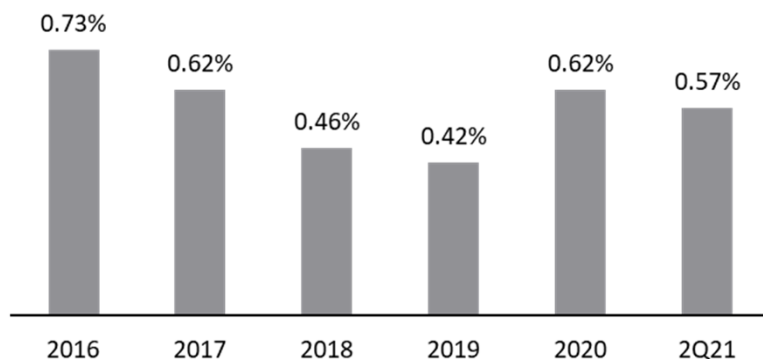


Provision Expense/ Avg. Loans⁽¹⁾

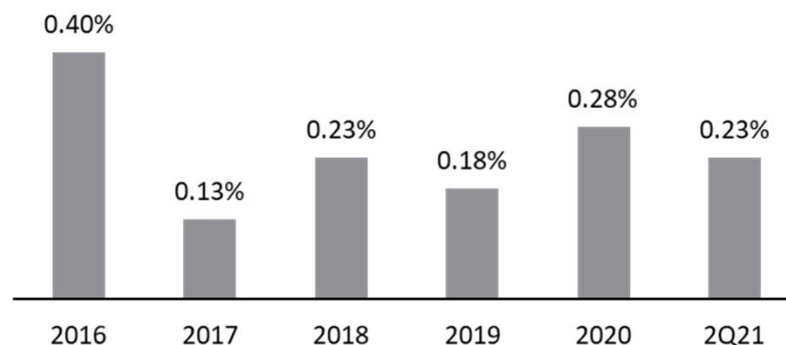


ASSET QUALITY TRENDS

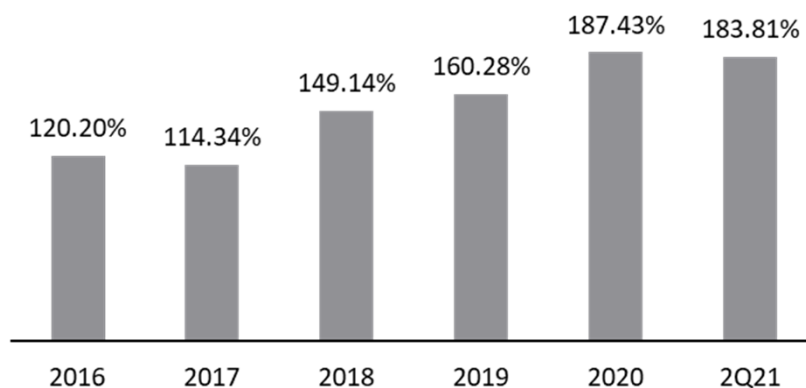
Nonperforming Assets / Assets⁽¹⁾ (%)



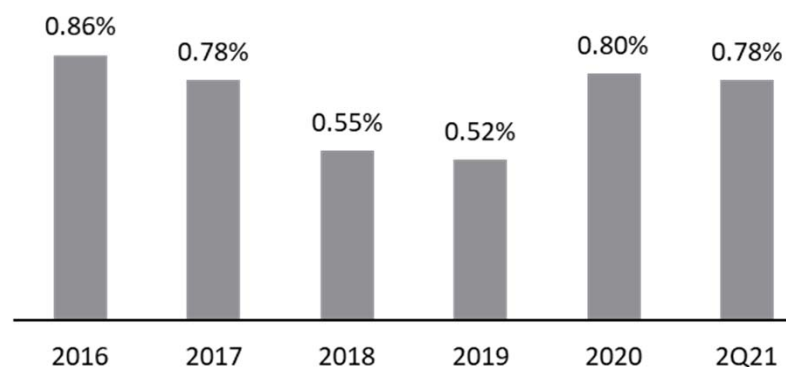
Net Charge-Offs / Loans (%)



Reserves / Nonperforming Loans (%)



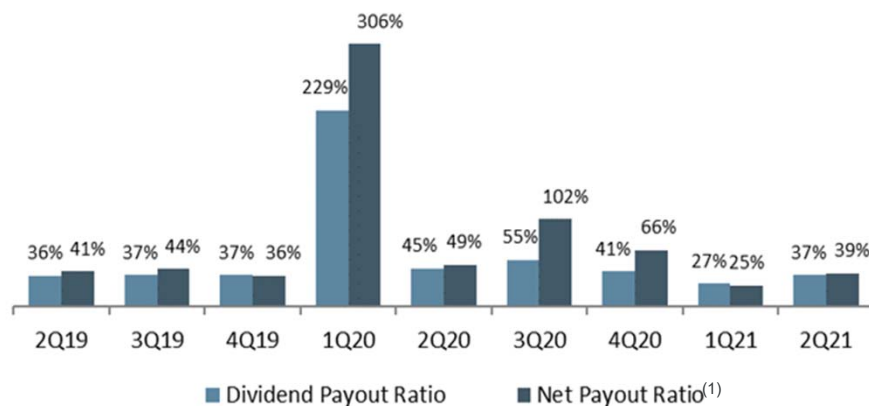
Nonperforming Loans / Loans (%)



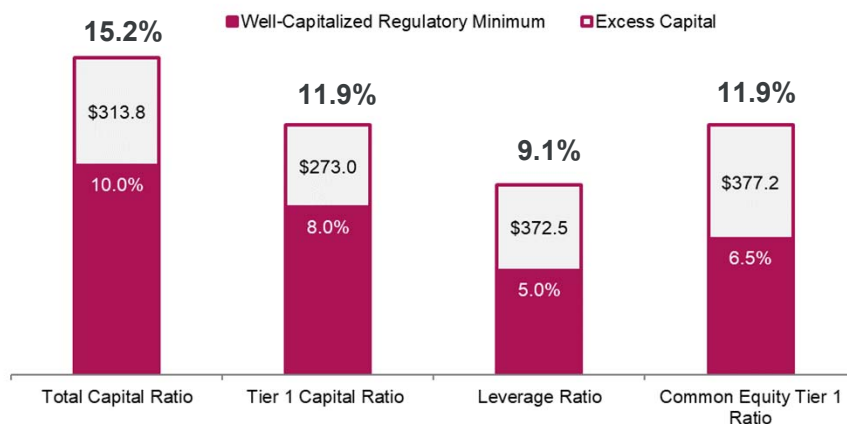
(1) Nonperforming assets include nonaccrual loans and leases, renegotiated loans and leases, and foreclosed or repossessed assets

CAPITAL RETURN

Payout Ratios



Strong Regulatory Capital Position



- Strong capital levels allow us to continue to return capital to shareholders
- Announced \$25 million share repurchase program on January 26, 2021
 - As of July 23, 2021, repurchased 363,891 shares at a weighted average price of \$13.74 under this program
 - \$20 million remaining under the current program
- Increased the quarterly dividend by 4.5% from \$0.11 to \$0.115 per share on April 26, 2021

PERFORMANCE HIGHLIGHTS

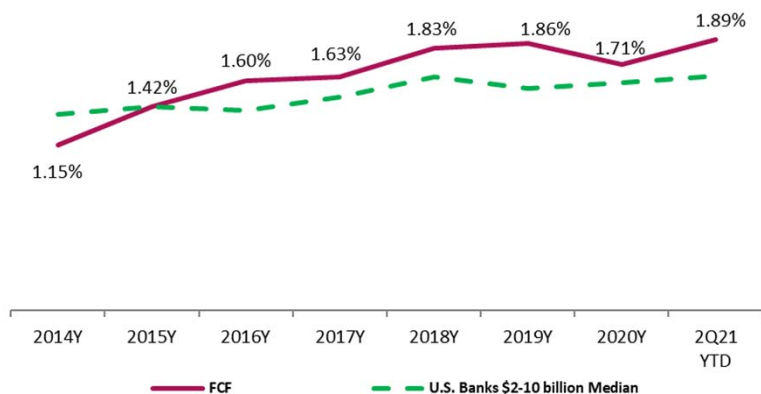
	2015Y	2016Y	2017Y	2018Y	2019Y	2020Y	Trailing 5 Quarters				
							2Q20	3Q20	4Q20	1Q21	2Q21
Earnings growth											
Operating revenue ⁽¹⁾	\$254	\$267	\$309	\$334	\$357	\$367	\$89	\$94	\$95	\$96	\$95
Provision for credit losses	15	18	5	13	15	57	7	11	8	(4)	5
Operating expense ⁽²⁾	161	157	186	191	204	206	51	51	53	51	50
Core net income ⁽²⁾	\$51	\$61	\$75	\$102	\$108	\$79	\$24	\$24	\$26	\$40	\$30
Core Pre-Tax Pre-Provision Earnings ⁽²⁾	\$87	\$106	\$114	\$139	\$149	\$154	\$36	\$41	\$40	\$45	\$43
Core EPS ⁽²⁾	\$0.57	\$0.69	\$0.79	\$1.03	\$1.10	\$0.81	\$0.25	\$0.24	\$0.27	\$0.41	\$0.31
Core EPS Growth YoY ⁽²⁾	21.3%	21.1%	14.5%	30.4%	6.8%	-26.4%	(10.7%)	(20.0%)	0.0%	720.0%	24.0%
Return to shareholders											
Dividend per share	\$0.28	\$0.28	\$0.32	\$0.35	\$0.40	\$0.44	\$0.11	\$0.11	\$0.11	\$0.11	\$0.12
Tangible book value per share	6.23	6.20	6.34	6.98	7.49	7.82	7.72	7.79	7.82	8.01	8.22
Period-end close	\$9.07	\$14.18	\$14.32	\$12.08	\$14.51	\$10.94	\$8.28	\$7.74	\$10.94	\$14.37	\$14.07
Balance sheet trends (EOP)											
Investment securities and cash	\$1,403	\$1,303	\$1,291	\$1,434	\$1,378	\$1,562	\$1,670	\$1,570	\$1,562	\$1,969	\$1,941
Commercial loans	2,851	3,102	3,432	3,571	3,735	4,109	4,341	4,323	4,109	4,043	3,897
Consumer loans	1,839	1,784	1,990	2,215	2,470	2,686	2,611	2,665	2,686	2,714	2,863
Total loans	4,690	4,886	5,422	5,786	6,205	6,795	6,952	6,988	6,795	6,757	6,760
Noninterest bearing deposits	1,117	1,269	1,417	1,466	1,690	2,320	2,288	2,302	2,320	2,616	2,618
Total deposits	\$4,196	\$4,948	\$5,581	\$5,898	\$6,678	\$7,439	\$7,782	\$7,704	\$7,439	\$7,869	\$7,885
Borrowings	1,592	949	795	907	436	351	342	356	351	344	290
Equity	\$720	\$750	\$888	\$975	\$1,056	\$1,069	\$1,076	\$1,073	\$1,069	\$1,087	\$1,106
Profitability											
Core PTPP Return on average assets ⁽²⁾	1.36%	1.60%	1.58%	1.84%	1.85%	1.71%	1.61%	1.73%	1.75%	2.00%	1.82%
Core Return on average assets ⁽²⁾	0.79%	0.92%	1.04%	1.36%	1.35%	0.88%	1.08%	1.01%	1.14%	1.77%	1.26%
Core Return on average TCE ⁽²⁾	9.2%	10.7%	12.8%	15.9%	15.3%	10.8%	13.3%	12.7%	14.0%	21.6%	15.6%
Net interest margin ⁽¹⁾	3.28%	3.32%	3.57%	3.71%	3.75%	3.32%	3.29%	3.11%	3.26%	3.40%	3.17%
Core Efficiency ratio ⁽¹⁾⁽²⁾	63.4%	58.7%	60.2%	57.2%	57.0%	56.3%	56.7%	54.3%	56.0%	53.2%	53.2%

(1) Taxable equivalent

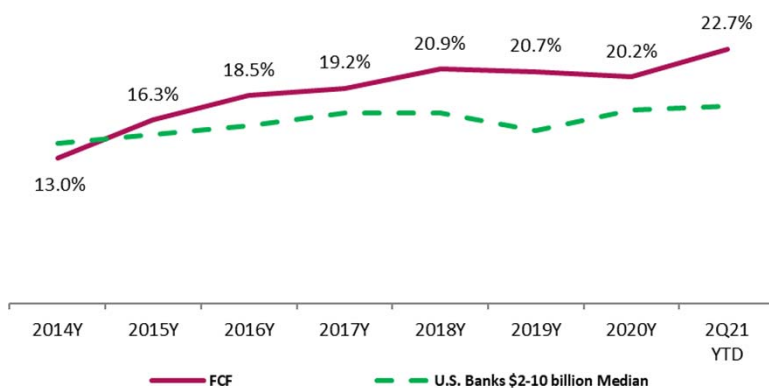
(2) Please refer to the appendix for a reconciliation of non-GAAP measures

PERFORMANCE RELATIVE TO PEERS

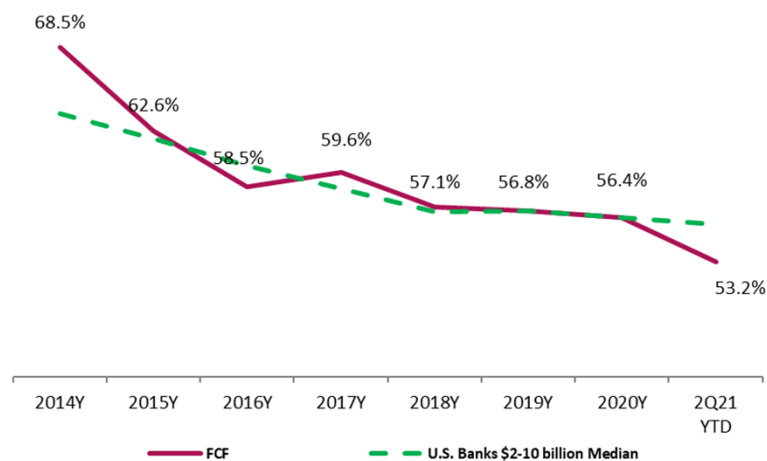
Pre-Provision ROAA (%)⁽¹⁾



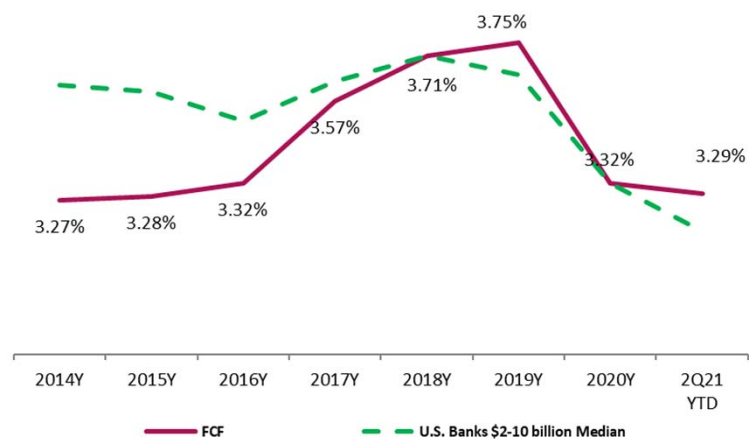
Pre-Provision ROATE (%)⁽¹⁾



Efficiency Ratio (%)⁽¹⁾



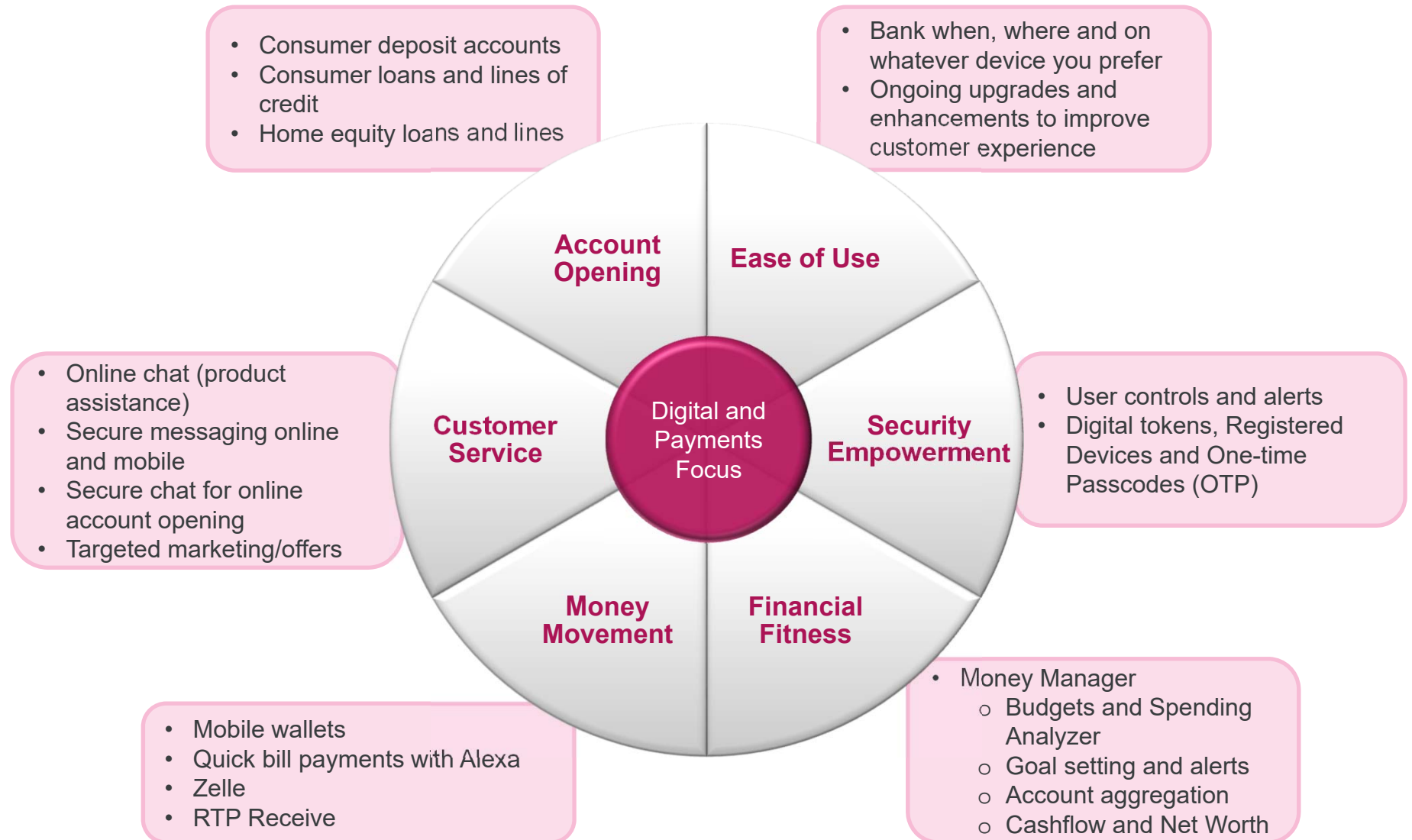
Net Interest Margin (%)⁽¹⁾⁽²⁾



DIGITAL STRATEGY

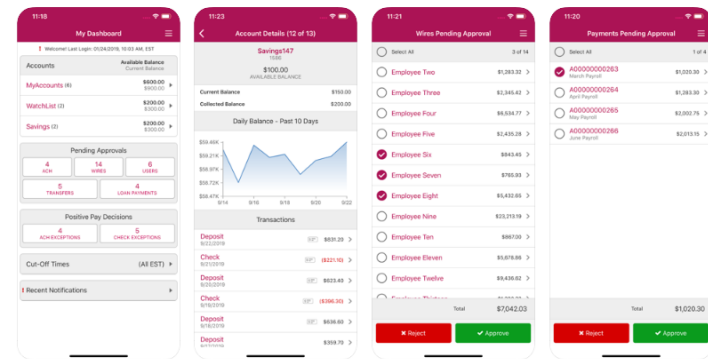
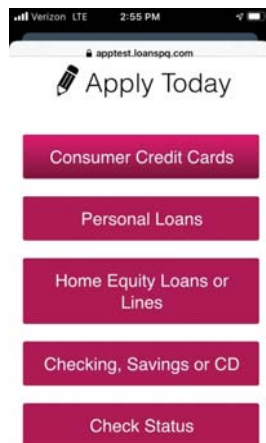
- **Create a mobile-centric, full-service banking capability** that stands on its own without the need for the customer to go to a branch or call the Engagement Center.
- Enhance ability to proactively engage customers in virtual conversations and **provide personalized Community Bank customer experiences**.
- Deliver digital platforms and tools which use contemporary design standards (User-Interface (UI) and User-Experience (UX)) and **promote customer engagement and education** around ongoing enhancements.
- Improve digital infrastructure to **support higher levels of security and integration** of new functionality.
- Drive revenue growth, operational efficiency and superior customer experience through the **digitalization of processes** and by **embracing evolving payments technology**.
- **Evolve data analytics** through education of data availability and tools, governance, and end user talent with outcome of better productivity, focused marketing, lowered risk and improved customer satisfaction.

DIGITAL AND PAYMENTS

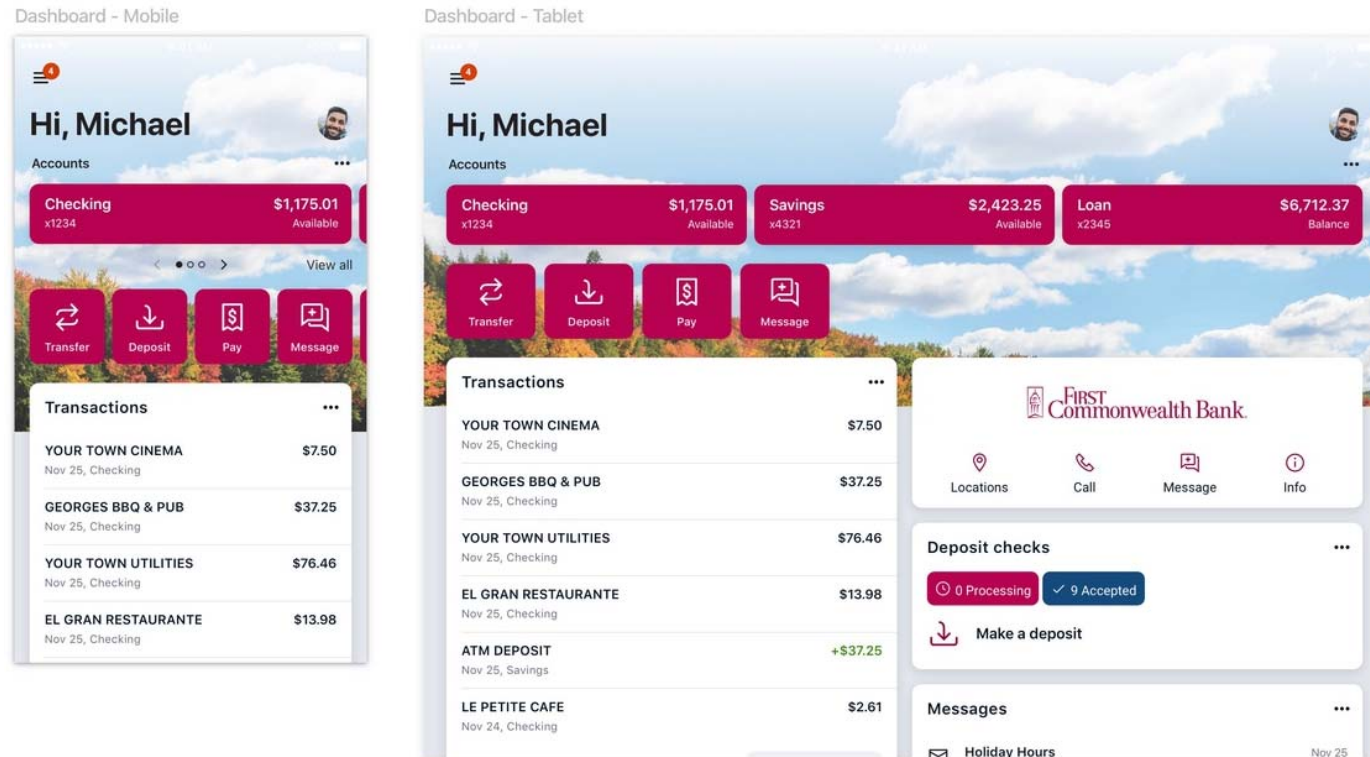


DIGITAL AND PAYMENTS UPDATE

- Digital account opening
 - Released our updated mobile centric account opening (over 10% of retail transaction account production from virtual channels)
- All new or reissued debit and credit cards contactless (Tap 'n Go)
- Treasury Management
 - Completed transition of Treasury Management customers to new platform
 - Customizable user experience, intuitive payment processing, high-level of security and additional mobility for businesses with companion App



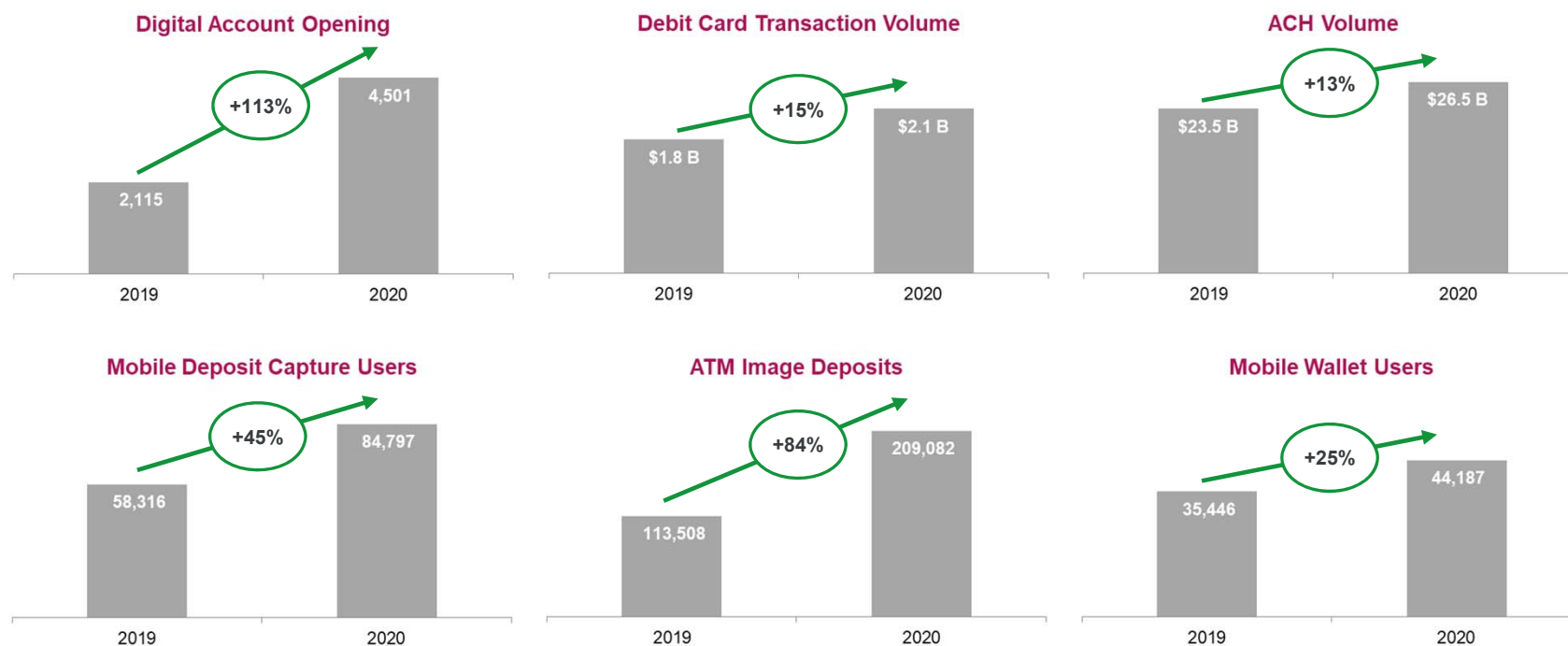
NEW DIGITAL BANKING EXPERIENCE



- Innovative design elements for organizing the user interface (UI) allowing users to customize their experience
- A unique customer interaction platform that brings human personalization to the digital customer experience
- Same look across all of your devices – mobile, desktop, tablet, etc.

MOBILE, DIGITAL AND SELF-SERVICE CUSTOMER USAGE

Customer migration to mobile and digital channels accelerated in 2020



- Launched new Treasury Management, Online and Mobile Banking Services in 2020
 - In the first three months after the Online and Mobile launch, over 63% of Retail checking customers were actively using the platform and over 40% were actively using the mobile app
 - App store ratings have been positive, with a rating of 4.8 (9,742 ratings) in the Apple App Store and 4.4 (1,411 ratings) in the Google Play Store

HOW WE SUCCEED

- **Remain an authentic, mission-driven community bank**
 - Continue to support our employees, customers and communities through these uncertain times
 - Proactively engage borrowers and assist them with charting a path forward
 - Win customers through better capabilities and service
 - Take this opportunity to develop a more intimate relationship with our existing customers
- **Control expenses and deliver positive operating leverage**
 - Rethinking the way we do business going forward
 - Redeploying cost savings into digital transformation (e.g. Treasury Management, Banno Digital Platform, Zelle) and revenue-generating growth
- **Protect shareholder value**
 - Credit costs that outperform peers long-term
 - Thoughtfully deploy capital as market conditions continue to improve
- **Maintain a risk and governance culture aligned with expectations of long-term stakeholders**

2Q 2021 EARNINGS DETAIL

SECOND QUARTER 2021 HIGHLIGHTS

Highlights

\$42.9 million

Core Pre-tax pre-provision
income⁽¹⁾

1.82%

Core PTPP ROAA⁽¹⁾

53.2%

Core efficiency ratio

1.50%

Reserve coverage ratio (excl. PPP)

\$273.0 million

Excess capital

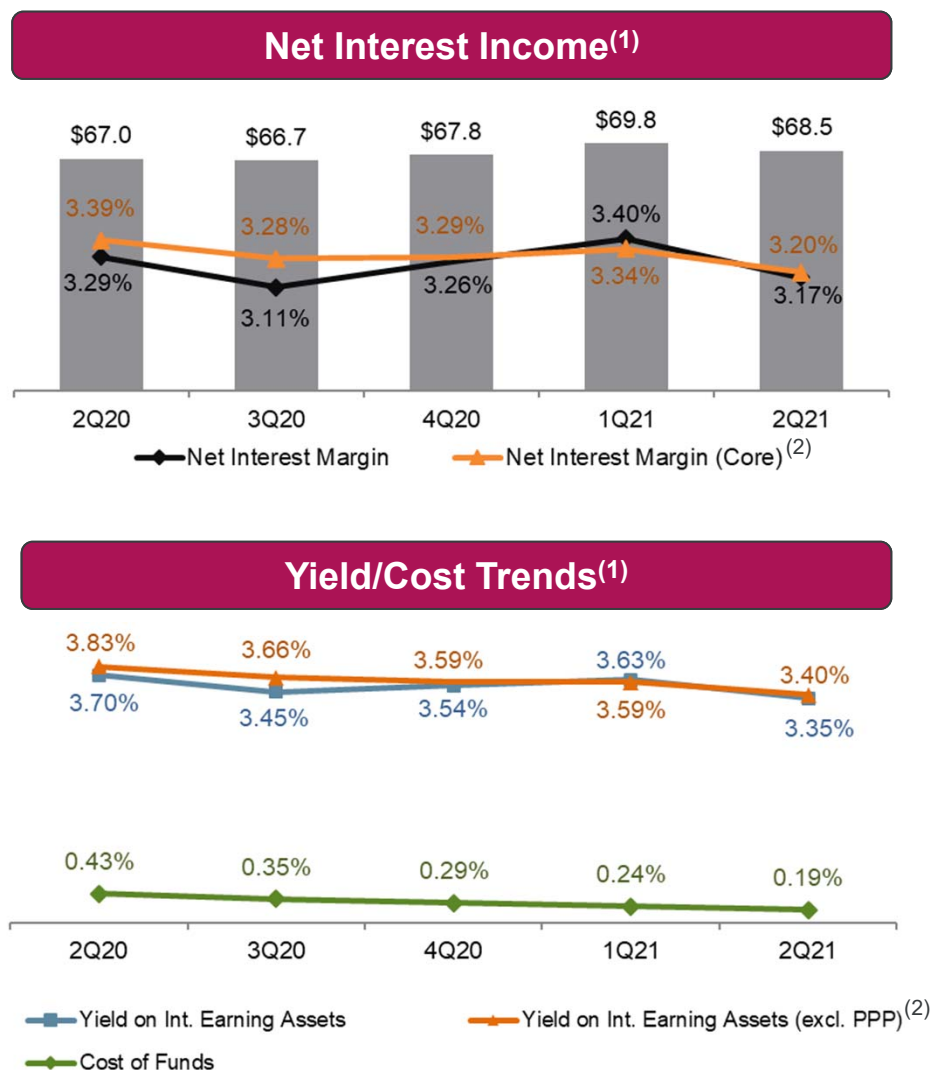
9.0%

TCE ratio (excl. PPP)

Diversified balance sheet and revenue streams continue to improve the earnings power of our company

- Another strong quarter for fee income businesses
 - Gain on sale of Mortgage loans of \$3.1 million
 - Gain on sale of SBA loans of \$1.6 million
 - Record trust and advisory fees of \$3.7 million
 - Card-related interchange income of \$7.4 million
- Efficiency improvements enabled by line of business investments and disciplined expense management
 - Core efficiency ratio of 53.2%
 - Announced entry into the equipment finance business on June 14, 2021
- Total loans (excl. PPP) grew \$189.7 million, or 12.1% annualized from the previous quarter
- Total loan deferrals⁽²⁾ declined to \$59.5 million, or 0.88% of total loans
- Tangible book value per share increased 6.5% year-over-year
- Increased quarterly dividend 4.5% on April 26, 2021

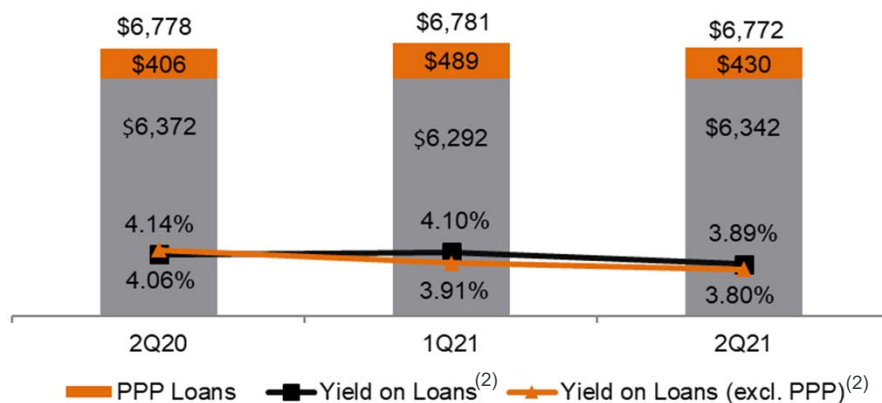
NET INTEREST INCOME AND NET INTEREST MARGIN



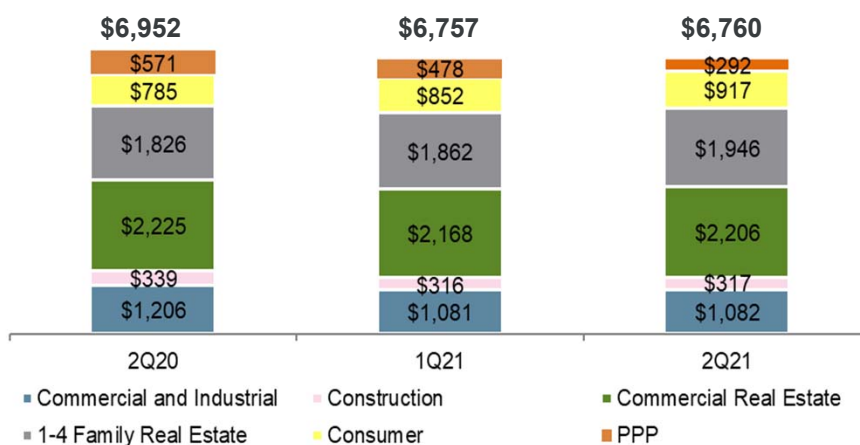
- Net interest income (FTE) decreased by \$1.3 million from LQ
 - \$2.4 million decrease in fees and interest on PPP loans
 - 2Q21 totaled \$5.5 million compared to \$7.9 million in 1Q21
 - Average interest earning assets increased \$346.3 million from LQ
 - Average PPP loans decreased \$59.5 million from LQ
- Net interest margin of 3.17% decreased 23bps from LQ
 - Loan portfolio yield (excluding PPP loans) decreased 11bps from LQ, partially offset by 7bps reduction in the cost of interest-bearing liabilities
 - Reduced PPP income from LQ
 - Core NIM⁽²⁾ (which excludes the effects of PPP loans and excess cash) decreased by 14bps to 3.20%

LOANS

Average Loans⁽¹⁾



Period-end Loans⁽¹⁾



Average

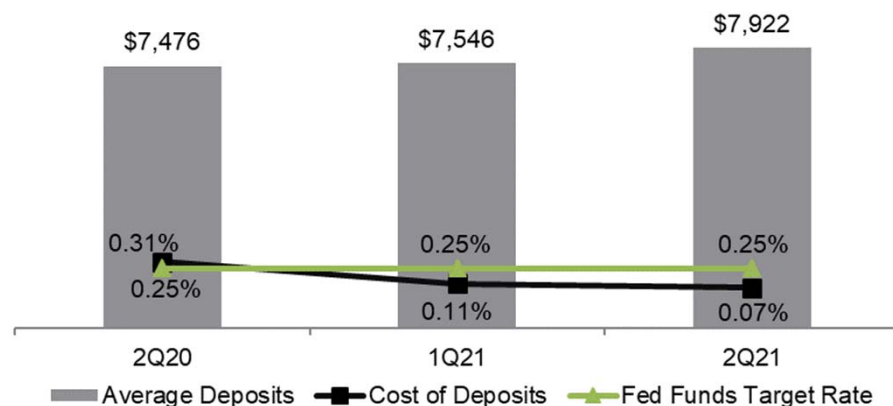
- Average loans decreased \$9.7 million from LQ
 - Excluding PPP loans, average loans increased \$49.7 million from LQ
- The yield on loans decreased 11bps from LQ (excluding PPP loans)

Period-end

- Total loans⁽¹⁾ (excluding PPP loans) increased \$188.7 million the previous quarter
 - 1-4 Family Real Estate grew \$80.0 million from LQ
 - Auto loans grew \$70.1 million from LQ
 - Commercial Real Estate grew \$38.3 million from LQ

DEPOSITS

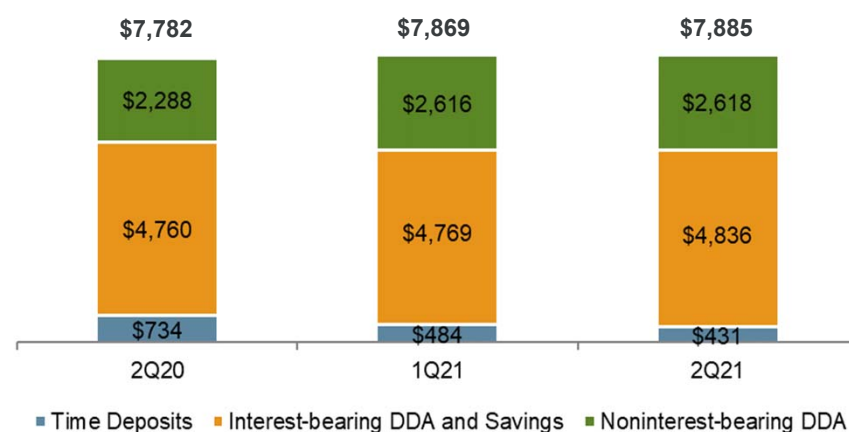
Average Deposits



Average

- Average deposits increased \$375.9 million from LQ and increased \$446.0 million YoY
- Average noninterest-bearing deposits grew \$190.8 million compared to LQ
- The total cost of deposits decreased 4bps from LQ to 0.07%

Period-end Deposits

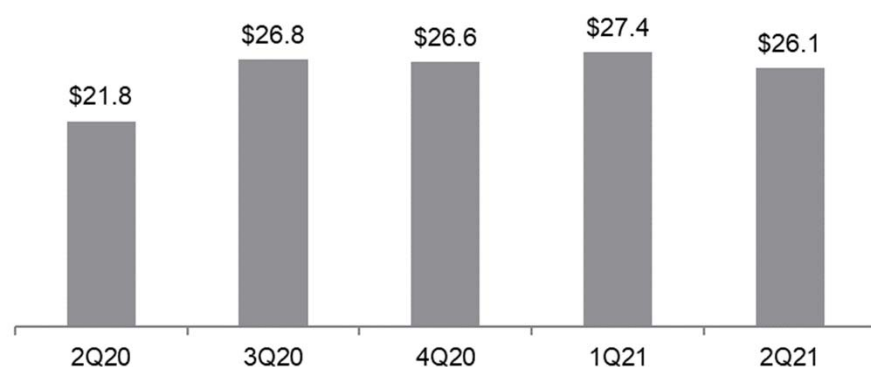


Period-end

- Total period-end deposits increased \$15.8 million from LQ and increased \$102.8 million YoY
- Noninterest-bearing deposits currently comprise 33.2% of total deposits

NONINTEREST INCOME

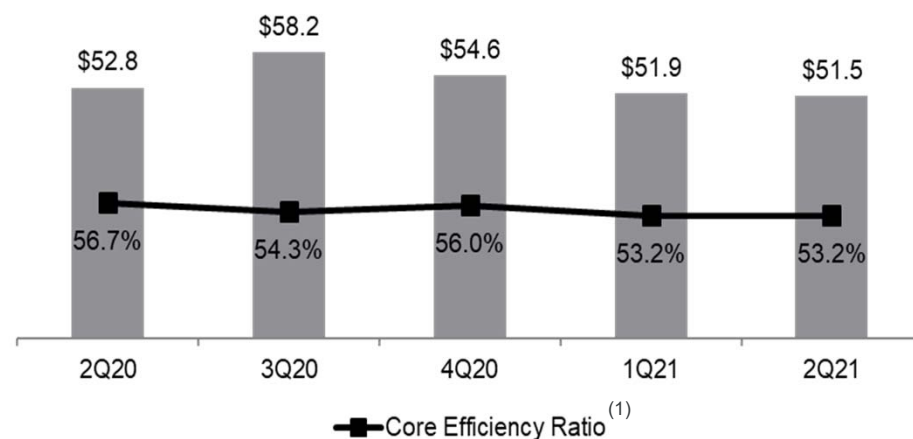
	2Q21	1Q21	2Q20	Change from	
				1Q21	2Q20
Interchange	\$7.4	\$6.4	\$5.9	\$1.0	\$1.5
Service charges	4.3	4.0	3.3	0.3	1.0
Trust	2.7	2.5	2.1	0.2	0.6
Retail brokerage	1.0	1.1	0.8	(0.1)	0.2
Insurance	1.0	1.1	1.0	(0.1)	0.0
BOLI	1.5	2.0	1.8	(0.5)	(0.3)
Gain on sale of mortgage loans	3.1	5.0	4.2	(1.9)	(1.1)
Gain on sale of SBA loans	1.6	1.1	0.4	0.5	1.2
Gain on sale of other loans	0.0	0.4	0.0	(0.4)	0.0
Gain on sale of Assets	0.5	0.2	0.2	0.3	0.3
SWAP fees	1.3	0.1	0.6	1.2	0.7
Other fees	2.0	2.1	1.7	(0.1)	0.3
Total fee income	\$26.4	\$26.0	\$22.0	\$0.4	\$4.4
Gain on sale of securities	0.0	0.0	0.0	0.0	0.0
Derivative mark-to-market	(0.3)	1.4	(0.2)	(1.7)	(0.1)
Total noninterest income	\$26.1	\$27.4	\$21.8	(\$1.3)	\$4.3



- Total noninterest income decreased \$1.3 million from LQ but increased \$4.3 million YoY
 - Fee income represented 27.7% of total operating revenue⁽¹⁾
- Card-related interchange income increased \$1.0 million to LQ and \$1.5 million YoY
- Gain on sale of mortgage loans decreased \$1.9 million from LQ and \$1.1 million YoY due to a higher portion of new originations being retained in the Bank's loan portfolio
 - 2Q21 mortgage originations of \$209 decreased \$6 million from LQ and increased \$6 million YoY
- Swap fee income increased \$1.2 million from LQ
- Derivative mark-to-market was (\$0.3) million, a \$1.7 million decrease from LQ

NONINTEREST EXPENSE

	2Q21	1Q21	2Q20	Change from	
				1Q21	2Q20
Salaries and benefits	\$28.3	\$28.7	\$28.8	(\$0.4)	(\$0.5)
Occupancy	3.9	4.8	4.4	(0.9)	(0.5)
Furniture and equipment	3.9	3.9	3.7	0.0	0.2
PA shares tax	1.3	0.8	1.3	0.5	0.0
Data processing	3.2	3.1	2.6	0.1	0.6
Professional fees	1.1	0.8	0.9	0.3	0.2
FDIC insurance	0.4	0.7	0.7	(0.3)	(0.3)
Operational losses	0.6	0.5	0.3	0.1	0.3
Loss on sale or write-down of assets	0.0	0.0	0.1	0.0	(0.1)
Other operating expenses	7.8	7.6	7.8	0.2	0.0
Total operating expense	\$50.5	\$50.9	\$50.6	(\$0.4)	(\$0.1)
Unfunded commitments	0.0	0.0	0.9	0.0	(0.9)
Intangible amortization	0.9	0.9	0.9	0.0	0.0
Covid-19 expenses	0.1	0.1	0.4	0.0	(0.3)
Total noninterest expense	\$51.5	\$51.9	\$52.8	(\$0.4)	(\$1.3)

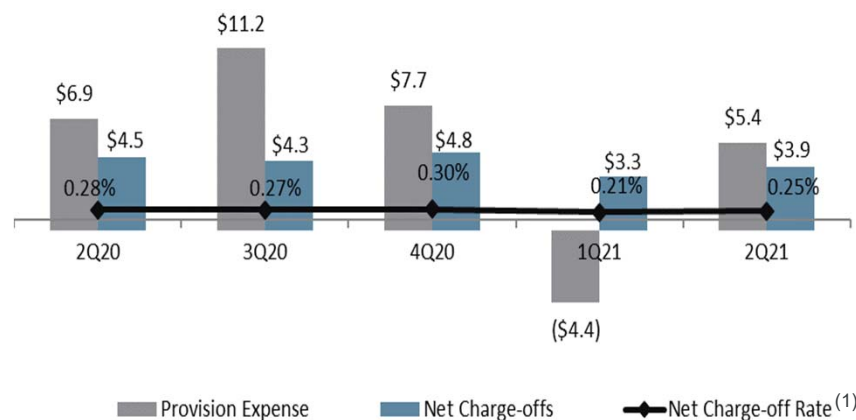


- Noninterest expense decreased \$0.4 million to LQ and \$1.3 million YoY
- Occupancy expense decreased by \$0.9 million to LQ due to seasonally higher snow removal expense in the first quarter
- PA shares tax increased by \$0.5 million to LQ and was unchanged YoY
- Contributions, included in other operating expenses, decreased \$0.5 million from LQ
- FTEs decreased 73 YoY due to a company-wide hiring freeze implemented at the end of 1Q20 and the 20% reduction of branches in December 2020

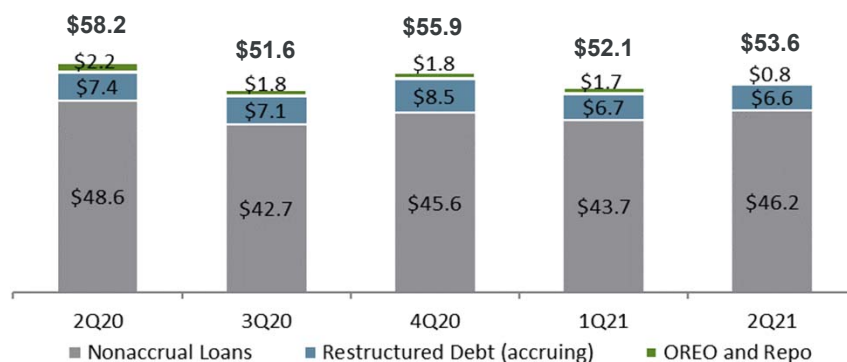
(1) Please refer to the appendix for disclosures regarding non-GAAP measures

CREDIT QUALITY

Provision Expense and Net Charge-offs



Nonperforming Assets



- Provision expense of \$5.4 million increased \$9.8 million from LQ. The primary drivers include:
 - Improved economic forecast offset by strong end-of-period loan growth
 - \$1.2 million increase in unfunded commitments reserve
 - \$3.9 million in net charge-offs
- The allowance for credit losses increased by \$275 thousand to \$97.0 million, or 184% of non-performing loans
- Nonperforming assets of \$53.6 million increased \$1.5 million from LQ
- Total loan deferrals⁽²⁾ declined to \$59.5 million, or 0.88% of total loans, as compared to \$136.6 million, or 2.02% in the previous quarter

APPENDIX

NON-GAAP MEASURES

Operating Revenue	2Q21	1Q21	4Q20	3Q20	2Q20
Net Interest Income	\$68.2	\$69.4	\$67.5	\$66.3	\$66.7
Tax equivalent adjustment	0.3	0.3	0.3	0.4	0.4
Net Interest Income (FTE)	68.5	69.7	67.8	66.7	67.1
Noninterest Income (Reported)	26.1	27.4	26.6	26.8	21.8
Less: Realized gains / (losses) on securities	0.0	0.0	0.0	0.0	0.0
Less: Derivative mark-to-market	(0.2)	1.4	(0.4)	(0.2)	(0.2)
Total Noninterest Income (Operating)	\$26.3	\$26.0	\$27.0	\$27.0	\$22.0
Total Operating Revenue	\$94.8	\$95.7	\$94.8	\$93.7	\$89.1
Average Assets	9,452	9,130	9,121	9,390	9,044
Operating Revenue / Average Assets (%)	4.01%	4.19%	4.16%	3.99%	3.94%
Operating Expense	2Q21	1Q21	4Q20	3Q20	2Q20
Noninterest Expense	\$51.5	\$51.9	\$54.6	\$58.2	\$52.8
Less: Unfunded commitment reserve	0.0	0.0	0.0	0.5	0.9
Less: Intangible amortization	0.8	0.9	0.9	0.9	0.9
Less: COVID-19	0.2	0.1	0.3	0.1	0.4
Less: Early Retirement	0.0	0.0	0.1	3.3	0.0
Less: Branch Consolidation	0.0	0.0	0.2	2.5	0.0
Less: Merger and acquisition related	0.0	0.0	0.0	0.0	0.0
Total Operating Expense	\$50.5	\$50.9	\$53.1	\$50.9	\$50.6
Average Assets	9,452	9,130	9,121	9,390	9,044
Operating Expense / Average Assets (%)	2.14%	2.23%	2.33%	2.17%	2.24%
Core Efficiency Ratio⁽¹⁾	53.2%	53.2%	56.0%	54.3%	56.7%
Core Pre-tax Pre-Provision Net Income (Reported)	\$42.9	\$45.0	\$40.1	\$40.8	\$36.1
Average Diluted Shares Outstanding	96.2	96.2	96.3	98.2	98.1
Core Pre-tax Pre-Provision Net Income per share	\$0.45	\$0.47	\$0.42	\$0.42	\$0.37
Average Assets	\$9,452	\$9,130	\$9,121	\$9,390	\$9,044
Core Pre-tax Pre-Provision Income / Average Assets (%)	1.82%	2.00%	1.75%	1.73%	1.61%

\$ in millions

(1) Core Efficiency Ratio is calculated as Operating Expense as a percentage of Operating Revenue

NON-GAAP MEASURES

Core Earnings per Share	2Q21	1Q21	4Q20	3Q20	2Q20
Net Income (GAAP)	\$29.6	\$39.8	\$25.7	\$19.2	\$23.9
<i>(after tax)</i>					
Less: Covid-19 related <i>(after tax)</i>	0.2	0.1	0.2	0.1	0.3
Less: Merger and acquisition related <i>(after tax)</i>	0.0	0.0	0.0	0.0	0.0
Less: Early Retirement <i>(after tax)</i>	0.0	0.0	0.1	2.6	0.0
Less: Branch Consolidation <i>(after tax)</i>	0.0	0.0	0.2	2.0	0.0
Core Net Income (Non-GAAP)	\$29.8	\$39.9	\$26.2	\$23.9	\$24.2
Average Diluted Shares Outstanding	96.2	96.2	96.3	98.2	98.1
Core Earnings per Share (Non-GAAP)	\$0.31	\$0.41	\$0.27	\$0.24	\$0.25
Core Return on Average Assets (%)	2Q21	1Q21	4Q20	3Q20	2Q20
Net Income (GAAP)	\$29.6	\$39.8	\$25.7	\$19.2	\$23.9
Less: Covid-19 related <i>(after tax)</i>	0.2	0.1	0.2	0.1	0.3
Less: Merger and acquisition related <i>(after tax)</i>	0.0	0.0	0.0	0.0	0.0
Less: Early Retirement <i>(after tax)</i>	0.0	0.0	0.1	2.6	0.0
Less: Branch Consolidation <i>(after tax)</i>	0.0	0.0	0.2	2.0	0.0
Core Net Income (Non-GAAP)	\$29.8	\$39.9	\$26.1	\$23.9	\$24.2
Average Assets	9,452	9,130	9,121	9,390	9,044
Core Return on Average Assets (Non-GAAP)	1.26%	1.77%	1.14%	1.01%	1.08%
Core Pre-tax Pre-Provision Net Income	\$43.0	\$45.0	\$40.1	\$40.8	\$36.1
Core Pre-tax Pre-Provision Income / Average Assets (%)	1.82%	2.00%	1.75%	1.73%	1.61%

\$ in millions, except per share data

NON-GAAP MEASURES

Return on Average Tangible Common Equity (%)	2Q21	1Q21	4Q20	3Q20	2Q20
Average Equity	\$1,098	\$1,076	\$1,078	\$1,088	\$1,072
Less: Average intangible assets	316	316	317	318	319
Less: Average preferred stock	0	0	0	0	0
Average Tangible Common Equity	\$782	\$760	\$761	\$770	\$753
Net Income (GAAP)	\$29.6	\$39.8	\$25.7	\$19.2	\$23.9
Less: Intangible amortization (<i>after tax</i>)	0.6	0.7	0.7	0.7	0.7
Net Income Adjusted for Intangible Amortization (Non-GAAP)	\$30.2	\$40.5	\$26.4	\$19.9	\$24.6
Return on Average Tangible Common Equity	15.5%	21.6%	13.8%	10.3%	13.1%
Core Return on Average Tangible Common Equity (%)	2Q21	1Q21	4Q20	3Q20	2Q20
Average Equity	\$1,098	\$1,076	\$1,078	\$1,088	\$1,072
Less: Average intangible assets	316	316	317	318	319
Less: Average preferred stock	0	0	0	0	0
Average Tangible Common Equity	\$782	\$760	\$761	\$770	\$753
Net Income (GAAP)	\$29.6	\$39.8	\$25.7	\$19.2	\$23.9
Less: Covid-19 related (<i>after tax</i>)	0.2	0.1	0.2	0.1	0.3
Less: Merger and acquisition related (<i>after tax</i>)	0.0	0.0	0.0	0.0	0.0
Less: Early Retirement (<i>after tax</i>)	0.0	0.0	0.1	2.6	0.0
Less: Branch Consolidation (<i>after tax</i>)	0.0	0.0	0.2	2.0	0.0
Core Net Income (Non-GAAP)	\$29.8	\$39.9	\$26.1	\$23.9	\$24.2
Less: Intangible amortization (<i>after tax</i>)	0.6	0.7	0.7	0.7	0.7
Core Net Income Adjusted for Intangible Amortization (Non-GAAP)	\$30.4	\$40.6	\$26.8	\$24.6	\$24.9
Core Return on Average Tangible Common Equity	15.6%	21.6%	14.0%	12.7%	13.3%

\$ in millions



Note: Management believes that it is standard practice in the banking industry to present these non-GAAP measures. These measures provide useful information to management and investors by allowing them to make peer comparisons.

NON-GAAP MEASURES

Core Net Interest Margin (%)	2Q21	1Q21	4Q20	3Q20	2Q20
Net Interest Income (FTE)	\$68.5	\$69.8	\$67.8	\$66.7	\$67.1
Less: Income from Paycheck Protection Program Loans	(5.5)	(7.9)	(5.4)	(3.8)	(2.7)
Less: Income from excess cash	(0.1)	(0.1)	(0.1)	(0.1)	(0.0)
Core Net Interest Income (FTE)	\$62.9	\$61.8	\$62.3	\$62.8	\$64.3
Average Interest Earning Assets	\$8,658	\$8,312	\$8,276	\$8,529	\$8,190
Less: Paycheck Protection Program Loans	(430)	(489)	(548)	(572)	(406)
Less: Excess cash	(352)	(329)	(189)	(336)	(160)
Core Average Interest Earning Assets	\$7,876	\$7,494	\$7,539	\$7,620	\$7,624
Core Net Interest Margin (Non-GAAP)	3.20%	3.34%	3.29%	3.28%	3.39%
Tangible Common Equity / Tangible Assets (Tangible Common Equity Ratio)	2Q21	1Q21	4Q20	3Q20	2Q20
Total Equity	\$1,106	\$1,087	\$1,069	\$1,073	\$1,076
Less: Intangible assets	315	316	317	317	318
Less: Preferred stock	0	0	0	0	0
Tangible Common Equity	\$791	\$771	\$752	\$756	\$758
Total Assets	\$9,402	\$9,417	\$9,068	\$9,289	\$9,365
Less: Intangible assets	315	316	317	317	318
Tangible Assets	\$9,087	\$9,101	\$8,751	\$8,972	\$9,047
Tangible Common Equity / Tangible Assets	8.7%	8.5%	8.6%	8.4%	8.4%
Tangible Assets	\$9,087	\$9,101	\$8,751	\$8,972	\$9,047
Paycheck Protection Loans	292	479	479	573	571
Tangible Assets (excl. PPP)	\$8,795	\$8,622	\$8,272	\$8,399	\$8,476
Tangible Common Equity / Tangible Assets (excl. PPP)	9.0%	8.9%	9.1%	9.0%	8.9%

\$ in millions



Note: Management believes that it is standard practice in the banking industry to present these non-GAAP measures. These measures provide useful information to management and investors by allowing them to make peer comparisons.

NON-GAAP MEASURES

Operating Revenue	2020Y	2019Y	2018Y	2017Y	2016Y	2015Y	2014Y
Net Interest Income	\$268.3	\$269.9	\$252.2	\$228.8	\$199.0	\$188.5	\$183.7
Tax equivalent adjustment	1.4	1.7	2.0	4.2	3.9	3.4	3.3
Net Interest Income (FTE)	269.7	271.6	254.2	233.0	202.9	191.9	187.0
Noninterest Income (Reported)	94.5	85.5	88.6	80.3	64.6	61.3	60.9
Less: Realized gains / (losses) on securities	0.0	0.0	8.1	5.0	0.6	(0.2)	0.6
Less: Derivative mark-to-market	(2.5)	(0.2)	0.8	(0.5)	0.2	(0.3)	(0.3)
Total Noninterest Income (Operating)	\$97.0	\$85.7	\$79.7	\$75.8	\$63.8	\$61.8	\$60.6
Total Operating Revenue	\$366.7	\$357.3	\$333.9	\$308.8	\$266.7	\$253.7	\$247.6
Average Assets	8,975	8,030	7,555	7,210	6,661	6,399	6,281
Operating Revenue / Average Assets (%)	4.09%	4.45%	4.42%	4.28%	4.00%	3.97%	3.94%
Operating Expense	2020Y	2019Y	2018Y	2017Y	2016Y	2015Y	2014Y
Noninterest Expense (Reported)	\$215.8	\$210.0	\$195.6	\$200.3	\$159.9	\$163.9	\$171.2
Less: Unfunded commitment reserve	(1.2)	(0.5)	(0.2)	1.1	(0.3)	1.4	(0.1)
Less: Intangible amortization	3.7	3.4	3.2	3.1	0.5	0.6	0.6
Less: COVID-19	0.9	0.0	0.0	0.0	0.0	0.0	0.0
Less: Early Retirement	3.4	0.0	0.0	0.0	0.0	0.0	0.0
Less: Branch Consolidation	2.6	0.0	0.0	0.0	0.0	0.0	0.0
Less: Merger and acquisition related	0.0	3.5	1.6	10.2	3.2	0.9	0.0
Total Operating Expense	\$206.4	\$203.6	\$191.0	\$185.9	\$156.5	\$161.0	\$170.7
Average Assets	8,975	8,030	7,555	7,210	6,661	6,399	6,281
Operating Expense / Average Assets (%)	2.30%	2.54%	2.53%	2.58%	2.35%	2.52%	2.72%
Core Efficiency Ratio ⁽¹⁾	56.3%	57.0%	57.2%	60.2%	58.7%	63.4%	68.9%
Core Pre-tax Pre-Provision Net Income (Reported)	\$153.9	\$148.9	\$138.7	\$114.0	\$106.3	\$87.0	\$72.8

NON-GAAP MEASURES

Core Earnings per Share	2020Y	2019Y	2018Y	2017Y	2016Y	2015Y	2014Y
Net Income (GAAP)	\$73.4	\$105.3	\$107.5	\$55.2	\$59.6	\$50.1	\$44.5
(after tax)							
Less: Covid-19 related (after tax)	0.8	0.0	0.0	0.0	0.0	0.0	0.0
Less: Early Retirement (after tax)	2.7	0.0	0.0	0.0	0.0	0.0	0.0
Less: Branch Consolidation (after tax)	2.1	0.0	0.0	0.0	0.0	0.0	0.0
Less: Merger and acquisition (after tax)	0.0	2.8	1.3	6.6	2.1	0.6	0.0
Less: Realized (gains) / losses on securities (after tax)	0.0	0.0	(6.4)	(3.3)	(0.4)	0.1	(0.4)
Less: Deferred tax asset writedown	0.0	0.0	0.0	16.7	0.0	0.0	0.0
Core Net Income (Non-GAAP)	\$79.0	\$108.1	\$102.4	\$75.2	\$61.3	\$50.8	\$44.1
Average Diluted Shares Outstanding	97.8	98.6	99.2	95.3	88.9	89.4	93.1
Core Earnings per Share (Non-GAAP)	\$0.81	\$1.10	\$1.03	\$0.79	\$0.69	\$0.57	\$0.47
Core Return on Average Assets (%)	2020Y	2019Y	2018Y	2017Y	2016Y	2015Y	2014Y
Net Income (GAAP)	\$73.4	\$105.3	\$107.5	\$55.2	\$59.6	\$50.1	\$44.5
Less: Covid-19 related (after tax)	0.8	0.0	0.0	0.0	0.0	0.0	0.0
Less: Early Retirement (after tax)	2.7	0.0	0.0	0.0	0.0	0.0	0.0
Less: Branch Consolidation (after tax)	2.1	0.0	0.0	0.0	0.0	0.0	0.0
Less: Merger and acquisition (after tax)	0.0	2.8	1.3	6.6	2.1	0.6	0.0
Less: Realized (gains) / losses on securities (after tax)	0.0	0.0	(6.4)	(3.3)	(0.4)	0.1	(0.4)
Less: Deferred tax asset writedown	0.0	0.0	0.0	16.7	0.0	0.0	0.0
Core Net Income (Non-GAAP)	\$79.0	\$108.1	\$102.4	\$75.2	\$61.3	\$50.8	\$44.1
Average Assets	8,975	8,030	7,555	7,210	6,661	6,399	6,281
Core Return on Average Assets (Non-GAAP)	0.88%	1.35%	1.36%	1.04%	0.92%	0.79%	0.70%
Core Pre-tax Pre-Provision Return on Average Assets	1.71%	1.85%	1.84%	1.58%	1.60%	1.36%	1.16%

\$ in millions

NON-GAAP MEASURES

Core Net Interest Margin (%)	2020Y	2019Y	2018Y	2017Y	2016Y	2015Y	2014Y
Net Interest Income (FTE)	\$269.7	\$271.6	\$254.2	\$233.0	\$202.9	\$191.9	\$187.0
Less: Income from Paycheck Protection Program Loans	(12.0)	0.0	0.0	0.0	0.0	0.0	0.0
Less: Income from excess cash	(0.2)	0.0	0.0	0.0	0.0	0.0	0.0
Core Net Interest Income (FTE)	\$257.5	\$271.6	\$254.2	\$233.0	\$202.9	\$191.9	\$187.0
Average Interest Earning Assets	\$8,128	\$7,249	\$6,850	\$6,531	\$6,109	\$5,851	\$5,726
Less: Paycheck Protection Program Loans	(383)	0	0	0	0	0	0
Less: Excess cash	(173)	0	0	0	0	0	0
Core Average Interest Earning Assets	\$7,572	\$7,249	\$6,850	\$6,531	\$6,109	\$5,851	\$5,726
Core Net Interest Margin (Non-GAAP)	3.40%	3.75%	3.71%	3.57%	3.32%	3.28%	3.27%
Tangible Common Equity / Tangible Assets (Tangible Common Equity Ratio)	2020Y	2019Y	2018Y	2017Y	2016Y	2015Y	2014Y
Total Equity	\$1,069	\$1,056	\$975	\$888	\$750	\$720	\$716
Less: Intangible assets	317	320	287	270	198	166	163
Less: Preferred stock	0	0	0	0	0	0	0
Tangible Common Equity	\$752	\$736	\$688	\$618	\$552	\$554	\$553
Total Assets	\$9,068	\$8,309	\$7,828	\$7,309	\$6,684	\$6,567	\$6,360
Less: Intangible assets	317	320	287	270	198	166	163
Tangible Assets	\$8,751	\$7,989	\$7,541	\$7,039	\$6,486	\$6,401	\$6,197
Tangible Common Equity / Tangible Assets	8.6%	9.2%	9.1%	8.8%	8.5%	8.7%	8.9%

NON-GAAP MEASURES

Return on Average Tangible Common Equity (%)	2020Y	2019Y	2018Y	2017Y	2016Y	2015Y	2014Y
Average Equity	\$1,077	\$1,020	\$942	\$855	\$743	\$719	\$719
Less: Average intangible assets	318	297	282	254	168	163	161
Less: Average preferred stock	0	0	0	0	0	0	0
Average Tangible Common Equity	\$759	\$723	\$660	\$601	\$575	\$556	\$558
Net Income (GAAP)	\$73.4	\$105.3	\$107.5	\$55.2	\$59.6	\$50.1	\$44.5
Less: Intangible amortization <i>(after tax)</i>	2.9	2.7	2.5	2.0	0.3	0.4	0.4
Net Income Adjusted for Intangible Amortization (Non-GAAP)	\$76.3	\$108.0	\$110.0	\$57.2	\$59.9	\$50.5	\$44.9
Return on Average Tangible Common Equity	10.1%	14.9%	16.7%	9.5%	10.4%	9.1%	8.0%
Core Return on Average Tangible Common Equity (%)	2020Y	2019Y	2018Y	2017Y	2016Y	2015Y	2014Y
Average Equity	\$1,077	\$1,020	\$942	\$855	\$743	\$719	\$719
Less: Average intangible assets	318	297	282	254	168	163	161
Less: Average preferred stock	0	0	0	0	0	0	0
Average Tangible Common Equity	\$759	\$723	\$660	\$601	\$575	\$556	\$558
Net Income (GAAP)	\$73.4	\$105.3	\$107.5	\$55.2	\$59.6	\$50.1	\$44.5
Less: Covid-19 related <i>(after tax)</i>	\$0.8	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
Less: Early Retirement <i>(after tax)</i>	\$2.7	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
Less: Branch Consolidation <i>(after tax)</i>	\$2.1	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
Less: Merger and acquisition <i>(after tax)</i>	0.0	2.8	1.3	6.6	2.1	0.6	0.0
Less: Realized (gains) / losses on securities <i>(after tax)</i>	0.0	0.0	(6.4)	(3.3)	(0.4)	0.1	(0.4)
Less: Deferred tax asset writedown	0.0	0.0	0.0	16.7	0.0	0.0	0.0
Core Net Income (Non-GAAP)	\$79.0	\$108.1	\$102.4	\$75.2	\$61.3	\$50.8	\$44.1
Less: Intangible amortization <i>(after tax)</i>	2.9	2.7	2.5	2.0	0.3	0.4	0.4
Core Net Income Adjusted for Intangible Amortization (Non-GAAP)	\$81.9	\$110.8	\$104.9	\$77.2	\$61.6	\$51.2	\$44.5
Core Return on Average Tangible Common Equity	10.8%	15.3%	15.9%	12.8%	10.7%	9.2%	8.0%

FORWARD-LOOKING STATEMENTS

This presentation contains forward-looking statements about First Commonwealth's future plans, strategies and financial performance. These statements can be identified by the fact that they do not relate strictly to historical or current facts and often include words such as "believe," "expect," "anticipate," "intend," "plan," "estimate" or words of similar meaning, or future or conditional verbs such as "will," "would," "should," "could" or "may." Such statements are based on assumptions and involve risks and uncertainties, including uncertainties regarding the impact of the COVID-19 pandemic, many of which are beyond our control. Factors that could cause actual results, performance or achievements to differ from those discussed in the forward-looking statements include, but are not limited to:

- *The length and extent of the economic contraction as a result of the COVID-19 pandemic and the impact of such contraction;*
- *volatility and disruption in national and international financial markets;*
- *the effects of and changes in trade and monetary and fiscal policies and laws, including the interest rate policies of the Federal Reserve Board;*
- *inflation, interest rate, commodity price, securities market and monetary fluctuations;*
- *the effect of changes in laws and regulations (including laws and regulations concerning taxes, banking, securities and insurance) with which First Commonwealth must comply;*
- *the soundness of other financial institutions;*
- *political instability;*
- *impairment of First Commonwealth's goodwill or other intangible assets;*
- *acts of God or of war or terrorism;*
- *the timely development and acceptance of new products and services and perceived overall value of these products and services by users;*
- *changes in consumer spending, borrowings and savings habits;*
- *changes in the financial performance and/or condition of First Commonwealth's borrowers;*
- *technological changes;*
- *acquisitions and integration of acquired businesses;*
- *First Commonwealth's ability to attract and retain qualified employees;*
- *changes in the competitive environment in First Commonwealth's markets and among banking organizations and other financial service providers;*
- *the ability to increase market share and control expenses;*
- *the effect of changes in accounting policies and practices, as may be adopted by the regulatory agencies, as well as the Public Company Accounting Oversight Board, the Financial Accounting Standards Board and other accounting standard setters;*
- *the reliability of First Commonwealth's vendors, internal control systems or information systems;*
- *the costs and effects of legal and regulatory developments, the resolution of legal proceedings or regulatory or other governmental inquiries, the results of regulatory examinations or reviews and the ability to obtain required regulatory approvals; and*
- *other risks and uncertainties described in the reports that First Commonwealth files with the Securities and Exchange Commission, including its most recent Annual Report on Form 10-K.*

Further, statements about the potential effects of the COVID-19 pandemic on our business, financial condition, liquidity and results of operations may constitute forward-looking statements and are subject to the risk that the actual effects may differ, possibly materially, from what is reflected in those forward-looking statements due to factors and future developments that are uncertain, unpredictable and in many cases beyond our control, including the scope and duration of the pandemic, actions taken by governmental authorities in response to the pandemic, and the direct and indirect impact of the pandemic on our customers, clients, third parties and us.

Forward-looking statements speak only as of the date on which they are made. First Commonwealth undertakes no obligation to update any forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements are made.