2nd Quarter 2024

Investment Thesis

August 16, 2024



Executive Summary

Slides 5-15



Forward-Looking Statements

These materials contain certain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 (the "Act"), notwithstanding that such statements are not specifically identified as such. In addition, certain statements may be contained in our future filings with the Securities and Exchange Commission ("SEC"), in press releases, and in oral and written statements made by us that are not statements of historical fact and constitute forward-looking statements within the meaning of the Act. These statements include, but are not limited to, descriptions of Old National's financial condition, results of operations, asset and credit quality trends, profitability and business plans or opportunities. Forward-looking statements can be identified by the use of words such as "anticipate," "believe," "contemplate," "continue," "could," "estimate," "expect," "intend," "may," "outlook," "plan," "potential," "predict," "should," "would," and "will," and other words of similar meaning. These forward-looking statements express management's current expectations or forecasts of future events and, by their nature, are subject to risks and uncertainties. There are a number of factors that could cause actual results or outcomes to differ materially from those in such statements, including, but not limited to: competition; government legislation, regulations and policies; the ability of Old National to execute its business plan; unanticipated changes in our liquidity position, including but not limited to changes in our access to sources of liquidity and capital to address our liquidity needs: changes in economic conditions and economic and business uncertainty which could materially impact credit quality trends and the ability to generate loans and gather deposits; inflation and governmental responses to inflation, including increasing interest rates; market, economic, operational, liquidity, credit, and interest rate risks associated with our business; our ability to successfully manage our credit risk and the sufficiency of our allowance for credit losses; the expected cost sayings, synergies and other financial benefits from the merger (the "Merger") between Old National and CapStar Financial Holdings, Inc. ("CapStar") not being realized within the expected time frames and costs or difficulties relating to integration matters being greater than expected; potential adverse reactions or changes to business or employee relationships, including those resulting from the completion of the Merger; the potential impact of future business combinations on our performance and financial condition, including our ability to successfully integrate the businesses and the success of revenue-generating and cost reduction initiatives; failure or circumvention of our internal controls; operational risks or risk management failures by us or critical third parties, including without limitation with respect to data processing, information systems, cybersecurity, technological changes, vendor issues, business interruption, and fraud risks; significant changes in accounting, tax or regulatory practices or requirements; new legal obligations or liabilities; disruptive technologies in payment systems and other services traditionally provided by banks; failure or disruption of our information systems; computer hacking and other cybersecurity threats; the effects of climate change on Old National and its customers, borrowers, or service providers; political and economic uncertainty and instability; the impacts of pandemics, epidemics and other infectious disease outbreaks; other matters discussed in these materials; and other factors identified in our Annual Report on Form 10-K for the year ended December 31, 2023 and other filings with the SEC. These forward-looking statements are made only as of the date of these materials and are not guarantees of future results, performance or outcomes, and Old National does not undertake an obligation to update these forward-looking statements to reflect events or conditions after the date of these materials.

Non-GAAP Financial Measures

The Company's accounting and reporting policies conform to U.S. generally accepted accounting principles ("GAAP") and general practices within the banking industry. As a supplement to GAAP, the Company provides non-GAAP performance results, which the Company believes are useful because they assist investors in assessing the Company's operating performance. Where non-GAAP financial measures are used, the comparable GAAP financial measure, as well as the reconciliation to the comparable GAAP financial measure, can be found in the appendix to this financial review.

The Company presents EPS, the efficiency ratio, return on average common equity, return on average tangible common equity, and net income applicable to common shares, all adjusted for certain notable items. These items include merger-related charges associated with completed and pending acquisitions, current expected credit loss ("CECL") Day 1 non-PCD provision expense, debt securities gains/losses, distribution of excess pension assets expense, FDIC special assessment expense, gain on sale of Visa Class B restricted shares, contract termination charges, expenses related to the tragic April 10, 2023 event at our downtown Louisville location ("Louisville expenses"), and property optimization charges. Management believes excluding these items from EPS, the efficiency ratio, return on average common equity, and return on average tangible common equity may be useful in assessing the Company's underlying operational performance since these items do not pertain to its core business operations and their exclusion may facilitate better comparability between periods. Management believes that excluding merger-related charges from these metrics may be useful to the Company, as well as analysts and investors, since these expenses can vary significantly based on the size, type, and structure of each acquisition. Additionally, management believes excluding these items from these metrics may enhance comparability for peer comparison purposes.

The Company presents adjusted noninterest expense, which excludes merger-related charges, distribution of excess pension assets expense, FDIC special assessment expense, contract termination charges, Louisville expenses, property optimization charges, as well as adjusted noninterest income, which excludes debt securities gains/ losses and the gain on sale of Visa Class B restricted shares and . Management believes that excluding these items from noninterest expense and noninterest income may be useful in assessing the Company's underlying operational performance as these items either do not pertain to its core business operations or their exclusion may facilitate better comparability between periods and for peer comparison purposes.

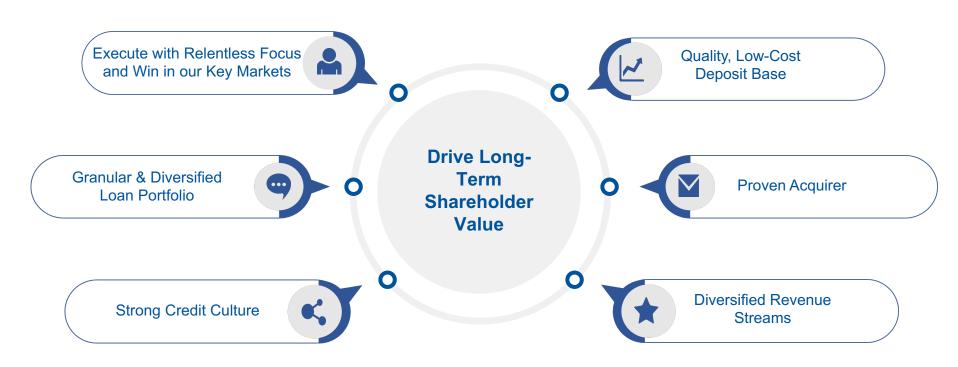
The tax-equivalent adjustment to net interest income and net interest margin recognizes the income tax savings when comparing taxable and tax-exempt assets. Interest income and yields on tax-exempt securities and loans are presented using the current federal income tax rate of 21%. Management believes that it is standard practice in the banking industry to present net interest income and net interest margin on a fully tax-equivalent basis and that it may enhance comparability for peer comparison purposes.

In management's view, tangible common equity measures are capital adequacy metrics that may be meaningful to the Company, as well as analysts and investors, in assessing the Company's use of equity and in facilitating comparisons with peers. These non-GAAP measures are valuable indicators of a financial institution's capital strength since they eliminate intangible assets from stockholders' equity and retain the effect of accumulated other comprehensive loss in stockholders' equity.

Although intended to enhance investors' understanding of the Company's business and performance, these non-GAAP financial measures should not be considered an alternative to GAAP. In addition, these non-GAAP financial measures may differ from those used by other financial institutions to assess their business and performance. See the following reconciliations in the "Non-GAAP Reconciliations" section for details on the calculation of these measures to the extent presented herein.

Corporate Strategy

Old National's primary strategic objective is to be a top quartile performing "basic bank" that is a primary, trusted partner to our clients in the communities we serve, and a highly respected, highly valued employer that continually empowers our team members to grow, develop and succeed.



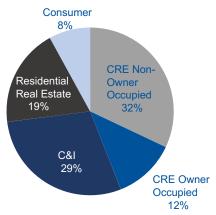
Snapshot of Old National

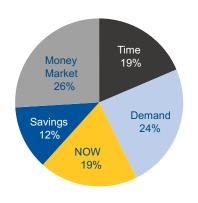
Summary¹

Headquarters	Evansville, IN
Market Cap	\$5,882
P/ TBV	167%
Dividend Yield	3.0%
LTM Average Daily Volume (Actual)	2,036,765
Total Assets	\$53,120
Wealth Assets Under Management	\$30,368

Loan Mix²

Deposit Mix





Company Description

- 6th largest commercial bank headquartered in Midwest - top 30 banking company based in the U.S. by assets
 - 280 branches and 351 ATMs

Key Financial Metrics

Cost of Total Deposits	216 bps
Cycle to Date Total Deposit Beta	41%
Insured Deposits to Total Deposits ³	>70%
Loan-to-Deposit Ratio ²	91%
Price / Tangible Book Value	\$11.05
Efficiency Ratio As Reported/ Adjusted ⁴	57.2% / 52.6%
Net Charge-Offs / Average Loans, excluding PCD	0.11%
30-89 Day Delinquent Loans	0.14%
Non-Performing Loans / Total Loans	0.94%
Tangible Common Equity to Tangible Assets	6.9%
ROATCE As Reported / Adjusted ⁴	14.1% / 17.2%

\$ in millions, except as noted; Financial data as of or for the quarter ended 6/30/2024, except as noted \(^1\) Market data as of 8/15/2024 \(^2\) Includes loans held for sale \(^3\) Includes the estimate of Old National Bank federally uninsured deposits for regulatory purposes, as adjusted for \$1.9 billion of affiliate deposits and \$4.8 billion of collateralized or otherwise insured deposits. \(^4\) Non-GAAP financial measures that management believes is useful in evaluating the financial results of the Company - see Appendix for Non-GAAP reconciliation P / TBV - price to tangible book value \(^2\) PCD - purchased credit deteriorated \(^2\) ROATCE - return on average tangible common equity LTM - last twelve months

The Best of Offense and Defense

OFFENSE

DEFENSE



Top quartile 2Q2024 financial metrics

- 17.2% Adj. ROATCE¹
- 52.6% Adj. Efficiency. Ratio¹



Ample liquidity and capital

- >70% of insured deposits to total deposits²
- 91% loan-to-deposit ratio³
- 10.73% CET1 capital to RWA
- TBV¹ up 10% YoY



Quality, peer-leading deposit franchise

- Growth in total deposits of 2.4% annualized, excluding CapStar
- Low total deposit costs of 216 bps
- Cycle-to-date total deposit beta of 41%
- 76% of core deposits have tenure >5 years
- YOY growth in total deposits of 10%



Strong credit culture

- Well-reserved 100% weighted Moody's S3 scenario
- \$392 million allowance for credit losses, or 1.08% of total loans, includes ~4% reserve on PCD loans
- Additionally, \$190 million of discount on acquired loans
- Granular and diversified loan portfolio
- Low net charge-offs of 11 bps, excluding PCD loans



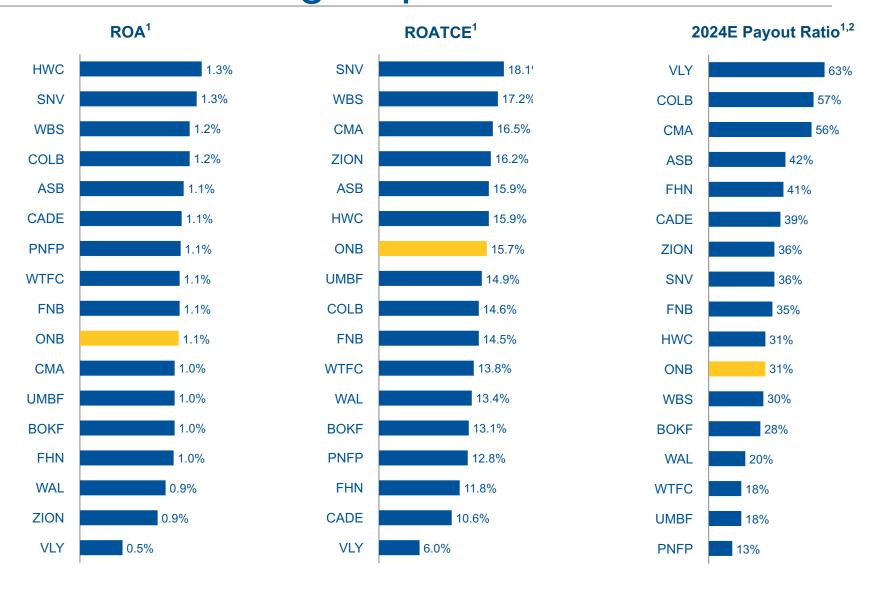
Low-Risk Balance Sheet Relative to Peers



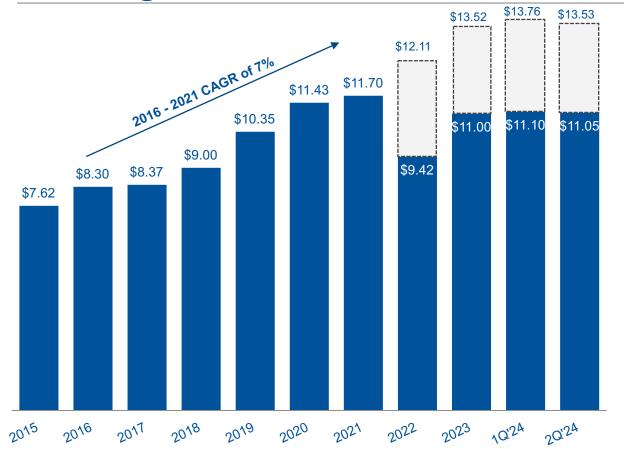
3 and 15-Year Cumulative NCOs / Avg. Loans²



ONB is Building Capital Faster than Peers



Strong TBV Per Share Growth Glidepath





	TBV Per Share CAGR (%) ex. AOCl ²		
l .	Old National KRX		
3-Year	9.0%	8.9%	
	(3.8)% Incl. AOCI	1.3% Incl. AOCI	
5-Year	7.0%	7.0%	
	2.2% Incl. AOCI	3.5% Incl. AOCI	
7-Year	6.3%	7.0%	
	2.3% Incl. AOCI	3.7% Incl. AOCI	

ONB has Dramatically Enhanced Franchise Value



Partnership with CapStar Financial Holdings, Inc.

Expanding Nashville Presence; Positioned for Growth in Highly Attractive Markets

Leverage ONB Capabilities in Growth Markets

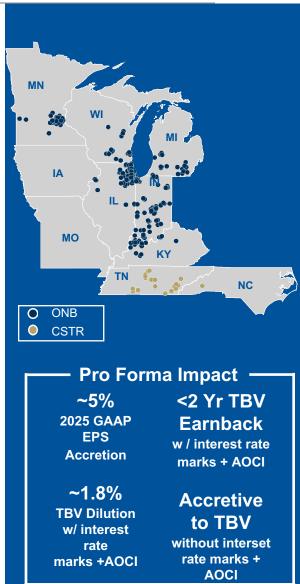
- √ CapStar is a dynamic \$3 billion asset bank with top 10 deposit market share in Nashville
- √ Meaningful expansion in growth markets
- ✓ ONB brings a larger balance sheet with greater capabilities and larger products suite to CapStar's clients
- ✓ ONB's deposit strength with growth opportunities and the ability to scale and expand throughout CapStar's current markets of operation

Financially Compelling

- ✓ Attractive financial metrics and disciplined pricing
 - 106% of tangible book value & 6.2x 2024E EPS with cost savings¹
 - ~5% accretion to 2025 consensus GAAP EPS
 - ~1.8% TBV dilution at closing with an earnback < 2 years
 - Expected to be approximately neutral to pro forma capital at closing (~11% CET1 at closing)

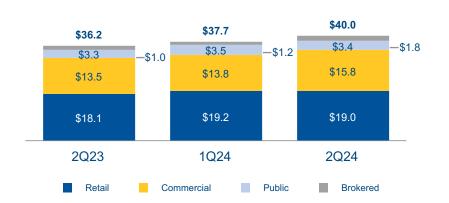
Low Risk

- ✓ Highly compatible, relationship-based business philosophies & operating culture
- ✓ Similar credit underwriting culture
- √ CapStar cumulative NCOs since 2009 of < 3% vs U.S. Commercial Banks of ~13%²
 </p>
- ✓ Retention of key market personnel
- ✓ ONB track record of successful partnerships and integrations

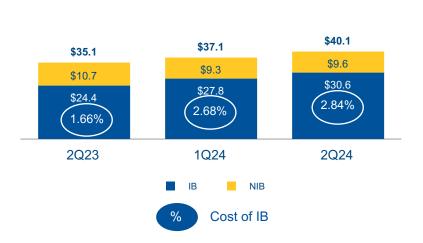


Peer-Leading Deposit Franchise

Period End Total Deposits



Average Total Deposits



Key Performance Drivers

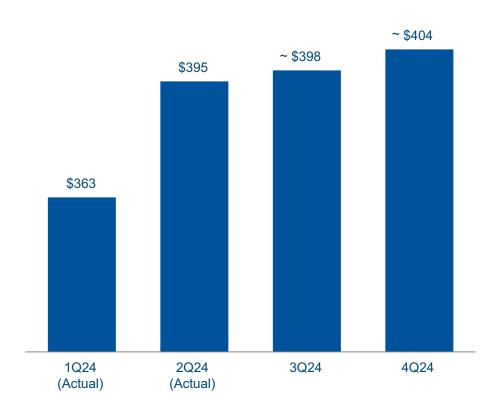
- Period end deposits up \$2.3 billion, \$2.1 billion
 EOP acquired in the CapStar transaction
 - Excluding CapStar, up 2.4% annualized
 - Seasonal outflows in commercial and retail deposits, offset by public fund and brokered deposit increases
- Total deposit growth of 10.4% YoY
- Noninterest-bearing deposits represent 24% of core deposits
- Cycle-to-date total deposit beta (2Q22-2Q24) of 41% (IB deposit beta of 53%)

Total Average Cost of Deposits



Net Interest Income Outlook

Quarterly NII Outlook



Managing to Neutral Rate Risk Position

- 53% of loans are variable/floating-rate
- ~\$4.9 billion fixed-rate loans and securities expected to reprice over NTM
- 31% of total deposits are exception priced at an average rate of 4.27%
- \$6.8 billion of time deposits mature over NTM
- \$2.9 billion of balance sheet hedges providing down-rate protection

2024 Net Interest Income Outlook Assumptions

- Fed cuts rates two times in 2H24 (September, December - 25bps each)
 - Neutral balance sheet position provides NII stability if more or less rate cuts occur
- 5-year Treasury at ~4.15%
- Total deposit beta peak at ~41%; declining rate total deposit beta of ~30% by 4Q24
- NIB mix declines to ~22% by 4Q24

Outlook

	3Q24 Outlook	Full-Year 2024 Outlook
EOP loans (Including HFS)	up 5% - 7%, annualized	up 5% - 7%, excl. CapStar
Net interest income (FTE basis) ¹	~\$398 million	~\$1,560 million
Noninterest income ¹	~\$85 million	~\$335 million
Noninterest expense ¹	~\$260 million	~\$1,025 million
Net charge-off ratio	~0.20% - 0.25%	~0.15% - 0.20%
Provision for credit losses	~\$20 - ~\$25 million	~\$80 - \$90 million (excl. CapStar day 1 non-PCD double count)
Income Tax Rates		
GAAP	~22%	~22%
Adjusted FTE	~25%	~25%

Financial Details

Data as of June 30, 2024



Key Second-Quarter 2024 Takeaways



Successfully executed organic growth strategy by leveraging position of strength and investing in new markets and talent. Strategy supported by strong deposit franchise and ample capital.



Expansion of net interest income dollars driven by accelerating loan growth, improving asset yields and lower cost deposit base.



Significant focus on the acceleration of wealth management, treasury management, and capital markets led to increased fee revenue.



Strong credit performance achieved through client selection and disciplined portfolio management.



Strong expense discipline led to positive operating leverage.

Strong Second-Quarter 2024 Highlights

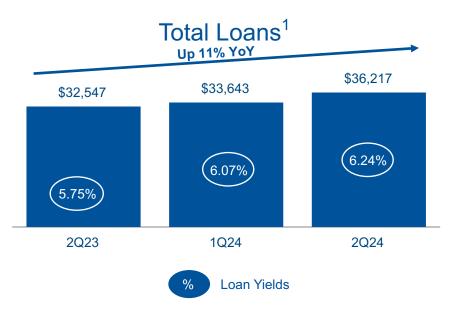
	Reported	Adjusted ¹
EPS	\$0.37	\$0.46
Net Income	\$117	\$144
Return on Average Assets	0.92%	1.12%
Return on Average TCE ¹	14.1%	17.2%
Efficiency Ratio ¹	57.2%	52.6%
Tangible common book value ¹	\$11.05	
Total Deposit Growth, excluding CapStar (annualized)	2.4%	
Total Cost of Deposits	216 bps	
Total Loan ² Growth, excluding CapStar (annualized)	5.9%	

- Completed CapStar acquisition April 1, 2024, strengthening our presence in Nashville and other high-growth markets
- Granular, peer-leading deposit franchise with total deposits up \$2.3 billion and low total deposit costs of 216 bps
- Total loans² up \$2.6 billion due to CapStar and disciplined loan growth
- Net interest income and margin performance higher than expectations
- Includes pre-tax charges of \$19 million of merger-related expenses and \$15 million of CECL Day 1 non-PCD provision expense³
- NCOs of 16 bps; 11 bps excluding PCD loans
- TBV¹ up 10% YoY

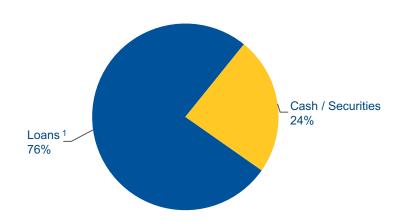
Liquid, Well-Capitalized Balance Sheet

			% Ch	nange
2Q24	1Q24	2Q23	2Q24 vs. 1Q24	2Q24 vs. 2Q23
\$7,105	\$6,792	\$6,501	5%	9%
\$2,986	\$3,001	\$3,055	—%	(2)%
\$36,217	\$33,643	\$32,547	8%	(11%)
\$53,120	\$49,535	\$48,497	7%	10%
\$39,999	\$37,699	\$36,231	6%	(10%)
\$6,085	\$5,331	\$6,034	14%	1%
\$47,045	\$43,940	\$43,205	7%	9%
\$6,075	\$5,595	\$5,292	9%	15%
10.73%	10.76%	10.14%	—%	6%
\$(791)	\$(780)	\$(809)	(1)%	2%
\$11.05	\$11.10	\$10.03	—%	(10%)
\$13.53	\$13.76	\$12.80	(2)%	6%
91%	89%	90%	2%	1%
	\$7,105 \$2,986 \$36,217 \$53,120 \$39,999 \$6,085 \$47,045 \$6,075 10.73% \$(791) \$11.05 \$13.53	\$7,105 \$6,792 \$2,986 \$3,001 \$36,217 \$33,643 \$53,120 \$49,535 \$39,999 \$37,699 \$6,085 \$5,331 \$47,045 \$43,940 \$6,075 \$5,595 10.73% 10.76% \$(791) \$(780) \$11.05 \$11.10 \$13.53 \$13.76	\$7,105 \$6,792 \$6,501 \$2,986 \$3,001 \$3,055 \$36,217 \$33,643 \$32,547 \$53,120 \$49,535 \$48,497 \$39,999 \$37,699 \$36,231 \$6,085 \$5,331 \$6,034 \$47,045 \$43,940 \$43,205 \$6,075 \$5,595 \$5,292 10.73% 10.76% 10.14% \$(791) \$(780) \$(809) \$11.05 \$11.10 \$10.03 \$13.53 \$13.76 \$12.80	2Q24 1Q24 2Q23 2Q24 vs. 1Q24 \$7,105 \$6,792 \$6,501 5% \$2,986 \$3,001 \$3,055 —% \$36,217 \$33,643 \$32,547 8% \$53,120 \$49,535 \$48,497 7% \$39,999 \$37,699 \$36,231 6% \$6,085 \$5,331 \$6,034 14% \$47,045 \$43,940 \$43,205 7% \$6,075 \$5,595 \$5,292 9% 10.73% 10.76% 10.14% —% \$(791) \$(780) \$(809) (1)% \$11.05 \$11.10 \$10.03 —% \$13.53 \$13.76 \$12.80 (2)%

Total Loans and Earning Assets



Earning Asset Mix



Total loans¹

- Disciplined growth of \$2.6 billion, \$2.1 billion EOP loans acquired in the CapStar transaction
 - Excluding CapStar, total loan growth of +5.9% annualized
 - Commercial growth of \$458 million, +7.5% annualized
 - \$1.5 billion total commercial production
 - 73% of commercial production is floating; avg yield of 7.9%
 - 27% of commercial production is fixed; avg yield of 7.0%
 - \$3.4 billion total commercial pipeline

Securities

- Duration² of 4.2, compared to 4.3 for 1Q24
- 2Q24 yield was 3.66%
 - New money yield of 5.87%
- Estimated NTM cash flows³ of ~\$1.3 billion
- High-quality portfolio
 - 77% U.S. treasuries and agency-backed securities
 - 16% highly-rated municipal securities
 - 7% corporate and other
 - All CMBSs are agency-backed

Second-Quarter 2024 Results

					% Change	
	2Q24	1Q24	2Q23	2Q24 vs. 1Q24	2Q24 vs. 2Q23	
Net Interest Income (FTE) ^{1,2}	\$395	\$363	\$388	9%	2%	
Provision for credit losses - Current Expected Credit Losses ("CECL") Day 1 non-PCD provision expense ³	15	_	_	N/M	N/M	
Provision for credit losses - excluding CECL Day 1 non-PCD provision expense	21	19	15	11%	40%	
Provision for credit losses	\$36	\$19	\$15	89%	140%	
Adjusted noninterest income ¹	87	78	82	12%	6%	
Adjusted noninterest expense ¹	264	243	241	9%	10%	
Merger-related and other charges ⁴	19	19	6	—%	217%	
Income taxes (FTE) ^{1,2}	42	39	53	8%	(21%)	
Net income	\$121	\$120	\$155	1%	(22%)	
Preferred Dividends	4	4	4	—%	—%	
Net income applicable to common shares	\$117	\$116	\$151	1%	(23%)	
Net income applicable to common shares, adjusted ²	\$144	\$131	\$156	10%	(8%)	
NIM (FTE) ^{1,2}	3.33%	3.28%	3.60%	5 bps	(27) bps	
Earnings per diluted share	\$0.37	\$0.40	\$0.52	(8%)	(29%)	
Adjusted earnings per diluted share ¹	\$0.46	\$0.45	\$0.54	2%	(15%)	
Return on average assets	0.92%	0.98%	1.29%	(6) bps	(37) bps	
Adjusted return on average assets ¹	1.12%	1.10%	1.33%	2 bps	(21) bps	
Return on average tangible common equity ¹	14.1%	14.9%	21.4%	(80) bps	(730) bps	
Adjusted return on average tangible common equity ¹	17.2%	16.7%	22.1%	50 bps	(490) bps	

\$ in millions, except per-share data 1 Non-GAAP financial measures that management believes is useful in evaluating the financial results of the Company - see Appendix for Non-GAAP reconciliation ² Fully Taxable Equivalent Basis ³ Refers to the initial increase in allowance for credit losses required on acquired non-PCD loans through the provision for credit losses 4 Includes merger-related expenses, a contract termination charge, distribution of excess pension assets, FDIC special assessment charge, property optimization charges and expenses related to the tragic April 10, 2023 event at our downtown Louisville location N/M - not meaningful

Net Interest Income & Net Interest Margin¹





Impacts on Net Interest Margin



- Net interest income¹ increase reflective of the CapStar transaction, loan growth and higher asset yields
- NIM¹ increased 5 bps vs. 1Q24
- Strong low-cost deposit franchise; total deposit costs of 216 bps and 10.4% growth YoY
 - Cycle to date total deposit beta of 41% (IB deposit beta of 53%)
 - Loan to deposit ratio of 91%

Noninterest Income

	2Q24	1Q24	2Q23
Bank Fees	\$30	\$28	\$29
Wealth Fees	29	28	27
770010177 000			
Mortgage Fees	7	5	4
Capital Markets	5	3	6
Other	16	14	16
Adjusted Noninterest Income ¹	\$87	\$78	\$82

- · Increases in all line items; reflective of CapStar, growth in wealth, mortgage, and capital markets
 - Includes \$7 million of CapStar
- 2Q24 mortgage activity
 - Production was \$436 million²
 - 91% purchase / 9% refi
 - 60% sold in secondary market
 - Quarter-end pipeline at \$187 million

Noninterest Expense

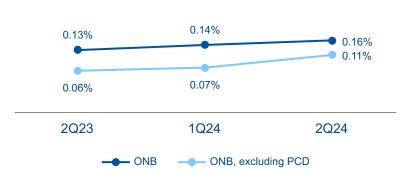
	2Q24	1Q24	2Q23
Salary & Employee Benefits	\$145	\$135	\$131
Occupancy & Equipment	35	36	34
Technology & Communication	28	24	24
Other	56	48	52
Adjusted Noninterest Expense ¹	\$264	\$243	\$241

- Higher primarily due to CapStar operating costs as well as technology and professional fees
 - Includes CapStar of \$18 million
- Additional \$2 million of intangibles amortization related to CapStar
- Adjusted efficiency ratio¹ of 52.6%

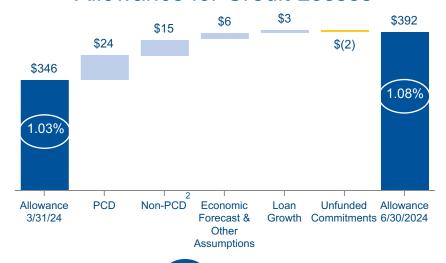
Credit Quality



Net Charge-Offs



Allowance for Credit Losses¹



Key ACL Model Inputs

loans

Key Performance Drivers

Unchanged 100% weighting toward Moody's S-3 Scenario

Net charge-offs of 11 bps excluding 5 bps impact of PCD

Purchase Accounting Impact⁴

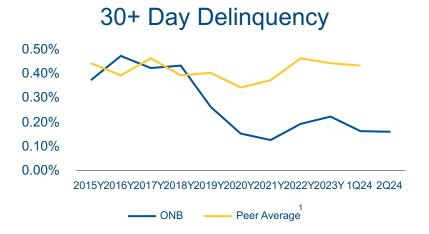
NPLs and 30+ Day delinquency stable

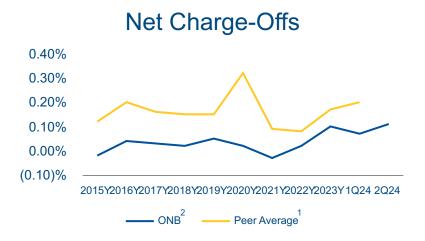
- \$190 million of discount remaining on acquired loans; \$119 million related to CapStar
- 4% of allowance on the remaining \$1.3 billion of PCD loans

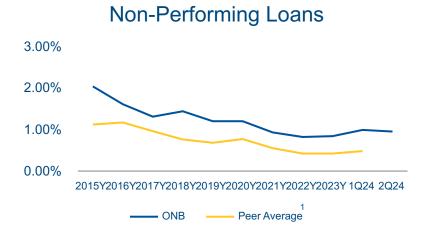


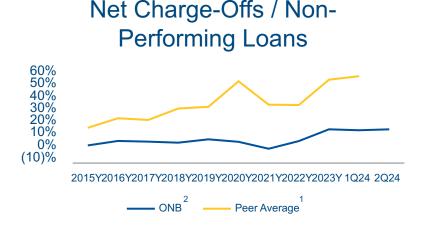
ACL / Total Loans³

Peer Credit Data









Conservative Lending Limit/Risk Grades

Borrower Asset Quality Rating (Risk Grades)	In-House Direct Lending Limit
0 - Investment Grade	\$100.0
1 - Minimal Grade	\$100.0
2 - Modest Grade	\$87.5
3 - Average Risk	\$75.0
4 - Monitor	\$60.0
5 - Weak Monitor	\$45.0
6 - Watch	\$25.0

Borrower Asset Quality Rating (Risk Grades)

7 - Criticized (Special Mention)

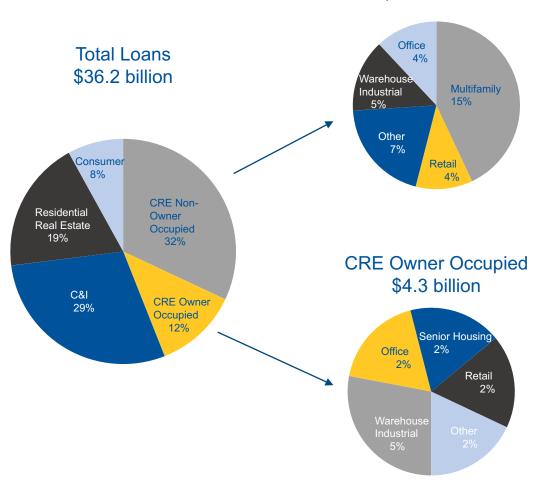
8 - Problem

9 - Nonaccrual

In-house lending limits conservative relative to ONB's legal lending limit¹ of \$733 million per borrower

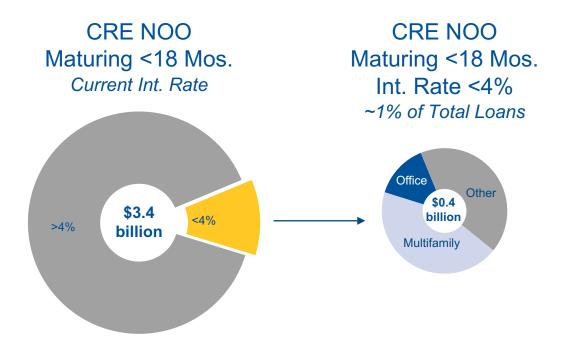
Diversified Loan Portfolio





Total Loans By State			
IL	\$8.6	23%	
IN	5.5	15%	
MN	4.0	11%	
WI	3.7	10%	
MI	2.9	8%	
TN	2.1	6%	
KY	1.7	5%	
FL	1.0	3%	
CA	0.7	2%	
TX	0.7	2%	
ОН	0.7	2%	
Other	4.6	13%	
Total	\$36.2	100%	

CRE Non-Owner Occupied Maturities



Maturing CRE NOO Loans

- Manageable volume of loans subject to refinance risk
 - Predominantly multifamily; continues to experience stronger demand and rents
 - ~1% of total loans that are CRE non-owner occupied mature within 18 months at <4% rate
 - Loans underwritten at +300 bps over current market rates

CRE Non Owner Occupied - Office

Our Lending Looks More Like This







- Total office portfolio of \$1.5 billion; average loans size is \$2.9 million
 - Largest exposure of ~\$50 million
- 95% located in bank's footprint, diversified by submarket
- 41% of portfolio is medical office ("MOB") and/or occupied by investment grade tenants
- CBD office exposure is moderate (14% of NOO Office) and primarily within footprint, across 12 cities
- Weighted averages
 - LTV of ~64%
 - DSC of ~1.49x

CRE Non Owner Occupied - Multifamily

Our Lending Looks More Like This





...Less Like This



- Total multifamily portfolio of \$5.5 billion; average loans size is \$5.1 million
 - Largest exposure of ~\$60 million
- 86% located in bank's footprint
- Continued strong demand and rental rates in core markets (IL, MN, WI)
- Multifamily remains dominant and stable CRE asset class with no exposure to rent controlled properties
- Weighted averages
 - LTV of ~60%
 - DSC of ~1.23x

Strong Capital Position

	2Q24	1Q24	2Q23
CET1 capital to RWA	10.73%	10.76%	10.14%
Tier 1 capital to RWA	11.33%	11.40%	10.79%
Total capital to RWA	12.71%	12.74%	12.14%
TCE to tangible assets ¹	6.94%	6.86%	6.33%
TCE to tangible assets, excl. AOCI & unrealized			
excl. AOCI & unrealized losses on AFS securities ¹	8.34%	8.35%	7.91%
Tangible common book value ¹	\$11.05	\$11.10	\$10.03
Tangible common book value, excluding AOCI ¹	\$13.53	\$13.76	\$12.80
- Value, excluding AOOI	Ψ13.33	ψ13.70	Ψ12.00

- Strong retained earnings more than offset by the impact of the CapStar transaction and loan growth
- HTM securities pre-tax unrealized losses of \$474 million (~\$355 million net of tax)
- No shares of common stock repurchased during 2Q24
- Strong capital position validated by internal stress testing
- Expect AOCI to recover² ~11% by 4Q24; ~30% by 4Q25
- TBV¹ up 10% YoY

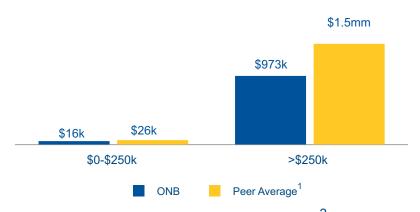
¹ Non-GAAP financial measure that management believes is useful in evaluating the financial results of the Company - see Appendix for Non-GAAP reconciliation ² Based on implied forward curve at 06/30/2024

Appendix



Granular, Long-Tenured Deposit Base

Average Core Account Balance³



76% >5 years Core Deposit Tenure 29% 24% 25% 15-25 years >25 years

Deposit Highlights

- Insured deposits^{2,3} >70% of total deposits
- · Granular low-cost deposit franchise
 - Top 20 deposit clients represents ~6% of total deposits; weighted average tenure > 30 years; ~70% collateralized or insured
 - 80% of accounts have balances <\$25k; average balance of ~\$4,500
 - · Exception and special pricing
 - ~31% of total deposits
 - Weighted average rate of 4.27%

Brokered Deposits/ Total Deposits



^{\$} in billions, unless otherwise stated As of 06/30/2024

Peer Group data per S&P Global Market Intelligence as of 03/31/2024 - See Appendix for definition of Peer Group

Includes the estimate of Old National Bank federally uninsured deposits for regulatory purposes, as adjusted for \$1.9 billion of affiliate deposits and \$4.8 billion of collateralized or otherwise insured deposits

Excludes acquired CapStar deposits k - thousand IB - interest-bearing mm - millions

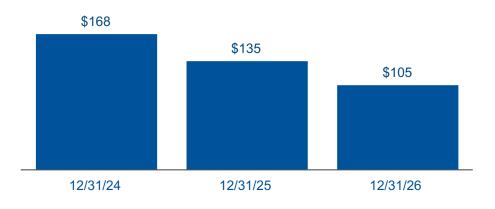
Projected Acquisition Accounting Impact



Accretion on acquired loans and borrowings

- \$12 million recognized in 2Q24
- \$26 million contractual for remainder of 2024

Projected Remaining Loan Discount¹



Discount on acquired loan portfolio

- \$190 million remaining as of 6/30/2024
 - \$119 million related to CapStar
 - \$55 million related to First Midwest

Commitment to Strong Corporate Governance

 Stock ownership guidelines have been established for executive officers as follows:

Position or Salary	Target Ownership Guidelines
Chief Executive Officer	5X salary in stock or 200,000 shares
Chief Operating Officer	4X salary in stock or 100,000 shares
Salary equal to or greater than \$250,000	3X salary in stock or 50,000 shares

 As indicated in Old National's Proxy Statement filed April 5, 2024, each named executive officer has met their stock ownership requirement

Commitment to Excellence























CEO ACT!ON FOR **DIVERSITY & INCLUSION**



Commitment to Corporate Social Responsibility

Old National's 2023 Environmental, Social and Governance ("ESG") Report showcases our commitment to:

- Strong risk management and corporate governance principles
- Putting our clients at the center of all we do
- Investing in our team members
- Diversity, equity and inclusion
- Strengthening our communities
- Sustainability



To view ONB's ESG Report and Sustainability Accounting Standards Board ("SASB") Index, go to oldnational.com/esg

ESG At A Glance - 2023



STRENGTHENING AND SUPPORTING OUR COMMUNITIES

In Community Reinvestment Act (CRA)-eligible community development loans that supported affordable housing, economic development, community services for low- and moderate-income people, and revitalization/stabilization of low- and moderate-income communities

\$3.3 million

In Affordable Housing Program (AHP) grants through the federal home loan bank

S11.8

MILLION

In total grants and

sponsorships benefiting

more than 2,000

organizations

95%

of Foundation grants awarded

to CRA-eligible initiatives

of Foundation grants in support of underrepresented

populations

Since 2015, ONB Community Equity has provided

\$334 million

In equity funding to disadvantaged businesses and communities, and supported projects with a total cost of

\$1.5 billion

57,369

volunteer hours

(valued at \$1.8 million1) and more than

1.1 MILLION

since 2005

\$19.1 MILLION

spent with diverse suppliers

\$779,417

total team member and corporate contribution to the United Way



47%

Corporate Board diversity (women + people of color)

50%

Executive Leader diversity (women + people of color)

67%

of all Old National team members were women

25%

Total workforce racial/ethnic diversity

100%

score on the Disability Equality Index Best Places to Work



CORPORATE GOVERNANCE

100%

of our team members completed risk-based compliance training as well as training related to our Code of Business Conduct and Ethics

Comprehensive Risk Appetite Statement

50% Gender/Ethnic Diversity on Executive Leadership Team

Independent Chief Audit Executive/Ethics Officer

ONB

NASDAQ Ticker Symbol

'Value of volunteer time based on figure of \$31.80 as established by the Independent Sector.

²Excludes Love for Louisville grants.

2023 Executive Compensation

Tied to long-term shareholder value

Short-Term Incentive Compensation

Performance Measure	Weight
Adjusted EPS	100%

Pre-determined formulaic modifiers for relative deposit cost and deposit growth versus banks in the KRX Index

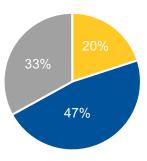
Long-Term Equity Compensation

Performance Measure	Weight
Performance-based (50% TSR & 50% ROATCE)	
CEO	60%
All other NEO's	50%
Service-based	
CEO	40%
All other NEO's	50%

Board of Directors and Corporate Governance

Tenure¹





	93%	Independent	47%	Racial minority and gender diversity
\	80%	Other public company experience	Lead Independent Director	Since 2016, Rebecca Skillman has served as Lead Independent Director
	Annual Election	Elected each year for one-year term	Stock Ownership	Robust ownership guidelines
	Director Education	Comprehensive director education throughout the year	Self-assessment	Annual board and committee assessments

Diversity in backgrounds, education, professional experiences, gender, minority status and perspectives

Barbara A. Boigegrain

Former CEO of Wespath Benefits and Investments Formerly with Towers Perrin (merged to form Willis Towers Watson, NASDAQ)

Daniel S. Hermann

Founding Partner of Lechwe Holdings, LLC Founder of AmeriQual Group, LLC

James C. Ryan, III

Chairman and CEO of Old National Bancorp

Derrick J. Stewart

Executive Vice President and COO of the YMCA Retirement Fund Former President and CEO of YMCA of Greater Indianapolis

Thomas L. Brown

Former Senior Vice President/CFO of RLI Corp. (NYSE) and Partner of PricewaterhouseCoopers LLP

Ryan C. Kitchell

Chairman of the Indiana Governor's Workforce Cabinet Former EVP & CFO of Indiana University Health

Thomas E. Salmon

Former Chairman and CEO of Berry Global Group, Inc. (NYSE)

Stephen C. Van Arsdell

Former Senior Partner, Chairman & CEO of Deloitte & Touche LLP

Kathryn J. Hayley

Former Executive Vice President of United Healthcare (NYSE) CEO of Aon Consulting Worldwide and Aon Hewitt Consulting Americas, and Partner of Deloitte Consulting LLP

Austin M. Ramirez

President and CEO of HUSCO International Formerly with McKinsey & Company

Rebecca S. Skillman

Lead Independent Director
Former Chairperson of
Radius Indiana
Former Lieutenant Governor
of the State of Indiana

Katherine E. White

Brigadier General, U.S. Army National Guard Professor of Law, Wayne State University Law School

Peter J. Henseler

Chairman of TOMY
International
Formerly with RC2 Corporation
(NASDAQ), McDonald's
Corporation and Hasbro, Inc.

Ellen A. Rudnick

Senior Advisor, University of Chicago Booth School of Business Former Vice President of Baxter International, Inc. (NYSE)

Michael J. Small

Chairman of Kognitive Networks, Inc. Former President and CEO, Gogo, Inc. (NASDAQ)

OLD NATIONAL BANCORP 41

	2Q24	1Q24	2Q23
Net interest income	\$388.4	\$356.5	\$382.2
FTE Adjustment	6.3	6.3	5.8
Net interest income (FTE)	\$394.8	\$362.8	\$388.0
Add: Fee income	87.3	77.5	81.6
Total revenue (FTE)	\$482.1	\$440.3	\$469.6
Less: Provision for credit losses	(36.2)	(18.9)	(14.8)
Less: Noninterest expense	(283.0)	(262.3)	(246.6)
Income before income taxes	\$162.9	\$159.1	\$208.2
Less: Income taxes (FTE)	41.6	38.7	53.2
Net income	\$121.3	\$120.4	\$155.0
Less: Preferred dividends	(4.1)	(4.0)	(4.0)
Net income applicable to common shares	\$117.2	\$116.4	\$151.0
Earnings Per Share	\$0.37	\$0.40	\$0.52
Adjustments:			
Merger-related charges	\$19.4	\$2.9	\$2.4
CECL Day 1 non-PCD provision	15.3	0.0	0.0
Distribution of excess pension assets	0.0	13.3	0.0
FDIC Special Assessment	0.0	3.0	0.0
Debt securities losses	0.0	0.0	0.0
Property optimization charges	0.0	0.0	0.2
Louisville expenses ¹	0.0	0.0	3.4
Total adjustments	34.7	19.2	6.0
Less: Tax effect on net total adjustments ²	(7.9)	(4.7)	(0.7)
Total adjustments, net of tax	\$26.8	\$14.5	\$5.3
Net income applicable to common shares, adjusted	144.1	130.9	156.3
Adjusted Earnings Per Diluted Share	\$0.46	\$0.45	\$0.54

^{\$} in millions, except per share data 1 Includes expenses related to the tragic April 10, 2023 event at our downtown Louisville location ² Tax-effect calculations use management's estimate of the full year FTE tax rates (federal + state)

	2Q24	1Q24	2Q23
Noninterest income	\$87.3	\$77.5	\$81.6
Less: Debt securities losses	0.0	0.0	0.0
Adjusted noninterest income	\$87.3	\$77.5	\$81.6
Noninterest expense	\$283.0	\$262.3	\$246.6
Less: Merger-related charges	(19.4)	(2.9)	(2.4)
Less: Distribution of excess pension assets	0.0	(13.3)	0.0
Less: FDIC Special Assessment	0.0	(3.0)	0.0
Less: Louisville expenses ¹	0.0	0.0	(3.4)
Less: Property optimization charges	0.0	0.0	(0.2)
Adjusted noninterest expense	\$263.5	\$243.1	\$240.6

	2Q24	1Q24	2Q23
Noninterest Expense	\$283.0	\$262.3	\$246.6
Less: Intangible amortization	(7.4)	(5.5)	(6.1)
Noninterest expense, excluding intangible amortization	275.6	256.8	240.5
Adjustments:			
Less: Merger-related charges	(19.4)	(2.9)	(2.4)
Less: Distribution of excess pension assets	0.0	(13.3)	0.0
Less: FDIC Special Assessment	0.0	(3.0)	0.0
Less: Louisville expenses ¹	0.0	0.0	(3.4)
Less: Property optimization charges	0.0	0.0	(0.2)
Less: Amortization of tax credits investments	(2.7)	(2.7)	(2.8)
Adjusted noninterest expense for eff. ratio	\$253.5	\$234.9	\$231.7
Net interest income	\$388.5	\$356.4	\$382.2
Add: FTE adjustment	6.3	6.3	5.8
Net interest income (FTE)	\$394.8	\$362.7	\$388.0
Noninterest income	87.3	77.5	81.6
Total revenue (FTE)	\$482.1	\$440.2	\$469.6
Less: Debt securities losses	0.0	0.0	0.0
Adjusted total revenue	\$482.1	\$440.2	\$469.6
Efficiency Ratio	57.2%	58.3%	51.2%
Adjusted Efficiency Ratio	52.6%	53.4%	49.4%
Net interest income	\$388.5	\$356.4	\$382.2
FTE adjustment	6.3	6.3	5.8
Net interest income (FTE)	\$394.8	\$362.7	\$388.0
Average earnings assets	\$47,406.8	\$44,175.1	\$43,097.2
Net interest margin	3.28%	3.23%	3.55%
Net interest margin (FTE)	3.33%	3.28%	3.60%

	2Q24	1Q24	2Q23
Net income applicable to common shares	\$117.2	\$116.4	\$151.0
Add: Intangibles amortization, net of tax	5.6	4.1	4.5
Tangible net income applicable to common shares	\$122.8	\$120.5	\$155.5
Total adjustments, net of tax	\$26.8	\$14.5	\$5.3
Adjusted net income applicable to common shares, excluding intangibles amortization	\$149.6	\$135.0	\$160.8
Average GAAP shareholders' common equity	\$5,735.3	\$5,321.8	\$5,030.1
Less: Average goodwill and other intangible assets	(2,245.4)	(2,098.3)	(2,115.9)
Average tangible shareholders' common equity	\$3,489.9	\$3,223.5	\$2,914.2
Return on average tangible shareholders' common equity	14.1%	14.9%	21.4%
Adjusted return on average tangible common equity	17.2%	16.7%	22.1%
Net income	\$121.3	\$120.3	\$155.0
Total adjustments, net of tax	26.8	14.5	5.3
Adjusted Net Income	\$148.1	\$134.8	\$160.3
Average Assets	\$52,847.1	\$49,185.9	\$48,099.6
Return on average assets	0.92%	0.98%	1.29%
Adjusted return on average assets	1.12%	1.10%	1.33%

Tangible shareholders' common equity to tangible assets, excluding AOCI and unrealized losses on AFS securities	8.34%	8.35%	7.91%
Tangible shareholders' common equity to tangible assets	6.94%	6.86%	6.33%
Tangible assets, excluding unrealized losses on AFS securities	\$51,745.4	\$48,353.6	\$47,318.6
Less: unrealized losses on AFS securities	932.0	914.2	934.7
Tangible assets	50,813.4	47,439.4	46,383.9
Less: Goodwill and other intangible assets	(2,306.2)	(2,095.5)	(2,112.9)
Total assets	\$53,119.6	\$49,534.9	\$48,496.8
Tangible common book value, excluding AOCI	\$13.53	\$13.76	\$12.80
Tangible common book value	\$11.05	\$11.10	\$10.03
Common shares outstanding	319.0	293.3	292.6
Tangible shareholders' common equity, excl. AOCI	\$4,316.5	\$4,035.8	\$3,744.1
Less: AOCI	791.4	779.6	808.6
Tangible shareholders' common equity	3,525.1	3,256.2	2,935.5
Less: Goodwill and other intangible assets	(2,306.2)	(2,095.5)	(2,112.9)
Shareholders' common equity	5,831.3	5,351.7	5,048.4
Less: Preferred equity	(243.7)	(243.7)	(243.7)
Shareholders' equity	\$6,075.0	\$5,595.4	\$5,292.1
	2Q24	1Q24	2Q23

2024 Peer Group

Like-size, publicly-traded financial services companies, serving comparable demographics with comparable services as Old National Bancorp

Associated Banc-Corp	ASB
BOK Financial Corporation	BOKF
Cadence Bancorporation	CADE
Columbia Banking System, Inc.	COLB
Comerica Incorporated	CMA
F.N.B. Corporation	FNB
First Horizon Corporation	FHN
Hancock Whitney Corporation	HWC
Pinnacle Financial Partners, Inc.	PNFP
Synovus Financial	SNV
UMB Financial Corporation	UMBF
Valley National Bancorp	VLY
Webster Financial Corporation	WBS
Western Alliance Bancorporation	WAL
Wintrust Financial Corporation	WTFC
Zions Bancorporation	ZION

Old National Investor Relations Contact

Additional information can be found on the Investor Relations web pages at

www.oldnational.com

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