

ANALYST AND INVESTOR PRESENTATION Q3-2015 CONFERENCE CALL

Wednesday, August 26, 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⁾	Q3 15	Q2 15	Q3 14	QoQ	YoY
Net Income ⁽²⁾	444	411	427	8%	4%
Diluted EPS	\$1.25	\$1.15	\$1.20	9%	4%
Provision for Credit Losses	56	57	49	(2%)	14%
Return on Equity	18.4%	17.9%	19.4%		
Common Equity Tier 1 Ratio Under Basel III	9.5%	9.5%	9.1%		
Leverage ratio	3.6%	3.7%			
Liquidity coverage ratio	128.0%	121.8%			
Dividend Payout ⁽³⁾	42.3%	41.9%	41.9%		

- ☐ Record net income, up 4%
- (1) Excluding specified items (see Appendix 1, page 25)
 (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%



FINANCIAL REVIEW

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



PERFORMANCE SNAPSHOT - Q3 2015

(millions of dollars)

ADJUSTED ⁽¹⁾	Q3 15	Q2 15	Q3 14	QoQ	YoY
Revenues ⁽²⁾	1,553	1,497	1,484	4%	5%
Expenses	900	879	866	2%	4%
Net Income	444	411	427	8%	4%
Diluted EPS	\$1.25	\$1.15	\$1.20	9%	4%
ROE	18.4%	17.9%	19.4%		

Adjusted	revenues	up	5%,	YoY
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- □ Diluted EPS up 4% from Q3 2014
- □ Positive operating leverage

REPORTED	Q3 15	Q2 15	Q3 14	QoQ	YoY
Specified Items	9	(7)	14		
Net Income	453	404	441	12%	3%
Diluted EPS	\$1.28	\$1.13	\$1.24	13%	3%
ROE	18.8%	17.6%	20.1%		

- (1) Excluding specified items (see Appendix 1, page 25)
- (2) Taxable equivalent basis

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PERFORMANCE SNAPSHOT - YTD 2015

(millions of dollars)

ADJUSTED (1)	9M 15	9M 14	YoY
Revenues	4,509	4,198	7%
Expenses	2,636	2,462	7%
Net Income	1,265	1,186	7%
Diluted EPS	\$3.54	\$3.34	6%
ROE	17.9%	18.8%	

REPORTED	9M 15	9M 14	YoY
Specified Items	7	22	
Net Income	1,272	1,208	5%
Diluted EPS	\$3.56	\$3.41	4%
ROE	18.1%	19.1%	

- (1) Excluding specified items (see Appendix 1, page 25)
- (2) Taxable equivalent basis

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- ☐ Adjusted revenues up 7%, YoY
- □ Diluted EPS up 6%, YoY
- □ Slightly positive operating leverage

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INCOME STATEMENT OVERVIEW — Q3 2015 (Excluding specified items)

(millions of dollars)	Q3 15	Q2 15	Q3 14	QoQ	YoY
Revenues ⁽¹⁾	1,553	1,497	1,484	4%	5%
P&C Banking	728	680	696	7%	5%
Wealth Management	347	359	335	(3%)	4%
Financial Markets	470	428	445	10%	6%
Other Segment	8	30	8		
Net Income	444	411	427	8%	4%
P&C Banking	197	166	186	19%	6%
Wealth Management	84	84	76	-	11%
Financial Markets	202	176	187	15%	8%

(39)

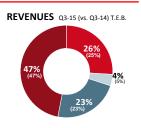
(15)

(22)

(1) Taxable equivalent basis

Other Segment

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NET INCOME Q3-15 (vs. Q3-14) T.E.B.



Personal and Commercial Banking
Financial Markets (excluding Credigy)

Credigy
Wealth Management

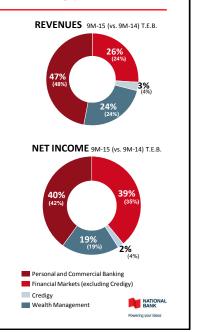
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INCOME STATEMENT OVERVIEW — YTD 2015 (Excluding specified items)

(millions of dollars)	9M 15	9M 14	YoY
Revenues ⁽¹⁾	4,509	4,198	7%
P&C Banking	2,099	1,999	5%
Wealth Management	1,051	991	6%
Financial Markets	1,316	1,147	15%
Other Segment	43	61	
Net Income	1,265	1,186	7%
P&C Banking	538	509	6%
Wealth Management	251	230	9%
Financial Markets	556	460	21%
Other Segment	(80)	(13)	



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NON INTEREST EXPENSES (Excluding specified items)

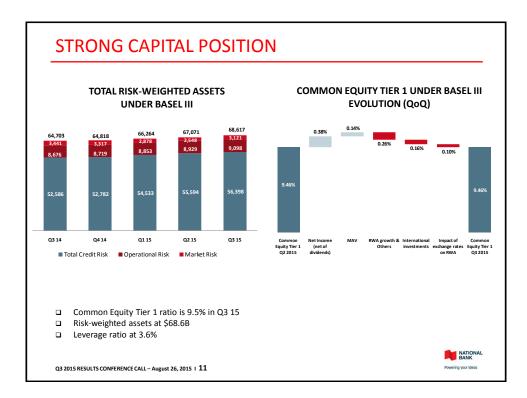
(millions of dollars)	Q3 15	Q2 15	Q3 14	QoQ	YoY	9M 15	9M 14	YoY
Salaries and Staff Benefits	554	535	545	4%	2%	1,634	1,526	7%
Technology and Professional Fees	181	175	168	4%	8%	529	484	9%
Other Expenses	165	169	153	(3%)	8%	473	452	5%
Non Interest Expense	900	879	866	2%	4%	2,636	2,462	7%

S8.4% 58.4% 58.7% 58.7% 58.0% 58.0% 58.0%

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- Higher expenses resulting from technology investments, regulatory costs and variable compensation
- □ YTD 2015 efficiency ratio: 58.46% (58.65% YTD 2014)





RISK MANAGEMENT

William Bonnell Executive Vice-President, Risk Management



LOAN PORTFOLIO OVERVIEW

(billions of dollars)	Q3 15	% of Total
Retail mortgages & HELOC	53.2	47%
Secured by non real estate	4.8	4%
Credit cards	1.9	2%
Other retail	6.7	6%
Total Retail	66.6	59%

(billions of dollars)	Q3 15	% of Total
Real Estate	7.8	7%
Retail & Wholesale Trade	5.0	5%
Agriculture	4.2	4%
Manufacturing	3.9	3%
Mining and Oil & Gas	3.8	3%
Education & Health Care	2.7	2%
Other ⁽¹⁾	19.4	17%
Total Wholesale	46.8	41%
Total Gross Loans and Acceptances	113.4	100%

☐ The loan portfolio is well diversified across industrial sectors

Mining and Oil & Gas (billions of dollars)	Q3 15	% of total
Mining	0.6	0.5%
O&G Corporate	0.8	0.7%
O&G Commercial	2.3	2.1%
O&G Services	0.1	0.1%
Other	0.0	0.0%
Total	3.8	3.4%

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

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REGIONAL DISTRIBUTION OF CANADIAN LOANS

As at July 31, 2015

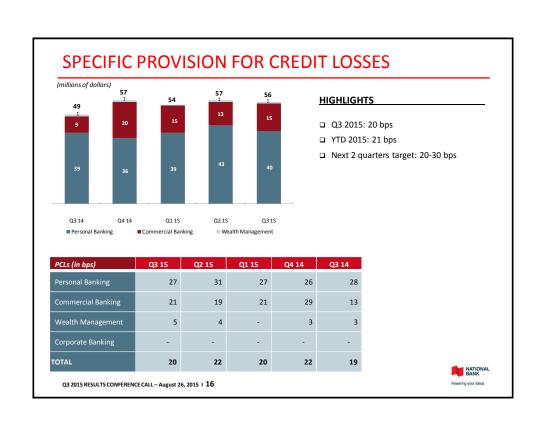
	RETAIL		WHOLESALE				
			Other	Oil & Gas			
REGION	RM + HELOC	Other Retail	Wealth Mgt	Sector	Commercial	Other	TOTAL
QC / ON	39.9%	8.2%	2.6%	0.2%	22.7%	9.9%	83.5%
Oil Regions (AL/SK/NL)	2.9%	0.4%	0.4%	2.8%	0.7%	1.9%	9.1%
BC / MB	2.2%	0.3%	0.6%	0.0%	0.5%	1.1%	4.8%
Maritimes (NB/NS/PE)	1.1%	0.4%	0.1%	0.0%	0.6%	0.4%	2.6%

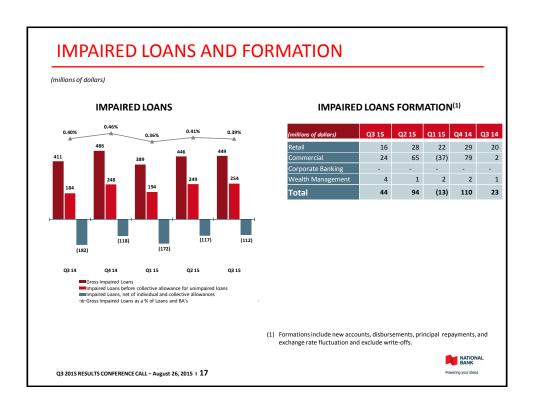
- $\hfill \Box$
- □ Direct lending to Oil and Gas sector represents approximately 3% of total loans

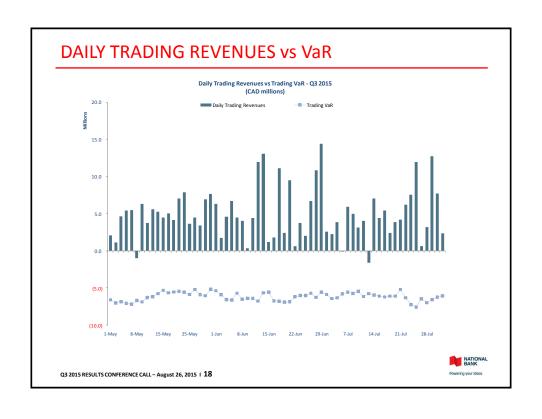
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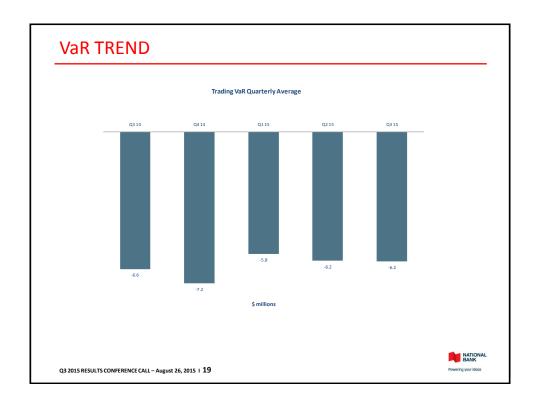
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RETAIL MORTGAGE AND HELOC PORTFOLIO DISTRIBUTION BY PROVINCE MORTGAGE PORTFOLIO COMPOSITION As at July 31, 2015 As at July 31, 2015 (vs. April 30, 2015) 34.0% (34.5%) (42.9%) 23.2% QC AB Others ■Insured ■ Uninsured ■ HELOC The average Loan to Value on the heloc and uninsured mortgage portfolio was approximately 59% Mortgage loans with second lien amounted to 300 M\$ approximately and accounted for less than 1% of the outstanding mortgage and heloc portfolio NATIONAL BANK Q3 2015 RESULTS CONFERENCE CALL - August 26, 2015 | 15







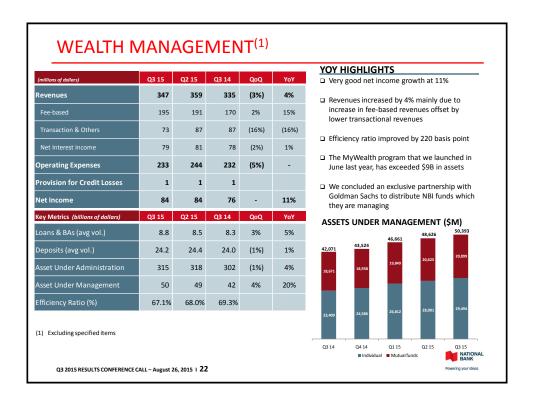


BUSINESS SEGMENT REVIEW

Jean Dagenais Senior Vice-President, Finance



PERSONAL AND COMMERCIAL BANKING **HIGHLIGHTS** Q3 15 Q2 15 Q3 14 QoQ (millions of dollars) ☐ Revenues up 5% YoY due to strong volume growth from loans, deposits and mutual funds Revenues 728 680 696 7% 5% · Commercial Banking impacted by yield curve · Credit Card impacted by lower interchange 344 316 324 9% 6% 259 256 252 1% 3% Strong revenue growth by Insurance due to decrease in actuarial liabilities Credit Card 91 82 90 11% 1% ☐ Net Interest Margins down 1 bps QoQ 13% 34 26 30 31% ☐ Operating leverage ratio at 2% YoY Operating Expenses 404 396 393 2% 3% ☐ Efficiency ratio improved by 100 bps YoY Pre-provisions / Pre-tax 284 7% 324 303 14% P&C MARGINS EVOLUTION(1) **Provisions for Credit Losses** 55 (2%) 15% 56 48 2.21% 2.20% Net Income 197 166 186 19% 6% Key Metrics (billions of dollars) Q3 15 Q2 15 Q3 14 1.65% 1.67% 1.62% 1.60% 1.60% 87.2 7% 85.8 81.8 2% 45.1 43.7 43.1 3% 4% 1.11% 1.08% 0.99% 55.5% 58.2% 56.5% Q3 14 0414 Q1 15 Q2 15 - Denosits (1) Note: NIM is on Earning Assets NATIONAL BANK Q3 2015 RESULTS CONFERENCE CALL - August 26, 2015 | 21



FINANCIAL MARKETS(1) **HIGHLIGHTS** Q3 15 Q2 15 Q3 14 ☐ Increased client activity in risk management products Revenues 470 445 10% ☐ Higher underwriting revenues in fixed income 206 201 191 2% 8% driven by increased activity in government 75 63 64 19% 17% finance and infrastructure projects 90 81 94 11% (4%) ☐ Lower investment banking fees 15 3 (1) ☐ Strong corporate banking and solid balance sheet 63 42 74 50% (15%) TRADING REVENUES (\$M) 21 38 (45%) (9%) 23 3% **Operating Expenses** 193 187 188 3% Net Income 202 187 Q3 15 Q2 15 2.1 (16.4) (10.8) 0.1 (4.3)(4.6)41.1% 43.7% 42.2% (1) Excluding specified items ■ Commodity and Foreign exchange NATIONAL BANK Q3 2015 RESULTS CONFERENCE CALL - August 26, 2015 | 23

APPENDIX

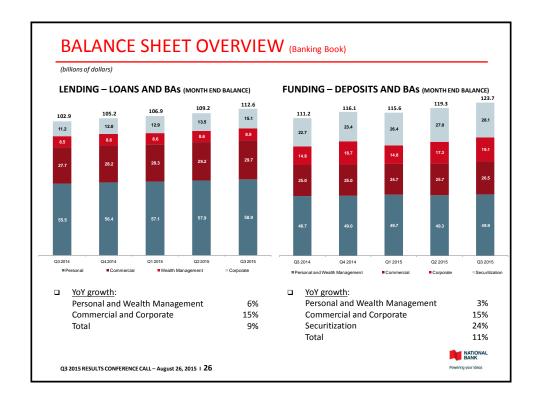


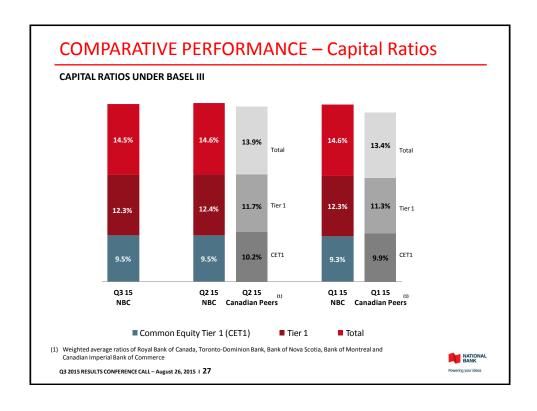
APPENDIX 1 DETAIL OF SPECIFIED ITEMS

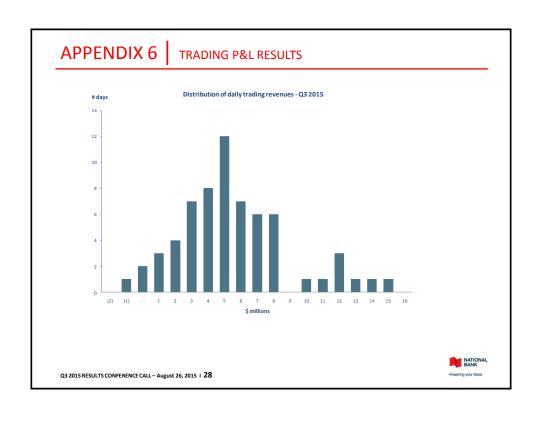
(millions of dollars)	Q3 14	Q4 14	Q1 15	Q2 15	Q3 15
Wealth Management and other acquisitions	(22)	(14)	(10)	(8)	(9)
Gain on disposal of equity interest in Fiera Capital	-	-	-	29	-
Share of current tax asset write-down of an associated company	-	-	-	(18)	-
Funding Valuation Adjustments	-	(13)	-	-	-
MAV and Other Notes	42	(4)	18	33	21
Litigation provisions	-	(14)	-	-	-
Write-off of Intangible Assets	-	(62)	-	(46)	-
Income Before Income Taxes	20	(107)	8	(10)	12
Income Taxes	(6)	30	(3)	3	(3)
Net Income	14	(77)	5	(7)	9
EPS Impact	0.04	(0.23)	0.02	(0.02)	0.03

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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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