



4Q23 Earnings Presentation



January 25, 2024

Forward Looking Statements

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements are not historical facts and include expressions about management's confidence and strategies and management's expectations about our business, new and existing programs and products, acquisitions, relationships, opportunities, taxation, technology, market conditions and economic expectations. These statements may be identified by such forward-looking terminology as "intend," "should," "expect," "believe," "view," "opportunity," "allow," "continues," "reflects," "typically," "usually," "anticipate," "may," "estimate," "outlook," "project", "imperatives" or similar statements or variations of such terms. Such forward-looking statements involve certain risks and uncertainties. Actual results may differ materially from such forward-looking statements. Factors that may cause actual results to differ materially from those contemplated by such forward-looking statements include, but are not limited to: the impact of monetary and fiscal policies of the federal government and its agencies, including in response to higher inflation, which could have a material adverse effect on our clients, as well as our business, our employees, and our ability to provide services to our customers; the impact of a potential U.S. Government shutdown, default by the U.S. government on its debt obligations, or related credit-rating downgrades, on economic activity in the markets in which we operate and, in general, on levels of end market demand in the economy; the impact of unfavorable macroeconomic conditions or downturns, instability or volatility in financial markets, unanticipated loan delinquencies, loss of collateral, decreased service revenues, increased business disruptions or failures, reductions in employment, and other potential negative effects on our business, employees or clients caused by factors outside of our control, such as geopolitical instabilities or events (including the Israel-Hamas war); natural and other disasters (including severe weather events); health emergencies; acts of terrorism or other external events; risks associated with our acquisition of Bank Leumi Le-Israel Corporation (Bank Leumi USA), including (i) the inability to realize expected cost savings and synergies from the acquisition in the amounts or timeframe anticipated and (ii) greater than expected costs or difficulties relating to integration as part of Valley's new core banking system implemented in the fourth quarter 2023; the impact of potential instability within the U.S. financial sector in the aftermath of the banking failures in 2023, including the possibility of a run on deposits by a coordinated deposit base, and the impact of the actual or perceived soundness, or concerns about the creditworthiness of other financial institutions, including any resulting disruption within the financial markets, increased expenses, including FDIC insurance premiums, or adverse impact on our stock price, deposits or our ability to borrow or raise capital; the impact of negative public opinion regarding Valley or banks in general that damages our reputation and adversely impacts business and revenues; the loss of or decrease in lower-cost funding sources within our deposit base; damage verdicts or settlements or restrictions related to existing or potential class action litigation or individual litigation arising from claims of violations of laws or regulations, contractual claims, breach of fiduciary responsibility, negligence, fraud, environmental laws, patent, trademark or other intellectual property infringement, misappropriation or other violation, employment related claims, and other matters; a prolonged downturn in the economy, as well as an unexpected decline in commercial real estate values collateralizing a significant portion of our loan portfolio; higher or lower than expected income tax expense or tax rates, including increases or decreases resulting from changes in uncertain tax position liabilities, tax laws, regulations and case law; the inability to grow customer deposits to keep pace with loan growth; a material change in our allowance for credit losses under CECL due to forecasted economic conditions and/or unexpected credit deterioration in our loan and investment portfolios; the need to supplement debt or equity capital to maintain or exceed internal capital thresholds; greater than expected technology related costs due to, among other factors, prolonged or failed implementations, additional project staffing and obsolescence caused by continuous and rapid market innovations; cyberattacks, ransomware attacks, computer viruses, malware or other cybersecurity incidents that may breach the security of our websites or other systems or networks to obtain unauthorized access to personal, confidential, proprietary or sensitive information, destroy data, disable or degrade service, or sabotage our systems or networks; results of examinations by the Office of the Comptroller of the Currency (OCC), the Federal Reserve Bank, the Consumer Financial Protection Bureau (CFPB) and other regulatory authorities, including the possibility that any such regulatory authority may, among other things, require us to increase our allowance for credit losses, write-down assets, reimburse customers, change the way we do business, or limit or eliminate certain other banking activities; our inability or determination not to pay dividends at current levels, or at all, because of inadequate earnings, regulatory restrictions or limitations, changes in our capital requirements or a decision to increase capital by retaining more earnings; unanticipated loan delinquencies, loss of collateral, decreased service revenues, and other potential negative effects on our business caused by severe weather, pandemics or other public health crises, acts of terrorism or other external events; and unexpected significant declines in the loan portfolio due to the lack of economic expansion, increased competition, large prepayments, changes in regulatory lending guidance or other factors. A detailed discussion of factors that could affect our results is included in our SEC filings, including the "Risk Factors" section of our Annual Report on Form 10-K for the year ended December 31, 2022 and in Item 1A of our Quarterly Report on Form 10-Q for the quarter ended September 30, 2023. The financial results and disclosures reported in this release are preliminary. Final 2023 financial results and other disclosures will be reported in our Annual Report on Form 10-K for the year ended December 31, 2023, and may differ materially from the results and disclosures in this document due to, among other things, the completion of final review procedures, the occurrence of subsequent events, or the discovery of additional information. We undertake no duty to update any forward-looking statement to conform the statement to actual results or changes in our expectations, except as required by law. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements.



Significant Strategic Progress

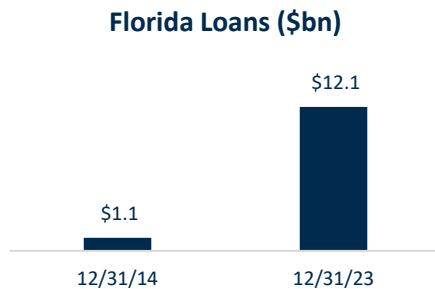
➤ Above-Average Tangible Book Value Growth

- Since 2018, growth in tangible book value plus dividends paid totals 90% ¹, well above our proxy peer median of 53%.
- Continue to believe that tangible book value growth over time will drive shareholder value.

➤ Enhanced Funding Diversification



➤ Substantial Exposure to Compelling Growth Markets



- Florida's diverse and dynamic economy continues to be supported by significant inflows of permanent population and wealth.
- These long-term demographic trends provide substantial growth opportunities and supplement our strong and stable northeast markets.
- Our Florida portfolio has grown at a 30% CAGR since 2014, or more than 2x our non-Florida loans, and now comprises 24% of loans, up from 8% in 2014.

¹ Please refer to the Non-GAAP Disclosure Reconciliation in Appendix.



Strategic Imperatives for 2024

➤ **Grow Core Deposits**

- Utilize enhanced treasury management capabilities to further penetrate commercial customers.
- Optimize delivery channels and streamline product set.
- Leverage existing specialty niches and explore new opportunities.

➤ **Focus on C&I and Non-Investor CRE Loan Growth**

- Further penetrate our commercially vibrant footprint.
- Restructured commercial banking organization and incentive programs to optimize alignment with strategic and financial goals.
- De-emphasize investor CRE and multifamily growth.

➤ **Drive Sustainable Fee Revenue**

- Continue to scale our wealth, insurance, and tax credit advisory businesses.
- Expand F/X and treasury management solutions.`



4Q 2023 Financial Highlights

| | GAAP Reported | | | Non-GAAP Adjusted ¹ | | |
|---|----------------|---------|---------|--------------------------------|---------|---------|
| | 4Q23 | 3Q23 | 4Q22 | 4Q23 | 3Q23 | 4Q22 |
| Net Income (\$mm) | \$71.6 | \$141.3 | \$177.6 | \$116.3 | \$136.4 | \$182.9 |
| Return on Average Assets <i>Annualized</i> | 0.47% | 0.92% | 1.25% | 0.76% | 0.89% | 1.29% |
| Efficiency Ratio (Non-GAAP) | -- | -- | -- | 60.7% | 56.7% | 49.3% |
| Diluted Earnings Per Share | \$0.13 | \$0.27 | \$0.34 | \$0.22 | \$0.26 | \$0.35 |
| Pre-Provision Net Revenue ² (\$mm) | \$109.6 | \$203.9 | \$252.4 | \$176.5 | \$201.2 | \$263.0 |
| PPNR / Average Assets ² <i>Annualized</i> | 0.72% | 1.33% | 1.77% | 1.16% | 1.31% | 1.85% |

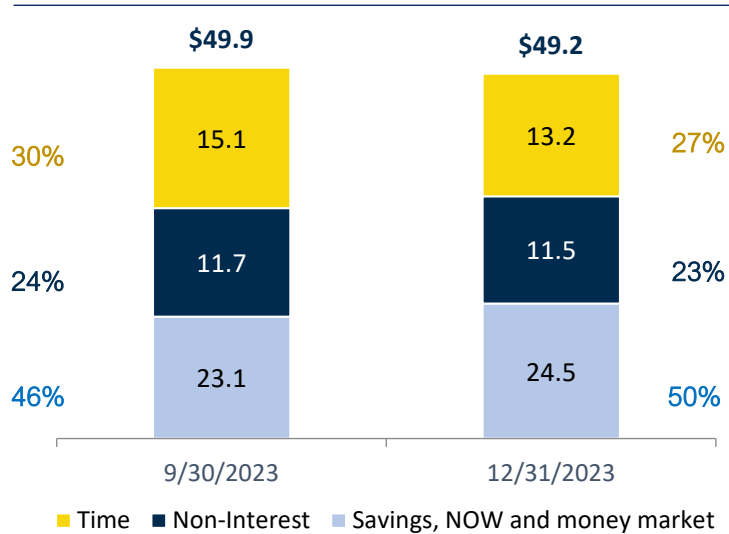
- **Significant expansion of customer households and continued improvement in direct deposit flows.**
- **Capital ratios continue to improve.**
- **Solid asset quality across the loan portfolio.**
- **Undertaking specific and targeted efforts to improve deposit costs.**

¹ Please refer to the Non-GAAP Disclosure Reconciliation in Appendix. ² Pre-provision net revenue ("PPNR") equals net interest income plus total non-interest income less total non-interest expense.

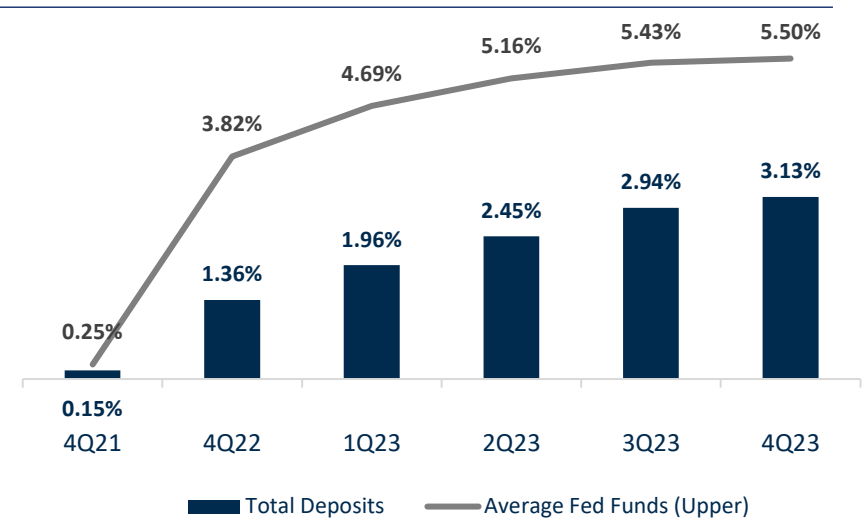


Direct Deposits Exhibit Strong Growth Trends

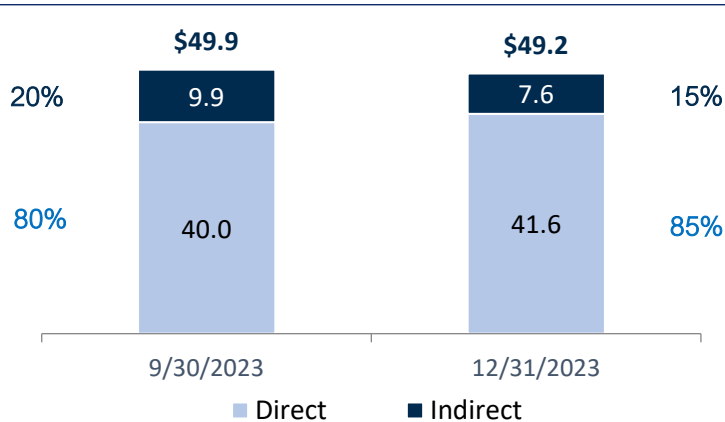
Deposits by Product (\$bn)



Avg. Fed Funds vs. Deposit Costs (%)



Deposits by Customer Type (\$bn)



Cumulative Beta (Current Cycle) ¹

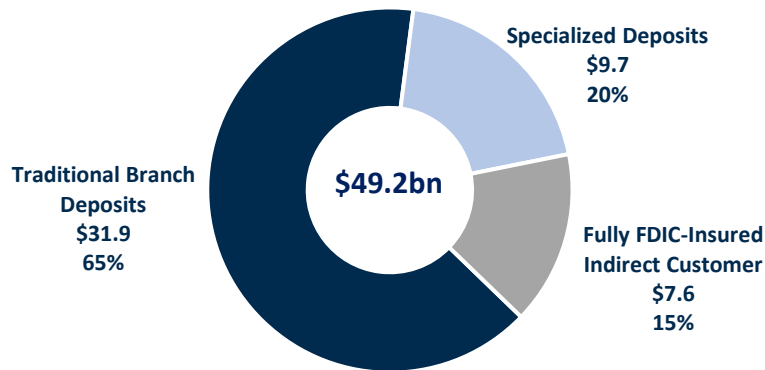
| | Avg. Fed Funds (Upper) | Total Cost of Deposits | Cumulative Beta |
|------|------------------------|------------------------|-----------------|
| 4Q21 | 0.25% | 0.15% | -- |
| 4Q22 | 3.82% | 1.36% | 34% |
| 1Q23 | 4.69% | 1.96% | 41% |
| 2Q23 | 5.16% | 2.45% | 47% |
| 3Q23 | 5.43% | 2.94% | 54% |
| 4Q23 | 5.50% | 3.13% | 57% |

¹ Cumulative Beta is measured as the change in Valley's quarterly average deposit costs since the quarter preceding the rate hike cycle (4Q21) as a percentage of the change in the average quarterly Fed Funds Upper Bound over the same period.

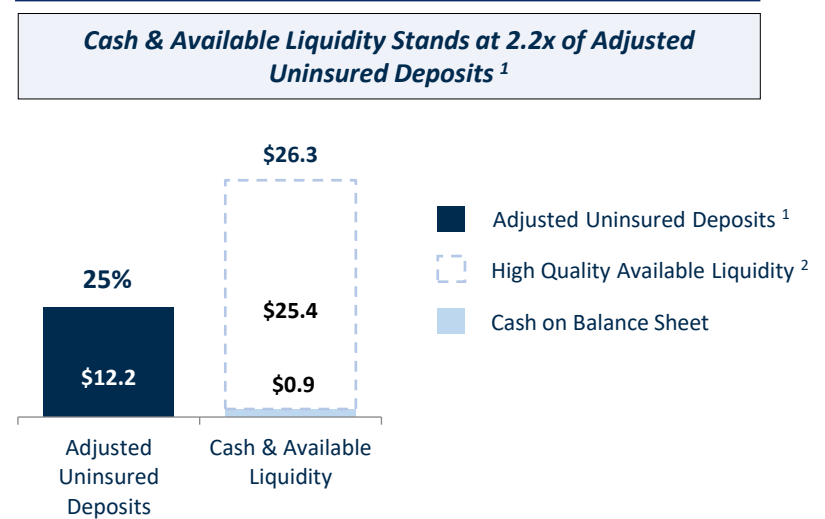


Customer Deposit Base Diversified by Geography and Source

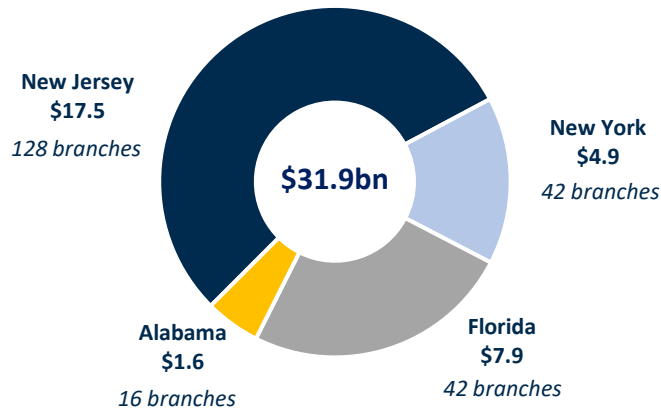
Total Deposit Breakdown (\$bn, as of 12/31/23)



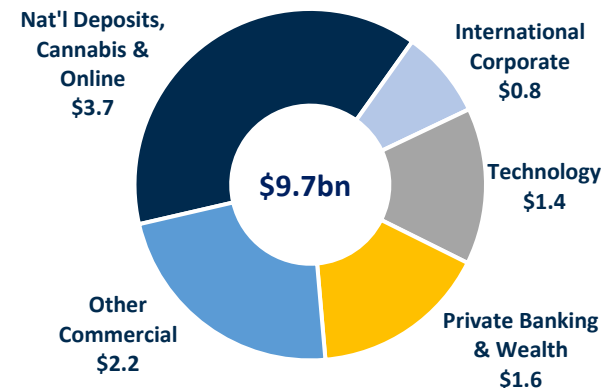
Uninsured Deposit & Liquidity (\$bn, as of 12/31/23)



Traditional Branch Deposits³ (\$bn, as of 12/31/23)



Specialized Deposits by Business Line (\$bn, as of 12/31/23)



¹ Adjusted for collateralized government deposits in excess of FDIC \$250k limit and intercompany deposits eliminated in consolidation. ² "High Quality Available Liquidity" includes the following off balance sheet sources of potential liquidity: FHLB, unencumbered investment securities, FRBNY Discount Window Availability, and Uncommitted Fed Funds Lines. ³ Traditional Branch Deposits Include Commercial (inclusive of \$1bn of HOA deposits), Consumer and Government. Totals may not sum due to rounding.

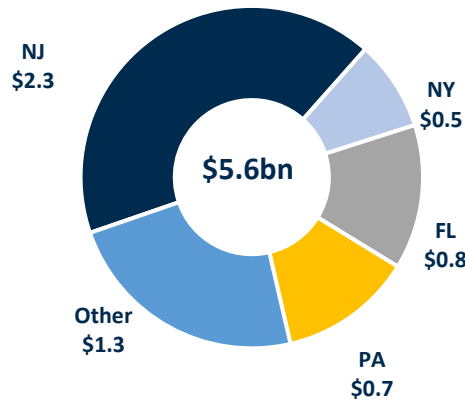


Highly Granular Deposits – 12/31/2023

| Customer Type | Deposits (\$bn) | % of Total Deposits |
|--|-----------------|---------------------|
| Commercial | \$18.7 | 38% |
| Consumer | \$17.4 | 35% |
| Fully FDIC-Insured Indirect | \$7.6 | 11% |
| Fully-Collateralized Government ¹ | \$5.6 | 15% |

| Top 10 Commercial Industries ² | Deposits (\$bn) | % of Total Deposits |
|--|-----------------|---------------------|
| Real Estate / Rental / Leasing | \$3.6 | 7% |
| Finance & Insurance | \$3.5 | 7% |
| Professional, Scientific, Technical Services | \$2.2 | 4% |
| Construction | \$1.7 | 3% |
| Other Services | \$1.5 | 3% |
| Retail Trade | \$0.9 | 2% |
| Health Care & Social Assistance | \$0.9 | 2% |
| Manufacturing | \$0.9 | 2% |
| Wholesale Trade | \$0.8 | 2% |
| Management of Companies and Enterprises | \$0.4 | 1% |

Fully-Collateralized Government Deposits by State ¹

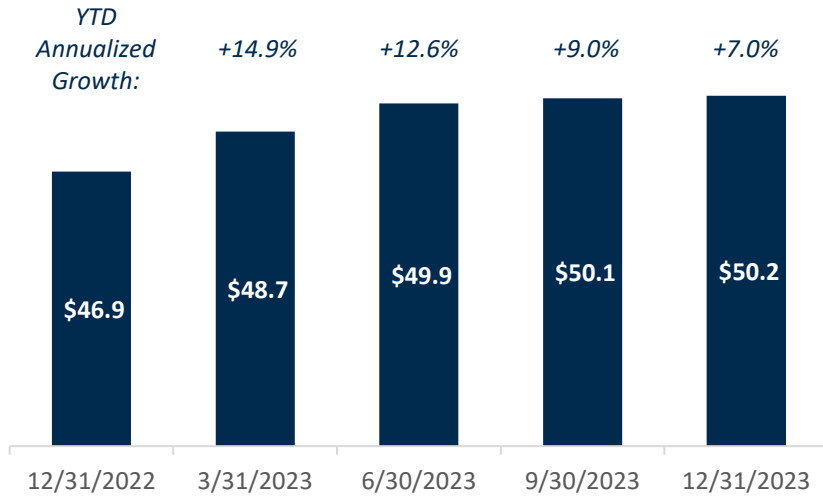


¹ Fully-collateralized to relevant state requirements. ² Commercial industries determined by NAICS Sector / Industry.

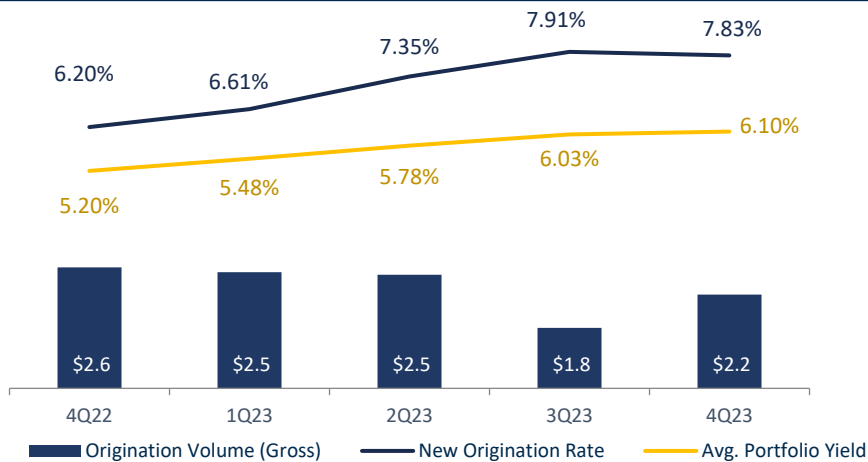


Diversified Loan Portfolio

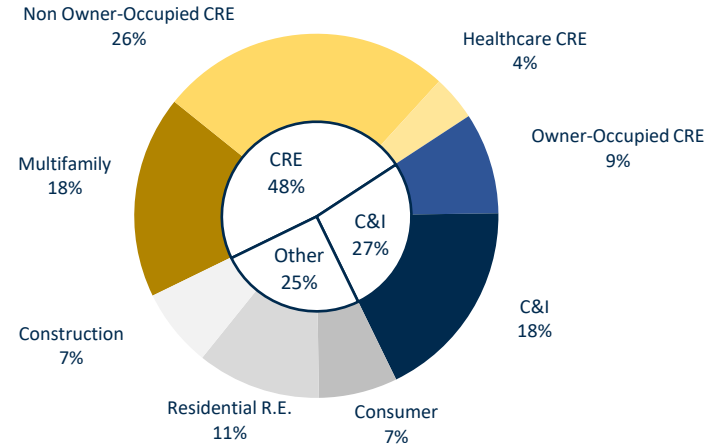
Gross Loans (\$bn)



New Loan Originations (\$bn)



12/31/2023 Loan Composition ¹



Cumulative Loan Beta (Current Cycle) ²

| | Avg. Fed Funds (Upper) | Avg. Loan Yield | Cumulative Beta |
|------|------------------------|-----------------|-----------------|
| 4Q21 | 0.25% | 3.83% | -- |
| 4Q22 | 3.82% | 5.20% | 38% |
| 1Q23 | 4.69% | 5.48% | 37% |
| 2Q23 | 5.16% | 5.78% | 40% |
| 3Q23 | 5.43% | 6.03% | 43% |
| 4Q23 | 5.50% | 6.10% | 43% |

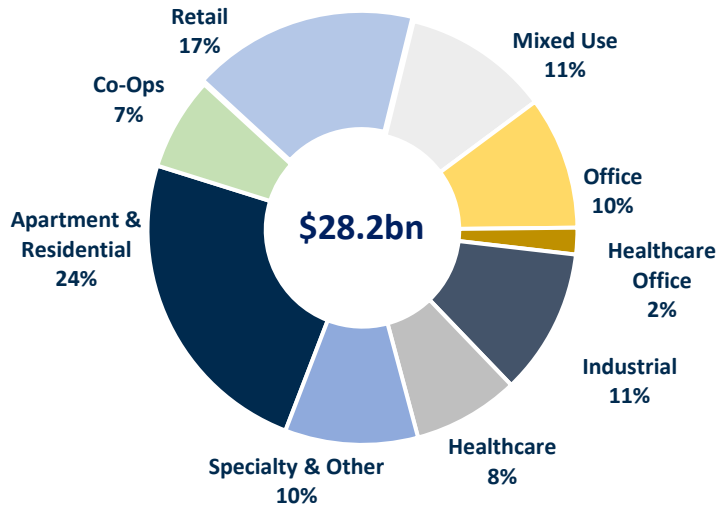
¹ CRE includes multifamily, non-owner occupied CRE and healthcare CRE; C&I includes owner-occupied CRE and C&I; Other includes construction, residential RE and Consumer. ² Cumulative Beta is measured as the change in Valley's quarterly average loan yield since the quarter preceding the rate hike cycle (4Q21) as a percentage of the change in the average quarterly Fed Funds Upper Bound over the same period.



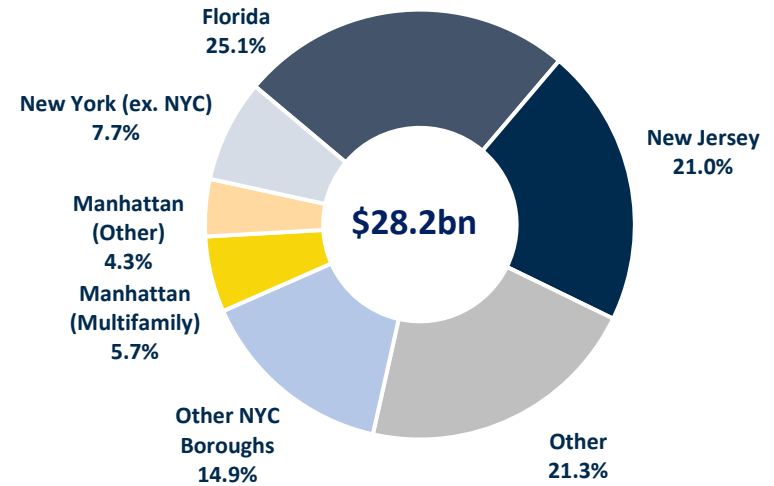
SLIDE 10

CRE Detail as of 12/31/2023

Portfolio by Collateral Type



Portfolio by Geography



~\$4bn of CRE Portfolio is Owner-Occupied.

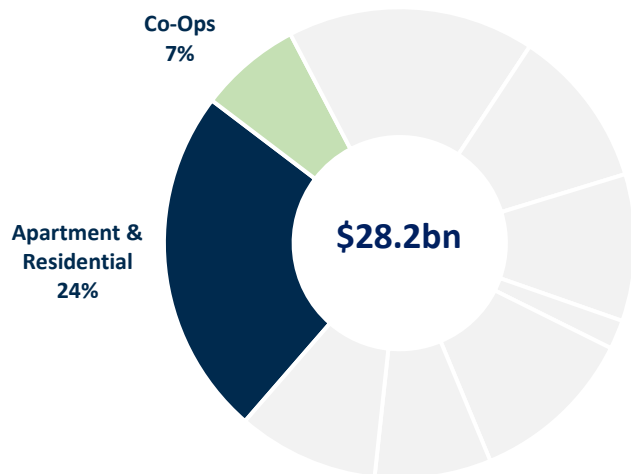
| Geography | Outstanding (\$bn) | % of Total | Wtd. Avg. LTV | Wtd. Avg. DSCR |
|--------------------|--------------------|---------------|---------------------|----------------|
| Florida | \$7.1 | 25.1% | 61% | 1.79x |
| New Jersey | \$5.9 | 21.0% | 62% | 1.69x |
| Other NYC Boroughs | \$4.2 | 14.9% | 54% | 1.53x |
| Manhattan | \$2.8 | 10.0% | 38% (54% ex Co-Ops) | 1.59x |
| New York (ex. NYC) | \$2.2 | 7.7% | 54% | 1.74x |
| Other | \$6.0 | 21.3% | 63% | 1.58x |
| Total | \$28.0 | 100.0% | 57% | 1.67x |



SLIDE 11

Multifamily Portfolio Details

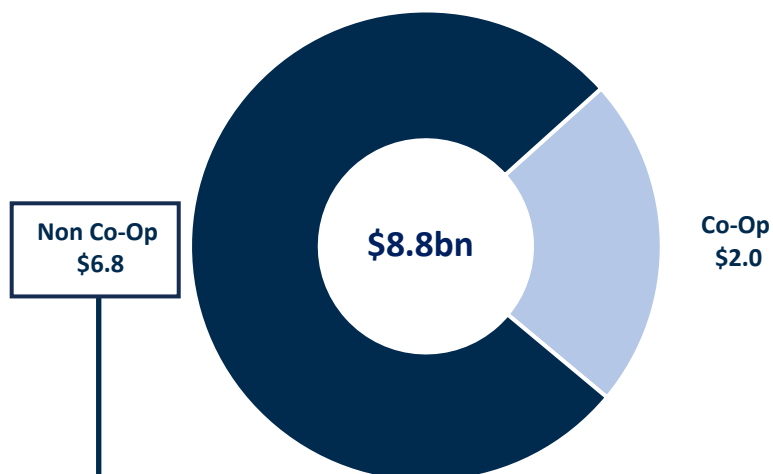
CRE Portfolio



\$421mm of exposure to fully rent regulated buildings



Multifamily Portfolio by Sub-Asset Class (\$bn)



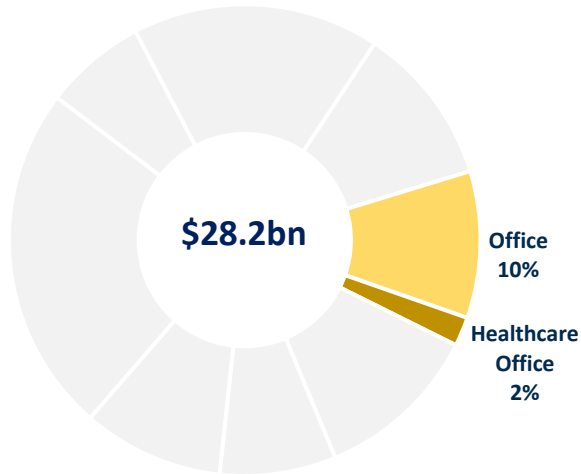
| Geography | Outstanding (\$bn) | Avg. Size (\$mm) | % of Non Co-Op | Wtd. Avg. LTV | Wtd. Avg. DSCR |
|--------------------------|--------------------|------------------|----------------|---------------|----------------|
| Other | \$1.9bn | \$9mm | 28% | 65% | 1.36x |
| New York (ex. Manhattan) | \$1.8 | \$6mm | 26% | 63% | 1.38x |
| New Jersey | \$1.4 | \$3mm | 21% | 61% | 1.54x |
| Florida & Alabama | \$1.1 | \$3mm | 16% | 61% | 1.69x |
| Manhattan | \$0.6 | \$7mm | 9% | 58% | 1.33x |
| Total | \$6.8bn | \$5mm | 100% | 62% | 1.43x |

Note: Co-Op LTV is approximately 13%. Sums may be inconsistent due to rounding.

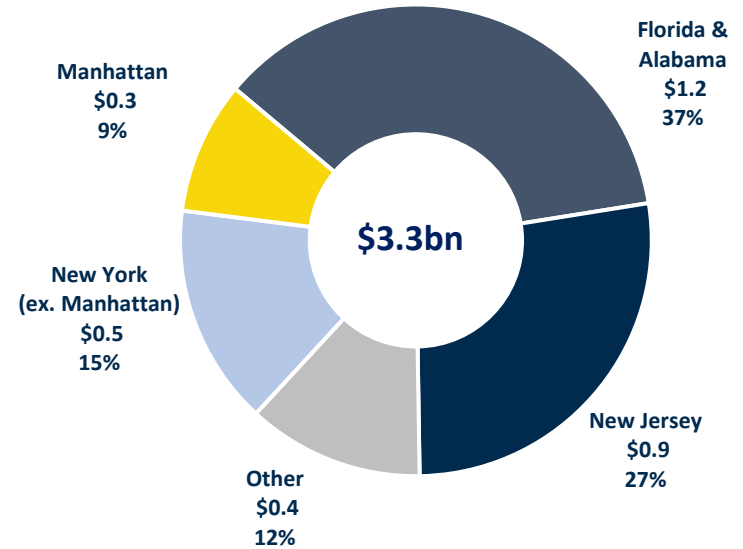


Granular & Diverse Office Portfolio

CRE Portfolio



Office Portfolio by Geography (\$bn)



~20% of Office Portfolio is Owner-Occupied.

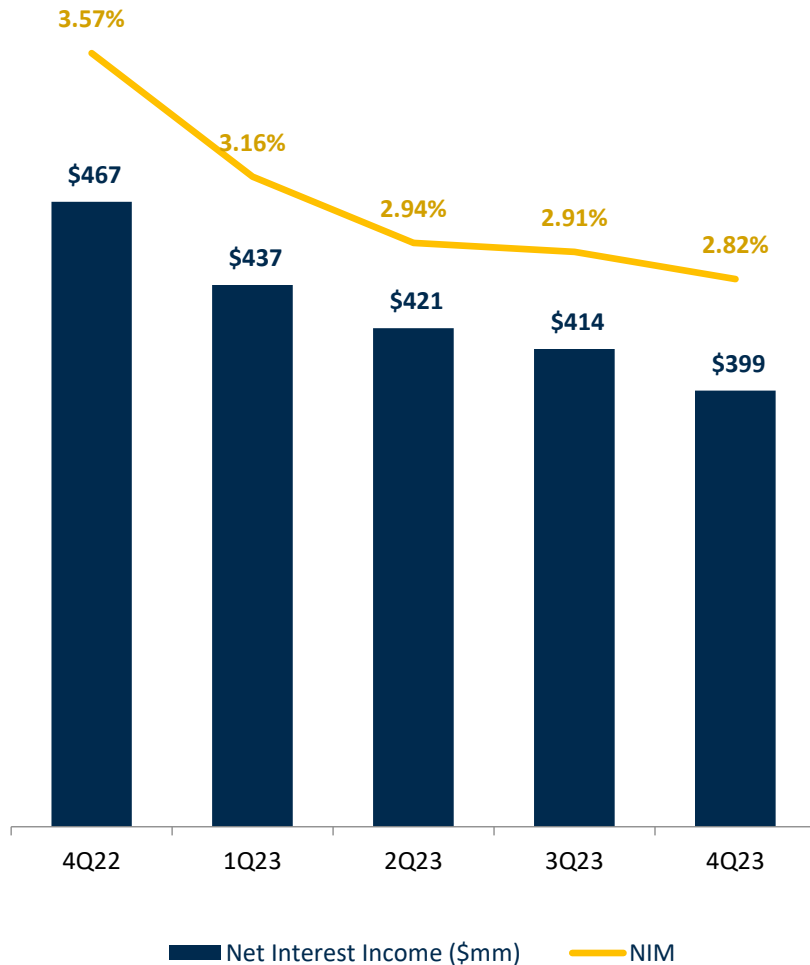
| Geography | Outstanding (\$bn) | Avg. Size (\$mm) | % of Total Office | Wtd. Avg. LTV | Wtd. Avg. DSCR |
|--------------------------|--------------------|------------------|-------------------|---------------|----------------|
| Florida & Alabama | \$1.2bn | \$2mm | 37% | 50% | 1.77x |
| New Jersey | \$0.9 | \$3mm | 27% | 56% | 1.50x |
| New York (ex. Manhattan) | \$0.5 | \$4mm | 15% | 51% | 1.76x |
| Manhattan | \$0.3 | \$6mm | 9% | 52% | 1.34x |
| Other | \$0.4 | \$7mm | 12% | 59% | 1.69x |
| Total | \$3.3bn | \$3mm | 100% | 53% | 1.63x |



SLIDE 13

Net Interest Margin

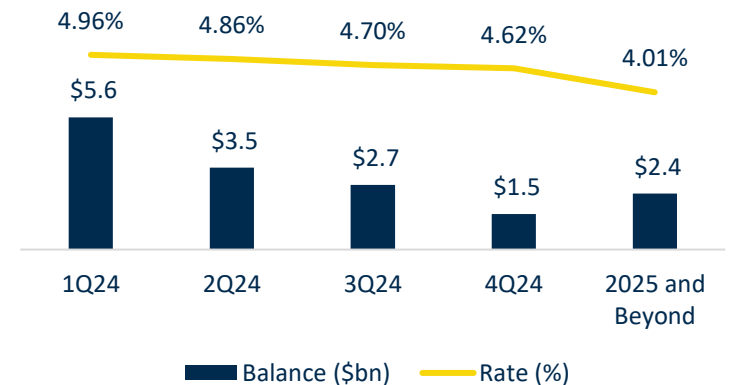
Net Interest Income (\$mm) and Margin



Accelerating Efforts to Manage Funding Costs

- Reduced Valley Direct (online) rate by 20bp on 1/16/2024 (\$1.4bn)
- 75bp reduction to 1 Year CD Rate since 12/1/2023 (\$3.9bn)
- Renewed Emphasis on customer profitability and granular review of deposit pricing
- Optimizing the roll-over of \$5.6 billion of maturing liabilities during 1Q24 (current cost of 4.96%)

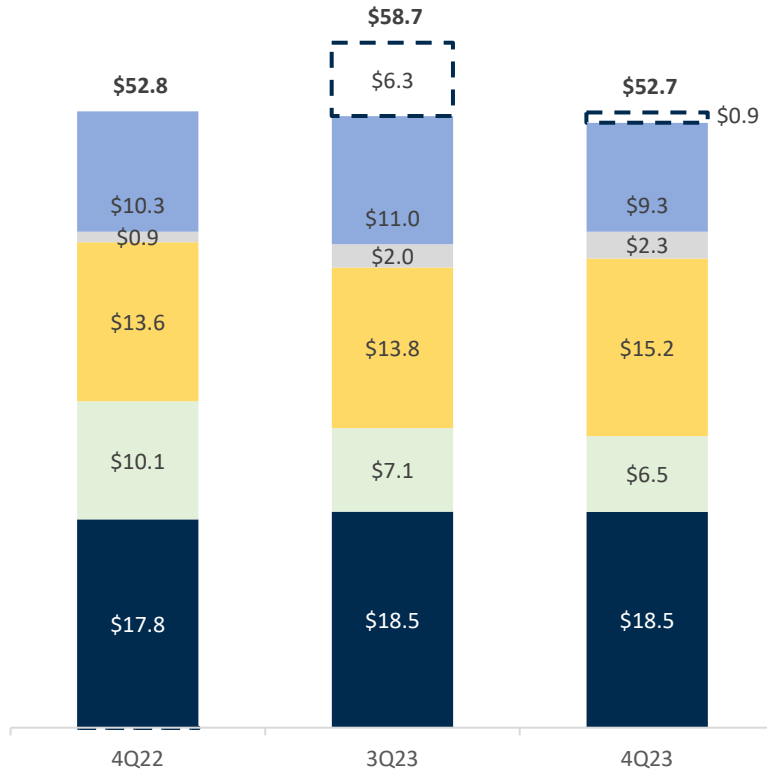
Maturing CDs and FHLB





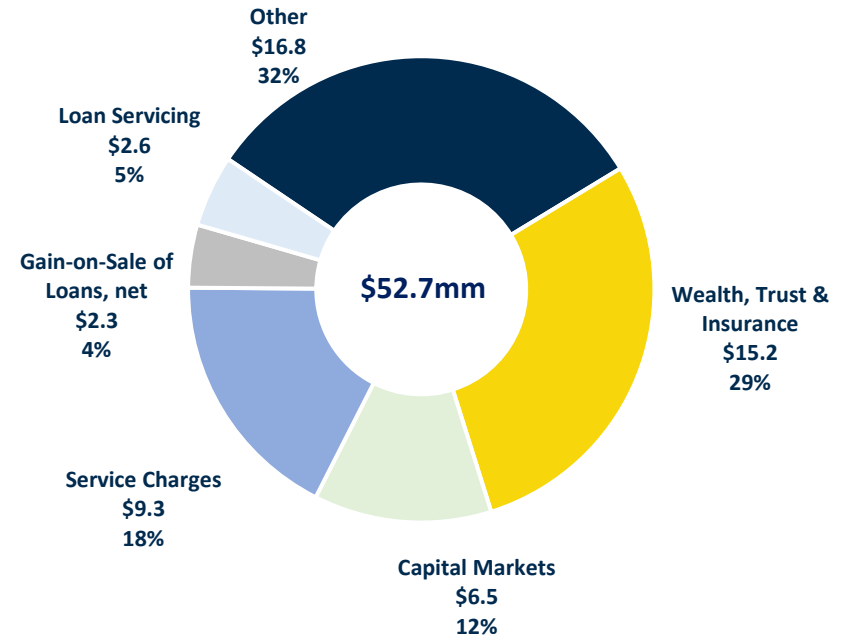
Diverse Fee Income Sources

Non-Interest Income (\$mm)



- Other Non-Interest Income
- Capital Markets
- Wealth, Trust & Insurance
- Gain on Sale of Loans
- Deposit Service Charges
- Net non-core income ¹

4Q23 Adjusted Non-Interest Income (\$mm) ¹

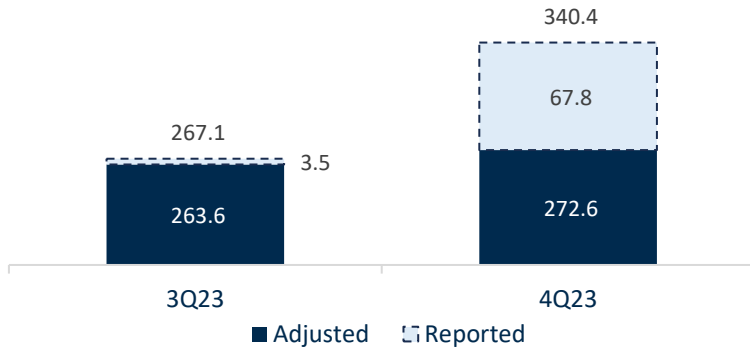


¹ Please refer to the Non-GAAP Disclosure Reconciliation in Appendix.

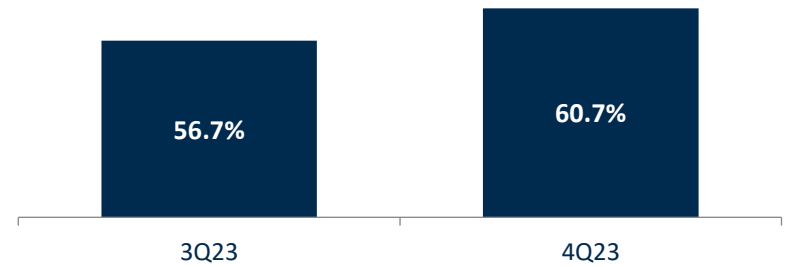


Non-Interest Expense

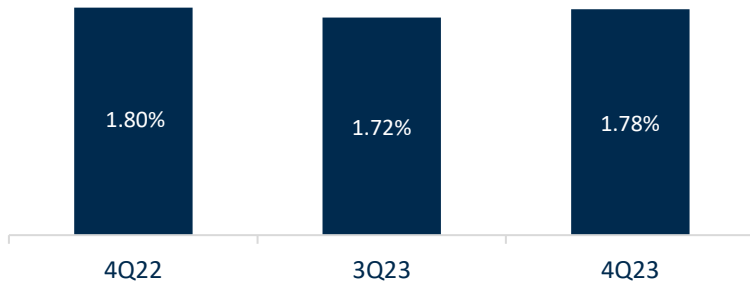
Non-Interest Expenses (\$mm) ¹



Efficiency Ratio Trend ¹



Adj. Non-Interest Expenses ¹ / Avg. Assets



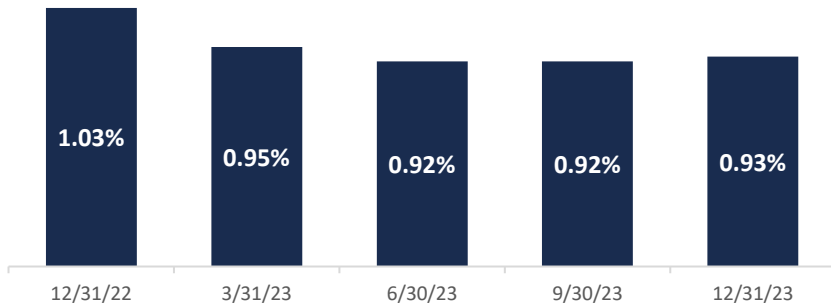
¹ Please refer to the Non-GAAP Disclosure Reconciliation in Appendix. Sums may be inconsistent due to rounding.



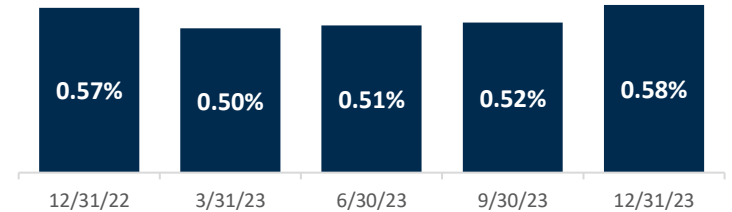
SLIDE 16

Asset Quality

Allowance for Credit Losses for Loans / Total Loans

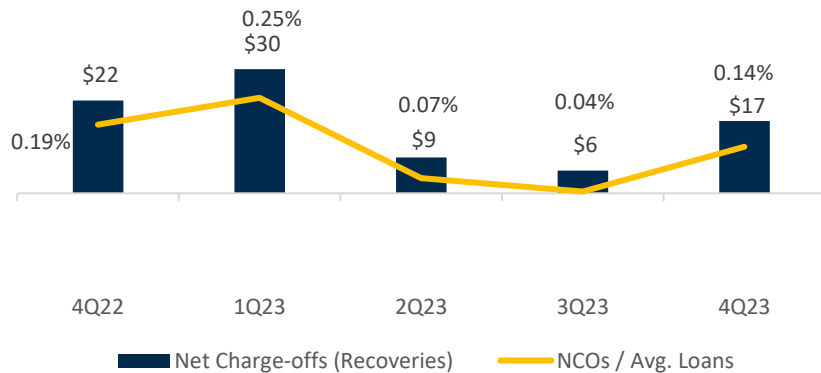


Non-Accrual Loans / Total Loans

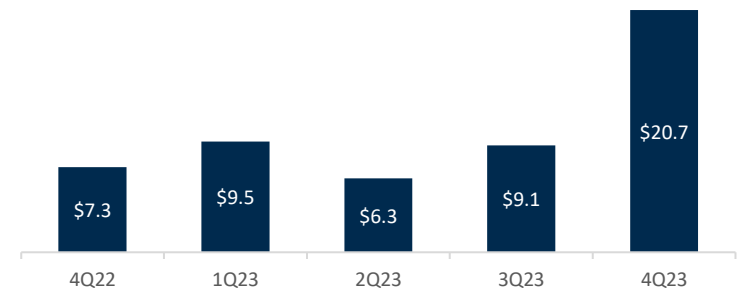


Net Loan Charge-offs (\$mm)

2023 NCOs / Avg. Loans: 0.13%



Loan Loss Provision (\$mm)

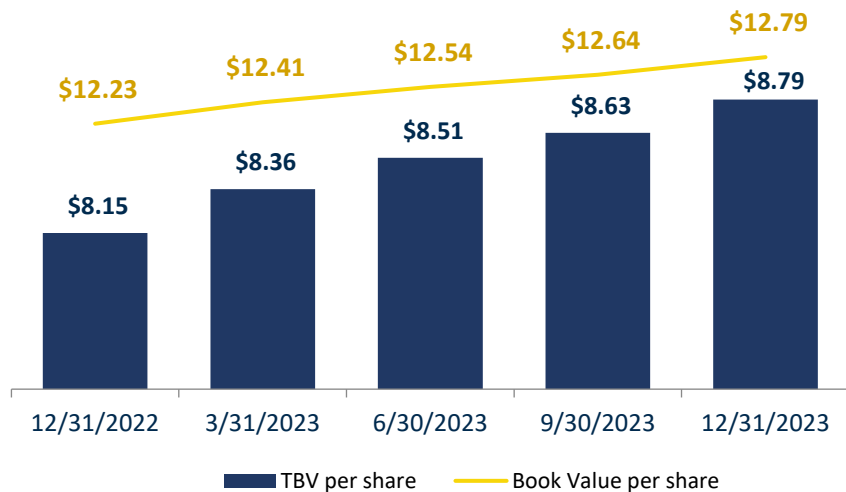




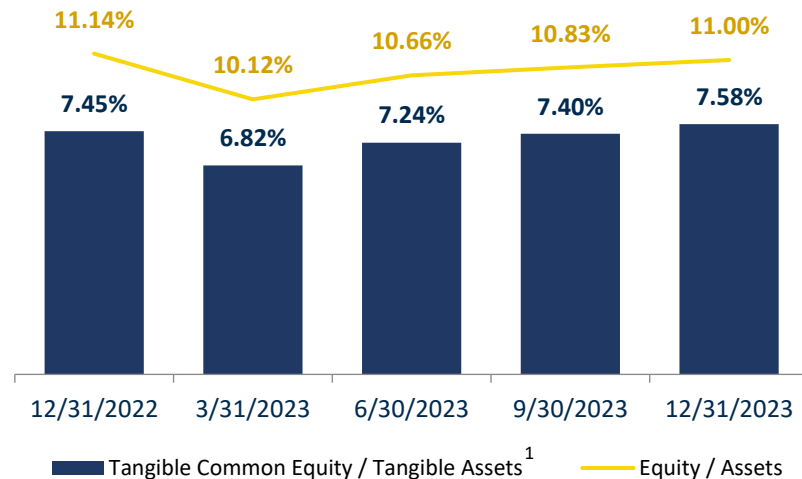
SLIDE 17

Equity & Capitalization

Book Value and Tangible Book Value per Share ¹



Equity Capitalization Level ¹



| Holding Company Capital Ratios | 12/31/22 | 9/30/23 | 12/31/23 |
|--------------------------------|----------|---------|--------------|
| Tier 1 Leverage | 8.23 | 8.08 | 8.16 |
| Common Equity Tier 1 | 9.01 | 9.21 | 9.29 |
| Tier 1 Risk-Based | 9.46 | 9.64 | 9.72 |
| Total Risk-Based | 11.63 | 11.68 | 11.76 |

¹Please refer to the Non-GAAP Disclosure Reconciliation in Appendix.



SLIDE 18

2024 Outlook & Expectations

2024 Loan Growth

- 5.0% - 7.0% (increasing focus on C&I and non-investor CRE)
(based on 12/31/2023 gross loans of \$50.2 billion)

Net Interest Income

- Year-over-year growth between 3.0% - 5.0%
(from full-year 2023 net interest income of \$1,665 million)

Non-Interest Income

- Year-over-year growth between 5.0% - 7.0%
(based on 2023 adjusted non-interest income of \$219 million)

Non-Interest Expense

- Year-over-year growth between 4.0% - 6.0%
(based on 2023 adjusted expenses plus tax credit amortization: \$1,085 million)

2024 Tax Rate

- Approximately 27%



Appendix



SLIDE 20

Non-GAAP Reconciliations to GAAP Financial Measures

| | Three Months Ended | | | Years Ended | |
|---|--------------------|--------------------|-------------------|-------------------|-------------------|
| | December 31, 2023 | September 30, 2023 | December 31, 2022 | December 31, 2023 | December 31, 2022 |
| (\$ in thousands, except for share data) | | | | | |
| Adjusted net income available to common shareholders (Non-GAAP): | | | | | |
| Net income, as reported (GAAP) | \$71,554 | \$141,346 | \$177,591 | \$498,511 | \$568,851 |
| Add: FDIC Special assessment (net of tax)(a) | 36,053 | — | — | 36,053 | — |
| Add: (Gains) losses on available for sale and held to maturity securities transactions (net of tax) (b) | (629) | 318 | 5 | (288) | (69) |
| Add: Restructuring charge (net of tax) (c) | (386) | (484) | — | 7,145 | — |
| Add: Provision for credit losses for available for sale securities (d) | — | — | — | 5,000 | — |
| Add: Non-PCD provision for credit losses (net of tax) (e) | — | — | — | — | 29,282 |
| Add: Merger related expenses (net of tax) (f) | 7,168 | — | 5,285 | 10,130 | 52,388 |
| Add: Net gains on sales of office buildings (net of tax) (g) | — | (4,817) | — | (4,817) | — |
| Add: Litigation reserves (net of tax) (h) | 2,537 | — | — | 2,537 | — |
| Net income, as adjusted (Non-GAAP) | \$116,297 | \$136,363 | \$182,881 | \$554,271 | \$650,452 |
| Dividends on preferred stock | 4,104 | 4,127 | 3,630 | 16,135 | 13,146 |
| Net income available to common shareholders, as adjusted (Non-GAAP) | \$112,193 | \$132,236 | \$179,251 | \$538,136 | \$637,306 |

(a) Included in FDIC insurance assessment.

(b) Included in gains (losses) on securities transactions, net.

(c) Represents severance (credit adjustments) expense related to workforce reductions within salary and employee benefits expense.

(d) Included in provision for credit losses for available for sale and held to maturity securities (tax disallowed)

(e) Represents provision for credit losses for non-PCD assets and unfunded credit commitments acquired during the period.

(f) Represents data processing termination costs within technology, furniture and equipment expense and severance within salary and employee benefits expense for the 2023 periods. The merger related expense for the 2022 periods were mainly salary and employee benefits expense.

(g) Included in net gains (losses) on sales of assets within non-interest income.

(h) Represents legal reserves and settlement charges included in professional and legal fees.

Adjusted per common share data (Non-GAAP):

| | | | | | |
|---|-------------|-------------|-------------|-------------|-------------|
| Net income available to common shareholders, as adjusted (Non-GAAP) | \$112,193 | \$132,236 | \$179,251 | \$538,136 | \$637,306 |
| Average number of shares outstanding | 507,683,229 | 507,650,668 | 506,359,704 | 507,532,365 | 485,434,918 |
| Basic earnings, as adjusted (Non-GAAP) | \$0.22 | \$0.26 | \$0.35 | \$1.06 | \$1.31 |
| Average number of diluted shares outstanding | 509,714,526 | 509,256,599 | 509,301,813 | 509,245,768 | 487,817,710 |
| Diluted earnings, as adjusted (Non-GAAP) | \$0.22 | \$0.26 | \$0.35 | \$1.06 | \$1.31 |

Adjusted annualized return on average tangible shareholders' equity (Non-GAAP):

| | | | | | |
|--|-----------|-----------|-----------|-----------|-----------|
| Net income, as adjusted (Non-GAAP) | \$116,297 | \$136,363 | \$182,881 | \$554,271 | \$650,452 |
| Average shareholders' equity | 6,639,935 | 6,605,786 | 6,327,970 | 6,558,775 | 5,985,236 |
| Less: Average goodwill and other intangible assets | 2,033,656 | 2,042,486 | 2,074,367 | 2,047,172 | 1,944,503 |
| Average tangible shareholders' equity | 4,606,279 | 4,563,300 | 4,253,603 | 4,511,603 | 4,040,733 |
| Annualized return on average tangible shareholders' equity, as adjusted (Non-GAAP) | 10.10% | 11.95% | 17.20% | 12.29% | 16.10% |

Adjusted annualized return on average assets (Non-GAAP):

| | | | | | |
|---|--------------|--------------|--------------|--------------|--------------|
| Net income, as adjusted (Non-GAAP) | \$116,297 | \$136,363 | \$182,881 | \$554,271 | \$650,452 |
| Average assets | \$61,113,553 | \$61,391,688 | \$56,913,215 | \$61,065,897 | \$52,182,310 |
| Annualized return on average assets, as adjusted (Non-GAAP) | 0.76% | 0.89% | 1.29% | 0.91% | 1.25% |

Adjusted annualized return on average shareholders' equity (Non-GAAP):

| | | | | | |
|---|-----------|-----------|-----------|-----------|-----------|
| Net income, as adjusted (Non-GAAP) | \$116,297 | \$136,363 | \$182,881 | \$554,271 | \$650,452 |
| Average shareholders' equity | 6,639,906 | 6,605,786 | 6,327,970 | 6,558,768 | 5,985,236 |
| Annualized return on average shareholders' equity, as adjusted (Non-GAAP) | 7.01% | 8.26% | 11.56% | 8.45% | 10.87% |



Non-GAAP Reconciliations to GAAP Financial Measures

| | Three Months Ended | | | Years Ended | |
|--|--------------------|--------------------|-------------------|-------------------|-------------------|
| | December 31, 2023 | September 30, 2023 | December 31, 2022 | December 31, 2023 | December 31, 2022 |
| (\$ in thousands) | | | | | |
| Annualized return on average tangible shareholders' equity (Non-GAAP): | | | | | |
| Net income, as reported (GAAP) | \$71,554 | \$141,346 | \$177,591 | \$498,511 | \$568,851 |
| Average shareholders' equity | 6,639,906 | 6,605,786 | 6,327,970 | 6,558,768 | 5,985,236 |
| Less: Average goodwill and other intangible assets | 2,033,656 | 2,042,486 | 2,074,367 | 2,047,172 | 1,944,503 |
| Average tangible shareholders' equity | 4,606,250 | 4,563,300 | 4,253,603 | 4,511,596 | 4,040,733 |
| Annualized return on average tangible shareholders' equity (Non-GAAP): | 6.21% | 12.39% | 16.70% | 11.05% | 14.08% |
| Efficiency ratio (Non-GAAP): | | | | | |
| Non-interest expense, as reported (GAAP) | \$340,421 | \$267,133 | \$266,240 | \$1,162,691 | \$1,024,949 |
| Less: FDIC Special assessment (pre-tax) | 50,297 | — | — | 50,297 | — |
| Less: Restructuring charge (pre-tax) | (538) | (675) | — | 9,969 | — |
| Less: Merger-related expenses (pre-tax) | 10,000 | — | 7,372 | 14,133 | 71,203 |
| Less: Amortization of tax credit investments (pre-tax) | 4,547 | 4,191 | 3,213 | 18,009 | 12,407 |
| Less: Litigation reserve (pre-tax) | 3,540 | — | — | 3,540 | — |
| Non-interest expense, as adjusted (Non-GAAP) | \$272,575 | \$263,617 | \$255,655 | \$1,066,743 | \$941,339 |
| Net interest income, as reported (GAAP) | 397,275 | 412,418 | 465,819 | 1,665,478 | 1,655,640 |
| Non-interest income, as reported (GAAP) | 52,691 | 58,664 | 52,796 | 225,729 | 206,793 |
| Less: (Gains) losses on available for sale and held to maturity securities transactions, net (pre-tax) | (877) | 443 | 7 | (401) | (95) |
| Less: Net gains on sales of office buildings (pre-tax) | — | (6,721) | — | (6,721) | — |
| Non-interest income, as adjusted (Non-GAAP) | \$51,814 | \$52,386 | \$52,803 | \$218,607 | \$206,698 |
| Gross operating income, as adjusted (Non-GAAP) | 449,089 | 464,804 | 518,622 | 1,884,085 | 1,862,338 |
| Efficiency ratio (Non-GAAP) | 60.70% | 56.72% | 49.30% | 56.62% | 50.55% |
| Annualized pre-provision net revenue / average assets | | | | | |
| Net interest income, as reported (GAAP) | \$397,275 | \$412,418 | \$465,819 | \$1,665,478 | \$1,655,640 |
| Non-interest income, as reported (GAAP) | 52,691 | 58,664 | 52,796 | 225,729 | 206,793 |
| Less: Non-interest expense, as reported (GAAP) | 340,421 | 267,133 | 266,240 | 1,162,691 | 1,024,949 |
| Pre-provision net revenue (GAAP) | \$109,545 | \$203,949 | \$252,375 | \$728,516 | \$837,484 |
| Average assets | \$61,113,553 | \$61,391,688 | \$56,913,215 | \$61,065,897 | \$52,182,310 |
| Annualized pre-provision net revenue / average assets (GAAP) | 0.72% | 1.33% | 1.77% | 1.19% | 1.60% |
| Annualized pre-provision net revenue / average assets, as adjusted | | | | | |
| Pre-provision net revenue (GAAP) | \$109,545 | \$203,949 | \$252,375 | \$728,516 | \$837,484 |
| Add: FDIC Special assessment (pre-tax) | 50,297 | — | — | 50,297 | — |
| Add: Restructuring charge (pre-tax) | (538) | (675) | — | 9,969 | — |
| Add: Merger-related expenses (pre-tax) | 10,000 | — | 7,372 | 14,133 | 71,203 |
| Add: Amortization of tax credit investments (pre-tax) | 4,547 | 4,191 | 3,213 | 18,009 | 12,407 |
| Add: Litigation reserve (pre-tax) | 3,540 | — | — | 3,540 | — |
| Less: (Gains) losses on available for sale and held to maturity securities transactions, net (pre-tax) | (877) | 443 | 7 | (401) | (95) |
| Less: Net gains on sales of office buildings (pre-tax) | — | (6,721) | — | (6,721) | — |
| Pre-provision net revenue, as adjusted (Non-GAAP) | 176,514 | 201,187 | 262,967 | 817,342 | 920,999 |
| Average assets | \$61,113,553 | \$61,391,688 | \$56,913,215 | \$61,065,897 | \$52,182,310 |
| Annualized pre-provision net revenue / average assets, as adjusted (Non-GAAP) | 1.16% | 1.31% | 1.85% | 1.34% | 1.76% |



Non-GAAP Reconciliations to GAAP Financial Measures

(\$ in thousands, except for share data)

| | As of | | | | | |
|--|----------------------|-----------------------|------------------|-------------------|----------------------|----------------------|
| | December 31, 2023 | September 30, 2023 | June 30, 2023 | March 31, 2023 | December 31, 2022 | December 31, 2021 |
| Tangible book value per common share (Non-GAAP): | | | | | | |
| Common shares outstanding | 507,709,927 | 507,660,742 | 507,619,430 | 507,762,358 | 506,374,478 | 421,437,068 |
| Shareholders' equity | \$6,701,391 | \$6,627,299 | \$6,575,184 | \$6,511,581 | \$6,400,802 | \$5,084,088 |
| Less: Preferred Stock | 209,691 | 209,691 | 209,691 | 209,691 | 209,691 | 209,691 |
| Less: Goodwill and other intangible assets | 2,029,267 | 2,038,202 | 2,046,882 | 2,056,107 | 2,066,392 | 1,529,394 |
| Tangible common shareholders' equity (Non-GAAP) | \$4,462,433 | \$4,379,406 | \$4,318,611 | \$4,245,783 | \$4,124,719 | \$3,344,981 |
| Tangible book value per common share (Non-GAAP): | \$8.79 | \$8.63 | \$8.51 | \$8.36 | \$8.15 | \$7.94 |
| Book value per common share (GAAP) | \$12.79 | \$12.64 | \$12.54 | \$12.41 | \$12.23 | \$11.57 |
| Tangible common equity to tangible assets (Non-GAAP): | | | | | | |
| Tangible common shareholders' equity (Non-GAAP) | \$4,462,433 | \$4,379,406 | \$4,318,611 | \$4,245,783 | \$4,124,719 | \$3,344,981 |
| Total assets | 60,934,872 | 61,183,352 | 61,703,693 | 64,309,573 | 57,462,749 | 43,421,849 |
| Less: Goodwill and other intangible assets | 2,029,267 | 2,038,202 | 2,046,882 | 2,056,107 | 2,066,392 | 1,529,394 |
| Tangible assets (Non-GAAP) | 58,905,605 | 59,145,150 | 59,656,811 | 62,253,466 | 55,396,357 | 41,892,455 |
| Tangible common equity to tangible assets (Non-GAAP) | 7.58% | 7.40% | 7.24% | 6.82% | 7.45% | 7.98% |

(\$ in thousands, except for share data)

| | As of | | |
|--|----------------------|----------------------|----------------------|
| | December 31, 2020 | December 31, 2019 | December 31, 2018 |
| Tangible book value per common share (Non-GAAP): | | | |
| Common shares outstanding | 403,858,998 | 403,278,390 | 331,431,217 |
| Shareholders' equity | \$4,592,120 | \$4,384,188 | \$3,350,454 |
| Less: Preferred Stock | 209,691 | 209,691 | 209,691 |
| Less: Goodwill and other intangible assets | 1,452,891 | 1,460,397 | 1,161,655 |
| Tangible common shareholders' equity (Non-GAAP) | \$2,929,538 | \$2,714,100 | \$1,979,108 |
| Tangible book value per common share (Non-GAAP): | \$7.25 | \$6.73 | \$5.79 |
| Book value per common share (GAAP) | \$10.85 | \$10.35 | \$9.48 |
| Tangible common equity to tangible assets (Non-GAAP): | | | |
| Tangible common shareholders' equity (Non-GAAP) | \$2,929,538 | \$2,714,100 | \$1,979,108 |
| Total assets | 40,693,576 | 37,436,020 | 31,863,088 |
| Less: Goodwill and other intangible assets | 1,452,891 | 1,460,397 | 1,161,655 |
| Tangible assets (Non-GAAP) | \$39,240,685 | \$35,975,623 | \$30,701,433 |
| Tangible common equity to tangible assets (Non-GAAP) | 7.47% | 7.54% | 6.45% |



For More Information

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