

NATIONAL BANK OF CANADA

ANALYST AND INVESTOR PRESENTATION Q4-2016 CONFERENCE CALL

Friday, December 2, 2016 – 11:00 am



CAUTION REGARDING FORWARD-LOOKING STATEMENTS

From time to time, the Bank makes written and oral forward-looking statements, such as those contained in the Outlook for National Bank and the Major Economic Trends sections of this Annual Report, in other filings with Canadian securities regulators, and in other communications, for the purpose of describing the economic environment in which the Bank will operate during fiscal 2017 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. economies—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 2017 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 targets, including 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 agencies.

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 credit risk, market risk, liquidity and funding risk, operational risk, regulatory compliance risk, reputation risk, strategic risk and environmental risk, all of which are described in more detail in the Risk Management section beginning on page 48 of this 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; changes in the accounting policies the Bank uses 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 evolving cyber attack risk.

The foregoing list of risk factors is not exhaustive. Additional information about these factors can be found in the Risk Management section of this 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 other purposes.



ADJUSTED RESULTS ⁽¹⁾	Q4 16	Q3 16	Q4 15	QoQ	YoY	<u> </u>	Strong performance in all business segments
Net Income ⁽²⁾	463	486	417	(5%)	11%		segments
Diluted EPS	\$1.24	\$1.33	\$1.16	(7%)	7%		Net income up 11%
Provision for Credit Losses	59	45	61	31%	(3%)		Solid ROE at 17.4%
Return on Equity	17.4%	19.0%	16.6%				CET1 ratio at 10.1%
Common Equity Tier 1 Ratio Under Basel III	10.1%	9.9%	9.9%				
Leverage ratio	3.7%	3.7%	3.7%				Dividend increase of \$0.01 to \$0.56
Liquidity coverage ratio	134%	137%	131%				
Dividend Payout ⁽³⁾	49.7%	49.9%	42.9%				

- (1) Excluding specified items (see Appendix 1, page 24)
- (2) Net income before non-controlling interests
- (3) Trailing 4 quarters



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	> 10%
Leverage ratio	> 3.5%
Dividend payout ratio	40% to 50%
Liquidity coverage ratio	> 100%



FINANCIAL REVIEW

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



PERFORMANCE SNAPSHOT – Q4 2016

(millions of dollars)

ADJUSTED ⁽¹⁾	Q4 16	Q3 16	Q4 15	QoQ	YoY
Revenues ⁽²⁾	1,632	1,610	1,473	1%	11%
Expenses	954	932	869	2%	10%
Net Income	463	486	417	(5%)	11%
Diluted EPS	\$1.24	\$1.33	\$1.16	(7%)	7%
ROE	17.4%	19.0%	16.6%		

REPORTED	Q4 16	Q3 16	Q4 15	QoQ	YoY
Specified Items	(156)	(8)	(70)		
Net Income	307	478	347	(36%)	(12%)
Diluted EPS	\$0.78	\$1.31	\$0.95	(40%)	(18%)
ROE	11.0%	18.7%	13.6%		

- Adjusted revenues up 11% YoY
- ☐ 1% positive operating leverage
- □ Adjusted net income of \$463 million up 11% YoY
- □ Adjusted diluted EPS of \$1.24 up 7% YoY



⁽¹⁾ Excluding specified items (see Appendix 1, page 24)

⁽²⁾ Taxable equivalent basis

PERFORMANCE SNAPSHOT – FY 2016

(millions of dollars)

ADJUSTED ⁽¹⁾	12M 16	12M 15	YoY
Revenues ⁽²⁾	6,279	5,982	5%
Expenses	3,653	3,505	4%
Net Income	1,613	1,682	(4%)
Diluted EPS	\$4.35	\$4.70	(7%)
ROE	15.5%	17.6%	

REPORTED	12M 16	12M 15	YoY
Specified Items	(357)	(63)	
Net Income	1,256	1,619	(22%)
Diluted EPS	\$3.29	\$4.51	(27%)
ROE	11.7%	16.9%	

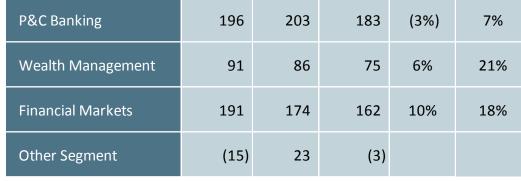
- □ Adjusted revenues up 5%
- □ 1% positive operating leverage

⁽¹⁾ Excluding specified items (see Appendix 1, page 24)

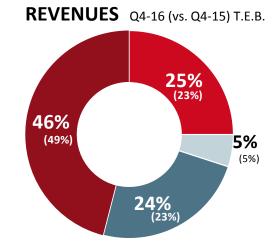
⁽²⁾ Taxable equivalent basis

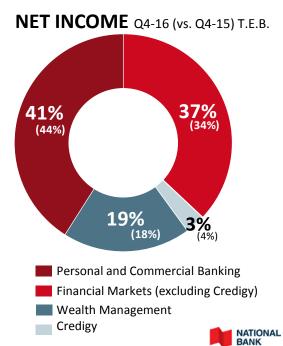
INCOME STATEMENT OVERVIEW — Q4 2016 (Excluding specified items)

(millions of dollars)	Q4 16	Q3 16	Q4 15	QoQ	YoY
Revenues ⁽¹⁾	1,632	1,610	1,473	1%	11%
P&C Banking	740	739	721	-	3%
Wealth Management	375	362	340	4%	10%
Financial Markets	481	440	404	9%	19%
Other Segment	36	69	8		
Net Income	463	486	417	(5%)	11%
P&C Banking	196	203	183	(3%)	7%
Wealth Management	91	86	75	6%	21%



(1) Taxable equivalent basis





Powering your ideas

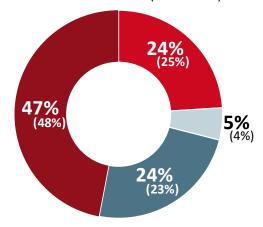
INCOME STATEMENT OVERVIEW — FY 2016 (Excluding specified items)

(millions of dollars)	12M 16	12M 15	YoY
Revenues (1)	6,279	5,982	5%
P&C Banking	2,901	2,827	3%
Wealth Management	1,450	1,392	4%
Financial Markets	1,801	1,720	5%
Other Segment	127	43	

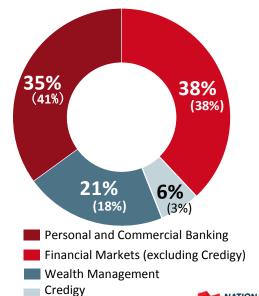
Net Income	1,613	1,682	(4%)
P&C Banking ⁽²⁾	574	711	(19%)
Wealth Management	347	322	8%
Financial Markets	720	714	1%
Other Segment	(28)	(65)	

- (1) Taxable equivalent basis
- (2) Excluding sectoral provision for credit losses, 12M-16 net income of \$757 million, up 6% YoY

REVENUES 12M-16 (vs. 12M-15) T.E.B.



NET INCOME 12M-16 (vs. 12M-15) T.E.B.

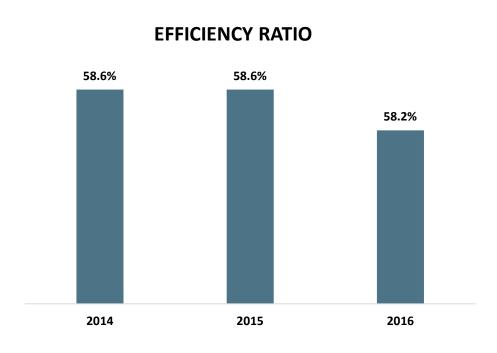


NATIONAL BANK

Powering your ideas

NON INTEREST EXPENSES (Excluding specified items)

(millions of dollars)	Q4 16	Q3 16	Q4 15	QoQ	YoY	12M 16	12M 15	YoY
Salaries and Staff Benefits	554	553	513	-	8%	2,151	2,147	-
Technology, Professional and Servicing Fees	221	203	191	9%	16%	817	720	13%
Other Expenses	179	176	165	2%	8%	685	638	7%
Non Interest Expense	954	932	869	2%	10%	3,653	3,505	4%



- □ Higher expenses YoY resulting from technology investments, professional fees and expenses related to the activities of the new ABA subsidiary
- 1% positive operating leverage YTD
- □ Q4 2016 efficiency ratio at 58.5%, an improvement of 50 bps YoY
- 2016 efficiency ratio at 58.2%, an improvement of 40 bps



RESTRUCTURING & SAVINGS

- Pursuing restructuring initiatives to:
 - Accelerate transformation plan
 - Meet clients' changing needs
 - Achieve greater operating efficiencies
- □ Restructuring initiatives primarily focused on:
 - Increasing advisor productivity
 - Optimize premises
 - Simplify structure, processes, reports and forms
- □ Better positioned for long-term growth and sustained success in key markets

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Q4 16 charge breakdown: □ Restructuring: □ Write-off of intangible assets:	\$131 million \$44 million \$175 million
Impact on CET1 ratio:	14 bps
Savings allocation per segment:	60% in P&C25% in Wealth management15% in Financial markets
Total charges (pre tax): Q4 15: Q4 16:	\$85 million \$175 million \$260 million
Cumulative savings: - FY2016: - Expected in FY2017: - Expected in FY2018:	\$25 million ⁽¹⁾ \$135 million (\$35M ⁽¹⁾ + \$100M ⁽²⁾) \$155 million (\$35M ⁽¹⁾ + \$120M ⁽²⁾)

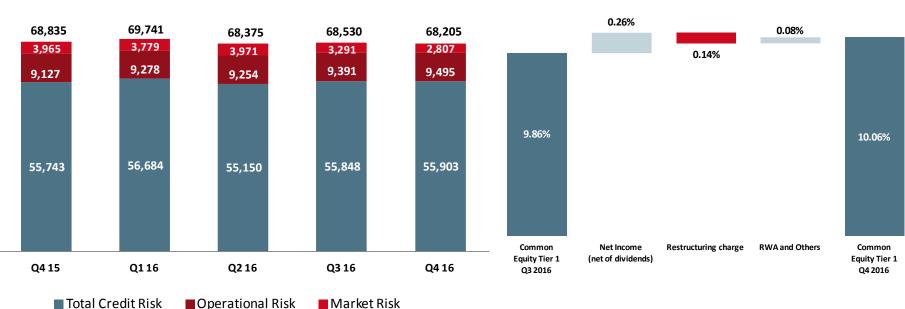
- (1) Related to Q4-2015 charge
- (2) Related to Q4-2016 charge



STRONG CAPITAL POSITION

TOTAL RISK-WEIGHTED ASSETS UNDER BASEL III

COMMON EQUITY TIER 1 UNDER BASEL III ASEL III EVOLUTION (QoQ)



- □ Common Equity Tier 1 ratio at 10.1%
- ☐ Total capital ratio at 15.3%
- ☐ Leverage ratio at 3.7%



RISK MANAGEMENT

William Bonnell Executive Vice-President, Risk Management



LOAN PORTFOLIO OVERVIEW

(billions of dollars)	Q4 16	% of Total
Retail mortgages & HELOC	58.3	46%
Secured by non real estate	4.6	3%
Credit cards	2.0	2%
Other retail	7.9	6%
Total Retail	72.8	57%

(billions of dollars)	Q4 16	% of Total
Real Estate	8.3	6%
Retail & Wholesale Trade	4.9	4%
Agriculture	4.6	4%
Manufacturing	3.6	3%
Oil & Gas	2.1	2%
Education & Health Care	2.6	2%
Other ⁽¹⁾	28.1	22%
Total Wholesale	54.2	43%
Total Gross Loans and Acceptances	127.0	100%

- Modest exposure to unsecured retail lending
- Wholesale portfolio is well-diversified across industries
- □ O&G Producer/Services account for 1.7% of total loans

Oil & Gas (billions of dollars)	Q4 16	% of total
O&G Corporate	0.7	0.5%
O&G Commercial	1.3	1.0%
O&G Services	0.1	0.1%
Total	2.1	1.7%



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

REGIONAL DISTRIBUTION OF CANADIAN LOANS

As at October 31, 2016

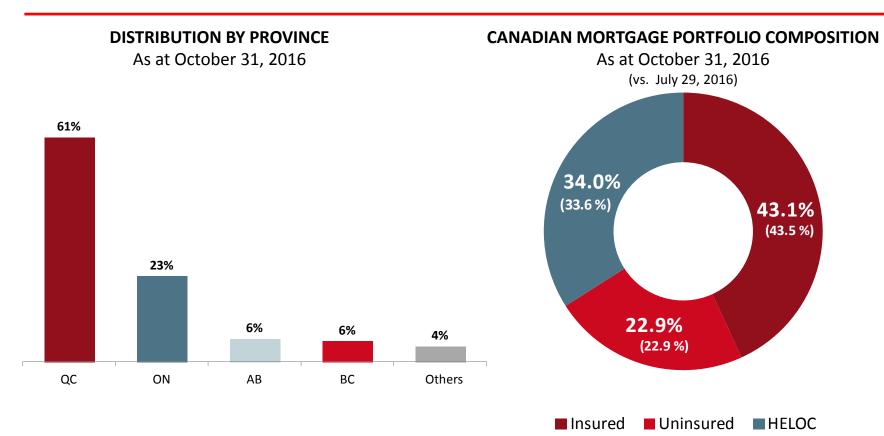
	RETAIL						
REGION	RM + HELOC	Other Retail	Other Wealth Mgt	Oil & Gas Sector	Commercial	Other ⁽¹⁾	TOTAL
QC / ON	38.9%	8.1%	2.3%	0.1%	21.1%	11.0%	81.5%
Oil Regions (AL/SK/NL)	3.4%	0.4%	0.3%	1.6%	0.8%	3.3%	9.8%
BC / MB	2.8%	0.4%	0.5%	0.0%	0.6%	1.5%	5.8%
Maritimes (NB/NS/PE)	1.1%	0.4%	0.1%	0.0%	0.6%	0.7%	2.9%

⁽¹⁾ Other Wholesale in the oil regions includes Financial Markets securitization activity of insured mortgages

- ☐ Loan portfolio concentrated in regions with stronger job growth
- ☐ Limited small commercial or unsecured retail lending in the oil regions



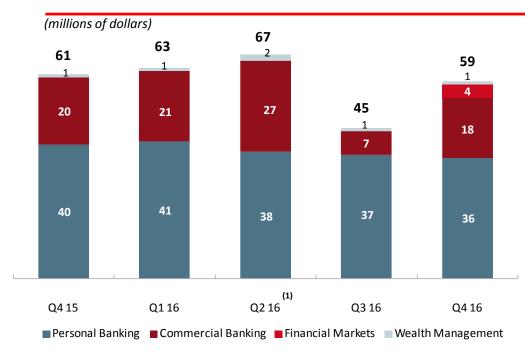
RETAIL MORTGAGE AND HELOC PORTFOLIO



- ☐ The average Loan to Value on the HELOC and uninsured mortgage portfolio was approximately 59%
- ☐ Less than \$250 million of second lien mortgages



PROVISION FOR CREDIT LOSSES



(1) Excluding sectoral provision for non-impaired loans of \$250 million before taxes

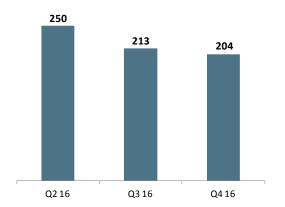
PCLs (in bps)	Q4 16	Q3 16	Q2 16	Q1 16	Q4 15
Personal Banking	24	24	26	27	27
Commercial Banking	23	10	35	28	26
Wealth Management	4	3	7	5	3
Financial Markets	6	-	-	-	-
Total Specific Provisions	19	15	23	21	21

HIGHLIGHTS

- ☐ 19 bps of specific provisions
- □ \$9 million transferred from the Oil & Gas sectoral allowance
- □ \$4 million PCLs in Credigy's performing portfolio
- Maintain PCLs target of 20-30bps for the next 2 quarters

OIL AND GAS SECTORAL ALLOWANCE

(millions of dollars)

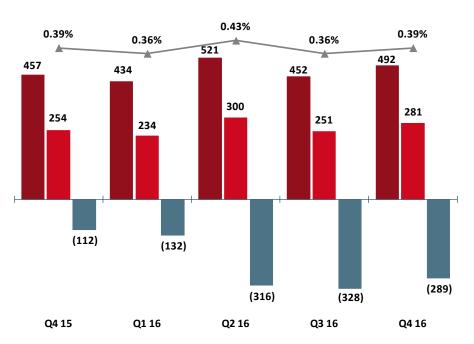




IMPAIRED LOANS AND BA'S AND FORMATION

(millions of dollars)

IMPAIRED LOANS AND BA'S



■ Gross Impaired Loans
■ Impaired Loans before collective allowance for unimpaired loans
■ Impaired Loans, net of individual, sectoral and collective allowances
■ Gross Impaired Loans as a % of Loans and BA's

IMPAIRED LOANS AND BA'S FORMATION (1)

(millions of dollars)	Q4 16	Q3 16	Q2 16	Q1 16	Q4 15
Retail	17	11	21	23	23
Commercial (excluding O&G)	24	(23)	3	(35)	(6)
Oil & Gas	36	29	86	30	25
Corporate Banking	-	-	-	-	-
Wealth Management	2	(1)	3	4	1
Other	1	1	-	-	-
Total	80	17	113	22	43

(1) Formations include new accounts, disbursements, principal repayments, and exchange rate fluctuation and exclude write-offs.

- ☐ GIL ratio stable YoY at 39bps
- ☐ One new impaired formation in O&G sector



BUSINESS SEGMENT REVIEW

Jean Dagenais Senior Vice-President, Finance



PERSONAL AND COMMERCIAL BANKING

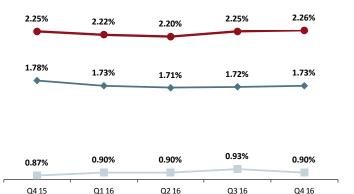
(millions of dollars)	Q4 16	Q3 16	Q4 15	QoQ	YoY
Revenues	740	739	721	-	3%
Personal Banking	349	344	347	1%	1%
Commercial Banking	269	272	261	(1%)	3%
Credit Card	93	92	88	1%	6%
Insurance	29	31	25	(6%)	16%
Operating Expenses	418	417	411	-	2%
Pre-provisions / Pre-tax	322	322	310	-	4%
Provisions for Credit Losses	54	44	60	23%	(10%)
Net Income	196	203	183	(3%)	7%
Key Metrics (billions of dollars)	Q4 16	Q3 16	Q4 15	QoQ	YoY
Loans & BAs (avg vol.)	91.3	90.8	88.6	1%	3%
Loans & BAs (avg vol.) excluding Oil & Gas sector	90.1	89.3	86.3	1%	4%
Deposits (avg vol.)	50.6	49.3	45.7	3%	11%
Efficiency Ratio (%)	56.5%	56.4%	57.0%		

HIGHLIGHTS

- □ Revenues up 3% YoY due to:
 - Strong loan and deposit volume growth
 - Higher insurance revenues due to gain on disposal of investments
 - Lower BA's revenues due to Energy
- □ Net interest margin up 1 bp QoQ
- □ Operating leverage at 1%
- □ PCL down 10% YoY

→NIM

P&C MARGINS EVOLUTION (1)



---Loans

(1) NIM is on Earning Assets



Deposits

WEALTH MANAGEMENT (1)

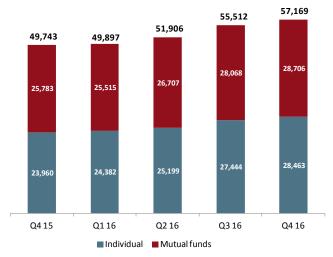
(millions of dollars)	Q4 16	Q3 16	Q4 15	QoQ	YoY
Revenues	375	362	340	4%	10%
Fee-based	212	202	195	5%	9%
Transaction & Others	65	66	64	(2%)	2%
Net Interest Income	98	94	81	4%	21%
Operating Expenses	250	245	238	2%	5%
Provision for Credit Losses	1	1	1		
Net Income	91	86	75	6%	21%
Key Metrics (billions of dollars)	Q4 16	Q3 16	Q4 15	QoQ	YoY
Loans & BAs (avg vol.)	9.4	9.4	9.1	0%	4%
Deposits (avg vol.)	29.6	28.3	24.9	5%	19%
Asset Under Administration	341	332	308	3%	11%
Asset Under Management	57	56	50	3%	15%
Efficiency Ratio (%)	66.7%	67.7%	70.0%		

⁽¹⁾ Excluding specified items

YoY HIGHLIGHTS

- □ Revenues up 10% mainly due to:
 - 9% growth fee-based revenues
 - Higher NII (+21%)
- Good cost control
- □ Solid net income growth, up 21%
- □ Assets under management show good momentum
- □ 66.7% efficiency ratio down 330 bps

ASSETS UNDER MANAGEMENT (\$M)





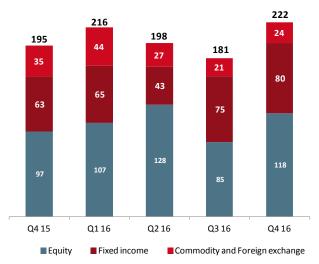
FINANCIAL MARKETS

(millions of dollars)	Q4 16	Q3 16	Q4 15	QoQ	YoY
Revenues	481	440	404	9%	19%
Trading	222	181	195	22%	14%
Banking Services	91	84	79	8%	15%
Financial Market Fees	74	93	57	(20%)	30%
Gains on AFS Securities	5	7	(10)		
Credigy	80	70	70	14%	14%
Other	9	5	13		
Operating Expenses	213	198	184	8%	16%
Provision for Credit Losses	4	-	-		
Net Income	191	174	162	10%	18%
Other Metrics (in millions)	Q4 16	Q3 16	Q4 15	QoQ	YoY
CVA / DVA	(6.4)	(6.3)	6.5		
Proprietary Trading	(3.0)	(1.0)	0.9		
Loans & BAs (avg vol.) Corporate banking	13,364	13,234	10,985	1%	22%
Efficiency Ratio (%)	44.3%	45.0%	45.5%		

YOY HIGHLIGHTS

- Higher trading revenues driven by equity derivatives, interest rate derivatives and fixed income trading
- □ Strong performance from investment banking with an active market for new equity issues and M&A
- ☐ Higher banking services revenues on solid balance sheet growth

TRADING REVENUES (\$M)





APPENDIX



APPENDIX 1 DETAIL OF SPECIFIED ITEMS

(millions of dollars)	Q4 15	Q1 16	Q2 16	Q3 16	Q4 16
Wealth Management acquisitions	(6)	(9)	(7)	(7)	(9)
Items related to TMX	(1)	(18)	-	(1)	(2)
MAV and Other Notes	(2)	(2)	(3)	(2)	(2)
Litigation provisions	-	-	-	-	(25)
Write-off of Intangible Assets	-	-	-	-	(44)
Restructuring charge	(86)	-	-	-	(131)
Write-off of an equity interest in an associate	-	(164)	-	-	-
Income Before Income Taxes	(95)	(193)	(10)	(10)	(213)
Income Taxes	25	27	1	2	57
Impact of changes to tax measures	-	-	(18)	-	-
Net Income	(70)	(166)	(27)	(8)	(156)
EPS Impact	(0.21)	(0.50)	(0.08)	(0.02)	(0.46)



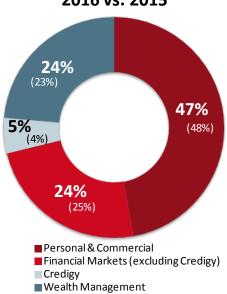
APPENDIX 2 | FY 2016 INCOME STATEMENT (1)

(taxable equivalent basis)

	Perso	ersonal & Commercial Wealth Management Financial Markets				Wealth Management			rkets
(millions of dollars)	FY 2016	FY 2015	YoY	FY 2016	FY 2015	YoY	FY 2016	FY 2015	YoY
Revenues	2,901	2,827	2.6%	1,450	1,392	4.2%	1,801	1,720	4.7%
Operating Expenses	1,640	1,630	0.6%	976	955	2.2%	796	743	7.1%
PCLs (2)	475	225	111.1%	5	3	66.7%	4	-	
Net Income	574	711	-19.3%	347	322	7.8%	720	714	0.8%

Revenues

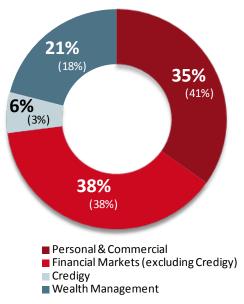
2016 vs. 2015



- (1) Excluding specified items
- (2) Including the Q2-16 sectoral loss of \$250M (\$183M after taxes)

Net Income

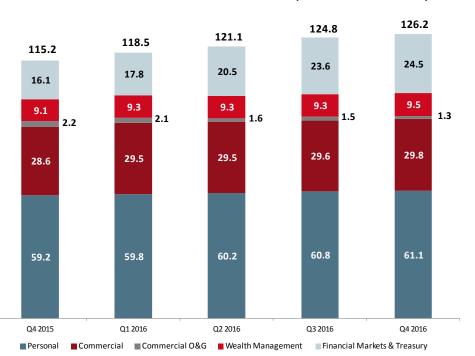
2016 vs. 2015





(billions of dollars)

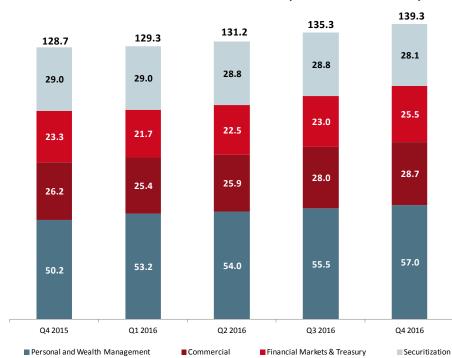
LENDING - LOANS AND BAS (MONTH END BALANCE)



YoY growth:

Personal and Wealth Management	4%
Commercial, Financial Markets & Treasury	23%
Commercial O&G	-39%

FUNDING - DEPOSITS AND BAS (MONTH END BALANCE)



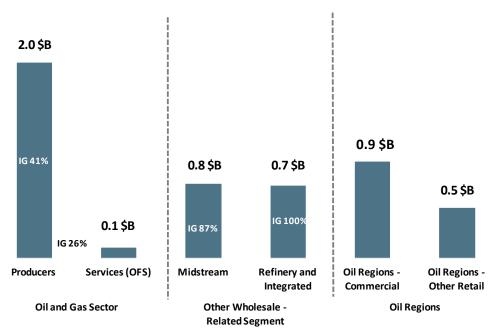
YoY growth:

Personal and Wealth Management	12%
Commercial, Financial Markets & Treasury	2%
Securitization	3%



APPENDIX 4 OIL & GAS SECTOR & RELATED SEGMENTS





HIGHLIGHTS

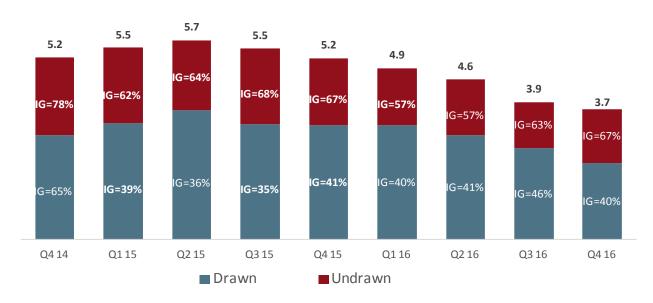
- → 41% of loans to producers and 26% to servicers rated investment grade.
- Majority of loans in the other wholesale related segments have investment grade rating
- Modest unsecured retail exposure in the region

Note: IG refers to investment grade equivalent AIRB ratings



APPENDIX 5 | PRODUCERS & SERVICES

HISTORICAL TREND IN EXPOSURES AT DEFAULT (\$B)



HIGHLIGHTS

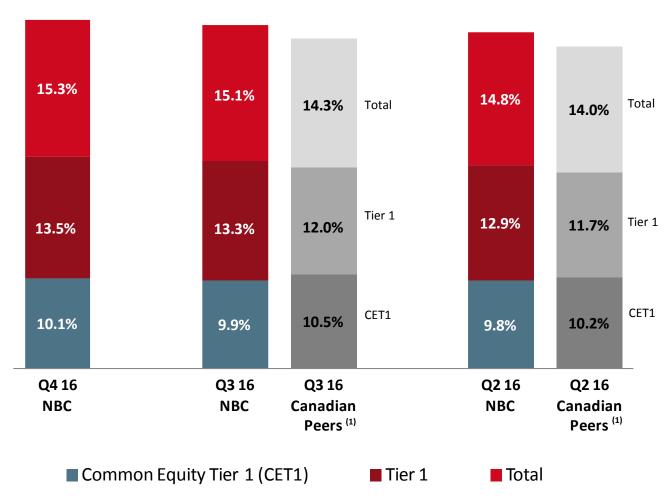
- Proactive management
- □ Sectoral provision for non-impaired loans represents 11% of total drawn loans and 18% of non-investment grade drawn loans in this portfolio
- □ Comfortable with the overall level of provisions for this portfolio

Note: Based on AIRB estimates of exposures at default



APPENDIX 6 COMPARATIVE PERFORMANCE – Capital Ratios

CAPITAL RATIOS UNDER BASEL III

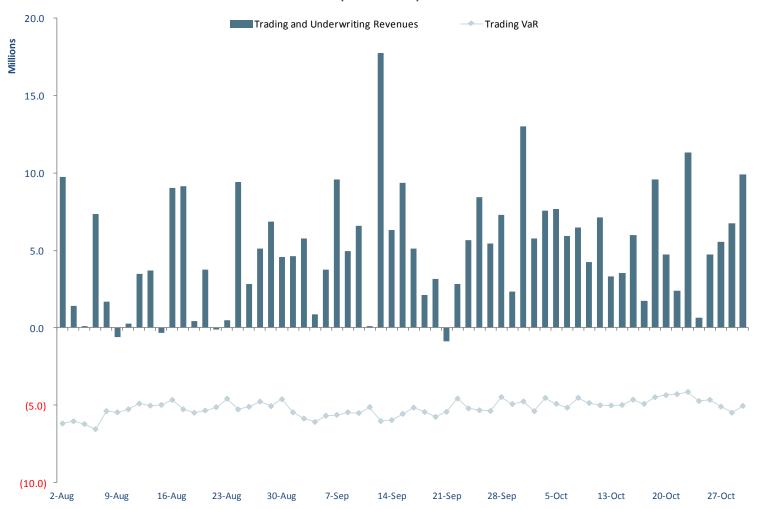


⁽¹⁾ Weighted average ratios of Royal Bank of Canada, Toronto-Dominion Bank, Bank of Nova Scotia, Bank of Montreal, and Canadian Imperial Bank of Commerce



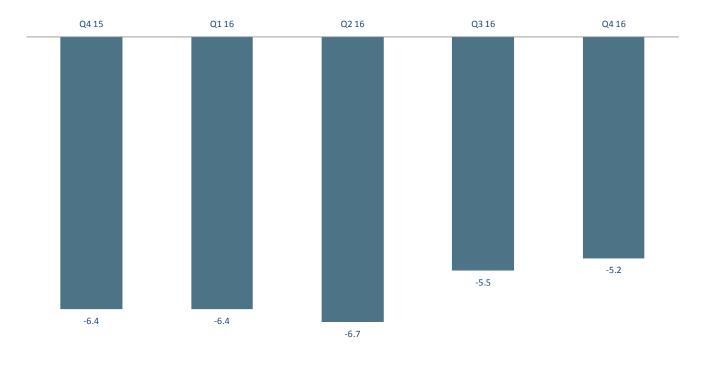
DAILY TRADING and UNDERWRITING REVENUES vs VaR







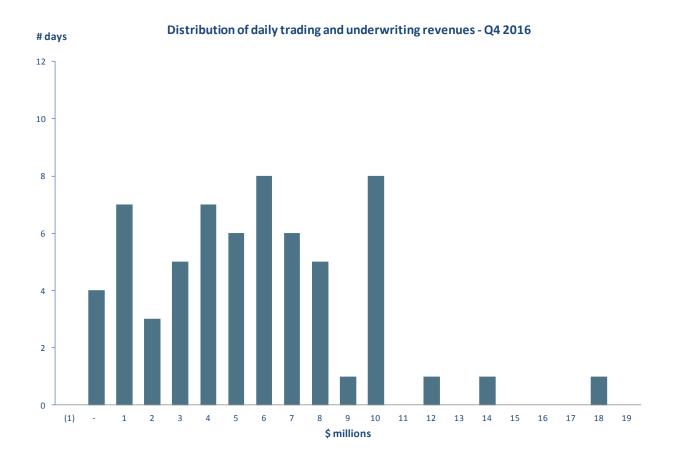
Trading VaR Quarterly Average







APPENDIX 9 TRADING P&L RESULTS







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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