



LEGACYTEXAS
FINANCIAL GROUP, INC.™

2015 Annual Meeting of Shareholders

May 18, 2015



Safe harbor statement

When used in filings by LegacyTexas Financial Group, Inc. (the "Company") with the Securities and Exchange Commission (the "SEC"), in the Company's press releases or other public or stockholder communications, and in oral statements made with the approval of an authorized executive officer, the words or phrases "will likely result," "are expected to," "will continue," "is anticipated," "estimate," "project," "intends" or similar expressions are intended to identify "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements are subject to certain risks and uncertainties that could cause actual results to differ materially from historical earnings and those presently anticipated or projected, including, among other things: the expected cost savings, synergies and other financial benefits from the Company-LegacyTexas Group, Inc. merger (the "Merger") might not be realized within the expected time frames or at all and costs or difficulties relating to integration matters might be greater than expected; changes in economic conditions; legislative changes; changes in policies by regulatory agencies; fluctuations in interest rates; the risks of lending and investing activities, including changes in the level and direction of loan delinquencies and write-offs and changes in estimates of the adequacy of the allowance for loan losses; the Company's ability to access cost-effective funding; fluctuations in real estate values and both residential and commercial real estate market conditions; demand for loans and deposits in the Company's market area; fluctuations in the price of oil, natural gas and other commodities; competition; changes in management's business strategies and other factors set forth in the Company's filings with the SEC.

The Company does not undertake - and specifically declines any obligation - to publicly release the result of any revisions which may be made to any forward-looking statements to reflect events or circumstances after the date of such statements or to reflect the occurrence of anticipated or unanticipated events.

2014 highlights

Earnings¹

Core net income for 2014 up \$6.8 million, or 21%, from 2013

- Net interest income increased by \$14.8 million from 2013
- Excluding impact of merger costs, non-interest expense declined by \$413,000 from 2013

Profitability

Robust loan growth and disciplined expense management

- Healthy organic loan growth during 2014 with 29% year over year growth²
- Efficiency ratio of 57% with further positive operating leverage expected
- Core return on average assets of 1+¹

Asset quality²

Growth balanced with disciplined underwriting and risk management resulting in strong asset quality

- NPAs / loans + OREO: 0.91%
- NCOs / average loans: 0.02%

Capital

Capital ratios remain strong; provides dry powder for robust organic growth

- TCE / TA¹: 13.0%
- Tier 1 risk-based capital³: 15.1%

Source: Company Documents

¹ See the section labeled "Supplemental Information- Non-GAAP Financial Measures"

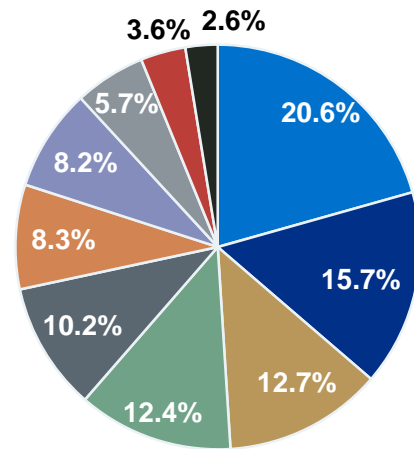
² All measures in this section exclude Warehouse Purchase Program loans

³ Calculated at the Company level, which is subject to the capital adequacy requirements of the Federal Reserve

DFW: Broad contributions across a wide range of industries

Employment by industry

- Trade, transportation and utilities
- Professional and business services
- Government
- Educational and health services
- Leisure and hospitality
- Manufacturing
- Financial activities
- Natural resources, mining & construction
- Other services
- Information



Source: Dallas Office of Economic Development

10 largest employers in DFW

Company	# employees	Industry
American Airlines	24,700	Transportation
Bank of America	20,000	Financial services
Texas Health Resources	19,230	Healthcare
Dallas Independent School District	18,314	Education
BAYLOR Health Care System	17,097	Healthcare
at&t	15,800	Telecommunications
LOCKHEED MARTIN	14,126	Manufacturing
JPMORGAN CHASE & CO.	13,500	Financial services
SOUTHWESTERN MEDICAL CENTER	13,122	Healthcare
Dallas Serving you!	12,836	Government

Source: DestinationDFW

Diverse business environment with employment across a broad set of industries without a heavy reliance on oil and gas

Annual Financial Highlights

(\$ in millions except for per share data)	Years Ended			Change from 2013	Change from 2012
	2012	2013	2014		
Selected balance sheet data					
Gross loans held for investment ¹	\$1,690.8	\$2,049.9	\$2,633.7	28.5%	55.8%
Total deposits	2,177.8	2,264.6	2,657.8	17.4%	22.0%
Selected profitability data					
Net interest income	\$115.8	\$118.2	\$133.0	12.5%	14.8%
NIM	3.61%	3.71%	3.78%	7bps	17bp
Non-interest income	29.6	21.8	20.7	(5.0%)	(29.8%)
Non-interest expense	87.7	88.9	98.1	10.4%	11.9%
Net income	35.2	31.7	31.3	(1.3%)	(11.2%)
Core net income ²	37.3	32.1	38.9	21.2%	4.3%
Basic EPS	\$0.98	\$0.83	\$0.82	(1.2%)	(16.3%)
Core EPS ²	\$1.04	\$0.85	\$1.03	21.2%	(1.0%)

Source: Company Documents

¹ Excludes Warehouse Purchase Program loans

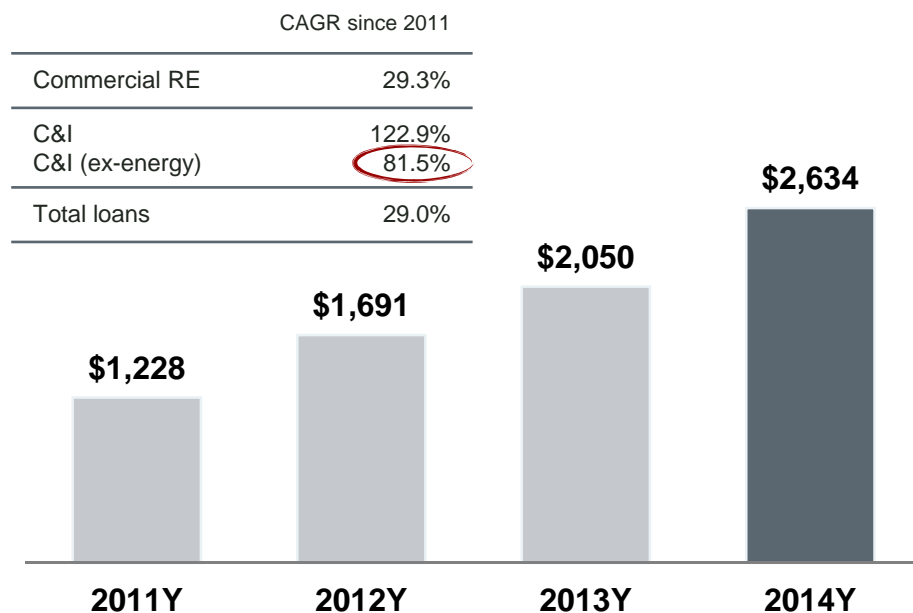
² See the section labeled "Supplemental Information- Non-GAAP Financial Measures"

Robust commercially focused growth

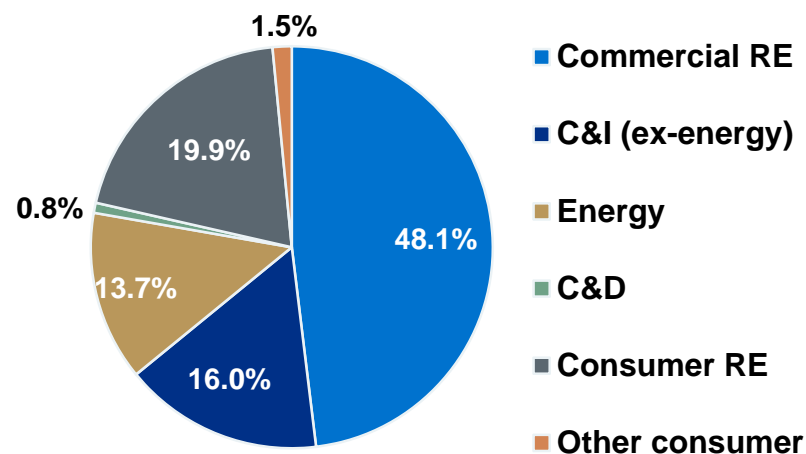
- Loans held for investment grew \$583.8 million to \$2.63 billion, or 28.5%, from December 31, 2013¹
- Commercial loans grew \$503.8 million to \$2.06 billion, or 32.3%, from December 31, 2013

(\$ in millions)

Total Loans HFI¹



As of December 31, 2014¹



Yield on loans: 5.07%

Source: Company Documents

¹ Excludes Warehouse Purchase Program loans

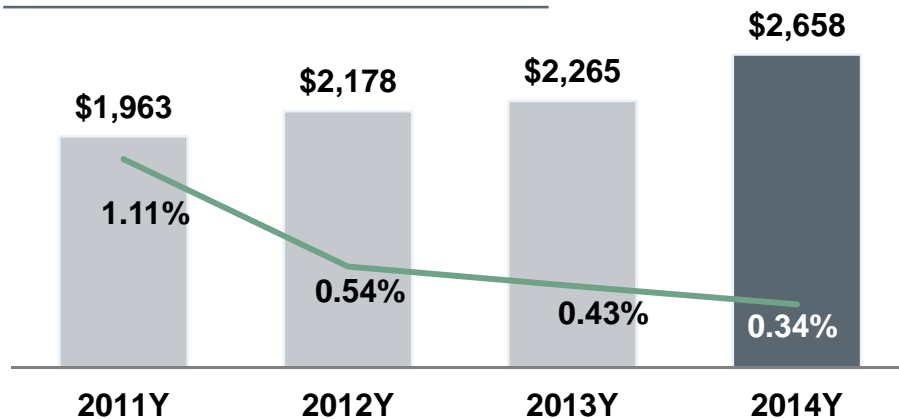
Core funded, low cost deposit base

- Deposits increased by \$393.2 million to \$2.66 billion, or 17.4%, from December 31, 2013, with growth in non-interest-bearing demand, savings and money market and time deposits
- Deposit costs decreased to 34bps for 2014, down from 1.11% in 2011

(\$ in millions)

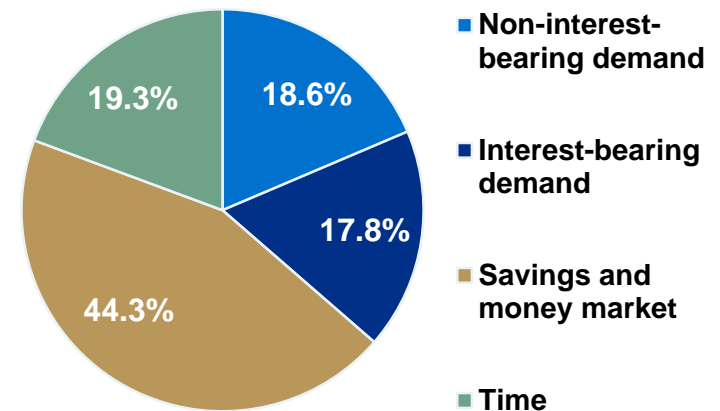
Total Deposits

	CAGR since 2011
Non-interest bearing demand	32.7%
Savings and MMDA	15.7%
Total deposits	10.6%



Source: Company Documents

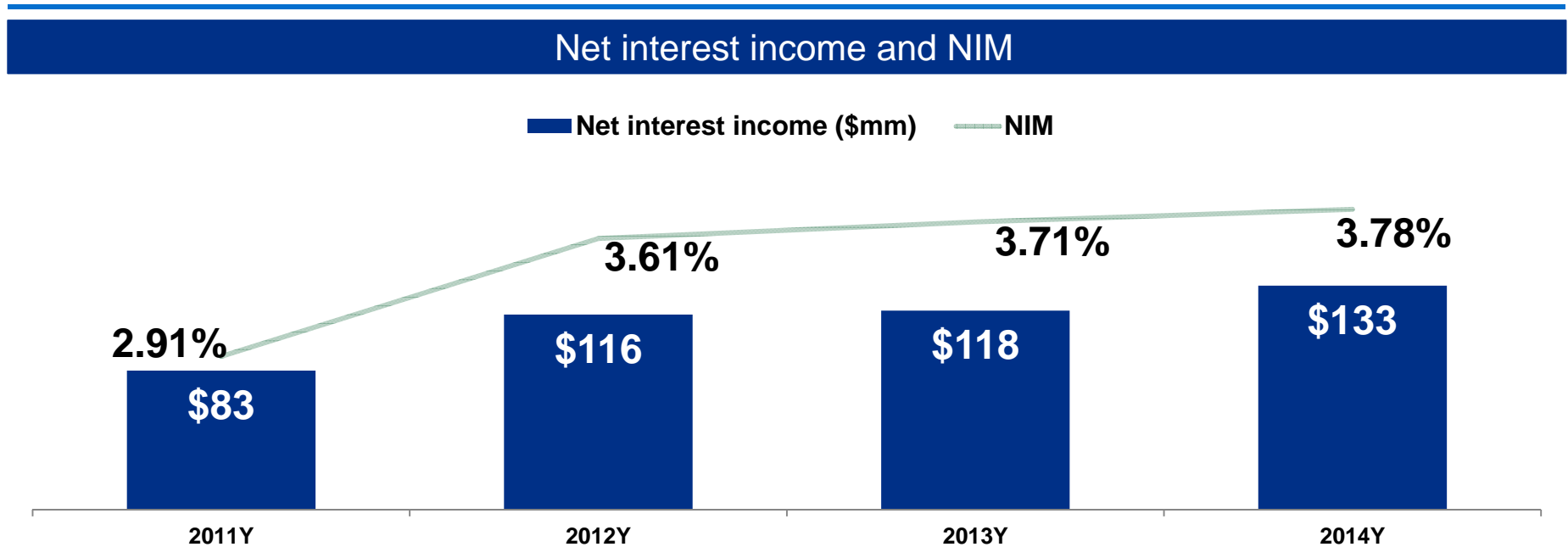
As of December 31, 2014



Cost of deposits: 0.34%

Solid net interest income growth

- Net interest income for 2014 increased by \$14.8 million to \$133.0 million, or 12.5%, from December 31, 2013
- Net interest margin for the year ended December 31, 2014 was 3.78%, a seven basis point increase from December 31, 2013

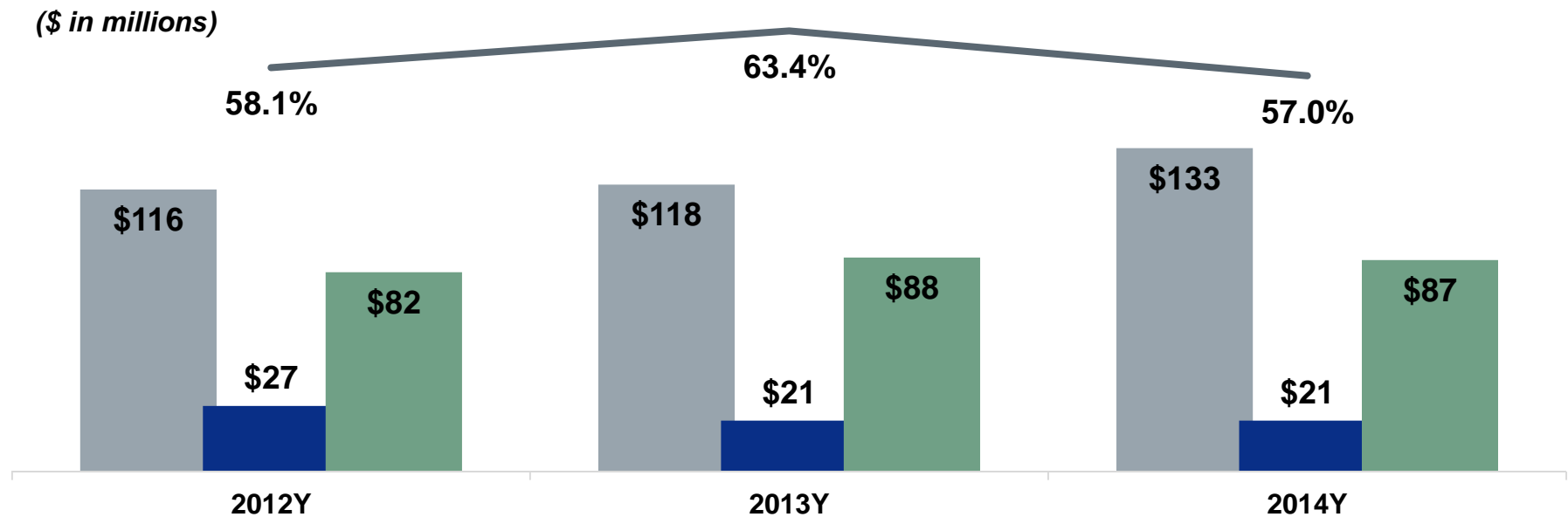


Source: Company Documents

Disciplined expense management

- 2014 core income (net interest and core non-interest income) increased by \$14.9 million from December 31, 2013. 2014 core non-interest expense decreased by \$690,000 from December 31, 2013.

■ Net interest income
 ■ Core non-interest income
 ■ Core non-interest expense
 — Efficiency ratio

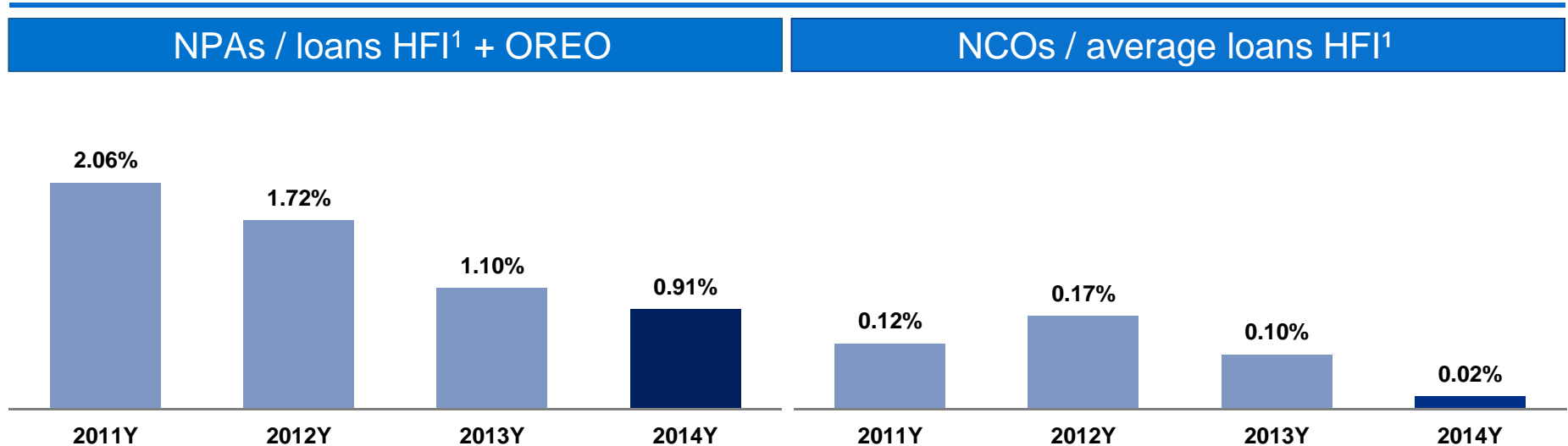


Source: Company Documents

Note: Core non-interest income and core non-interest expense exclude changes in the value of private equity funds, gains (losses) from securities transactions and fixed assets, goodwill impairment, merger and acquisition costs and one-time payroll costs. Efficiency ratio metrics exclude the aforementioned items, as well as gain (loss) on foreclosed assets and amortization of intangible assets.

Pristine asset quality

- Growth balanced with disciplined underwriting and risk management resulting in strong asset quality
- All of the key credit quality ratios remained strong, with asset quality metrics continuing to compare favorably to industry



Source: Company documents

¹ Held for investment, excluding Warehouse Purchase Program loans

Completion of LegacyTexas Merger

Leading market position...

#1

in Collin County among independent banks¹

#3

In Collin County among all banks

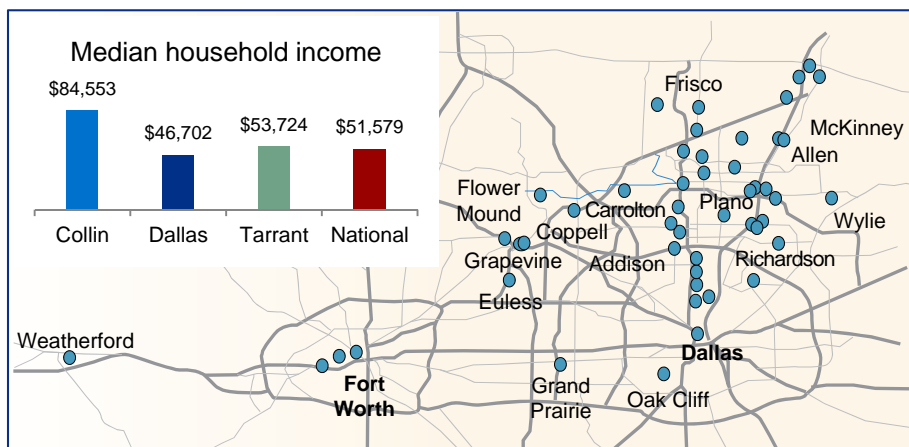
#3

among Texas based independent banks in DFW²

...in attractive Dallas markets

- #1 Fastest growing metro in the U.S. (Census)
- #1 Most affordable major metro area to live (Zip Realty)
- #4 Top metro creating middle class jobs (Forbes)
- #5 Largest metro for self-employment
- #5 Lowest cost of doing business in the U.S.
- #6 Largest concentration of tech workers in the U.S.

Dallas – Fort Worth MSA franchise



18 DFW companies in Fortune 500



Source: Company Documents

¹ Based on deposits market share of banks and thrifts headquartered in Texas

² Includes only banks and thrifts headquartered in the Dallas-Fort Worth-Arlington, TX MSA



Looking ahead

Expand our Texas footprint and solidify our deep-rooted culture

Focus on growth – organically and through selective acquisitions

Diversify income sources

Prudent and focused expense management

Maintain strong asset quality

Strategic capital deployment

Appendix

Supplemental Information – Non-GAAP Financial Measures (unaudited)

Reconciliation of Core (non-GAAP) to GAAP Net Income and Earnings per Share:

	At or For the Quarters Ended				
	December 31, 2014	September 30, 2014	June 30, 2014	March 31, 2014	December 31, 2013
	(Dollars in thousands, except per share amounts)				
GAAP net income available to common shareholders ¹	\$5,412	\$9,215	\$8,721	\$7,592	\$7,147
Distributed and undistributed earnings to participating securities ¹	54	97	97	90	97
Merger and acquisition costs	5,765	772	424	110	431
One-time payroll and severance costs	–	–	234	–	137
One-time (gain) loss on assets	(45)	(58)	415	7	(36)
Core (non-GAAP) net income	\$11,186	\$10,026	\$9,891	\$7,799	\$7,776
Average shares for basic earnings per share	38,051,511	37,971,790	37,873,671	37,775,677	37,686,866
GAAP basic earnings per share	\$0.14	\$0.24	\$0.23	\$0.20	\$0.19
Core (non-GAAP) basic earnings per share	\$0.29	\$0.26	\$0.26	\$0.21	\$0.21
Average shares for diluted earnings per share	38,275,814	38,203,508	38,121,374	38,019,519	37,911,775
GAAP diluted earnings per share	\$0.14	\$0.24	\$0.23	\$0.20	\$0.19
Core (non-GAAP) diluted earnings per share	\$0.29	\$0.26	\$0.26	\$0.21	\$0.21

	At or For the Years Ended				
	December 31, 2014	December 31, 2013	December 31, 2012	December 31, 2011	December 31, 2010
GAAP net income available to common shareholders ¹	\$30,942	\$31,294	\$35,135	\$26,205	\$17,635
Distributed and undistributed earnings to participating securities ¹	336	394	106	123	164
Merger and acquisition costs	7,071	431	2,683	306	–
Costs relating to sale of VPM	–	–	84	–	–
One-time payroll and severance costs	234	436	777	–	–
One-time (gain) loss on assets	319	(574)	(1,353)	(497)	135
Goodwill impairment	–	–	532	176	–
(Gain) loss on sale of available-for-sale securities	–	115	(659)	(4,074)	–
Core (non-GAAP) net income	\$38,902	\$32,096	\$37,305	\$22,239	\$17,934
Average shares for basic earnings per share	37,919,065	37,589,548	35,879,704	32,219,841	30,128,985
GAAP basic earnings per share	\$0.82	\$0.83	\$0.98	\$0.81	\$0.59
Core (non-GAAP) basic earnings per share	\$1.03	\$0.85	\$1.04	\$0.69	\$0.60
Average shares for diluted earnings per share	38,162,094	37,744,786	35,998,345	32,283,107	30,131,960
GAAP diluted earnings per share	\$0.81	\$0.83	\$0.98	\$0.81	\$0.59
Core (non-GAAP) diluted earnings per share	\$1.02	\$0.85	\$1.04	\$0.69	\$0.60

¹ Unvested share-based awards that contain nonforfeitable rights to dividends (whether paid or unpaid) are participating securities and are included in the computation of GAAP earnings per share pursuant to the two-class method described in ASC 260-10-45-60B.

Supplemental Information – Non-GAAP Financial Measures (unaudited)

Calculation of Tangible Book Value:

	At or For the Quarters Ended			
	December 31, 2014	September 30, 2014	June 30, 2014	March 31, 2014
	(Dollars in thousands, except per share amounts)			
Total shareholders' equity	\$568,223	\$564,127	\$557,412	\$550,099
Less: Goodwill	(29,650)	(29,650)	(29,650)	(29,650)
Less: Identifiable intangible assets, net	(813)	(910)	(1,005)	(1,127)
Total tangible shareholders' equity	\$537,760	\$533,567	\$526,757	\$519,322
Shares outstanding at end of period	40,014,851	40,006,941	39,995,720	39,946,560
Book value per share- GAAP	\$14.20	\$14.10	\$13.94	\$13.77
Tangible book value per share- Non-GAAP	\$13.44	\$13.34	\$13.17	\$13.00
Calculation of Tangible Equity to Tangible Assets:				
Total assets	\$4,164,114	\$3,950,524	\$3,951,244	\$3,603,588
Less: Goodwill	(29,650)	(29,650)	(29,650)	(29,650)
Less: Identifiable intangible assets, net	(813)	(910)	(1,005)	(1,127)
Total tangible assets	\$4,133,651	\$3,919,964	\$3,920,589	\$3,572,811
Equity to assets- GAAP	13.65%	14.28%	14.11%	15.27%
Tangible equity to tangible assets- Non-GAAP	13.01%	13.61%	13.44%	14.54%

	At or For the Years Ended			
	December 31, 2014	December 31, 2013	December 31, 2012	December 31, 2011
Total shareholders' equity	\$568,223	\$544,460	\$520,871	\$406,309
Less: Goodwill	(29,650)	(29,650)	(29,650)	(818)
Less: Identifiable intangible assets, net	(813)	(1,239)	(1,653)	(420)
Total tangible shareholders' equity	\$537,760	\$513,571	\$489,568	405,071
Shares outstanding at end of period	40,014,851	39,938,816	39,612,911	33,700,399
Book value per share- GAAP	\$14.20	\$13.63	\$13.15	\$12.06
Tangible book value per share- Non-GAAP	\$13.44	\$12.86	\$12.36	\$12.02
Calculation of Tangible Equity to Tangible Assets:				
Total assets	\$4,164,114	\$3,525,232	\$3,663,058	\$3,180,578
Less: Goodwill	(29,650)	(29,650)	(29,650)	(818)
Less: Identifiable intangible assets, net	(813)	(1,239)	(1,653)	(420)
Total tangible assets	\$4,133,651	\$3,494,343	\$3,631,755	\$3,179,340
Equity to assets- GAAP	13.65%	15.44%	14.22%	12.77%
Tangible equity to tangible assets- Non-GAAP	13.01%	14.70%	13.48%	12.74%