



Third Quarter 2015
Investor Presentation

October 21, 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.

Today's presenters



Kevin Hanigan

President and Chief Executive Officer

- **CEO and President of LegacyTexas Financial Group, Inc.**
- **Former Chairman and Chief Executive Officer of Highlands Bancshares in 2010**
- **Former Chairman and Chief Executive Officer of Guaranty Bank in 2009**
- **34+ years of Texas banking experience**





Mays Davenport

Executive Vice President, Chief Financial Officer

- **Former Executive Vice President at LegacyTexas Bank**
 - **Senior management experience for retail branch, treasury management, human resources, marketing, mortgage, and wealth advisory functions**
 - **Certified Public Accountant, former national accounting and tax advisory firm experience**
 - **22+ years of Texas banking experience**
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LegacyTexas

A complete transformation into a commercial bank

	2010Q3	2015Q3
Company name	 ViewPoint Financial Group	 LEGACYTEXAS FINANCIAL GROUP, INC.™
Charter	Savings & Loan Holding Company	Bank Holding Company
Market capitalization (\$mm)	\$322	\$1,452
ROAA	0.76%	1.10%
Net interest margin	2.81%	4.00%
Efficiency ratio	67.76%	51.89%
Total assets (\$bn)	\$3.0	\$6.9
Total loans HFI (\$bn)¹	\$1.1	\$4.7
% C&I	3.3%	30.7%

Source: Company Documents

Note: Market and financial data for 2010 and 2015 are as of September 30, 2010 and September 30, 2015, respectively

¹ Excludes Warehouse Purchase Program loans

Key franchise highlights

Franchise	<p><i>One of the largest independent Texas financial services companies built upon a strong customer focus and a long history of serving Texans</i></p> <ul style="list-style-type: none"> • #1 market share in affluent Collin County among independent banks, #2 overall in Collin County • #3 deposit market share among Dallas-based banks in Dallas-Fort Worth
Profitability	<p><i>Robust loan and deposit growth with disciplined expense management</i></p> <ul style="list-style-type: none"> • Return on average assets of 1.1%, quarterly basic EPS of \$0.39 • Healthy loan growth for Q3 2015 with 34.3% year-over-year growth¹ • Efficiency ratio of 51.9% with further positive operating leverage expected
Asset quality	<p><i>Growth balanced with disciplined underwriting and risk management resulting in strong asset quality</i></p> <ul style="list-style-type: none"> • NPAs / loans + OREO: 1.51%² • NCOs / average loans: 0.18%²
Capital	<p><i>Capital ratios remain strong; provides dry powder for organic growth</i></p> <ul style="list-style-type: none"> • TCE / TA³: 9.1% • Estimated Tier 1 common risk-based capital⁴: 9.97%

Source: Company Documents

¹ Excludes Warehouse Purchase Program and loans acquired through merger with LegacyTexas Group, Inc.

² Excludes Warehouse Purchase Program loans

³ See the section labeled "Supplemental Information- Non-GAAP Financial Measures"

⁴ Calculated at the Company level, which is subject to the capital adequacy requirements of the Federal Reserve

A Legacy united

Leading market position...

#1

in Collin County among independent banks¹

#2

in Collin County among all banks

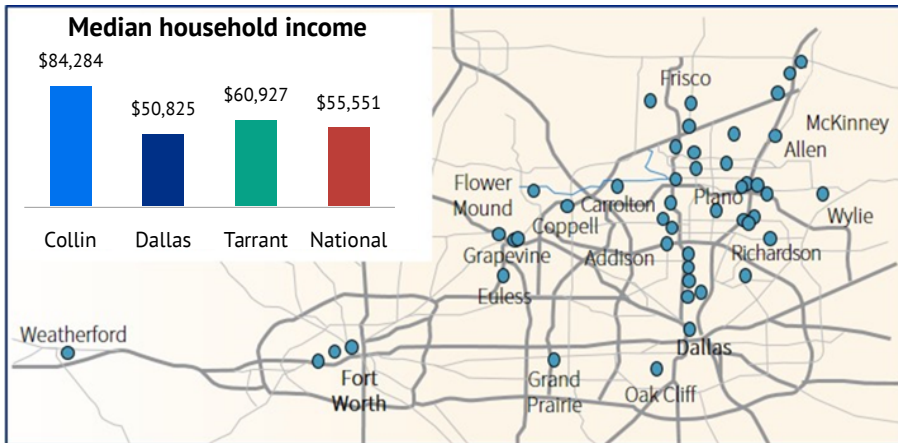
#3

among Dallas based banks in DFW²

...in attractive Dallas markets

- #1 Fastest growing metro in the U.S. (Census)
- #1 Best places to live in America (Money Magazine)
- #4 Best places to find a new job (Money Magazine)
- #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



Source: Company Documents

¹ Based on deposit market share of banks headquartered in Texas

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

21 DFW companies in Fortune 500

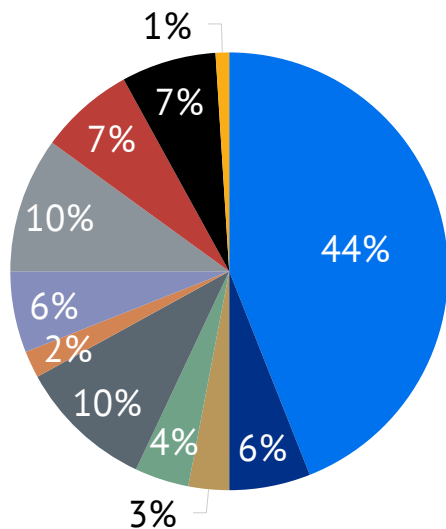


Collin County

The fastest growing county in Texas











Employment by industry

- Service-providing
- Goods-providing
- Construction
- Manufacturing
- Trade, transportation and utilities
- Information
- Financial activities
- Professional and business services
- Education and health services
- Leisure and hospitality
- Other services



Source: Bureau of Labor Statistics
 Note: Represents latest available data (i.e., data as of 2015Q1)

10 largest employers in Collin Co.

Company	# employees	Industry
 TEXAS INSTRUMENTS	9,100	Technology
 Bank of America	8,000	Financial services
 Plano Independent School District	6,500	Education
 FRISCO ISD	5,000	Education
 Capital One*	4,500	Financial services
 LIFECARE	4,500	Healthcare
 hp*	4,500	Technology
 at&t	4,300	Telecommunications
 NORTEL	4,300	Telecommunications
 TOYOTA**	4,000	Manufacturing

Source: collincountytx.gov; * Corporate or Regional Headquarters; ** April 28, 2014: Toyota announced it will consolidate its U.S. operations to a campus in Plano, with up to 4,000 employees by 2017

Third quarter highlights

(\$ in millions except for per share data)	Quarter ended			Linked Q Δ	YOY Δ
	September 30, 2014	June 30, 2015	September 30, 2015		
Selected balance sheet data					
Gross loans held for investment ¹	\$ 2,489.1	\$ 4,394.8	\$ 4,688.8	6.7 %	88.4%
Total deposits	2,496.5	4,527.8	4,770.1	5.4 %	91.1%
Selected profitability data					
Net interest income	\$ 34.7	\$ 59.8	\$ 61.2	2.3 %	76.5%
NIM	3.80%	4.06%	4.00%	-6bps	20bps
Non-interest income	5.1	12.0	11.9	(0.9)%	134.3%
Non-interest expense	22.8	36.9	37.8	2.5 %	66.0%
Net income	9.3	20.3	17.9	(11.6)%	92.2%
Core net income ²	10.0	20.1	17.8	(11.6)%	77.3%
Basic EPS	\$0.24	\$0.44	\$0.39	(11.4)%	62.5%
Core EPS ²	\$0.26	\$0.44	\$0.39	(11.4)%	50.0%

Source: Company Documents

¹ Excludes Warehouse Purchase Program loans

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

Robust commercially focused growth

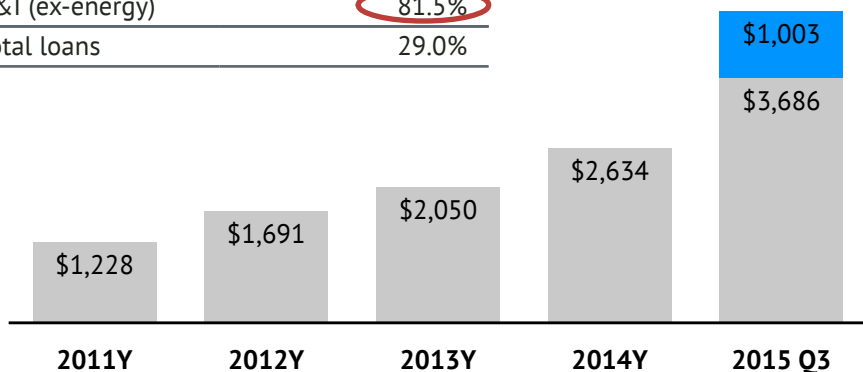
Gross loans held for investment at September 30, 2015, excluding Warehouse Purchase Program loans, grew \$294.0 million, or 6.7%, from June 30, 2015, with \$234.4 million of growth in commercial real estate and commercial and industrial loans. Excluding \$1.00 billion of net growth resulting from loans acquired through the merger with LegacyTexas Group, Inc., gross loans held for investment, excluding Warehouse Purchase Program loans, increased by \$1.20 billion, or 34.3%, from September 30, 2014.

(\$ in millions)

Total Loans HFI¹

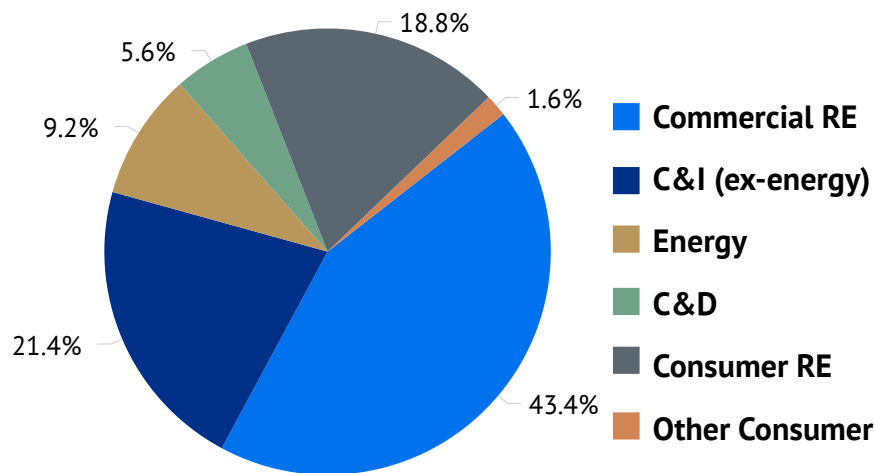
CAGR 2011 - 2014

Commercial RE	29.3%
C&I	122.9%
C&I (ex-energy)	81.5%
Total loans	29.0%



■ Originated Loans
 ■ Acquired from LegacyTexas Group, Inc.

As of September 30, 2015¹



Quarterly yield on loans: 5.02%

Source: Company Documents

¹ Excludes Warehouse Purchase Program loans

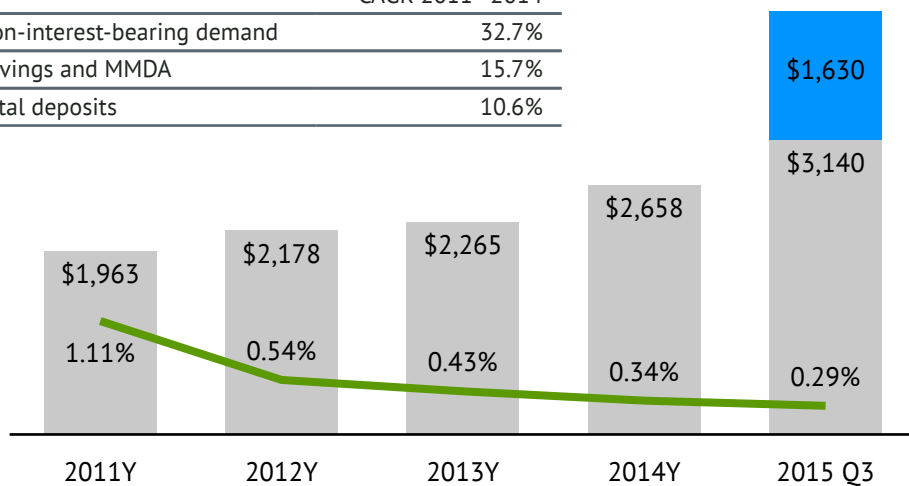
Core funded, low cost deposit base

- Deposits increased by \$242.3 million, or 5.4%, from June 30, 2015, with \$52.1 million of growth in non-interest-bearing demand and \$148.7 million of growth in savings and money market deposits. Excluding \$1.63 billion of growth resulting from deposits acquired through the merger with LegacyTexas Group, Inc., deposits increased by \$643.8 million, or 15.6%, from September 30, 2014.
- Deposit cost of 29bps for Q3 2015, down from 1.11% in 2011

(\$ in millions)

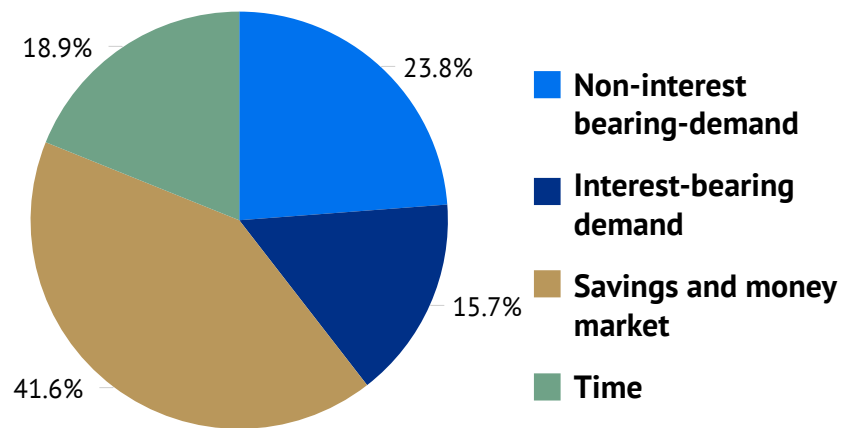
Total Deposits

	CAGR 2011 - 2014
Non-interest-bearing demand	32.7%
Savings and MMDA	15.7%
Total deposits	10.6%



- Originated Deposits
- Acquired from LegacyTexas Group, Inc.
- Deposit Cost

As of September 30, 2015

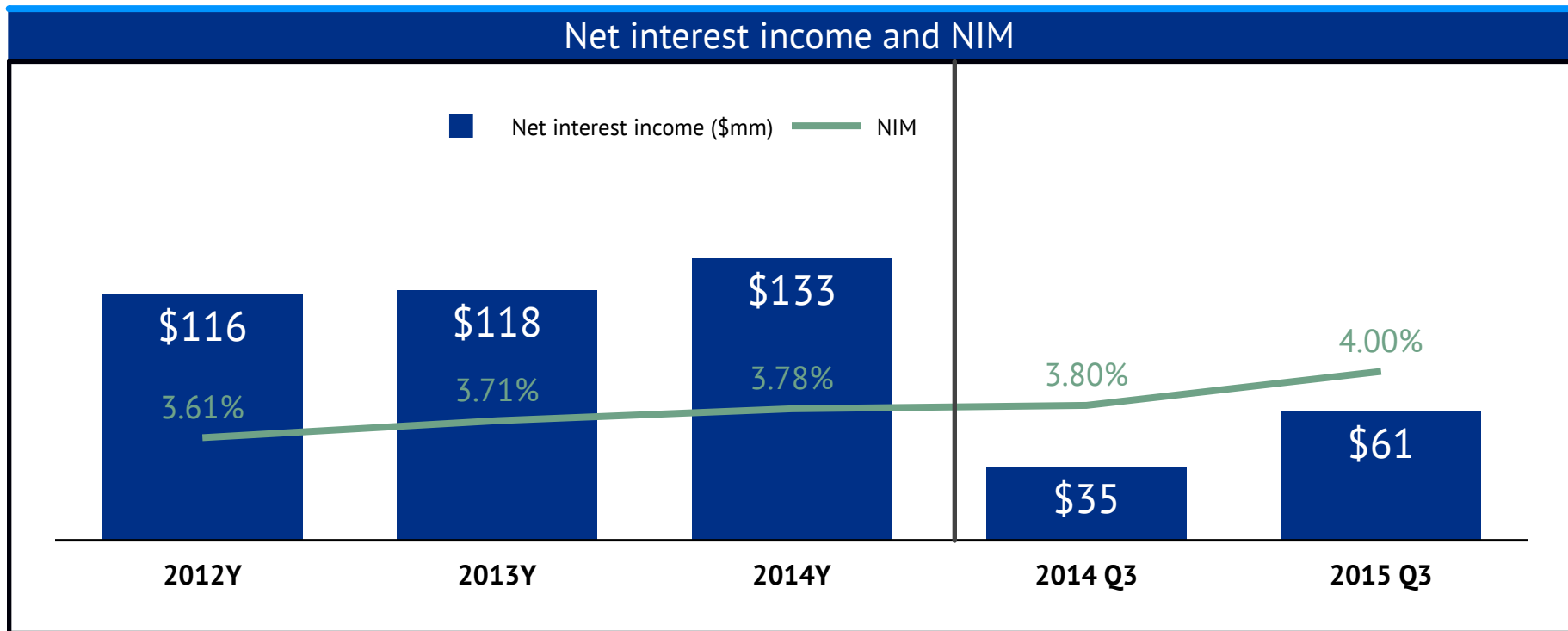


Cost of deposits: 0.29%

Source: Company Documents

Solid net interest income growth

- Net interest income for the third quarter of 2015 increased by \$1.4 million, or 2.3%, from the linked quarter and \$26.5 million, or 76.5%, from the third quarter of 2014.
- The net interest margin for the third quarter of 2015 was 4.00%, a six basis point decrease from the second quarter of 2015 and a 20 basis point increase from the third quarter of 2014. Net interest margin excluding accretion of purchase accounting fair value adjustments on acquired loans was 3.88% for the quarter ended September 30, 2015, up two basis points from 3.86% for the quarter ended June 30, 2015.

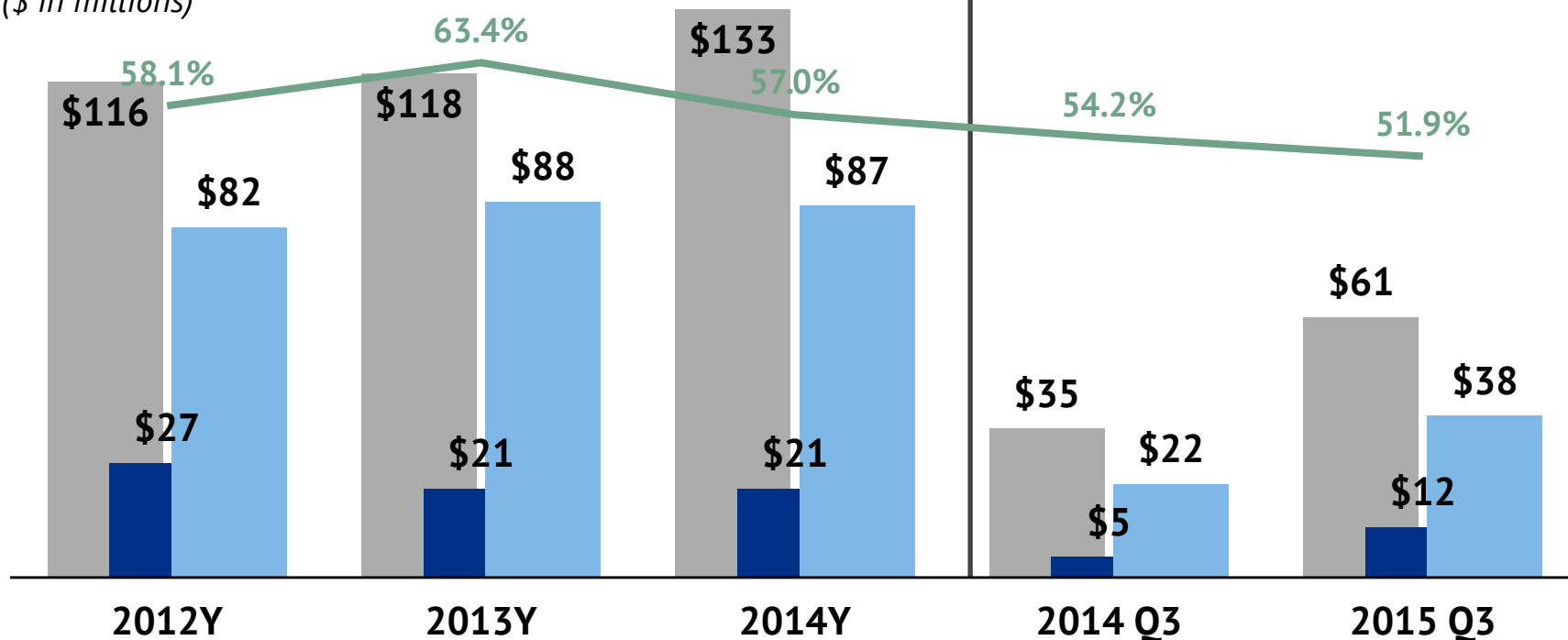


Disciplined expense management

Core non-interest income decreased \$70 thousand from the linked quarter and increased \$6.7 million year-over-year. Core non-interest expense increased by \$927 thousand from the second quarter of 2015 and by \$16.2 million from the third quarter of 2014.

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

(\$ in millions)



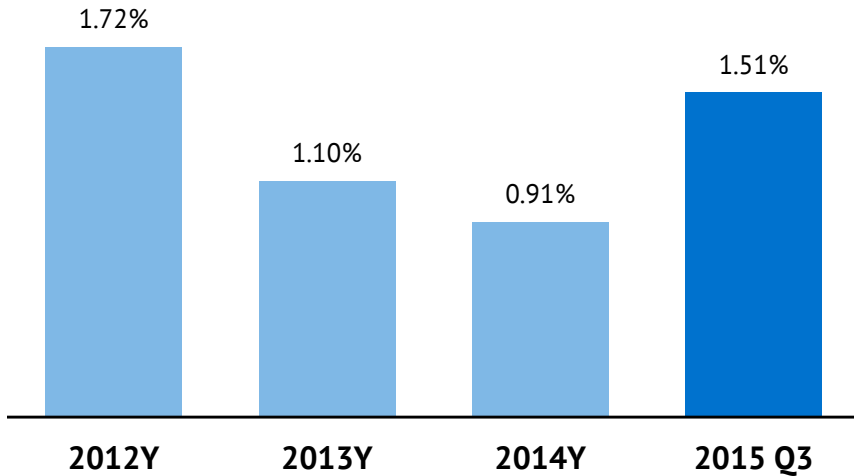
Source: Company Documents

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.

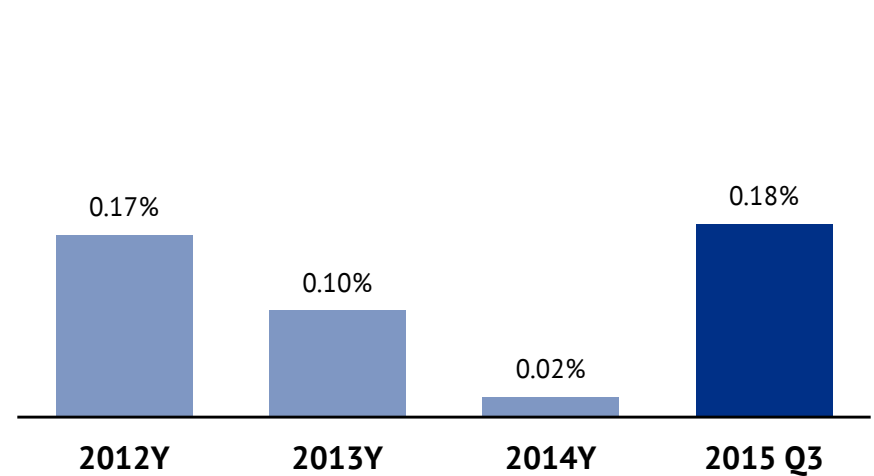
Strong asset quality

- 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

NPAs / loans HFI¹ + OREO



NCOs / average loans HFI¹

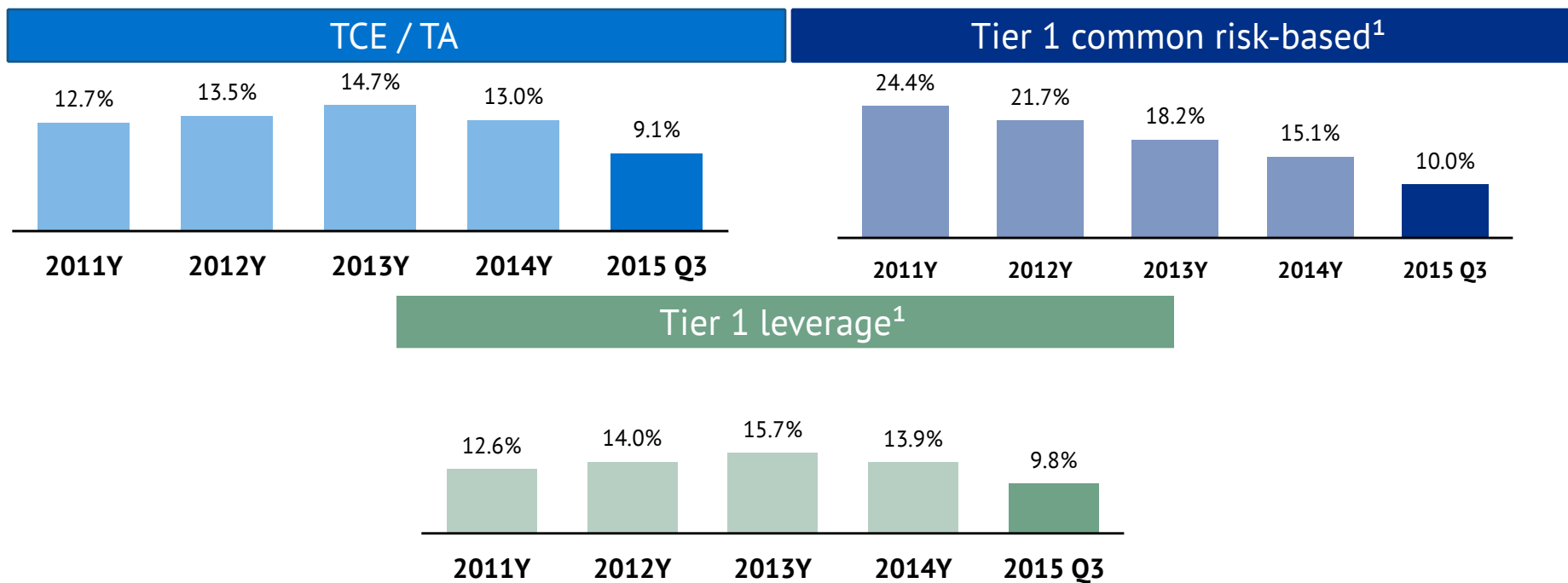


Source: Company documents

¹ Held for investment, excluding Warehouse Purchase Program loans

Strong capital position

Strong capital position provides dry powder for robust organic growth



Source: Company documents

¹ Calculated at the Company level, which is subject to the capital adequacy requirements of the Federal Reserve

Key investment highlights

One of the largest independent Texas financial services companies built upon a strong customer focus and a long history of serving Texans

Robust loan growth and disciplined expense management

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

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

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

Manifesto

We believe in our customers. Their goals. Their dreams. Their ambitions for tomorrow.

And since 1952, we've been doing whatever it takes to support them as they advance in business and in life.

We are responsive, accountable, trusted, experts at what we do. And we listen. Because we believe that true understanding is the first step toward bold, meaningful results.

Fueled by an independent spirit, inspired by the ingenuity of our customers and grounded by the values of our community, we are a family like no other.

We are LegacyTexas.

Appendix

Supplemental Information – Non-GAAP Financial Measures (unaudited)

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

	At or For the Quarters Ended				
	September 30, 2015	June 30, 2015	March 31, 2015	December 31, 2014	September 30, 2014
	(Dollars in thousands, except per share amounts)				
GAAP net income available to common shareholders ¹	\$17,768	\$20,091	\$16,186	\$5,412	\$9,215
Distributed and undistributed earnings to participating securities ¹	127	160	138	54	97
Merger and acquisition costs	–	5	1,004	5,765	772
One-time (gain) loss on assets	(130)	(142)	554	(45)	(58)
(Gain) loss on sale of available-for-sale securities	16	–	(137)	–	–
Core (non-GAAP) net income	\$17,781	\$20,114	\$17,745	\$11,186	\$10,026
Average shares for basic earnings per share	45,862,840	45,760,232	45,824,812	38,051,511	37,971,790
GAAP basic earnings per share	\$0.39	\$0.44	\$0.35	\$0.14	\$0.24
Core (non-GAAP) basic earnings per share	\$0.39	\$0.44	\$0.39	\$0.29	\$0.26
Average shares for diluted earnings per share	46,188,461	46,031,267	46,002,821	38,275,814	38,203,508
GAAP diluted earnings per share	\$0.38	\$0.44	\$0.35	\$0.14	\$0.24
Core (non-GAAP) diluted earnings per share	\$0.38	\$0.44	\$0.39	\$0.29	\$0.26

	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.



LEGACY TEXAS
FINANCIAL GROUP, INC.™

Supplemental Information – Non-GAAP Financial Measures (unaudited)

Calculation of Tangible Book Value:

	At or For the Quarters Ended				
	September 30, 2015	June 30, 2015	March 31, 2015	December 31, 2014	September 30, 2014
	(Dollars in thousands, except per share amounts)				
Total shareholders' equity	\$792,637	\$776,924	\$761,059	\$568,223	\$564,127
Less: Goodwill	(180,632)	(180,632)	(179,258)	(29,650)	(29,650)
Less: Identifiable intangible assets, net	(1,142)	(1,280)	(1,042)	(813)	(910)
Total tangible shareholders' equity	\$610,863	\$595,012	\$580,759	\$537,760	\$533,567
Shares outstanding at end of period	47,640,193	47,619,493	47,602,721	40,014,851	40,006,941
Book value per share- GAAP	\$16.64	\$16.32	\$15.99	\$14.20	\$14.10
Tangible book value per share- Non-GAAP	\$12.82	\$12.50	\$12.20	\$13.44	\$13.34
Calculation of Tangible Equity to Tangible Assets:					
Total assets	\$6,878,843	\$6,669,624	\$6,510,951	\$4,164,114	\$3,950,524
Less: Goodwill	(180,632)	(180,632)	(179,258)	(29,650)	(29,650)
Less: Identifiable intangible assets, net	(1,142)	(1,280)	(1,042)	(813)	(910)
Total tangible assets	\$6,697,069	\$6,487,712	\$6,330,651	\$4,133,651	\$3,919,964
Equity to assets- GAAP	11.52%	11.65%	11.69%	13.65%	14.28%
Tangible equity to tangible assets- Non-GAAP	9.12%	9.17%	9.17%	13.01%	13.61%

	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%