

Fixed Income Investor Presentation

December 2020

Forward-looking statements and use of non-GAAP financial measures

Forward-Looking Statements. This document contains forward-looking statements within the meaning of Private Securities Litigation Reform Act of 1995. Statements regarding potential future share repurchases and future dividends, as well as the potential effects of the COVID-19 pandemic on our business, operations, financial performance and prospects, are forward-looking statements. Also, any statement that does not describe historical or current facts is a forward-looking statement. These statements often include the words “believes,” “expects,” “anticipates,” “estimates,” “intends,” “plans,” “goals,” “targets,” “initiatives,” “potentially,” “probably,” “projects,” “outlook” or similar expressions or future conditional verbs such as “may,” “will,” “should,” “would,” and “could.”

Forward-looking statements are based upon the current beliefs and expectations of management, and on information currently available to management. Our statements speak as of the date hereof, and we do not assume any obligation to update these statements or to update the reasons why actual results could differ from those contained in such statements in light of new information or future events. We caution you, therefore, against relying on any of these forward-looking statements. They are neither statements of historical fact nor guarantees or assurances of future performance. While there is no assurance that any list of risks and uncertainties or risk factors is complete, important factors that could cause actual results to differ materially from those in the forward-looking statements include the following, without limitation:

- Negative economic and political conditions that adversely affect the general economy, housing prices, the job market, consumer confidence and spending habits which may affect, among other things, the level of nonperforming assets, charge-offs and provision expense;
- The rate of growth in the economy and employment levels, as well as general business and economic conditions, and changes in the competitive environment;
- Our ability to implement our business strategy, including the cost savings and efficiency components, and achieve our financial performance goals;
- The COVID-19 pandemic and associated lockdowns and their effects on the economic and business environments in which we operate;
- Our ability to meet heightened supervisory requirements and expectations;
- Liabilities and business restrictions resulting from litigation and regulatory investigations;
- Our capital and liquidity requirements (including under regulatory capital standards, such as the U.S. Basel III capital rules) and our ability to generate capital internally or raise capital on favorable terms;
- The effect of changes in interest rates on our net interest income, net interest margin and our mortgage originations, mortgage servicing rights and mortgages held for sale;
- Changes in interest rates and market liquidity, as well as the magnitude of such changes, which may reduce interest margins, impact funding sources and affect the ability to originate and distribute financial products in the primary and secondary markets;
- The effect of changes in the level of checking or savings account deposits on our funding costs and net interest margin;
- Financial services reform and other current, pending or future legislation or regulation that could have a negative effect on our revenue and businesses;
- A failure in or breach of our operational or security systems or infrastructure, or those of our third party vendors or other service providers, including as a result of cyber-attacks; and
- Management’s ability to identify and manage these and other risks.

In addition to the above factors, we also caution that the actual amounts and timing of any future common stock dividends or share repurchases will be subject to various factors, including our capital position, financial performance, capital impacts of strategic initiatives, market conditions, and regulatory and accounting considerations, as well as any other factors that our Board of Directors deems relevant in making such a determination. Therefore, there can be no assurance that we will repurchase shares or pay any dividends to holders of our common stock, or as to the amount of any such repurchases or dividends. Further, statements about the effects of the COVID-19 pandemic and associated lockdowns and their effects on our business, operations, financial performance and prospects may constitute forward-looking statements and are subject to the risk that the actual impacts may differ, possibly materially, from what is reflected in those forward-looking statements due to factors and future developments that are uncertain, unpredictable and in many cases beyond our control, including the scope and duration of the pandemic, actions taken by governmental authorities in response to the pandemic, and the direct and indirect impact of the pandemic on our customers, third parties and us. Further, statements about the estimated impact of CECL are forward-looking statements and are subject to the risk that the actual impact of CECL may differ, possibly materially, from what is reflected in those statements due to, among other things, changes in macroeconomic conditions and any of the other variables discussed, as well as changes based on continuing review of models and assumptions.

More information about factors that could cause actual results to differ materially from those described in the forward-looking statements can be found under “Risk Factors” in our Annual Report on Form 10-K for the year ended December 31, 2019 and our Quarterly Report on Form 10-Q for the period ending June 30, 2020.

Non-GAAP Financial Measures:

This document contains non-GAAP financial measures denoted as Underlying results. In historical periods, these results may have been referred to as Adjusted or Adjusted/Underlying results. Underlying results for any given reporting period exclude certain items that may occur in that period which Management does not consider indicative of the Company’s on-going financial performance. We believe these non-GAAP financial measures provide useful information to investors because they are used by our Management to evaluate our operating performance and make day-to-day operating decisions. In addition, we believe our Underlying results in any given reporting period reflect our on-going financial performance in that period and, accordingly, are useful to consider in addition to our GAAP financial results. We further believe the presentation of Underlying results increases comparability of period-to-period results. The Appendix presents reconciliations of our non-GAAP measures to the most directly comparable GAAP financial measures. The Appendix presents reconciliations of our non-GAAP measures to the most directly comparable GAAP financial measures.

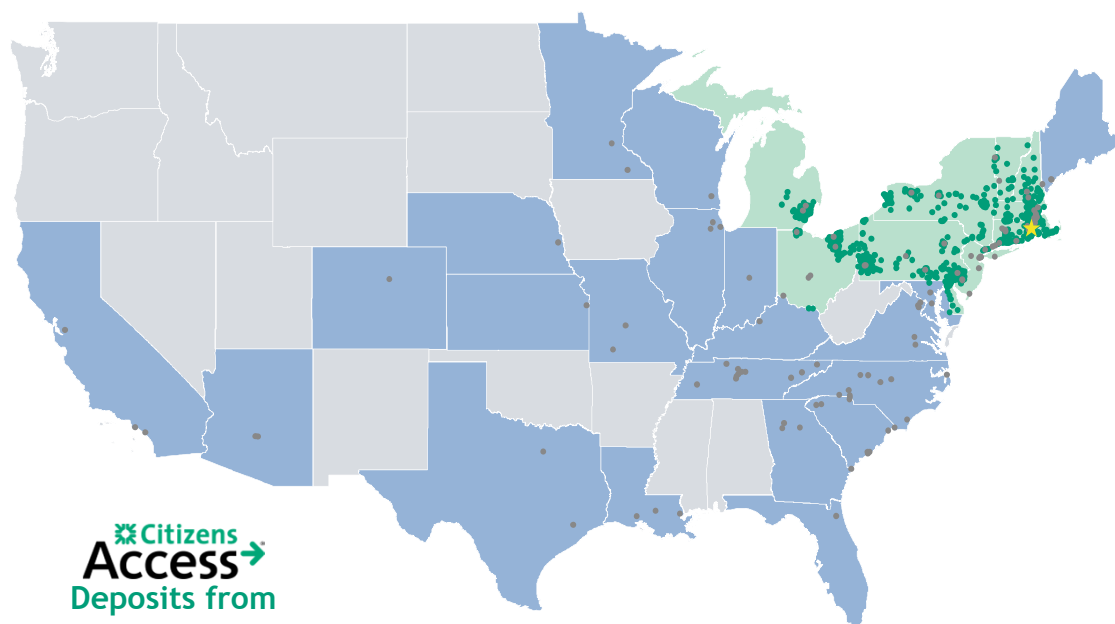
Other companies may use similarly titled non-GAAP financial measures that are calculated differently from the way we calculate such measures. Accordingly, our non-GAAP financial measures may not be comparable to similar measures used by such companies. We caution investors not to place undue reliance on such non-GAAP financial measures, but to consider them with the most directly comparable GAAP measures. Non-GAAP financial measures have limitations as analytical tools and should not be considered in isolation or as a substitute for our results reported under GAAP.

Key Messages

- Value and power of franchise
 - Results demonstrate diversity, strength and resiliency of franchise, along with continued strong execution
 - Multi-year investments in fee-generation capabilities yielding positive results
- Key performance drivers:
 - Strong and experienced board and leadership team
 - Investing in future-oriented digital, data and technology platforms
 - Driving efficiency through Tapping Our Potential (TOP) and Balance Sheet Optimization (BSO)
 - Consistent progress broadening fee-income capabilities organically and through targeted acquisitions
 - Continue to make progress on our strategic initiatives, while incorporating changes from the environment
- Citizens remains well capitalized and maintains ample liquidity
 - Strong balance sheet and robust deposit franchise
- Seeing positive trends in credit, maintaining discipline

Strong franchise with leading positions in attractive markets

Attractive footprint with large mass-affluent and affluent segments



- ★ CFG Corporate Headquarters - Providence, RI
- CFG branch location
- CFG non-branch location

Franchise highlights

- Footprint GDP above national average
 - Personal consumption 43% higher than the national average
 - Higher percentage of households with income of \$100K or above
- Top 5 deposit market share in 9 of our 10 largest MSAs⁽²⁾
- #2 deposit market share in New England⁽³⁾
- Leading positions in Education, Merchant Finance, Mortgage and Home Equity
- #6 Overall Middle Market lead/joint lead bookrunner⁽⁴⁾
- Growth in mid-corporate client base reflects geographic expansion
- Strong corporate finance advisory model with deep expertise in multiple industries

Assets

\$179.2 B
Rank #14⁽¹⁾

Deposits

\$142.9 B
Rank #11⁽¹⁾

Loans

\$124.1 B
Rank #11⁽¹⁾

Seek to deliver attractive and sustainable long-term financial performance

Success will be driven by what got us here today

- Strong and experienced board and leadership team, best-in-class talent
- Proven execution ability with a customer-first approach and mindset of continuous improvement
- Commitment to excellence in every dimension
- Long-term positioning to deliver earnings growth and attractive returns

Enterprise-wide initiatives drive improvement in performance

- Successful series of TOP efficiency and revenue growth programs has created capacity to allow investments to build out fee-based capabilities
- BSO initiatives recycle capital into more accretive growth and relationship categories; grow higher risk-adjusted return asset portfolios, optimize deposits
- Adopting originate-to-distribute orientation to free up capital and generate fee income streams

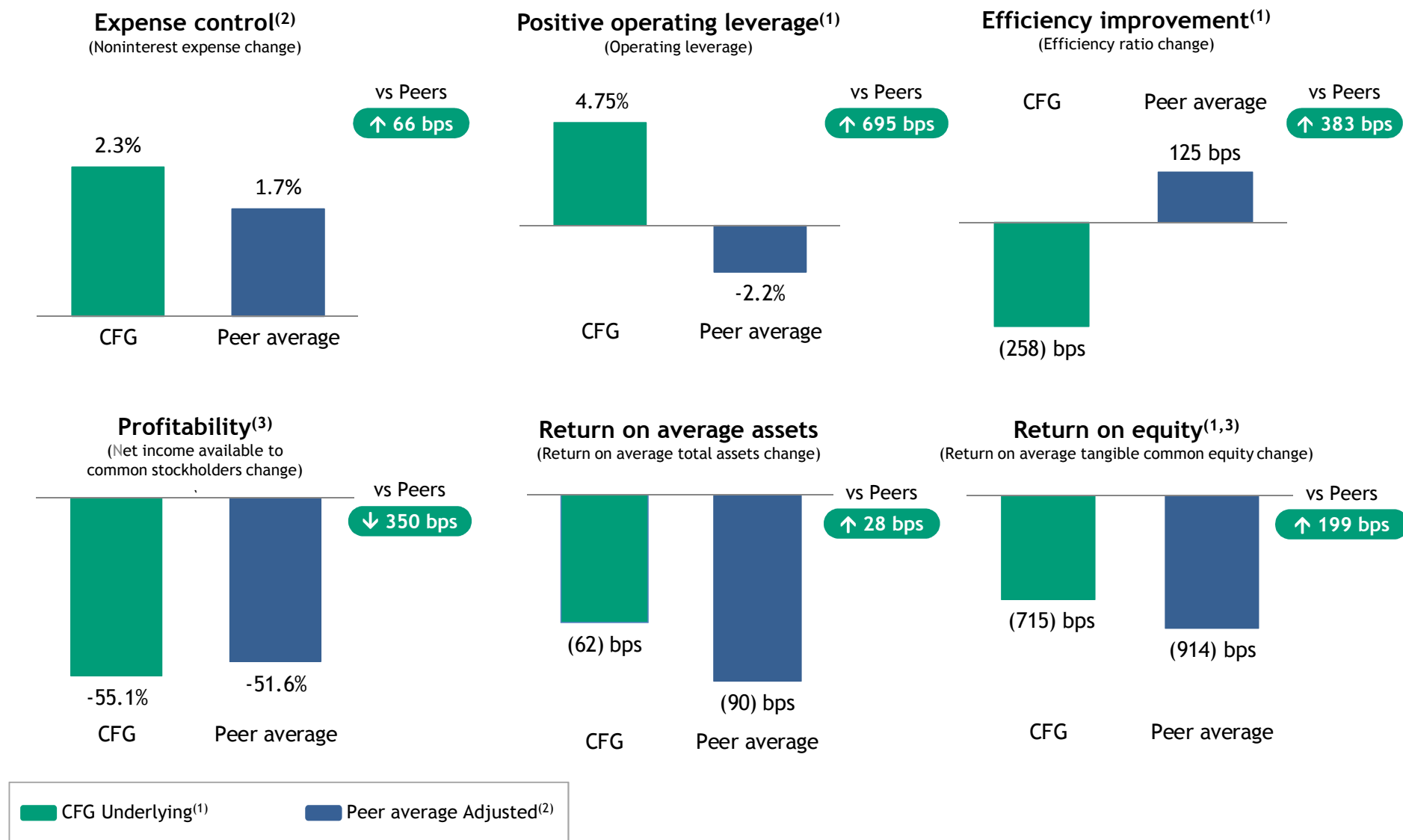
Continued investments in our future

- Growth mindset: innovating to source new customers and revenue streams
- Building fee capabilities organically and through targeted acquisitions
- Relentless focus on our expense base
- Investments in new technologies, data analytics, seamless integration of digital and physical distribution, and customer experience
- Assessing opportunities arising from current environment

Delivering through disciplined execution, with a customer-first approach and mindset of continuous improvement

Continue to make progress despite COVID disruption

YTD 3Q20 vs. YTD 3Q19



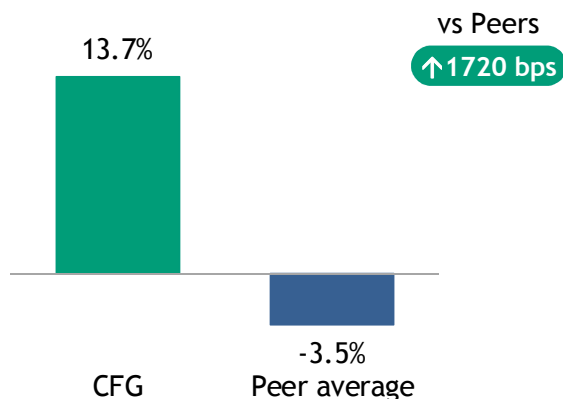
See pages 56-58 for notes and important information on Non-GAAP Financial Measures, including "Underlying" results. "Underlying" results exclude the impact of notable items.

Strength and resiliency of franchise, along with continued strong execution

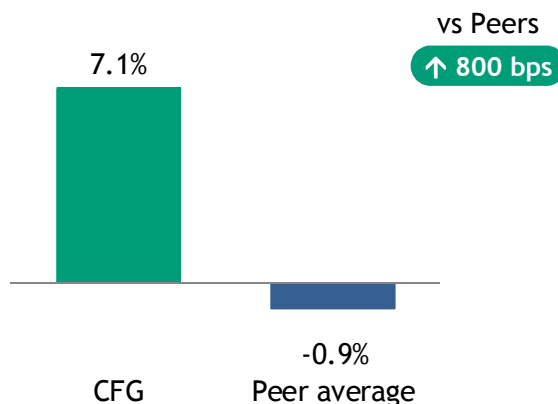
YTD 3Q20 vs. YTD 3Q19

Seeking to come out of the crisis with positive momentum

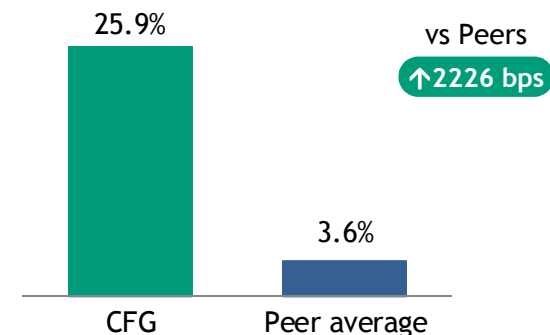
Strong PPNR^(1,2) (Pre-provision profit)



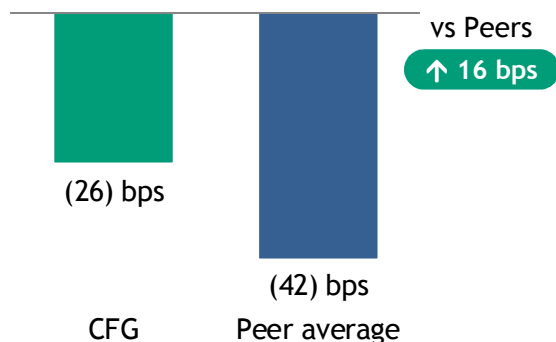
Strong revenue growth⁽²⁾ (Total revenue growth)



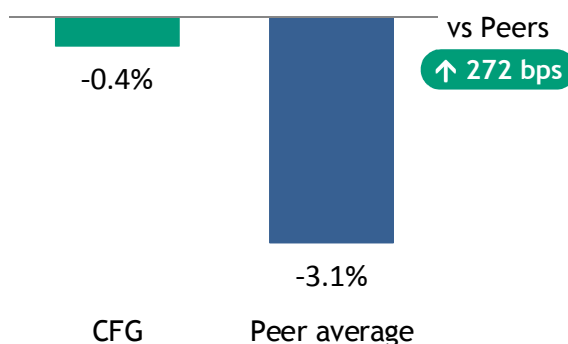
Robust fee income⁽²⁾ (Noninterest income growth)



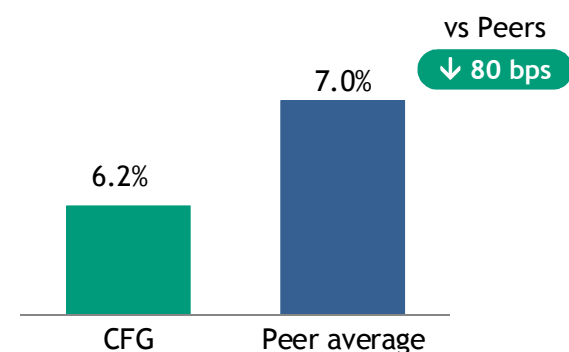
Net interest margin (Net interest margin FTE, change)



Broadly stable NII⁽²⁾ (Net interest income growth)



Loan growth^(1,2) (Average total loan growth)

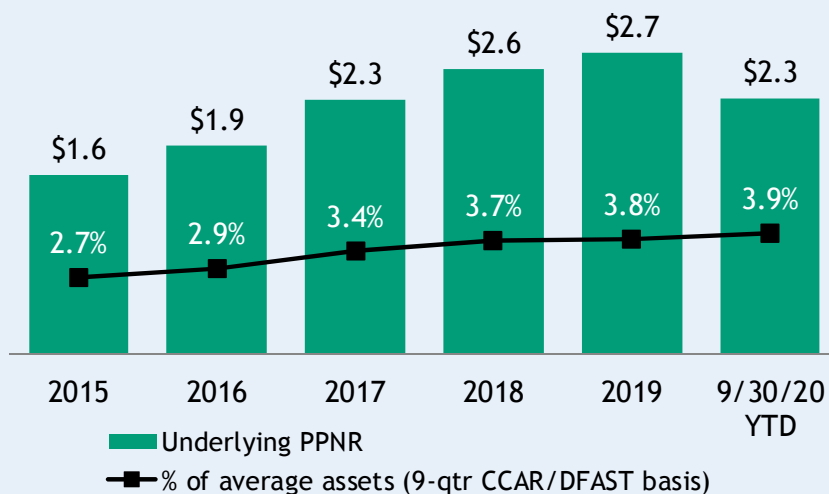


CFG Underlying⁽¹⁾ Peer average Adjusted⁽²⁾

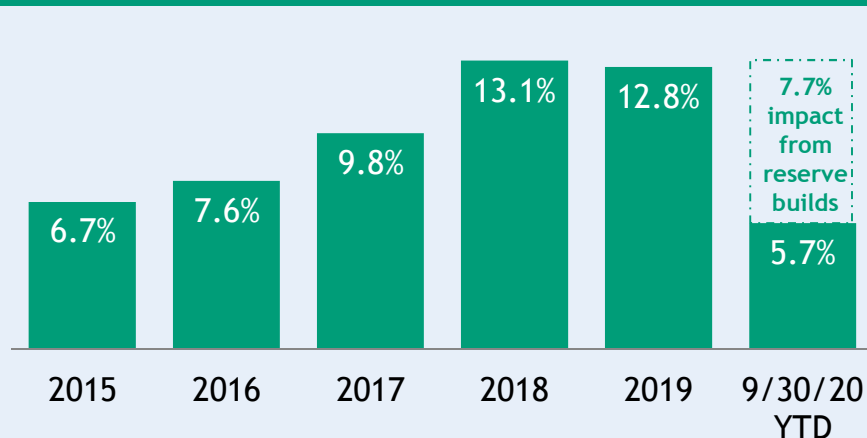
Significant progress in building a stronger and more diversified business model

\$s in billions

Underlying PPNR performance has strengthened^(1,2)



Underlying ROTCE improved since IPO⁽¹⁾




Key messages

- Strong PPNR performance reflects an increasingly diversified business model
 - Multi-year investments in fee-generation capabilities, including selective acquisitions
 - Significantly modernized and strengthened technology capabilities
 - 3.9% PPNR YTD in-line with peer average⁽³⁾
- Series of TOP programs key to self-funding these investments
- BSO initiatives improving risk-adjusted returns, funding costs and capital efficiency
 - Adopting an originate-to-distribute orientation; successful sale of student loans in 3Q20
- Smart loan growth in attractive risk-adjusted return categories
 - Commercial expected to grow in-line with nominal GDP once recovery reached
- Underlying ROTCE has improved significantly before the impact of reserving associated with the pandemic

Well-positioned to maintain momentum - multiple levers to improve performance

Building a stronger and more diversified business model

Consumer Banking	Innovating for attractive growth	Created innovative merchant finance partnership platform with exceptional customer experience		1 st regional bank to market with national digital platform
	Have taken mortgage to the next level	Top-15 bank-owned mortgage platform 490,000+ households nation-wide	Launched digital mortgage platform, mobile servicing app	
	Consistently expanding wealth platform	FAs vs. 2015 ↑ ~35 %	Created top-tier solutions for HNW/UHNW clients with Clarfeld integration	HNW/Mass affluent/affluent household growth since 2015 ↑ ~10%
Commercial Banking	Enhanced coverage model and expansion strategy	Growth in mid-corporate client base driven by geographic expansion	Delivering strong client acquisition and prudent loan growth	↑ ~50% Net new clients since 2015
	Growth in mid-corporate and industry verticals	Built out a strong corporate finance advisory model with deep expertise in multiple industries		
	Strengthened fee income capabilities	Gaining share, posting wins vs. mega-banks	Robust FX and interest rate capabilities Multi-product clients ~70%	M&A advisory professionals 80+

Achieving EPS and ROTCE growth in a ZIRP environment

Absorbing ZIRP environment impacts	<ul style="list-style-type: none"> ■ Rate impact on floating-rate assets now fully reflected in 3Q20 NIM; run off of fixed-rate assets and hedges will continue to impact margin in 2021/22 ■ NIM stabilizing, currently projected to bottom in 2022 at 2.70% - 2.80% vs. 2.83% in 3Q20
NII will benefit from deposit pricing, loan growth, BSO	<ul style="list-style-type: none"> ■ Deposit costs and mix significantly improving; further opportunities to improve NIM and returns through BSO
Expect continued strength in fee businesses...	<ul style="list-style-type: none"> ■ Expect continuing benefit from strategic initiatives and capabilities ■ Strength in mortgage; driving higher wealth fees; robust M&A pipeline; diversified capital markets
...And further expense opportunity	<ul style="list-style-type: none"> ■ Contributions from TOP 6 upsizing and digitization efforts <ul style="list-style-type: none"> — Expect to deliver at least \$100 million additional pre-tax run-rate benefit by YE2021
Cautiously optimistic on credit trends, reserving	<ul style="list-style-type: none"> ■ 3Q20 allowance to loans of 2.21%, or 2.29% excluding PPP loans in 3Q20⁽¹⁾ ■ Consumer credit trends remain favorable ■ Commercial issues reside in segments most affected by COVID-19/lockdowns <ul style="list-style-type: none"> — Reduced areas of market concern highlighted at 2Q20 from 10% to 4.9% of the total CFG loan portfolio at 3Q20 — Trends in rest of portfolio broadly positive
Prudent capital management	<ul style="list-style-type: none"> ■ Robust capital levels with a 3Q20 CET1 ratio of 9.8%, up 20 bps QoQ

Absorbing ZIRP environment impacts

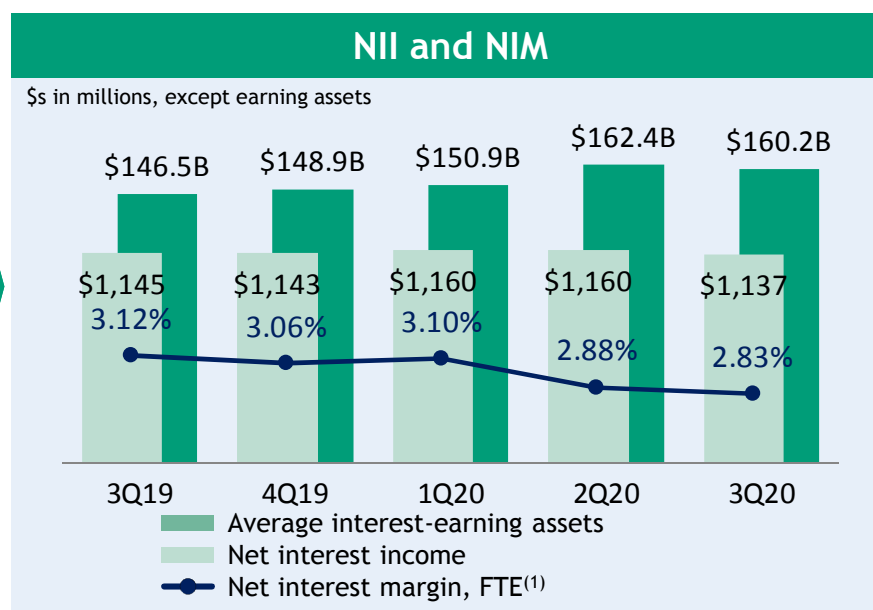
Rate environment impacts NII and NIM

- More severe rate environment than 2015 ZIRP cycle with longer-term rates 150 bps lower in ~75-85 bps range near-term
- Earning assets 50% fixed rate/50% variable rate
 - Rate impact on floating-rate assets now fully reflected in 3Q20 NIM
 - Run off of fixed-rate assets will continue to impact margin; magnitude diminishing over time:

3Q20 run-off and investment rates	Loans	Securities
Run off yield	4.60 %	1.90 %
Originations/reinvestment yield	4.00	1.45
Net	(0.60) %	(0.45) %

- Hedging strategies effective to date; at current rates estimated total net benefit of ALM hedges diminishes over time (~\$75 million decline in benefit in 2021 compared with 2020)
 - FY 2020 ~\$130 million NII/~8 bps NIM
 - FY 2021 ~\$55 million NII/~4 bps NIM

NIM stabilizing, currently projected to bottom in 2022 at 2.70% - 2.80% vs. 2.83% in 3Q20



Loan and deposit growth, BSO, NIM management

Select examples of BSO actions since IPO

Assets:

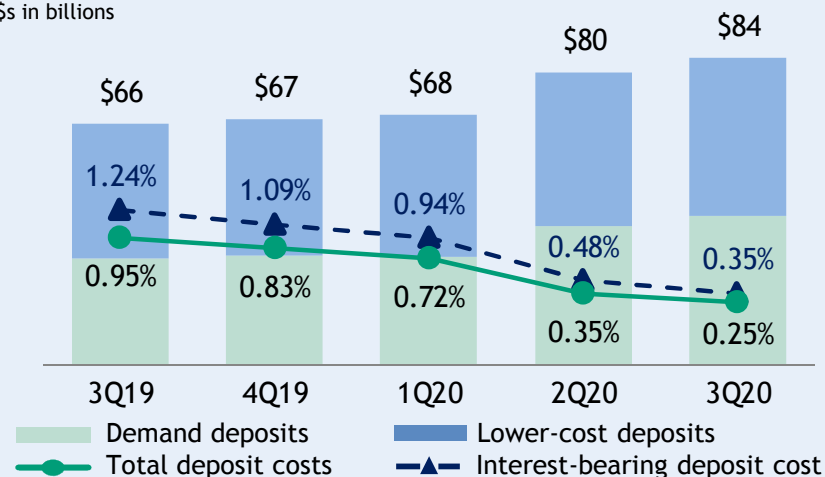
- ✓ Growing attractive risk-adjusted categories: Education and Merchant finance, strategic reduction in Auto
- ✓ Originate-to-distribute orientation, e.g., education loan sale
- ✓ Exiting low-return commercial relationships
- ✓ Repositioning leasing portfolio

Liabilities:

- ✓ Optimize deposit mix with growth in lower-cost categories
- ✓ Leverage data analytics to optimize pricing/marketing efforts
- ✓ Launched Citizens Access® to diversify deposit franchise
- ✓ Upgraded cash management platform and escrow capabilities

Growing lower-cost deposits⁽¹⁾

\$s in billions



Protecting NII through BSO, NIM management

BSO

- Enhancing asset and liability management to benefit NIM and improve risk-adjusted returns
 - Loan portfolio -
 - Deepen lead commercial relationships to improve returns; exit low-return relationships
 - Adopt originate-to-distribute orientation in Consumer to optimize capital efficiency while retaining and growing relationships
 - Investment portfolio - Manage excess cash and optimize investment mix; focus on cash collateral management
 - Deposits - Optimize mix with focus on lower-cost categories, capturing natural share, building capabilities

NIM

- Targeting mid-teen interest-bearing deposit costs by YE2021
- Expect continued improvement in deposit mix with ~30% decline in average term deposits in FY2021
- Hedging strategies effective to date; will be opportunistic in replacing maturing hedges given current market conditions
 - Mortgage fees will continue to provide diversification
- PPP forgiveness expected to begin in 2021, which will benefit NIM

Consumer Banking - strategic priorities

Consumer Banking priorities to drive future growth

E2E digital transformation	Digital-first front to back re-imagination	<ul style="list-style-type: none">■ Zero-based restructuring of customer journeys from marketing through fulfillment■ Accelerating the repositioning of the distribution network to improve efficiency and customer experience
National expansion	Integrate existing and new capabilities into a new distinctive national value proposition	<ul style="list-style-type: none">■ Well positioned to drive growth given unique national product offering■ Expanding Citizens Access®■ Reinventing payment experience at point-of-sale
Deepening relationships	Create stickier revenue through deepening Resulting in low-cost deposit growth Focus on mass affluent and affluent segments	<ul style="list-style-type: none">■ Increasing primacy and share of wallet■ Focusing on customization through data analytics■ Accelerate growth in Wealth■ Conversion of “thin” relationships to “thick”
Business optimization	Accelerate progress and improve ROE through TOP 6 and BSO programs	<ul style="list-style-type: none">■ Remixing the balance sheet and originate-to-distribute orientation■ Transformed ~35% of branch network since 2015; significantly accelerating the pace⁽¹⁾■ Selective M&A to drive fee income growth

Commercial Banking initiatives help drive enterprise performance

Positioning for further growth with TOP 6 Program & other revenue initiatives

- Broadening advisory capabilities via organic investments and selective acquisitions
 - Continuing to expand corporate finance, M&A, and hedging offerings
- Continued expansion into growth markets

Enhancing returns through Balance Sheet Optimization

Loan portfolio

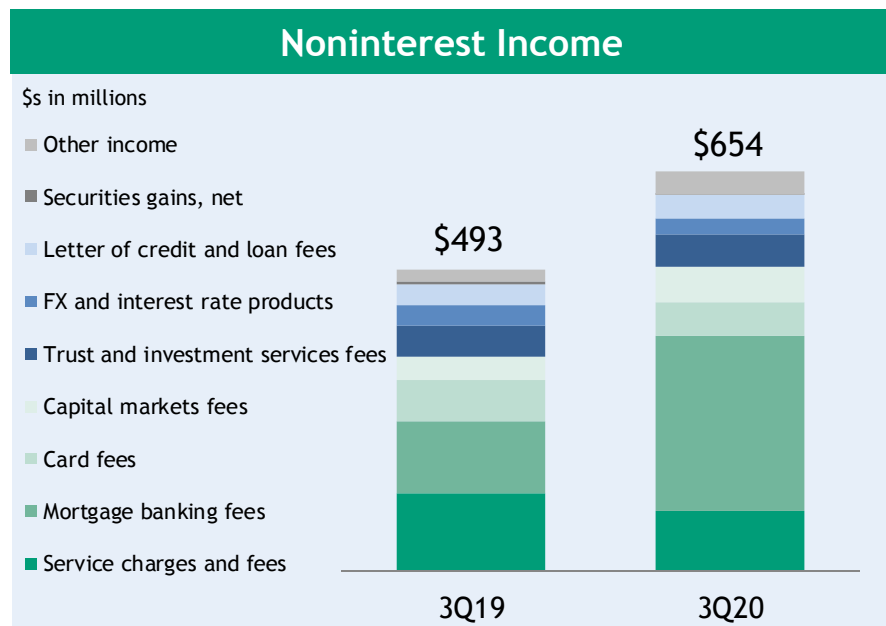
- Reposition/optimize loan mix across categories
- Recycle capital with a focus on deepening relationships
 - Careful client selection
 - Exit low-return relationships
 - Continue to reposition Asset Finance

Deposits

- Optimize deposit mix with a focus on lower-cost categories. Focus on operational deposits & further enhance product suite
 - Dedicated liquidity-specialist team focused on growing client deposits
 - Launched liquidity portal, accessLIQUIDITY® to enable clients to manage liquidity across bank deposits and third-party investments

Expect further strength in fee businesses

Strong PPNR performance reflects benefit of investments, diversity of revenues



Expect continuing benefits from strategic initiatives and capabilities

Areas of focus

Consumer

- Expect continued strength in mortgage given refi opportunity - excellent natural hedge of low rates
 - 2021 expected to generate >\$3T in originations at today's rates
 - Estimate that 60-75% of U.S. mortgages are eligible for refinance with meaningful savings, i.e., >50 bps rate savings
- Wealth driving higher recurring revenue mix with focus on managed money products
 - AUM up 13% YoY

Commercial

- Enhanced coverage model and expansion strategy focused on growing mid-corporate clients
- Expanded geographic reach and solution sets
- Strengthened fee capabilities with integrated approach
- Strong M&A pipeline
- Expanded capital & global markets capabilities
 - Capital markets fees, ex-loan/bond trading, up 35% YoY

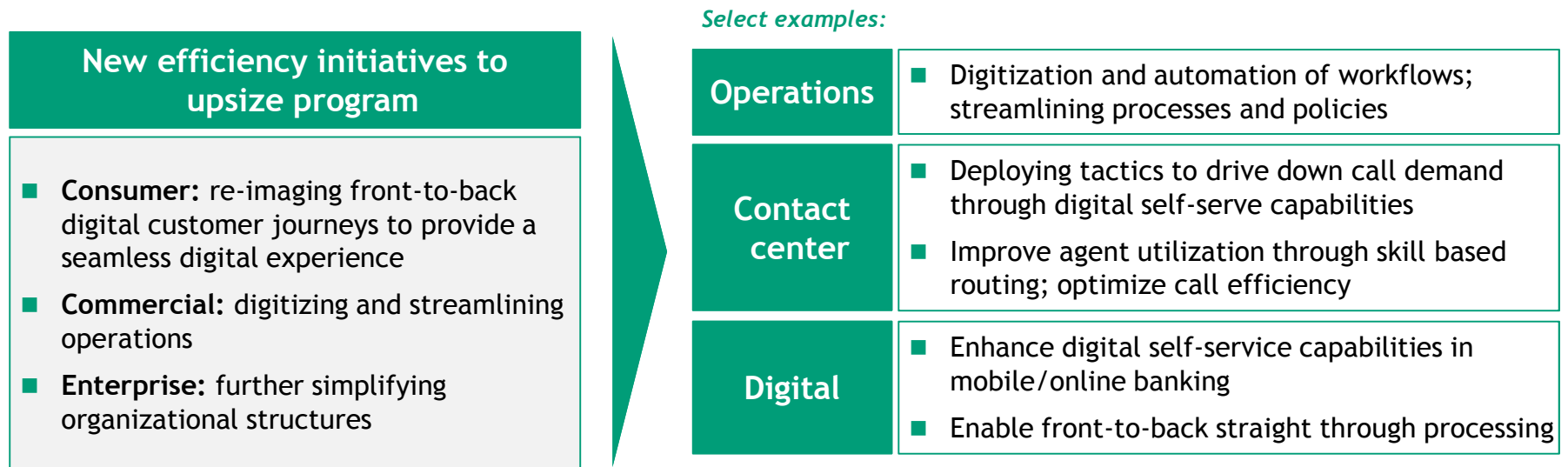
Further fee growth

Fee growth to be driven by ongoing investment in capabilities

Fee area	Current environment	Expectations and opportunities
Mortgage banking	<ul style="list-style-type: none"> ■ Robust refi and purchase volumes; strong margins given demand and industry capacity constraints ■ Well positioned to capitalize on demand, keep up with volumes and gain market share 	<ul style="list-style-type: none"> ■ Expect continued strength in refi volumes at today's rates, despite market forecast for lower originations in 4Q and 2021 <ul style="list-style-type: none"> - Expect margins to remain elevated as demand continues to outstrip capacity - Adding capacity in all channels given sustained volumes ■ Bigger business post-COVID even with refi normalization, fully leveraging scale <ul style="list-style-type: none"> - Continued investment in retail loan officers and digital customer experience - Strength and execution consistency in correspondent and wholesale channels driving further market share gains
Wealth	<ul style="list-style-type: none"> ■ Markets recovering, benefiting managed-money and transactional sales 	<ul style="list-style-type: none"> ■ Driving higher recurring revenue mix with focus on managed money products ■ Opportunity to grow by increasing scale organically and via acquisition
Service charges and card fees	<ul style="list-style-type: none"> ■ Improving debit and credit activity levels ■ Stimulus-driven deposit growth impacts balance-related fees 	<ul style="list-style-type: none"> ■ Expect gradual rebound as the economy opens and excess deposits are utilized
Capital and global markets	<ul style="list-style-type: none"> ■ Investment grade bond market opened up faster than expected; modest increases in high yield activity; lower loan syndication volumes ■ Strong activity in interest rate products as clients manage liquidity positions ■ M&A pipeline starting to build 	<ul style="list-style-type: none"> ■ Well positioned to take advantage of economic recovery <ul style="list-style-type: none"> - Corporate finance and M&A advisory capabilities position us well to intermediate capital flows

Expansion of TOP efficiency initiatives

TOP 6 Program on track to achieve FY2020 pre-tax run-rate target of \$225 million; projecting total benefit of ~\$400-\$425 million by YE2021, including recent \$100 million upsizing



Digitization-related revenue opportunities

Select examples:

Mortgage	Adopting digital tools, enabling of virtual sales and reducing origination cycle times
Wealth	Scale up Virtual Premier advisory model to expand coverage

Annual TOP Programs deliver enhanced effectiveness and efficiency, allowing self-funding of investments while improving returns

Investing in strategic priorities

Expanding and accelerating digitization efforts with a comprehensive end-to-end program; sharpening overall investment focus

Consumer	Commercial	Enterprise-wide payments
<ul style="list-style-type: none"> ■ Launching E2E digital transformation to increase digital sales and drive more self-service interactions ■ Integrating national capabilities, e.g., expansion of Citizens Access® and reinventing POS payment experience ■ Focusing on new customer acquisition and deepening existing relationships 	<ul style="list-style-type: none"> ■ Deploying enhanced coverage model and launching new industry verticals ■ Targeting growth in better risk-adjusted return portfolios; recycle capital with a focus on deepening relationships ■ Leveraging data and analytics for lending and deposits to improve returns ■ Digitizing processes for clients and colleagues to enhance efficiencies 	<ul style="list-style-type: none"> ■ Organizing new Enterprise Payments team and holistic enterprise strategy ■ Enabling integrated payments capabilities for clients through investment in payments hub and other client-facing experiences <ul style="list-style-type: none"> - Optimizing to ensure a more seamless experience across various payments channels, e.g., ACH, RTP, etc.

Enterprise enablers

Modern operating model	Next Gen Technology	Culture/ leadership/ talent	Data and analytics
<ul style="list-style-type: none"> ■ Conversion to full Agile delivery model for technology and business delivery by 4Q20; previously planned for early 2021 	<ul style="list-style-type: none"> ■ Insourcing engineering talent ■ Embracing API's and Microservices architecture ■ Leveraging innovations in hybrid cloud technology and automation 	<ul style="list-style-type: none"> ■ Fostering a diverse, equitable, and inclusive environment ■ Enabling leadership agility; building capabilities for now and the future 	<ul style="list-style-type: none"> ■ Simplifying and streamlining data ecosystem with adoption of Cloud ■ Investing in advanced analytics to enhance customer experience with personalization; improve risk management and efficiency

Looking forward

Positioned to leave crisis with positive momentum

Managing disruption from a position of strength and diversification

- 3Q20 YTD results demonstrate strength, diversity and resiliency of franchise, along with continued strong execution
- Underlying PPNR up 22% in 3Q20 YoY⁽¹⁾
- Strong capital and reserve position
 - CET1 ratio of 9.8%, Allowance to Loans (ex PPP) of 2.29%

Achieving EPS and ROTCE growth in a ZIRP environment

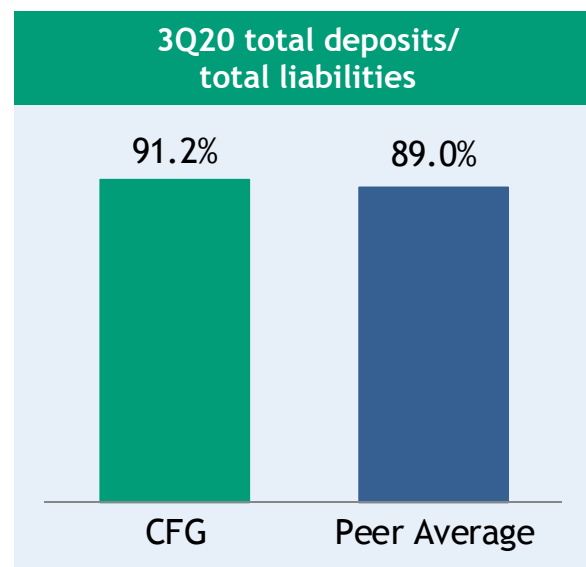
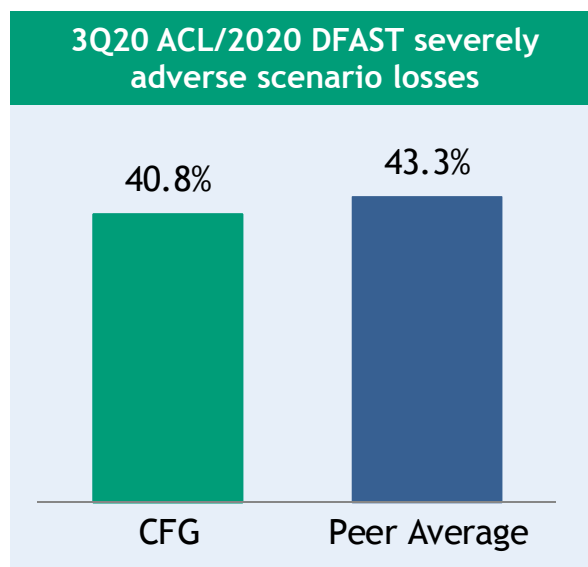
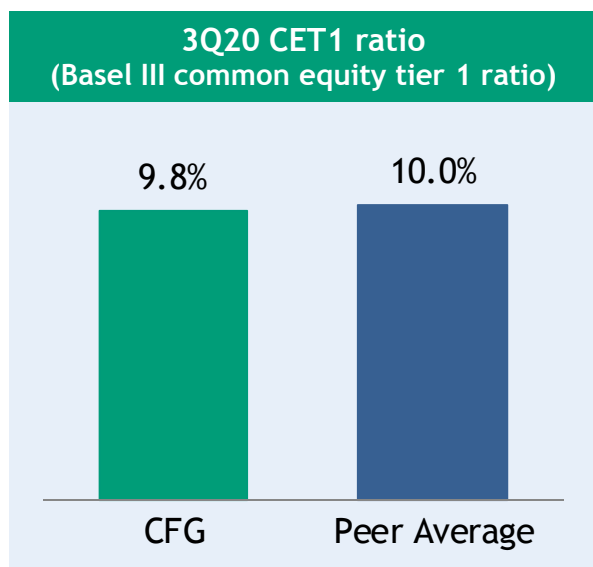
- Focused on disciplined execution to achieve EPS growth and ROTCE improvement in a ZIRP environment
 - Focused on growing NII, fees and improving risk-adjusted returns
 - Managing down deposit costs - targeting mid-teen interest-bearing deposit costs by YE2021
 - Strong fee generation from diverse business model and maturing capabilities across mortgage, wealth and capital markets
 - Adding significant new efficiency initiatives, including acceleration of the digitization of customer interactions and operational processes
- Seeing positive trends in credit, maintaining discipline
- Strong capital and reserve position

Confident that we will manage through the current environment and resume progress towards becoming a top performing regional bank

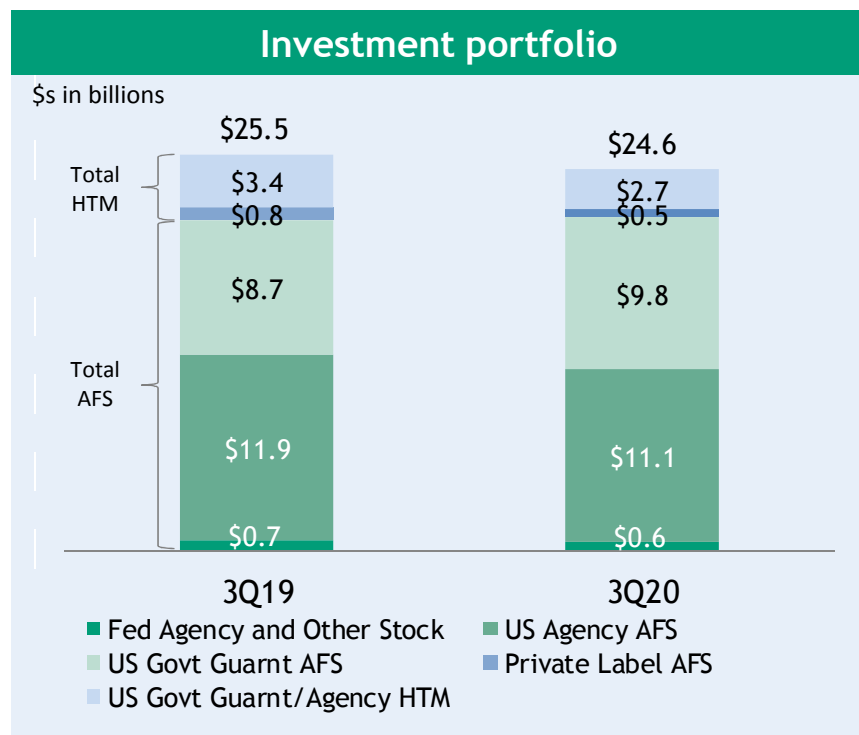
Balance sheet/capital/funding and liquidity

Strong, clean balance sheet funded largely by robust deposit franchise

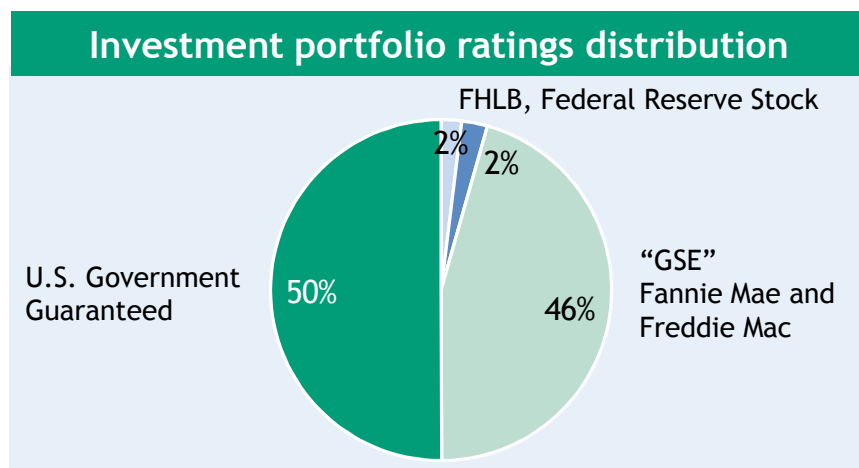
- Well capitalized with a common equity tier 1 capital ratio of 9.8%
- Prudent ACL/loans ratio of 2.21%, 2.29% excluding PPP loans⁽¹⁾
- Robust deposit franchise with ~\$125 billion of average core deposits⁽²⁾, with ~67% Consumer
- Strong liquidity and fully compliant liquidity coverage ratio



High-quality investment portfolio



- ### Highlights
- 96% U.S. Agency MBS
 - 2% AAA-rated non-agency
 - 16% of total earning assets, below peer bank average of ~20%.
 - Primary goal is to provide a source of high-quality liquid assets
 - Secondary objective is to optimize for yield
 - Average effective duration of the fixed income securities portfolio is 2.8 years
 - Average life of fixed income securities portfolio is 4.1 years with minimal credit risk

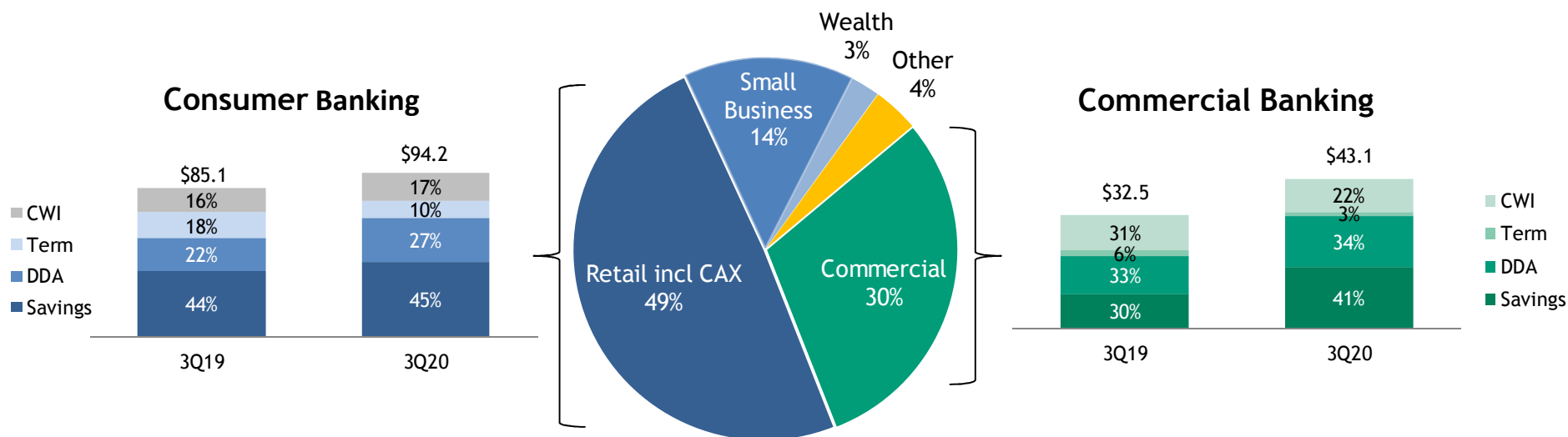


Stable high-quality deposit mix

\$s in billions

Deposit mix (9/30/2020)

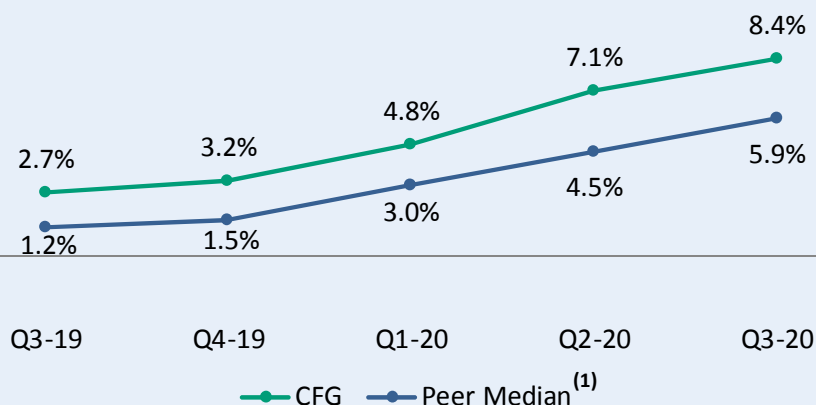
\$143 billion



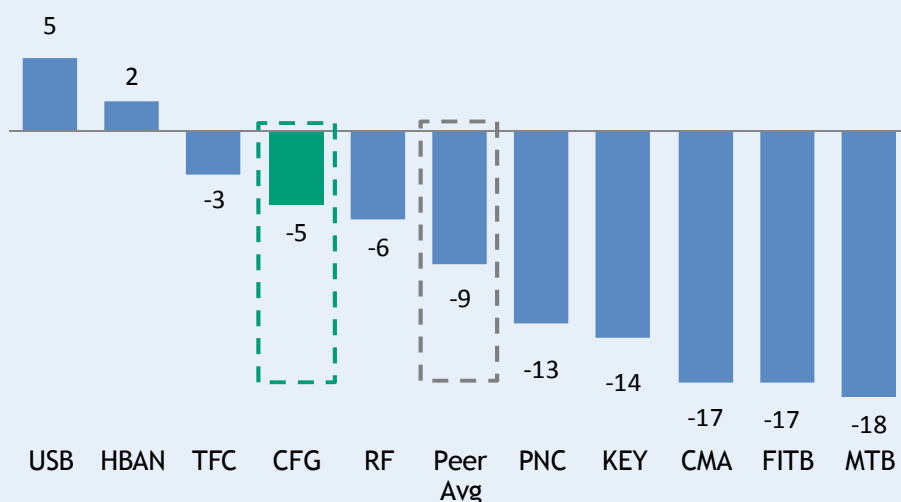
- Continue to optimize our deposit mix with focus on lower-cost, and more stable categories, including retail and commercial operational deposit base
- Continued high cost CD runoff (primarily in Consumer Banking segment) contributing to lower overall cost of funds trend
- Recent enhancements include Commercial investing in escrow capabilities to help attract low cost deposits and upgrading core cash management platform to diversify our offering to service full spectrum of treasury needs

Asset Sensitivity

Interest rate sensitivity trend



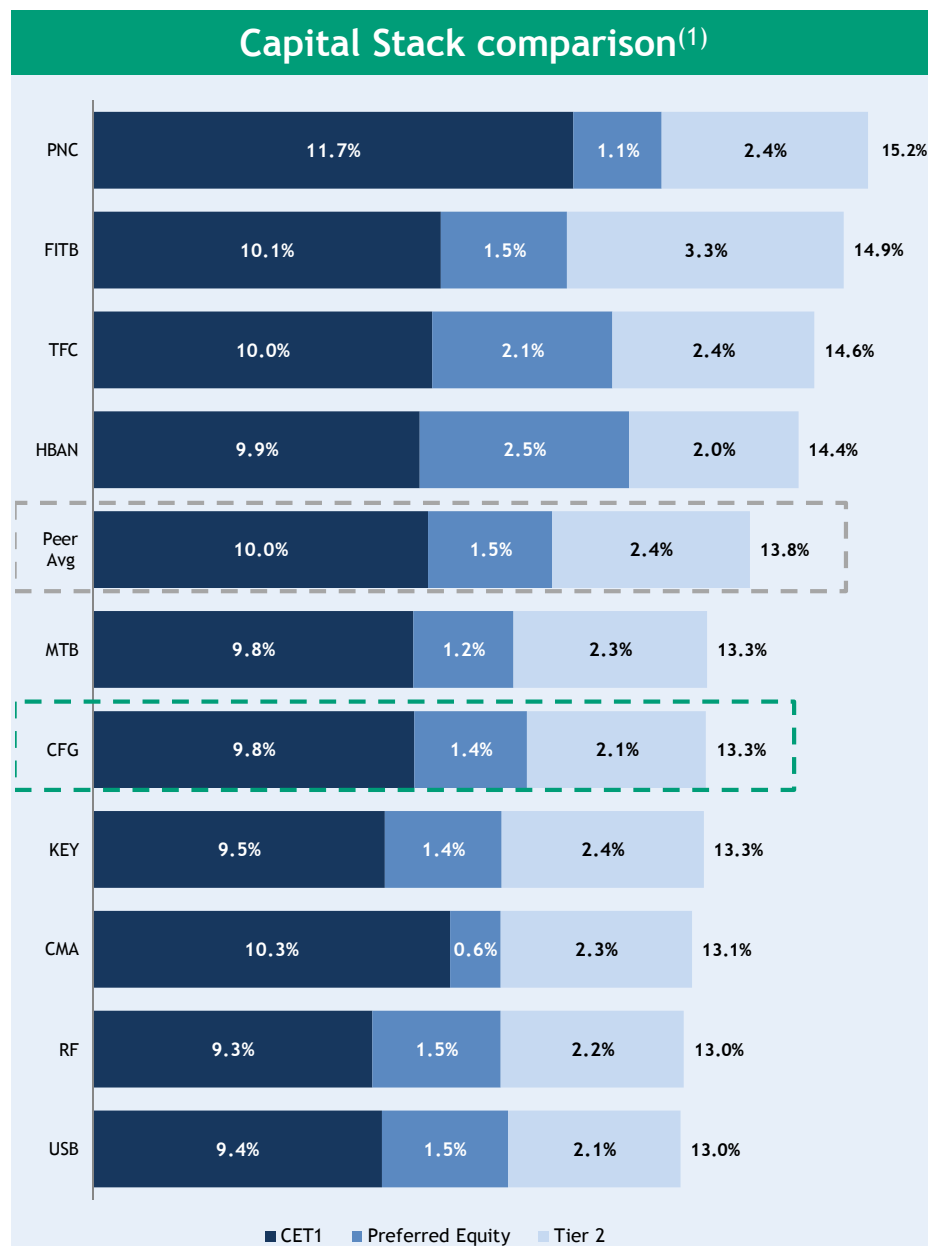
Change in Net Interest Margin (bps) (3Q20 vs 2Q20)⁽²⁾



Highlights

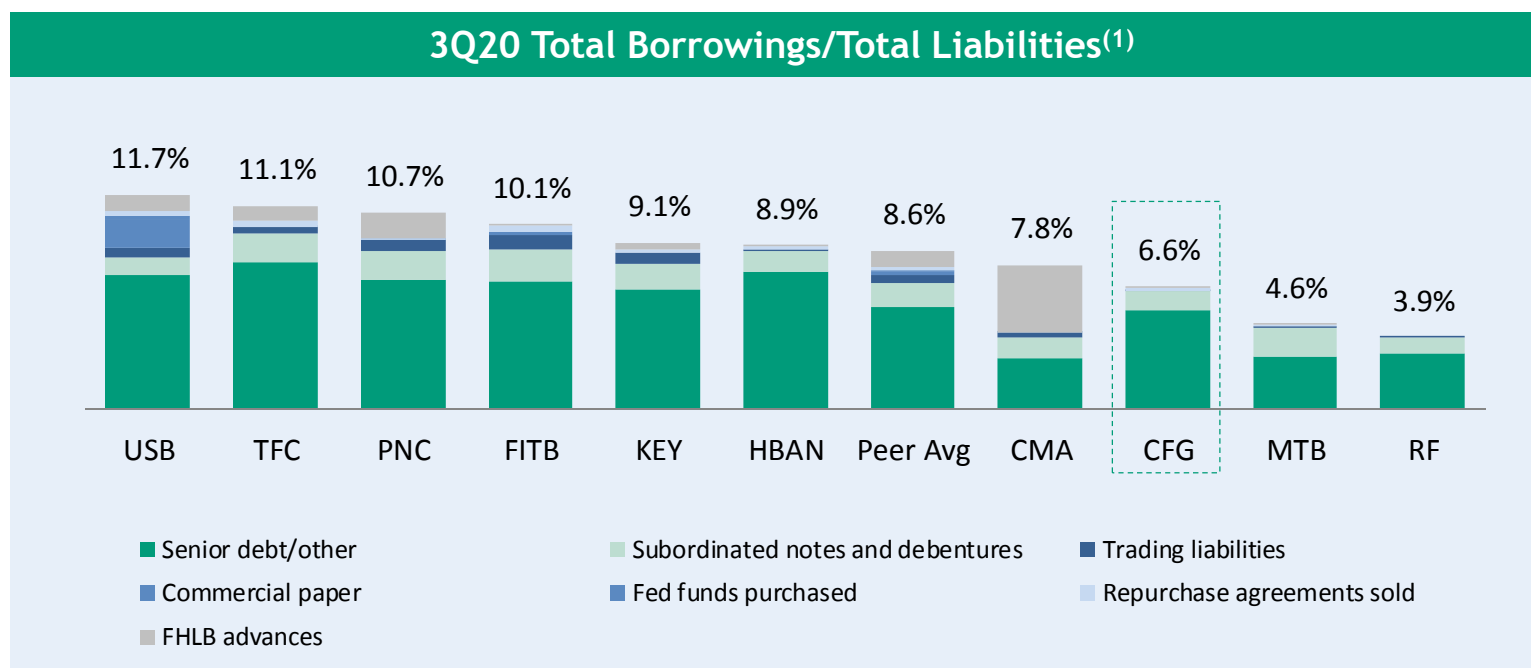
- Asset sensitivity against a 200 basis point gradual increase in rates was 8.4% at 3Q20, compared with 3.2% at 4Q19
 - Asset sensitivity elevated relative to core sensitivity profile due to meaningful increases in cash and deposit balances as a result of monetary and fiscal stimulus programs
 - Core sensitivity reflects historically low interest rates and is consistent with positioning in prior periods of policy rates between zero and 25 basis points
 - The risk position is managed within risk limits, and long term view of interest rates through occasional adjustments to securities investments, interest rate swaps and mix of funding
 - Peer banks generally allowing asset sensitivity to increase due to the same factors
- Strong NIM performance in 3Q20 relative to peers

Well-positioned to manage through current downturn



- Highlights**
- Maintain strong capital position
 - CET1 ratio of 9.8%, up ~40 bps from 9.4% in 1Q20, in line with CFG's internal target of 9.75-10.0%
 - Continue to execute on BSO initiatives
 - Sold \$973 million of student loans with seller financing, resulting in a benefit to CET1
 - Executed a \$621 million subordinated debt exchange resulting both in financial and capital benefits going forward
 - Continue prudent deployment of excess capital
 - Income levels and stress test results support continuation of common dividends at the current level
 - Share repurchase on hold through 4Q20, consistent with FRB mandate

Targeting a more peer-like funding structure



- Continue to broaden funding base with a goal of further enhancing stability and resiliency
 - To diversify our liquidity options and maintain a conservative risk profile, issued \$12.1 billion in senior bank and holding company debt since December 1, 2014; \$7.4 billion outstanding as of September 30, 2020
 - Expect to continue to opportunistically issue in order to supplement funding sources
- Elevated cash balance allowed for FHLB Advances to be paid down almost completely
- Available liquidity of ~\$70 billion as of September 30, 2020, up from ~\$40 billion before the pandemic
- Remain fully compliant with the LCR⁽²⁾

Rating agency credit ratings

	S&P	Fitch
Citizens Financial Group, Inc.		
Long-term Credit Rating	BBB+	BBB+
Short-Term Credit Rating	A-2	F1
Subordinated debt	BBB	BBB
Preferred stock	BB+	BB

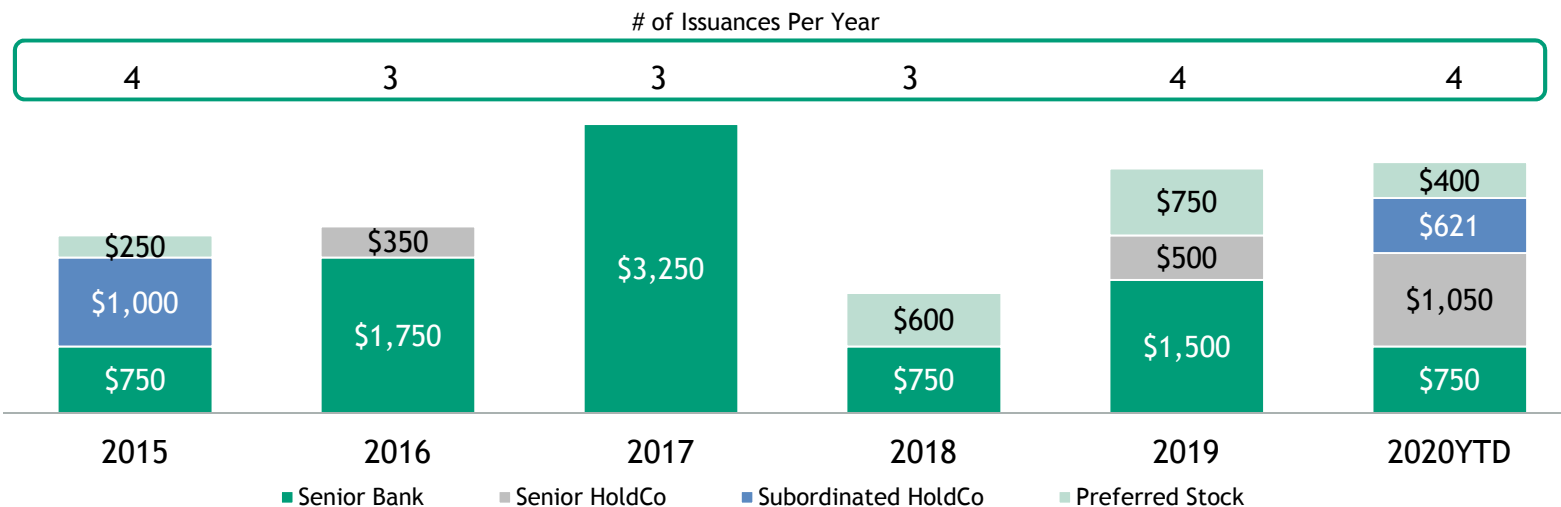
	S&P	Moody's	Fitch
Citizens Bank, N.A.			
Long-term Issuer Rating	A-	Baa1	BBB+
Short-Term Issuer Rating	A-2	-	F1
Long-term Deposit Rating	-	A1	A-
Short-term Deposit Rating	-	P-1	F1
Senior unsecured	A-	Baa1	BBB+
Subordinated debt	BBB+	Baa1	BBB
Ratings outlook	Stable	Stable	Stable

Citizens is a frequent issuer of senior debt, sub debt, and preferred stock

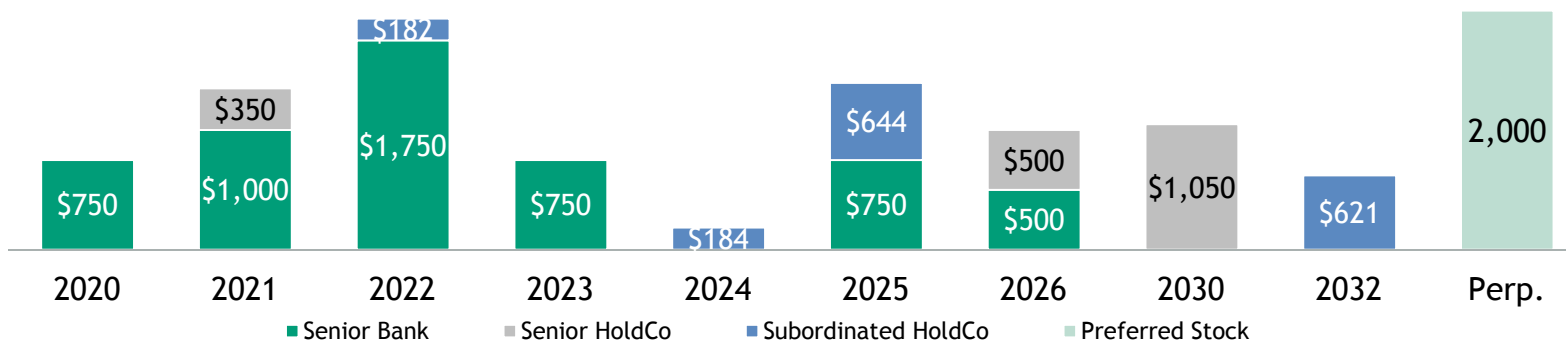
\$s in millions

Diversified funding platforms and balanced maturity profile

Historical Citizens fixed income issuance



Maturity profile



Credit

Credit overview

Cautiously optimistic on credit trends, reserving

- Highly disciplined credit risk appetite
- Retail portfolio super prime/prime-focused
- Granular and diversified commercial portfolio in terms of geography, industry and asset class
- Fed-run 2020 DFAST severely adverse credit loss rate of 5.6% in-line with peer average
- Proactively supported customers and clients through COVID-19 disruption
 - Forbearance was helpful, now dramatically lower
 - Consumer credit trends remain favorable
 - Commercial issues reside in segments most affected by COVID-19/lockdowns
- Reserve levels strong, NCO's stabilizing
- NPA's, criticized and classified trends stable/improving

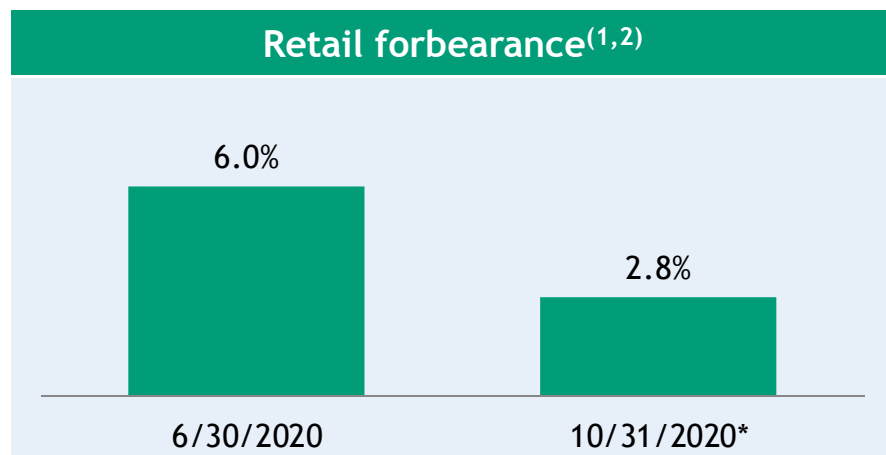
Proactive credit portfolio management during pandemic

Downturn playbook		
Commercial	Internal indicators	External indicators
	Downgrade and watch list trends; credit reviews, cash flow analysis & bottoms-up projections	Macro, regional, industry, sector trends
	Enhancing data analytics to predict deterioration e.g., dynamic dashboards	
	Partnering between portfolio management and workout team to ensure alignment and consistency of ratings and deferral guidance	

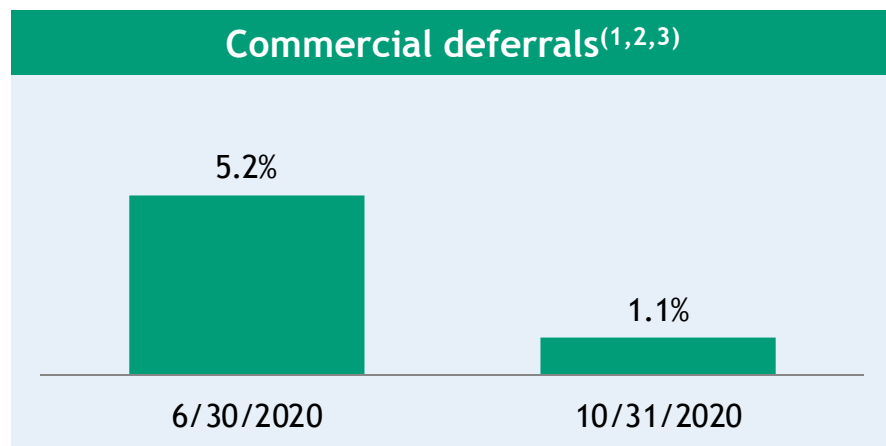
Consumer	Internal indicators	External indicators
	Product level delinquency trends	Industry-level delinquency trends, consumer behavior
	Early and late stage roll rate trends	Account inquiries and openings
	Delinquent customer collectability (contact & payment rates)	Collateral value indicators
	Credit inquiry trends	Loss & recession index monitoring

Actions taken	
■	Quarterly, bottoms up cash burn analysis for ~1,900 commercial customers representing ~70% of loan balances
	<ul style="list-style-type: none"> - This allows a level of precision in forecasting and identifying customers in need of more attention - Sector reviews, prioritized by cash burn results, also incorporate input from weekly/bi-weekly client interactions
	Running down balances in higher-risk sectors as part of portfolio repositioning
	Disciplined underwriting for high-quality new lending
■	Rapidly implemented planned credit downturn playbook given the speed and severity of lockdowns
	<ul style="list-style-type: none"> - Extent of credit tightening actions determined by loss expectations across portfolios; less severe tightening on Auto, Property, Student, and more severe tightening for Business Banking, PERL and Card
	Immediately established tracking and policy actions by impacted segments; non-forbearance vs. forbearance
	<ul style="list-style-type: none"> - Delinquency and payment tracking for loans in forbearance
■	Monitoring customer behavior for prudent lending opportunities as the economy improves

Credit quality - monitoring as forbearance programs wind down



*Under an alternative method where forbearance ends immediately after the last deferred payment, the forbearance rate would be ~2% on October 31, 2020

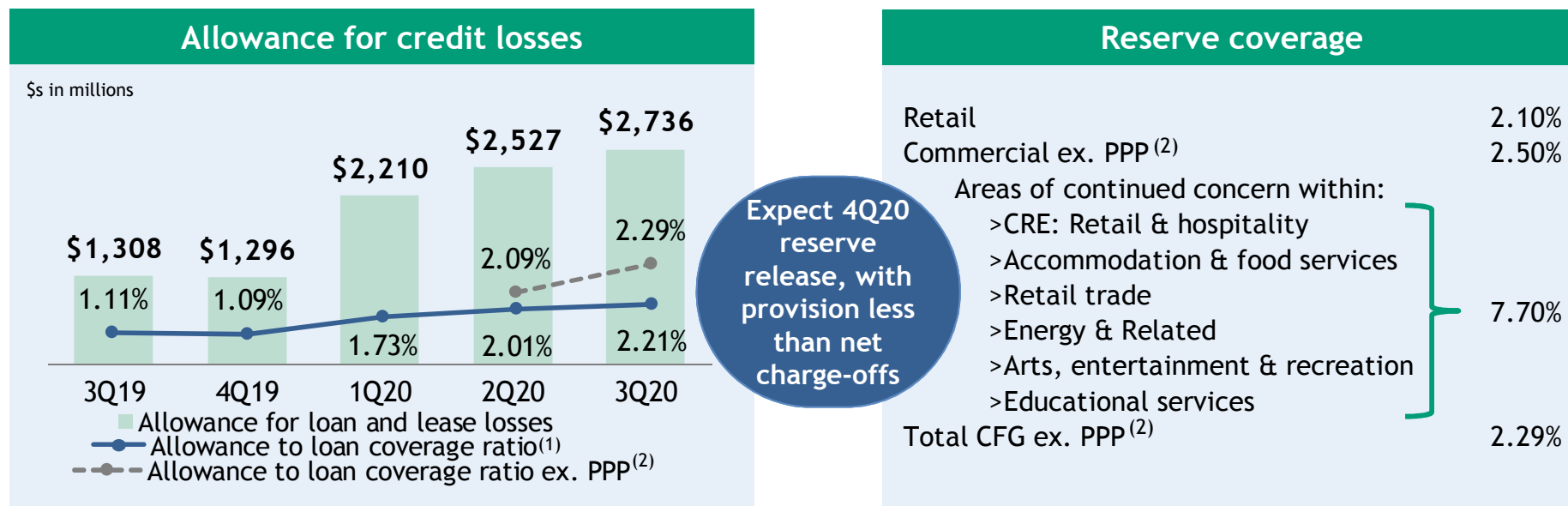


Retail delinquency				
Total retail loans	Current-29	30-59	60-89	90 or More
3/31/2020	98.51 %	0.64 %	0.27 %	0.58 %
9/30/2020	98.62 %	0.52 %	0.21 %	0.65 %

- Retail forbearance trending down from 6.0% at June 30, 2020 to 2.8%^(1,2) at October 31, 2020
- Broadly stable early-stage retail delinquency trends for loans not in forbearance
 - ~95% of borrowers who exited forbearance are current

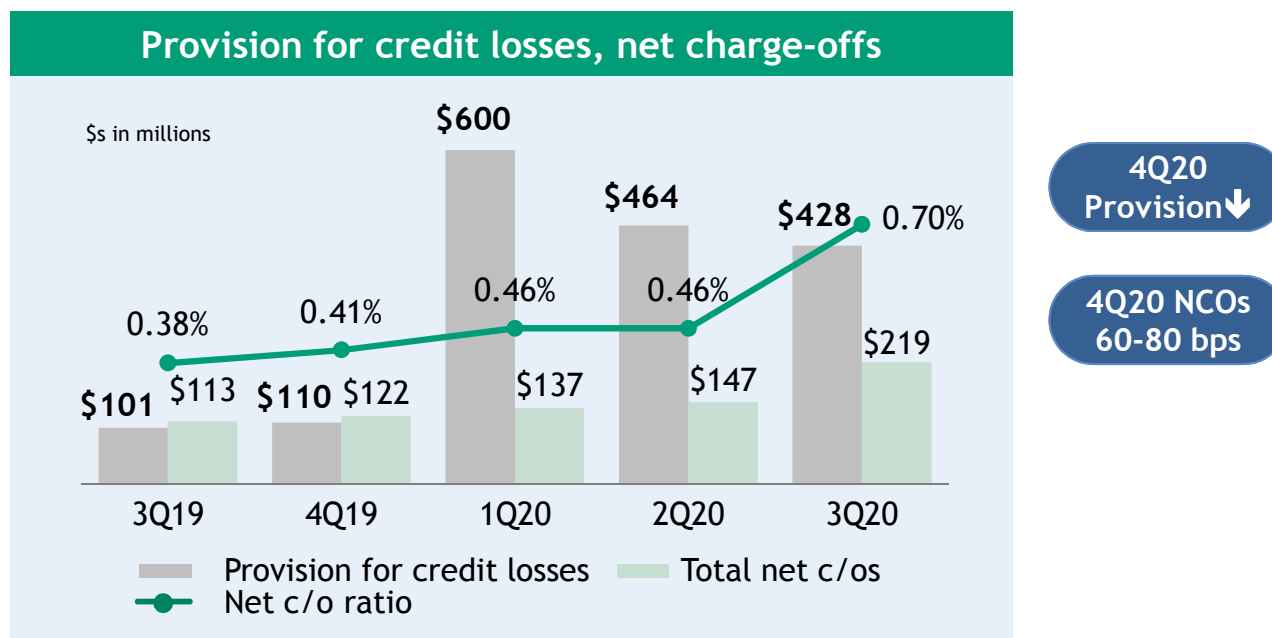
- Working proactively with Commercial Banking customers seeking flexibility on loan terms and conditions
- Commercial deferrals trending down from 5.2% at June 30, 2020 to 1.1%^(1,2) at October 31, 2020⁽³⁾
- Fewer C&I clients seeking second deferral after benefitting from stimulus and re-openings
- Commercial clients request for modification have slowed significantly since July
- Business banking decreased from 8.1% at September 30, 2020 to 1.1%⁽¹⁾ at October 31, 2020

Credit quality - prudently reserved



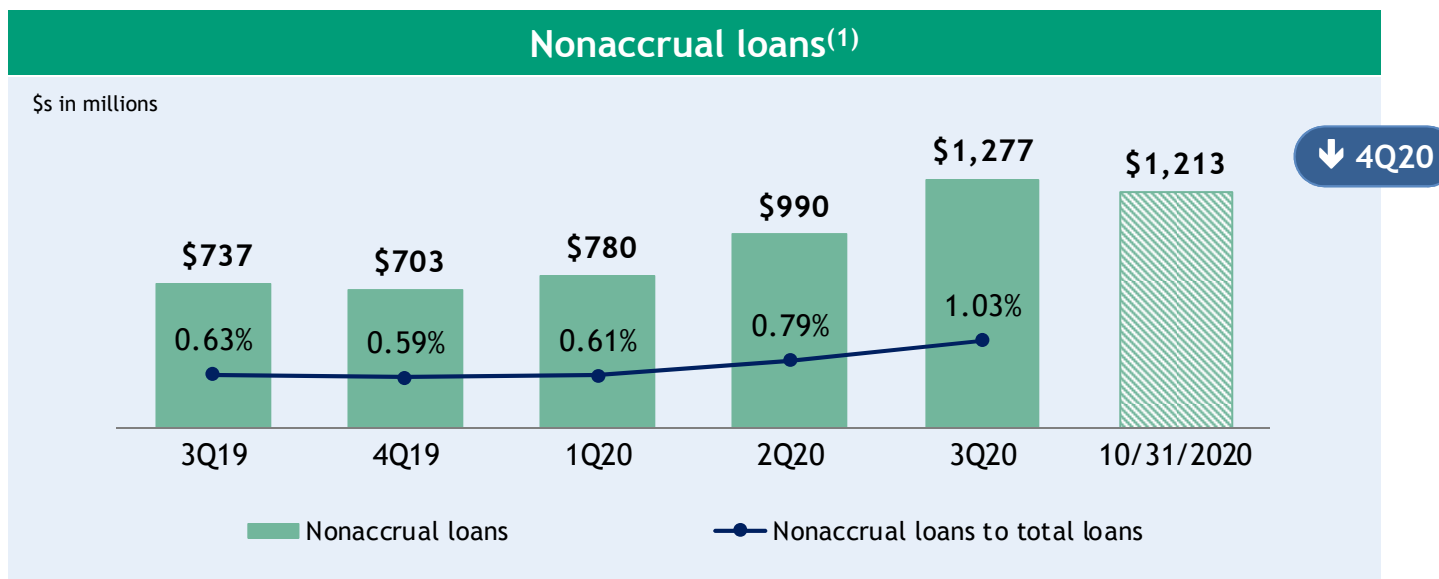
- 3Q20 ACL ratio of 2.21%, or 2.29%⁽²⁾ ex. PPP loans, compares with 2.01% in 2Q20, or 2.09% ex. PPP loans and 1.11% in 3Q19
- 3Q20 ACL to nonaccrual loans and leases ratio of 214% compares with 255% as of 2Q20 and 177% as of 3Q19
- Notwithstanding sizable reserve build, CET1 ratio improved 20 bps to 9.8% given robust PPNR growth and no share repurchases
- Expect 4Q20 reserve release barring a deterioration in economic outlook
- Areas of continued concern have ~3x the reserve coverage compared to the rest of the commercial portfolio

Credit quality - provisions declining, NCOs stabilizing



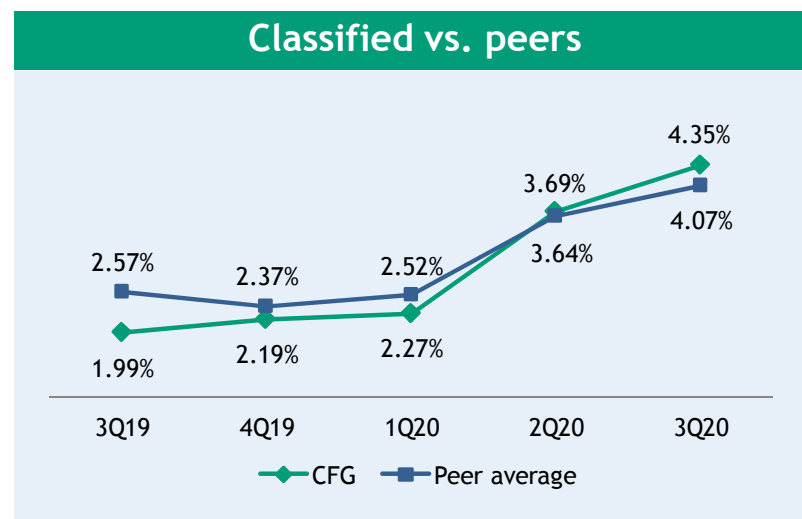
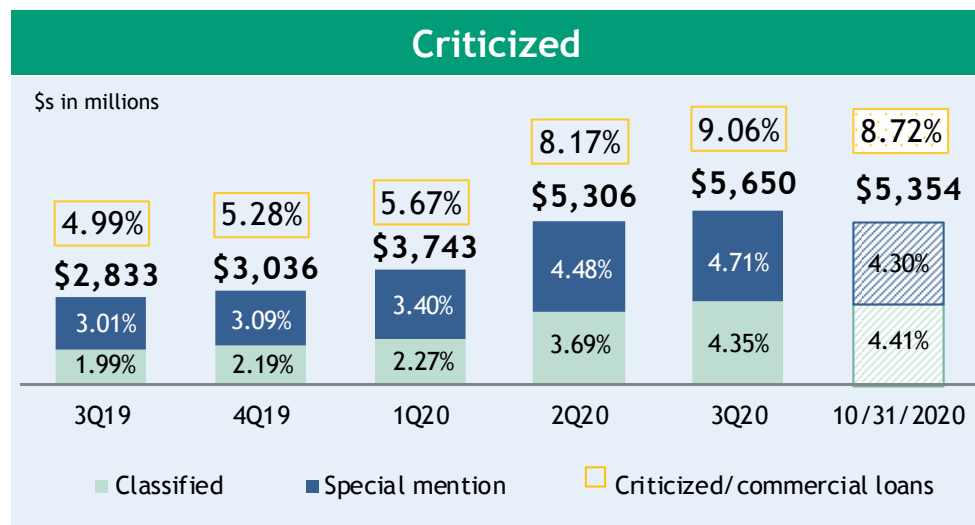
- NCOs increased \$72 million QoQ and \$106 million YoY reflecting increases in commercial, partly offset by decreases in retail given the impact of forbearance. Commercial driven by one credit to a mall REIT and one in metals and mining
- 3Q20 provision of \$428 million includes a net reserve build of \$209 million, primarily driven by commercial segments most impacted by COVID-19/associated lockdowns
- 4Q20 NCO guidance of 60-80 bps of average loans

Credit quality - nonaccrual loans expected to decline in 4Q20



- Nonaccrual loans increased \$287 million QoQ given a \$254 million increase in commercial
 - Largely driven by two mall REIT credits, which were performing well prior to COVID-19 related lockdowns; other mall REIT exposure currently performing
- Nonaccrual loans expected to decline in 4Q20

Credit quality - criticized overall is stabilizing



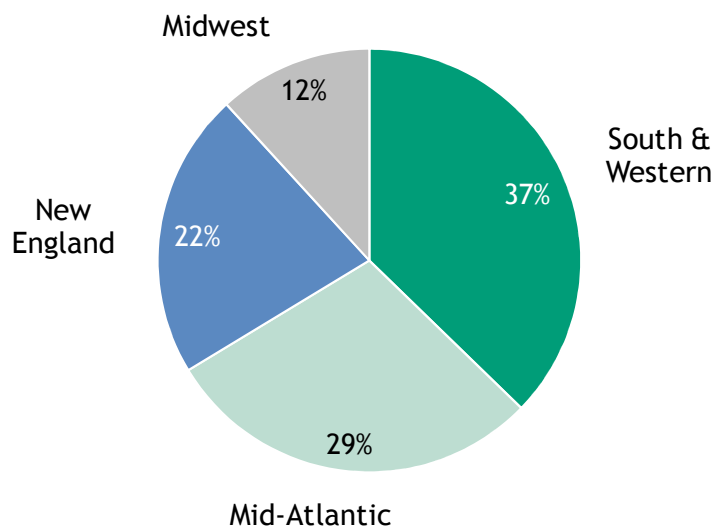
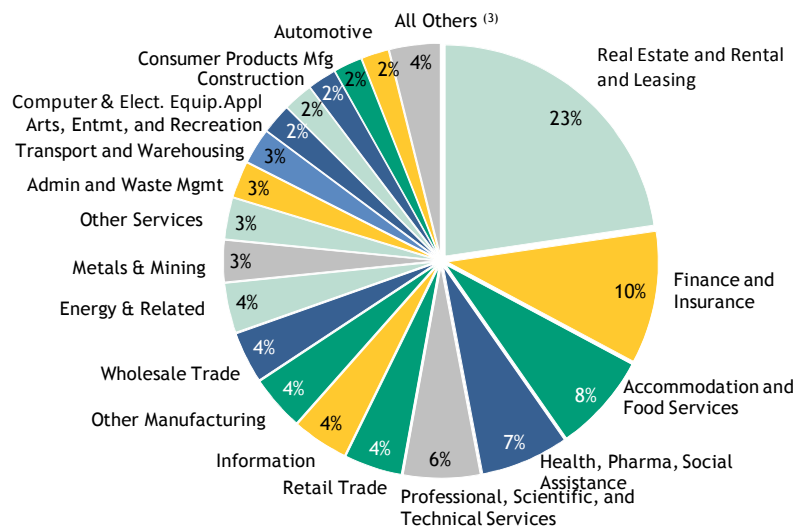
*Based on peer reporting the average is comprised of: 5 peers in 3Q19, 2Q20 & 3Q20, 6 peers in 4Q19 & 1Q20

- Highly focused on targeted actions to manage assets in regulatory classified categories, i.e., substandard and doubtful
- Criticized overall began stabilizing in 3Q20; expect improvement in 4Q20
 - Special mention will fluctuate until there is more clarity around stimulus and the pace of the recovery
- COVID-19 and associated lockdowns the main driver of the increase in criticized assets since 1Q20, across CRE Retail and Hospitality, including mall REITs and casual dining; Retail Trade; price-sensitive Energy & Related; Arts, Entertainment, and Recreation; and Educational Services

Highly disciplined on credit

Commercial portfolio

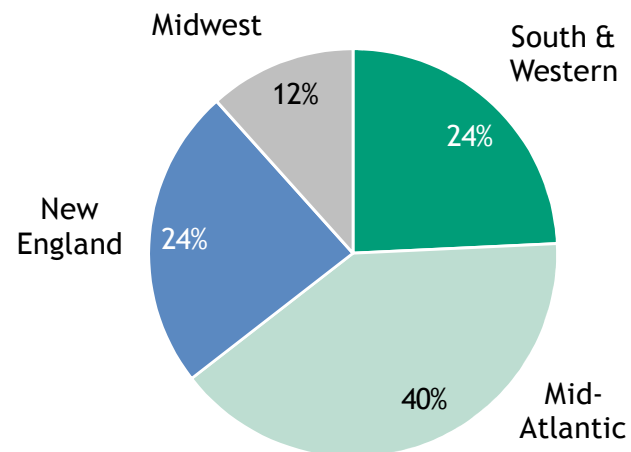
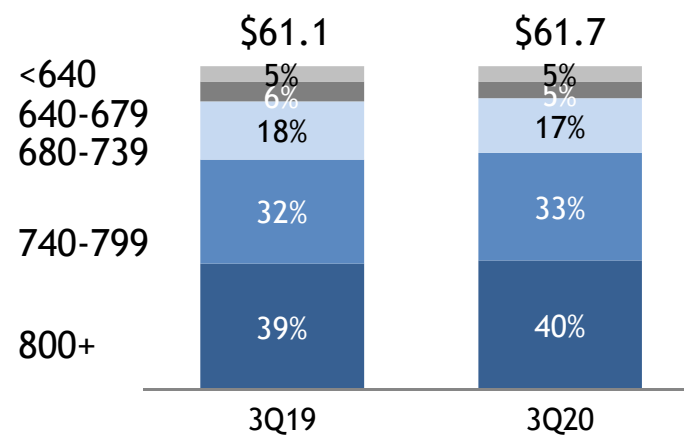
Highly granular and diversified portfolio in terms of geography, industry and asset class



Retail portfolio

\$s in billions

Super prime/prime-focused; refreshed FICOs improved YoY^(1,2)



Summary

Key messages

- Citizens 3Q20 results demonstrate strength and resiliency of franchise, along with continued strong execution
- Underlying results reflect the benefit of Citizens diversified business model
 - Record PPNR up 22% YoY, up 6% QoQ⁽¹⁾
 - Record fee income driven by record results in mortgage banking
 - Positive operating leverage year over year of 9.0%; 53.4% efficiency ratio⁽¹⁾
 - TBV/share of \$32.24 up 2% YoY and up slightly QoQ
- Citizens remains well capitalized and maintains ample liquidity
 - Robust capital levels with CET1 ratio of 9.8%⁽²⁾, up 20 bps QoQ
 - Prudent ACL/loans ratio of 2.21%, 2.29% excluding PPP loans⁽¹⁾
 - Spot LDR of 87%; 84% excluding PPP loans⁽¹⁾
- Continue to make progress on our strategic initiatives, while incorporating changes from the environment
 - TOP 6 Program expected to achieve FY2020 pre-tax run-rate target of \$225 million; on track for expected pre-tax run-rate benefit of ~\$300-\$325 million by YE2021
 - Launching new transformation initiatives to upscale program
 - > Expect to deliver at least \$100 million in pre-tax run-rate benefits by YE2021
 - > Working through costs to fund strategic investments
 - > FY2021 expense guidance on January earnings call
- Prioritizing major strategic initiatives: Consumer national expansion; broadening merchant finance; widening Commercial coverage, and enhancing advisory capabilities
- Seeking to come out of crisis with positive momentum

Appendix I - Analysis of selected loan portfolios

Analysis of selected loan portfolios

Commercial	Page
Commercial - diversified portfolio with prudent credit discipline	41
CRE: Retail & Hospitality	42
Accommodation and food services	43
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Energy and related	45
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Unsecured	52

Commercial credit - diversified portfolio with prudent credit discipline

Industry sectors \$s in billions	2Q20		3Q20		Current view	
	Balance	% of Total CFG	Balance	% of Total CFG	Areas Stabilizing	Continued Concern
Real Estate and Rental and Leasing	\$13.8	11 %	\$14.1	11 %		
Retail and hospitality	2.5	2	2.5	2		2.5
Retail						1.6
Mall REITs						0.4
Hospitality						0.5
Finance and Insurance	5.9	5	6.3	5		
Accommodation and Food Services	4.2	3	4.2	3		
Accommodation	1.4	1	1.4	1		
Food Services and Drinking Places	2.8	2	2.7	2	2.2	0.5
Casual Dining						0.5
Fast Food, Fast Casual, Other					2.2	
Health, Pharma, Social Assistance	3.8	3	3.5	3		
Professional, Scientific, and Technical Services	3.2	3	2.9	2		
Information	2.8	2	2.6	2		
Retail Trade	2.8	2	2.5	2	1.6	0.9
Essential Businesses					1.6	
Non Essential Businesses						0.9
Other Manufacturing	2.8	2	2.4	2		
Wholesale Trade	2.4	2	2.1	2		
Energy & Related	2.7	2	2.6	2	1.6	1.0
Less Price Sensitive					1.6	
Price Sensitive						1.0
Metals & Mining	2.2	2	1.8	1		
Other Services	1.8	1	1.7	1		
Admin and Waste Mgmt.	1.6	1	1.5	1		
Arts, Entertainment, and Recreation	1.6	1	1.3	1	1.0	0.3
Fitness centers and entertainment						0.3
Transportation and Warehousing	1.6	1	1.5	1		
Automotive	1.5	1	1.2	1		
Computer, Electrical Equipment, Appliance, and Component	1.3	1	1.3	1		
Consumer Products Manufacturing	1.3	1	1.3	1		
Chemicals	1.1	1	1.0	1		
Educational Services	0.9	1	0.9	1		0.9
All others ⁽¹⁾	1.0	2	1.3	1		
Total commercial excluding PPP loans ⁽²⁾	\$60.2	48 %	\$57.7	46 %	\$ 6.4	\$ 6.1
SBA PPP loans	\$ 4.7	4	\$ 4.7	4		
Total commercial	\$64.9	52 %	\$62.4	50 %		
Updated industries of market concern			\$ 12.5	10 %	5.1%	4.9%

Industry sector of market concern

Areas stabilizing

Continued concern

See pages 56-58 for notes and important information on Non-GAAP Financial Measures, including "Underlying" results. "Underlying" results exclude the impact of notable items.

Highlights

Overall

- Highly granular and diversified portfolio in terms of geography, industry and asset class
- Early stages of economic recovery with businesses re-opening, improved liquidity given capital raising and federal stimulus have reduced areas of market concern highlighted at 2Q20 from 10% to 4.9% of the loan portfolio at 3Q20

Areas stabilizing

- Accommodation \$1.4B** - majority of exposure is to casino hotels which have improved with lifting of restrictions and re-openings; no longer of concern
- Food Services and Drinking Places \$2.2B** - fast food and quick service concepts have performed well throughout the pandemic
- Retail Trade \$1.6B** - lower risk gas stations, convenience stores and other essential services that either remained open during the crisis or are now seeing increased consumer demand
- Energy and Related \$1.6B** - relates to less price sensitive sectors that are performing
- Arts, Entertainment, and Recreation \$1.0B** - exposure to sports teams and stadiums assisted by resumption of major professional sports and contractual revenues in place from cable broadcasters

Areas of continued concern

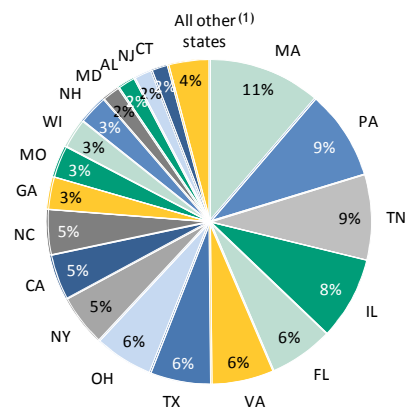
- CRE Retail \$2.0B** - portfolio is well diversified geographically, with some markets expected to perform better than others over time; despite re-openings and increasing consumer demand there continue to be challenges for selective retail credits and mall REITs
- CRE Hospitality \$0.5B** - hotels impacted by COVID-related decline in business travel, partially mitigated by good sponsors and strong underlying brands
- Food Services and Drinking Places \$0.5B** - casual dining segment likely to remain stressed due to lack of take-out options and loss of outdoor dining through winter
- Retail Trade \$0.9B** - non-essential businesses impacted by COVID-related closures
- Energy & Related \$1.0B** - price stabilization from volatility in first half 2020 has been beneficial, and clients remain well hedged into 2021
- Arts, Entertainment, and Recreation \$0.3B** - fitness centers and entertainment venues impacted by COVID-related shutdowns and social distancing
- Educational Services \$0.9B** - challenged due to COVID-related school closures; re-opening of facilities and minimizing outbreaks should ease stress

CRE: Retail and Hospitality

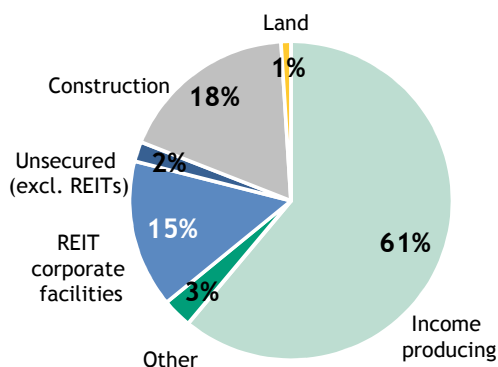
Property type \$in millions	3Q20 ex. PPP	% of commercial
Office	\$ 5,137	8 %
Multi-family	2,887	5
Retail - Other	1,398	2
Retail-REIT	202	NM
Mall REIT	406	1
Industrial	1,106	2
Healthcare	774	1
Hospitality	502	1
CRE other	1,499	2
Total	\$ 13,911	22 %

\$2.5 billion Retail and Hospitality

by State



by Facility Type



Commentary

- Portfolio focused on larger, well-capitalized institutional and upper middle market sponsors and owners well known to us; regions with strong growth with an eye to geographic diversity
- 76% of the CRE portfolio income producing and REIT
- Most of the CRE portfolio is performing well although Retail & Hospitality are under heightened stress given COVID-19 closures
 - CRE Retail - well diversified geographically, with some markets expected to perform better than others over time; despite re-openings and increasing consumer demand there continue to be challenges for selective retail CRE credits and mall REITs
 - CRE Hospitality - hotels impacted by COVID-19 and associated lockdowns and declines in leisure and business travel, partially mitigated by good sponsors and strong underlying brands. Low exposure levels, 4% of CRE and 1% of Commercial overall

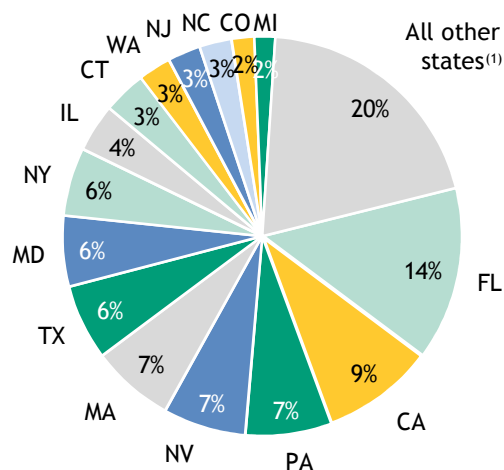
Monitoring & Response

- Monitoring project-specific net operating income, as well as market trends in delinquency, vacancy and absorption rates
- Reviewing individual property status; working closely with borrowers
- Detailed cash burn analysis combined with macro-economic forecasts informed our reserve levels and we currently anticipate no further need to build reserves

Accommodation and food services

Accommodation and food services \$in millions	3Q20 ex.PPP	% of commercial
McDonalds franchisee	\$1,200	2 %
Fast food	619	1
Fast casual	241	NM
Total fast food & fast casual	\$2,060	3 %
Casual dining	536	1
Other food services & drinking places	153	NM
Total food services & drinking places	\$2,749	4 %
Total accommodation	1,409	2
Total accommodation & food services	\$4,157	7 %

\$4.2 billion Accommodation & Food Services by state



Commentary

- Food services have performed well
 - ~75% of food services is fast food and fast casual; ~44% McDonald's franchisees
 - Better positioned to manage social distancing through take out and drive-through capabilities
 - Franchisees benefit from strong franchisor support with concessions and deferrals of base rents, royalties and suspended cap-ex requirements
- Casual dining segment likely to remain stressed due to lack of take-out options and loss of outdoor dining through winter. This is a portfolio that is being repositioned and is running down, declining ~26% in the last 18 months
- Accommodation - majority of exposure is to casino hotels most of which have strong liquidity positions and have improved with lifting of restrictions and re-openings; no longer of serious concern

Monitoring & Response

- Ongoing client-level cash flow analysis to assess liquidity needs based upon unique sector challenges
- Individually assessed the casual dining sector clients to establish additional reserve overlays for this highly impacted sector

Retail trade

Retail trade \$in millions	3Q20 ex. PPP	% of commercial
Gas stations, convenience stores, grocery and other essential retail businesses	\$ 1,630	3 %
All other	892	1
Total	\$ 2,522	4 %

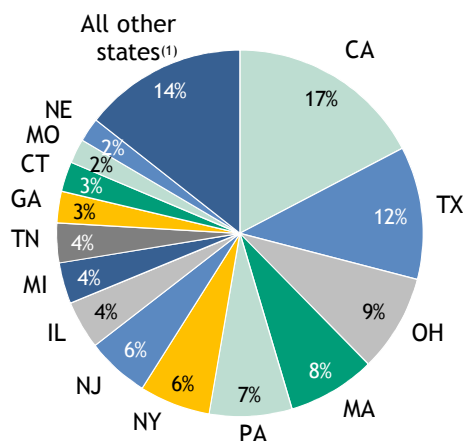
Commentary

- 65% is lower risk gas stations, convenience stores and other essential services that either remained open during the crisis or are now seeing increased consumer demand
- 35% is non-essential businesses impacted by COVID-19 and associated closures
- ~20% asset-based lending with an average loan balance of ~\$21 million

Monitoring & Response

- In ABL, the majority of our clients have notably more liquidity in 3Q20 than 2Q20 given the reopening of the U.S. economy, expense reductions and prudent inventory management
- Ongoing client-level cash flow analysis to assess liquidity needs based upon unique sector challenges
- Robust collateral monitoring of trading assets is a hallmark of the segment
- Ongoing monitoring of salability of the underlying collateral in this sector

\$2.5 billion retail trade by state



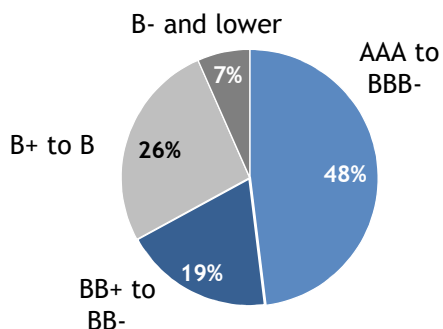
Energy and related

Energy and related \$in millions	3Q20 ex. PPP	% Utilized	% of commercial
Less price-sensitive - Oil & Gas ⁽¹⁾	\$ 1,142	64 %	2 %
Less price-sensitive - Energy other ⁽²⁾	458	45	1
Less price-sensitive total energy & related	\$ 1,600	57 %	3 %
Upstream, Non-RBL	90	47	NM
Oil Field Services	72	85	NM
Reserve Based Lending (RBL)	795	62	1
More price-sensitive total	\$ 957	61 %	2 %
Total energy & related	\$ 2,557	59 %	4 %

Commentary

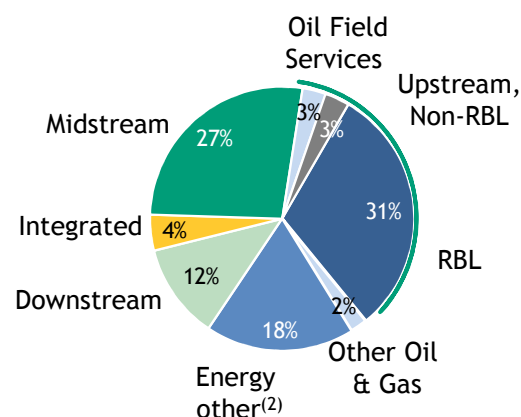
- Price stabilization from volatility in first half 2020 has been beneficial
- Well-diversified portfolio with ~180 clients
- More price sensitive portfolio is 37%
- Price sensitive RBL clients hedge their production
 - ~75% of well production hedged through YE2020; 70% hedged through YE2021
 - ~53% is weighted to natural gas
 - Of the remaining 47% of RBL ~2/3 of portfolio is weighted to the stronger Permian, Bakken, Marcellus and Haynesville basins

Investment grade-equivalent risk rating⁽³⁾



Sub-sector⁽³⁾

~\$1 billion more sensitive to declining oil prices



Arts, entertainment and recreation

Arts, entertainment and recreation \$in millions	3Q20 ex. PPP	% of commercial
Performing arts, spectator sports, and related industries	\$ 792	1 %
All other	553	1
Total	\$ 1,345	2 %

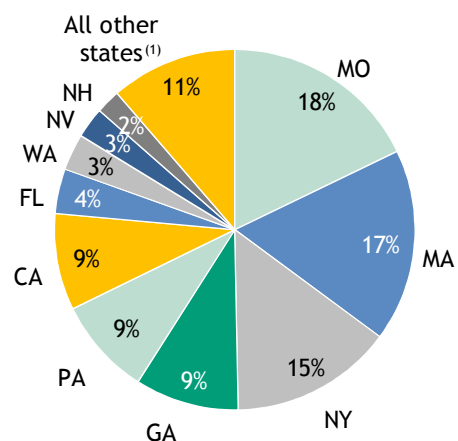
Commentary

- ~60% of portfolio exposure to sports teams and stadiums assisted by resumption of major professional sports and contractual revenues in place from cable broadcasters
 - Low historic loss rates given contractual revenue streams from cable broadcasters and structural protection
- Low exposure to fitness centers and entertainment venues impacted by COVID-19 and associated shutdowns and social distancing
- Other represents a broadly diverse set of industries with no more than 13% concentration in any one segment

Monitoring & Response

- Working with Arts, Entertainment & Recreation clients to provide relief in the form of deferrals and forbearance as necessary
- Using client-level cash flow analysis to assess liquidity needs based upon unique sector challenges - will continue to update as the crisis progresses
- Majority of amusement, gambling and recreation clients have significant liquidity
- The majority of the portfolio is secured by strong underlying collateral, specifically the sports & casino related segments

\$1.3 billion arts, entertainment and recreation by state



Retail credit - diversified portfolio with prudent credit discipline

Retail portfolio \$in billions	2Q20						3Q20					
	Balance	% of total CFG	WA FICO	Nonaccrual			Balance	% of total CFG	WA FICO	Nonaccrual		
				\$	%					\$	%	
Residential mortgage	\$19.2	15 %	~785	\$0.11	0.58 %		\$19.6	16 %	~785	\$ 0.13	0.67 %	
Home equity	12.5	10	~765	0.25	2.02		12.3	10	~765	0.27	2.15	
Auto	12.0	10	~730	0.07	0.56		12.0	10	~735	0.08	0.66	
Education	10.6	8	~780	0.02	0.17		11.6	9	~785	0.02	0.14	
Credit card	1.9	2	~735	0.02	1.11		1.9	2	~740	0.02	0.91	
Other retail	4.5	4	~750	0.01	0.26		4.2	3	~755	0.01	0.19	
Total retail⁽¹⁾	\$60.8	48 %	~765	\$0.48	0.80 %		\$61.7	50 %	~770	\$ 0.52	0.84 %	

Commentary

- ~70% of the retail portfolio is secured
- Mortgage weighted-average LTV of 63% with ~97% of the portfolio with refreshed FICO scores >650
- ~50% of the HELOC portfolio is secured by 1st lien
 - ~73% of HELOC has CLTV <70; ~95% CLTV < 80
- Education refinance portfolio borrowers at origination have been employed ~6 years on average with:
 - ~30% co-sign
 - ~60% have advanced degrees
- Education In-School ~90% co-sign
- Vast majority of point-of-sale finance balances subject to loss sharing arrangements

Broadly stable QoQ trends on FICO scores, delinquencies

Mortgage portfolio overview

Highlights

- Jumbo mortgages originated primarily within the Bank's lending footprint
- Weighted-average refreshed FICO score of ~785 and CLTV of ~63%

Risk mitigants:

- Greater use of mortgage insurance at higher LTV's
- Enhanced policies to reduce refi cash-out volume
- Strong portfolio LTV will keep mortgage high on consumer payment hierarchy

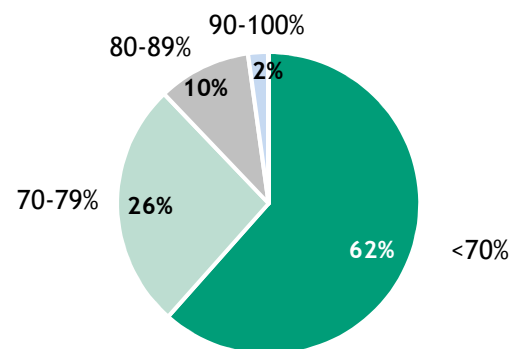
What we are monitoring

- Strong forbearance volume due to being the highest monthly payment in household, but 47% in forbearance continue to make payments as before
- Initially volume slowed down, but due to low rate environment and higher demand for housing, volume bounced back quickly and HPI remains strong in most geographies (NYC an exception)

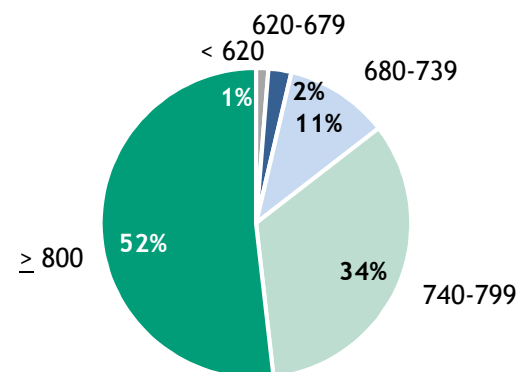
\$s in billions	2016	2017	2018	2019	3Q20
Period-end loans	\$15.1	\$17.0	\$19.0	\$19.1	\$19.6
Average loans	\$14.0	\$16.0	\$17.9	\$19.3	\$19.4
NPL %	0.95%	0.75%	0.72%	0.49%	0.67%
NCO %	0.08%	0.03%	0.01%	0.00%	0.00%

3Q20 \$19.6 billion mortgage portfolio

by Refreshed CLTV⁽¹⁾



by Refreshed FICO⁽¹⁾



Home equity portfolio⁽¹⁾

Highlights

- ~50% of the HELOC portfolio is secured by 1st lien
- Weighted-average FICO of ~765
- ~95% of the HELOC portfolio has an LTV of less than 80%

Risk mitigants:

- Increased FICO floors on originations
- Increasing frequency and depth of bureau variables for line freeze triggers
- Tracking HPI forecasts and will lower CLTV caps if needed
- Lowered CLTV caps in NYC boroughs

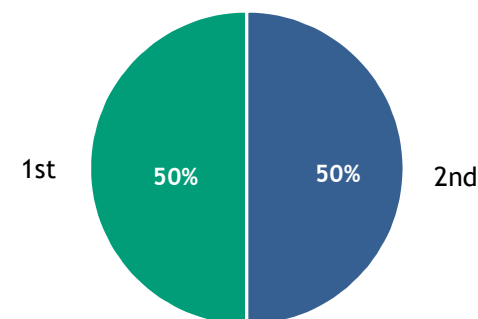
What we are monitoring

- Monitoring draw volume; utilization currently steady in the low 40% range. Will be key watch item as unemployment continues
- Low rate environment and macroeconomic factors have reduced HELOC application volumes and balances as consumers are refinancing mortgages

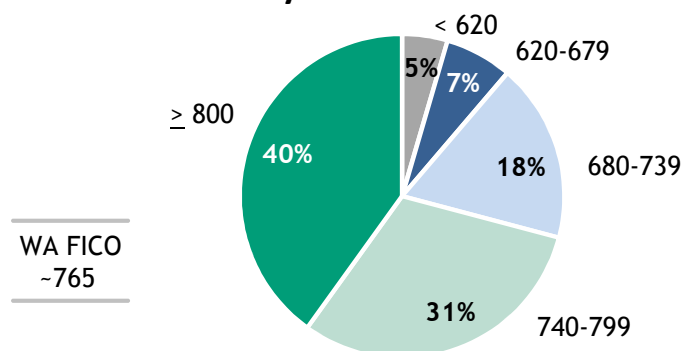
\$s in billions	2016	2017	2018	2019	3Q20
Period-end loans	\$16.9	\$15.6	\$14.3	\$13.2	\$12.3
Average loans	\$17.7	\$16.1	\$14.8	\$13.6	\$12.4
NPL %	2.40%	2.24%	2.19%	1.87%	2.15%
NCO %	0.28%	0.07%	(0.03)%	(0.07)%	(0.10)%

3Q20 \$12.3 billion HELOC portfolio

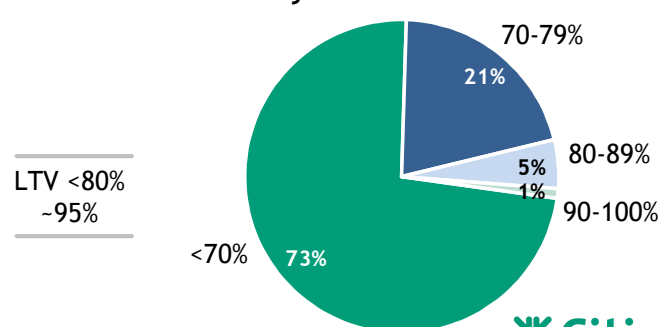
by Lien position⁽²⁾



by Refreshed FICO⁽²⁾



by Refreshed LTV^(2,3)



Auto

Highlights

- Auto finance portfolio - purchase only, no leasing, weighted-average FICO score of ~735
- ~80% of the portfolio has a FICO score equal to or greater than 680, ~50% ≤ 72 months and ~50% are new car loans
- 76- to 84-month term originations have a weighted-average FICO score of ~765

Risk mitigants:

- Approval rate has dropped from mid 40% to mid 30% due to credit policy tightening, but has fully rebounded with current origination volume being very strong asset quality
- Going forward for originations, raised FICO floor, lowered LTV, and lowered DTI; particularly for 84-month loan applicants
- Auto active forbearance has quickly dropped from 8.1% as of June 30, 2020 of balances to 2.6% of balances as of October 31, 2020, with those that have exited forbearance showing stable performance at 91% current

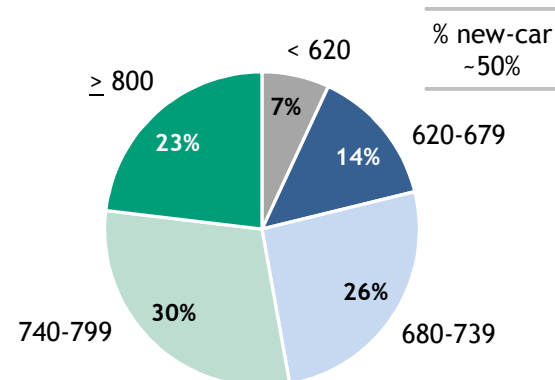
What we are monitoring

- Application volume down initially due to less traffic in dealerships but has returned to pre-COVID levels due to changing consumer lifestyle
- Repossessions suspended due to auction houses significantly reducing operations but fully resumed in July/Aug timeframe. Due to demand, used car values are extremely strong

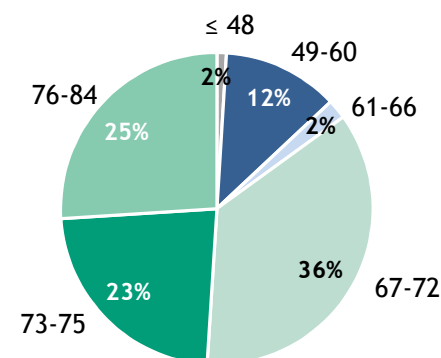
\$s in billions	2016	2017	2018	2019	3Q20
Period-end loans	\$13.9	\$13.2	\$12.1	\$12.1	\$12.0
Average loans	\$14.0	\$13.5	\$12.6	\$12.0	\$12.0
NPL %	0.36%	0.53%	0.67%	0.55%	0.66%
NCO %	0.68%	0.80%	0.73%	0.71%	0.24%

3Q20 \$12.0 billion auto portfolio

by Refreshed FICO score ^(1,2)



by Term ⁽²⁾ (months)



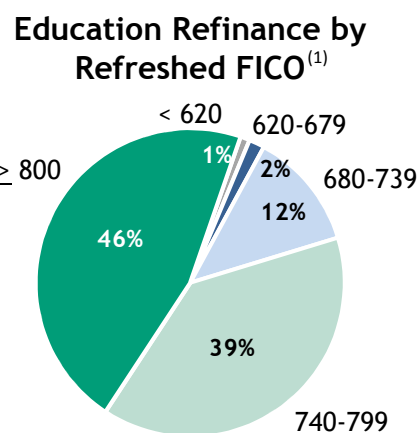
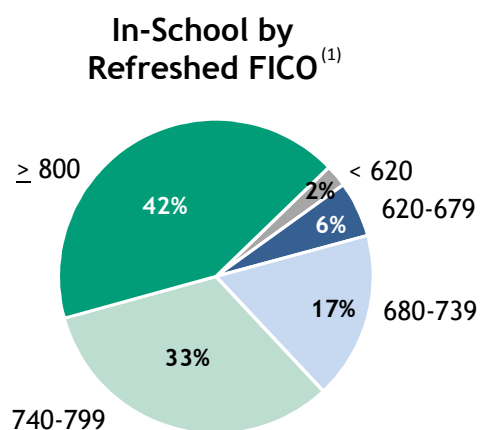
Education

3Q20 \$11.6 billion education finance portfolio

\$s in billions	2016	2017	2018	2019	3Q20
Period-end loans	\$6.6	\$8.1	\$8.9	\$10.3	\$11.6
Average loans	\$5.6	\$7.6	\$8.5	\$9.4	\$10.9
NPL %	0.57%	0.47%	0.43%	0.17%	0.14%
NCO %	0.73%	0.59%	0.61%	0.59%	0.21%

3Q20 \$8.9 billion education refinance portfolio

\$s in billions	2016	2017	2018	2019	3Q20
Period-end loans	\$4.1	\$5.4	\$5.8	\$7.0	\$8.9
Average loans	\$3.1	\$4.9	\$5.6	\$6.2	\$8.4
Average FICO	777	780	783	782	786
NPL %	0.04%	0.09%	0.13%	0.12%	0.09%
NCO %	0.14%	0.28%	0.34%	0.39%	0.16%
Co-sign %	27%	28%	30%	32%	30%



Highlights

Education finance portfolio

- Borrowers at origination weighted-average FICO score of ~785 and co-sign rate of ~70%

Education In-School

- \$2.7 billion In-School portfolio - FICO ~775
 - Underwriting includes use of custom scoring and risk-based income verification
 - 90% co-sign

Education Refinance

- Education refinance portfolio borrowers at origination have been employed ~6 years on average with:
 - ~60% having advanced degrees
 - Total organic refinance portfolio of \$5.6 billion with weighted-average FICO of ~785
 - SoFi purchased portfolio balance of \$3.3 billion with weighted-average FICO of ~785

Risk mitigant:

- Slight increases to FICO floor and enhanced verification of income and verification of employment policy for originations
- Sold \$973 million of loans with longer-tenure and higher CECL allocation⁽²⁾

What we are monitoring

- Delinquency trend is holding, partially due to high forbearance volume but, also, accounts that exited forbearance are performing well due to strong asset quality
- Due to the low rate environment, increased consumer concern regarding debt, and greater awareness of student lending, ERL application volume has increased by ~30% in May - August timeframe, with very strong incoming asset quality

Unsecured

Highlights

- Measured approach to growth & loan limits
- Continue to improve our analytical suite of tools; focus on tightening higher-risk areas and enhancing pricing segmentation
- Point-of-sale finance portfolios designed to achieve credit card-like returns on a risk adjusted basis; vast majority subject to loss sharing arrangements

Risk mitigants:

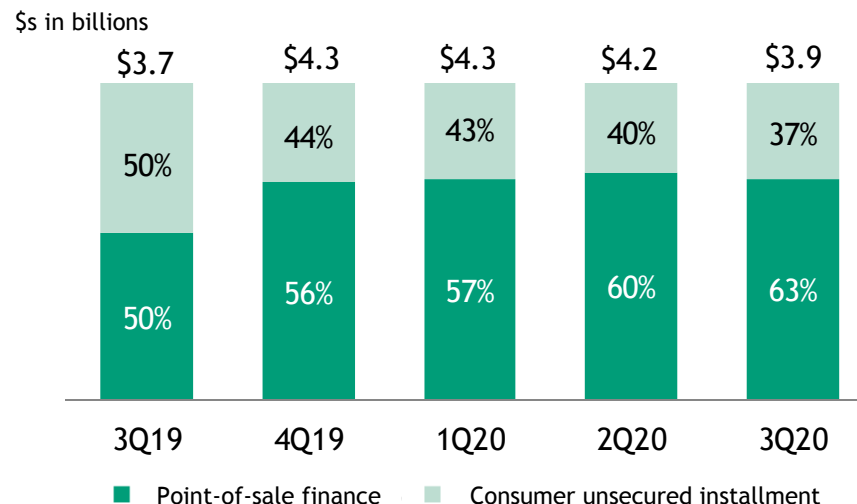
- Significant tightening of PERL credit policy
- Significantly restricted non-branch originations
- Raised FICO, lowered DTI, lowered loan limits and further enhanced employment and income verification

What we are monitoring

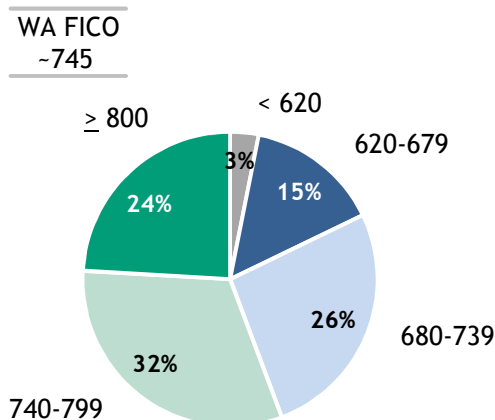
- Point-of-sale finance credit quality steady; reflects relatively low payment amount and automated payment via credit card

\$s in billions	3Q19	4Q19	1Q20	2Q20	3Q20
Period-end loans	\$3.7	\$4.3	\$4.3	\$4.2	\$3.9
Average loans	\$3.4	\$3.9	\$4.3	\$4.3	\$4.1
NPL %	0.25%	0.24%	0.22%	0.23%	0.16%
NCO %	2.10%	2.25%	2.27%	2.13%	1.64%

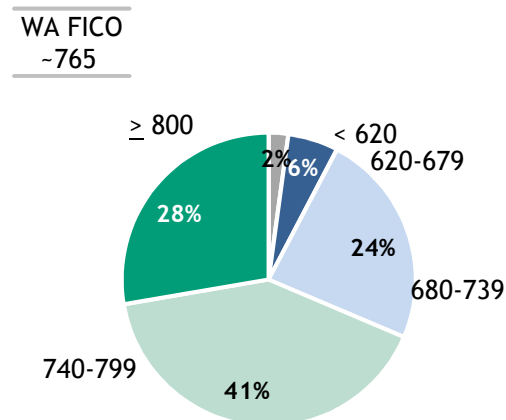
3Q20 \$3.9 billion consumer unsecured portfolio



3Q20 point-of-sale finance portfolio by refreshed FICO score ^(1,2)



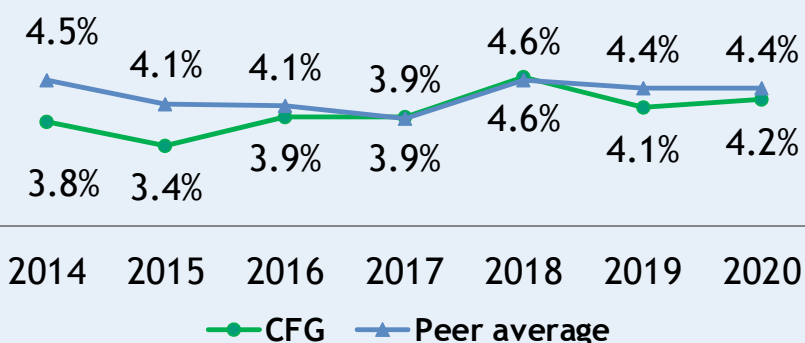
3Q20 consumer unsecured installment by refreshed FICO score ⁽²⁾



DFAST company-run stress results compare favorably to peers

Bank Holding Company-run severely adverse credit loss rate historically in-line or better than peer average

Company-run severely adverse stress loss rates 2014-2020⁽¹⁾



Observations

- Maintaining strong capital and credit reserve levels
 - \$2.7B allowance for credit losses
- Current allowance for credit losses plus excess CET1 capital (pre-tax basis) exceeds Company-run 2020 severely adverse losses by ~\$1.6 billion before PPNR generation
 - Resilient PPNR sufficient to cover difference between \$6.7 billion Fed-run 2020 severely adverse losses and ~\$6.5 billion loss coverage capacity before PPNR
- Bank Holding Company-run 2020 DFAST severely adverse loss rate of 4.2%; historically in-line or better than peer average
- Fed-run 2020 DFAST severely adverse credit loss rate of 5.6% in-line with peer average

Allocation of allowance for credit losses by product type

Allowance for credit losses \$ in millions	4Q19 Probable Incurred Losses		January 1, 2020 CECL Adoption		March 31, 2020 CECL		June 30, 2020 CECL			September 30, 2020 CECL		
	Amount	% of Loans and leases outstanding	Amount	% of Loans and leases outstanding	Amount	% of Loans and leases outstanding	Amount	% of Loans and leases outstanding	% of Loans and leases outstanding (ex-PPP) ⁽²⁾	Amount	% of Loans and leases outstanding	% of Loans and leases outstanding (ex-PPP) ⁽²⁾
Residential mortgage	\$ 35	0.18%	\$ 130	0.68%	\$ 153	0.81%	\$ 104	0.54%		\$ 133	0.68%	
Home equity	83	0.62%	156	1.19%	169	1.30%	143	1.14%		156	1.27%	
Automobile	123	1.02%	206	1.70%	278	2.29%	277	2.31%		221	1.84%	
Education	116	1.12%	414	4.00%	473	4.35%	312	2.94%		386	3.32%	
Credit card	102	4.64%	118	5.37%	118	5.59%	141	7.38%		188	9.91%	
Other retail	119	2.58%	184	3.96%	229	4.95%	246	5.48%		211	5.04%	
Total retail	\$ 578	0.94%	\$ 1,208	1.96%	\$ 1,420	2.31%	\$ 1,223	2.01%	2.01%	\$ 1,295	2.10%	2.10%
Commercial real estate	124	0.92%	67	0.50%	74	0.51%	330	2.28%		548	3.68%	
C&I ⁽¹⁾	594	1.35%	472	1.07%	716	1.39%	974	1.93%	2.13%	893	1.88%	2.09%
Total commercial	\$ 718	1.25%	\$ 539	0.94%	\$ 790	1.20%	\$ 1,304	2.01%	2.16%	\$ 1,441	2.31%	2.50%
Allowance for credit losses	\$ 1,296	1.09%	\$ 1,747	1.47%	\$ 2,210	1.73%	\$ 2,527	2.01%	2.09%	\$ 2,736	2.21%	2.29%

See pages 56-58 for notes and important information on Non-GAAP Financial Measures, including "Underlying" results. "Underlying" results exclude the impact of notable items.

Appendix II: Footnotes, GAAP/Underlying financial summaries and Non-GAAP Financial Measures and Reconciliations

Notes

Notes on Non-GAAP Financial Measures

See important information on Non-GAAP Financial Measures, as applicable, at the beginning and end of this presentation for an explanation of our use of these metrics and non-GAAP financial measures and their reconciliations to GAAP financial measures. "Underlying" results exclude the impact of notable items. Where there is a reference to Underlying results in a paragraph or table, all measures that follow these references are on the same basis, when applicable.

General Notes

- a) References to net interest margin are on a fully taxable equivalent ("FTE") basis. In 1Q19, Citizens changed its quarterly presentation of net interest income and net interest margin (NIM). Consistent with our understanding of general peer practice, the Company simplified the calculation of its reported NIM to equal net interest income, annualized based on the actual number of days in the period, divided by average total interest earning assets for the period. Under the Company's prior methodology, NIM was calculated using the difference between the annualized yield on average total interest-earning assets and total interest-bearing liabilities for the period. The Company also began presenting both net interest income and NIM on an FTE basis. Prior periods have been revised consistent with the current presentation.
- b) Beginning in the first quarter of 2019, borrowed funds balances and the associated interest expense are based on original maturity. Prior periods have been adjusted to conform with the current period presentation.
- c) Throughout this presentation, references to consolidated and/or commercial loans and loan growth include leases. Loans held for sale are also referred to as LHFS.
- d) Select totals may not sum due to rounding.
- e) Based on Basel III standardized approach
- f) Throughout this presentation, reference to balance sheet items are on an average basis and loans exclude held for sale unless otherwise noted.

Notes on slide 3 - Strong franchise with leading position in attractive markets

1. Period-end balances as of September 30, 2020, loan balances exclude loans held for sale. Ranking based on 2Q20 data, unless otherwise noted; excludes non-retail depository institutions, includes U.S. subsidiaries of foreign banks.
2. Source: FDIC, June 2019. Excludes "non-retail banks" as defined by SNL Financial. The scope of "non-retail banks" is subject to the discretion of SNL Financial, but typically includes: industrial bank and non-depository trust charters, institutions with more than 20% brokered deposits (of total deposits), institutions with more than 20% credit card loans (of total loans), institutions deemed not to broadly participate in the banking services market and other non-retail competitor banks.
3. Source: FDIC June 2019 and SNL Financial. Top MSAs determined by retail branch count. Branches with \geq \$500 million in deposits excluded. Excludes "non-retail banks" as defined by SNL Financial. The scope of "non-retail banks" is subject to the discretion of SNL Financial, but typically includes: industrial bank and non-depository trust charters, institutions with more than 20% brokered deposits (of total deposits), institutions with more than 20% credit card loans (of total loans), institutions.
4. Thomson Reuters LPC, Loan syndication league table ranking for the prior twelve months as of 2Q20 based on volume for Overall U.S. Middle Market (defined as Borrower Revenues < \$500 million and Deal Size < \$500 million).

Notes on slide 4 - Continue to make progress despite COVID disruption

1. See above note on non-GAAP financial measures.
2. Adjusted results exclude TFC merger related transaction, restructuring charges, special items and/or notable items, as applicable.
3. Peer average excludes TFC and PNC, where applicable, due to impact of the merger between BBT and STI and sale of Blackrock respectively

Notes on slide 5 - Strength and resiliency of franchise, along with continued strong execution

1. See above note on non-GAAP financial measures.
2. Adjusted results exclude TFC merger related transaction, restructuring charges, special items and/or notable items, as applicable.
3. Peer average excludes TFC and PNC, where applicable, due to impact of the merger between BBT and STI and sale of Blackrock respectively

Notes on slide 7 - Significant progress in building a stronger and more diversified business model

1. See above note on non-GAAP financial measures
2. Underlying PPNR as % of average assets presented on a 9-quarter equivalent basis consistent with the time period used in CCAR/DFAST
3. Peers include CMA, FITB, HBAN, KEY, MTB, PNC, RF, TFC and USB; calculated based on adjusted PPNR results

Notes on slide 9 - Achieving EPS and ROTCE growth in a ZIRP environment

1. See above note on non-GAAP financial measures

Notes on slide 10 - Absorbing ZIRP environment impacts

1. See above general note a).

Notes on slide 11 - Loan and deposit growth, BSO, NIM management

1. See above general note f).

Notes on slide 12 - Consumer Banking - strategic priorities

1. Transformed branches since 2015 includes closures, consolidations and renovations

Notes on slide 18- Looking forward

1. See above general note a).

Notes on slide 20 - Strong, clean balance sheet funded largely by robust deposit franchise

1. See above note on non-GAAP financial measures
2. Core deposits excludes term and brokered deposits

Notes on slide 21 - High-quality investment portfolio

1. Portfolio ratings distribution data based on historical amortized cost as of September 30, 2020

Notes

Notes on slide 23 - Asset Sensitivity

1. Data as of 3Q20. Peer banks include BBT, CMA, FITB, KEY, MTB, PNC, RF, STI and USB. Peer estimates based on the public disclosures as of the most recent quarter available and utilizes a 200 basis point gradual increase above 12-month forward curve except PNC, which is based on a 100 basis point gradual increase and STI, which is based on a 200 basis point shock. PNC and STI excluded from peer median.
2. Source: SNL Financial and Company filings. Peers include BBT, CMA, FITB, KEY, MTB, PNC, RF, STI and USB.

Notes on slide 24 - Well-positioned to manage through current downturn

1. Source: SNL Financial and Company filings. Peers include BBT, CMA, FITB, KEY, MTB, PNC, RF, STI and USB.
2. Excludes term and brokered deposits.

Notes on slide 25 - Targeting a more peer-like funding structure

1. Source: SNL Financial, based on regulatory data as of 9/30/20.
2. Based on the September 2014 release of the U.S. version of the Liquidity Coverage Ratio (LCR). LCR is not required for Category IV Banks under the Tailoring Rules.

Notes on slide 31 - Credit quality - monitoring as forbearance programs wind down

1. Represents portion of the portfolio granted forbearance; percentage based on principal balances.
2. October 31, 2020 forbearance percentage based on September 30, 2020 loan balances.
3. Excludes business banking

Notes on slide 32 - Credit quality - prudently reserved

1. Allowance for credit losses to nonperforming loans and leases.
2. See above note on non-GAAP financial measures.

Notes on slide 34 - Credit quality - nonaccrual loans expected to decline in 4Q20

1. Beginning in the fourth quarter of 2019, nonperforming balances exclude both fully and partially guaranteed residential mortgage loans sold to Ginnie Mae for which the Company has the right, but not the obligation, to repurchase. Prior periods have been adjusted to exclude partially guaranteed amounts to conform with the current period presentation.

Notes on slide 36 - Highly disciplined on credit

1. Source: Company data. Portfolio balances and credit quality data as of September 30, 2020, as applicable
2. Refreshed FICO score, LTV ratio, loan term, lien position, risk rating, property type, industry sector and geographic stratifications reflects data as of September 30, 2020.
3. Includes all sectors under 2%.

Notes on slide 38 - Key messages

1. See above note on non-GAAP financial measures.
2. See above general note e).

Notes on slide 41 - Commercial credit - diversified portfolio with prudent credit discipline

1. All other includes sectors with a balance less than 1% of total CFG loans.
2. See above general note d)

Notes on slide 42 - CRE: Retail and Hospitality

1. All other states includes states with balances under 2 percent of retail & hospitality portfolio.

Notes on slide 43 - Accommodation and food services

1. All other states includes states with balances under 2 percent of accommodation & food services portfolio.

Notes on slide 44 - Retail trade

1. All other states includes states with balances under 2 percent of retail trade portfolio.

Notes

Notes on slide 45 - Energy and related

1. Includes Downstream, Integrated and Midstream sub-categories.
2. All regulated utilities, fuel dealers, propane dealers that are related to energy but not oil and gas price sensitivity directly.
3. Portfolio balances, risk rating and industry sector stratifications as of September 30, 2020.

Notes on slide 46 - Arts, entertainment and recreation

1. All other states includes states with balances under 2 percent of arts, entertainment and recreation portfolio.

Notes on slide 47 - Retail credit - diversified portfolio with prudent credit discipline

1. See above general note d).

Notes on slide 48 - Mortgage portfolio overview

1. Portfolio balances as of September 30, 2020. Based on most current available FICO scores and collateral value. Loan term, lien position, risk rating, property type, industry sector and geographic stratifications current as of September 30, 2020, as applicable.
2. Portfolio and secondary originations. Excludes treasury purchases.

Notes on slide 49 - Home equity portfolio⁽¹⁾

1. As of September 30, 2020. Excludes serviced by other portfolio.
2. Portfolio balances as of September 30, 2020. Based on most current available FICO scores and collateral value. Loan term, lien position, risk rating, property type, industry sector and geographic stratifications current as of September 30, 2020, as applicable.
3. LTV based on refreshed collateral values and assumes that any undrawn borrowing capacity is fully funded

Notes on slide 50 - Auto

1. Assumes that for loans where refreshed FICO score information not available, the balance stratification is consistent with the remainder of the portfolio.
2. Portfolio balances as of September 30, 2020. Refreshed values based on most current available FICO scores and collateral value. Loan term, lien position, risk rating, property type, industry sector and geographic stratifications current as of September 30, 2020, as applicable. LTV calculated utilizing actual invoice amount or Kelley Blue Book value.

Notes on slide 51 - Education

1. Assumes that for loans where refreshed FICO score information not available, the balance stratification is consistent with the remainder of the portfolio.
2. \$973 million is inclusive of accrued interest, capitalized interest and fees.

Notes on slide 52 - Unsecured

1. Excludes balances 100% contractually covered by program-specific loss-sharing arrangements.
2. Excludes credit card and education portfolios. Portfolio balances as of September 30, 2020. Based on most current available FICO scores and collateral value. Loan term, lien position, risk rating, property type, industry sector and geographic stratifications current as of September 30, 2020, as applicable.

Notes on slide 53 - DFAST company-run stress results compare favorably to peers

1. Represents Bank Holding Company-run severely adverse scenario credit loss rates. 2014-2017 peer average includes BBT, CMA, FITB, KEY, MTB, PNC, RF, STI, and USB; 2018 peer average excludes CMA. 2019 peer average includes PNC and USB only. 2020 peer average includes PNC, TFC and USB.

Notes on slide 54 - Allocation of allowance for credit losses by product type

1. Includes commercial leases.
2. See above note on non-GAAP financial measures

Notes on slide 59 - 3Q20 GAAP financial summary

1. See above general note a).
2. In 3Q18, we revised our method of calculating the loan-to-deposit ratio to exclude loans held for sale, consistent with general industry practice.
3. Full-time equivalent employees.

Notes on slide 60 - 3Q20 Underlying financial summary

1. See above note on non-GAAP financial measures.

3Q20 GAAP financial summary

\$s in millions	3Q20	2Q20	3Q19	Q/Q		Y/Y	
				\$/bps	%	\$/bps	%
Net interest income	\$ 1,137	\$ 1,160	\$ 1,145	\$ (23)	(2)%	\$ (8)	(1)%
Noninterest income	654	590	493	64	11	161	33
Total revenue	1,791	1,750	1,638	41	2	153	9
Noninterest expense	988	979	973	9	1	15	2
Pre-provision profit	803	771	665	32	4	138	21
Provision for credit losses	428	464	101	(36)	(8)	327	NM
Income before income tax expense	375	307	564	68	22	(189)	(34)
Income tax expense	61	54	115	7	13	(54)	(47)
Net income	\$ 314	\$ 253	\$ 449	\$ 61	24 %	\$ (135)	(30)%
Preferred dividends	25	28	17	(3)	(11)	8	47
Net income available to common stockholders	\$ 289	\$ 225	\$ 432	\$ 64	28 %	\$ (143)	(33)%
\$s in billions							
Average interest-earning assets	\$ 160.2	\$ 162.4	\$ 146.5	\$ (2.2)	(1) %	\$ 13.7	9 %
Average deposits	\$ 141.4	\$ 141.6	\$ 123.9	\$ (0.2)	— %	\$ 17.4	14 %
Performance metrics							
Net interest margin ⁽¹⁾	2.82 %	2.87 %	3.10 %	(5) bps		(28) bps	
Net interest margin, FTE ⁽¹⁾	2.83	2.88	3.12	(5)		(29)	
Loan-to-deposit ratio (period-end) ⁽²⁾	86.8	87.5	94.5	(72)		(771)	
ROACE	5.6	4.4	8.4	116		(275)	
ROTCE	8.3	6.6	12.4	171		(411)	
ROA	0.7	0.6	1.1	13		(40)	
ROTA	0.7	0.6	1.1	14		(42)	
Efficiency ratio	55.2	55.9	59.4	(73)		(422)	
Noninterest income as a % of total revenue	37 %	34 %	30 %	300 bps		700 bps	
FTEs ⁽³⁾	17,930	18,312	18,116	(382)	(2) %	(186)	(1) %
Operating leverage					1.3 %		7.8 %
Per common share							
Diluted earnings	\$ 0.68	\$ 0.53	\$ 0.97	\$ 0.15	28 %	\$ (0.29)	(30) %
Tangible book value	\$ 32.24	\$ 32.13	\$ 31.48	\$ 0.11	— %	\$ 0.76	2 %
Average diluted shares outstanding (in millions)	428.0	427.6	447.1	0.4	— %	(19.1)	(4) %

3Q20 Underlying financial summary⁽¹⁾

Underlying, as applicable <i>\$s in millions</i>	3Q20	2Q20	3Q19	Q/Q	Y/Y
				%/bps	
Net interest income	\$1,137	\$1,160	\$1,145	(2) %	(1) %
Noninterest income	654	590	493	11	33
Total revenue	1,791	1,750	1,638	2	9
Noninterest expense	957	960	954	—	—
Pre-provision profit	834	790	684	6	22
Provision for credit losses	428	464	101	(8)	NM
Net income available to common stockholders	\$ 313	\$ 235	\$ 436	33 %	(28) %

Performance metrics

Noninterest income as a % of total revenue	37 %	34 %	30 %	300 bps	700 bps
Efficiency ratio	53.4	54.9	58.2	(141)	(478)
ROTCE	9.0 %	6.9 %	12.6 %	210 bps	(358) bps
Diluted EPS	\$ 0.73	\$ 0.55	\$ 0.98	33 %	(26) %
Tangible book value	\$32.24	\$32.13	\$31.48	- %	2 %

See pages 56-58 for notes and important information on Non-GAAP Financial Measures, including “Underlying” results. “Underlying” results exclude the impact of notable items. See page 59 for reported results.

Non-GAAP financial measures and reconciliations

\$s in millions, except share, per share and ratio data

		QUARTERLY TRENDS							FOR THE NINE MONTHS ENDED SEPTEMBER 30,			
		3Q20	2Q20	3Q19	3Q20 Change				2020	2019	2020 Change	
					2Q20		3Q19				2019	
					\$	%	\$	%			\$	%
Total revenue, Underlying:												
Total revenue (GAAP)	A	\$1,791	\$1,750	\$1,638	\$41	2%	\$153	9%	\$5,198	\$4,854	\$344	7%
Less: Notable items		—	—	—	—	—	—	—	—	—	—	—
Total revenue, Underlying (non-GAAP)	B	\$1,791	\$1,750	\$1,638	\$41	2%	\$153	9%	\$5,198	\$4,854	\$344	7%
Noninterest expense, Underlying:												
Noninterest expense (GAAP)	C	\$988	\$979	\$973	\$9	1%	\$15	2%	\$2,979	\$2,861	\$118	4%
Less: Notable items		31	19	19	12	63	12	63	83	31	52	168
Noninterest expense, Underlying (non-GAAP)	D	\$957	\$960	\$954	(\$3)	—%	\$3	—%	\$2,896	\$2,830	\$66	2%
Pre-provision profit:												
Total revenue (GAAP)	A	\$1,791	\$1,750	\$1,638	\$41	2%	\$153	9%	\$5,198	\$4,854	\$344	7%
Less: Noninterest expense (GAAP)	C	988	979	973	9	1	15	2	2,979	2,861	118	4
Pre-provision profit (GAAP)		\$803	\$771	\$665	\$32	4%	\$138	21%	\$2,219	\$1,993	\$226	11%
Pre-provision profit, Underlying:												
Total revenue, Underlying (non-GAAP)	B	\$1,791	\$1,750	\$1,638	\$41	2%	\$153	9%	\$5,198	\$4,854	\$344	7%
Less: Noninterest expense, Underlying (non-GAAP)	D	957	960	954	(3)	—	3	—	2,896	2,830	66	2
Pre-provision profit, Underlying (non-GAAP)		\$834	\$790	\$684	\$44	6%	\$150	22%	\$2,302	\$2,024	\$278	14%
Income before income tax expense, Underlying:												
Income before income tax expense (GAAP)	E	\$375	\$307	\$564	\$68	22%	(\$189)	(34%)	\$727	\$1,710	(\$983)	(57%)
Less: Expense before income tax benefit related to notable items		(31)	(19)	(19)	(12)	(63)	(12)	(63)	(83)	(31)	(52)	(168)
Income before income tax expense, Underlying (non-GAAP)	F	\$406	\$326	\$583	\$80	25%	(\$177)	(30%)	\$810	\$1,741	(\$931)	(53%)
Income tax expense, Underlying:												
Income tax expense (GAAP)	G	\$61	\$54	\$115	\$7	13%	(\$54)	(47%)	\$126	\$369	(\$243)	(66%)
Less: Income tax benefit related to notable items		(7)	(9)	(15)	2	22	8	53	(24)	(18)	(6)	(33)
Income tax expense, Underlying (non-GAAP)	H	\$68	\$63	\$130	\$5	8%	(\$62)	(48%)	\$150	\$387	(\$237)	(61%)
Net income, Underlying:												
Net income (GAAP)	I	\$314	\$253	\$449	\$61	24%	(\$135)	(30%)	\$601	\$1,341	(\$740)	(55%)
Add: Notable items, net of income tax benefit		24	10	4	14	140	20	NM	59	13	46	NM
Net income, Underlying (non-GAAP)	J	\$338	\$263	\$453	\$75	29%	(\$115)	(25%)	\$660	\$1,354	(\$694)	(51%)
Net income available to common stockholders, Underlying:												
Net income available to common stockholders (GAAP)	K	\$289	\$225	\$432	\$64	28%	(\$143)	(33%)	\$526	\$1,291	(\$765)	(59%)
Add: Notable items, net of income tax benefit		24	10	4	14	140	20	NM	59	13	46	NM
Net income available to common stockholders, Underlying (non-GAAP)	L	\$313	\$235	\$436	\$78	33%	(\$123)	(28%)	\$585	\$1,304	(\$719)	(55%)

Non-GAAP financial measures and reconciliations

\$s in millions, except share, per share and ratio data

		QUARTERLY TRENDS								FOR THE NINE MONTHS ENDED SEPTEMBER 30,			
		3Q20	2Q20	3Q19	3Q20 Change				2020	2019	2020 Change		
					2Q20		3Q19				2019		
					\$/bps	%	\$/bps	%			\$/bps	%	
Operating leverage:													
Total revenue (GAAP)	A	\$1,791	\$1,750	\$1,638	\$41	2.36%	\$153	9.29%	\$5,198	\$4,854	\$344	7.07%	
Less: Noninterest expense (GAAP)	C	988	979	973	9	1.02	15	1.52	2,979	2,861	118	4.12	
Operating leverage						1.34%		7.77%				2.95%	
Operating leverage, Underlying:													
Total revenue, Underlying (non-GAAP)	B	\$1,791	\$1,750	\$1,638	\$41	2.36%	\$153	9.29%	\$5,198	\$4,854	\$344	7.07%	
Less: Noninterest expense, Underlying (non-GAAP)	D	957	960	954	(3)	(0.28)	3	0.32	2,896	2,830	66	2.32	
Operating leverage, Underlying (non-GAAP)						2.64%		8.97%				4.75%	
Efficiency ratio and efficiency ratio, Underlying:													
Efficiency ratio	C/A	55.18 %	55.91%	59.40 %	(73) bps		(422) bps		57.31 %	58.94 %	(163) bps		
Efficiency ratio, Underlying (non-GAAP)	D/B	53.44	54.85	58.22	(141) bps		(478) bps		55.72	58.30	(258) bps		
Effective income tax rate and effective income tax rate, Underlying:													
Effective income tax rate	G/E	16.10%	17.69%	20.46 %	(159) bps		(436) bps		17.27 %	21.58 %	(431) bps		
Effective income tax rate, Underlying (non-GAAP)	H/F	16.79	19.36	22.29	(257) bps		(550) bps		18.57	22.20	(363) bps		
Return on average common equity and return on average common equity, Underlying:													
Average common equity (GAAP)	M	\$20,534	\$20,446	\$20,533	\$88	—%	\$1	—%	\$20,401	\$20,300	\$101	—%	
Return on average common equity	K/M	5.60 %	4.44%	8.35 %	116 bps		(275) bps		3.45 %	8.50 %	(505) bps		
Return on average common equity, Underlying (non-GAAP)	L/M	6.05	4.63	8.45	142 bps		(240) bps		3.83	8.59	(476) bps		
Return on average tangible common equity and return on average tangible common equity, Underlying:													
Average common equity (GAAP)	M	\$20,534	\$20,446	\$20,533	\$88	—%	\$1	—%	\$20,401	\$20,300	\$101	—%	
Less: Average goodwill (GAAP)		7,050	7,050	7,044	—	—	6	—	7,049	7,034	15	—	
Less: Average other intangibles (GAAP)		62	65	73	(3)	(5)	(11)	(15)	65	71	(6)	(8)	
Add: Average deferred tax liabilities related to goodwill (GAAP)		375	375	372	—	—	3	1	375	371	4	1	
Average tangible common equity	N	\$13,797	\$13,706	\$13,788	\$91	1%	\$9	—%	\$13,662	\$13,566	\$96	1%	
Return on average tangible common equity	K/N	8.33 %	6.62%	12.44 %	171 bps		(411) bps		5.15 %	12.72 %	(757) bps		
Return on average tangible common equity, Underlying (non-GAAP)	L/N	9.00	6.90	12.58	210 bps		(358) bps		5.71	12.86	(715) bps		
Return on average total assets and return on average total assets, Underlying:													
Average total assets (GAAP)	O	\$177,675	\$179,793	\$162,110	(\$2,118)	(1%)	\$15,565	10%	\$174,892	\$161,344	\$13,548	8%	
Return on average total assets	I/O	0.70 %	0.57%	1.10 %	13 bps		(40) bps		0.46 %	1.11 %	(65) bps		
Return on average total assets, Underlying (non-GAAP)	J/O	0.76	0.59	1.11	17 bps		(35) bps		0.50	1.12	(62) bps		

Non-GAAP financial measures and reconciliations

\$s in millions, except share, per share and ratio data

		QUARTERLY TRENDS						
		3Q20	2Q20	3Q19	3Q20 Change			
					2Q20		3Q19	
					\$/bps	%	\$/bps	%
Return on average total tangible assets and return on average total tangible assets, Underlying:								
Average total assets (GAAP)	P	\$177,675	\$179,793	\$162,110	(\$2,118)	(1%)	\$15,565	10%
Less: Average goodwill (GAAP)		7,050	7,050	7,044	—	—	6	—
Less: Average other intangibles (GAAP)		62	65	73	(3)	(5)	(11)	(15)
Add: Average deferred tax liabilities related to goodwill (GAAP)		375	375	372	—	—	3	1
Average tangible assets	Q	<u>\$170,938</u>	<u>\$173,053</u>	<u>\$155,365</u>	<u>(\$2,115)</u>	(1%)	<u>\$15,573</u>	10%
Return on average total tangible assets	I/Q	0.73 %	0.59%	1.15 %	14 bps		(42) bps	
Return on average total tangible assets, Underlying (non-GAAP)	J/Q	0.79	0.61	1.16	18 bps		(37) bps	
Tangible book value per common share:								
Common shares - at period-end (GAAP)	R	427,073,084	426,824,594	443,913,525	248,490	—%	(16,840,441)	(4%)
Common stockholders' equity (GAAP)		\$20,504	\$20,453	\$20,718	\$51	—	(\$214)	(1)
Less: Goodwill (GAAP)		7,050	7,050	7,044	—	—	6	—
Less: Other intangible assets (GAAP)		60	63	71	(3)	(5)	(11)	(15)
Add: Deferred tax liabilities related to goodwill (GAAP)		377	376	373	1	—	4	1
Tangible common equity	S	<u>\$13,771</u>	<u>\$13,716</u>	<u>\$13,976</u>	<u>\$55</u>	—%	<u>(\$205)</u>	(1%)
Tangible book value per common share	S/R	<u>\$32.24</u>	<u>\$32.13</u>	<u>\$31.48</u>	<u>\$0.11</u>	—%	<u>\$0.76</u>	2%
Net income per average common share - basic and diluted and net income per average common share - basic and diluted, Underlying:								
Average common shares outstanding - basic (GAAP)	T	426,846,096	426,613,053	445,703,987	233,043	—%	(18,857,891)	(4%)
Average common shares outstanding - diluted (GAAP)	U	427,992,349	427,566,920	447,134,595	425,429	—	(19,142,246)	(4)
Net income per average common share - basic (GAAP)	K/T	\$0.68	\$0.53	\$0.97	\$0.15	28	(\$0.29)	(30)
Net income per average common share - diluted (GAAP)	K/U	0.68	0.53	0.97	0.15	28	(0.29)	(30)
Net income per average common share - basic, Underlying (non-GAAP)	L/T	0.73	0.55	0.98	0.18	33	(0.25)	(26)
Net income per average common share - diluted, Underlying (non-GAAP)	L/U	0.73	0.55	0.98	0.18	33	(0.25)	(26)

Non-GAAP financial measures and reconciliations

\$s in millions, except share, per share and ratio data

		FOR THE NINE MONTHS ENDED SEPTEMBER 30,	FULL YEAR				
		2020	2019	2018	2017	2016	2015
Total revenue, Underlying:							
Total revenue (GAAP)	A	\$5,198	\$6,491	\$6,128	\$5,707	\$5,255	\$4,824
Less: Special items		—	—	—	—	—	—
Less: Notable items		—	—	(5)	6	67	—
Total revenue, Underlying (non-GAAP)	B	\$5,198	\$6,491	\$6,133	\$5,701	\$5,188	\$4,824
Noninterest expense, Underlying:							
Noninterest expense (GAAP)	C	\$2,979	\$3,847	\$3,619	\$3,474	\$3,352	\$3,259
Less: Restructuring charges		—	—	—	—	—	26
Less: Special items		—	—	—	—	—	24
Less: Notable items		83	68	54	55	36	—
Noninterest expense, Underlying (non-GAAP)	D	\$2,896	\$3,779	\$3,565	\$3,419	\$3,316	\$3,209
Pre-provision profit:							
Total revenue	A	\$5,198	\$6,491	\$6,128	\$5,707	\$5,255	\$4,824
Noninterest expense	C	2,979	3,847	3,619	3,474	3,352	3,259
Pre-provision profit		\$2,219	\$2,644	\$2,509	\$2,233	\$1,903	\$1,565
Pre-provision profit, Underlying:							
Total revenue, Underlying (non-GAAP)	B	\$5,198	\$6,491	\$6,133	\$5,701	\$5,188	\$4,824
Noninterest expense, Underlying (non-GAAP)	D	2,896	3,779	3,565	3,419	3,316	3,209
Pre-provision profit, Underlying (non-GAAP)		\$2,302	\$2,712	\$2,568	\$2,282	\$1,872	\$1,615
Net income available to common stockholders, Underlying:							
Net income available to common stockholders (GAAP)	K	\$526	\$1,718	\$1,692	\$1,638	\$1,031	\$833
Add: Restructuring charges, net of tax expense (benefit)		—	—	—	—	—	16
Add: Special items, net of income tax expense (benefit)		—	—	—	—	—	15
Add: Notable items, net of income tax expense (benefit)		59	17	16	(340)	(19)	—
Net income available to common stockholders, Underlying (non-GAAP)	L	\$585	\$1,735	\$1,708	\$1,298	\$1,012	\$864
Return on average tangible common equity, Underlying:							
Average common equity (GAAP)	M	\$20,401	\$20,325	\$19,645	\$19,618	\$19,698	\$19,354
Less: Average goodwill (GAAP)		7,049	7,036	6,912	6,883	6,876	6,876
Less: Average other intangibles (GAAP)		65	71	14	2	2	4
Add: Average deferred tax liabilities related to goodwill (GAAP)		375	371	359	534	502	445
Average tangible common equity	N	\$13,662	\$13,589	\$13,078	\$13,267	\$13,322	\$12,919
Return on average tangible common equity	K/N	5.15 %	12.64 %	12.94 %	12.35 %	7.74 %	6.45 %
Return on average tangible common equity, Underlying (non-GAAP)	L/N	5.71 %	12.76 %	13.06 %	9.79 %	7.60 %	6.69 %

Non-GAAP financial measures and reconciliations - excluding the impact of PPP loans

\$s in millions, except share, per share and ratio data

millions, except share, per share and ratio data

		QUARTERLY TRENDS						
		3Q20	2Q20	3Q19	3Q20 Change			
					2Q20		3Q19	
					\$/bps	%	\$/bps	%
Total C&I loans, excluding the impact of PPP loans:								
Total commercial - Commercial loans (GAAP)		\$45,185	\$48,017	\$41,356	(\$2,832)	(6%)	\$3,829	9%
Total commercial - Leases (GAAP)		2,288	2,428	2,557	(140)	(6)	(269)	(11)
Total C&I loans (GAAP)		A \$47,473	\$50,445	\$43,913	(\$2,972)	(6%)	\$3,560	8%
Less: PPP loans		4,653	4,679	—	(26)	(1)	4,653	100
Total C&I loans, excluding the impact of PPP loans (non-GAAP)		B \$42,820	\$45,766	\$43,913	(\$2,946)	(6%)	(\$1,093)	(2%)
Total commercial loans, excluding the impact of PPP loans:								
Total commercial loans (GAAP)		C \$62,362	\$64,930	\$56,733	(\$2,568)	(4%)	\$5,629	10%
Less: PPP loans		4,653	4,679	—	(26)	(1)	4,653	100
Total commercial loans, excluding the impact of PPP loans (non-GAAP)		D \$57,709	\$60,251	\$56,733	(\$2,542)	(4%)	\$976	2%
Total loans, excluding the impact of PPP loans:								
Total loans (GAAP)		E \$124,071	\$125,713	\$117,880	(\$1,642)	(1%)	\$6,191	5%
Less: PPP loans		4,653	4,679	—	(26)	(1)	4,653	100
Total loans, excluding the impact of PPP loans (non-GAAP)		F \$119,418	\$121,034	\$117,880	(\$1,616)	(1%)	\$1,538	1%
Total deposits (GAAP)		G \$142,921	\$143,618	\$124,714	(\$697)	—%	\$18,207	15%
Allowance for credit losses:								
Allowance for credit losses - Commercial - C&I loans (GAAP)		H \$893	\$974	\$613	(\$81)	(8%)	\$280	46%
Allowance for credit losses - Commercial (GAAP)		I 1,441	1,304	757	137	11	684	90
Allowance for credit losses (GAAP)		J \$2,736	\$2,527	\$1,308	\$209	8%	\$1,428	109%
Average loans, excluding the impact of PPP loans:								
Average loans (GAAP)		K \$124,912	\$128,755	\$117,257	(\$3,843)	(3%)	\$7,655	7%
Less: PPP loans		4,709	3,407	—	1,302	38	4,709	100
Average loans, excluding the impact of PPP loans (non-GAAP)		L \$120,203	\$125,348	\$117,257	(\$5,145)	(4%)	\$2,946	3%
Average deposits (GAAP)		M \$141,367	\$141,597	\$123,921	(\$230)	—%	\$17,446	14%
Ratios:								
Allowance for credit losses - Commercial - C&I loans to total C&I loans (GAAP)		H/A 1.88 %	1.93 %	1.40 %	(5) bps		48 bps	
Allowance for credit losses - Commercial - C&I loans to total C&I loans, excluding the impact of PPP loans (non-GAAP)		H/B 2.09 %	2.13 %	1.40 %	(4) bps		69 bps	
Allowance for credit losses - Commercial to total commercial loans (GAAP)		I/C 2.31 %	2.01 %	1.33 %	30 bps		98 bps	
Allowance for credit losses - Commercial to total commercial loans, excluding the impact of PPP loans (non-GAAP)		I/D 2.50 %	2.16 %	1.33 %	33 bps		117 bps	
Allowance for credit losses to total loans (GAAP)		J/E 2.21 %	2.01 %	1.11 %	20 bps		110 bps	
Allowance for credit losses to total loans, excluding the impact of PPP loans (non-GAAP)		J/F 2.29 %	2.09 %	1.11 %	20 bps		118 bps	
Loans-to-deposits ratio (period-end balances) (GAAP)		E/G 86.81 %	87.53 %	94.52 %	(72) bps		(771) bps	
Loans-to-deposits ratio (period-end balances), excluding the impact of PPP loans (non-GAAP)		F/G 83.56 %	84.27 %	94.52 %	(71) bps		(1,096) bps	
Loans-to-deposits ratio (average balances) (GAAP)		K/M 88.36 %	90.93 %	94.62 %	(257) bps		(626) bps	
Loans-to-deposits ratio (average balances), excluding the impact of PPP loans (non-GAAP)		L/M 85.03 %	88.53 %	94.62 %	(350) bps		(959) bps	

