





This communication contains statements that constitute "forward-looking statements" within the meaning of, and subject to the protections of, Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements other than statements of historical fact are forward-looking statements. These forward-looking statements include, but are not limited to, statements about the benefits of the proposed transaction between Synovus Financial Corp. ("Synovus") and Pinnacle Financial Partners, Inc. ("Pinnacle"), including future financial and operating results (including the anticipated impact of the proposed transaction on Synovus' and Pinnacle's respective earnings and tangible book value), statements related to the expected timing of the completion of the proposed transaction, the combined company's plans, objectives, expectations and intentions, and other statements that are not historical facts. You can identify these forward-looking statements through the use of words such as "believes," "anticipates," "expects," "may," "will," "assumes," "should," "predicts," "could," "would," "intends," "targets," "estimates," "projects," "plans," "potential" and other similar words and expressions of the future or otherwise regarding the outlook for Synovus', Pinnacle's or combined company's future businesses and financial performance and/or the performance of the banking industry and economy in general.

Prospective investors are cautioned that any such forward-looking statements are not guarantees of future performance and involve known and unknown risks and uncertainties which may cause the actual results, performance or achievements of Synovus, Pinnacle or the combined company to be materially different from the future results, performance or achievements expressed or implied by such forward-looking statements. Forward-looking statements are based on the information known to, and current beliefs and expectations of, Synovus or Pinnacle and are subject to significant risks and uncertainties. Actual results may differ materially from those contemplated by such forward-looking statements. A number of factors could cause actual results to differ materially from those contemplated by the forward-looking statements in this communication. Many of these factors are beyond Synovus', Pinnacle's or the combined company's ability to control or predict. These factors include, among others, (1) the risk that the cost savings and synergies from the proposed transaction may not be fully realized or may take longer than anticipated to be realized, (2) disruption to Synovus' business and to Pinnacle's business as a result of the announcement and pendency of the proposed transaction. (3) the risk that the integration of Pinnacle's and Synoyus' respective businesses and operations will be materially delayed or will be more costly or difficult than expected, including as a result of unexpected factors or events. (4) the failure to obtain the necessary approvals by the shareholders of Synoyus or Pinnacle, (5) the amount of the costs, fees, expenses and charges related to the transaction, (6) the ability by each of Synovus and Pinnacle to obtain required governmental approvals of the proposed transaction on the timeline expected, or at all, and the risk that such approvals may result in the imposition of conditions that could adversely affect the combined company after the closing of the proposed transaction or adversely affect the expected benefits of the proposed transaction, (7) reputational risk and the reaction of each company's customers, suppliers, employees or other business partners to the proposed transaction. (8) the failure of the closing conditions in the merger agreement to be satisfied, or any unexpected delay in closing the proposed transaction or the occurrence of any event, change or other circumstances that could give rise to the termination of the merger agreement, (9) the dilution caused by the issuance of shares of the combined company's common stock in the transaction, (10) the possibility that the proposed transaction may be more expensive to complete than anticipated, including as a result of unexpected factors or events, (11) risks related to management and oversight of the expanded business and operations of the combined company following the closing of the proposed transaction. (12) the possibility the combined company is subject to additional regulatory requirements as a result of the proposed transaction or expansion of the combined company's business operations following the proposed transaction, (13) the outcome of any legal or regulatory proceedings or governmental inquiries or investigations that may be currently pending or later instituted against Synovus, Pinnacle or the combined company and (14) general competitive, economic, political and market conditions and other factors that may affect future results of Synovus and Pinnacle including changes in asset quality and credit risk; the inability to sustain revenue and earnings growth; changes in interest rates and capital markets; inflation; customer borrowing, repayment, investment and deposit practices; the impact, extent and timing of technological changes; and capital management activities. Additional factors which could affect future results of Synovus and Pinnacle can be found in Synovus' or Pinnacle's filings with the Securities and Exchange Commission (the "SEC"), including in Synovus' Annual Report on Form 10-K for the year ended December 31, 2024, under the captions "Forward-Looking Statements" and "Risk Factors," and Synovus' Quarterly Reports on Form 10-Q and Current Reports on Form 8-K, and Pinnacle's Annual Report on Form 10-K for the year ended December 31, 2024, under the captions "Forward-Looking Statements" and "Risk Factors," and in Pinnacle's Quarterly Reports on Form 10-Q and Current Reports on Form 8-K. Undue reliance should not be placed on any forward-looking statements, which are based on current expectations and speak only as of the date that they are made. Synovus and Pinnacle do not assume any obligation to update any forward-looking statements as a result of new information, future developments or otherwise, except as otherwise may be required by law.



#### Use of Synovus Non-GAAP Financial Measures

This slide presentation contains certain non-GAAP financial measures determined by methods other than in accordance with generally accepted accounting principles. Such non-GAAP financial measures include the following: adjusted revenue taxable equivalent (TE) and adjusted non-interest expense. The most comparable GAAP measures to these measures are total revenue and total non-interest expense, respectively. Management believes that these non-GAAP financial measures provide meaningful additional information about Synovus to assist management and investors in evaluating Synovus' operating results, financial strength, the performance of its business and the strength of its capital position. However, these non-GAAP financial measures have inherent limitations as analytical tools and should not be considered in isolation or as a substitute for analyses of operating results or capital position as reported under GAAP. The non-GAAP financial measures should be considered as additional views of the way our financial measures are affected by significant items and other factors, and since they are not required to be uniformly applied, they may not be comparable to other similarly titled measures at other companies. Adjust revenue TE is a measure used by management to evaluate total revenue exclusive of net investment securities gains (losses), fair value adjustments on non-qualified deferred compensation, and other items not indicative of ongoing operations that could impact period-to-period comparisons. Adjusted non-interest expense is a measure utilized by management to measure the success of expense management initiatives focused on reducing recurring controllable operating costs. The computations of the non-GAAP financial measures used in this slide presentation are set forth in the appendix to this slide presentation.

Management does not provide a reconciliation for forward-looking non-GAAP financial measures where it is unable to provide a meaningful or accurate calculation or estimation of reconciling items and the information is not available without unreasonable effort. This is due to the inherent difficulty of forecasting the occurrence and the financial impact of various items that have not yet occurred, are out of Synovus' control, or cannot be reasonably predicted. For the same reasons, Synovus' management is unable to address the probable significance of the unavailable information. Forward-looking non-GAAP financial measures provided without the most directly comparable GAAP financial measures may vary materially from the corresponding GAAP financial measures.



#### Financially & Strategically Compelling Transaction

Creates Fastest-Growing, Most Profitable Regional Bank with 21% 2027E EPS Accretion and 2.6 Year TBV Dilution Earnback<sup>(1)</sup>

Positioned to Remain Employer of Choice with Industry-Leading Client Service Versus Competitors

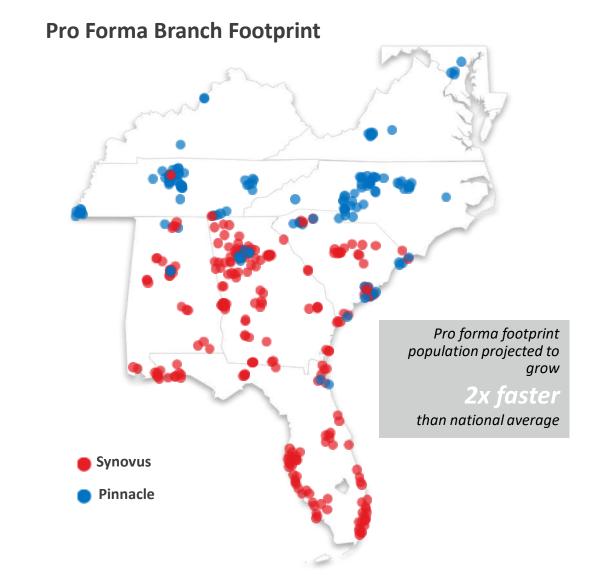
Fully Committed to Continuing the Highly Successful PNFP Operating and Recruiting Model

Strong Pro Forma Capital Generation

Minimal Geographic Overlap Supports Low-Risk Integration

Builds on Significant, Multi-Year Investments to Prepare for LFI Standards

Capitalizes on Positive Regulatory Environment for Larger Bank Mergers





## Key Decisions Made in Contrast to Other MOEs

Brand Name	Pinnacle Financial Partners and Pinnacle Bank
Headquarters	Holding Company: Atlanta, GA and Bank: Nashville, TN
Leadership Team	Long-term clarity on CEO Finalized key leadership positions
Operating Model	Geographic operating model with local leadership
Incentive Model	Primarily based on company revenue and EPS growth Equity grants/team member ownership
Board of Directors Named	15 directors: 8 Pinnacle and 7 Synovus Each side has 6 independent directors
Technology Stack	Built on Synovus' highly-scalable FIS core platform





		Mary Aggregations	
	: 4Q25E	Key Assumptions	
Sequential Period-End Loan Growth	~1.0%	<ul> <li>Strong execution across core Middle Market and CIB growth verticals offset by elevated CRE payoffs</li> </ul>	
Sequential Period-End Core Deposit Growth <sup>(1)</sup>	3% – 4%	<ul> <li>Seasonal benefits and new account origination supporting strong 4Q25 growth</li> </ul>	
Adjusted Revenue <sup>(2)</sup>	\$615 MM - \$625 MM	<ul> <li>Modest NIM expansion from 3Q25</li> <li>Assumes additional 25 bp rate cut in December</li> <li>Fee income of ~\$135 MM - \$140 MM driven by Capital Markets and Wealth Services</li> </ul>	
Adjusted Non- Interest Expense <sup>(2)</sup>	~\$325 MM	Well-managed core expense offset by year-end incentive accruals	
Net Charge-Offs/ Average Loans	0.20% - 0.25%		
CET1 Ratio	~11.4%	<ul> <li>Continue to retain capital for anticipated January 1, 2026 merger closing</li> </ul>	

#### Pro Forma Targets



#### **Key Assumptions**

		,	
2026 Period-End Loan Growth	>	9% - 11%	<ul> <li>Broad-based contributions from both geographic and specialized business units</li> <li>Supported by ongoing recruiting and combined synergy opportunities</li> </ul>
2026 Period-End Core Deposit Growth <sup>(1)</sup>	>	9% - 11%	<ul> <li>Normalized rate environment should be conducive to low-cost deposit growth</li> <li>Specialized deposit capabilities will augment core client deposit growth</li> </ul>
Estimated Normalized NIM(2)	>	~3.50%	<ul> <li>Continued NIM expansion from legacy PNFP franchise's fixed-rate asset repricing</li> <li>Inclusive of debt issuances and other balance sheet repositioning to support liquidity profile</li> </ul>
% of Adjusted NIE <sup>(3)</sup> Synergies Realized in Year One	>	~40% (of \$250 MM )	<ul> <li>Expect to exit Year 1 on pace to meet or exceed 75% Year 2 target</li> <li>Full expense savings to be realized in 2H27</li> </ul>
Estimated Revenue Synergies	>	\$100 MM - \$130 MM	<ul> <li>Realized over time as combined company is fully integrated</li> <li>See following slide for specifics</li> </ul>
Initial CET1 Ratio Target	>	~10.5%	

<sup>(1)</sup> Excludes brokered deposits; (2) Assumes a normalized rate and spread environment, including short-term policy rates of approximately 3.25% (in alignment with FOMC dot plot) and a normalized yield curve (FF/10Y) of approximately 100 bps;

(3) Non-GAAP financial measure; see cautionary language on slide 3

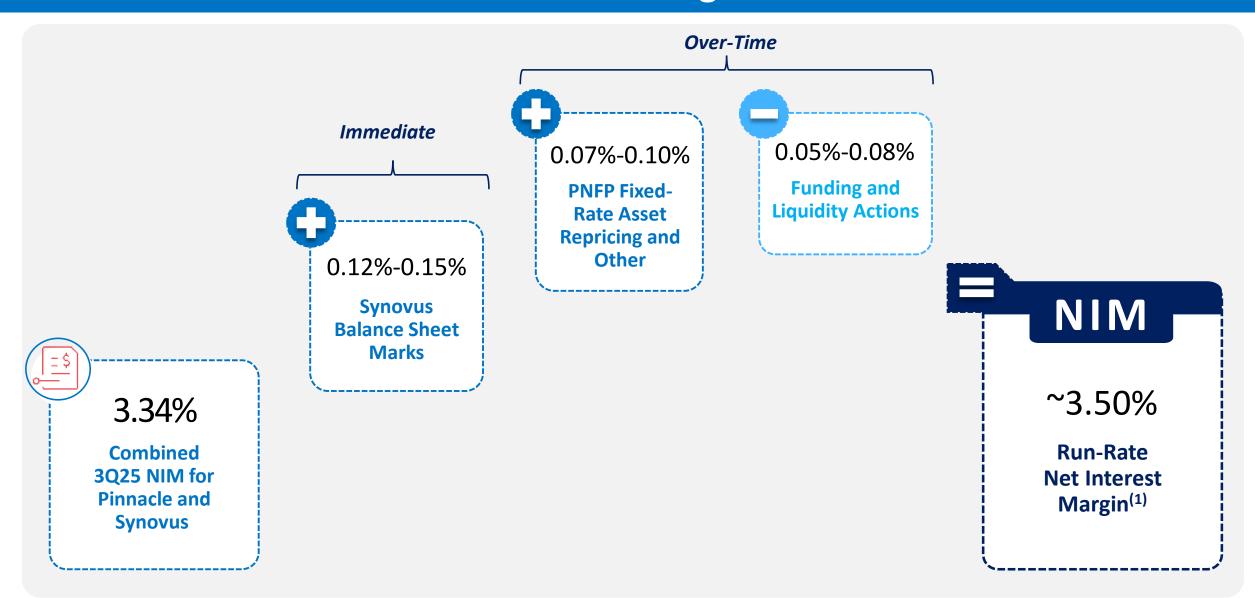
# Estimated Revenue Synergies: ~100 MM - \$130 MM



	Opportunities	Revenue Synergies	
RELATIONSHIP	Revenue Producer Hiring	~\$60 Million - \$70 Million	
EXPANSION	Hold Limits		
CAPITAL	Swap Fees	~\$20 Million - \$30 Million	
MARKETS	Arranger Fees		
	FX Hedging		
	CIC Syndication Fees		
	Debt Capital Markets		
	M&A Advisory		
SPECIALTY	Equipment Financing		
EXPERTISE	Auto Dealer Financing		
	The Family Office	~\$10 Million - \$15 Million	
	Homeowner's Association Deposit Specialty		
	Captive Deposit Specialty		
	Legal Deposit Specialty		
TREASURY CAPABILITIES	Deposit Service Charges - Analysis		
	Commercial Card	~\$10 Million - \$15 Million	
	International Sales & Trade Revenue		

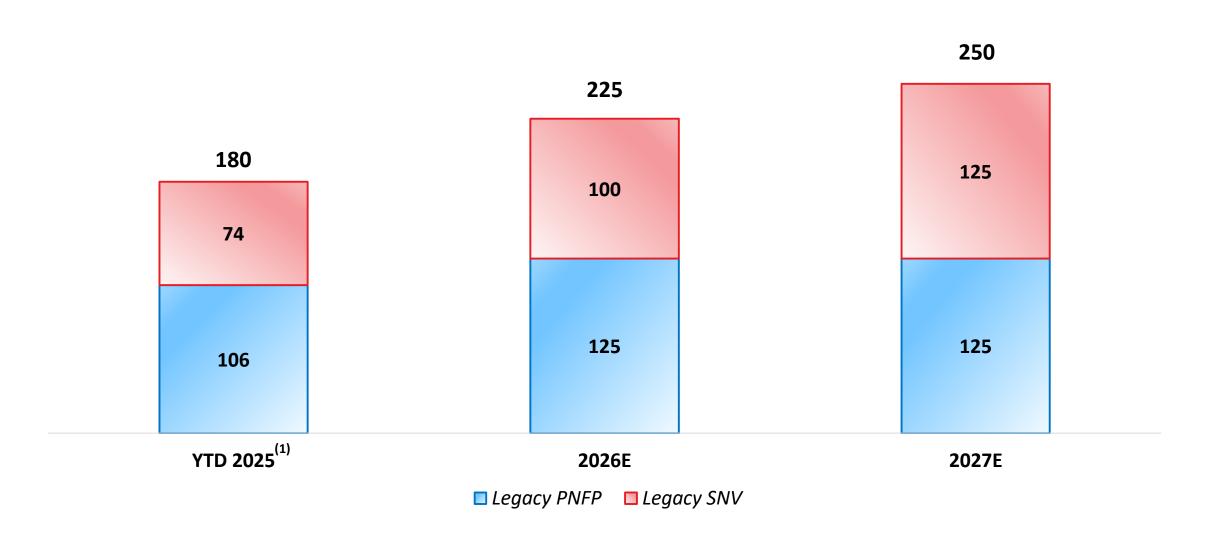


#### Pro Forma Normalized Net Interest Margin<sup>(1)</sup>





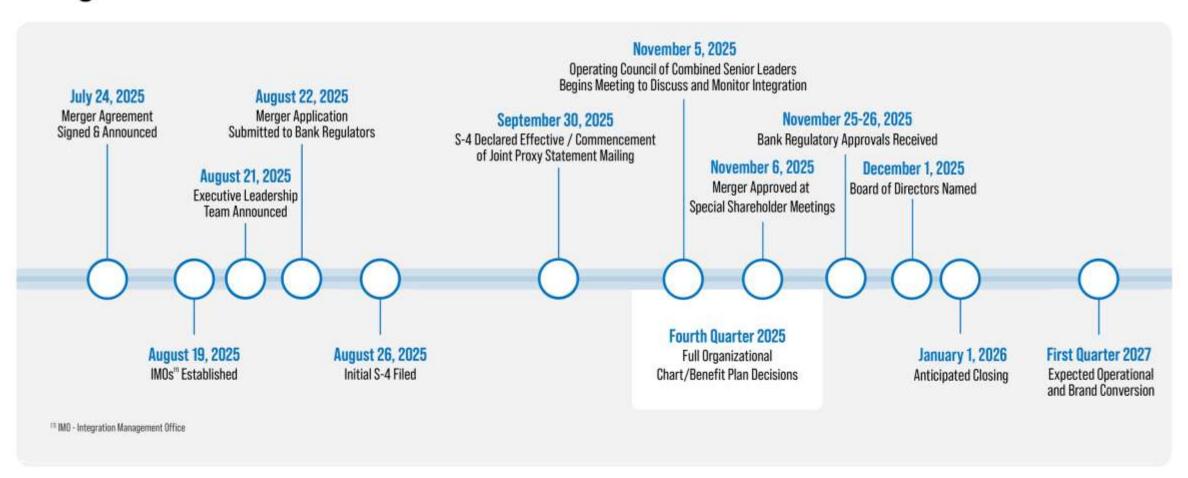




#### Partnership Progress



## **Merger Timeline**



## Board of Directors Recently Announced

#### **Pinnacle** + Synovus

#### **Combined Pinnacle Board of Directors**

#### Read about the Board of Directors at PNFP.com/Synovus



Tim E. Bentsen
Lead Director | Synovus
Corporate Governance and Numinating Committee
(Chay), Executive Committee, Audit Committee
Compensation and Visuana Capital Committee



John H. Irby
Independent Director | Synovus
Compensation and Human Capital Committee
Risk Committee



Abney S. Boxley, III
Independent Director | Pinnacle
Audit Committee, Corporate Governance and
Nominating Committee



Decosta E. Jenkins
Independent Director | Pinnacle
Audit Committee (chair), Executive Committee,
Bis Committee



M. Terry Turner
Chairman | Pinnacle



Pedro Cherry
Independent Director | Synovus
Audit Committee

Gregory L. Burns

Independent Director | Pinnacle

Wisk Committee (chart), Executive Committee,

Compensation and Human Capital Committee

**Gregory Montana** 

Independent Director | Synovus

Audit Committee, Risk Committee



Barry L. Storey
Independent Director | Synovus
Corporate Governance and Nominating Committee



Robert A. McCabe, Jr. Vice Chair | Pinnacle Executive Committee



Thomas C. Farnsworth, III
Independent Director | Pinnacle
Compensation and Numan Capital Committee.
Corporate Governance and Naminating Committee.



G. Kennedy Thompson Independent Director | Pinnacle Compensation and Human Capital Committee, Risk Committee



Kevin S. Blair
President and CEO | Synovus
Executive Committee (char)



David B. Ingram
Independent Director | Pinnacle
Audit Committee



Teresa White
Independent Director | Synovus
Compensation and Human Capital Committee
(chair), Executive Committee, Risk Committee

## **Appendix**

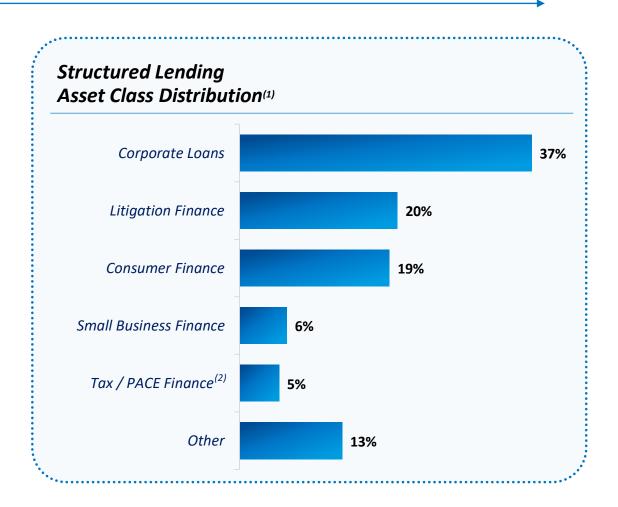
#### Synovus NDFI Portfolio



#### Fundings of \$5.2 Billion, of which ~60% is Structured Lending

#### **Structured Lending Portfolio: \$3.0 Billion**

- Launched in 2019 with senior team who have worked together for over 15 years
- Largely "lender finance" receivables plus other highly secured cash flows
- Secured by assets that self-liquidate over time or can be quickly converted to cash
- Asset-class agnostic with over 28 distinct asset classes;
   capital deployment in numerous industry sectors
- Zero NCOs, NPLs or criticized and classified loans since inception; 100% are senior secured positions
- Rigorous due diligence for each counterparty accompanied by robust cash flow analysis





### Synovus Non-GAAP Financial Measures

(\$ in thousands)	3Q25
Total non-interest expense	\$348,729
Restructuring (charges) reversals	747
Fair value adjustment on non-qualified deferred compensation	(2,592)
Merger-related expense	(23,757)
Valuation adjustment to Visa derivative	(2,911)
Adjusted non-interest expense	\$320,216
Net interest income	\$474,695
Total non-interest revenue	140,697
Total revenue	615,392
Net interest income	\$474,695
Tax equivalent adjustment	1,736
Net interest income (TE)	\$476,431
Total non-interest revenue	140,697
Total revenue (TE)	617,128
Investment securities losses (gains), net	(1,742)
Fair value adjustment on non-qualified deferred compensation	(2,592)
Adjusted revenue (TE)	\$612,794

Amounts may not total due to rounding.