# Stifel Investor Presentation

**March 2014** 

# STIFEL

Disclaimer

#### **Forward-Looking Statements**

This presentation may contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 that involve significant risks, assumptions, and uncertainties, including statements relating to the market opportunity and future business prospects of Stifel Financial Corp., as well as Stifel, Nicolaus & Company, Incorporated and its subsidiaries (collectively, "SF" or the "Company"). These statements can be identified by the use of the words "may," "will," "should," "could," "would," "plan," "potential," "estimate," "project," "believe," "intend," "anticipate," "expect," and similar expressions. In particular, these statements may refer to our goals, intentions, and expectations, our business plans and growth strategies, our ability to integrate and manage our acquired businesses, estimates of our risks and future costs and benefits, and forecasted demographic and economic trends relating to our industry.

You should not place undue reliance on any forward-looking statements, which speak only as of the date they were made. We will not update these forward-looking statements, even though our situation may change in the future, unless we are obligated to do so under federal securities laws.

Actual results may differ materially and reported results should not be considered as an indication of future performance. Factors that could cause actual results to differ are included in the Company's annual and quarterly reports and from time to time in other reports filed by the Company with the Securities and Exchange Commission and include, among other things, changes in general economic and business conditions, actions of competitors, regulatory and legal actions, changes in legislation, and technology changes.

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

The Company utilized non-GAAP calculations of presented net revenues, compensation and benefits, non-compensation operating expenses, income before income taxes, provision for income taxes, net income, compensation and non-compensation operating expense ratios, pre-tax margin and diluted earnings per share as an additional measure to aid in understanding and analyzing the Company's financial results for the year ended December 31, 2013. Specifically, the Company believes that the non-GAAP measures provide useful information by excluding certain items that may not be indicative of the Company's core operating results and business outlook. The Company believes that these non-GAAP measures will allow for a better evaluation of the operating performance of the business and facilitate a meaningful comparison of the Company's results in the current period to those in prior periods and future periods. Reference to these non-GAAP measures should not be considered as a substitute for results that are presented in a manner consistent with GAAP. These non-GAAP measures are provided to enhance investors' overall understanding of the Company's financial performance.

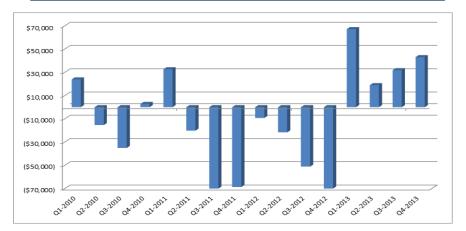
# STIFEL

# **Market Overview**



Volumes are in million \$, except tra		Quarter sults					
	2013 Q4	2013 Q3	2013 Q2	2013 Q1	2012 Q4	QoC	YoY
S&P 500	1,848	1,682	1,606	1,569	1,426	10%	30%
U.S. Treasury 10yr Yield	3.03%	2.61%	2.49%	1.85%	1.76%	42 bps	127 bps
Equity ADV	6,015	5,771	6,600	6,375	6,090	4%	-1%
Corporate Bond ADV	17,917	17,192	20,285	20,736	16,347	4%	10%
U.S. ECM (\$)	87,290	56,156	70,296	66,196	57,479	55%	52%
U.S. ECM (#)	306	269	265	248	208	14%	47%
U.S. DCM (\$)	468,566	507,047	554,885	640,461	585,201	-8%	-20%
U.S. DCM (#)	1,479	1,672	2,297	2,431	2,236	-12%	-34%
Municipal Bond DCM (\$)	77,824	72,009	93,318	83,481	97,126	8%	-20%
U.S. Announced M&A (\$)	262,605	370,855	220,641	295,429	349,586	-29%	-25%
U.S. Announced M&A (#)	2,358	2,546	2,464	2,715	3,331	-7%	-29%
U.S. Completed M&A (\$)	295,061	234,895	220,195	245,267	324,953	26%	-9%
U.S. Completed M&A (#)	2,245	2,473	2,417	2,732	3,360	-9%	-33%

## **Domestic Equity Flows**



## Equity Risk Premium(1)



# STIFEL

# **Stifel Overview**

### Stifel Financial (NYSE: SF)

Financial services firm demonstrating growth, scale and stability

- \$3.1 billion market capitalization<sup>(1)</sup>
- 2013 Represented Stifel's 18<sup>th</sup> year of consecutive record net revenues
- Balanced business model
- Top performing financial stock over the past ten years
- 34% Insider ownership (2)

### **Global Wealth Management**

- Private Client
- Stifel Bank & Trust
- Customer Financing
- Asset Management
- National presence with over 2,000
   Financial Advisors
- \$166 billion in total client assets

### **Institutional Group**

- Independent Research
- Institutional Equity & Fixed Income Brokerage
- Equity & Fixed Income Capital Raising
- M&A Advisory / Restructuring
- Largest U.S. equity research platform
- Broad product portfolio & industry expertise



Stifel's Differentiated Value Proposition: Growth, Scale, and Stability

### **Bulge Bracket**

- Size / scale
- Large distribution
- Trading
- Retail

#### **Issues**

- Lack of focus
- Banker turnover
- Lack of commitment
- Research indifference
- Lack of growth investors

# STIFEL

- Size / scale
- Firm focus
- Stability (financial & personnel)
- Large distribution
- Growth investor access
- Trading
- Outstanding research
- Retail

### Middle Market

- Firm focus
- Good research
- Growth investor access

#### **Issues**

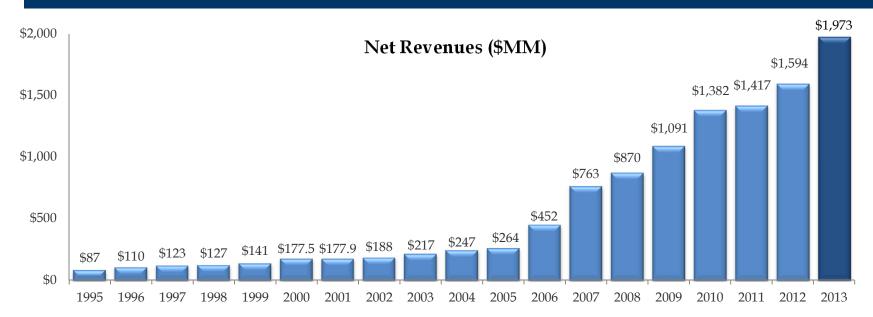
- Financial / firm stability
- Trading support
- Few with retail



## Positioned to Take Advantage of Opportunities

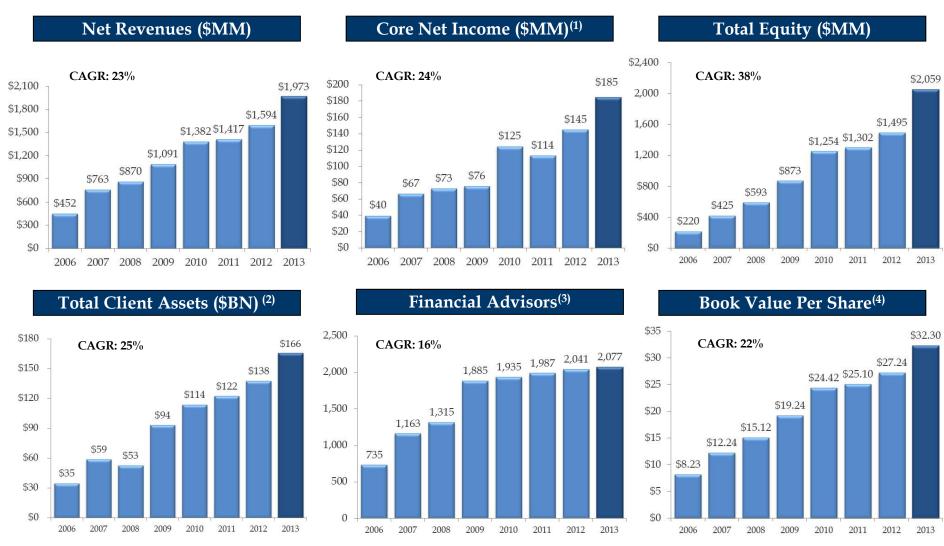
- Unburdened by capital constraints
- Low leverage business model and conservative risk management
- Built the Company through 13 acquisitions since 2005; prudently evaluate all opportunities
- Select growth of high-quality talent
- Drive revenue synergies by leveraging the global wealth and institutional businesses

### 18th Consecutive Year of Record Net Revenues



### A Growth Story...

# STIFEL



CAGR reflects years 2006 to 2013.

- (1) Years 2012 and 2013 represents non-GAAP net income from continuing operations.
- 2) Client assets Includes FDIC-insured products as of 12/31/13 for years 2008-2013.
- Includes Independent Contractors.
- (4) Book Value Per Share adjusted for April 2011 three-for-two stock split (2006-2010).



# Each merger has been accretive to Stifel Retention remains high



- Asset Management
- November 2013



- Growth Focused
- Investment Banking
- Research, Sales and Trading
- Achieved cost efficiencies
- July 2010



- Clean portfolio of 1-4 family residential mortgages
- October 2013

56 UBS Branches

- Private Client
- Revenue production has exceeded expectations
- October 2009

Knight Fixed Income

- Fixed Income Sales and Trading – U.S. & Europe
- Fixed Income Research
- July 2013



- Private Client
- Public Finance
- Seamless & efficient integration
- December 2008



- FIG Investment Banking
- FIG Sales and Trading
- FIG Research
- February 2013



- Bank holding company
- Financial holding company
- Grown assets from ~ \$100M to \$5.0B
- April 2007



- Restructuring advisory
- December 2012

RYAN BECK & CO.

- Private Client
- Capital Markets
- Achieved cost savings objectives
- February 2007



- Fixed Income IB
- Fixed Income Sales and Trading
- Private Client
- Seamless & efficient integration
- October 2011



- Significant enhancement to our Capital Markets business
- Achieved cost savings objectives
- December 2005



- Announced the acquisition of De La Rosa on January 30, 2014 and is expected to close in the first quarter. Plan to integrate under Stifel brand immediately.
- Investment bank and bond underwriter with a 25-year operating history.
- Stifel will become #1 underwriter in California negotiated underwriting in par value and number of issues.
- Stifel will become #1 underwriter in California in the following categories:
  - K-12
  - COP & Lease Revenue Bonds
  - Tax Increment
  - Economical Development
  - Water & Sewer.
- Substantially all of the senior leadership has executed continuation agreements with Stifel.



### IFR Recognizes Stifel's Leadership Position As The Premier Middle Market Investment Bank



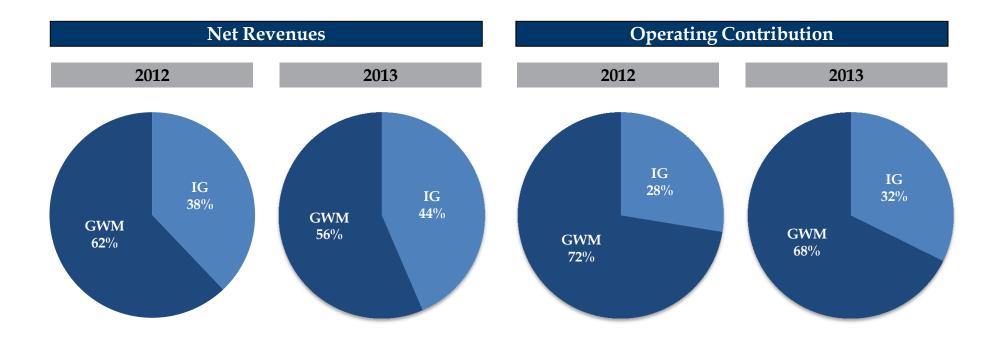




- "For its leadership among mid-market firms and strong momentum in securing bookrunner roles, Stifel is IFR's US Mid-Market Equity House of the Year"
- "Stifel has been able to steer clear of the client conflicts that have muddied perceptions of the bulge brackets and in some cases act as a check on bulge bracket execution"
- "Winning mandates against bulge brackets with large balance sheets at their disposal means a heavier relative investment in research, seen in the firm's coverage of 1,300 stocks, up from 537 in 2005"
- "Stifel is the largest US equity research provider bar none, at a time when many bulge brackets have downgraded their research capabilities amid regulatory restrictions"



- Balanced business model facilitates growth during volatile markets
- Stable GWM business is augmented by profitable and growing Institutional Group
- Proven ability to grow all businesses

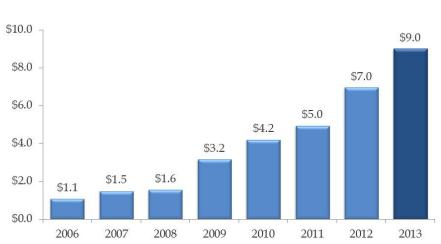


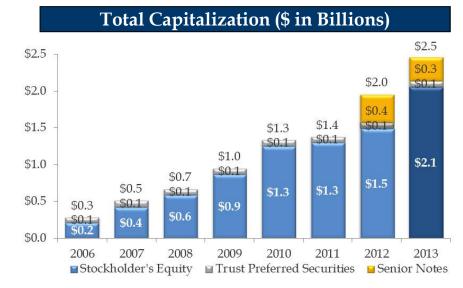
## **Strong Balance Sheet Facilitates Growth**

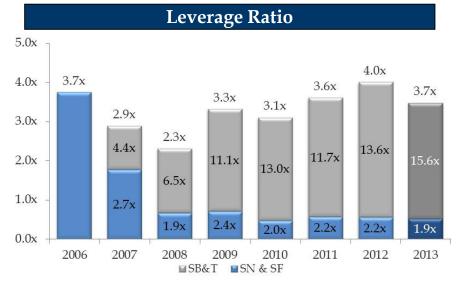


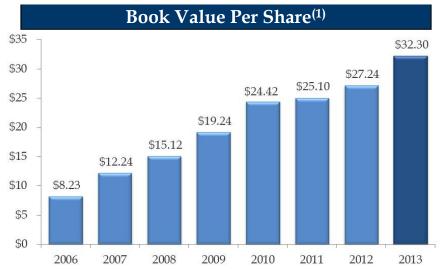
As December 31, 2013











## **Top Performing Stock**



## Cumulative Price Appreciation As of December 31, 2013

21.91%

14.93%

1 Year								
Since 12/31/12								
Morgan Stanley	64.02%	R						
Stifel Financial Corp.	49.89%	G						
Oppenheimer	43.49%	S						
Goldman Sachs Group	38.96%	M						
Raymond James Financial	35.45%	0						
S&P 500 Index	29.60%	JN						
Piper Jaffray	23.09%	S						

JMP Group

SWS Group

Since 12/31/08							
Raymond James Financial	204.70%						
Goldman Sachs Group	110.00%						
S&P 500 Index	104.63%						
Morgan Stanley	95.51%						
Oppenheimer	92.39%						
JMP Group	33.33%						
Stifel Financial Corp.	4.51%						
Piper Jaffray	-0.53%						
SWS Group	-67.92%						

6 Years									
Since 12/31/07									
Stifel Financial Corp.	105.10%								
Raymond James Financial	59.80%								
S&P 500 Index	25.88%								
JMP Group	-12.74%								
Piper Jaffray	-14.62%								
Goldman Sachs Group	-17.57%								
Morgan Stanley	-40.95%								
Oppenheimer	-41.49%								
SWS Group	-52.01%								

13 Years								
Since 12/31/00	)							
Stifel Financial Corp.	1163.82%							
Raymond James Financial	236.71%							
Goldman Sachs Group	65.76%							
S&P 500 Index	40.00%							
Oppenheimer	2.82%							
Morgan Stanley	-60.43%							
SWS Group	-61.23%							
JMP Group	NM							
Piper Jaffray	NM							

5 years	2008	6 years
4.51%	30.83%	105.10%
204.70%	-47.55%	59.80%
104.63%	-38.49%	25.88%
33.33%	-34.55%	-12.74%
-0.53%	-14.16%	-14.62%
110.00%	-60.76%	-17.57%
95.51%	-69.80%	-40.95%
92.39%	-69.59%	-41.49%
-67.92%	49.57%	-52.01%
	4.51% 204.70% 104.63% 33.33% -0.53% 110.00% 95.51% 92.39%	4.51%     30.83%       204.70%     -47.55%       104.63%     -38.49%       33.33%     -34.55%       -0.53%     -14.16%       110.00%     -60.76%       95.51%     -69.80%       92.39%     -69.59%



### **Initiatives**

- Attract and retain high-quality talent
- Continue to expand our private client footprint in the U.S.
- Continue to expand investment banking capabilities
- Focus on quality asset generation within Stifel Bank
- Expand traditional asset management capabilities
- Approach acquisition opportunities with discipline

# STIFEL

**Global Wealth Management** 

### **Global Wealth Management**



Provides Securities Brokerage Services and Stifel Bank Products

#### Overview

- Grown from 600+ financial advisors in 2005 to over 2,000<sup>(1)</sup> financial advisors currently
- Proven organic growth and acquirer of private client business (56 UBS branches, Butler Wick, Ryan Beck)
- Retail investors are generally mid- to long-term buyers
- Goal of providing price stability and support to the institutional order book
- Strategy of recruiting experienced advisors with established client relationships
- Expanding U.S. footprint



### **Global Wealth Management**

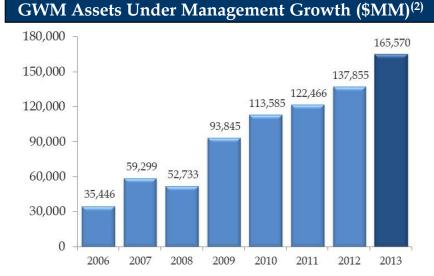
# STIFEL

### Opportunity Through Growth









(1) Includes Independent Contractors. (2) Client assets include FDIC-insured products as of 12/31/13 for years 2008-2013.

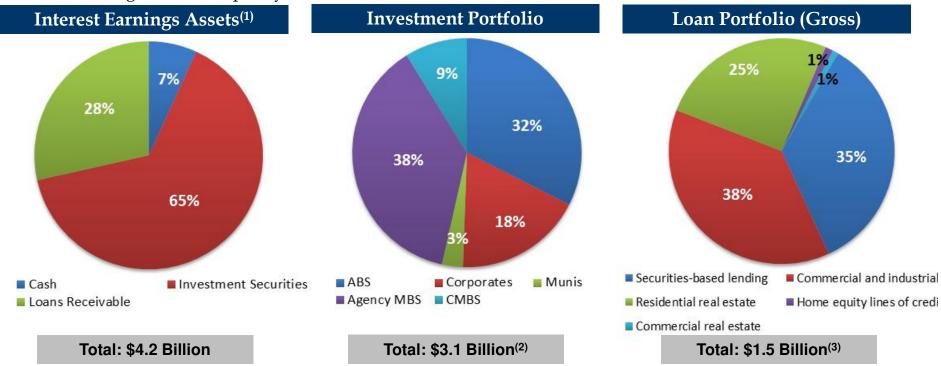


#### Overview

- Acquired FirstService Bank, a St. Louis-based, Missouri-chartered commercial bank, in April 2007
- Stifel Financial became a bank holding company and financial services holding company
- Balance sheet growth with low-risk assets
- Funded by Stifel Nicolaus client deposits
- Maintain high levels of liquidity

### **Strength of Brokerage Position**

- Offers banking products (securities based loans and mortgage loans) within the GWM client base, including establishing trust services
  - Built-in source of business
  - High net worth clients
- Highly efficient due to lack of "brick and mortar" deposit focused facilities



Data as of 12/31/13. (1) Average interest earning assets as of 12/31/13. (2) MBS makes up less than 1% of Investment Portfolio. (3) Construction and Land & Commercial Real Estate make up less than 1% of the loan portfolio.

# STIFEL

# **Institutional Group**

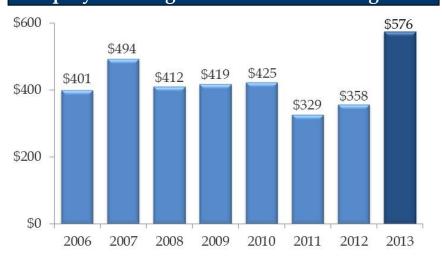
### **Institutional Group**



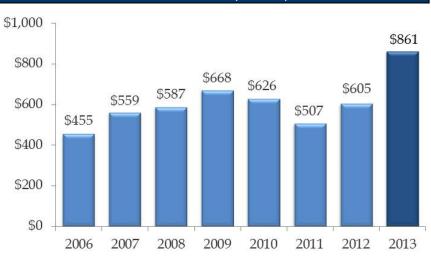
#### Overview

- Provides securities brokerage, trading, research, underwriting and corporate advisory services
- Largest providers of U.S. Equity Research
- 2<sup>nd</sup> largest Equity trading platform in the U.S. outside of the Bulge Bracket<sup>(1)</sup>
- Full Service Investment Bank
- Comprehensive Fixed Income platform

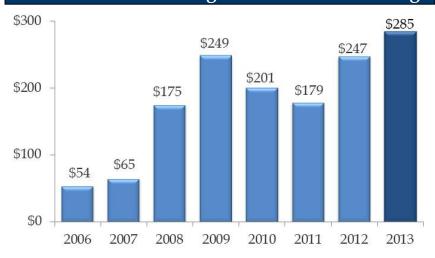
### Equity Brokerage + Investment Banking<sup>(2) (3)</sup>



### Net Revenues (\$MM)<sup>(2)(3)</sup>



### Fixed Income Brokerage + Investment Banking



(1) Based on 2013 U.S. trading volume per Bloomberg. (2) Includes TWPG historical investment banking and brokerage revenues for years 2006 through September 30, 2010. (3) 2012 includes realized and unrealized gains on the Company's investment in Knight Capital Group, Inc. of \$39.0 million.



### Largest U.S. Equity Research Platform

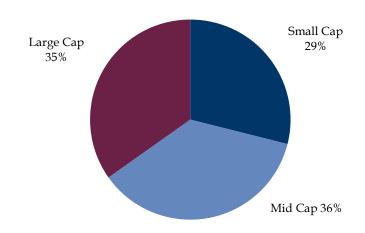
### U.S. Equity Research Coverage (1)

		Companies U	Jnder Coverage
Rank	Firm	Overall	Small Cap <sup>(2)</sup>
1	Stifel / Keefe, Bruyette & Woods	1,376	426
2	Bank of America Merrill Lynch	1,178	148
3	JPMorgan	1,105	140
4	Goldman Sachs	1,059	76
5	Wells Fargo Securities	1,020	152
6	Raymond James	989	285
7	Credit Suisse	976	146
8	Barclays	966	96
9	Citi	934	96
10	Deutsche Bank	906	118
11	Jefferies LLC	892	166
12	Morgan Stanley	867	84
13	RBC Capital Markets	856	104
14	UBS	766	60
15	Robert W Baird & Co	690	154
16	Sidoti & Company LLC	665	432
17	Morningstar, Inc.	658	N/A
18	Cowen & Co LLC	581	149
19	William Blair & Co LLC	572	150
20	<b>BMO Capital Markets</b>	555	91
21	Piper Jaffray & Co	538	176
22	Keybanc Capital Markets	535	114
23	Oppenheimer & Co Inc	532	108
24	Sterne, Agee & Leach	487	96
25	Macquarie Group	469	N/A

### **Stifel Research Highlights**

- Largest provider of U.S. equity research
- 113 analyst across 12 sectors
- Largest provider of Financial Services coverage
- Ranked #2 in the FT/Starmine 2013 Survey
- Stifel analysts ranked #1 & #2 in Earnings Estimators among 4,000 analysts

### Coverage Balanced Across All Market Caps (2)



<sup>(1)</sup> Source: StarMine rankings as of 3/4/14. Does not include Closed End Funds.

<sup>(2)</sup> Small Cap includes market caps less than \$1 billion; Mid Cap includes market caps less than \$5 billion.

Note: Bold font indicates middle-market firms. Research coverage distribution as of 3/4/14.



Powerful Platform Spanning North America and Europe

### **Institutional Equity Sales**

- 100 person sales force, commission based
- Experts in small and mid cap growth and value
- Team based sales model with 2-4 sales people per account
- Team leaders have an average of 15 years experience
- Offices in all major institutional markets in North America & Europe
- Accounts range from large mutual funds to small industry focused investors
- Managed over 780 non-deal roadshow days in 2013
- Extensive experience with traditional and overnight corporate finance transactions

### **Equity Trading**

- 53 sales traders located in
  - Baltimore, New York, Boston, Dallas, San Francisco, and London
- 24 position traders covering each major industry
- 8 specialized traders focused on: Option Trading,
   Convertible and ETF Trading
- Profitable model with advantages of scale

#### **Extensive Distribution Network**

- Relationships with over 3,500 institutional accounts globally
- Active daily market maker in over 3,700 stocks
- Traded over 11.7 billion shares in 2013
- Complete coverage of North America and Europe for North American listed equities
- Major liquidity provider to largest equity money management complexes
- Multi-execution venues: high-touch, algorithms, program trading, and direct market access
- Dedicated convertible sales, trading, and research desk

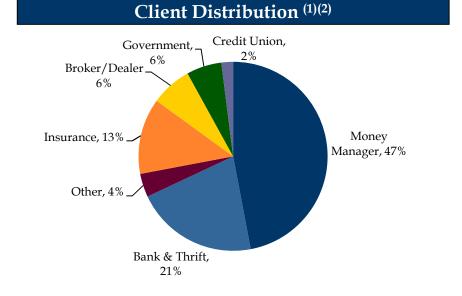
### **Institutional Group - Fixed Income**



### Strong Fixed Income Capital Markets Capabilities

#### Overview

- Comprehensive platform
  - 90 traders with annual client trade volume approaching \$400 billion
  - 28-person Fixed Income Research and Strategy Group
  - 9 person US Debt Capital Markets Group
- Widespread distribution
  - Nearly 200 Institutional sales professionals covering over 6,200 accounts
  - 36 institutional fixed income offices nationwide
  - European offices in London and Zurich



#### **Platform & Products**

- Focus on long-only money managers and income funds versus hedge funds
- Consistency of execution
- Identification of relative value through security selection

- Agency/Gov't Securities
- Money Markets
- Mortgages & MBS
- Reverse MBS
- Asset-Backed Securities
- Investment Grade Credit
- High Yield & Distressed
- Aircraft Finance & Credit Solutions

- Whole Loans
- Municipals
- Emerging Markets
- Structured Products
- Stifel Capital Advisors
- Hybrid Securities
- Dedicated Loan Trading Group
- Capable UK Sales & Trading platform (former Knight team)

<sup>(1)</sup> Client Distribution is for 1/1/12 - 10/31/13.

<sup>(2)</sup> Other category includes: Corporation, Hedge Fund, Pension Fund, Trust Company, Foundation, Endowment, University & Non-Profit

## **Investment Banking**



## Accomplished U.S. Equity Underwriting Franchise – All Equity Transactions

	All Managed Equity Deals	Since 201	0		Bookrun Equity Deals Si	nce 2010	
(\$ in bill <b>Rank</b>	ions) <b>Firm</b>	# of \$ (\$ in billions)  Deals Volume Rank Firm		# of Deals	\$ Volume		
1	Bank of America Merrill Lynch	893	\$524.7	1	Bank of America Merrill Lynch	813	\$97.5
2	JPMorgan	883	\$510.4	2	JPMorgan	777	\$100.7
3	Citi	833	\$505.4	3	Citi	724	\$93.0
4	Morgan Stanley	789	\$487.1	4	Morgan Stanley	722	\$110.5
5	Barclays	732	\$423.8	5	Barclays	601	\$85.4
6	Deutsche Bank	715	\$424.1	6	Credit Suisse	568	\$71.6
6	Wells Fargo Securities	715	\$373.2	7	Goldman Sachs	563	\$95.6
8	Credit Suisse	710	\$420.0	8	Deutsche Bank	556	\$61.7
9	Stifel/Keefe, Bruyette & Woods	695	\$246.4	9	Wells Fargo Securities	500	\$39.4
10	RBC Capital Markets	642	\$304.2	10	UBS	391	\$39.3
11	Goldman Sachs	631	\$425.8	11	Jefferies LLC	271	\$15.9
12	UBS	570	\$320.3	12	RBC Capital Markets	245	\$18.9
13	Raymond James	469	\$226.9	13	Stifel/Keefe, Bruyette & Woods	223	\$10.6
14	Piper Jaffray & Co	347	\$158.0	14	Raymond James	138	\$7.3
<b>15</b>	Robert W Baird & Co	343	\$92.5	15	Piper Jaffray & Co	119	\$5.3
16	Jefferies LLC	336	\$70.6	16	Cowen & Co LLC	97	\$3.1
<b>17</b>	Oppenheimer & Co Inc	310	<b>\$77.1</b>	17	Roth Capital Partners	86	<b>\$1.7</b>
18	JMP Securities LLC	306	<b>\$57.5</b>	18	Robert W Baird & Co	79	\$3.6
19	William Blair & Co LLC	246	\$67.5	19	Leerink Partners LLC	75	\$2.9
19	Cowen & Co LLC	246	\$54.8	20	Lazard Capital Markets	62	<b>\$1.8</b>

Source: Dealogic. Rank eligible SEC registered IPOs and Follow-On offerings since 2010. Includes demutualizations. As of 2/28/14. Overlapping deals between Stifel and its acquired firms have been removed. Note: \$ Volume represents full credit to underwriter for All Managed Equity Deals and apportioned credit to bookrunner for Bookrun Equity Deals. Bold font indicates middle-market firms.

# STIFEL

# **Financial Results**

### **Stifel Financial Results**



### Three months ended December 31, 2013

	Three Months Ended December 31, 2013						Three Months Ended					
(\$ in thousands, except per share amounts)	No	on-GAAP	N	on-Core (1)		GAAP	1	2/31/12 <sup>(2)</sup>	% Change	9	/30/13 (2)	% Change
Total revenues	\$	576,236	\$	(2,080)	\$	574,156	\$	419,885	37.2%	\$	491,169	17.3%
Interest expense		11,555		75		11,630		8,602	34.3%		11,535	0.2%
Net revenues		564,681		(2,155)		562,526		411,283	37.3%	\$	479,634	17.7%
Compensation and benefits		347,263		5,944		353,207		258,148	34.5%		297,374	16.8%
Non-comp operating expenses		126,990		4,340		131,330		92,784	36.9%		116,817	8.7%
Total non-interest expenses		474,253		10,284		484,537		350,932	35.1%		414,191	14.5%
Income from continuing operations before income taxes		90,428		(12,439)		77,989		60,351	49.8%		65,443	38.2%
Provision for income taxes		30,609		(4,746)		25,863		17,067	79.3%		25,795	<i>18.7</i> %
Net income from continuing operations	\$	59,819	\$	(7,693)	\$	52,126	\$	43,284	38.2%	\$	39,648	50.9%
Discontinued operations:												
Loss from discontinued operations, net		-		(3,857)		(3,857)		(3,330)	nm		-	-
Net income	\$	59,819	\$	(11,550)	\$	48,269	\$	39,954	49.7%	\$	39,648	50.9%
Earnings per diluted common share:												
Income from continuing operations	\$	0.79	\$	(0.10)	\$	0.69	\$	0.80	(1.3%)	\$	0.53	49.1%
Loss from discontinued operations		-		(0.05)	\$	(0.05)		(0.06)			-	
Earnings per diluted common share	\$	0.79	\$	(0.15)	\$	0.64	\$	0.74	6.8%	\$	0.53	49.1%
Weighted average number of shares outstanding:												
Diluted		75,495				75,495		63,301	19.3%		75,191	0.4%
<u>Ratios to net revenues</u> :												
Compensation and benefits		61.5%				62.8%		62.7%			62.0%	
Non-comp operating expenses		22.5%				23.3%		22.6%			24.4%	
Income from continuing operations before income taxes	5	16.0%				13.9%		14.7%			13.6%	

<sup>(1)</sup> Non-core adjustments consist of merger-related revenues and expenses associated with our acquisitions of KBW, the Knight Capital Fixed Income business, and Miller Buckfire and discontinued operations of SN Canada.

<sup>(2)</sup> Core (non-GAAP) results for the three months ended December 31, 2012 are the same as GAAP results. Results for the three months ended September 30, 2013 are Core (non-GAAP).

### **Stifel Financial Results**



### Year ended December 31, 2013

	Year Ended December 31, 2013							Year Ended		
(\$ in thousands, except per share amounts)	N	on-GAAP	N	on-Core (1)		GAAP	1	.2/31/12 (2)	% Change	
Total revenues	\$	2,024,538	\$	(4,724)	\$	2,019,814		1,627,483	24.4%	
Interest expense		46,198		170		46,368		33,370	38.4%	
Net revenues	•	1,978,340		(4,894)		1,973,446		1,594,113	24.1%	
Compensation and benefits		1,236,991		74,395		1,311,386		1,010,140	22.5%	
Non-comp operating expenses		446,265		30,566		476,831		354,226	26.0%	
Total non-interest expenses		1,683,256		104,961		1,788,217		1,364,366	23.4%	
Income from continuing operations before income taxes		295,084		(109,855)		185,229		229,747	28.4%	
Provision for income taxes		110,426		(98,104)		12,322		84,451	30.8%	
Net income from continuing operations	\$	184,658	\$	(11,751)	\$	172,907	\$	145,296	27.1%	
Discontinued operations:										
Loss from discontinued operations, net		-		(10,894)		(10,894)		(6,723)	(100.0%)	
Net income	\$	184,658	\$	(22,645)	\$	162,013	\$	138,573	33.3%	
Earnings per diluted common share:										
Income from continuing operations	\$	2.51	\$	(0.16)	\$	2.35	\$	2.31	<b>8.7</b> %	
Loss from discontinued operations, net				(0.15)		(0.15)		(0.11)	(100.0%)	
Earnings per diluted common share	\$	2.51	\$	(0.31)	\$	2.20	\$	2.20	14.1%	
Weighted average number of shares outstanding:										
Diluted		73,504				73,504		62,937	16.8%	
Ratios to net revenues:										
Compensation and benefits		62.5%				66.5%		63.4%		
Non-comp operating expenses		22.6%				24.1%		22.2%		
Income from continuing operations before income taxes		14.9%				9.4%		14.4%		

<sup>(1)</sup> Non-core adjustments consist of charges related to expensing stock awards issued as retention in connection with the acquisitions of KBW and the Knight Capital Fixed Income business and other merger-related revenues and expenses associated with our acquisitions of KBW, the Knight Capital Fixed Income business, Miller Buckfire and a U.S. tax benefit in connection with discontinuing operations of SN Canada.

<sup>(2)</sup> Core (non-GAAP) results for the year ended December 31, 2012 are the same as GAAP results.



		Thre	Year Ended					
(É in thousands)	12/31/13	12/31/12	% Change	9/30/13	% Change	12/31/13	12/31/12	% Change
(\$ in thousands)	12/31/13	12/31/12		9/30/13		12/31/13	12/31/12	
Commissions	\$ 152,451	\$ 131,327	16.1%	\$ 145,837	4.5%	\$ 598,949	\$ 501,434	19.4%
Principal transactions	118,815	97,515	21.8%	122,583	(3.1%)	459,968	408,935	12.5%
Brokerage revenues	271,266	228,842	18.5%	268,420	1.1%	1,058,917	910,369	16.3%
Capital raising	71,379	46,320	54.1%	53,665	33.0%	246,631	185,761	32.8%
Advisory	87,481	26,618	228.7%	39,186	123.2%	201,429	95,519	110.9%
Investment banking	158,860	72,938	117.8%	92,851	71.1%	448,060	281,280	59.3%
Asset mgt and service fees	83,928	68,971	21.7%	76,710	9.4%	305,639	257,981	18.5%
Other	19,391	19,157	1.2%	13,063	48.4%	64,659	69,148	(6.5%)
Total operating revenues	533,445	389,908	36.8%	451,044	18.3%	1,877,275	1,518,778	23.6%
Interest revenue	40,711	29,977	35.8%	39,130	4.0%	142,539	108,705	31.1%
Total revenues	574,156	419,885	36.7%	490,174	17.1%	2,019,814	1,627,483	24.1%
Interest expense	11,630	8,602	35.2%	11,535	0.8%	46,368	33,370	39.0%
Net revenues	\$ 562,526	\$ 411,283	36.8%	\$ 478,639	17.5%	\$ 1,973,446	\$ 1,594,113	23.8%

## **Core Non-Interest Expenses**



### Three months ended December 31, 2013

	-	Three I	% of Net revenues					
		(1)		0/00/40	a		1)	0/00/40
(\$ in thousands)	12/31/13	12/31/12	% Change	9/30/13	% Change	12/31/13	12/31/12	9/30/13
Net revenues	\$ 564,681	\$ 411,283	37.3%	\$ 479,634	17.7%	100.0%	100.0%	100.0%
Compensation and benefits	324,569	237,465	36.7%	275,503	17.8%	57.5%	57.7%	57.4%
Transitional pay <sup>(2)</sup>	22,694	20,683	9.7%	21,871	3.8%	4.0%	5.0%	4.6%
Total compensation and benefits	347,263	258,148	34.5%	297,374	16.8%	61.5%	62.8%	62.0%
Occupancy and equipment rental	40,892	33,589	21.7%	39,856	2.6%	7.2%	8.2%	8.3%
Communication and office supplies	24,974	19,291	29.5%	25,105	(0.5%)	4.4%	4.7%	5.2%
Commissions and floor brokerage	8,213	7,271	13.0%	9,775	(16.0%)	1.5%	1.8%	2.0%
Other operating expenses	52,911	32,633	62.1%	42,080	25.7%	9.3%	7.9%	8.7%
Total non-comp operating expenses	126,990	92,784	36.9%	116,816	8.7%	22.4%	22.6%	24.4%
Total non-interest expense	474,253	350,932	35.1%	414,190	14.5%	84.0%	85.3%	86.4%
Income from continuing operations before income taxes	90,428	60,351	49.8%	65,444	38.2%	16.0%	14.7%	13.6%
Provision for income taxes	30,609	17,067	79.3%	25,795	18.7%	5.4%	4.0%	5.4%
Non-GAAP net income from continuing operations	\$ 59,819	\$ 43,284	38.2%	\$ 39,649	50.9%	10.6%	10.5%	8.3%
Non-core expenses (after-tax)	(7,693)	-		35,280				
GAAP net income from continuing operations	\$ 52,126	\$ 43,284		\$ 74,929				

<sup>(1)</sup> Excludes non-core adjustments consisting of merger-related revenues and expenses associated with our acquisitions of KBW, the Knight Capital Fixed Income business, and Miller Buckfire.

<sup>(2)</sup> Transition pay includes amortization of retention awards, signing bonuses, and upfront notes.

## **Core Non-Interest Expenses**



Year ended December 31, 2013

		Year Ended	% of Net revenues			
	(1	.)	(1)			
(\$ in thousands)	12/31/13	12/31/12	% Change	12/31/13	12/31/12	
Net revenues	\$ 1,978,340	\$ 1,594,113	24.1%	100.0%	100.0%	
Compensation and benefits	1,150,883	937,066	22.8%	58.2%	58.8%	
Transitional pay	86,108	73,074	17.8%	4.4%	4.6%	
Total compensation and benefits	1,236,991	1,010,140	22.5%	62.5%	63.4%	
Occupancy and equipment rental	149,488	128,365	16.5%	7.6%	8.1%	
Communication and office supplies	95,539	79,406	20.3%	4.8%	5.0%	
Commissions and floor brokerage	35,812	29,610	20.9%	1.8%	1.9%	
Other operating expenses	165,426	116,845	41.6%	8.4%	7.3%	
Total non-comp operating expenses	446,265	354,226	26.0%	22.6%	22.2%	
Total non-interest expense	1,683,256	1,364,366	23.4%	85.1%	85.6%	
Income from continuing operations before income taxes	295,084	229,747	28.4%	14.9%	14.4%	
Provision for income taxes	110,426	84,451	30.8%	5.6%	5.2%	
Non-GAAP net income from continuing operations	\$ 184,658	\$ 145,296	27.1%	9.3%	9.1%	
Non-core expenses (after-tax)	(11,751)					
GAAP net income from continuing operations	\$ 172,907	\$ 145,296				

<sup>(1)</sup> Excludes non-core adjustments consisting of charges related to expensing stock awards issued as retention in connection with the acquisitions of KBW and the Knight Capital Fixed Income business and other merger-related revenues and expenses associated with our acquisitions of KBW, the Knight Capital Fixed Income business, Miller Buckfire and a U.S. tax benefit in connection with discontinuing operations of SN Canada.

## **Segment Comparison - Core**



		Three	Months End	Year Ended					
(\$ in thousands)	12/31/13	12/31/12	% Change	9/30/13	% Change	12/31/13	12/31/12	% Change	
Net revenues:									
Global Wealth Management	\$ 292,836	\$ 253,775	15.4%	\$ 274,669	6.6%	\$1,117,179	\$ 991,597	12.7%	
Institutional Group	267,282	160,693	66.3%	205,132	30.3%	861,158	604,654	42.4%	
Other	4,563	(3,185)	(243.3%)	(167)	nm	3	(2,138)	(100.1%)	
	\$ 564,681	\$ 411,283	37.3%	\$ 479,634	17.7%	\$1,978,340	\$1,594,113	24.1%	
Operating contribution:									
Global Wealth Management	\$ 79,022	\$ 68,737	15.0%	\$ 72,128	9.6%	\$ 299,572	\$ 266,669	12.3%	
Institutional Group	48,590	21,678	124.1%	34,986	38.9%	142,889	101,487	40.8%	
Other	(37,184)	(30,064)	23.7%	(41,671)	(10.8%)	(147,377)	(138,409)	6.5%	
	\$ 90,428	\$ 60,351	49.8%	\$ 65,443	38.2%	\$ 295,084	\$ 229,747	28.4%	
As a percentage of net revenues:									
Operating contribution (2)									
Global Wealth Management	27.0	27.1		26.3		26.8	26.9		
Institutional Group	18.2	13.5		17.1		16.6	16.8		
Other	(6.6)	(7.3)		(8.7)		(7.4)	(8.7)		
	16.0	14.7		13.6		14.9	14.4		

<sup>(1)</sup> Core (non-GAAP) results for the three and twelve months ended December 31, 2012 are the same as GAAP results.

<sup>(2)</sup> Contribution margin for the other segment is divided by consolidated net revenues.



		Thre	e Months End	Year Ended					
(\$ in thousands)	12/31/13	12/31/12	% Change	9/30/13	% Change	12/31/13	12/31/12	% Change	
Commissions	\$ 104,149	\$ 93,043	11.9%	\$ 99,427	4.7%	\$ 410,238	\$ 361,871	13.4%	
Principal transactions	55,809	53,542	4.2%	58,658	(4.9%)	227,087	225,007	0.9%	
Asset management & service fees	82,964	68,631	20.9%	76,667	8.2%	304,541	257,257	18.4%	
Netinterest	31,092	21,182	46.8%	27,665	12.4%	104,748	79,328	32.0%	
Investment banking	9,568	10,818	(11.6%)	9,394	1.8%	45,400	44,919	1.1%	
Otherincome	9,254	6,559	41.1%	2,858	223.9%	25,165	23,215	8.4%	
Net revenues	292,836	253,775	15.4%	274,669	6.6%	1,117,179	991,597	12.7%	
Compensation and benefits	167,980	146,311	14.8%	159,949	5.0%	648,681	576,744	12.5%	
Non-comp operating expenses	45,834	38,727	18.4%	42,592	7.6%	168,926	148,184	14.0%	
Total non-interest expenses	213,814	185,038	15.6%	202,541	5.6%	817,607	724,928	12.8%	
Income before income taxes	\$ 79,022	\$ 68,737	15.0%	\$ 72,128	9.6%	\$ 299,572	\$ 266,669	12.3%	
Ratios to net revenues:									
Compensation and benefits	57.4%	57.7%		58.2%		58.1%	58.2%		
Non-comp operating expenses	15.6%	15.2%		15.5%		15.1%	14.9%		
Income before income taxes	27.0%	27.1%		26.3%		26.8%	26.9%		



		A	As of			As of		
		12/31/13		12/31/12	% Change	 9/30/13	% Change	
Assets	\$	5,027,023	\$	3,650,235	37.7	\$ 4,547,071	10.6	
Investment securities		3,062,549		2,327,316	31.6	2,949,080	3.8	
Retained loans, net		1,412,136		822,711	71.6	1,061,313	33.1	
Loans held for sale		109,110		214,531	(49.1)	75,440	44.6	
Deposits		4,663,323		3,346,133	39.4	4,228,405	10.3	
Allowance for loan losses	\$	12,668	\$	8,145	55.5	\$ 13,233	(4.3)	
Allowance as a percentage of loans		0.89	%	0.99	%	1.23 %		
Non-performing loans	\$	1,504	\$	1,808	(16.8)	\$ 14,759	(89.8)	
Other non-performing assets		131		373	(64.9)	-	100.0	
Non-performing assets	\$	1,635	\$	2,181	(25.0)	\$ 14,759	(88.9)	
Non-performing assets	<u> </u>		\$		•	\$ 14,759		
Non-performing assets as a percentage total assets	ot	0.03	%	0.06	%	0.32 %	1	



		Thre	ee Months End	Year Ended				
(\$ in thousands)	12/31/13	12/31/12	% Change	9/30/13	% Change	12/31/13	12/31/12	% Change
Net revenues	\$ 267,282	\$ 160,693	66.3%	\$ 205,132	30.3%	\$ 861,158	\$ 604,654	42.4%
Compensation and benefits	165,779	105,025	57.8%	119,874	38.3%	524,870	380,185	38.1%
Non-comp operating expenses	52,913	33,990	55.7%	50,272	5.3%	193,399	122,982	57.3%
Total non-interest expenses	218,692	139,015	57.3%	170,146	28.5%	718,269	503,167	42.7%
Income before income taxes	\$ 48,590	\$ 21,678	124.1%	\$ 34,986	38.9%	\$ 142,889	\$ 101,487	40.8%
<u>Ratios to net revenues</u> :								
Compensation and benefits	62.0%	65.4%		58.4%		60.9%	62.9%	
Non-comp operating expenses	19.8%	21.1%		24.5%		22.5%	20.3%	
Income before income taxes	18.2%	13.5%		17.1%		16.6%	16.8%	



	Three Months Ended										Year Ended					
(\$ in thousands)	<b>12/31/13</b> 12/31/12 %		% Cł	% Change 9/30/13			% Change		12/31/13		12/31/12		% Change			
Institutional brokerage:																
Equity	\$	60,204	\$	38,659		55.7%	\$ !	58,677		2.6%	\$ 232,3	92	\$ 151,3	80	53.6%	
Fixed income		51,103		43,598		17.2%	<b>6</b> 51,658		(1.1%)		189,2	00	172,1	83	9.9%	
		111,307		82,257		35.3%	1	10,335		0.9%	421,5	92	323,4	91	30.3%	
Investment Banking:																
Capital raising																
Equity		46,634		16,947	1	75.2%	3	30,739		51.7%	142,6	36	81,8	18	74.3%	
Fixed income		14,677		18,555	(2	20.9%)		13,531		8.5%	58,0	96	59,0	24	(1.6%)	
		61,311		35,502		72.7%	4	14,270		38.5%	200,7	32	140,8	42	42.5%	
Advisory fees		87,981		26,618	2	30.5%	;	39,186	1	24.5%	201,9	28	95,5	19	111.4%	
Investment banking		149,292		62,120	1	40.3%	8	33,456		78.9%	402,6	60	236,3	61	70.4%	
Other <sup>(1)</sup>		6,683		16,316	(5	<u>59.0%)</u>		11,341	(4	1.1%)	36,9	06	44,8	02	(17.6%)	
Total net revenue	\$	267,282	\$	160,693		66.3%	\$ 20	05,132		30.3%	\$ 861,1	58	\$ 604,6	54	42.4%	