



Associated Banc-Corp Investor Presentation

Third Quarter 2012

August 14, 2012

Forward-Looking Statements

Important note regarding forward-looking statements:

Statements made in this presentation which are not purely historical are forward-looking statements, as defined in the Private Securities Litigation Reform Act of 1995. This includes any statements regarding management's plans, objectives, or goals for future operations, products or services, and forecasts of its revenues, earnings, or other measures of performance. Such forward-looking statements may be identified by the use of words such as "believe", "expect", "anticipate", "plan", "estimate", "should", "will", "intend", "outlook", or similar expressions. Forward-looking statements are based on current management expectations and, by their nature, are subject to risks and uncertainties. Actual results may differ materially from those contained in the forward-looking statements. Factors which may cause actual results to differ materially from those contained in such forward-looking statements include those identified in the company's most recent Form 10-K and subsequent SEC filings. Such factors are incorporated herein by reference.

Leading Midwest Banking Franchise



- Top 50, publicly traded, U.S. bank holding company
- \$22 billion in assets; largest bank headquartered in Wisconsin
 - Over 250 banking offices serving over 150 communities
 - #1 mortgage originator in Wisconsin¹
 - #1 SBA lender in Wisconsin²

Operating in Attractive Midwest Markets

- WI & MN continue to show above average employment levels⁴
- Midwest Manufacturing output is up 11.0% YoY (vs. 5.6% nationally)⁵
- Midwest Machinery output is up 12.2% YoY⁵
- Midwest Economy Index above historical trend for 8th consecutive month⁶



	WI	MN	IL	U.S.
Unemployment Rate ⁴	7.0%	5.6%	8.7%	8.2%
ASBC Deposits (\$ in billions)	\$10.6	\$1.5	\$3.0	\$15.1

- >\$1bn deposits³
- >\$500m deposits³
- >\$250m deposits³
- Commercial offices



¹ Based on 2010 number of funded mortgage loans per HMDA data; ² Based on 2011 FY number of funded SBA loans; ³ FDIC market share data 6/30/11; ⁴Source: U.S. BLS, Jun. 2012; ⁵Source: FRB Chicago Midwest Manufacturing Index, June 2012; ⁶Source: FRB Midwest Economy Index, June 2012

Core Regional Banking Business Model

Differentiation from Large-Cap, Diversified Financial Institutions

Nominal European Exposure

- Upper Midwest regional focus on servicing U.S. customers operating in domestic markets
- No European loans & no direct exposure to foreign governments or foreign central banks

Nominal Trading & Derivative Positions

- No overseas or off-shore trading or investment functions
- No proprietary trading activities or portfolios
- No market maker positions in derivatives

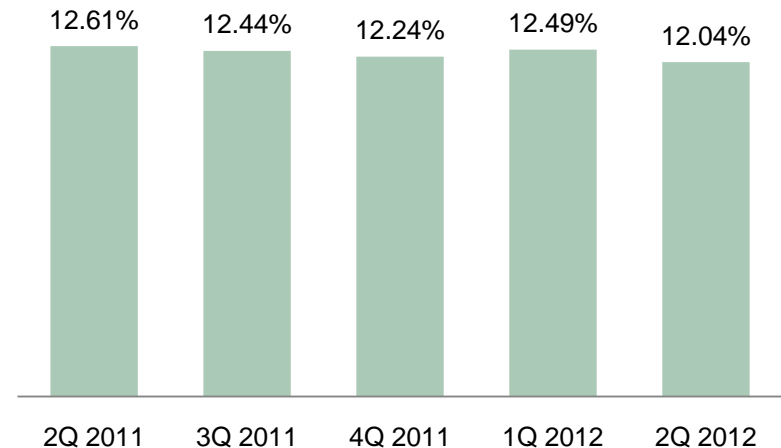
Nominal Mortgage Put-back Exposure

- Nominal historical agency repurchase levels
- No significant exposure to high risk mortgage asset classes or high risk underwriting programs

Basel III Compliant Capital

- Current capital levels are well in excess of “well-capitalized” regulatory benchmarks
- Existing capital levels are already above proposed Basel III capital levels

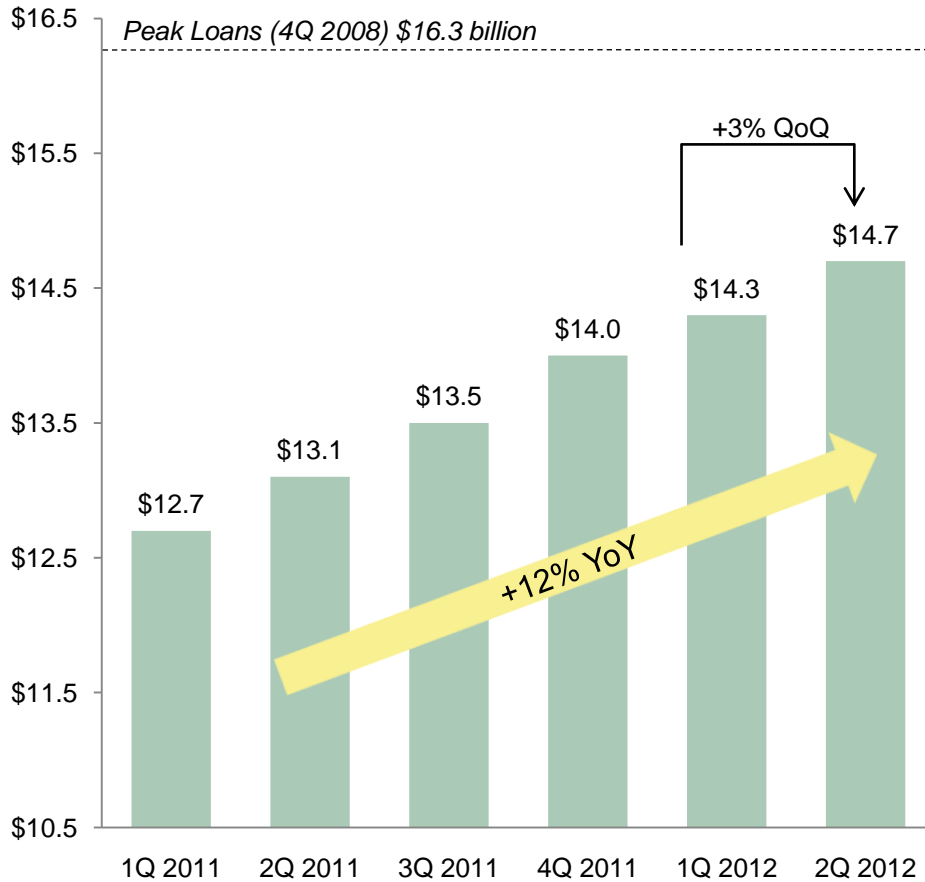
Tier 1 Common Equity Ratio



Core Organic Loan Growth

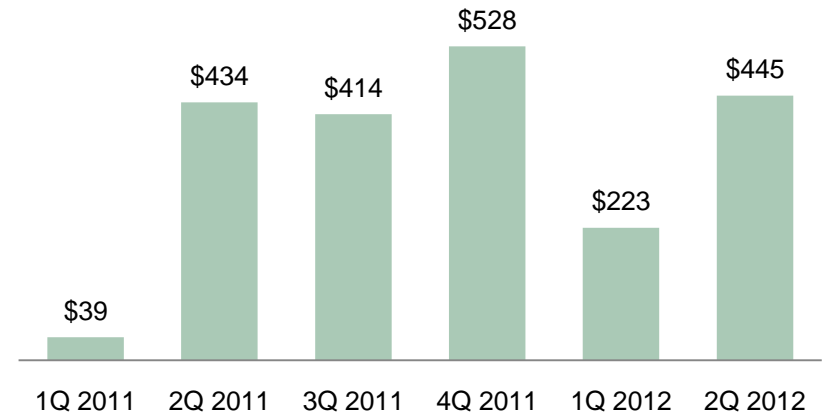
Total Loans of \$14.7 billion at June 30, 2012

Total Loans (\$ in billions)

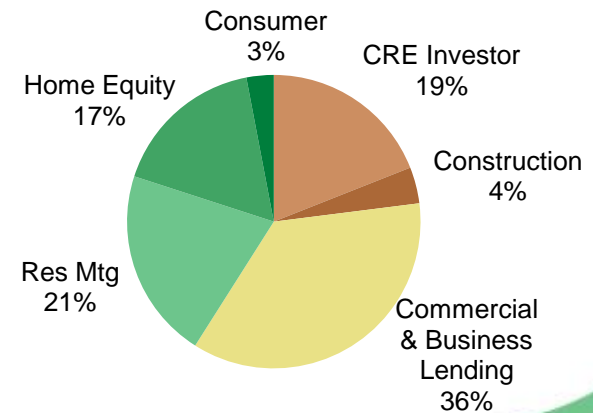


Quarterly Net Loan Growth Trend

(\$ in millions)



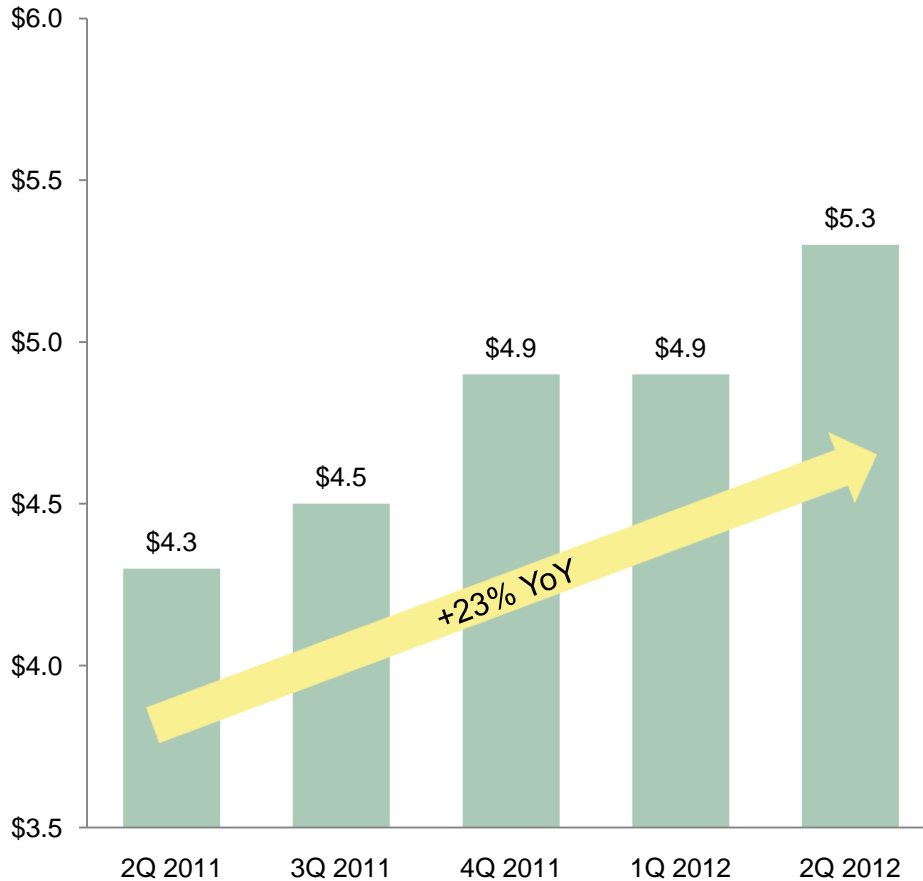
Loan Mix – 2Q 2012



Growing Commercial & Business Lending

Commercial & Business Lending Loans

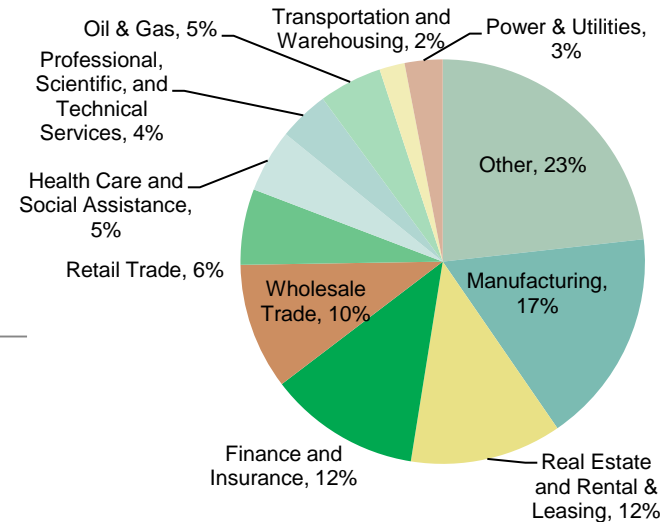
(\$ in billions)



Highlights

- Q2 loan production continued to show strength
- Recent hires continue to gain traction in driving new relationships to Associated
- Launched enhanced Treasury Management online portal in February
- Focusing on cross-sell with Treasury Management, AFG, and Private Client & Institutional Services to deepen customer relationships

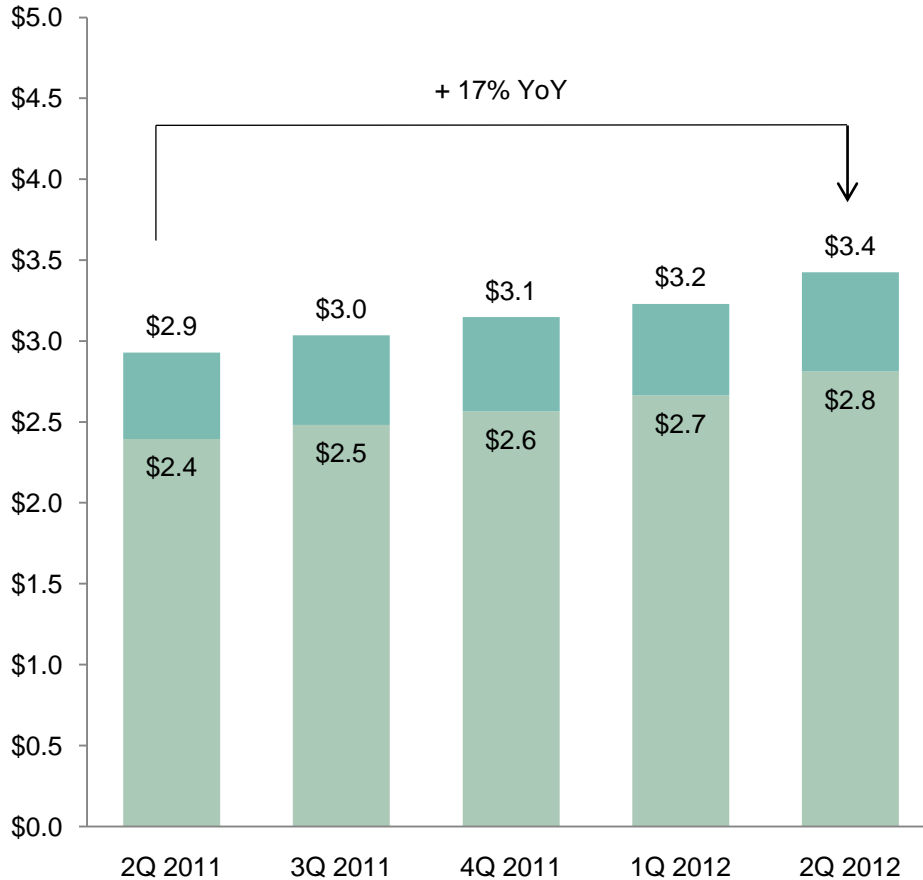
CB&L Loans by Industry (2Q 2012)



Growing Commercial Real Estate Lending

Commercial Real Estate Lending Loans

(\$ in billions)



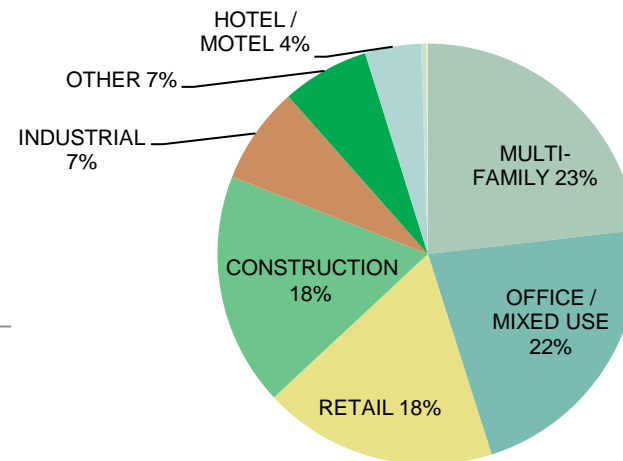
Construction
Investor commercial real estate

Highlights

- Growing multi-family lending portfolio
- Continuing strong growth across the footprint
- ~90% of CRE loans are in core footprint



CRE Loans by Collateral (2Q 2012)



Growing Private Client and Institutional Services (Formerly Wealth Management)

Highlights

- Focusing on core disciplines, business development, and cross-line partnership with Commercial Banking
- Increasing the number and depth of Private Banking households
- Hired new head of Trust; based in Milwaukee
- Addition of new talent in Minneapolis in order to execute on strategic growth in the market
- Product & service enhancements for affluent client base
- Over 60,000 participants in supported business retirement plans
- Over \$5.9 billion of assets under management

Cross-Line Partnerships between Private Client & Institutional Services and Commercial Banking & Insurance



Deposit Solutions

Asset Management

Brokerage

Trust & Custodial

Lending

Insurance

Expanding Retail Banking Relationships

Packers Banking

Show your true colors.



Get Packers Checking, and get free stuff, too!

Open a Packers Checking account at Associated Bank this week and show your Packers pride. Act right now, and you'll also get:

- A limited edition Packers pennant
- A limited edition Packers flag
- Free first order of Packers checks (a \$21 value)
- \$10 credit to your account with your first Packers Debit MasterCard® purchase
- 10% discount at the Packers Pro Shop*

This offer is good this week only, so ask for details!

Official Bank of the Green Bay Packers



Aaron? Or tickets?
Which would you choose?



Open an account. Or apply for a loan. And win* a shot at the choice of a lifetime.
Decisions, decisions. Open a personal account or apply for a personal loan by Feb. 15, and if you win, you get to choose: sit in a TV ad with Aaron Rodgers OR get tickets to every Packers 2012 regular season home game. And even if you don't win, you'll land some limited Packers goods**, including a Packers clock and a hardcover edition of Aaron Rodgers, Leader of the Pack. While supplies last.
Visit an Associated branch or AssociatedBank.com/YouDecide for details.



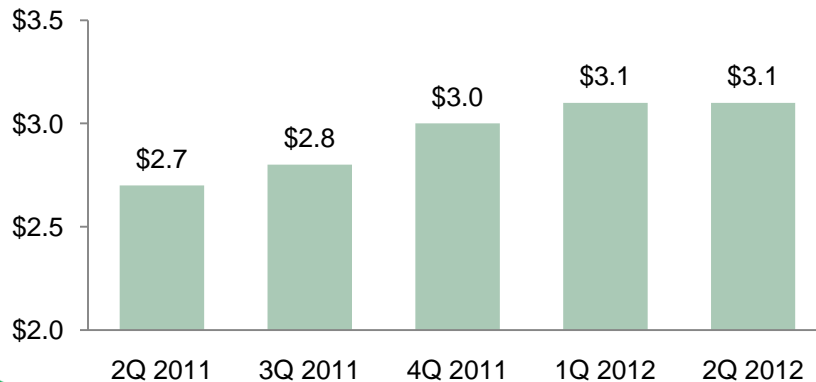
associatedbank.com/truicolors

Highlights

- Strengthening the basics
 - Strengthening our focus on our premier banking customers
 - Expanding the scope and reach of our market-leading mortgage franchise
- Leveraging our relationship with the Green Bay Packers & Aaron Rodgers

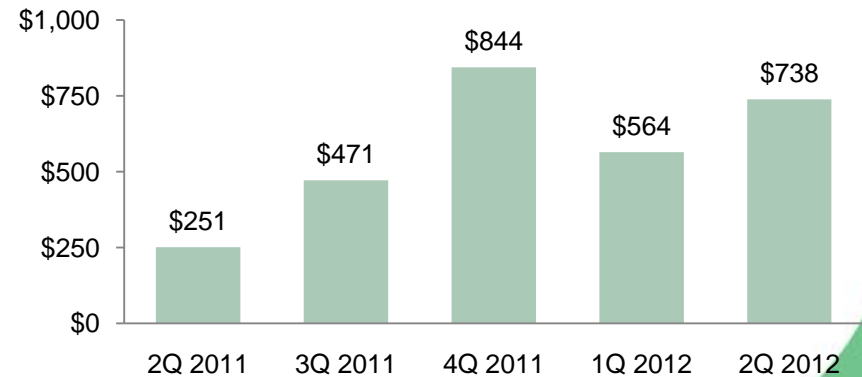
Residential Mortgage Loan Portfolio

(\$ in billions)



Mortgage Loans Originated for Sale

(\$ in millions)



Footprint Update

Differentiating Associated in Branch Banking



Example relocated office



Updated signage completed across the footprint



Example in-store remodel



Example traditional remodel

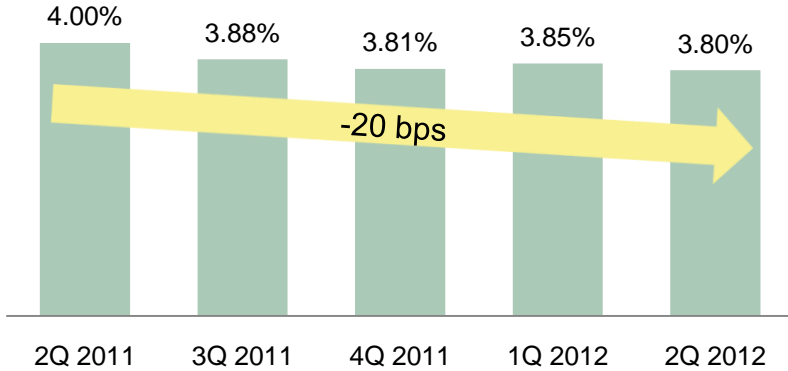
Highlights

- Completed the remodel, relocation, or new construction of over 30 branches in 2011
- 50 remodels planned in 2012; completed ~30 branches in 1H2012
- FY 2011 PPE expense of \$77 million includes ongoing investments in franchise
- Consolidated 21 branches in 1H2012 and sold three additional outlying branches in Jan. 2012

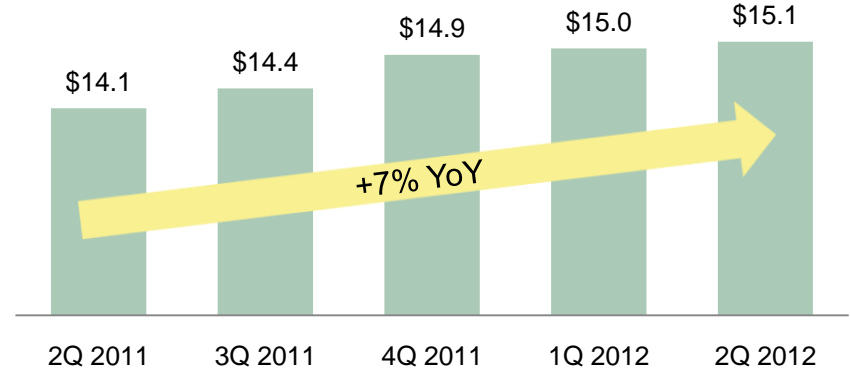
Disciplined Deposit Pricing and Stable Margins

Average Total Deposits of \$15.1 billion at June 30, 2012

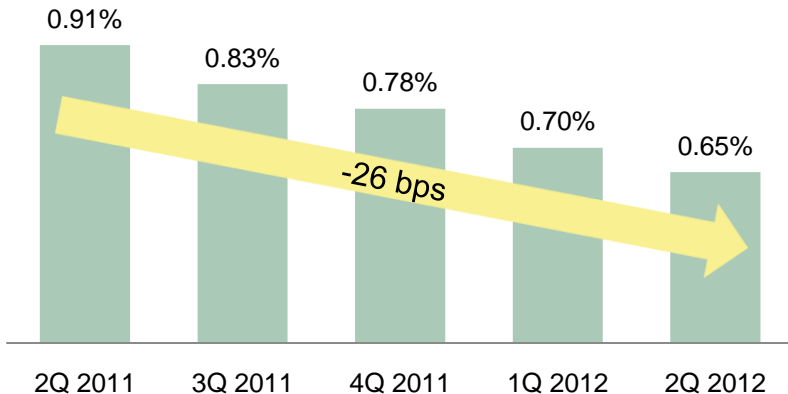
Yield on Interest-earning Assets



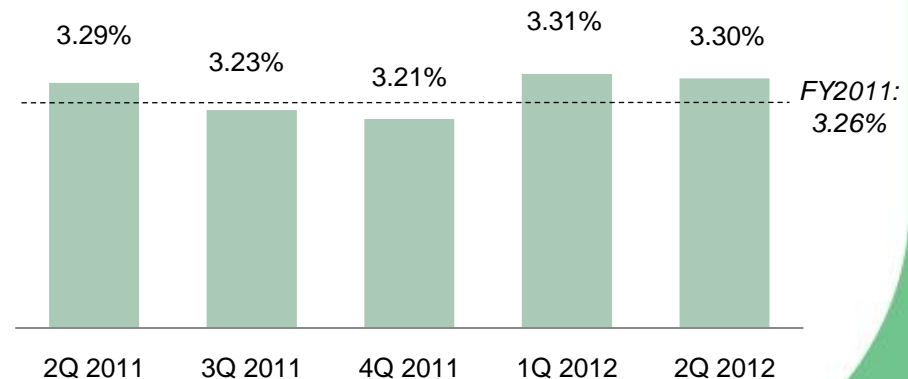
Average Deposits (\$ balances in billions)



Cost of Interest-bearing Liabilities



Net Interest Margin



Value-added Approach to Capital Management

Funding Organic Growth

- Focus remains on funding organic loan growth across the footprint
- Supporting business growth initiatives

Paying a Competitive Dividend

- Increased quarterly dividend to \$0.05/share in 1Q12
- Committed to revisiting the dividend policy at the end of 2012

Non-organic Growth Opportunities

- Continue to examine options for acquisitions while maintaining discipline in pricing of any transaction
- Branch consolidation transactions with cost take-out opportunities provide greater value in current environment
- Focused on transactions with lower tangible book value dilution and shorter-term earn back period

Buybacks and Redemptions

- Repurchased \$30 million of common stock during 2Q12
- Redeemed \$25 million of outstanding 7.625% Trust preferred securities in 2Q12
- Board of Directors has approved the redemption of all outstanding Trust preferred securities over the next 90 days

Outlook

Positioned for Growth; Creating Long-Term Shareholder Value

Loan Growth

- Approximately 3% quarterly growth

Expenses

- Low single-digit quarterly growth; including the cost of continuing BSA enhancements & footprint updates

Deposit Growth

- Continued disciplined pricing
- Slowing run-off of high cost CDs
- Sustained focus on treasury management solutions to drive growth in commercial deposits

Footprint

- Continue to invest in our branches while optimizing our network
- Consolidating in downtown Green Bay

NIM

- Relatively stable on a full-year basis compared to full-year 2011

Credit

- Continuing improvement in credit trends
- Very modest provision outlook

Fee Income

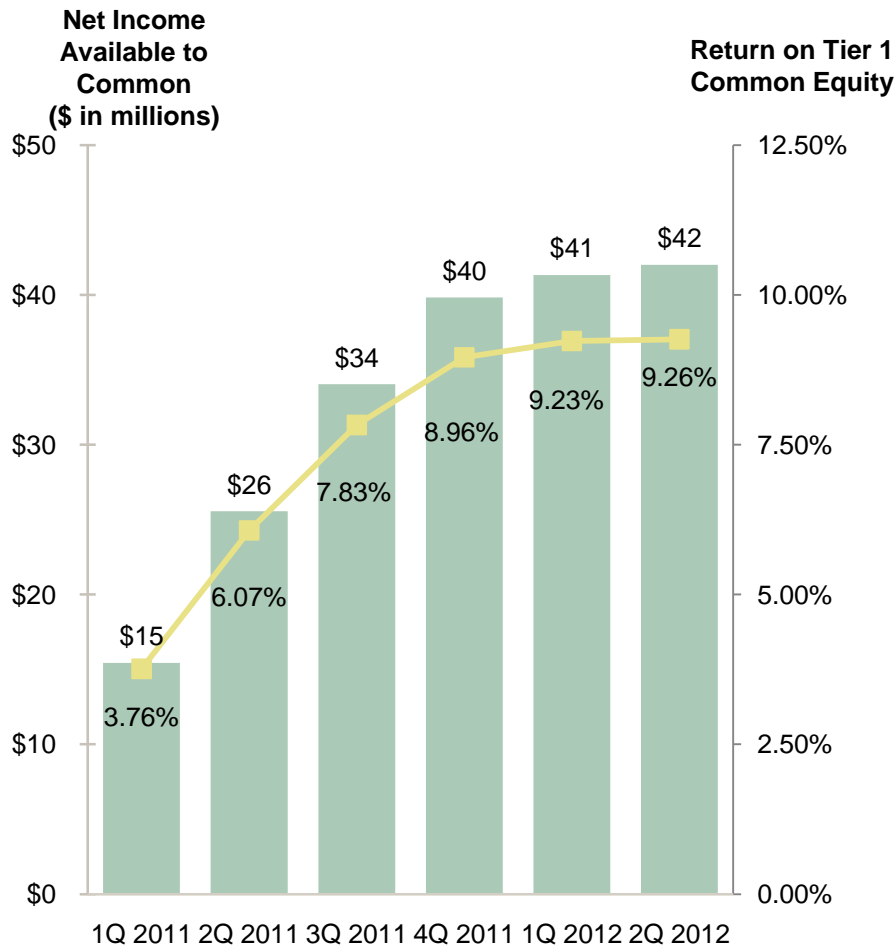
- Modest improvement quarterly in core fee-based revenues with mortgage banking income likely reduced going forward

Capital

- Disciplined, value-added approach to capital deployment over time

Why Associated

Net Income Available to Common & ROT1CE



Reasons to Invest

- Leading Midwest Bank Operating in Attractive Markets
- Core Organic Growth Opportunity
- Disciplined Deposit Pricing & Stable Margin
- Improving Credit Quality
- Strong Capital Profile Above Basel III Expectations & Opportunities for Capital Deployment
- Improving Earnings Profile

Management Team Focused on Creating Long-Term Shareholder Value



Associated

Associated Banc-Corp will be the most admired Midwestern financial services company, distinguished by sound, value-added financial solutions with personal service for our customers, built upon a strong commitment to our colleagues and the communities we serve, resulting in exceptional value for our shareholders.

Appendix

Continued Improvement in Credit Quality Indicators

(\$ in millions)

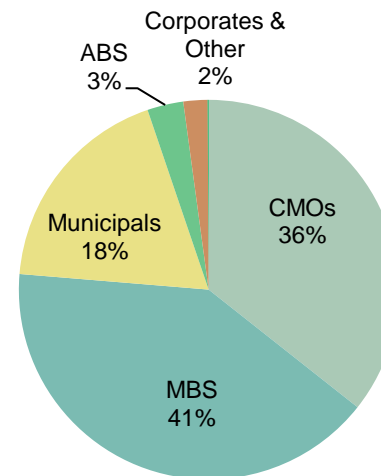
	2Q 2011	3Q 2011	4Q 2011	1Q 2012	2Q 2012
<i>Potential problem loans</i>	\$ 699	\$ 660	\$ 566	\$ 480	\$ 410
<i>Nonaccruals</i>	\$ 468	\$ 403	\$ 357	\$ 327	\$ 318
<i>Provision for loan losses</i>	\$ 16	\$ 4	\$ 1	\$ 0	\$ 0
<i>Net charge offs</i>	\$ 45	\$ 30	\$ 23	\$ 22	\$ 24
<i>ALLL/Total loans</i>	3.25%	2.96%	2.70%	2.50%	2.26%
<i>ALLL/Nonaccruals</i>	91.09%	99.09%	105.99%	108.93%	104.65%
<i>NPA/Assets</i>	2.33%	2.03%	1.82%	1.65%	1.62%
<i>Nonaccruals/Loans</i>	3.57%	2.99%	2.54%	2.29%	2.16%
<i>NCOs / Avg Loans</i>	1.37%	0.90%	0.64%	0.61%	0.65%

High Quality Investment Securities Portfolio

Investment Portfolio – June 30, 2012

Type	Bk Value (000's)	Mkt Value (000's)	TEY (%)	Duration (Yrs)
<i>Govt & Agencies</i>	\$ 1,011	\$ 1,011	0.33	2.10
<i>MBS</i>	1,753,910	1,838,909	3.80	2.14
<i>CMOs</i>	1,586,621	1,611,471	2.76	0.63
<i>Municipals</i>	786,511	835,136	5.53	4.36
<i>ABS</i>	139,368	139,164	0.67	0.19
<i>Corporates & Other</i>	93,144	95,745	1.86	1.30
TOTAL AFS	\$4,360,565	\$4,521,436	3.59	1.94

Market Value Composition – June 30, 2012



Risk – Weighted Profile – June 30, 2012

Type	Mkt Value (000's)	% of Total
<i>0% RWA</i>	\$ 37,469	1%
<i>20% RWA</i>	4,190,343	93%
<i>50% RWA</i>	35,849	1%
<i>=>100% RWA</i>	100,464	2%
<i>Not subject to RW</i>	157,311	3%
TOTAL	\$4,521,436	100%

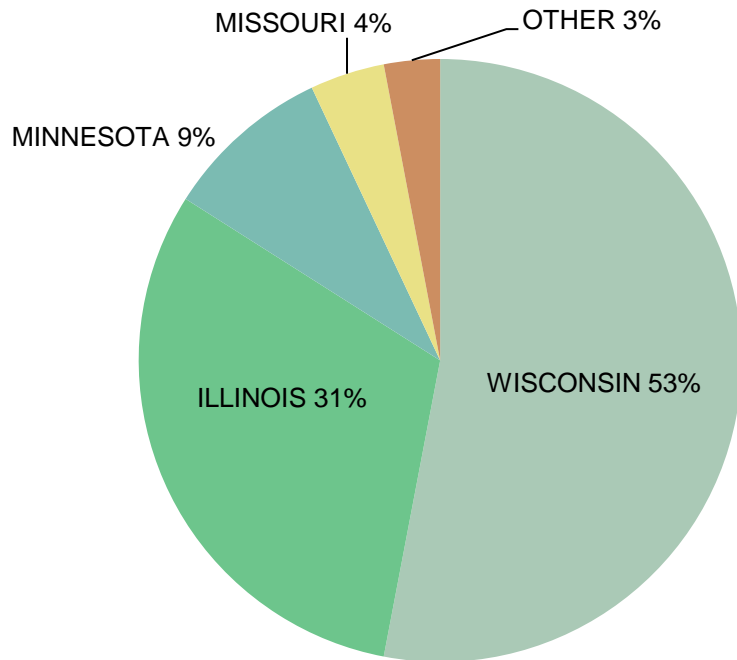
Portfolio Composition Ratings – June 30, 2012

Credit Rating	Mkt Value (000's)	% of Total
<i>Govt & Agency</i>	\$ 3,443,846	76%
<i>AAA</i>	153,723	3%
<i>AA</i>	763,854	17%
<i>A</i>	125,579	3%
<i>BAA1, BAA2 & BAA3</i>	15,132	---
<i>BA1 & Lower and Non-rated</i>	19,302	---
TOTAL	\$4,521,436	100%

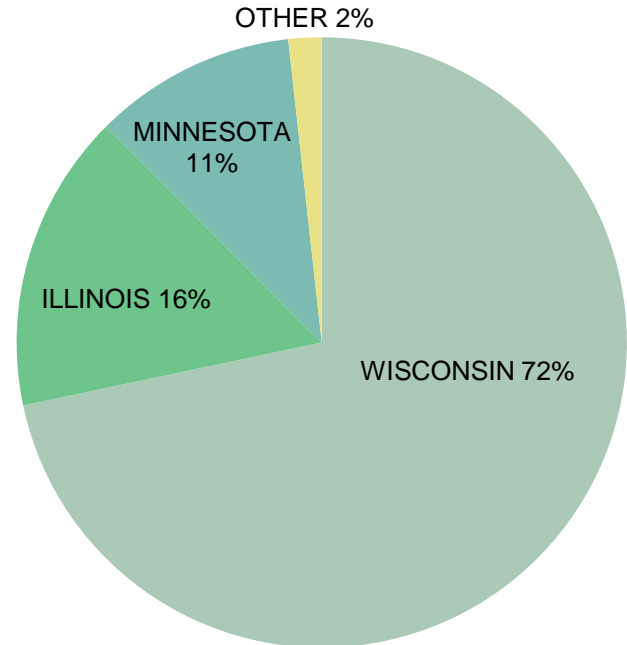
Consumer Loan Portfolios by Geography

(as of June 30, 2012)

Residential Mortgage Loans by State



Home Equity Loans by State

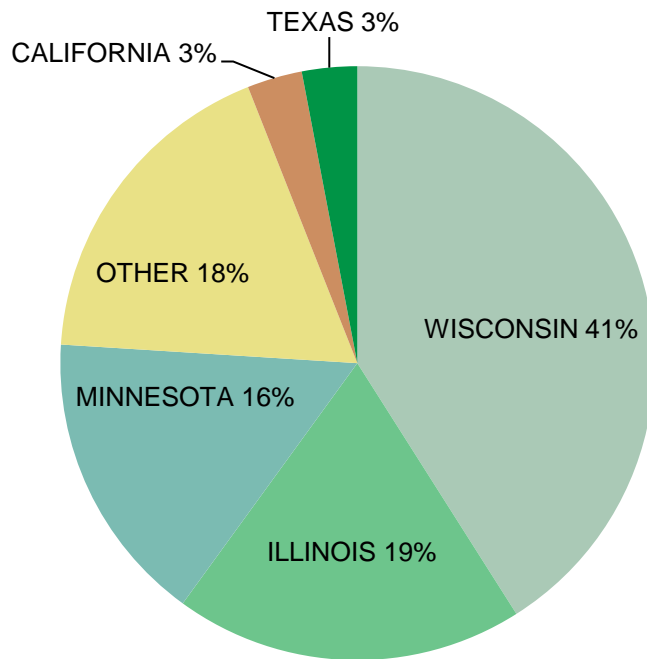


Approximately half of home equity portfolio is in first-lien position

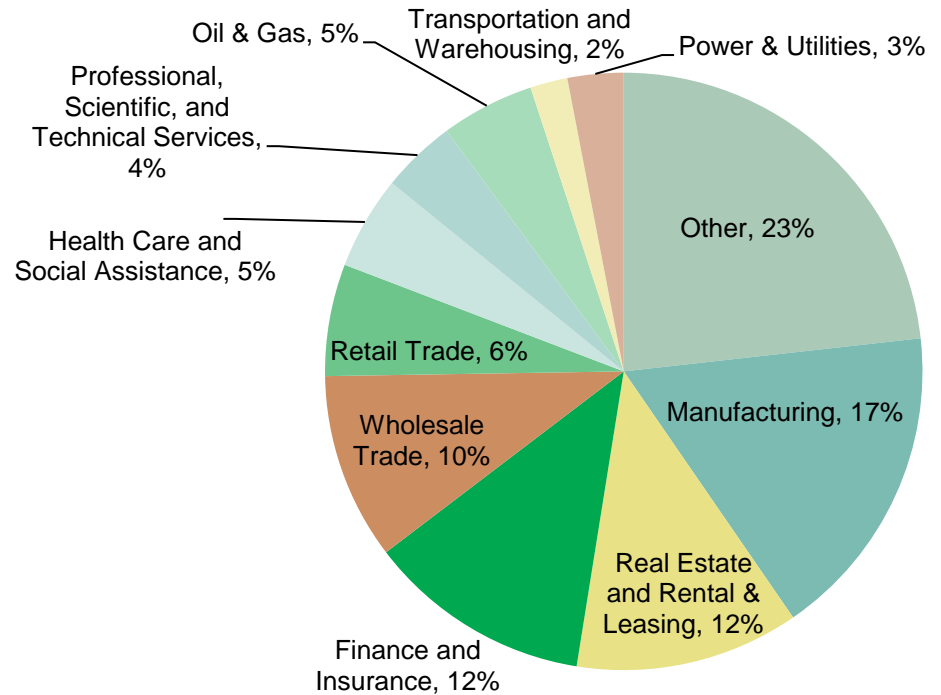
Commercial & Business Lending Loans

Commercial & Business Lending portfolio of \$5.3 billion, or 36% of Total Loans, at June 30, 2012

Commercial & Business Lending Loans by State



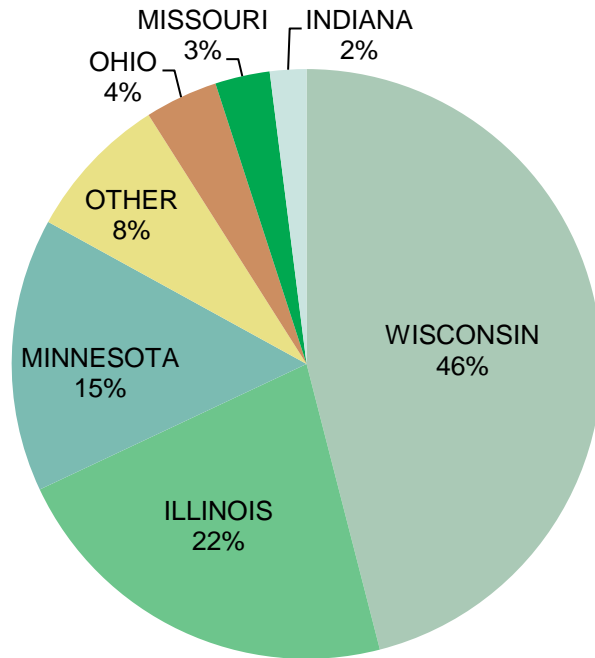
Commercial & Business Lending Loans by Industry



Commercial Real Estate Lending Loans

Commercial Real Estate Lending portfolio of \$3.4 billion, or 23% of Total Loans, at June 30, 2012

Commercial Real Estate Lending Loans by State



Commercial Real Estate Lending Loans by Collateral

