

Edgar Filing: ANNAPOLIS BANCORP INC - Form 425

ANNAPOLIS BANCORP INC
Form 425
February 27, 2013

Filed by F.N.B. Corporation

(SEC Registration Statement No. 333-186159)

Pursuant to Rule 425 under the Securities Act of 1933

Subject Company: Annapolis Bancorp, Inc.

The following slides were included in the presentation of Vincent J. Delie, Jr., President and Chief Executive Officer of F.N.B. Corporation, at the Keefe, Bruyette & Woods Boston Bank Conference on February 27, 2013:

Additional Information About the Mergers

INFORMATION ABOUT THE MERGER WITH PVFC

F.N.B. Corporation (FNB) and PVF Capital Corp. (PVFC) will file a proxy statement/prospectus and other relevant documents regarding their pending merger.

SHAREHOLDERS OF PVF CAPITAL CORP. ARE ADVISED TO READ THE PROXY STATEMENT/PROSPECTUS AND OTHER RELEVANT DOCUMENT FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS FOR IMPORTANT INFORMATION.

FNB, PVFC and certain of their directors and executive officers may be deemed to be participants in the solicitation of proxies in connection with the proposed merger. The proxy statement/prospectus, when it becomes available, will describe any interest in

INFORMATION ABOUT THE MERGER WITH ANNB

In connection with the pending merger between FNB and Annapolis Bancorp, Inc. (ANNB), FNB has filed a Registration Statement (File No. 333-186159) with the SEC, which includes a Proxy Statement of ANNB and a Prospectus of FNB.

STOCKHOLDERS OF ANNAPOLIS BANCORP, INC. ARE ADVISED TO READ THE REGISTRATION STATEMENT AND THE PROSPECTUS OF FNB, AS WELL AS ANY AMENDMENTS TO THESE DOCUMENTS, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.

FNB, ANNB and certain of their directors and executive officers may be deemed to be participants in the solicitation of proxies in connection with the merger. A description of their interests in the merger is included in the proxy statement/prospectus of FNB.

HOW TO OBTAIN ADDITIONAL INFORMATION

Free copies of the documents referred to above may be obtained, free of charge, at the SEC's website at www.sec.gov, or by contacting the persons listed below:

For documents filed by FNB -- James G. Orie, Chief Legal Officer, F.N.B. Corporation, One F.N.B. Boulevard, Hermitage, PA 15113

For documents filed by PVFC -- Jeffrey N. Male, Secretary, PVF Capital Corp., 30000 Aurora Road, Solon, OH 44139, telephone (419) 486-4455

For documents filed by ANNB -- Edward J. Schneider, Treasurer and Chief Financial Officer, Annapolis Bancorp, Inc., 1000 E. Annapolis Road, Annapolis, MD 21401, telephone (410) 224-4455

This communication does not constitute an offer of any securities for sale.

Positioning for Market Share Expansion

Source: SNL Financial, Pro-Forma

ANNB

Acquisition

PVFC

Acquisition

Cleveland MSA

Pittsburgh MSA

Baltimore MSA