



PARK
NATIONAL
C O R P O R A T I O N

Investor Presentation

June 24, 2009

Forward-looking Statements

- This presentation contains forward-looking statements that are provided to assist in the understanding of anticipated future financial performance. Forward-looking statements provide current expectations or forecasts of future events and are not guarantees of future performance. The forward-looking statements are based on management's expectations and are subject to a number of risks and uncertainties. Although management believes that the expectations reflected in such forward-looking statements are reasonable, actual results may differ materially from those expressed or implied in such statements. Risks and uncertainties that could cause actual results to differ materially include, without limitation: governmental intervention in the U.S. financial system; changes in consumer spending, borrowing and savings habits; deterioration in the asset value of Park's loan portfolio may be worse than expected; Park's ability to execute its business plan successfully and within the expected timeframe; Park's ability to successfully integrate acquisitions into Park's operations; general economic and financial market conditions, specifically the real estate market, either national or in the states in which Park and its subsidiaries do business, are less favorable than expected; Park's ability to convert its Ohio-based divisions to one operating system; deterioration in credit conditions in the markets in which Park's subsidiary banks operate; changes in the interest rate environment reduce net interest margins; competitive pressures among financial institutions increase significantly; changes in banking regulations or other regulatory or legislative requirements affecting the respective businesses of Park and its subsidiaries; changes in accounting policies or procedures as may be required by the Financial Accounting Standards Board or other regulatory agencies; the effect of critical accounting policies and judgments; demand for loans in the respective market areas served by Park and its subsidiaries, and other risk factors relating to the banking industry as detailed from time to time in Park's reports filed with the Securities and Exchange Commission including those described in "Item 1A. Risk Factors" of Part I of Park's Annual Report on Form 10-K for the fiscal year ended December 31, 2008 and in "Item 1A. Risk Factors" of Part II of the Quarterly Report on Form 10-Q for the period ended March 31, 2009. Park does not undertake, and specifically disclaims any obligation, to publicly release the result of any revisions that may be made to update any forward-looking statement to reflect the events or circumstances after the date on which the forward-looking statement is made, or reflect the occurrence of unanticipated events, except to the extent required by law.
- Annualized, pro forma, projected and estimated amounts are presented for illustrative purposes and may not reflect actual results.



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I. Park National Overview

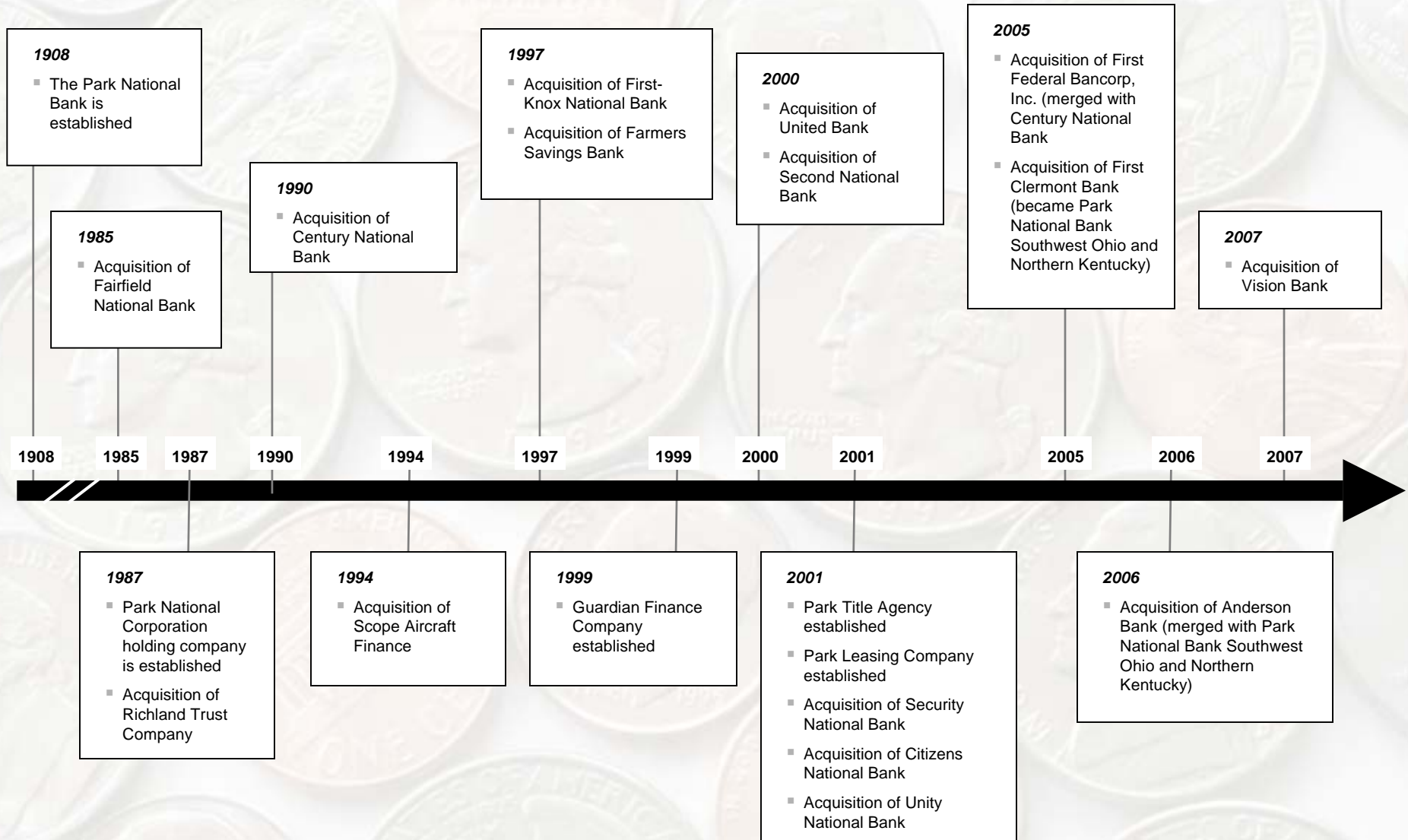
Company Profile

- Park National Corporation (Park) is a \$7.1 billion bank holding company headquartered in Newark, Ohio.
 - Park has two bank subsidiaries and 154 full-service offices:
 - The Park National Bank (12 bank affiliates in Ohio)
 - Vision Bank, which has bank divisions in Florida and Alabama.
- Established in 1908, The Park National Bank (“PNB”) is the leading community bank in Ohio.
 - Our unique banking style combines local, personalized service and attention with the resources, security and expertise of a major bank
 - Dominant market share in the majority of the towns where we do business
 - Management team has on average 20 years of industry experience
 - PNB operates 12 community bank affiliates and divisions, a data processing and IT division, 2 specialty finance companies and a title company
 - Operating in 29 Ohio counties & 1 Kentucky county
- Vision Bank (acquired by Park in March 2007) operates two community banks headquartered in Gulf Shores, Alabama and Panama City, Florida.
 - 15 commercial banking offices stretching along the Gulf Coast from Mobile Bay, Alabama to east of Panama City, Florida

Our Mission

- **Maximize long-term return to our shareholders by:**
 - Acting at all times with integrity and concern for the well-being of our customers, our community and our associates;
 - Providing financial products and services of such high value that our customers view us as unique;
 - Operating our banks so as to assure financial strength and soundness, in order to protect our depositors and shareholders.
- **Our primary focus is to provide customers with competitive products, sound financial advice and extraordinary service:**
 - Deep commitment to the communities we serve
 - Dedicated to serving our customers personally, rapidly, honestly and thoroughly
 - Long-term financial success through best of quality and service to our customers
 - Treat one another well within the bank; invest in improvement; and operate the bank soundly so as to safeguard the interests of our depositors and investors

Park National Corporation – Timeline



Park National Corporation



Park Executive Management Team

- **C. Daniel DeLawder – Chairman and Chief Executive Officer – Age: 59** - Chairman, Chief Executive Officer and Board Member of The Park National Bank and the Park National Corporation headquartered in Newark, Ohio. He served previously as President of the bank and the corporation. He served as President of the Fairfield National Bank, a division within the Corporation, from 1985 through 1991. He also currently serves on the Board of Consolidated Computer Center, MedBen, Truck One, Inc. and Fleet Service, Inc.
Mr. DeLawder is a graduate of Heath High School and received his B.S.Ed., cum laude from Ohio University in Athens. He is a graduate of numerous bank industry educational programs.
Mr. DeLawder is a member of the Board of Directors of the Federal Reserve Bank of Cleveland. He served as a member of the American Bankers Association (ABA) BankPac Committee as well as a member of the Government Relations Council of the ABA. He is past Chairman of the Ohio Bankers Association and a past Director-at-Large of the Community Bankers Association of Ohio.
- **David L. Trautman – President – Age: 48** - President and Board Member of The Park National Bank and Park National Corporation (PRK) headquartered in Newark, Ohio. He also serves as Secretary of PRK and sits on the board of Consolidated Computer Center. He served as President of Park's affiliate bank, First-Knox National Bank, Mount Vernon, from May 1997 through January 2002, and as their Chairman from 2001 to 2006. In addition, he served on the board of the United Bank of Bucyrus from 2000 to 2006.
Mr. Trautman is a graduate of Upper Arlington High School and received his BA from Duke University. He holds an MBA, with honors, from The Ohio State University. He is a graduate of The Stonier Graduate School of Banking at The University of Delaware and the Ohio Bankers Association Leadership Institute.
Mr. Trautman is past Chairman of the Ohio Bankers League, Kenyon College Board member, member of Newark Rotary Club, past campaign chair for United Way of Licking County, and serves as a Trustee of the Licking County Foundation.
- **John W. Kozak – Chief Financial Officer – Age: 53** - Chief Financial Officer of Park since April 1998 (became an executive officer of Park on July 22, 2002); Senior Vice President since January 1999, Chief Financial Officer since April 1998, a Member of the Board of Directors since December 2006, and Vice President from 1991 to 1998, of Park National Bank; Chief Financial Officer from 1980 to 1991, and a Member of the Board of Directors from 1988 to May 2006 of Century National Bank.
Mr. Kozak received his B.S. Degree in Accounting from The Ohio State University in 1977. Graduated summa cum laude and received the Pacesetter Award from the College of Business.

Experienced and Committed Senior Leadership

- ✓ **Proven local market experience**
- ✓ **Senior leadership team consists of 15 executives**
- ✓ **Average years of banking experience is approximately 25 years**
- ✓ **Average tenure with Park National is approximately 23 years**

Park National Corporation – Balance Sheet

<u>(in millions)</u>	<u>March 31, 2009</u>	<u>Dec. 31, 2008</u>	<u>Dec. 31, 2007</u>
Total Investment Securities	\$ 2,035.6	\$ 2,059.1	\$ 1,703.1
Total Loans	4,561.5	4,491.3	4,224.1
Total Assets	7,059.2	7,070.7	6,501.1
Total Deposits	4,920.2	4,761.8	4,439.2
Total Liabilities	6,403.0	6,428.1	5,921.1
Total Stockholders Equity	656.2	642.7	580.0

Park National Corporation – Income Statement

<u>(in thousands)</u>	<u>March 31, 2009</u>	<u>Dec. 31, 2008</u>	<u>Dec. 31, 2007</u>	<u>Dec. 31, 2006</u>
Net interest income	68,233	255,873	234,677	213,244
Provision for loan losses	12,287	70,487	29,476	3,927
Net Interest Income after Provision	55,946	185,386	205,201	209,317
Non Interest Income	19,210	84,834	71,640	64,762
Non Interest Expense	45,862	179,515	170,129	141,002
Goodwill Impairment Charge	-	54,986	54,035	-
Net income	21,390	13,708	22,707	94,091

Park National Corporation, excluding Vision Bank – Income Statement

<u>(in thousands)</u>	<u>March 31, 2009</u>	<u>Dec. 31, 2008</u>	<u>Dec. 31, 2007</u>	<u>Dec. 31, 2006</u>
Net interest income	\$ 60,918	\$ 228,808	\$ 210,921	\$ 213,244
Provision for loan losses	3,787	23,524	10,051	3,927
Net Interest Income after Provision	57,131	205,284	200,870	209,317
Non Interest Income	18,141	81,820	68,175	64,762
Non Interest Expense	39,504	152,366	151,584	141,002
Net income	25,359	94,895	83,388	94,091

Vision Bank – Income Statement

(in thousands)	March 31, 2009	Dec. 31, 2008	Dec. 31, 2007	Dec. 31, 2006
Net interest income	\$ 7,315	\$ 27,065	\$ 23,754	N/A
Provision for loan losses	8,500	46,963	19,425	N/A
Net Interest Income after Provision	(1,185)	(19,898)	4,329	N/A
Non Interest Income	1,069	3,014	3,464	N/A
Non Interest Expense	6,358	27,149	18,545	N/A
Goodwill Impairment Charge	-	54,986	54,035	N/A
Net (loss)	(3,969)	(81,187)	(60,681)	N/A

Park National Corporation – Investment information

March 31, 2009 - Securities Available-for-Sale (in thousands)	Amortized Cost	Gross Unrealized Holding Gains	Gross Unrealized Holding Losses	Estimated Fair Value
Obligations of U.S. Treasury and Other U.S. Government Sponsored Entities	\$ 126,577	\$ 986	\$ -	\$ 127,563
Obligation of States and Political Subdivisions	25,691	608	35	26,264
U.S. Government Sponsored Entities' Asset-Backed Securities and other Asset-Backed Securities	1,289,521	56,876	5	1,346,392
Equity Securities	1,336	466	117	1,685
Total	\$1,443,125	\$ 58,936	\$ 157	\$1,501,904

March 31, 2009 - Securities Held to Maturity (in thousands)	Amortized Cost	Gross Unrealized Holding Gains	Gross Unrealized Holding Losses	Estimated Fair Value
Obligation of States and Political Subdivisions	\$ 10,097	\$ 72	\$ -	\$ 10,169
U.S. Government Sponsored Entities' Asset-Backed Securities and other Asset-Backed Securities	454,702	12,706	170	467,238
Total	\$ 464,799	\$ 12,778	\$ 170	\$ 477,407

Park National Corporation – Loan information

(in thousands)	March 31, 2009	Dec. 31, 2008	Dec. 31, 2007
Commercial, financial and agricultural	\$ 715,566	\$ 714,296	\$ 613,282
Real estate construction	520,931	533,788	536,389
Residential real estate	1,576,757	1,560,198	1,481,174
Commercial real estate	1,091,252	1,035,725	993,101
Consumer, net	653,264	643,507	593,388
Leases, net	3,738	3,823	6,800
Total loans	\$ 4,561,508	\$4,491,337	\$ 4,224,134

Park National Corporation – Non-performing assets

(in thousands)

	March 31, 2009	Dec. 31, 2008	Dec. 31, 2007
Non-accrual loans	158,718	159,512	101,128
Renegotiated loans	148	2,845	2,804
Loans past due 90 days or more	7,807	5,421	4,545
Total nonperforming loans	166,673	167,778	108,477
Other real estate owned	34,173	25,848	13,443
Total nonperforming assets	200,846	193,626	121,920
Percentage of nonperforming loans to loans	3.65%	3.74%	2.57%
Percentage of nonperforming assets to loans	4.40%	4.31%	2.89%
Percentage of nonperforming assets to total assets	2.85%	2.74%	1.88%

Park National Corporation – ALLL Summary

(in thousands)	March 31, 2009	Dec. 31, 2008	Dec. 31, 2007
Average loans	\$ 4,549,313	\$ 4,354,520	\$ 4,011,307
ALLL - beginning balance	100,088	87,102	70,500
Charge-offs	13,228	62,916	27,776
Recoveries	2,132	5,415	5,568
Provision for loan losses	12,287	70,487	29,476
ALLL of acquired bank	-	-	9,334
ALLL - ending balance	\$ 101,279	\$ 100,088	\$ 87,102
Ratio of net charge-offs to average loans	0.99%	1.32%	0.55%
Ratio of ALLL to end of year loans	2.22%	2.23%	2.06%

Park National Corporation – Deposits

(in thousands)	March 31, 2009	Dec. 31, 2008	Dec. 31, 2007
Demand	\$ 746,593	\$ 782,625	\$ 695,466
Transaction accounts	1,349,937	1,204,530	1,338,491
Savings	737,662	694,721	531,049
Time deposits	2,082,708	2,078,372	1,872,440
Other	3,313	1,502	1,793
Total Deposits	\$ 4,920,213	\$ 4,761,750	\$ 4,439,239

Park held brokered deposits of \$120.4 million and \$235.8 million at March 31, 2009 and December 31, 2008, respectively, which are included above within time deposits. At December 31, 2007, Park did not hold any brokered deposits.

Deposit Growth



Loan Growth



	2005	2006	2007	2008	March 31, 2009 (annualized)
Percentage growth	6.65%	4.58%	21.36%	6.33%	6.34%

Asset Growth



Dividend Growth



The Park Board of Directors declared a \$0.94 per share regular quarterly cash dividend in respect of Park's common shares for the first and second quarter of 2009. The second quarter dividend is payable on June 10, 2009 to common shareholders of record as of the close of business on May 27, 2009.

Peer Group Comparison

- Park's peer group consists of bank holding company's with consolidated assets between \$3 billion and \$10 billion.
- Peer information contained herein is obtained from the Bank Holding Company Performance Report as of March 31, 2009, as provided by the Board of Governors of the Federal Reserve System.

	Park National Corporation March 31, 2009	PRK Peer Group Median March 31, 2009
Overall Profitability:		
Return on Assets	1.23%	0.07%
Return on Equity	13.39%	-0.56%
Net Interest Margin:		
Yield on loans	6.18%	5.57%
Yield on investments	4.99%	4.78%
Yield on earning assets	5.81%	5.19%
Cost of deposits	1.23%	2.04%
Cost of interest earning liabilities	1.84%	2.21%
Net interest spread	3.97%	2.98%
Net interest margin	4.26%	3.38%

Peer Group Comparison

	Park National Corporation	PRK Peer Group Median
	March 31, 2009	March 31, 2009
Fee income as a % of average assets	1.09%	1.04%
Operating expense as a % of average assets	2.60%	2.82%
ALLL as a % of total loans	2.22%	1.85%
ALLL as a % of non-accrual assets	63.81%	93.04%
Tier I leverage ratio	8.13%	8.63%
Tier I risk based capital ratio	11.88%	11.48%
Total risk based capital ratio	13.67%	13.22%

Capital Ratios

Capital Ratios @ March 31, 2009

(\$ in thousands)

	Leverage Ratio	Tier I Risk Based Capital	Risk Based Capital
Park National Corporation	8.13%	11.88%	13.67%
Park National Bank	5.91%	8.99%	11.05%
Vision Bank	9.27%	11.55%	12.84%
Minimum capital ratio	4.00%	4.00%	8.00%
Well capitalized requirement	5.00%	6.00%	10.00%
TARP capital	\$ 100,000	\$ 100,000	\$ 100,000

At-The-Market (ATM) Offering

- Park National Corporation initiated an ATM common stock offering on May 28, 2009 through Sandler O'Neill & Partners.
- ATM program is designed to offer and sell common shares with aggregate sales proceeds of up to \$70,000,000 from time to time, provided, that in no event shall the aggregate number of common shares offered and sold under the offerings exceed 1,050,000.
- We intend to use the net proceeds from the ATM offering for general corporate purposes, which may include but are not limited to working capital, acquisition opportunities, capital expenditures, investments in or loans to our subsidiaries, payment and refinancing of debt, including outstanding short-term indebtedness, if any, and satisfaction of other obligations.
- We are also considering the possibility at some future date of seeking permission to use a portion of the net proceeds from the ATM offering to (1) repay a portion of the TARP funding received in connection with the Series A Preferred Shares and (2) repurchase the Warrant issued and sold to the U.S. Treasury, if and when applicable circumstances indicate that such repayment and repurchase are permitted and appropriate.



Appendix: Profiles of PRK Affiliate Banks

Ohio Bank Affiliates



- Century National Bank
 - Citizens National Bank
 - Fairfield National Bank
 - Farmers Bank
 - First-Knox National Bank
 - Park National Bank
 - Park National Bank
 - Southwest Ohio & Northern Kentucky
 - Richland Bank
 - Second National Bank
 - Security National Bank
 - United Bank
 - Unity National Bank
 - Vision Bank Alabama
 - Vision Bank Florida
 - ☉ Scope Aircraft Finance
 - ☉ Guardian Finance Company
- Consolidated Computer Center and Park Title are headquartered in Newark, Ohio.

2008 Average Assets (in millions)

Bank Affiliates	2008 Average Assets (in millions)
Park National Bank	\$ 1,839.0
Century National Bank	711.2
Security National Bank	670.0
First-Knox National Bank	658.2
Richland Bank	527.0
Second National Bank	423.1
PNB Southwest	416.4
Fairfield National Bank	337.4
United Bank	214.1
Unity National Bank	190.8
Citizens National Bank	150.6
Farmers Bank	119.0
Total	\$ 6,256.8

The Park National Bank (“Park National Bank”), a national banking association with its main office in Newark, Ohio and financial service offices in Ashland, Athens, Butler, Champaign, Clark, Clermont, Coshocton, Crawford, Darke, Fairfield, Fayette, Franklin, Greene, Hamilton, Hocking, Holmes, Knox, Licking, Madison, Marion, Mercer, Miami, Montgomery, Morrow, Muskingum, Perry, Richland, Tuscarawas and Warren Counties in Ohio and Boone County in Kentucky.

PARK NATIONAL BANK

- **President: David L. Trautman**
 - Age: 47
 - Years with Park National Bank: 26
- Park National Bank first opened for business in 1908
 - Largest of Park's banking operations
 - Total assets at March 31, 2009: \$6,216.2 million (including all divisions of The Park National Bank)



- **President: William C. Fralick**
 - Age: 54
 - Mr. Fralick started at the bank as a management trainee in 1976 after graduating from OSU. He worked in the branches and installment lending for 2 years before transferring into business lending.
 - He eventually became senior lender, and then president in 1997.
 - Years with Security National Bank: 33
- Security National Bank first opened for business in 1903

CENTURY NATIONAL BANK

DIVISION OF THE PARK NATIONAL BANK

- **President: Thomas M. Lyall**
 - Age: 63
 - Mr. Lyall joined Century National Bank after college in 1971. Worked on operational side of bank and joined the Board of Directors in 1980.
 - Mr. Lyall was named President/COO in 1985 and CEO in 1998.
 - Years with Century National Bank: 38
- Century National Bank first opened for business in 1886



- **President: Gordon E. Yance**
 - Age: 61
 - Mr. Yance received his Bachelors and Masters Degrees from Ohio University and was employed as a Certified Public Accountant by Coopers & Lybrand for seven years before joining First-Knox.
 - Years with First-Knox National Bank: 31
- First-Knox National Bank first opened for business in 1847

Richland Bank

DIVISION OF THE PARK NATIONAL BANK

- **President: David J. Gooch**
 - Age: 40
 - Mr. Gooch graduated from Miami University in 1991 with a Bachelor of Science in Business Administration with a major in finance and he graduated in 2004 from the Wisconsin Graduate School of Banking.
 - Years with Richland Bank: 5 (12 total years with Park)
- Richland Bank first opened for business in 1898



- **President: K. Douglas Compton**
 - Age: 47
 - Mr. Compton started in banking in 1985 at Indiana National Bank in Indianapolis. He spent 16 years with Fifth Third Bank in Ohio, Indiana and Kentucky.
 - His career with Park started in Dayton in November, 2004.
 - Years with Park National Bank Southwest: 5
- Park National Bank Southwest first opened for business in 2005, after the acquisition of First Clermont Bank



FAIRFIELD NATIONAL BANK

DIVISION OF THE PARK NATIONAL BANK

- **President: Stephen G. Wells**
 - Age: 48
 - Mr. Wells started his career at Park National Bank in 1984 and is a graduate of Mt. Union College and the Graduate School of Banking in Madison, WI.
 - Years with Fairfield National Bank: 12 (25 years with Park)
- Fairfield National Bank first opened for business in 1873



- **President: John Swallow**
 - Age: 52
 - Mr. Swallow has over 34 years of banking experience.
 - He attended Edison Community College and Wright State University
 - Graduated from the Graduate School of Banking at the University of Wisconsin-Madison, the National Commercial & Installment Lending Schools at the University of Oklahoma and the Kellogg Graduate School of Management at Northwestern University.
 - Years with Second National Bank: 24
- Second National Bank first opened for business in 1883



DIVISION OF THE PARK NATIONAL BANK

- **President: Donald R. Stone**
 - Age: 51
 - He has been President of United Bank since January 2001.
 - He received his undergraduate degree from Ohio State with a Bachelors of Science in Business and a MBA from University of Toledo in (84) and is a graduate of the Graduate School of Banking (91), Central States Conference of Bankers Associations and the University of Wisconsin - Madison
 - Years with United Bank: 13



DIVISION OF THE PARK NATIONAL BANK

- **President: Jeffrey A. Darding**
 - Age: 52
 - Mr. Darding is a graduate of Ohio State University with a BS in Agriculture.
 - Years with Citizens National Bank: 25 (4 years with Citizens and 21 with Security)
- The Citizens National Bank first opened for business in 1865



DIVISION OF THE PARK NATIONAL BANK

- **President: John A. Brown**
 - Age: 40
 - Mr. Brown joined Park National Bank in 1991 and currently serves as President of Unity.
 - Brown graduated cum laude from the University of Toledo with a bachelor's degree in business administration. Brown is also a graduate of the American Bankers Association's National Consumer Credit School and the Graduate School of Banking at Wisconsin.
 - Years with Unity National Bank: 18 (6 with Unity and 12 with Park)
- Unity National Bank first opened for business in 1884



DIVISION OF THE PARK NATIONAL BANK

- **President: James S. Lingenfelter**
 - Age: 51
 - Mr. Lingenfelter is a graduate of Capital University, Columbus Ohio B.A Business / Economics, Commercial Lending School at the University of Oklahoma and Graduate School of Banking, Madison, WI
 - Years with Farmers Bank: 21 years
- Farmers Bank first opened for business in 1930





Scope Aircraft Finance

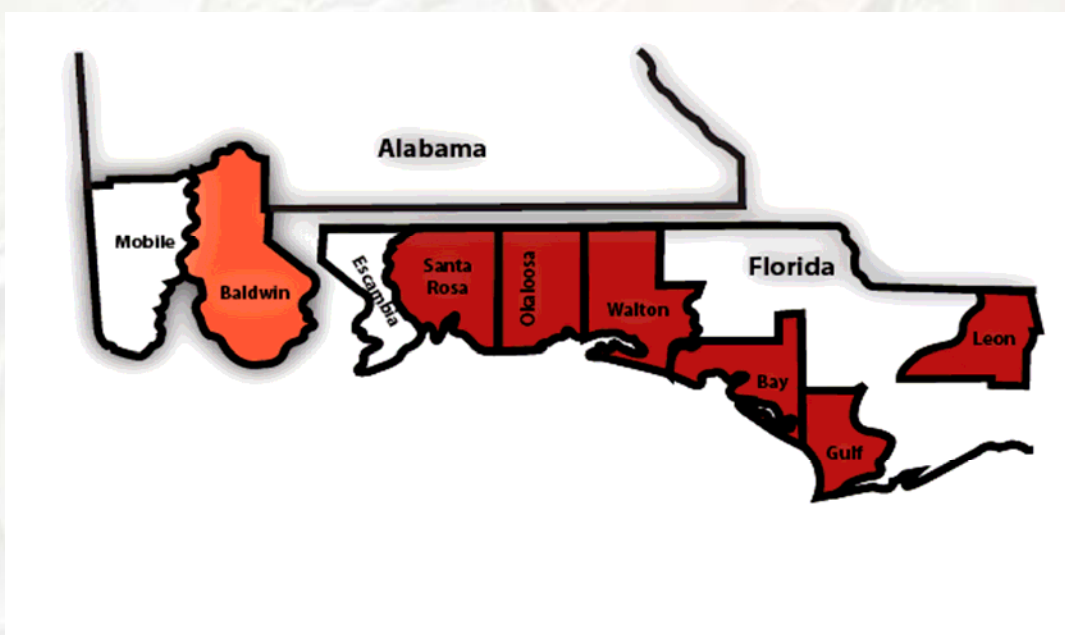
- **President: Bob Kent**
 - Age: 51
 - He has spent 6 years at PRK focusing on Aircraft Lending, Finance Company Lending, Corporate Loan Committee, Vision Bank Alabama Credit Liaison.
 - Years with Park/Scope: 6
- Scope Aircraft Finance first opened for business in 1975

GUARDIAN

FINANCE COMPANY

- **President: Earl W. Osborne**
 - Age: 55
 - Mr. Osborne was hired in 1999 to start a new consumer finance company for the bank.
 - Prior to joining Park, Mr. Osborne was President/CEO of The Modern Finance Company, a family-owned company.
 - Years with Guardian Finance Company: 10
- Guardian Finance first opened for business in 1999

Florida Bank Affiliates



Bank Affiliates	2008 Average Assets (in millions)
Vision Bank	904.4

Vision Bank (“Vision Bank”), a Florida state-chartered bank with its main office in Panama City, Florida and financial service offices in Baldwin County, Alabama and in Bay, Gulf, Leon, Okaloosa, Santa Rosa and Walton Counties in the panhandle of Florida.



Vision Bank
"Your Community Bank"

- **President: Joey W. Ginn**
 - Age: 50
 - Mr. Ginn received a B.S. in Finance and M.B.A, with concentration in Accounting, both from the University of South Alabama. He is also a graduate of the Graduate School of Banking of the South at LSU
 - Mr. Ginn has 25 years of banking experience
- Years with Vision Bank: 8.5
- Vision Bank first opened for business in 2000