### **Mid-Atlantic**

**Super-Community** 

**Bank Conference** 

Philadelphia, PA

November 5, 2007





### **Forward Looking Statements**

This presentation contains certain forward-looking statements, including certain plans, expectations, goals, and projections, and including statements about the benefits of the merger between WesBanco and Oak Hill, which are subject to numerous assumptions, risks, and uncertainties. Actual results could differ materially from those contained or implied by such statements for a variety of factors including: the businesses of WesBanco and Oak Hill may not be integrated successfully or such integration may take longer to accomplish than expected; the expected cost savings and any revenue synergies from the merger may not be fully realized within the expected timeframes; disruption from the merger may make it more difficult to maintain relationships with clients, associates, or suppliers; the required governmental approvals of the merger may not be obtained on the proposed terms and schedule; WesBanco's or Oak Hill's stockholders may not approve the merger; changes in economic conditions; movements in interest rates; competitive pressures on product pricing and services; success and timing of other business strategies; the nature, extent, and timing of governmental actions and reforms; and extended disruption of vital infrastructure; and other factors described in WesBanco's 2006 Annual Report on Form 10-K, Oak Hill's 2006 Annual Report on Form 10-K, and documents subsequently filed by WesBanco and Oak Hill with the Securities and Exchange Commission, including both companies' Form 10-Q's as of June 30, 2007. All forward-looking statements included in this news release are based on information available at the time of the release. Neither WesBanco nor Oak Hill assumes any obligation to update any forward-looking statement.



## WesBanco Corporate Profile\*

- NASDAQ Global Stock Market: WSBC
- Founded in 1870 in Wheeling, WV
- \$4.0 billion in assets
- 78 offices, 1 loan production office, & 111 ATM's
- \$3.1 billion in trust and investment management assets
- Market capitalization: \$515 million\*
- 2007 average daily shares traded: 84,646
- Over 30 acquisitions in past 25 years
- Three state presence; single bank charter
- Securities brokerage, insurance, proprietary mutual fund family



## Strategy / Business Plan - 2007

- ➤ Remix balance sheet fewer lower yielding residential mortgages and investment securities in flat yield curve environment. Reduction in non-earning assets cash and due from banks.
- Remix customers fewer single service retail customers from thrift acquisitions; more robust customer relationships. Targeting new checking account customers and overall improvement in age demographics.
  - Post Winton (1/1/05), increased customers between ages of 17 and 37 by 27.5% transactors and heavier borrowers.
  - Using demand deposit customer incentives and business checking incentives as part of overall marketing strategy to improve transaction accounts and fee income.
  - Percentage of single service customers has decreased from 35% to 30% of all CD households since 1/1/05.
  - Changing deposit mix to increase demand deposit percentage.



## Strategy / Business Plan - 2007 (Cont.)

- Focus on restructuring commercial lending and growing pipeline, while maintaining credit quality.
  - ➤ New leadership installed first quarter; restructuring of lending teams in second quarter.

    Implemented new origination technology in second quarter to improve standardization of documents and overall process efficiency.
  - ➤ Despite lower outstandings, loan originations are similar year over year. Loan payoffs / property sales have been greater than expected.
  - > Credit quality improvement YTD has permitted lower loan loss provisions. Underwriting focus on improving terms for new residential construction and land development loans.
  - ➤ Pricing model in use to ensure adequate spread maintenance for new loans meeting targets despite competitive forces.
  - ➤ New suite of business banking products rolled out in third quarter including remote deposit capture and more robust cash management and internet banking capabilities.



## Strategy / Business Plan - 2007 (Cont.)

- ➤ Grow non-interest income as of 9/30, non-interest income at 30% of total revenues, improving over 2005 when it was 23% of revenues.
  - > Improvement to deposit fee income from overdraft and debit card programs.
  - > Trust fee revenue enhancements.
  - > Increases from securities brokerage, insurance and mortgage banking.
  - > Evaluation of all fees using outside consultant.

#### > Branch optimization

- First phase accomplished with four rural WV branches sold in 2006, two additional offices closed and two new branches opened (Bexley and Highlands).
- New branches constructed to replace older, less efficient structures in Kingwood (WV), Marietta, Barnesville, Gahanna and Reynoldsburg (all Ohio).
- ➤ Profitability analysis of smaller branches reviewed with regional management and board for potential future action and /or improvement.



## Wealth Management Profile

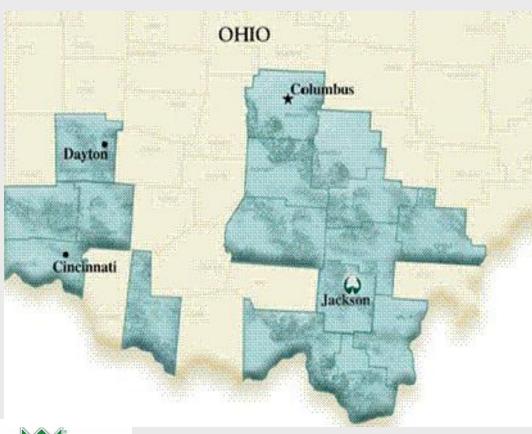
- ➤ Market value of trust assets of approximately \$3.1 billion.
- > Currently manage over 5,000 trust relationships.
- ➤ Staff of over 70 individuals including Attorneys, CPAs and Chartered Financial Analysts.
- > Professional services include:
  - Trust services
  - Investment services
    - Manages five proprietary mutual funds WesMark Funds exceeding \$650 million.
  - Estate Administration services
  - Retirement plan services
- ➤ Market value of trust assets increased 14.5% in 2006 and 5.1% through 9 months of 2007.



### Oak Hill Financial, Inc. Overview

#### Overview

- Founded in 1902
- Assets of \$1.286 billion



#### Markets

- 36 branches and 1 loan production office over 16 counties
- Central and Southern Ohio
- Key Counties: Jackson, Scioto, Lawrence, Hamilton

#### Financial Highlights (as of 6/30/07)

•	Net Loans (\$M	\$ 1	1,025
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• Deposits (\$M) \$ 958

• ROAA (annualized): 1.03%

◆ ROAE (annualized): 14.17%

• NPAs/Assets: 1.30%

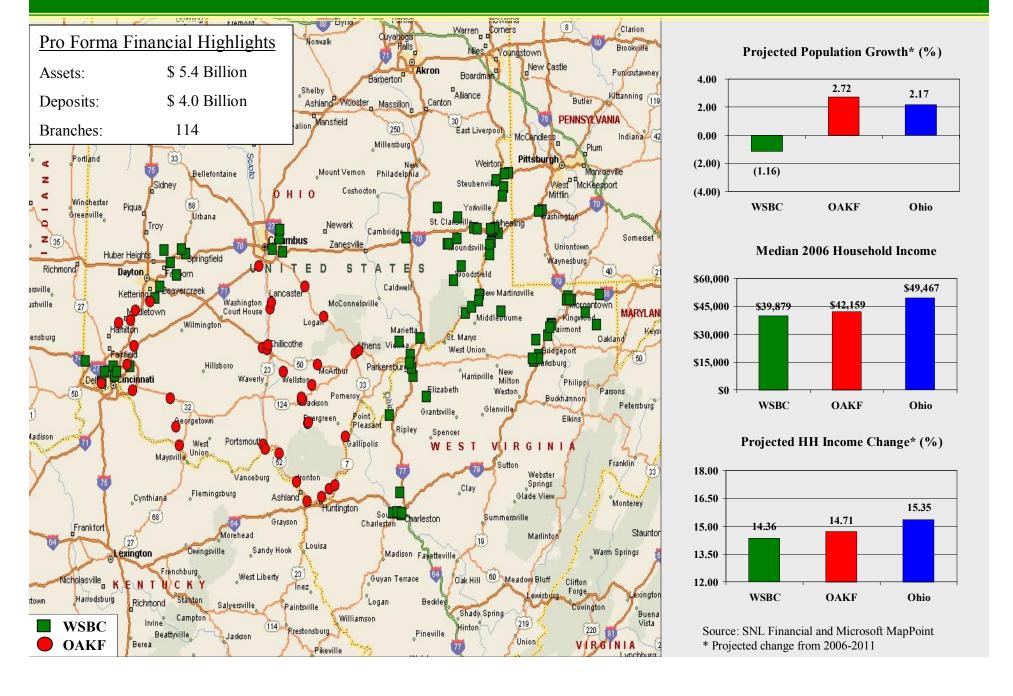
• Reserves / Loans: 1.22%

• NCO's/Avg. Loans (annualized): 0.19%

◆ Tang. Equity / Tang. Assets: 6.55%



## Creates a Powerful Community Bank Franchise



## Transaction Summary

Consideration Mix:	90% stock / 10% cash
Exchange Ratio:	1.256 WSBC shares for each OAKF share (fixed)
Cash Consideration:	\$38.00 per share
Stock Options:	Cashed out or rolled over
Transaction Value:	\$195 million (including merger-related expenses - at time of announcement)
Per share value:	\$36.62 (at announcement – current value approximates \$30 per share)
Cost Savings:	\$7.2 million pre-tax (approximately 22.0%) of current annualized expenses
Board Representation:	Four (4) OAKF board members to join WesBanco's Board John D. Kidd to serve as Vice Chairman of the Board
Merger Announcement:	July 20, 2007
Shareholder's meetings:	November 16, 2007 (registration statement filed October 10, 2007)
Expected Closing:	November 30, 2007
Regulatory approvals:	Federal Reserve Board



#### Transaction Rationale



- Top 15 deposit market share in Ohio
- 51% of pro forma deposits located in Ohio
- Connects and fills the geographic gap in WesBanco's branch network



- Doubles presence in growth markets
- Significant increase in metropolitan deposit composition
- Increased scale enhances lending capabilities
- Adds trust and investment services to Oak Hill's product suite
- Title and other insurance expansion opportunities



- Identified, achievable cost savings \$7.2 million or 22% of '07 annualized expenses
- Attractive internal rate of return 13.8% at date of announcement
- Accretive to GAAP and Cash EPS in 2009 2.3% and 4.4%; less than 1% dilutive to 2008 GAAP EPS



- Common community banking philosophy and culture
- Shared expertise in commercial lending
- WesBanco has a proven track-record of integrating acquisitions
- Senior management staying with combined company

### Pricing Consistent with Recent Transactions

#### **Transaction Multiples**

Price / LTM Earnings

Price / Forward Earnings (1)

Price / Tangible Book Value

Core Deposit Premium (2)

WSBC / OAKF

Median (3)

19.2 x

**17.0** 

232 %

14.1

24.3 x

21.0

272 %

22.7

#### Impact Analysis

	WSBC	Pro-Forma	Impact
Per Share:			
2008 Est. EPS (4)	\$2.10	\$2.09	(0.4) %
2009 Est. EPS (5)	2.24	2.29	2.3
Book Value Per Share at 12/31/07	19.92	22.25	11.7
Tangible Book Value at 12/31/07	13.04	11.82	(9.4)
<u>Capital at 12/31/07:</u>			
Tangible Equity / Assets	6.90 %	6.08 %	(82) bps
Leverage Ratio	9.36	8.38	(98)
Tier I Capital	12.05	10.61	(144)
Total Capital	13.14	11.61	(153)

Source: SNL Financial

Pricing ratios based upon date of announcement values.

Pro-forma for pending acquisition of Oak Hill Financial, Inc.

- (1) Forward 2008 earnings estimates per First Call median of \$2.15, as of date of transaction.
- (2) Excludes CDs greater than \$100,000
- (3) Peers include select banks from western Pennsylvania, Ohio, Indiana and West Virginia with assets between \$1 billion and \$15 billion.
- (4) Based on First Call consensus as of date of announcement (2009 based on First Call long term growth rate).
- (5) Includes 100% of cost savings on a proforma basis.



## Significant Market Share Gain

**STATE: Ohio** 

		Branch	Total Deposits in Market	Total Market Share
Rank	Institution	Count	(\$000)	(%)
1	National City Corp. (OH)	410	30,937,085	14.79
2	Fifth Third Bancorp (OH)	393	25,880,367	12.38
3	Huntington Bancshares Inc. (OH)	446	24,898,042	11.91
4	KeyCorp (OH)	226	22,757,504	10.88
5	JPMorgan Chase & Co. (NY)	282	15,598,812	7.46
6	U.S. Bancorp (MN)	331	12,899,381	6.17
7	Royal Bank of Scotland Group	177	8,273,546	3.96
8	FirstMerit Corp. (OH)	156	7,138,533	3.41
9	TFS Financial Corp (MHC) (OH)	26	4,912,346	2.35
10	AmTrust Financial Corporation (OH)	35	4,112,102	1.97
11	Park National Corp. (OH)	131	3,964,847	1.90
12	PNC Financial Services Group (PA)	44	2,142,995	1.02
13	Pro Forma – WesBanco, Inc.	72	1,993,940	0.95
13	First Financial Bancorp. (OH)	51	1,781,992	0.85
14	United Community Finl Corp. (OH)	36	1,762,976	0.84
15	Dollar Bank FSB (PA)	24	1,657,236	0.79
16	First Place Financial Corp. (OH)	29	1,603,796	0.77
17	U.S. Bancorp (OH)	21	1,323,785	0.63
18	First Defiance Financial (OH)	26	1,117,096	0.53
19	WesBanco Inc. (WV)	32	1,013,741	0.48
20	First FS&LA (OH)	12	995,159	0.48
21	Oak Hill Financial Inc. (OH)	40	980,199	0.47
	Top 10	2,482	157,407,718	75.28
	Totals	4,036	209,110,049	100.00



Source: SNL Financial

Deposit data as of June 30, 2006; pro forma for pending acquisitions

### Disposition of Underperforming Loans

- ➤ As part of the transaction, Oak Hill anticipates disposition of approximately \$50 million in identified underperforming loans and REO.
- After the sale, it is expected that Oak Hill's non-performing assets should approximate \$3.5 million or 0.27% of total assets, as compared to \$16.7 million or 1.30% of total assets as of June 30, 2007.
- ➤ WesBanco has incorporated the impact of the sale in its modeling, including an approximate \$500,000 after tax give up in income from differential yield to reinvestment of the net proceeds in securities.



## Oak Hill Financial, Inc. Profile

(Dollars in thousands)	Year E	6/30/2007		
<b>Balance Sheet Items</b>	2004	2005	2006	2007
Total Assets	\$1,083,040	\$1,241,058	\$1,275,635	\$1,286,611
Total Net Loans	909,392	1,011,755	1,018,073	1,024,749
Deposits	862,096	978,396	942,960	958,200
Equity	85,043	94,081	90,757	94,788
Profitability				
Core ROAA	1.30 %	0.95 %	0.76 %	1.22 %
Core ROAE	15.6	12.3	10.2	16.7
Net Interest Margin	4.05	3.70	3.36	3.19
Efficiency Ratio	54.1	56.0	62.8	61.4
Fee Income / Op. Rev.	21.2	21.8	25.5	32.4
Asset Quality				
NPAs / Loans + OREO	0.78 %	1.66 %	1.80 %	1.59 %
NCOs / Avg Loans	0.26	0.50	0.62	0.23
Reserves / Loans	1.29	1.33	1.25	1.23
<b>Balance Sheet Ratios</b>				
Tang. Equity/ Tang. Assets	7.60 %	6.68 %	6.30 %	6.55 %
Leverage Ratio	9.30	8.74	8.30	8.49
Tier 1 Ratio	10.90	10.48	9.92	10.44
Total Capital Ratio	12.15	11.74	11.15	11.67
Source: SNL Financial				

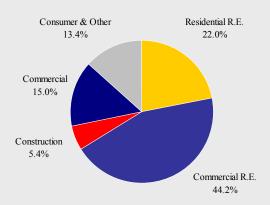
Source: SNL Financial

Note: Core Income excludes extraordinary items, and gains/losses on sale of securities

# WesBanco By all accounts, better.

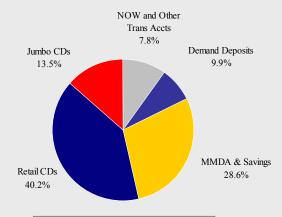
Source: SNL Financial and 10-Q as of 6/30/2007

#### 6/30/2007 Loans



**Total Loans: \$1,037,497** 

#### 6/30/2007 Deposits



Total Deposits: \$958,200

## Year-to-Date 2007 Financial Results

	YTD			YTD	
(dollars in thousands)	9/	30/2007	9/	30/2006	% CHG
Net income	\$	34,005	\$	28,399	19.7%
EPS - diluted	\$	1.62	\$	1.30	24.6%
Return on assets		1.14%		0.91%	25.3%
Return on equity		11.12%		9.11%	22.1%
Return on tangible equity		17.19%		14.50%	18.6%
Net interest margin		3.46%		3.50%	(1.1%)
Non-interest income as a %					
of total operating revenue		30.87%		24.16%	<b>27.8%</b>



## 3rd Quarter 2007 Financial Results

	3rd	Quarter	3rc	d Quarter	
(dollars in thousands)		2007		2006	% CHG
Net income	\$	9,763	\$	11,554	(15.5%)
EPS - diluted	\$	0.47	\$	0.53	(11.3%)
Return on assets		0.98%		1.13%	(13.3%)
Return on equity		9.51%		10.97%	(13.3%)
Return on tangible equity		14.68%		16.87%	(13.0%)
Net interest margin		3.38%		3.56%	(5.1%)
Non-interest income as a %					
of total operating revenue		30.44%		27.54%	10.5%

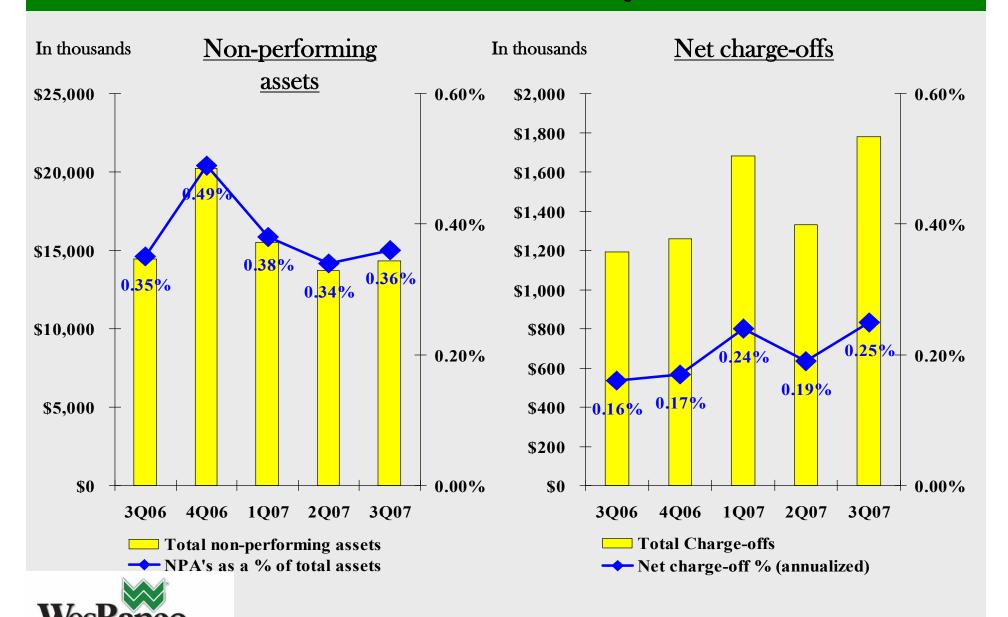


### 3rd Quarter 2007 Financial Results

- Decrease in net interest income due to competitive loan and deposit pricing pressure, and overall flat or inverted yield curve.
- ➤ Increase in non-interest income of \$0.7 million or 6.3%. Trust fees up 6.2% and service charge income up 5.5%.
- ➤ Non-interest expense increased primarily in salaries, employee benefits, net occupancy and marketing expenses.
- ➤ Decrease in provision for credit losses by 36.2% due to lower YTD net charge-offs and non-performing loans.



## **Credit Quality**



By all accounts, better.

### INTEREST RATE RISK

<b>Change in Interest</b>	<b>Change in Net Interest</b>				
Rates (basis pts.)	Income from	m Base (1)			
	9/30/2007	9/30/2006			
Down 100 Rate Shock	3.00%	0.90%			
Down 200 Rate Shock	4.60%	-0.48%			
Up 200 Rate Ramp	-7.70%	-1.23%			
Up 200 Rate Shock	-2.70%	-3.13%			
<b>Up 100 Rate Shock</b>	-3.70%	-1.44%			



#### COMMERCIAL REAL ESTATE CONCENTRATION TEST

Concentration Category	\$000s Committed	% of Capital	% of Loans
Land & Land Development	\$ 75,400	15%	2.2%
Construction:			
1-4 Family Owner Contracted	22,900	5%	0.7%
1-4 Family Spec & Development	78,100	15%	2.3%
Multi Family	40,500	8%	1.2%
Commercial	92,600	18%	2.7%
Total Subject to 100% of Capital	\$ 309,500	61%	9.1%
Investor Owned CRE:			
Multi Family	122,300	24%	3.6%
Retail	50,100	10%	1.5%
Office	82,500	16%	2.4%
Industrial	41,800	8%	1.2%
Lodging	27,500	5%	0.8%
Other (1)	168,600	34%	5.0%
Total Subject to 300% of Capital	\$ 802,300	158%	23.6%
Excluded from Concentration Test:			
Owner Occupied CRE	402,600	80%	11.9%
1-4 Family Rental Property	114,600	23%	3.4%



(1) Includes general purpose, special purpose, mixed and multiple use properties.

#### GEOGRAPHIC DISTRIBUTION OF SELECTED REAL ESTATE LOANS

Loan Type	Upper OV	Central WV	Central OH	West OH	PA & Other
Commercial:					
Land & Land Development	33%	33%	27%	5%	2%
1-4 Family Spec & Development	5%	17%	62%	5%	11%
Commercial Construction	33%	20%	10%	4%	33%
Multi-Family Property	11%	26%	9%	42%	12%
Investor-Owned Commercial	14%	23%	28%	20%	15%
Owner-Occupied Commercial	30%	24%	11%	14%	21%
1-4 Family Rental Property	27%	24%	22%	5%	22%
Residential:					
1-4 Family Owner-Occupied	32%	29%	3%	31%	5%
Home Equity Lines of Credit	40%	25%	2%	22%	11%
WesBanco  By all accounts, better.					

#### CREDIT QUALITY OF 1-4 FAMILY RESIDENTIAL MORTGAGES

Loan Characteristics	% Total Residential Mortgages	% Total Loans	Average Age (Months)	% Past Due
Low bureau scores when made (1)	5.4%	1.6%	46	2.3%
Low / moderate income programs	4.3%	1.3%	25	1.2%
Purchased pools	6.8%	2.0%	42	0.5%
Bureau scores not tracked (2)	28.4%	8.5%	64	1.8%
All other with bureau scores	55.1%	16.5%	47	0.5%
Total	100.0%	29.9%	45	1.1%

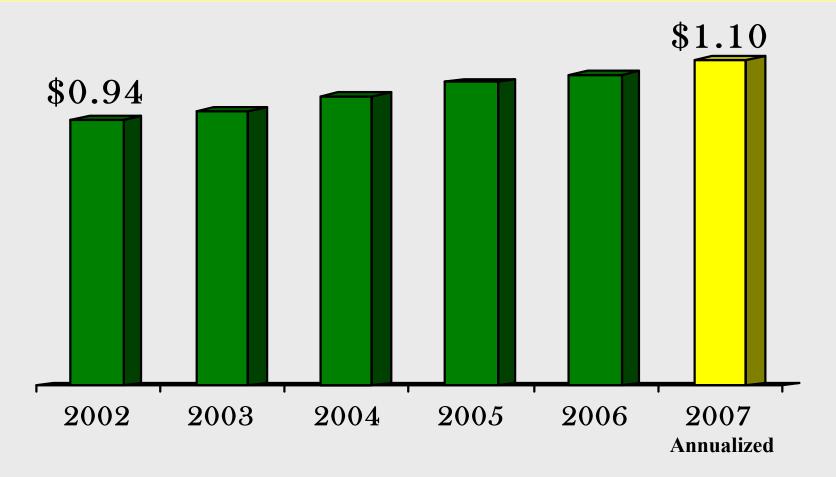
<sup>(1)</sup> Represents loans with bureau scores below 640 made as exceptions to credit policy based on other mitigating factors

<sup>(2)</sup> Represents most loans made prior to 2001 and loans acquired in the Western Ohio and Winton Financial mergers



Note: There is no material direct exposure to sub-prime, reduced documentation, interest-only, option ARMs or other non-traditional mortgage lending products

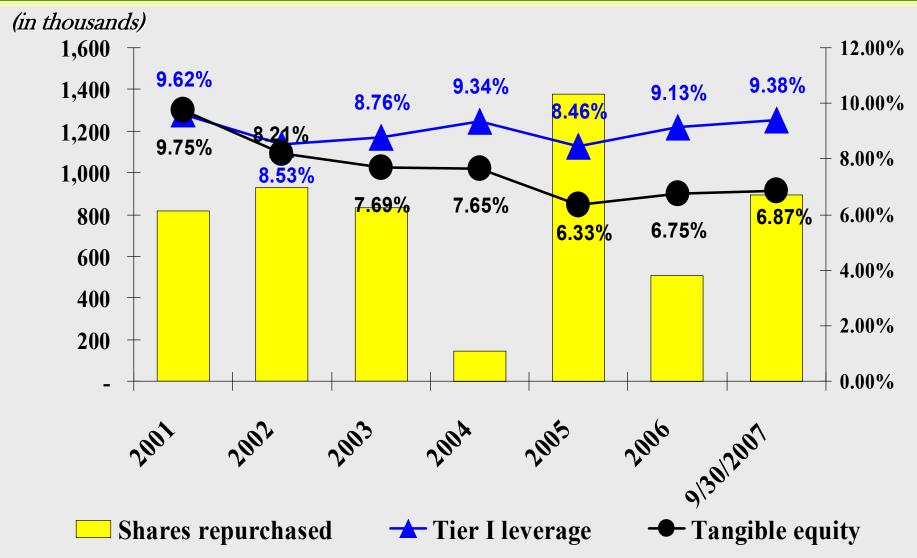
### Dividends Per Share



- 1) 22 consecutive years of dividend increases.
- 2) Current dividend yield of approximately 4.6% (at 10/22/07).
- 3) 17% increase in dividends since 2002.



### Return to Shareholders





Note: \$268 million in dividends and stock repurchases returned to shareholders from 2001 to 9/30/07.

### WesBanco Peer Group - 2007 Stock Price Performance

as of on 10/22/2007  Institution	Closing Price 12/31/2006	Closing Price 10/22/2007	Stock Price Change (%)
FirstMerit Corporation	\$24.14	\$18.57	(23.07) %
Old National Bancorp	\$18.92	\$16.43	(13.16)
United Bankshares, Inc.	\$38.65	\$28.18	(27.09)
Park National Corporation	\$99.00	\$80.38	(18.81)
Irwin Financial Corporation	\$22.63	\$9.99	(55.86)
F.N.B. Corporation	\$18.27	\$15.96	(12.64)
First Commonwealth Financial Corporation	\$13.43	\$11.08	(17.50)
1st Source Corporation	\$32.13	\$19.37	(39.71)
First Merchants Corporation	\$27.19	\$21.44	(21.15)
S&T Bancorp, Inc.	\$34.67	\$32.76	(5.51)
First Financial Bancorp.	\$16.61	\$11.97	(27.93)
Integra Bank Corporation	\$27.52	\$17.79	(35.36)
City Holding Company	\$40.89	\$37.28	(8.83)
MainSource Financial Group, Inc.	\$16.94	\$17.30	2.13
Peoples Bancorp Inc.	\$29.70	\$25.56	(13.94)
Lakeland Financial Corporation	\$25.53	\$20.44	(19.94)
WesBanco, Inc.	\$33.53	\$23.59	(29.65) %
Median Average			(19.37) (21.15)



## Key Investor Messages

- ➤ Increased dividend in February 2007 22 consecutive years of dividend increases. Dividend yield of 4.6% (at 10/22/07).
- > Tangible capital supportive of share repurchases.
  - Repurchased approximately 1.7 million shares in last two years, with 736,600 shares remaining in current 1 million share authorization.
- ➤ Acquisition will improve franchise profile and market demographics.
- > Current price provides opportunistic market potential.



#### **Additional Information**

In connection with WesBanco's proposed merger with Oak Hill, WesBanco has filed a registration statement on Form S-4 with the Securities and Exchange Commission containing a joint proxy statement/prospectus dated October 10, 2007, which has been mailed to both WesBanco and Oak Hill shareholders. Investors are urged to read these materials, and any other documents filed by WesBanco or Oak Hill with the SEC, because they contain or will contain important information about WesBanco, Oak Hill and the merger. The joint proxy statement/prospectus and other relevant materials, and any other documents filed by WesBanco with the SEC, may be obtained free of charge at the SEC's website at <a href="https://www.sec.gov">www.sec.gov</a>. Investors may obtain free copies of the documents filed with the SEC by WesBanco by directing a written request to WesBanco, Inc., One Bank Plaza, Wheeling, West Virginia, Attn: Larry G. Johnson, Secretary. In addition, investors may obtain free copies of the documents filed with the SEC by Oak Hill by directing a written request to Oak Hill Financial, Inc., 14621 State Road 93, Jackson, Ohio 45640, Dale B. Shafer, Interim Chief Financial Officer, Secretary and Treasurer.

WesBanco, Oak Hill and their respective executive officers and directors may be deemed to be participants in the solicitation of proxies from the shareholders of either WesBanco or Oak Hill in connection with the merger. Information about the directors and executive officers of WesBanco and Oak Hill and information about any other persons who may be deemed participants in this transaction is included in the joint proxy statement/prospectus.

This communication shall not constitute an offer to sell or the solicitation of an offer to sell or the solicitation of an offer to buy any securities.

