



Building for the Future

2012 Summary Annual Report



“Highest Customer Satisfaction with Retail Banking
in the Mid-Atlantic Region, Three Years in a Row”

Northwest J.D. Power and Associates Celebration, Warren, Pennsylvania • June 27, 2012



Building Loyalty, Trust, and Value among our Employees, Customers, Communities, and Shareholders

Dear Shareholder,

It is my pleasure to report another year of significant progress at Northwest Bancshares, Inc. As we began the 2012 year, our company established the following specific goals that we believed were key to our success:

- Achieving record earnings
- Enhancing shareholder value through effective capital management
- Attaining significant growth in loans
- Strengthening our lending and credit functions
- Strengthening our Compliance Management System and being released from the existing regulatory enforcement action
- Improving the overall credit quality of our company
- Continuing to be recognized for industry excellence



Message to Stockholders

Although we fell slightly short of achieving the first goal of record earnings, we are pleased to report considerable success in achieving all the other goals established for 2012.

EARNINGS PERFORMANCE

Net income for the year ended December 31, 2012 was \$63.6 million, down \$591,000, or less than 1%, from 2011. However, because there were fewer shares outstanding in 2012, earnings per share increased to \$0.68 in 2012 from \$0.64 in 2011.

Most notable about this year's operating performance was our ability to maintain a consistent net interest margin despite the challenge of historically low levels of interest rates. As a result, net interest income was \$264.0 million in 2012, down slightly from \$267.3 million the previous year.

Negatively impacting this year's earnings was a \$2.4 million increase in losses on foreclosed real estate properties. Most of these losses were incurred on Florida properties as we continue to address the limited remnants of our discontinued Florida operation.

Also negatively impacting earnings was a \$6.0 million, or 3.0%, increase in operating expense as we significantly increased our staffing levels in response to regulatory requirements. Much of the increase in staffing related to our initiatives to strengthen our Compliance Management System and the lending and credit functions. Although costly, we believe these enhancements will greatly assist in avoiding future regulatory and credit issues.

On a positive note, the provision for loan losses decreased \$7.8 million, or 22.9%, over the previous year as credit quality improved and recoveries of prior year losses accelerated. Also positively impacting this year's earnings was a \$3.8 million increase in mortgage banking revenues as the sale of mortgage loans to Freddie Mac yielded record levels of profits.

ENHANCING SHAREHOLDER VALUE

Enhancing shareholder value remains the primary goal of our company. Given our robust capital position and temporary restrictions on acquiring other banks, it is essential that we pursue the best opportunities available to return excess capital to our shareholders. To that end, we were pleased this

year to repurchase 4.2 million shares of our common stock at an average price of \$11.81. We currently view stock buybacks at these levels as a better alternative for the return of capital than paying special dividends.

As we approached the end of 2012, our Board determined that we should pay the dividend we would normally pay in the first quarter of 2013 prior to the end of 2012. This decision was prompted by the anticipation of future increases in the tax rates for dividends. We acknowledge that this action may be confusing for our shareholders, as they received five dividend payments in 2012 while we anticipate only three payments in 2013. However, we believe the potential tax savings justifies any confusion that may result. Given that five dividend payments of \$0.12 were made in 2012, the dividend yield to our shareholders was approximately 5%.

At the time we reported the decision to prepay the fourth quarter dividend, we also announced an increase of 5.0 million shares to our existing share repurchase program. As of December 31, 2012, there were 6.5 million shares remaining to be repurchased

Five dividend payments of \$0.12 were made in 2012 and the dividend yield to our shareholders was approximately 5%.

under this plan. Since completing our second step offering in December of 2009, we have repurchased 19.4 million shares at a total cost of \$231.2 million and an average per share price of \$11.92. Although these purchases were completed at a price in excess of tangible book value, we estimate that the resulting dilution will be recovered in less than three years through increases in earnings per share.

In an effort to enhance shareholder value, we will continue to monitor our capital position, the market value of our shares, the tax rates for dividends and the opportunities to grow our company when assessing future alternatives for the utilization of capital.

LOAN GROWTH

For several years we have recognized that the growth of our loan portfolio is a mission critical issue for Northwest. With a significant amount of cash invested in overnight deposits earning less than 0.25%, any deployment of cash to fund loan growth provides a significant increase in interest income. In this regard, we were pleased to grow loans by \$151 million, or 2.7%, in a year when economic activity was measured and American businesses

were reluctant to borrow. We commend our business development teams for their success in addressing this strategic goal.

STRENGTHENING LENDING AND CREDIT FUNCTIONS

Over the past ten years, we have made great strides in lowering our dependency on residential mortgage loans while building a diversified commercial loan portfolio. While that portfolio was growing, we remained vigilant in enhancing credit oversight. During 2012, we completed another transformational step in our lending and credit evolution. Recognizing that our lenders were significantly burdened with administrative responsibilities, we moved many of their administrative tasks to our independent credit administration group, thereby providing additional time for business development. An additional benefit of this realignment is that it will provide more consistent administration of credit and further enhancements in credit quality.

STRENGTHENING OUR COMPLIANCE MANAGEMENT SYSTEM

We began 2012 operating under a formal “Consent Order,” which was issued by the FDIC on August 8, 2011 and required Northwest to strengthen our Compliance Management System. A strong Compliance Management System provides assurance that all governmental regulations are properly addressed. The Dodd-Frank Act, which established the Consumer Financial Protection Bureau, significantly increased the expectations of federal banking regulators with regard to regulatory compliance, with an emphasis on enhancing consumer protection.

Northwest’s management team reacted quickly, decisively and aggressively to the requirements of the Consent Order and it was removed by the FDIC on July 2, 2012. The Consent Order was later replaced by a less severe agreement known as a “Memorandum of Understanding” which requires additional assurance from Northwest that our strengthened compliance management system is functioning properly and is sustainable. We continue to work diligently to further address

Loans grew by \$151 million in a year when economic activity was measured and businesses were reluctant to borrow.

Message to Stockholders

these requirements and to be relieved of all regulatory restrictions. However, until such time as our regulators lift these restrictions, we will not be permitted to acquire another banking institution.

Our efforts to meet the enhanced compliance expectations have come at a great cost to our institution and its shareholders. The ongoing annual expense associated with this additional regulatory burden now exceeds \$4 million.

IMPROVING CREDIT QUALITY

The sustained economic downturn of the past five years has taken its toll on our nation's borrowers and we began the year with persistently high levels of non-performing assets. Our goal on January 1, 2012 was to significantly reduce the volume of delinquent borrowers and troubled assets. Much progress has been made. Loans delinquent ninety days or more decreased from \$95.8 million to \$68.3 million while total delinquent loans decreased from \$174.9 million to \$157.4 million. Non-performing assets, which include loans delinquent 90 days or more, restructured loans and foreclosed real estate, decreased from \$131.1 million to \$118.7 million.

Our lending and credit personnel are to be commended for their efforts in improving asset quality.

As a result of this improvement, loans charged off in 2012 were \$30.5 million compared to \$42.4 million in 2011. In addition, the amount that was set aside in 2012 for future loan losses was \$26.3 million, down significantly from \$34.2 million the previous year.

We continue to work diligently at improving the credit culture at Northwest and we believe the changes we have made to our lending and credit areas will greatly improve both credit quality and credit consistency in the years ahead.

RECOGNITION

We were pleased for the third consecutive year to be ranked "Highest Customer Satisfaction with Retail Banking in the Mid-Atlantic Region" by J.D. Power and Associates. Our staff continues to take great pride in the level of service they provide to all Northwest customers.

We were also honored to learn that *Forbes* named Northwest to its list of "America's

Most Trustworthy Companies" for the second time. Creating a high level of trust with our customers and shareholders is a core value of our company and this recognition validates the strength of that commitment.

For the second time, Keefe, Bruyette & Woods recognized Northwest as one of the top 50 banks in the country for our ten-year operating performance. Given our commitment to provide consistent returns through continuous improvement, this award also has a very special meaning to our company.

Finally, *Bank Director* magazine named Northwest in 2012 to its "Nifty 50," a prestigious list of top performing banks as assessed by strategy, business model, and the operating skill of its management team. These rankings highlight banks that excel both in deploying their capital and getting a return on that capital.

OTHER NOTABLE EVENTS

Although we were not permitted to acquire another depository institution during 2012, we pursued opportunities to enhance

In December, we acquired The Bert Agency, a provider of employee benefit plans and property and casualty insurance.

our franchise through other acquisition opportunities. On December 31, 2012, we acquired The Bert Agency, a provider of employee benefit plans and property and casualty insurance. We are excited about this additional opportunity to expand our insurance offerings and we look forward to continued growth in this area.

In an effort to improve efficiency, we consolidated customers' accounts from our offices in Glen Burnie, Maryland and Johnsonburg and Weedville, Pennsylvania with Northwest offices in the same geographic vicinities. As customers increasingly choose to transact business using alternative delivery channels, we continue to seek office consolidation opportunities as a method to improve our efficiency.

LOOKING AHEAD

We believe the financial industry will continue to face tremendous challenges in the years ahead. Our Board of Directors and management team continuously assess our strategy as circumstances change and new opportunities emerge. Our primary area of

focus going forward will be the improvement of earnings as measured by our return-on-average assets. We believe this ratio is the best assessment of how effectively we are managing our company. Return-on-average-assets was 0.79% in 2012. Reaching a level that approaches 1.00% is a strategic target we must achieve to keep Northwest competitive with our peers in providing attractive shareholder returns. Given the current economic, interest-rate and regulatory environment, this will not be an easy task. However, if we can deploy more excess cash to our loan portfolio, normalize loan loss provisions, increase noninterest income, and squeeze more efficiencies from our operations, we believe this target is within reach.

We also remain devoted stewards of our capital and recognize that it must be actively managed to maximize shareholder returns. Given this commitment, we will pursue opportunities to leverage capital by acquiring other banks when such acquisitions are not excessively dilutive to tangible equity and when such dilution can be recovered within a reasonable period of time. If acceptable leverage opportunities do not materialize,

we will continue to return capital to our shareholders by actively pursuing share buybacks while giving full consideration to the payment of special dividends.

CONCLUSION

On behalf of the Directors, officers and employees of Northwest Bancshares, Inc., I thank you for your continued confidence in our company. We remain committed to managing Northwest in a manner that enhances the value of your investment.

Sincerely,



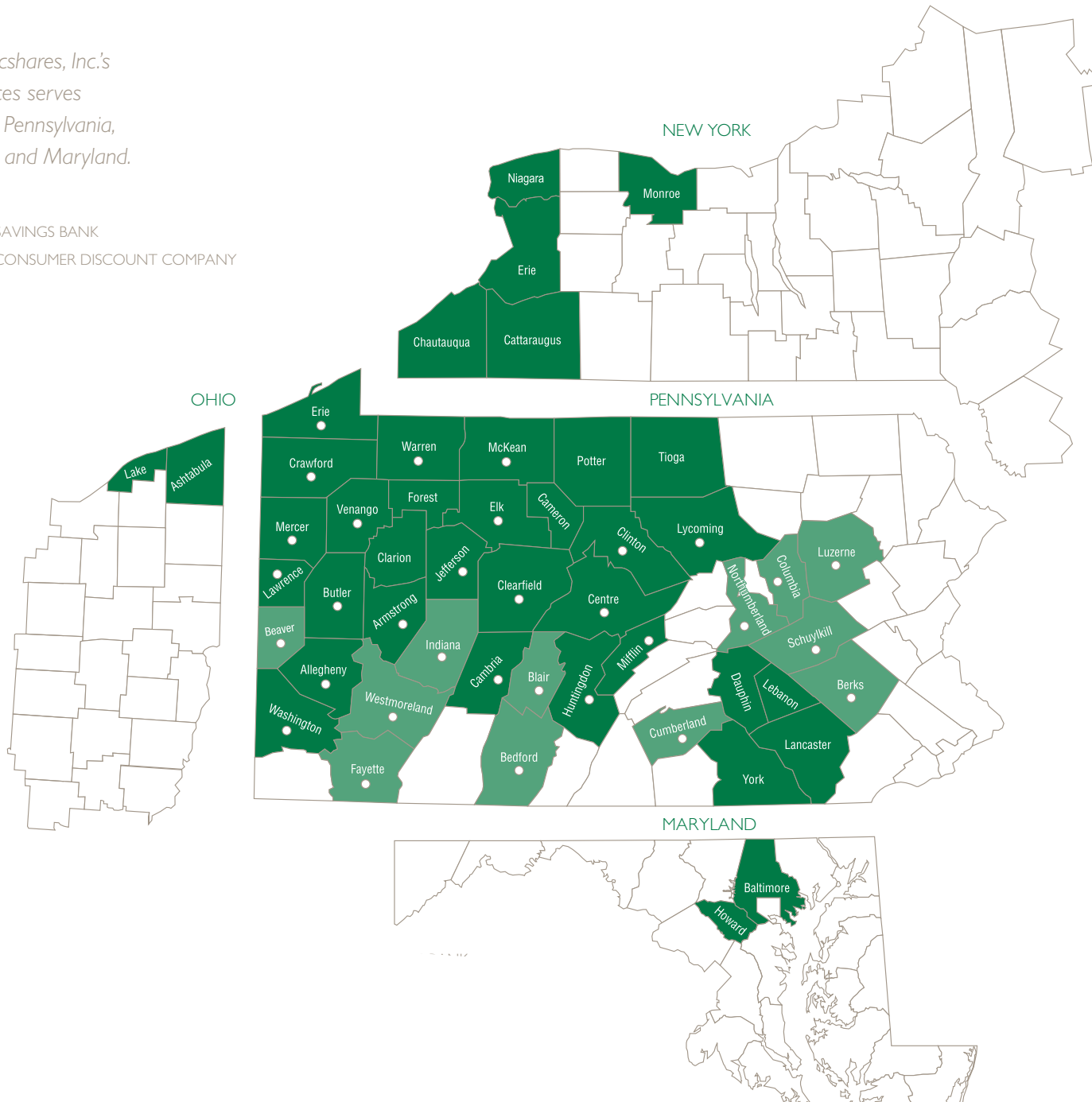
William J. Wagner
Chairman, President and CEO

We remain devoted stewards of our capital and recognize that it must be actively managed to maximize shareholder returns.

Market Coverage

Northwest Bancshares, Inc.'s network of offices serves communities in Pennsylvania, New York, Ohio, and Maryland.

- NORTHWEST SAVINGS BANK
- NORTHWEST CONSUMER DISCOUNT COMPANY



Financial Highlights

NORTHWEST BANCSHARES, INC. AND SUBSIDIARIES

in thousands, except per share and other data

AT YEAR END DECEMBER 31,	2012	2011	2010
Total assets	\$7,942,600	\$7,957,705	\$8,148,155
Loans receivable, net	\$5,629,261	\$5,480,381	\$5,457,593
Deposits	\$5,764,600	\$5,780,325	\$5,764,336
Shareholders' equity	\$1,128,469	\$1,154,904	\$1,307,450
Book value per share	\$12.05	\$11.85	\$11.85
Closing market price per share	\$12.14	\$12.44	\$11.78
FOR THE YEAR ENDED DECEMBER 31,			
Net interest income	\$263,976	\$267,269	\$257,641
Net income	\$63,560	\$64,151	\$57,523
Diluted earnings per share	\$0.68	\$0.64	\$0.53
Dividends per share ⁽¹⁾	\$0.60	\$0.43	\$0.40
KEY FINANCIAL RATIOS FOR THE YEAR ENDED DECEMBER 31,			
Return on average shareholders' equity	5.48%	5.24%	4.40%
Return on average assets	0.79%	0.80%	0.71%
Tangible common equity	12.23%	12.59%	14.19%
Average interest rate spread	3.41%	3.39%	3.19%
Nonperforming assets to total assets at end of period	1.84%	1.99%	2.08%
Net charge-offs as a percentage of average loans outstanding	0.43%	0.72%	0.63%
Allowance for loan losses to nonperforming loans at end of period	60.91%	54.26%	51.49%
Allowance for loan losses as a percentage of loans receivable	1.28%	1.28%	1.38%
OTHER DATA AT DECEMBER 31,			
<i>Number of:</i>			
Community banking locations	165	168	171
Consumer finance offices	52	52	52
Full time equivalent employees	2,042	1,950	1,881
Registered shareholders ⁽²⁾	14,486	14,914	14,693

⁽¹⁾ Includes acceleration of first quarter 2013 dividend paid on December 24, 2012

⁽²⁾ Excludes shareholders who own their stock in "street name."

Growth & Performance

Northwest has demonstrated the ability to safely grow our balance sheet...

ASSETS
in billions of dollars



while increasing income commensurate with that growth...

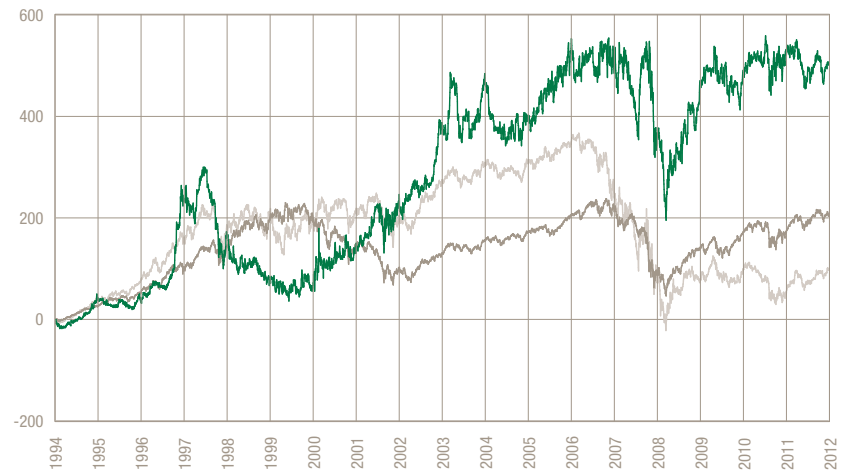
ANNUAL NET INCOME
in millions of dollars



which the market has rewarded in the exceptional performance of our stock.

- **NWBI (+507.00%)**
- **S&P 500 (+208.51%)**
- **SNL U.S. Bank (+98.54%)**

STOCK PRICE PERFORMANCE SINCE IPO
in total return %



Corporate Profile

NORTHWEST BANCSHARES, INC., a savings and loan holding company, owns and operates Northwest Savings Bank, a Pennsylvania-chartered savings bank headquartered in Warren, Pennsylvania.

As of December 31, 2012, we held assets of \$7.94 billion and operated 165 community banking locations and 267 Automated Teller Machines (ATMs) throughout our markets in central, eastern, and western Pennsylvania, western New York, eastern Ohio, and Maryland.

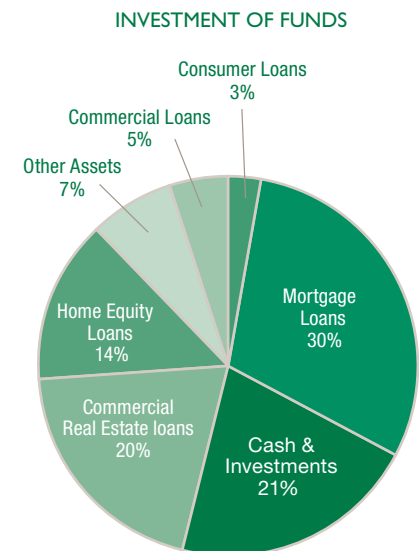
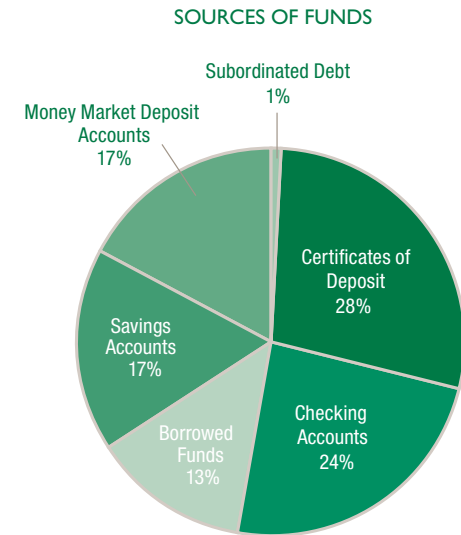
Our primary business involves gathering funds from deposits and borrowings and investing those funds in loans and investment securities.

For 116 years, we have served our communities with an ever-expanding array of banking and investment products that meet the needs of both business and personal customers.

Our Business Solutions offering includes commercial loans, business deposit accounts, cash management services, and benefits management services featuring personal attention and local decision making.

Our Personal Banking offering includes mortgage, home equity, and consumer loans, and checking and other deposit products with a personal touch and a complete menu of delivery channels. We also provide comprehensive brokerage, trust, and investment management services, and personal insurance products to meet all of our customers' financial needs.

We also operate Northwest Consumer Discount Company, a consumer finance company that specializes in helping customers meet their consumer credit needs. As of December 31, 2012, Northwest Consumer had loans outstanding of \$108.7 million at 52 offices across Pennsylvania.





Looking ahead, Northwest is positioned to be a premier provider of financial services in all of our markets. As displayed in the sections that follow, we have demonstrated significant success in delivering:

- **BUSINESS SOLUTIONS** including business loans and deposits as well as assisting businesses with their employee benefit plans.
- **PERSONAL BANKING** products and services, including checking and deposit accounts and loans to fill all personal needs.

WE SPECIALIZE IN DEVELOPING LASTING RELATIONSHIPS BASED ON CUSTOM-TAILORED PRODUCTS AND SERVICES, LOCAL DECISION MAKING, AND PERSONAL ATTENTION.

Northwest's goal is to provide a wide array of financial solutions to businesses utilizing products and services that are competitively priced and of the highest quality.

- Business Checking
- Retirement Plans
- Merchant Services
- Commercial Lending
- Small Business Loans
- Employee Benefits
- Insurance
- Express Deposit
- Business Online Banking and Bill Pay
- Business Mobile Banking
- Business Credit Cards



LOANS

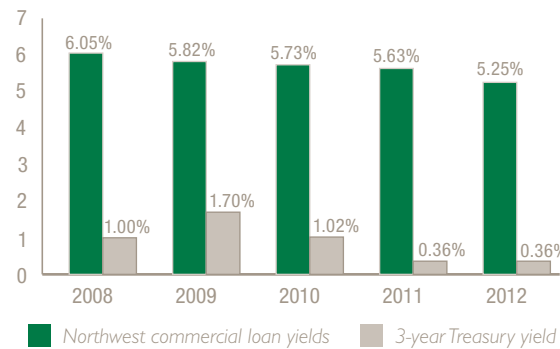
Northwest's commercial loans have grown substantially over the past four years...

COMMERCIAL LOANS
in millions of dollars



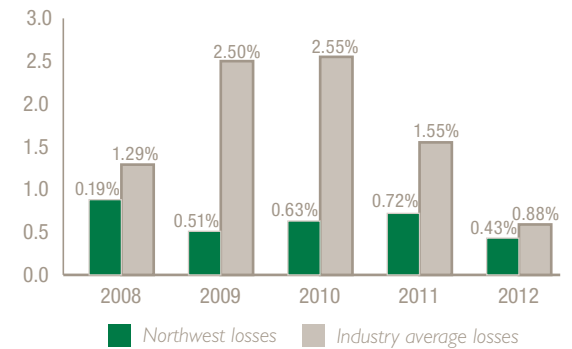
while yields have remained at attractive levels despite the low interest rate environment...

COMMERCIAL LOAN YIELDS VS. 3-YEAR TREASURY YIELD AT DECEMBER 31



and loan losses have been much lower than the industry average.

LOAN LOSSES VS. INDUSTRY AVERAGE LOSSES
as a % of loans



DEPOSITS

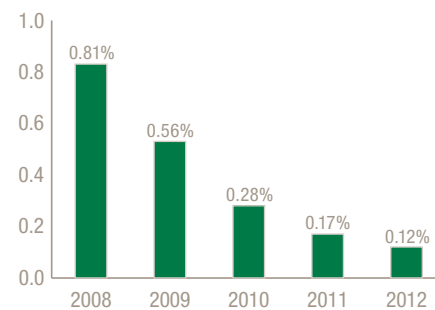
Balances of business deposits have increased substantially...

BUSINESS DEPOSIT BALANCES
in millions of dollars

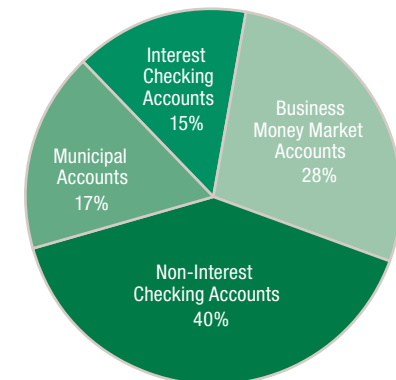


while the average cost of such deposits has decreased.

COST OF BUSINESS DEPOSITS



Northwest's mix of business deposits is diversified due to our focus on meeting the needs of all types of businesses.



Business Solutions

EMPLOYEE BENEFITS

Northwest has increased assets under management in recent years...

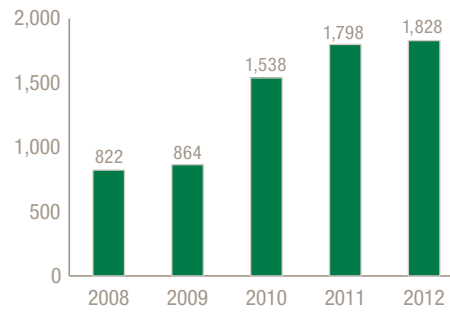
along with the number of benefit plans administered...

which has driven an increase in fee income from these business lines.

BENEFIT PLAN ASSETS UNDER MANAGEMENT
in millions of dollars



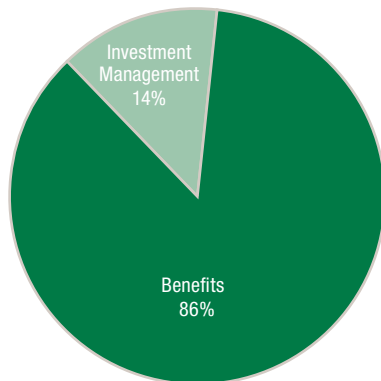
OF BENEFIT PLANS ADMINISTERED



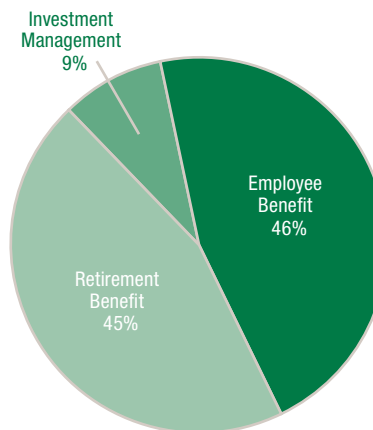
BENEFIT PLAN MANAGEMENT REVENUE
in millions of dollars



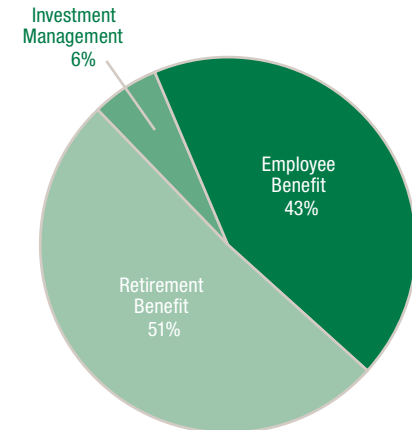
ASSET MIX
as a % of total assets



BENEFIT PLANS ADMINISTERED
as a % of total plans



BUSINESS REVENUE
as a % of total revenue



Personal Banking

NORTHWEST HAS A COMPREHENSIVE ARRAY OF FINANCIAL TOOLS TO SATISFY OUR CUSTOMERS' NEEDS AS THEY LIVE, WORK, AND PLAY.

Our company's goal is to deliver the highest quality personal banking products and services with maximum convenience and competitive pricing.

- Checking, Savings, and CDs
- Loans and Lines of Credit
- Mobile Banking
- Online Banking and Bill Pay
- 50,000+ Free ATMs
- eStatementsPLUS
- Debit and Credit Cards
- Telephone Banking



Personal Banking

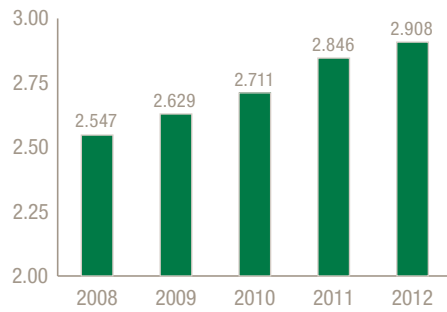
DEEPENING RELATIONSHIPS

Our strategy of increasing the number of services per household...

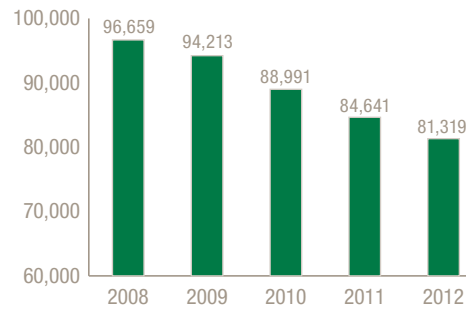
and decreasing the number of single service households...

creates meaningful customer relationships, reduces attrition, and improves operating performance.

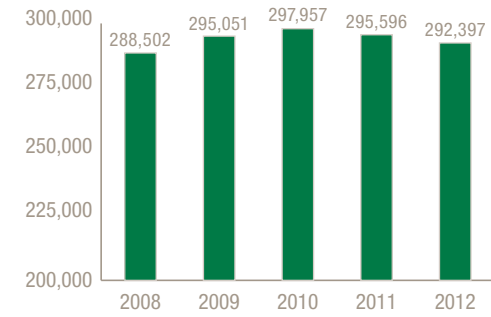
SERVICES PER HOUSEHOLD



OF SINGLE SERVICE HOUSEHOLDS



OF HOUSEHOLDS



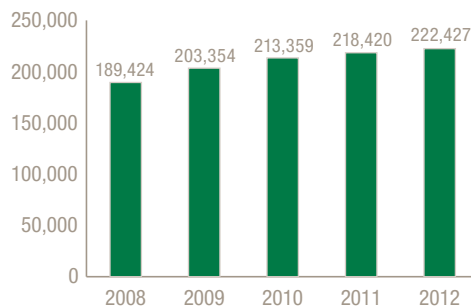
INCREASING CHECKING BALANCES

Northwest has had great success in recent years in procuring new checking accounts...

while checking account balances have also increased significantly...

and provided significant levels of checking-related fee income.

OF CHECKING ACCOUNTS



CHECKING ACCOUNT BALANCES
in millions of dollars



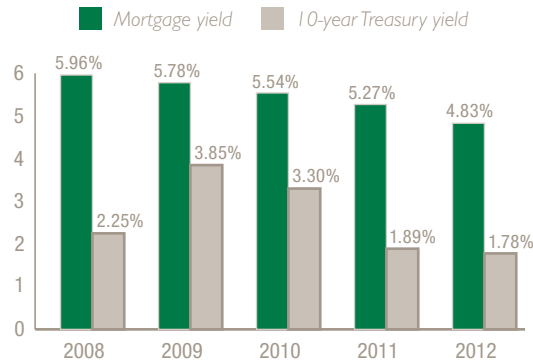
CHECKING ACCOUNT FEES
in millions of dollars



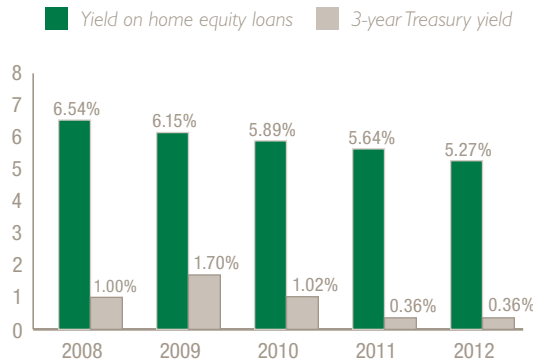
REMAINING A PREFERRED PROVIDER OF CONSUMER CREDIT

The mortgage and home equity portfolios have provided an attractive and stable yield during a period of low interest rates while losses remain relatively low during the recent economic downturn due to our conservative lending practices and low average balances.

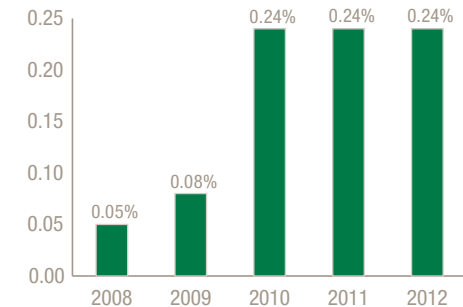
MORTGAGE PORTFOLIO YIELD VS. 10-YEAR TREASURY YIELD AT DECEMBER 31



HOME EQUITY PORTFOLIO YIELD VS. 3-YEAR TREASURY YIELD AT DECEMBER 31



MORTGAGE & HOME EQUITY LOANS LOSSES as a % of total mortgages and home equities



CONSUMER LOANS

We continue to retain much of our consumer loan portfolio during the recent cycle of low demand.

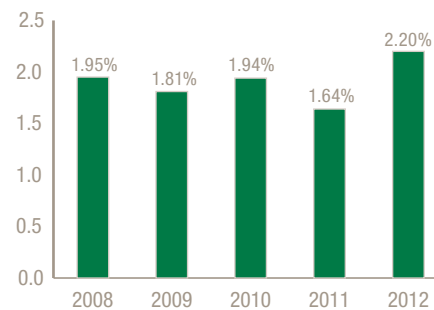
While losses have remained at manageable levels...

and yields have remained attractive during a period of low interest rates.

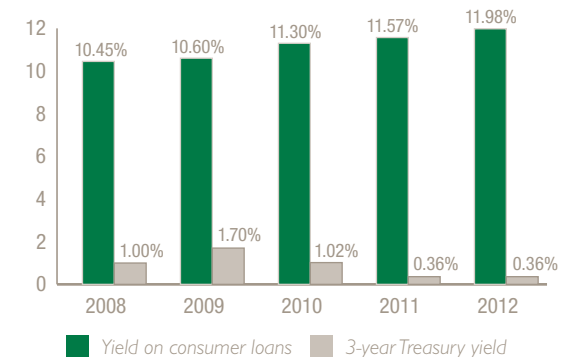
CONSUMER LOANS in millions of dollars



CONSUMER LOAN LOSSES as a % of consumer loans



YIELD ON CONSUMER LOANS VS. 3-YEAR TREASURY YIELD AT DECEMBER 31



NORTHWEST IS DEDICATED TO TURNING OUR CUSTOMERS' FINANCIAL SUCCESS INTO FINANCIAL SECURITY.

We have achieved significant growth in both personal assets under management and number of clients as we leverage the opportunities to develop such relationships with customers who also use our banking services.

- Investments
- Planning and Management
- Trust and Estate Services
- Employee Benefits
- Insurance
- Retirement Plans
- Oil and Gas Lease Income



Investment Management

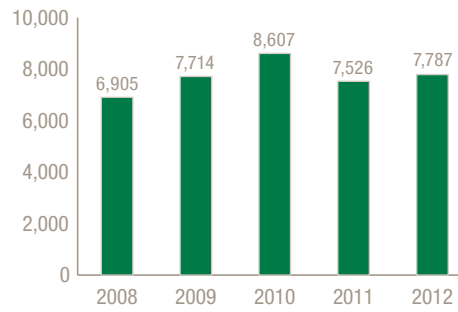
Assets under management have increased significantly in recent years...

PERSONAL ASSETS UNDER MANAGEMENT
in millions of dollars



while we have had success with customer retention...

OF CLIENTS

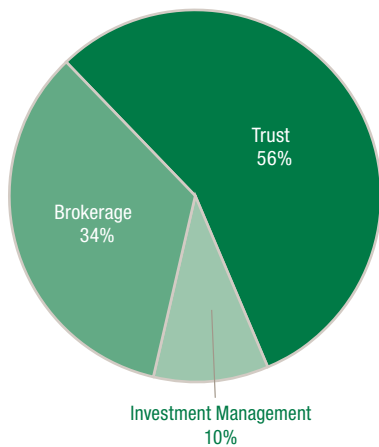


which has provided a growing source of fee income.

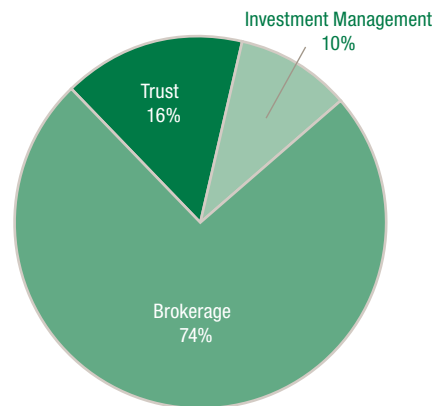
INVESTMENT MANAGEMENT REVENUE
in millions of dollars



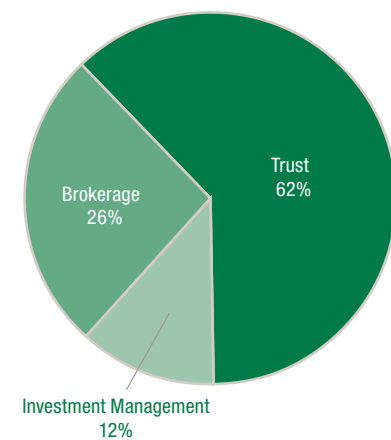
PERSONAL ASSET MIX
as a % of total assets under management



PERSONAL CLIENT MIX
as a % of total clients



PERSONAL REVENUE MIX
as a % of total Investment Management revenue





Financial Data

CONDENSED CONSOLIDATED BALANCE SHEET

(in thousands, except share data)

	AS OF DECEMBER 31,	
	2012	2011
ASSETS		
Cash and cash equivalents	\$ 451,704	\$ 688,297
Marketable securities available-for-sale	1,079,074	908,349
Marketable securities held-to-maturity	155,081	231,389
Loans receivable, net of allowance for loan losses of \$73,219 and \$71,138	5,629,261	5,480,381
Accrued interest receivable	23,313	24,599
Real estate owned, net	26,165	26,887
Bank-owned life insurance	137,044	133,524
Premises and equipment	138,824	132,152
Goodwill and other intangible assets	177,990	174,005
Federal Home Loan Bank stock, at cost	46,834	48,935
Other assets	77,310	109,187
TOTAL ASSETS	\$ 7,942,600	\$ 7,957,705
LIABILITIES AND SHAREHOLDERS' EQUITY		
Deposits	\$ 5,764,600	\$ 5,780,325
Borrowed funds	860,047	827,925
Advances by borrowers for taxes and insurance	23,325	23,571
Accrued interest payable	888	1,104
Other liabilities	62,177	66,782
Trust preferred securities	103,094	103,094
TOTAL LIABILITIES	6,814,131	6,802,801
Preferred stock, \$0.01 par value, 50,000,000 shares authorized; no shares issued	—	—
Common stock, \$0.01 par value, 500,000,000 shares authorized; 93,652,960 and 97,493,046 shares issued and outstanding, respectively	937	975
Paid-in capital	613,249	659,523
Retained earnings	550,296	543,598
Unallocated common stock of Employee Stock Ownership Plan	(24,525)	(25,966)
Accumulated other comprehensive loss, net	(11,488)	(23,226)
TOTAL SHAREHOLDERS' EQUITY	1,128,469	1,154,904
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 7,942,600	\$ 7,957,705

CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(in thousands, except share data)

	YEARS ENDED DECEMBER 31,		
	2012	2011	2010
INTEREST INCOME:			
Loans	\$ 309,391	\$ 320,942	\$ 328,948
Investments and interest-earning cash	29,784	39,128	41,620
TOTAL INTEREST INCOME	339,175	360,070	370,568
INTEREST EXPENSE:			
Deposits	43,377	60,721	75,174
Borrowed funds	31,822	32,080	37,753
TOTAL INTEREST EXPENSE	75,199	92,801	112,927
Net interest income	263,976	267,269	257,641
Provision for loan losses	26,338	34,170	40,486
Net interest income after provision for loan losses	237,638	233,099	217,155
NONINTEREST INCOME:			
Service charges and fees	34,486	35,378	37,921
Trust and other financial services income	8,544	8,125	7,252
Gain/(loss) on securities	323	(579)	660
Insurance commission income	6,264	6,548	5,190
Income from bank-owned life insurance	4,961	6,019	5,080
Other	3,189	2,645	4,295
TOTAL NONINTEREST INCOME	57,767	58,136	60,398
NONINTEREST EXPENSE:			
Compensation and employee benefits	111,727	106,595	100,709
Premises and occupancy costs	22,409	23,055	22,665
Office operations	13,224	12,850	13,864
Processing expenses	25,000	23,332	23,152
Amortization of intangibles	1,012	1,819	2,784
Marketing expenses	7,829	9,953	9,875
Federal deposit insurance premiums	5,554	7,101	9,054
Other	18,722	15,522	14,405
TOTAL NONINTEREST EXPENSE	205,477	200,227	196,508
Income before income taxes	89,928	91,008	81,045
Income tax expense	26,368	26,857	23,522
NET INCOME	\$ 63,560	\$ 64,151	\$ 57,523
Basic earnings per share	\$ 0.68	\$ 0.64	\$ 0.53
Diluted earnings per share	\$ 0.68	\$ 0.64	\$ 0.53

Directors and Officers

Board of Directors Northwest Bancshares, Inc. and Northwest Savings Bank

William J. Wagner
Chairman, President, and
Chief Executive Officer
Northwest Bancshares, Inc.

John M. Bauer
Co-Chairman,
Contact Technologies, Inc.

Richard L. Carr
Retired Superintendent,
Titusville Area School District

Deborah J. Chadsey
Attorney and Partner,
Kavinoky Cook LLP

Dr. A. Paul King
Retired President,
Oral Surgery of Erie

Joseph F. Long
Retired Partner, KPMG LLP
Treasurer, Passavant Hospital
Foundation

Dr. Richard E. McDowell
President Emeritus,
The University of Pittsburgh
at Bradford

John P. Meegan
Executive Vice President and
Chief Operating Officer,
Hefren-Tillotson, Inc.

Sonia M. Probst
Retired Chief Executive Officer,
Rouse Estate

Philip M. Tredway
President and
Chief Executive Officer,
Erie Molded Plastics, Inc.

Corporate Officers Northwest Bancshares, Inc. and Northwest Savings Bank

William J. Wagner
President and
Chief Executive
Officer

Steven G. Fisher
Executive Vice President,
Banking Services

William W. Harvey, Jr.
Executive Vice President,
Finance and
Chief Financial Officer

Timothy A. Huber
Executive Vice President,
Chief Lending Officer

Gregory C. LaRocca
Executive Vice President,
Wealth Management,
Trust & Insurance Services and
Corporate Secretary

Julia W. McTavish
Executive Vice President,
Chief Human Resources Officer

Michael G. Smelko
Executive Vice President,
Chief Credit Officer

Ronald B. Andzelik
Senior Vice President,
Compliance and Community
Reinvestment Act Officer

Robert Bablak, Jr.
Senior Vice President,
Community Banking

John K. Beard
Senior Vice President,
Retail Investment Services

Douglas Bert
Senior Vice President,
Senior Executive,
Insurance Services

William M. Guthrie
Senior Vice President,
Senior Executive,
Wealth Management

John E. Hall
Senior Vice President,
Consumer Lending

Neil R. Hoffman
Senior Vice President,
Commercial Lending

Gerald J. Ritzert
Senior Vice President,
Finance and Controller

Richard F. Seibel
Senior Vice President,
Risk Management

Vicki L. Stec
Senior Vice President,
Compliance and
Bank Secrecy Officer

David E. Westerburg
Senior Vice President,
Marketing and Operations,
Chief Marketing Officer

Andrew C. Young
Senior Vice President,
Chief Information Officer

Stephen M. Bell
Vice President,
Facilities

Thomas K. Creal
Vice President,
Credit Administration

Michael R. DelPrince
Vice President,
Finance

Barbara L. DeMontier
Vice President,
Human Resources

Michael A. Doherty
Vice President,
Credit Administration

W. Norman Ewing
Vice President,
Systems and Programming

James G. Holding
Vice President,
Communications

Dean C. Huya
Vice President,
Loss Mitigation

Paul C. Lindberg
Vice President,
Loan Review

Dorothy E. Lobdell
Vice President,
Mortgage Lending

Edward A. Martone
Vice President,
Human Resources

Kevin G. Mizak
Vice President,
Chief Auditor

Donald E. Reed
Vice President,
Finance and Treasurer

David C. Stevenson
Vice President,
Computer Operations

Eric D. Stoever
Vice President,
Chief Technology Officer

James M. Swanson
Vice President,
Retail Deposit Products

William C. Tarpenning
Vice President,
Mortgage Banking

Deborah A. Vecellio
Vice President,
Mortgage Servicing

Shawn O. Walker
Vice President,
Marketing

Region Presidents Northwest Savings Bank

Richard J. Oppitz
Maryland

Nancy J. May
Eastern Pennsylvania

Julie A. Marasco
Northwest Pennsylvania, Ohio

Christopher A. Martin
Southwest Pennsylvania

James E. Martin
Erie, Pennsylvania

Jonathan E. Rockey
Central Pennsylvania

Jonathan P. Scalise
New York

Investor Information

Corporate Headquarters:

100 Liberty Street
P.O. Box 128
Warren, Pennsylvania 16365
Telephone : (814) 726-2140
Fax : (814) 728-7716
www.northwestsavingsbank.com

Annual Meeting:

April 17, 2013, 11:00 a.m.
The Struthers Library Theatre
302 West Third Avenue
Warren, Pennsylvania 16365

Stock Listing:

Northwest Bancshares, Inc. common stock is traded on the NASDAQ Global Select Market under the symbol "NWBI."

Stock Transfer, Registrar, and Dividend Disbursing Agent:

Shareholder communications regarding change of address, change in registration of certificates, reporting of lost certificates and dividend checks should be directed to:

American Stock Transfer and Trust Company, LLC
6201 15th Avenue
Brooklyn, New York 11219
Toll Free : (800) 937-5449
Toll Free : (877) 777-0800
Fax : (718) 236-2641
Email : info@amstock.com
Web Site : www.amstock.com

Online Shareholder Access:

Registered shareholders may access their account(s) online through American Stock Transfer & Trust Company, LLC at www.amstock.com. Here you can easily initiate a number of transactions and inquiries as well as obtain important details about your holdings and general stock transfer information.

- Update your mailing address
- Access account information
- Print a duplicate 1099 tax form
- Combine/consolidate accounts
- Request a replacement dividend check
- Download stock transfer instructions and forms
- Enroll in direct deposit of dividends

Financial Information:

The Annual Report on Form 10-K is filed with the Securities and Exchange Commission (SEC). Copies of this document and other filings, including exhibits thereto, may be obtained electronically at the SEC home page at www.sec.gov or through the Company's website www.northwestsavingsbank.com. Copies may also be obtained, without charge, upon request by writing to the Company's corporate headquarters.

Independent Auditors:

KPMG LLP
Pittsburgh, Pennsylvania

Securities Counsel:

Luse Gorman Pomerenk & Schick, P.C.
Washington, D.C.

Common Stock Information:

Year Ended December 31, 2012	High	Low	Cash Dividends Declared
First quarter	\$ 13.08	\$ 12.14	\$ 0.12
Second quarter	13.00	11.03	0.12
Third quarter	12.70	11.22	0.12
Fourth quarter	12.50	11.11	0.24 ⁽¹⁾
Year Ended December 31, 2011	High	Low	Cash Dividends Declared
First quarter	\$ 12.59	\$ 11.47	\$ 0.10
Second quarter	12.67	11.90	0.11
Third quarter	13.36	10.74	0.11
Fourth quarter	12.93	11.33	0.11

(1) Includes acceleration of first quarter 2013 dividend paid on December 24, 2012

Dividend Reinvestment & Direct Stock Purchase and Sale Plan:

Northwest Bancshares, Inc. is pleased to offer a Dividend Reinvestment and Direct Stock Purchase and Sale Plan through American Stock Transfer & Trust Company, LLC (the "Plan Administrator").

The plan provides both existing registered shareholders and interested new investors with a convenient method to purchase shares of Northwest Bancshares, Inc. common stock.

If you are already a registered shareholder or are interested in becoming one, you may access the plan material and enroll online at www.amstock.com by clicking on "Invest Online" under "Shareholder Services" or via our investor relations website at www.northwestsavingsbank.com.

Alternatively, you may request a plan prospectus and enrollment application by calling American Stock Transfer & Trust Company, toll-free, at (877) 715-0499 or Northwest, toll-free, at (800) 859-1000 or (814) 728-7263.

Direct Deposit of Dividends:

Shareholders who do not reinvest their dividends may elect to have cash dividends directly deposited into their savings or checking account, thereby providing immediate access to funds and eliminating mail delays and lost or stolen checks. You may enroll online by accessing your shareholder account(s) at www.amstock.com or, to obtain an enrollment card, by calling the Company's transfer agent, toll-free, at (800) 937-5449 or Northwest, toll-free, at (800) 859-1000.

Investor Relations:

William J. Wagner
President and Chief Executive Officer

William W. Harvey, Jr.
Executive Vice President and
Chief Financial Officer

Shareholder Relations:

Ian R. Scott
Assistant Vice President,
Shareholder Relations and
Assistant Corporate Secretary
(800) 859-1000

In addition to historical information, this report may contain certain forward-looking statements that are based on assumptions and information currently available to management, including assumptions as to changes in market interest rates. These forward-looking statements are subject to various risks and uncertainties including, but not limited to, economic, regulatory, competitive, legislative, and other factors affecting the company and its operations. Readers are cautioned not to place undue reliance on these forward-looking statements as actual results may differ materially from those expressed or implied. Management has no obligation to revise or update these forward-looking statements to reflect events or circumstances that arise after the release of this report.

“Highest Customer Satisfaction with Retail Banking in the Mid-Atlantic Region, Three Years in a Row”



Forbes
America's Most
TRUSTWORTHY
Companies
2012



Bank Honor Roll
KEEFE, BRUYETTE & WOODS
2011 • 2012



Bank Director
Magazine
2012

Northwest Savings Bank received the highest numerical score among retail banks in the Mid-Atlantic region in the proprietary J.D. Power and Associates 2010-2012 Retail Banking Satisfaction Studies.SM Study based on 51,498 total responses measuring 31 providers in the Mid-Atlantic region (DE, MD, NJ, NY, PA, VA & Wash., D.C.) and measures opinions of consumers with their primary banking provider. Proprietary study results are based on experiences and perceptions of consumers surveyed January-February, 2012. Your experiences may vary. Visit jdpower.com.



100 Liberty Street
PO Box 128
Warren, Pennsylvania 16365
(814) 726-2140
www.northwestsavingsbank.com

