

National Penn Bancshares, Inc. (NASDAQ: NPBC) Closes Offering of \$125.0 million 4.25% Senior Notes due September 2024

Sandler O'Neill + Partners, L.P. served as joint book-running manager for this offering by National Penn Bancshares, Inc. Sandler O'Neill has been a book-running manager in six of the eight public offerings of senior notes or subordinated debt for community banks in 2014.¹

About the Offering:

On September 16, 2014 National Penn Bancshares, Inc. (the "Company") completed the public offering and sale of \$125 million of its 4.25% Senior Notes due September 30, 2024.

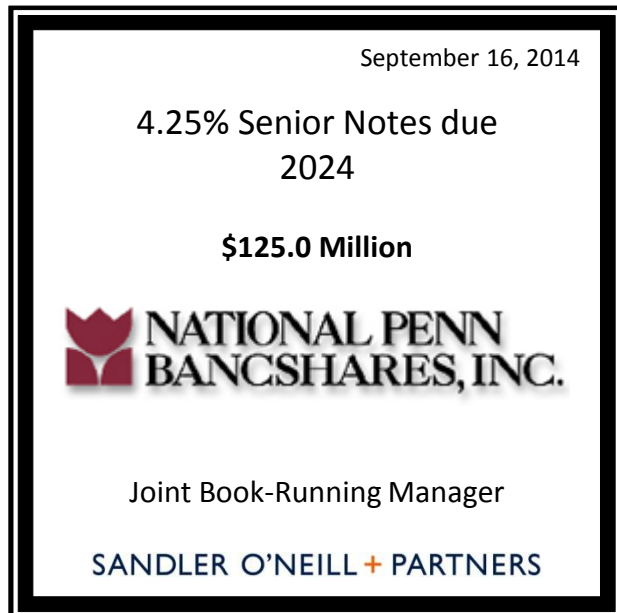
The Company plans to use the proceeds of the offering for general corporate purposes, which may include, without limitation, refinancing, reduction or repayment of debt, investments in National Penn Bank as regulatory capital and in other subsidiaries, financing of possible acquisitions including payment of the cash consideration of the pending merger with TF Financial, repurchases of capital stock, expansion of the business, and investments at the holding company level.

This announcement is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy securities.

About the Company:

National Penn Bancshares, Inc. is based in Allentown, Pennsylvania and offers a diversified range of financial products principally through its bank subsidiary, National Penn Bank, as well as an array of investment, insurance and employee benefit services through non-bank subsidiaries. The Company operates 111 retail branch offices, of which 110 are located in Pennsylvania and one is located in Maryland. The Company's common stock is traded on the NASDAQ Global Select Market under the symbol "NPBC."

⁽¹⁾ Source: SNL Securities. Includes all public offerings of senior notes and subordinated debt since 1/1/2014 for banks with assets of less than \$25 billion.



Financial Highlights as of June 30, 2014²

(Dollars in thousands)

Total assets	\$8,618,373
Total gross loans (held for investment)	5,403,756
Total deposits	6,108,483
Shareholders' equity	1,101,408
Market capitalization	1,419,200

Tier 1 leverage ratio	11.09%
Tier 1 risk-based capital ratio	14.64
Total risk-based capital ratio	15.89
TCE / TA	10.03

⁽²⁾ Financial data not pro forma for the pending acquisition of TF Financial or the senior note offering.

Sandler O'Neill Contacts:

Bob Kleinert Managing Principal (212) 466-7806	Emmett Daly Principal (212) 466-7955	Jacques de Saint Phalle Principal (212) 466-7721	Jennifer Docherty Managing Director (212) 466-7796	Susan Weinberg Managing Director (212) 466-7807
Conrad Chanzit Managing Director (617) 994-6531	Demetrios Hadgis Associate Director (212) 466-8019	Jocelyn Kukulka Vice President (212) 466-8032	Alex Venino Analyst (212) 466-7727	Adam Begin Analyst (212) 466-7957