

**First Sentry Bancshares, Inc. (OTC Pink: FTSB; Huntington, WV) has agreed to merge with WesBanco, Inc. (NASDAQ: WSBC; Wheeling, WV)**

**Deal Value: Approximately \$101.4 Million**

**WesBanco will strategically cross the \$10 billion asset threshold upon completion of this transaction.**

Sandler O'Neill served as financial advisor and provided a fairness opinion to First Sentry Bancshares, Inc. in this transaction. This transaction represents Sandler O'Neill's 148<sup>th</sup> bank or thrift transaction nationwide since January 1, 2015, representing \$46.2 billion in aggregate transaction value. Sandler O'Neill has served as a financial advisor on more bank and thrift transactions than any other investment bank during that time period.<sup>1</sup>

**Wheeling, WV, November 13, 2017** – WesBanco, Inc. ("WesBanco") (Nasdaq: WSBC) and First Sentry Bancshares, Inc. ("First Sentry") (OTC Pink: FTSB) jointly announced today that they have executed a definitive Agreement and Plan of Merger providing for the merger of First Sentry with and into WesBanco. James C. Gardill, Chairman of the Board, and Todd F. Clossin, President and CEO, of WesBanco and Robert H. Beymer, Chairman of the Board, and Geoffrey S. Sheils, President and CEO, of First Sentry, made the joint announcement.

Under the terms of the Agreement and Plan of Merger, which has been approved by the board of directors of both companies, WesBanco will exchange shares of its common stock for First Sentry common stock, in an all-stock transaction. First Sentry shareholders will be entitled to receive 1.5869 shares of WesBanco common stock for each share of First Sentry common stock for a total value of approximately \$64.00 per share or \$101.4 million (including options) based on the 15-day average closing price of WesBanco common stock ending on November 9, 2017 of \$40.33. The merger is expected to qualify as a tax-free reorganization.

"We look forward to providing the customers of First Sentry with a broader array of banking services, including expanded commercial and mortgage lending capabilities as well as trust and wealth management services," said Todd F. Clossin, President and Chief Executive Officer of WesBanco. "First Sentry's commercial lending focus and solid credit quality matches well with WesBanco's strengths and strategies, and will enhance our position in the attractive Huntington, WV MSA, as well as nicely bridging our existing Charleston, WV and southeastern Ohio markets. "First Sentry is an outstanding community-based financial institution with a strong management team that shares our commitment to client service and community banking. We are pleased to be able to partner with them to help provide continuing value to the community," said James C. Gardill, WesBanco's Chairman of the Board.

Excluding certain one-time merger charges, the transaction should be approximately 2% accretive to 2018 earnings and 3.5% accretive to 2019 earnings. Estimated tangible book value dilution at closing of approximately 1% is expected to be earned back in approximately two years using the "cross-over" method, including estimated merger-related expenses of approximately \$9.9 million. The acquisition is subject to the approvals of the appropriate banking regulatory authorities and the approval of the shareholders of First Sentry. The transaction is anticipated to be completed during the first or second quarter of 2018.

"We are excited about our merger with WesBanco as it will provide additional high quality products and services for our customers, as well as growth opportunities for our employees," said Geoffrey S. Sheils, First Sentry's President and CEO, who will join WesBanco as Market President upon completion of the merger. "WesBanco's nearly 150 year history as a community bank combined with its strong operating performance and demonstrated track record of merger success makes WesBanco the ideal partner for First Sentry Bank."

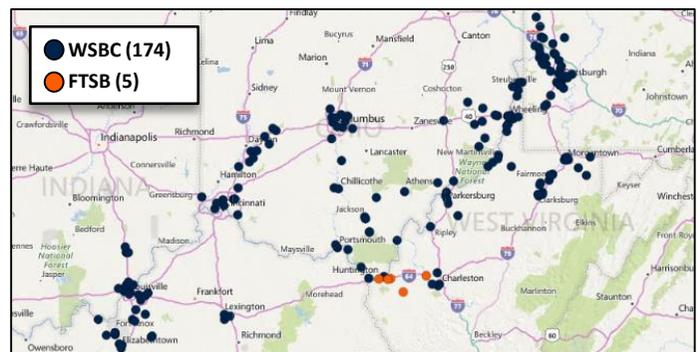
"Our partnership with WesBanco will be a great benefit to our clients, employees, and shareholders," said Robert H. Beymer, Chairman of the Board of First Sentry Bancshares. "In addition, I look forward to continuing my relationship as Chairman of a regional market advisory board for WesBanco, which will be comprised of my fellow First Sentry board members to ensure a smooth transition in the local market."

**Financial Highlights**

<i>(Dollars in thousands)</i>	<b>WSBC</b>	<b>FTSB</b>
Total Assets	\$9,918,277	\$665,571
Total Net Loans	\$6,354,450	\$448,683
Total Deposits	\$7,101,025	\$526,629
Total Equity	\$1,394,558	\$52,340
TCE / TA	8.62%	7.48%

<sup>1)</sup> Source: SNL Financial. Excludes terminated transactions and self-advisory roles  
Note: Financial data as of September 30, 2017

**Pro Forma Branch Map**



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