

Investor Presentation

Nasdaq: FISI
Fourth Quarter 2025

January 29, 2026



Financial
Institutions, Inc.



Important Information

Safe Harbor Statement & Other Information



Statements contained in this presentation which are not historical facts and which pertain to future operating results of Financial Institutions, Inc. (the "Company") and its subsidiaries constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Similarly, statements that describe the objectives, plans or goals of the Company are forward-looking. These forward-looking statements speak only of as of the date of this presentation. These forward-looking statements can generally be identified as such by the context of the statements, including words such as "anticipate," "believe," "continue," "estimate," "expect," "focus," "forecast," "guidance," "intend," "may," "plan," "preliminary," "should," "target," or "will," and other similar expressions, whether in the negative or affirmative. These forward-looking statements are based on management's current expectations and beliefs and involve significant risks and uncertainties. You should not place undue reliance on any such forward-looking statements. All forward-looking statements, express or implied, made herein are qualified in their entirety by this statement and the cautionary language and the risk and other factors detailed from time to time in the Company's Annual Report on Form 10-K, its Quarterly Reports on Form 10-Q and other documents filed with the Securities and Exchange Commission. These documents contain and identify important factors that could cause actual results to differ materially from those contained in our projections or forward-looking statements. Except as required by law, the Company assumes no obligation to update any information presented herein.

Due to rounding, numbers presented throughout this and other documents may not add up precisely to the totals presented.

Please refer to the Appendix for a listing of acronyms and abbreviations used within this presentation.

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Overview of Financial Institutions, Inc.

\$6.27B-asset financial holding company of Five Star Bank and Courier Capital

Headquartered in Western New York, serving 15 contiguous Upstate New York counties through 50 locations¹

- Commercial LPO serving Mid-Atlantic region provides valuable geographic and client type diversification

Experienced management team with extensive market knowledge and industry experience

History of generating consistent, strong operating results

Disciplined credit culture with solid credit quality over time

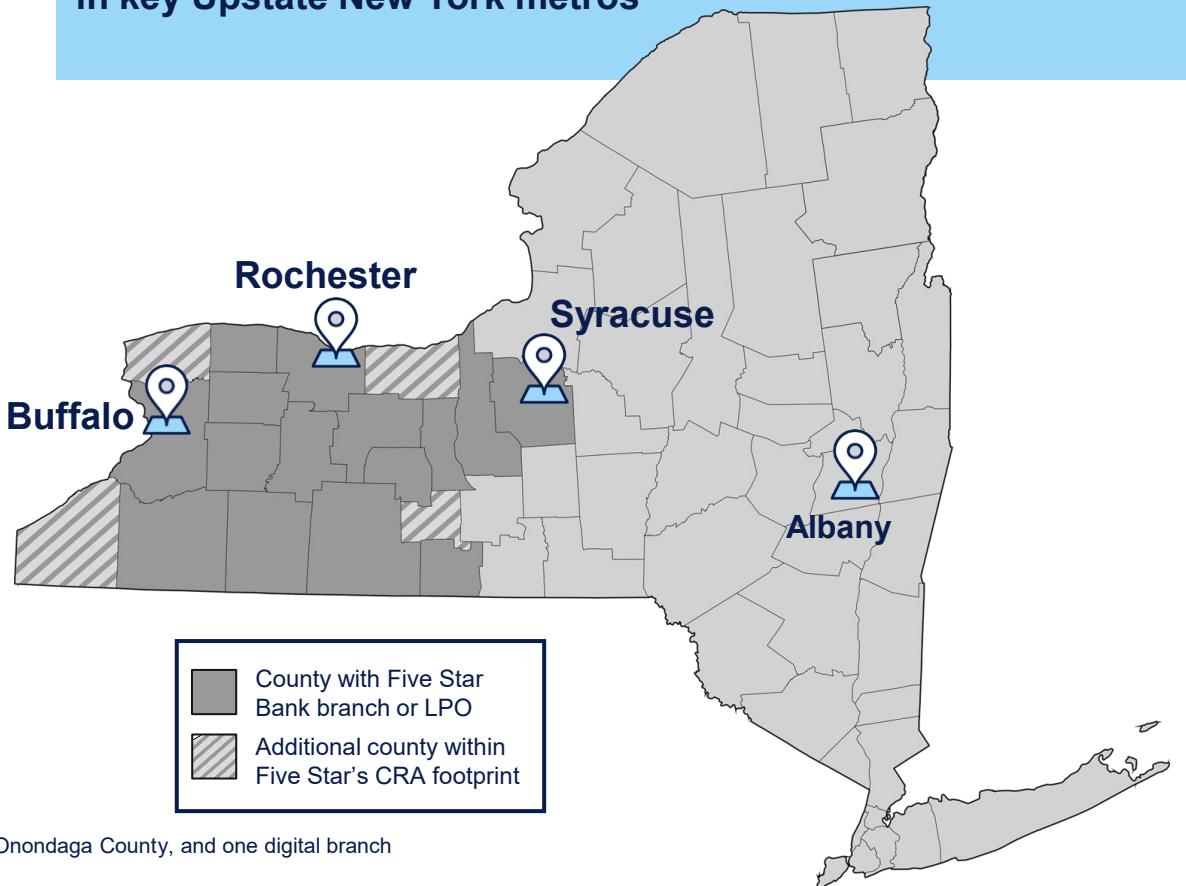
Diversified core business lines:

- Community banking services
- Commercial and SMB lending
- Wealth management

Complementary auto lending business line provides steady cash flow and solid margin contributions:

- Consumer Indirect auto lending offered through new auto dealer network in New York State, where public transportation is limited

Serving financially stable markets and well-positioned for growth in key Upstate New York metros



¹ 48 branches and one motor branch across 14 New York State counties, in addition to a commercial LPO located in Onondaga County, and one digital branch



Strong Execution and Momentum

Strategic actions in recent years have translated to a stronger balance sheet and performance

2025

Expanded Earnings

- Improved profitability evident in full year 2025 results
- New share repurchase plan approved in 3Q25, with active buybacks in 4Q25
- Successful \$80MM sub-debt offering in 4Q25 allowing for refinance of past issuances at favorable rate in 1Q26

2024

Bolstered Capital

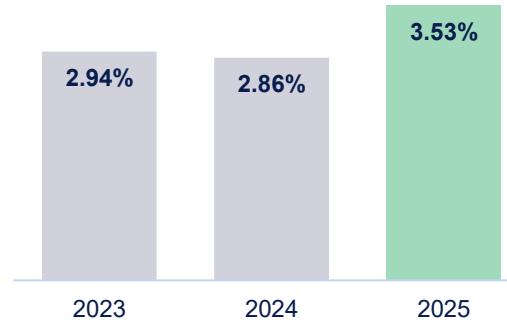
- Oversubscribed \$100MM public equity offering and transformative investment securities restructuring in 4Q24 strengthened capital position and set stage for stronger earnings potential
- Began wind-down of BaaS in 3Q24
- Sold insurance subsidiary in 2Q24

2023

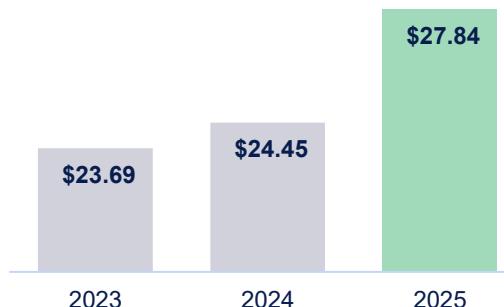
Enhanced Liquidity

- Enhanced liquidity from \$945MM at 12/31/22 to ~\$1.3B by 12/31/23
- Strengthened executive leadership team throughout 2023
- Merged RIA subsidiaries in 2Q23
- Opened commercial LPO in Syracuse in 1Q23

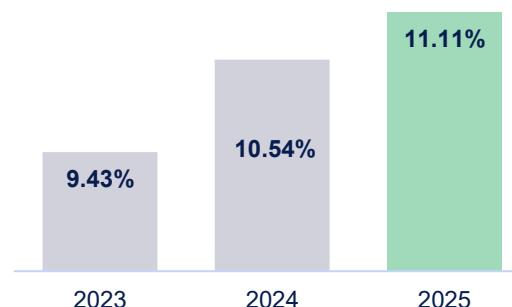
Net Interest Margin¹



Tangible Common Book Value per Share²



Common Equity Tier 1 Ratio



¹ Fully Tax Equivalent

² Non-GAAP measure, please see reconciliation in Appendix



Full Year 2025 Highlights

As of or for the year ended 12/31/25



\$73.4MM

Net income available to common shareholders

“Our 2025 performance reflects our team's **strong execution** against the targets we laid out at the start of this year and success in delivering **profitable organic growth**, highlighted by full year return on average assets of 1.20% and an efficiency ratio of 58%”

- Martin K. Birmingham, President & CEO

Diluted earnings per common share: \$3.61, compared to loss of \$2.75 in 2024

ROAA: 1.20%, compared to (0.68%) in 2024

NIM: 3.53%, up 67 bps from prior year

NII: \$200.0MM, up \$0.4MM, or 22.2%, from 2024

Total deposits: \$5.21B, up \$101.6MM, or 2.0% from 12/31/24

Total loans: \$4.66B, up \$178.7MM, or 4.0%, during the year

Noninterest income: \$45.0MM, compared to loss of \$46.7MM in 2024

Noninterest expense: \$142.0MM, compared to \$178.9MM in 2024

Credit quality metrics: Included NCOs to average loans of 24 bps, compared to 20 bps in 2024, and NPLs to total loans of 77 bps at 12/31/25, down from 92 bps one year prior

Provision for credit losses: \$11.6MM, compared to \$6.2MM in 2024



Full Year 2026 Guidance

Focused on maintaining positive operating leverage and driving sustainable, organic growth

Full year NIM in the mid-360s bps using a spot-rate forecast as of MRQ-end

~5% annual loan growth, driven by commercial loans and inclusive of continued indirect run-off, which is expected to exceed production in 2026

Low single-digit deposit growth

Noninterest income expected to moderate from higher than typical 2025 results

- 2026 COLI income of ~\$10.5MM on a full year basis anticipated
- Investment advisory income expected to increase at mid-single-digit rate versus 2025
- Swap fees expected to moderate to a range of \$1MM to \$2MM

Low single-digit noninterest expense growth

Efficiency ratio below 58% for the year

Effective tax rate of 16.5% to 17.5% including the impact of the amortization of tax credit investments placed in service in recent years

Annual NCOs to full year avg. loans of 0.25% to 0.35% reflective of credit-disciplined lending and strong fundamental underwriting processes



≥1.22%

Return on average assets



≥11.90%

Return on average equity



Fourth Quarter 2025 Highlights

As of or for the quarter ended 12/31/25



\$19.6MM

Net income available to common shareholders

“In the fourth quarter, our capital actions included the **repurchase of 1.7% of outstanding common shares** and the successful completion of an \$80MM sub-debt offering. The notes received a BBB- rating from Kroll, with Stable outlook, reflecting our **improved profitability** and capital position.”

- Martin K. Birmingham, President & CEO

Diluted earnings per common share: \$0.96, compared to \$0.99 in 3Q25

ROAA (annualized): 1.27%, compared to 1.32% in LQ

NIM: 3.62%, down 3 bps from LQ

NII: \$52.2MM, up \$0.4MM, or 0.8%, from 3Q25

Total deposits: \$5.21B, down \$151.5MM, or 2.8% from 9/30/25, driven by seasonal public deposit outflows

Total loans: \$4.66B, up \$67.4 million, or 1.5%, during the quarter

Noninterest income: \$11.9MM, compared to \$12.1MM in 3Q25

Noninterest expense: \$36.7MM, compared to \$35.9MM in 3Q25

Credit quality metrics: Included NCOs to average loans of 21 bps, compared to 18 bps in the LQ

Provision for credit losses: \$3.4MM, compared to \$2.7MM in 3Q25

Recent Financial Results



Last five quarters earnings summary

Earnings Summary	4Q24	1Q25	2Q25	3Q25	4Q25
Amounts in millions, except percentages and per share amounts					
Average interest-earning assets	\$5,715.8	\$5,651.2	\$5,651.4	\$5,656.9	\$5,745.9
Net interest margin (tax equivalent basis)	2.91%	3.35%	3.49%	3.65%	3.62%
Net interest income	\$41.6	\$46.9	\$49.1	\$51.8	\$52.2
Noninterest income (loss)	(\$91.0)	\$10.4	\$10.6	\$12.1	\$11.9
Total revenue (loss)	(\$49.4)	\$57.2	\$59.7	\$63.8	\$64.1
Noninterest expense	(\$59.4)	(\$33.7)	(\$35.7)	(\$35.9)	(\$36.7)
(Provision) for credit losses	(\$6.5)	(\$2.9)	(\$2.6)	(\$2.7)	(\$3.4)
Income (loss) before income taxes	(\$115.3)	\$20.6	\$21.5	\$25.2	\$24.0
Income tax (expense) benefit	\$32.5	(\$3.7)	(\$4.0)	(\$4.8)	(\$4.0)
Net income (loss)	(\$82.8)	\$16.9	\$17.5	\$20.5	\$20.0
Preferred stock dividends	(\$0.4)	(\$0.4)	(\$0.4)	(\$0.4)	(\$0.4)
Net income (loss) available to common shareholders	(\$83.2)	\$16.5	\$17.2	\$20.1	\$19.6
Earnings (loss) per share – diluted	(\$5.07)	\$0.81	\$0.85	\$0.99	\$0.96
Weighted average common shares outstanding – diluted	16.4	20.3	20.3	20.3	20.3



Strong Community Bank Deposit Base

Serving consumers, businesses, municipalities and non-profits in Upstate New York

Total deposits were \$5.21B, down \$151.5MM, or 2.8%, from linked quarter-end, and up \$101.6MM, or 2.0%, from one year prior

- BaaS deposits totaled ~\$7MM at year-end

Granularity of community banking franchise benefits deposit portfolio

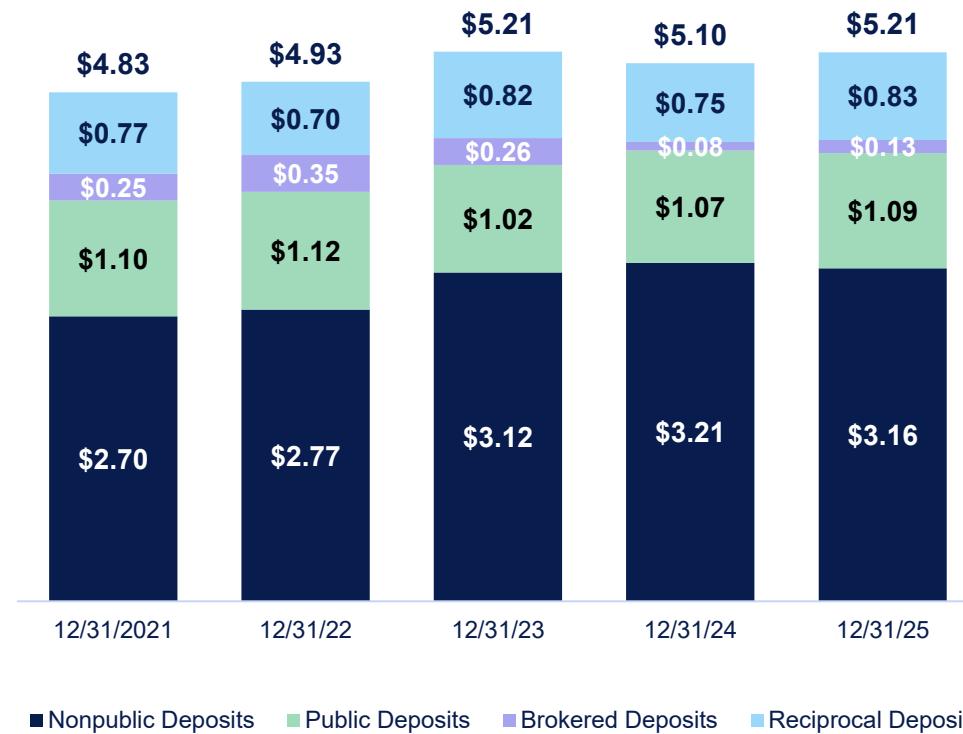
Lower-cost deposits from rural markets fund higher growth in metros markets

- Offering public deposit products to municipalities, including local governments and school districts, providing seasonal, lower-cost funding source, which made up 21% of total deposits at 12/31/25

Differentiated reciprocal deposit portfolio comprised of many long-tenured municipal and commercial customer relationships

- Through CDARS and ICS, we are able to meet the deposit needs of individual municipal and commercial customers requiring collateralization above the \$250,000 FDIC insurance limit.
- These product offerings in turn provide rates favorable to brokered deposits and further pricing benefit in a falling rate scenario.

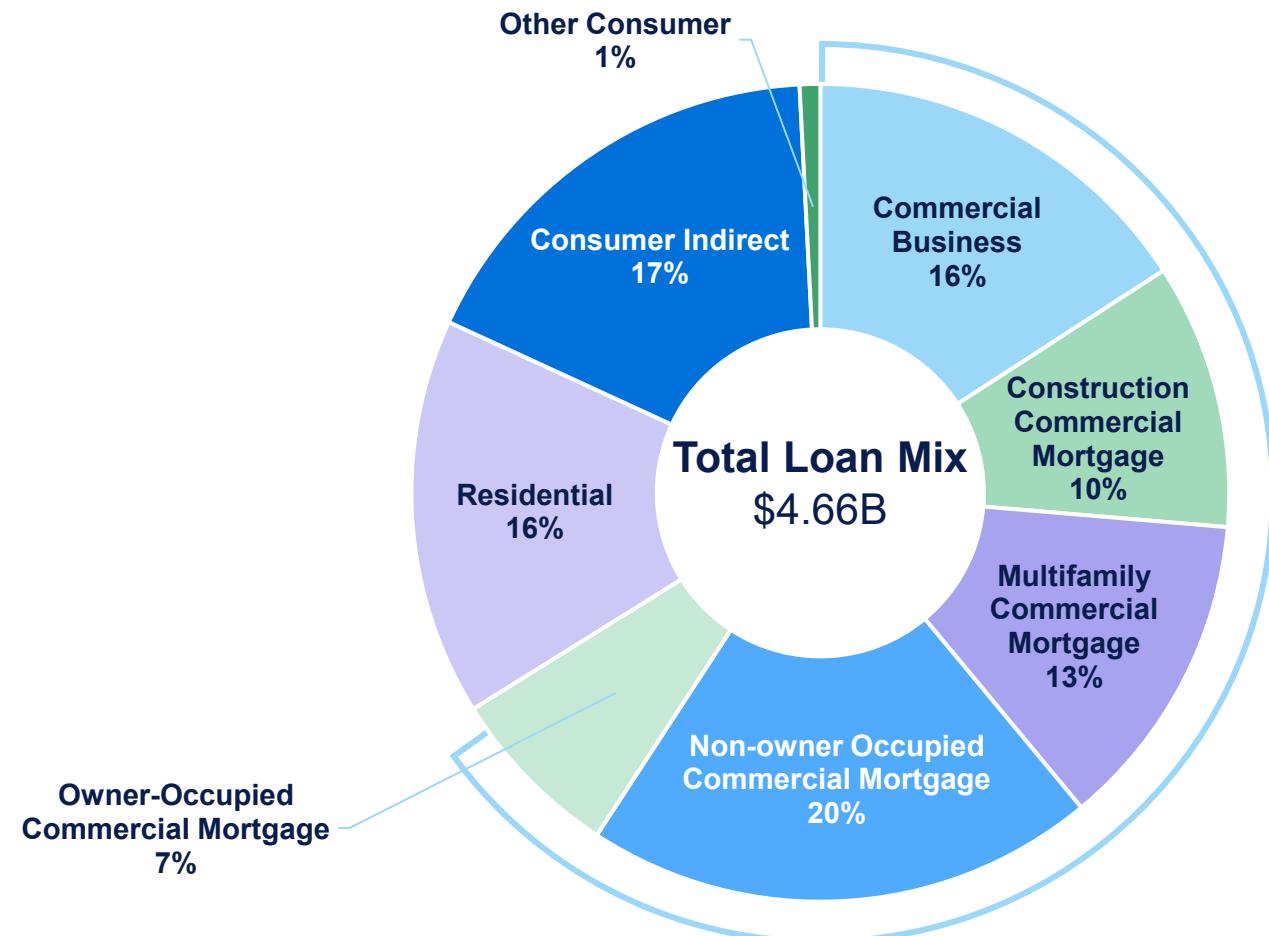
Total Deposits
\$ in billions | 1.9% CAGR





Diversified Loan Portfolio

Total loans have grown at a 5.7% CAGR since year-end 2021



66%
of total loans are
commercial,
comprised of
CRE, C&I &
BBU¹

¹ BBU, or Business Banking Unit, refers to small business lending through commercial franchise



Commercial Lending

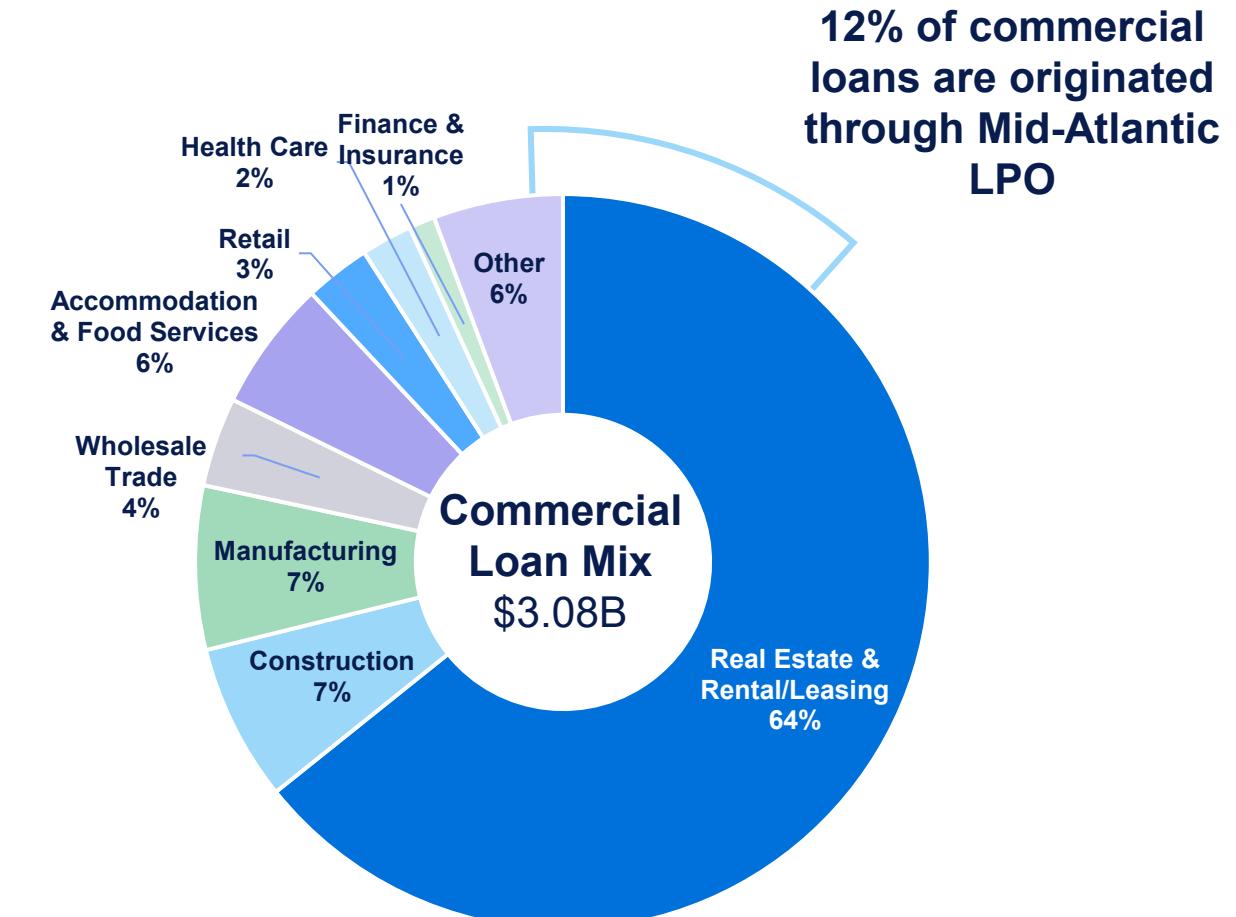
Total commercial loans of \$3.08B and committed credit exposure of \$4.18B at 12/31/25

Total commercial loans were up \$90.9MM, or 3.0%, from LQ and up \$215.7MM, or 7.5%, YOY

Operating in financial stable geographic markets, primarily in NYS

- Commercial teams situated in regional headquarters in Buffalo and Rochester, NY, supported by Upstate New York branch network and commercial LPOs in Central New York and the Mid-Atlantic
 - Syracuse, NY LPO well-positioned for anticipated growth from tech-fueled investments in Central New York under leadership of market president with 25+ years of local experience
 - LPO in suburban Baltimore, MD leverages decades of in-market and industry experience and deep relationships of the local CRE team to provide geographic and client diversification, including mix of stabilized projects, construction projects and residential AD&C projects (see Appendix for more detail on Mid-Atlantic)

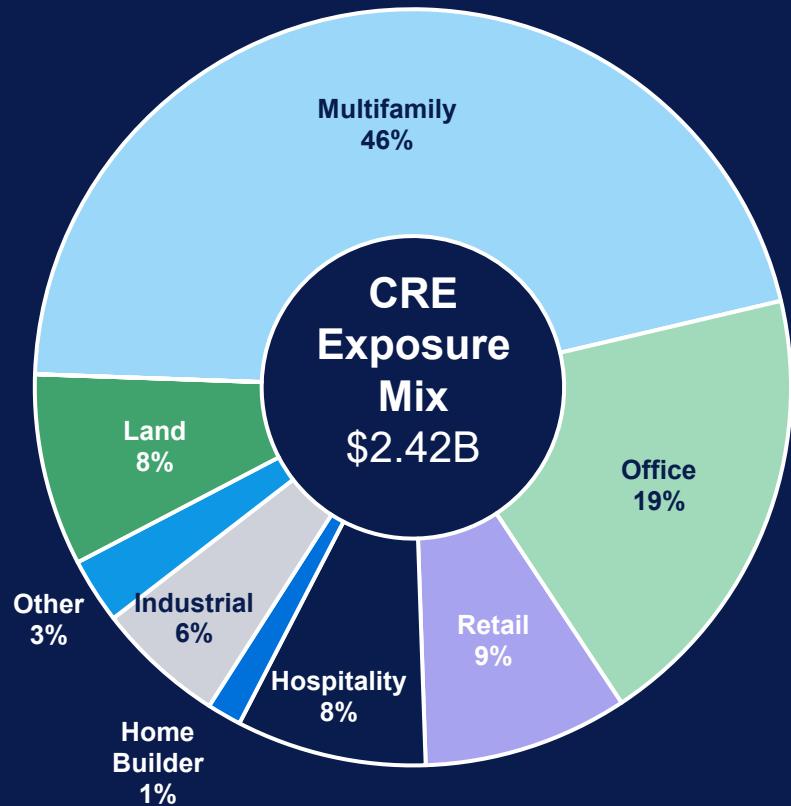
Disciplined approach to credit and risk management supports strong asset quality metrics





Commercial Real Estate

Total CRE outstandings of \$2.00B and committed credit exposure of \$2.43B at 12/31/25



~\$4.2MM
avg. loan size

650+
loans consolidated
into ~250 lending
relationships

~70%
of clients have
loan relationship
<\$10MM

- Growth achieved without compromising strong credit culture
- Portfolio factors in loan rollover risk, with ~23% of exposure scheduled to mature within next 12 mos. and another ~20% in 24 mos.
- Large majority have full or limited personal or corporate recourse, providing comfort with loan rollover risk¹

**See Appendix slides 31-32 for additional CRE detail,
including on the Mid-Atlantic**

¹ Recourse and loan-to-value ("LTV") ratio calculated as of 12/31/25; original appraised value used for LTV ratio



CRE: Office & Multifamily

Internal stress testing conducted on quarterly basis analyzing several largest CRE asset classes

Office CRE outstanding balances of \$423MM and committed credit exposure of \$470MM

- Weighted avg. loan commitment: \$4.2MM

- Criticized/classified: ~\$19MM, or ~4% of asset class

Loans \$1MM+

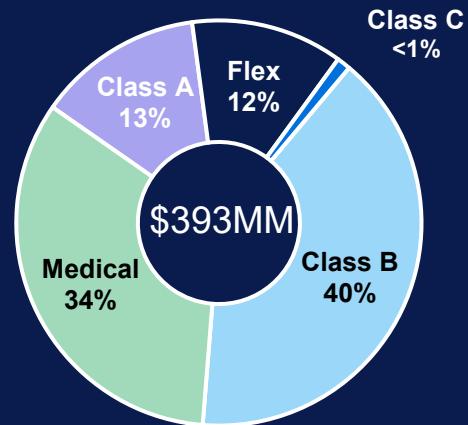
- Avg. LTV: 54%¹

- Recourse: ~75% have full or limited personal or corporate recourse; those without have avg. LTV of ~56%¹ and DSCR of ~1.4X

Office Exposure Mix

~74% is Class B or Medical office space

~65% is in Upstate New York, remainder in Mid-Atlantic



Multifamily CRE outstanding balances of \$822MM and committed credit exposure of \$1.1B

- Weighted avg. loan commitment: \$5.7MM

- Criticized/classified: ~\$21MM, or ~2% of asset class

Loans \$1MM+

- Avg. LTV: 58%¹

- Recourse: >90% have full or limited personal or corporate recourse; those without have avg. LTV of ~56%¹ and DSCR of ~1.5X

Multifamily Stats³

~86%

in Upstate New York

~50%

in construction phase

No multifamily lending in Downstate/NYC region or rent regulated real estate exposure

¹ Recourse and loan-to-value ("LTV") ratio calculated as of 12/31/25 on loans exceed \$1MM; original appraised value used for LTV ratio

² Loans with overlaying interest rate swaps are considered variable

³ Percentages based on committed credit exposure for this asset class



Residential Real Estate

\$732.1MM held portfolio and \$293.3MM serviced for others portfolio at 12/31/25



Residential held portfolio increased \$7.6MM, or 1.1%, from 9/30/25 and \$6.4MM, or 0.9%, from 12/31/24

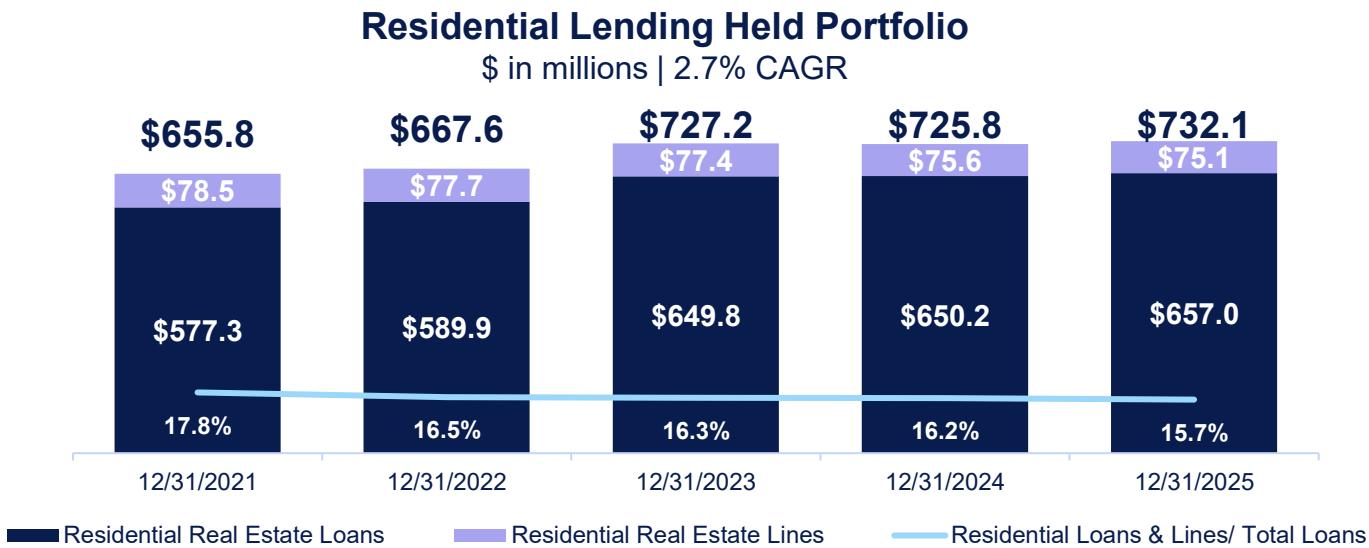
High quality portfolio in stable Upstate New York market with in-market originations through mortgage loan originators, Five Star Bank branch network and digital point-of-sale technology

FICO: Weighted avg. credit score for residential loans of 742 at origination, and 764 for HELOCs

Avg. balance: ~\$104,000 avg. residential loan size and ~\$25,000 avg. HELOC balance

Approved seller-servicer for Freddie Mac and FHLBNY, supporting a residential sold and serviced for others portfolio of \$293.3MM, with weighted avg. FICO score of 737 and avg. balance of \$128,000

Full product menu featuring competitive construction offerings, as well as FHA, VA, USDA and SONYMA products





Consumer Indirect Auto

\$807.3MM portfolio at 12/31/25

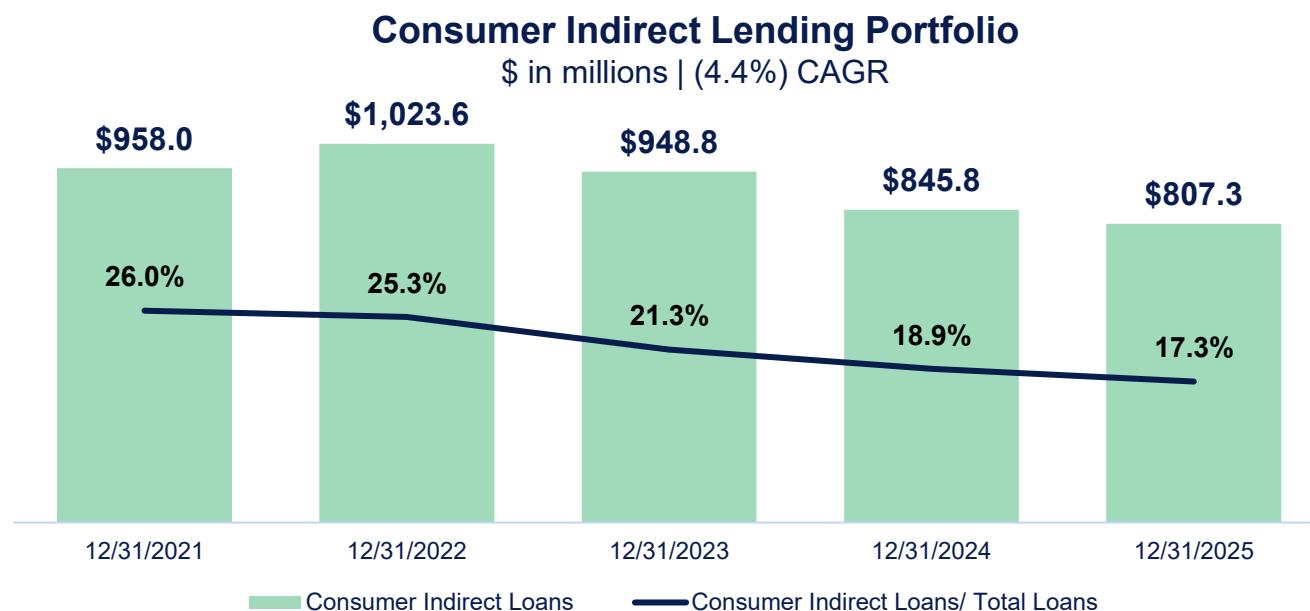
Consumer indirect portfolio decreased \$31.4MM, or 3.7%, from 9/30/25 and \$38.5MM, or 4.5%, YoY

Core competency with attractive risk-adjusted return profile

Prime lending operation with natural risk dispersion given small loan size averaging ~\$20,000

Demonstrated record of consistent performance across economic expansions, recessions and stagnation

- Annual NCO ratio has ranged 0.45% to 0.89% for 2008 to 2025, excluding the exceptionally low 0.14% reported in 2021; NCO ratio was 1.08% in 4Q25, 0.91% in 3Q25, and 1.18% in 4Q24



~365

new auto dealer network
in New York State



718

weighted avg. FICO score at
origination → prime lending



~3.5 years

average duration



Securities Portfolio

\$1.01B at 12/31/25

Primarily comprised of agency wrapped MBS with intermediate durations, which provide ongoing cash flow, coupled with investment grade municipal bonds that are classified as HTM

- ~5.0 years avg. duration

Active approach to investment securities management to balance yield, duration and risk, led the Company to complete a minor restructuring of \$80MM in mortgage-based securities in 4Q25

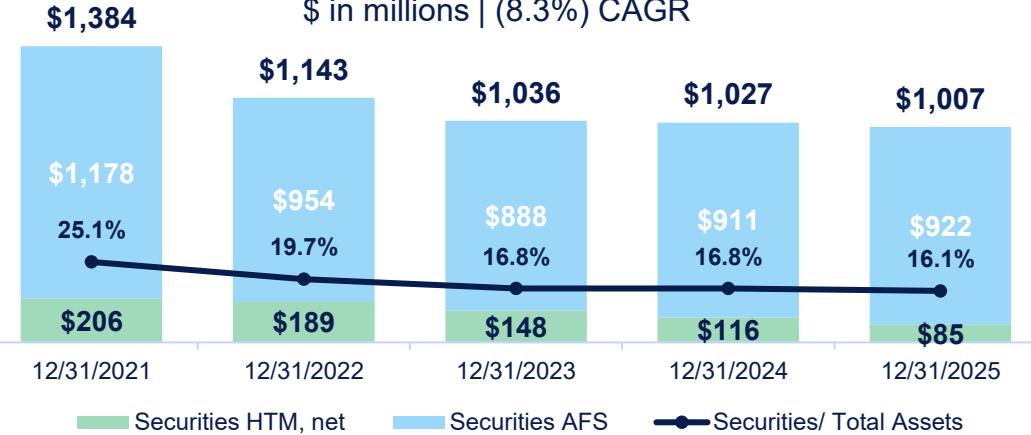
- 4.48% yield reflects 3 bps improvement from LQ and 210 bps expansion from 4Q24

Cash flows expected to be reinvested into the portfolio, as securities serve as collateral for Municipal deposit portfolio

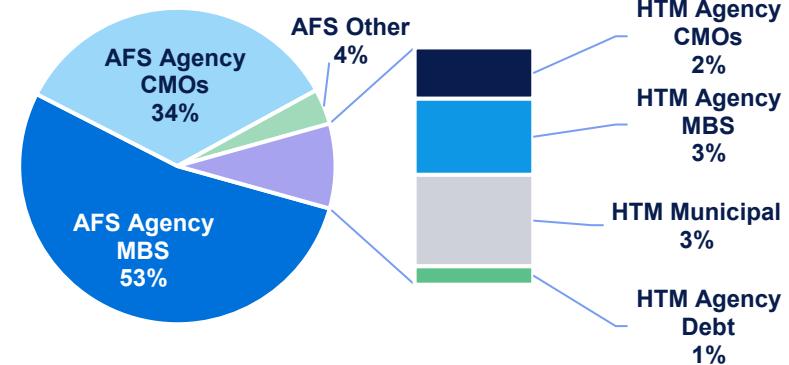
- ~\$201MM principal cash flow NTM

Investment Securities Portfolio

\$ in millions | (8.3%) CAGR



Securities Portfolio Mix¹



¹ AFS securities shown at fair value and HTM securities shown at amortized cost as of 12/31/25



Balance Sheet Providing Ample Cash Flow

~\$1.1B in anticipated
NTM cash flow from loan
portfolios

Select Interest Earning Assets	4Q25 Yield	4Q25 Roll Off Loan Yield	4Q25 Roll On Loan Yield	Balance at 12/31/25 (\$MMs)	Avg. NTM Monthly Cash Flow ¹ (\$MMs)
Commercial Real Estate Loans	6.33%	6.44%	6.53%	\$2,068.9	\$31.2
Commercial & Industrial Loans	6.38%	5.76%	6.21%	\$855.8	\$10.8
Small Business Loans ²	7.04%	7.54%	7.58%	\$155.3	\$2.1
Residential Real Estate Loans	4.37%	4.50%	5.84%	\$732.1	\$7.2
Consumer Indirect Loans	6.81%	6.97%	7.54%	\$807.3	\$26.9
Consumer Direct Loans	8.58%	11.27%	12.76%	\$35.4	\$0.6



**~\$200MM in additional NTM principal cash flow
from investment securities portfolio
will generally be reinvested into additional securities
to support collateral position for municipal deposits**

¹ Next 12-month average monthly loan cash flow projections based on contractual loan terms and historical prepayment assumptions that are based on a 12-month historical average

² Small business represents small business loans generated through retail network and commercial BBU



Net Interest Income & Margin

4Q25 NII of \$52.2MM and NIM of 3.62%

NII of \$52.2MM increased \$0.4MM, or 0.8% from the LQ and \$10.6MM, or 25.4%, from the year-ago quarter

NIM was 3.62% for the current quarter, down 3 bps from the LQ and up 71 bps than the year-ago quarter

- LQ compression primarily driven by the impact of the 4Q25 subordinated debt offering

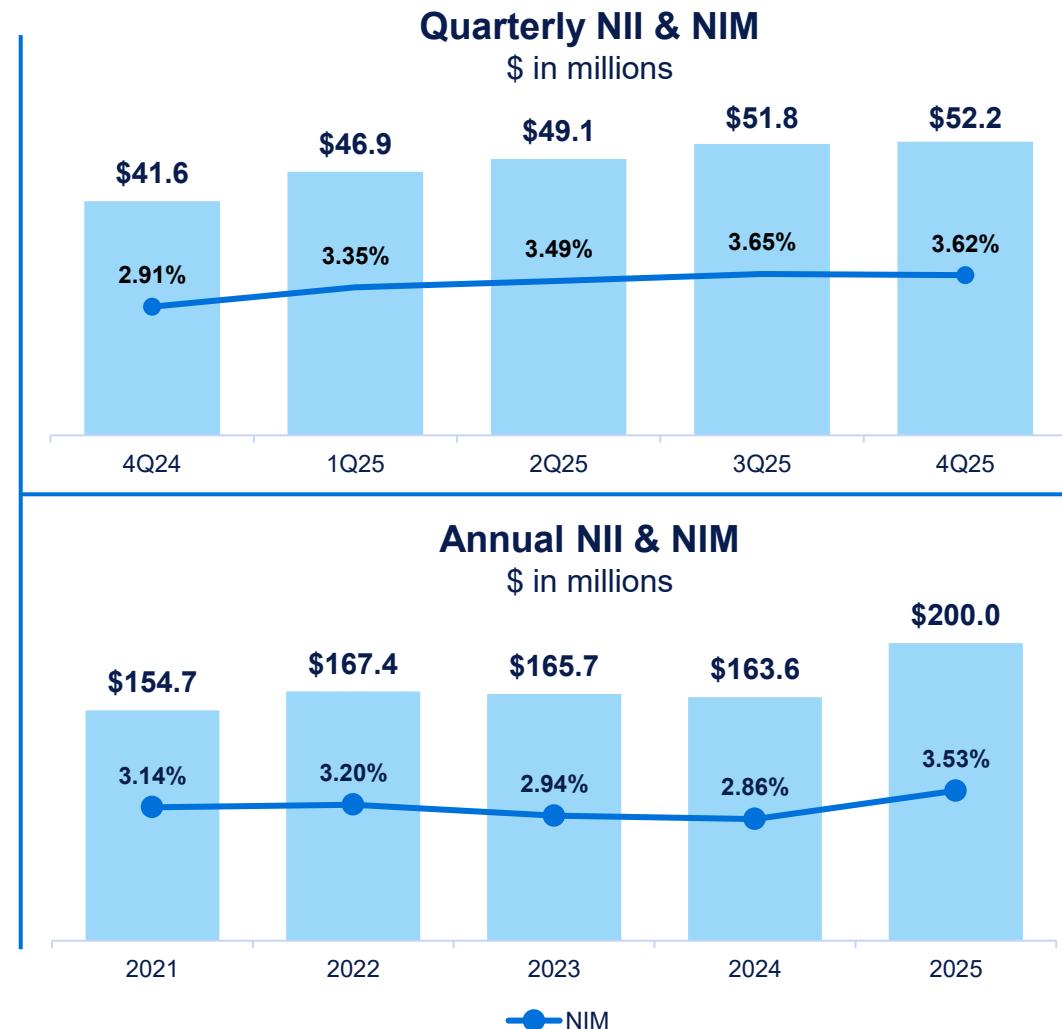
NII and NIM expansion YoY supported by strategic investment securities restructuring completed in 4Q24 as well as improved earnings asset mix and deposit repricing

- 4Q25 investment securities portfolio yield of 4.48% was up 210 bps from 4Q24, reflecting the Company's previously disclosed 4Q24 investment securities repositioning that followed its successful and oversubscribed public equity offering and up 3 bps from 3Q25, supported by active balance sheet management

Effective repricing of deposits supported a 4 bps decrease in cost of funds in 4Q25, while average loan yield decreased 9 bps

- ~40% of loan portfolio is floating, with the majority priced off Prime and SOFR indexes

Note: The interest on tax-exempt securities is calculated on a tax-equivalent basis assuming a Federal income tax rate of 21%.



Diverse Noninterest Income



4Q25 noninterest income of \$11.9MM made up 19% of quarterly revenue



Investment Advisory Income: \$3.1MM

Up \$0.1MM, or 2%, and \$0.5MM, or 20%, from the linked and year-ago quarters, respectively

Primarily derived from wholly-owned RIA subsidiary, Courier Capital, LLC, with \$3.60B in AUM as of 12/31/25

Branch-delivered investment advisory products and services also offered in collaboration with Principal Financial Network of the Northeast®



Select Banking Services Fee Income: \$4.6MM

Up \$0.2MM, or 3%, from 3Q25 and \$1.0MM, or 29%, from 4Q24, driven by higher swap fees

Inclusive of card interchange income, service charges on deposits, loan servicing income, income from derivative instruments, net (swap fees), and gains on the sale of loans HFS



Company Owned Life Insurance: \$2.8MM

Down \$0.1MM, or 2%, and up \$1.4MM, or 96%, from linked and year-ago quarters, respectively

COLI enhanced through surrender/redeploy strategies in recent years, including in 1Q25, when the Company restructured a portion of the portfolio into higher-yielding separate account policies



Other Noninterest Income Streams

Other Noninterest Income of \$1.4MM was down \$0.3MM, or 10%, and up \$0.1MM, or 11%, from 3Q25 and 4Q24, respectively

The following categories are excluded from the Company's annual guidance: gains/losses on securities, impairment of investment tax credits, limited partnership income, insurance income, and gains/losses on assets, including the previously disclosed insurance sale gain. Together these categories totaled just \$14,000 in the MRQ.

Courier Capital, LLC



FISI's wholly-owned RIA subsidiary is one of the largest serving Western New York

Supporting revenue diversification as the primary driver of the Company's investment advisory income, which totaled \$11.7MM in 2025, an increase of \$1.0MM, or 9%, YoY

One of the largest RIAs serving Western New York by AUM and positioned for growth, having been enhanced through bolt-on acquisitions over the years and recent talent recruitment

Complementing Five Star Bank's relationship-based financial services offerings in its Upstate New York markets

- Providing customized investment management, retirement planning, and consulting services
- Focused on mass affluent and high-net-worth individuals and families, businesses, institutions, and foundations
- Headquartered in Buffalo, NY with offices in Rochester and Jamestown, NY, Pittsburgh, PA and new office in Sarasota, FL, allowing the firm the better serve current and prospective clients in attractive market



\$3.60B

in AUM at 12/31/25



3

RIA acquisitions since 2016



Noninterest Expense

4Q25 expense was \$36.7MM

Noninterest expense was \$36.7MM in MRQ, compared to \$35.9MM in 3Q25 and \$59.4MM in 4Q24

- LQ variance was primarily driven by higher salaries and employee benefits expenses, primarily driven by accruals for incentive
- YoY variance was driven by the 4Q24 litigation settlement related to the final resolution of a long-standing auto lending litigation.
- For full year 2025, the YoY variance was driven by the previously disclosed fraud event and aforementioned auto ending settlement that impacted 2024 results, in addition to higher salaries and employee benefits expense, reflecting elevated medical claims under the Company's self-insured plan, annual merit increases, incentive compensation and investments in personnel.

Efficiency ratio of ~57% in 4Q25 and ~58% for full year 2025

- Focused on effectively managing expenses as we invest in people, processes and technology to support future growth and performance

¹ Expenses related to the previously disclosed March '24 fraud event are not broken out in quarterly chart, given legibility due to small dollar values on a quarterly basis in 2025

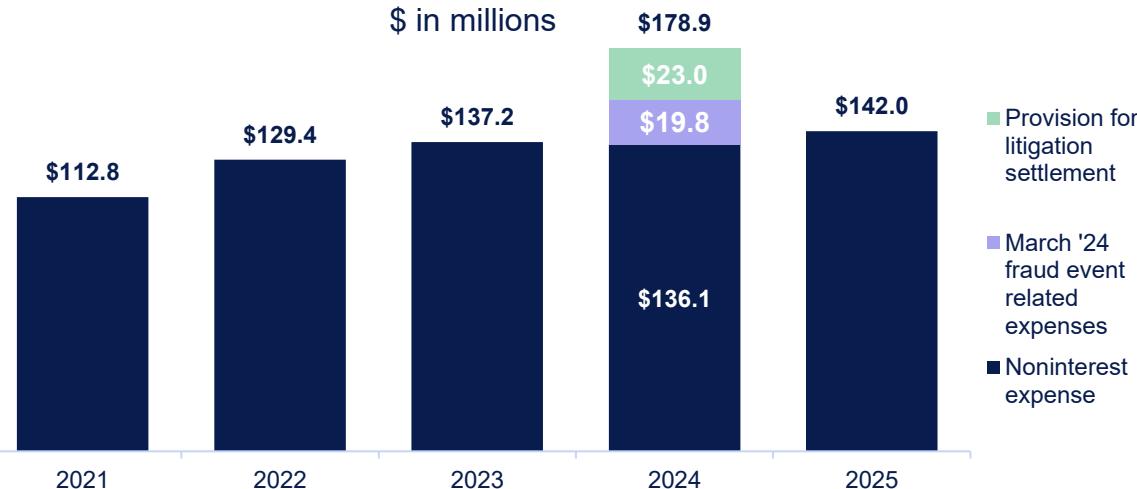
Quarterly Noninterest Expense¹

\$ in millions



Annual Noninterest Expense

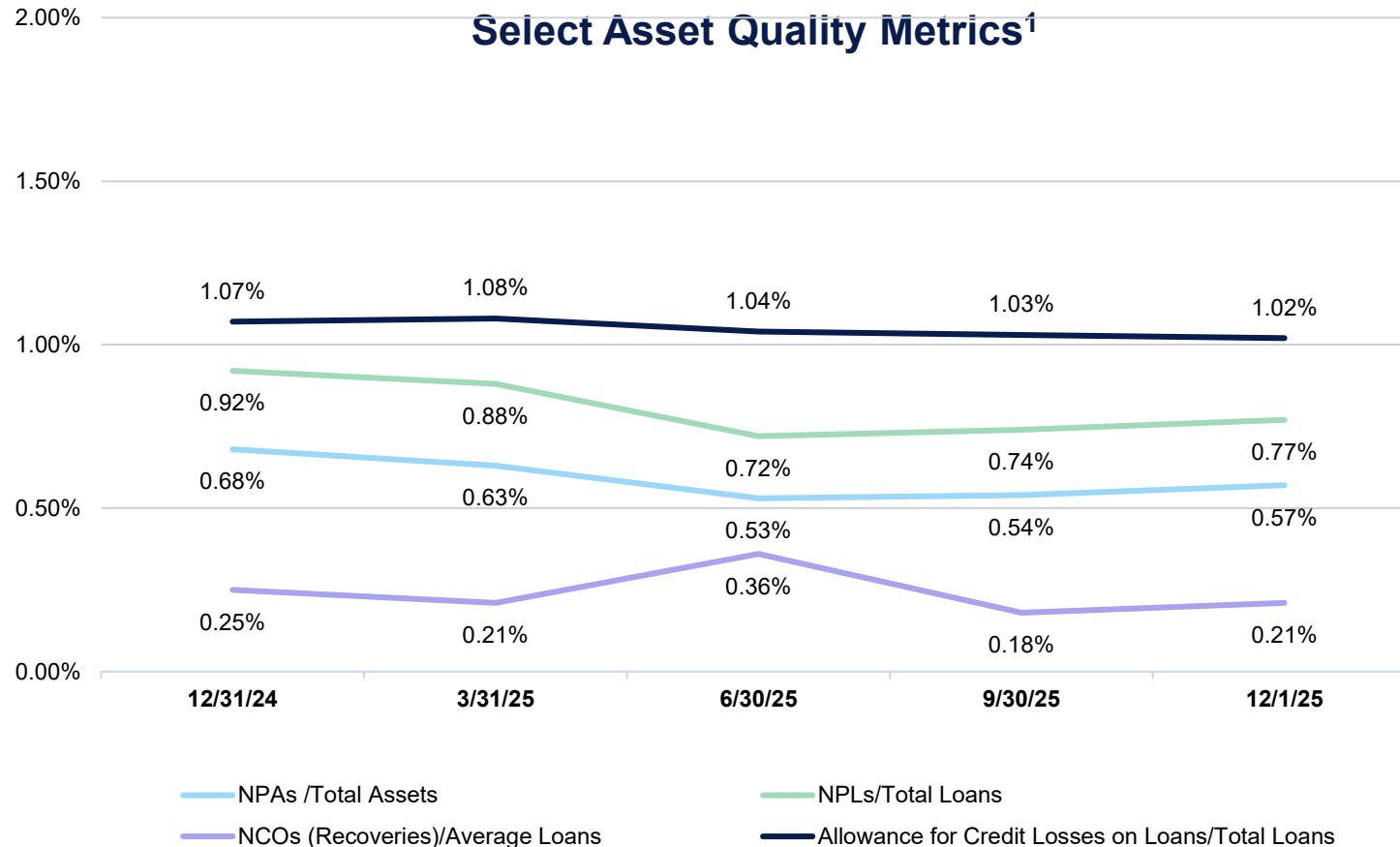
\$ in millions





Solid Asset Quality

Last five quarters asset quality summary



¹ Non-performing assets, or NPAs, include nonaccrual loans, loans past due 90 days or more and still accruing, and foreclosed assets



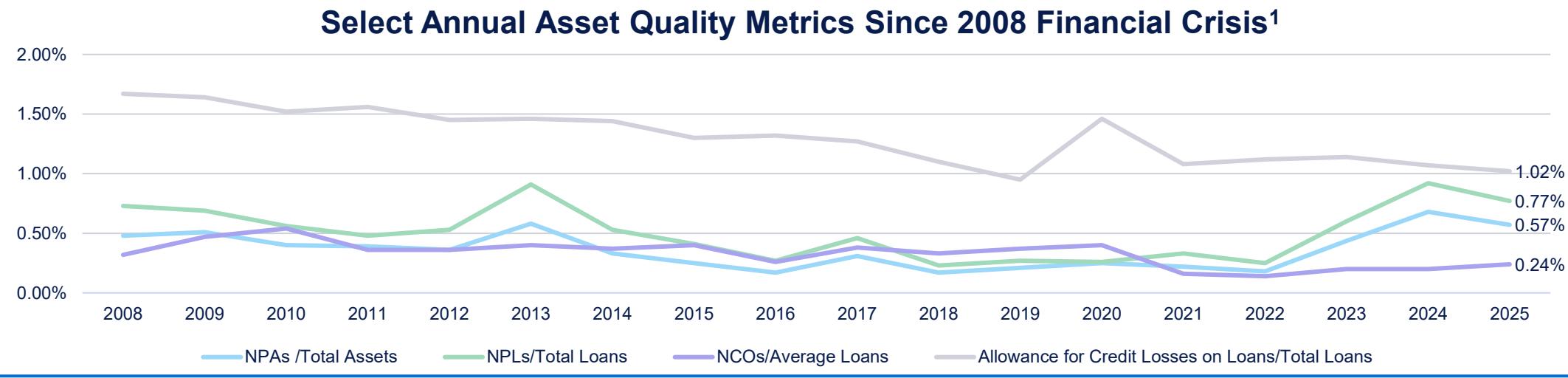
Elevated NPLs and NPAs relative to FISI's historic strong asset quality metrics are primarily associated with two separate commercial lending relationships in the Bank's Upstate New York geography that were placed on nonaccrual in '23 and '24

Increase in NCOs to average loans in 2Q25 related to one of the above-mentioned commercial business relationships, for which a specific reserve was in place



Solid Asset Quality

Disciplined credit culture supports consistency of asset quality metrics



From 2008 to 2025, year-end NPAs ranged from 0.17% to 0.68% of total assets, while annual NCOs to avg. loans ranged from 0.14% to 0.54%

Thorough credit review exercise undertaken at the outset of COVID-19 pandemic reinforced confidence in health of loan portfolio

Increase in NPLs and NPAs beginning in 2023 largely associated with two separate commercial loan relationships, one of which was placed on nonaccrual during the 3Q24 and the other in 4Q23

¹ Non-performing assets, or NPAs, include nonaccrual loans, loans past due 90 days or more and still accruing, and foreclosed assets



Allowance for Credit Losses

Allowance for credit losses - loans to total loans was 1.02% at 12/31/25



Allowance for credit losses – loans to total loans relatively stable on LQ basis, up 1 bp

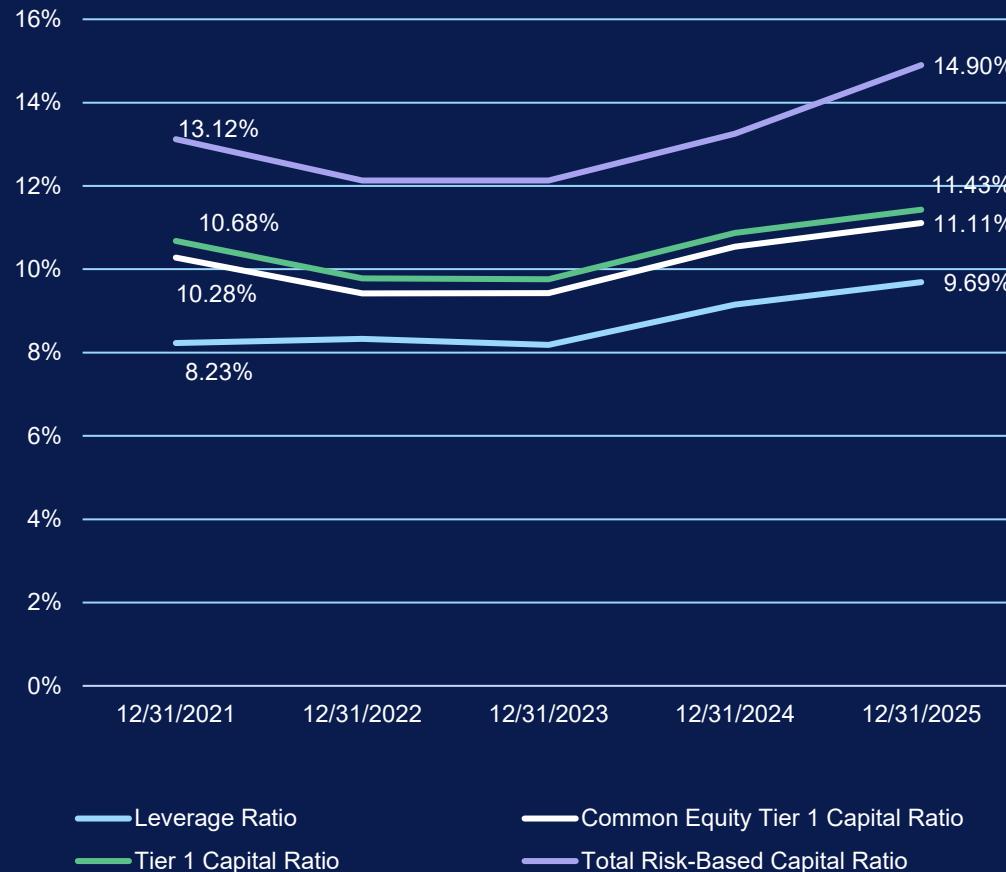
4Q25 provision for credit losses of \$3.4MM, compared to \$2.7MM in 3Q25

4Q25 provision was driven by a combination of factors, including loan growth and higher expected utilization for unfunded commitments



Well-Capitalized to Support Future Organic Growth

Exceeding well-capitalized regulatory thresholds and well-positioned to support future growth



11.11%
CET1 ratio at 12/31/25, up
57 bps from one year prior

Capital Ratio	12/31/21	12/31/22	12/31/23	12/31/24	12/31/25	Well-Capitalized Threshold
Leverage	8.23%	8.33%	8.18%	9.15%	9.69%	5.00%
CET1 capital	10.28%	9.42%	9.43%	10.54%	11.11%	6.50%
Tier 1 capital	10.68%	9.78%	9.76%	10.87%	11.43%	8.00%
Total RBC	13.12%	12.13%	12.13%	13.25%	14.90%	10.00%

Total RBC Ratio at year-end 2025 reflects the additional \$80.0MM of capital on the balance sheet at that time, related to the December 2025 sub-debt offering, ahead of January 2026 call of \$65.0MM of past issuances.

Investment Thesis and Profile



Nasdaq: FISI

Results-driven community bank with strong retail and commercial franchises that's well positioned for profitable, organic growth

- Steady, upward performance over the long-term with steeper trajectory following recent actions to position us for stronger earnings potential
- Disciplined credit culture with strong credit quality

Wealth management business diversifies revenue and complements core banking franchise

- Leading contributor of noninterest income, which makes up ~19% of revenue

Experienced management team committed to rewarding shareholders, including through meaningful dividend yield and long-standing dividend history

Attractive valuation, given discount to peers relative to performance guidance

Investment Profile	As of 12/31/25
Closing Price	\$31.17
52-week High	\$33.00
52-week Low	\$20.97
Common Shares Outstanding	19.8MM
Market Capitalization	\$617MM
Price/NTM Consensus EPS	8.6x
Price/Common Book Value Per Share	1.01
Float	89%
Average Daily Volume (MRQ)	~129,400
Dividend Per Share (annualized MRQ)	\$1.24
Dividend Yield (annualized MRQ)	3.95%

Appendix

Acronyms & Abbreviations



Definitions of acronyms and abbreviations used within this presentation

- A&D: Acquisition and Development
- AD&C: Acquisition, Development and Construction
- AFS: Available for Sale
- AUM: Assets Under Management
- B: Billions
- BaaS: Banking-as-a-Service
- BPS: Basis Points
- BBU: Business Banking Unit
- CAGR: Compound Annual Growth Rate
- CBD: Central Business District
- CDARS: Certificate of Deposit Account Registry Service
- C&I: Commercial and Industrial
- CMO: Collateralized Mortgage Obligation
- COLI: Company Owned Life Insurance
- CRE: Commercial Real Estate
- DSCR: Debt Service Coverage Ratio
- EPS: Earnings Per Share
- FHA: Federal Housing Administration
- FHLBNY: Federal Home Loan Bank of New York
- GAAP: Generally Accepted Accounting Principles
- GSA: General Services Administration
- HELOC: Home Equity Line of Credit
- HFS: Held for Sale
- HTM: Held to Maturity
- ICS: Insured Cash Sweeps
- LPO: Loan Production Office
- LTM: Last Twelve Months
- LTV: Loan-to-Value Ratio
- LQ: Linked Quarter
- MBS: Mortgage-Backed Securities
- MM: Millions
- MRQ: Most Recent Quarter
- NCO: Net Charge-Off
- NII: Net Interest Income
- NIM: Net Interest Margin
- NOO: Non-Owner Occupied
- NTM: Next Twelve Months
- RBC: Risk-Based Capital
- RIA: Registered Investment Advisor
- RM: Relationship Manager
- SOFR: Secured Overnight Financing Rate
- SONYMA: State of New York Mortgage Agency
- SMB: Small and Midsize Businesses
- TTM: Trailing Twelve Months
- USDA: U.S. Department of Agriculture
- VA: U.S. Department of Veterans Affairs
- YoY: Year-over-Year

Strong Executive Leadership Team

Positioned to drive growth and operational excellence



Martin K. Birmingham
President & Chief Executive Officer



Samuel J. Burruano Jr.
EVP, Chief Legal Officer & Corporate Secretary overseeing legal, corporate governance, and internal audit



W. Jack Plants II
EVP, Chief Financial Officer & Treasurer overseeing financial planning and analysis, accounting, tax, investor relations, treasury, operations and technology



Laurie R. Collins
SVP, Chief Human Resources Officer overseeing talent recruitment and development, training and incentives



Blake G. Jones
SVP, Chief Marketing Officer overseeing marketing, corporate communications, brand strategy and enterprise sales



Eric W. Marks
SVP, Chief Consumer Banking Officer overseeing retail banking, residential mortgage, customer contact center and collections



Gary A. Pacos
SVP, Chief Risk Officer overseeing enterprise risk, BSA/AML, fraud, compliance, information security and credit administration

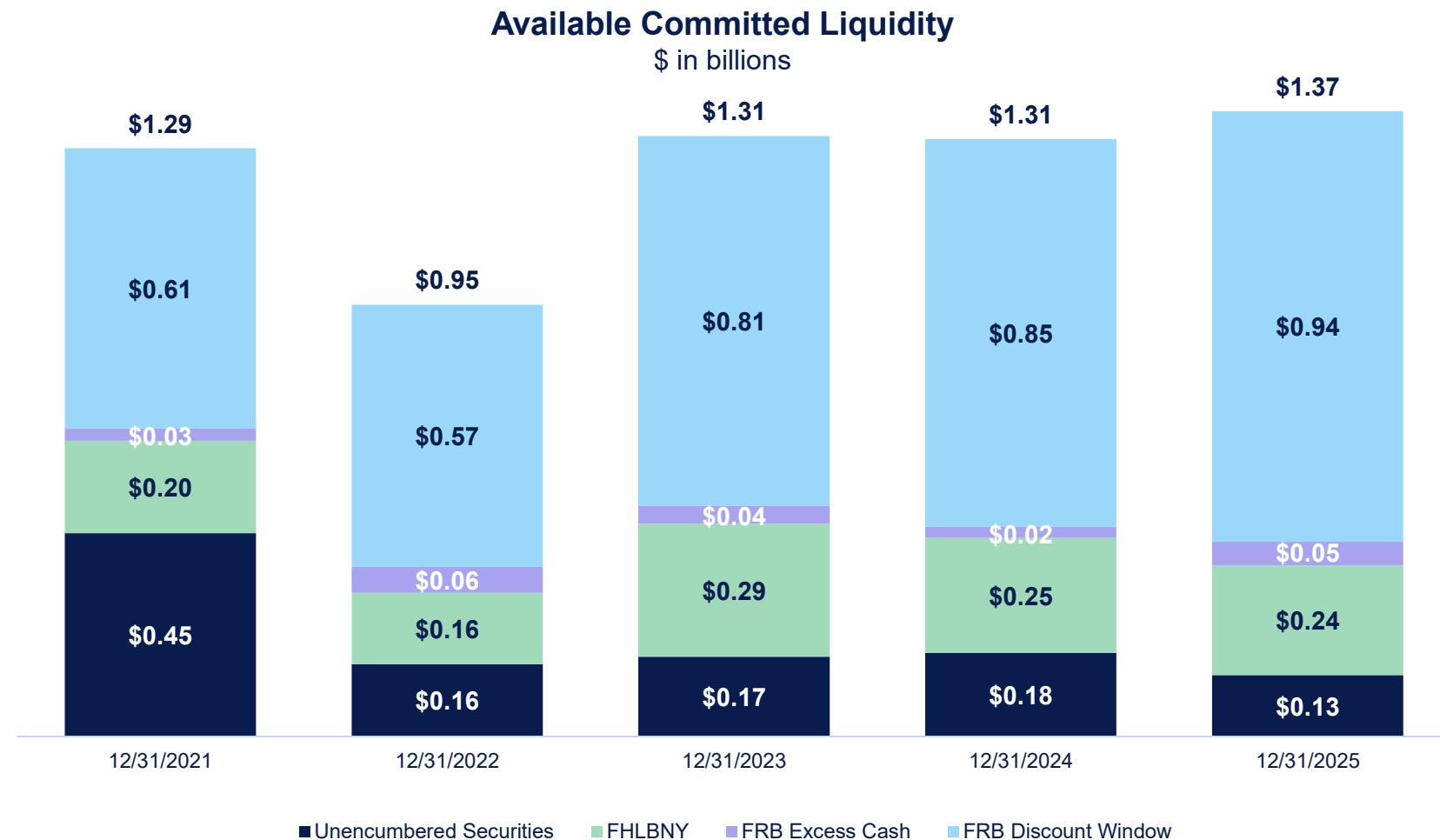


Kevin B. Quinn
SVP, Chief Commercial Banking Officer overseeing CRE and C&I lending, treasury management, merchant services and community development



Robust Liquidity Position

Supported by diverse deposit gathering capabilities and eligible collateral





Mid-Atlantic CRE: Overview

Total loans of \$398.0MM at 12/31/25

Mid-Atlantic market provides Five Star Bank with important geographic and client diversification, leveraging decades of in-market and industry experience and deep relationships of the local CRE team

- Sponsors have proven track records, access to capital and long-term relationships with our RMs
 - High quality sponsors, many with \$1B+ net worth, that have weathered numerous real estate cycles
 - Focused on sponsors that build-to-hold for their own portfolio
- Consistent and conservative credit underwriting, with short tenor, reasonable leverage, no tenant concentration, consistent covenants, and diversified portfolios of sponsorship
 - All Mid-Atlantic loans originated post-COVID in higher-interest rate environment
 - Consistent with our approach across the Bank, senior management knows and regularly interacts with major CRE sponsors in this region

Pace of Mid-Atlantic growth moderating since successful commercial LPO opening in 1Q22

- After launching in 1Q22, total loans associated with this office grew to \$197MM by the end of 1Q23
- As of 12/31/25, the portfolio was \$398.0MM, relatively flat YoY, with an average loan size of ~\$5.5MM
- ~\$38MM of Mid-Atlantic loans are in Office or Multifamily CRE in the Baltimore or Washington, DC CBDs, representing 10% of total Mid-Atlantic loans and 2% of total CRE portfolio

Mid-Atlantic deposit base linked to lending relationships

- Modest deposit balances of \$39MM as of 12/31/25



3-person team

27 years on average of in-market lending experience



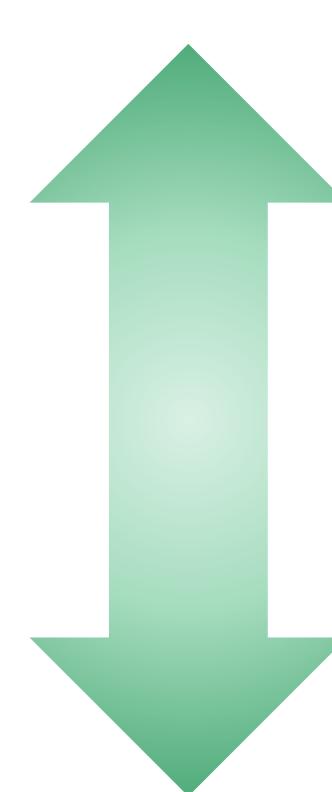
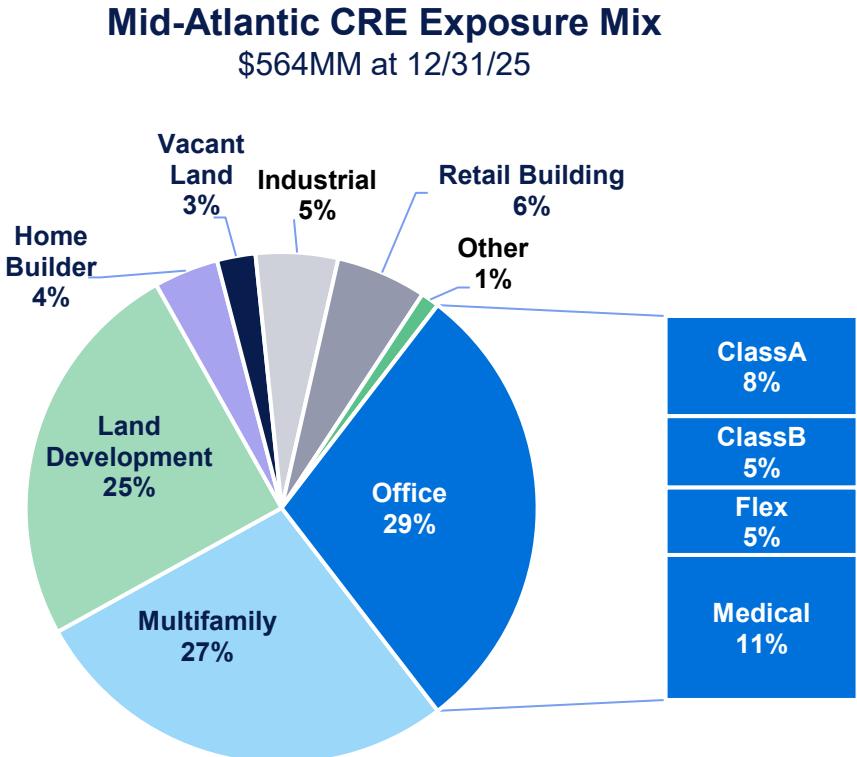
\$38MM

of Mid-Atlantic loans are Office or Multifamily loans in Baltimore or DC CBD



Mid-Atlantic CRE: Exposure Mix & Appetite

Total exposure of \$564MM at 12/31/25



Growth Opportunities

- Flex/warehouse
- Residential A&D and/or ADC loans
- Suburban multifamily
- Retail strip plazas
- Medical office

Limited Appetite

- Properties in Baltimore/ Washington, DC CBDs
- Large floor plate office¹
- Big box retail
- Hotels
- Single tenant buildings

¹ Large floor plate office refers to more than 150Msf/floor

Non-GAAP Reconciliations



In addition to results presented in accordance with U.S. generally accepted accounting principles (“GAAP”), this presentation contains certain non-GAAP financial measures. The Company believes that providing certain non-GAAP financial measures provides investors with information useful in understanding our financial performance, performance trends and financial position. Our management uses these measures for internal planning and forecasting purposes and we believe that our presentation and discussion, together with the accompanying reconciliations, allows investors, security analysts and other interested parties to view our performance and the factors and trends affecting our business in a manner similar to management. These non-GAAP measures should not be considered a substitute for GAAP measures and we strongly encourage investors to review our consolidated financial statements in their entirety and not to rely on any single financial measure to evaluate the Company. Non-GAAP financial measures have inherent limitations, are not uniformly applied and are not audited. Because non-GAAP financial measures are not standardized, it may not be possible to compare these financial measures with other companies' non-GAAP financial measures having the same or similar names.

Tangible Common Book Value Per Share	2025	2024	2023
Computation of ending tangible common equity:			
Common shareholders' equity	\$611,569	\$551,699	\$437,504
Less: Goodwill and other intangible assets, net	60,343	60,758	72,504
Tangible common equity	\$551,226	\$490,941	\$365,000
Common shares outstanding	19,797	20,077	15,407
Tangible common book value per share¹	\$27.84	\$24.45	\$23.69

Source: Company filings

¹ Tangible common equity divided by common shares outstanding

Thank you for your interest in Financial Institutions, Inc.

Nasdaq: FISI

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