Valley National Bank

Investor Presentation

Forward Looking Statements

The foregoing contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements are not historical facts and include expressions about management's confidence and strategies and management's expectations about new and existing programs and products, acquisitions, relationships, opportunities, taxation, technology, market conditions and economic expectations. These statements may be identified by such forward-looking terminology as "should," "expect," "believe," "view," "opportunity," "allow," "continues," "reflects," "typically," "usually," "anticipate," or similar statements or variations of such terms. Such forward-looking statements involve certain risks and uncertainties. Actual results may differ materially from such forward-looking statements. Factors that may cause actual results to differ materially from those contemplated by such forward-looking statements include, but are not limited to: a severe decline in the general economic conditions of New Jersey and the New York Metropolitan area; higher than expected loan delinquencies, loss of collateral, decreased service revenues, and other potential negative effects on our business from the recent damages to our primary markets by Hurricane Sandy; declines in value in our investment portfolio, including additional other-than-temporary impairment charges on our investment securities; unanticipated deterioration in our loan portfolio; an unanticipated reduction in our "originate and sell" residential mortgage strategy or a slowdown in residential mortgage loan refinance activity; Valley's inability to pay dividends at current levels, or at all, because of inadequate future earnings, regulatory restrictions or limitations, and changes in the composition of qualifying regulatory capital and minimum capital requirements (including those resulting from the U.S. implementation of Basel III requirements); higher than expected increases in our allowance for loan losses; higher than expected increases in loan losses or in the level of nonperforming loans; unexpected changes in interest rates; higher than expected tax rates, including increases resulting from changes in tax laws, regulations and case law; an unexpected decline in real estate values within our market areas; charges against earnings related to the change in fair value of our junior subordinated debentures; higher than expected FDIC insurance assessments; the failure of other financial institutions with whom we have trading, clearing, counterparty and other financial relationships; lack of liquidity to fund our various cash obligations; unanticipated reduction in our deposit base; potential acquisitions that may disrupt our business; government intervention in the U.S. financial system and the effects of and changes in trade and monetary and fiscal policies and laws, including the interest rate policies of the Federal Reserve; legislative and regulatory actions (including the impact of the Dodd-Frank Wall Street Reform and Consumer Protection Act and related regulations) subject us to additional regulatory oversight which may result in increased compliance costs and/or require us to change our business model; changes in accounting policies or accounting standards; our inability to promptly adapt to technological changes; our internal controls and procedures may not be adequate to prevent losses; claims and litigation pertaining to fiduciary responsibility, environmental laws and other matters; the inability to realize expected cost savings and revenue synergies from the merger of State Bancorp with Valley in the amounts or in the timeframe anticipated; inability to retain State Bancorp's customers and employees; lower than expected cash flows from purchased credit impaired loans; and other unexpected material adverse changes in our operations or earnings.

A detailed discussion of factors that could affect our results is included in our SEC filings, including the "Risk Factors" section of our Annual Report on Form 10-K for the year ended December 31, 2011. We undertake no duty to update any forward-looking statement to conform the statement to actual results or changes in our expectations. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements.

Valley National Bank
Our Approach

Large Bank that Operates and Feels Like a Small Closely Held Company

- Focus on Credit Quality
- Conservative Strategies
- Never Had a Losing Quarter
- Affluent and Heavily Populated Footprint
- Strong Customer Service
- Experienced Senior and Executive Management

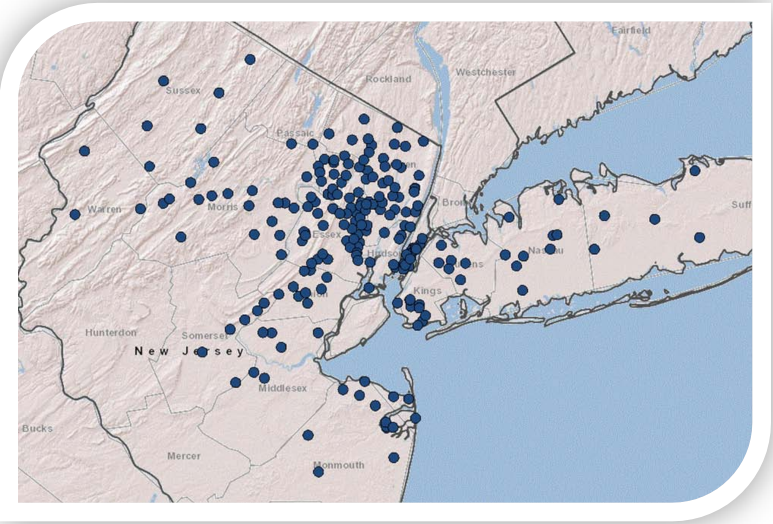
- Large percentage of retail ownership
  - Long-term investment approach
  - Focus on cash and stock dividends
- Large insider ownership, family members, retired employees and retired directors
- Approximately 280 institutional holders or 44% of all shares held*

*Source: Bloomberg as of 2/7/2013

Valley National Bank

Corporate Profile

- Traded on the NYSE (VLY)
- Regional Bank Holding Company
- Headquartered in Wayne, NJ
- Operates 210 Branches
  - Northern NJ
  - Central NJ
  - Manhattan
  - Brooklyn
  - Queens
  - Long Island

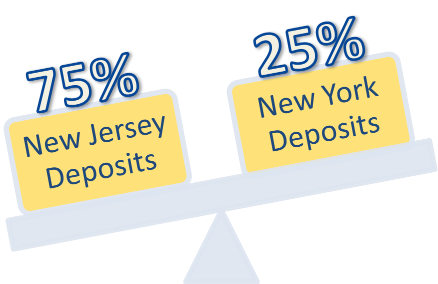


As of 12/31/2012

Total Assets	$16.0 billion
Total Loans (Covered, Non-Covered & HFS)	$11.1 billion
Total Deposits	$11.3 billion
Market Cap	$1.9 billion*

*Source: Bloomberg as of 1/30/2013

- <u>**2012 Total NY Relationships**</u>
- $2.8 billion in NY deposits
- $2.1 billion in NY loans



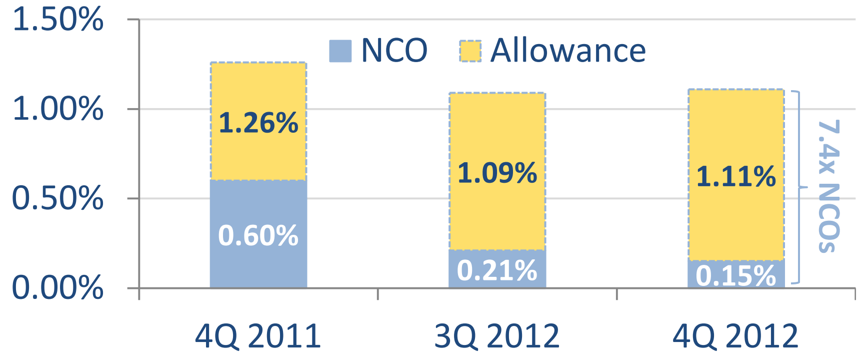
Valley National Bank

Valley's 4Q 2012 Highlights
Dashboard

Highlights

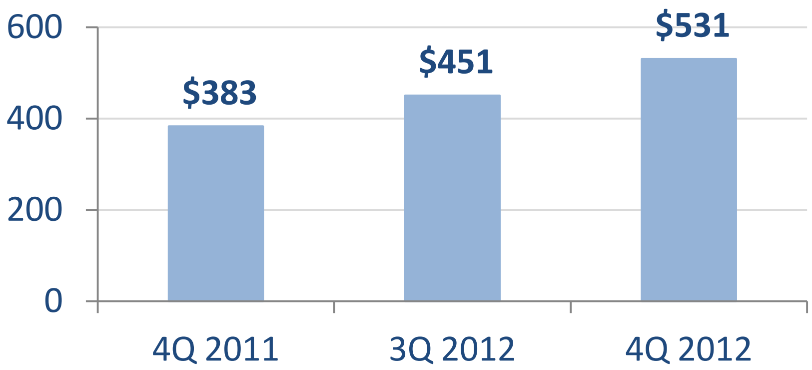
- 4Q 2012 net income of $36.8 million or $0.19 diluted EPS compared to $24.5 million or $0.14 diluted EPS
- Despite Hurricane Sandy and the holiday season, residential mortgage originations totaled a record high $531 million
- Net charge-offs were $4.3 million or 0.15% of average total loans

Net Charge-Offs & Allowance*



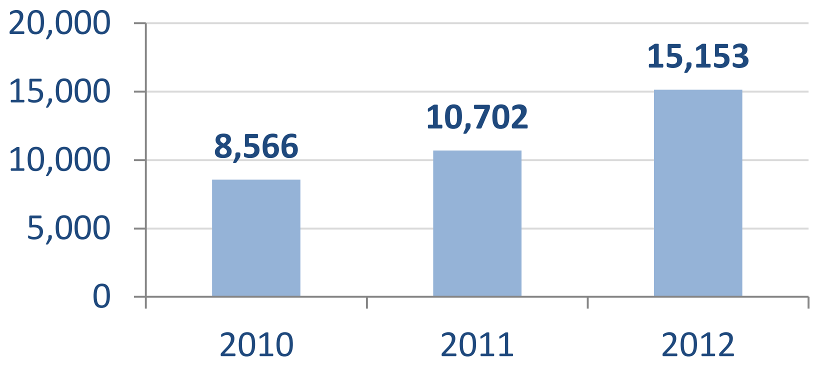
*Non-Covered Loans Only

Residential Originations*



*Originations expressed in millions

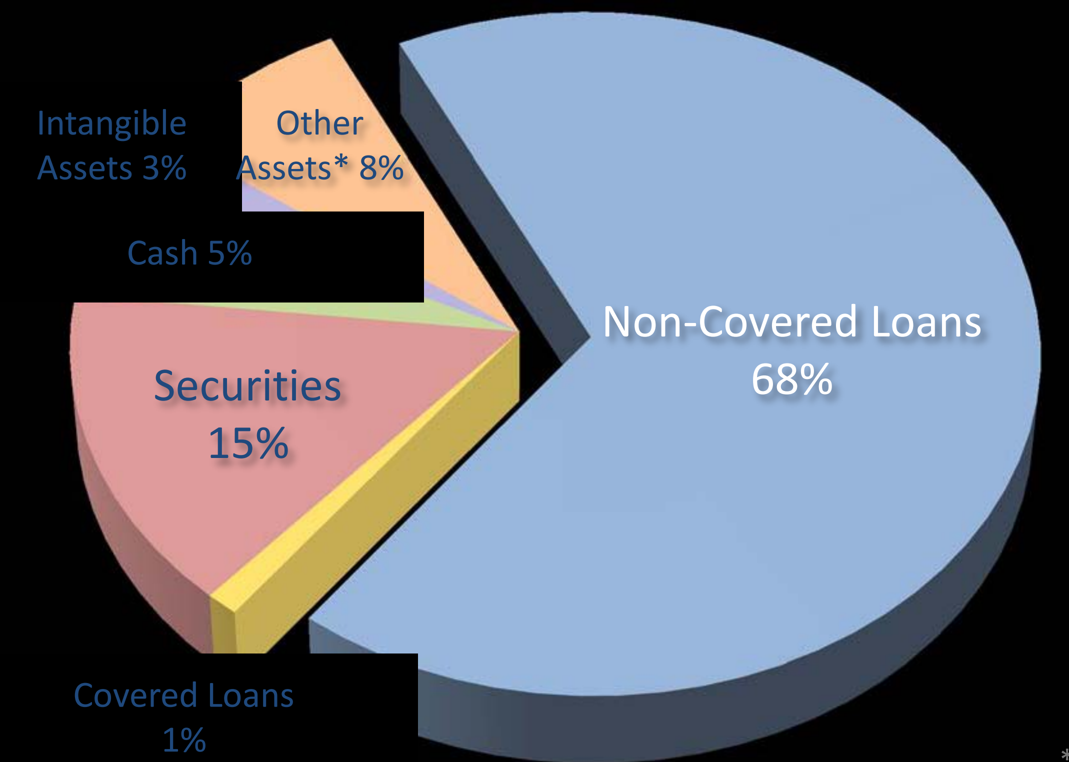
Residential Applications



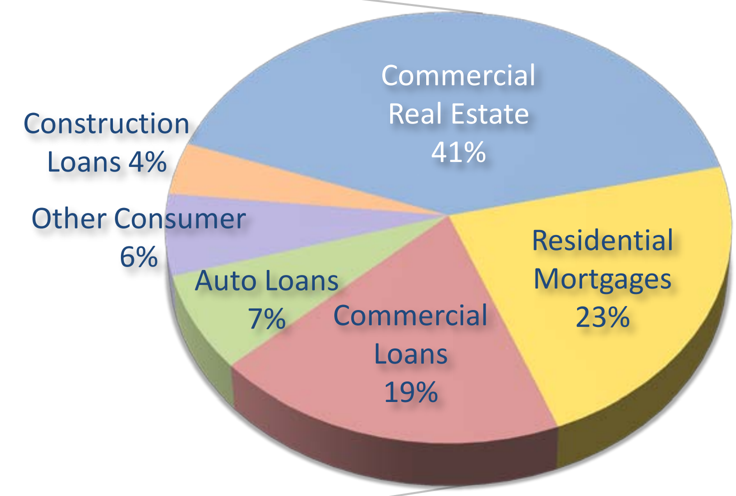
Valley National Bank

Asset & Loan Composition

Total Assets
$16.0 Billion



Non-Covered Loans (Gross)
$10.8 Billion



*Other Assets includes bank owned branch locations carried at a cost estimated by management to be significantly less than the current market value.

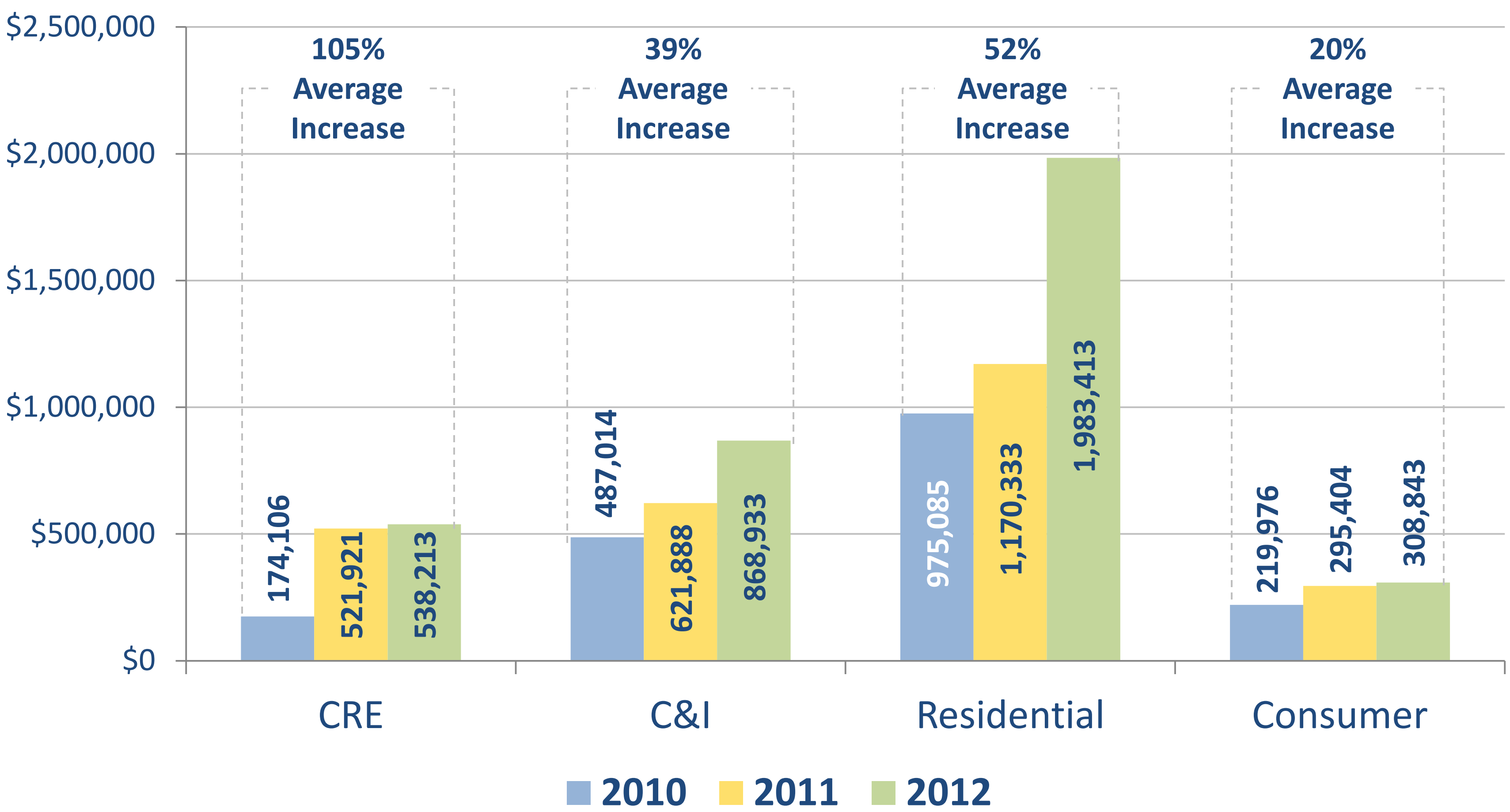
As of 12/31/2012

At 12/31/2009 – CRE 37%, Residential 21%, C&I 19%, Auto 11%, Other Consumer 7%, C&D 5%

Valley National Bank

New Loan Originations

Trend



2 year average increase between 2010 - 2012

Valley National Bank

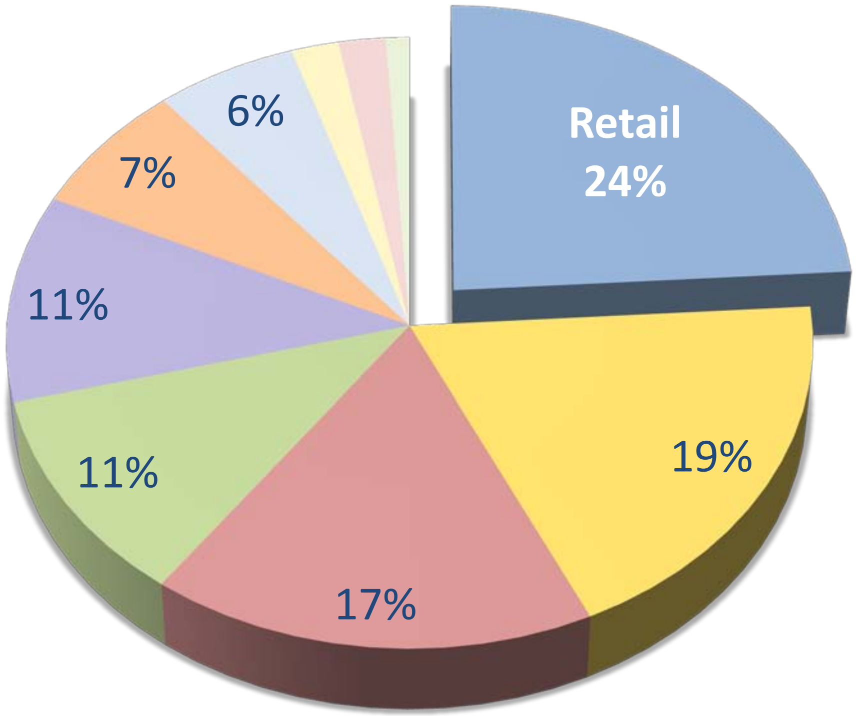
Commercial Real Estate

Diversified Portfolio

Primary Property Type	$ Amount (Millions)	% of Total	2009 Avg LTV	2012 Avg LTV
Retail	1,066	24%	50%	50%
Apartments	843	19%	49%	37%
Industrial	783	17%	53%	51%
Office	521	11%	54%	50%
Mixed Use	497	11%	46%	44%
Healthcare	297	7%	61%	59%
Specialty	281	6%	49%	49%
Residential	92	2%	52%	51%
Land Loans	111	2%	58%	64%
Other	42	1%	46%	40%

Total Commercial Real Estate - $4.5 Billion

(Includes both Covered and Non-Covered Loans)



-Average LTV based on current balances and most recent appraised value.

- LTV calculation excludes Covered-Loans.

-The total CRE loan balance is based on Valley's internal loan hierarchy structure and does not reflect loan classifications reported in Valley's SEC and bank regulatory reports.

-The chart above does not include $397 Million in Construction loans.

Valley National Bank

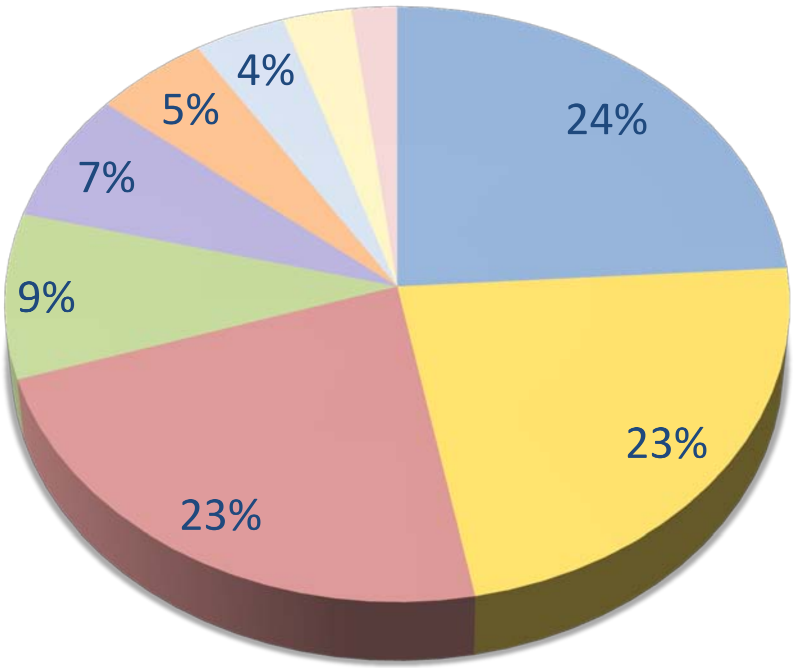
Commercial Real Estate

Retail Composition

Retail Property Type	% of Total	2009 Avg LTV	2012 Avg LTV
Multi-Tenanted - No Anchor	24%	56%	53%
Multi-Tenanted - Anchor	23%	50%	51%
Single Tenant	23%	51%	51%
Auto Dealership	9%	50%	49%
Private & Public Clubs	7%	30%	32%
Food Establishments	5%	52%	54%
Entertainment Facilities	4%	43%	54%
Private Education Facilities	3%	51%	45%
Auto Servicing	2%	53%	48%

Total Retail Property Types - $1.1 Billion

(Non-Covered Loans)



-Average LTV based on current balances and most recent appraised value

-LTV calculation excludes covered loans

-The chart above does not include construction loans.

As of 12/31/2012

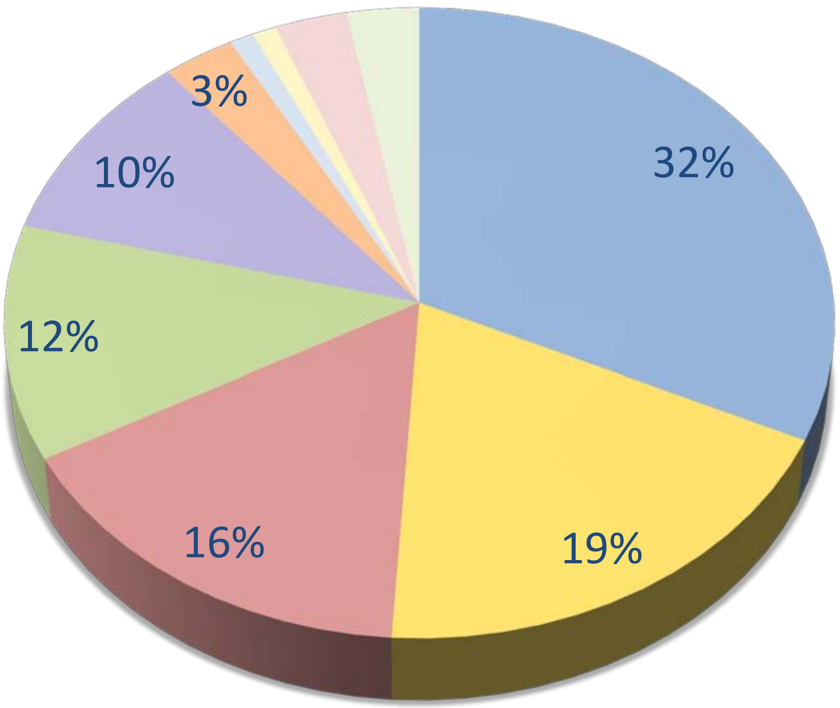
Valley National Bank

Construction Loan
Composition

Primary Property Type	$ Amount (Millions)	2009 % of Total	2012 % of Total
Residential	130	50%	32%
Retail	75	8%	19%
Apartments	64	2%	16%
Land Loans	48	13%	12%
Mixed Use	41	15%	10%
Other	13	3%	3%
Industrial	3	1%	1%
Office	1	4%	1%
Healthcare	11	2%	3%
Specialty	11	1%	3%

Total Construction Loans - $397 Million

(Non-Covered Loans)



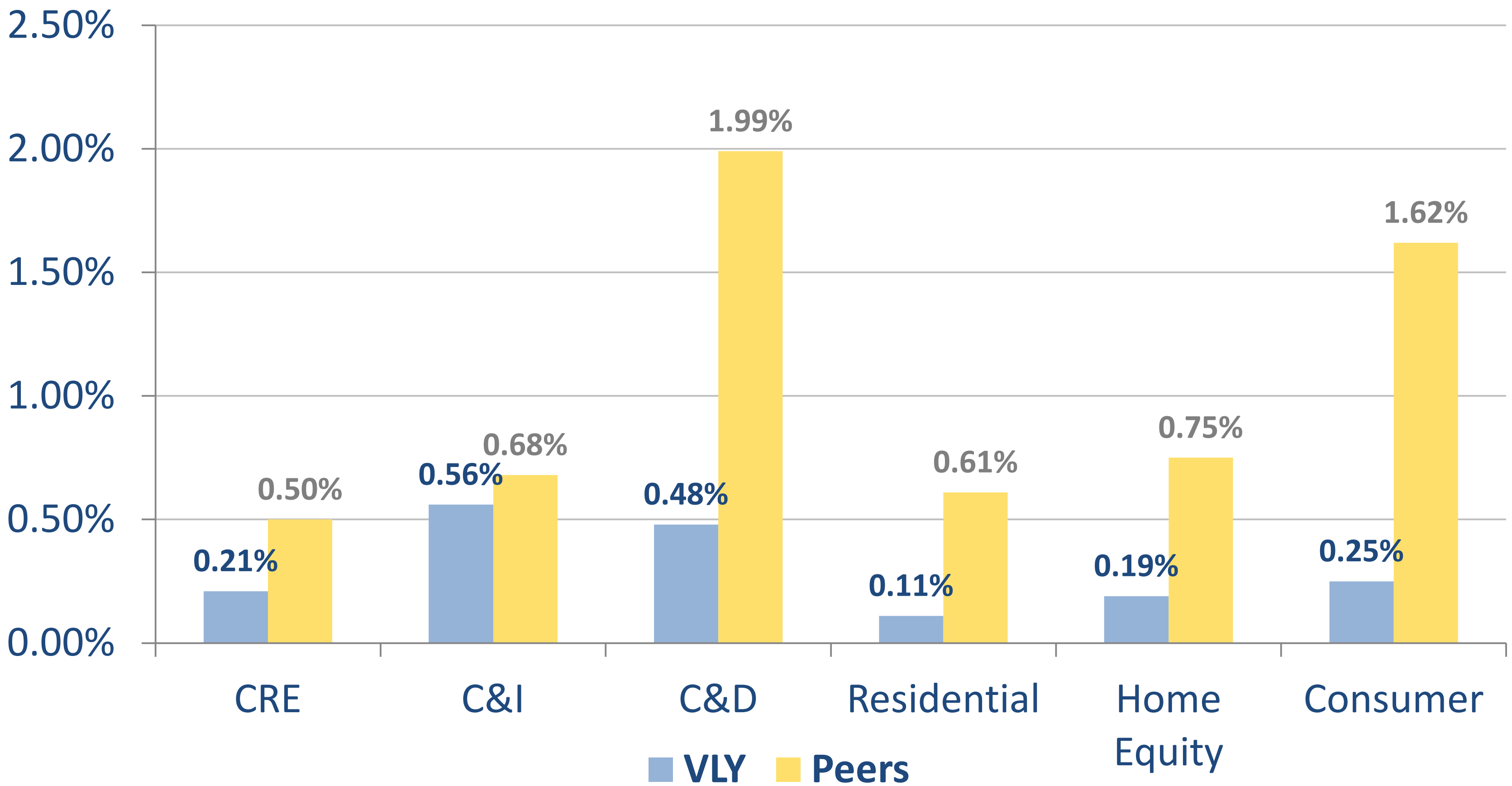
-Construction loan balance is based on Valley's internal loan hierarchy structure and does not reflect loan classifications reported in Valley's SEC and bank regulatory reports.

As of 12/31/2012

Valley National Bank

Asset Quality

2012 YTD Net Charge-offs



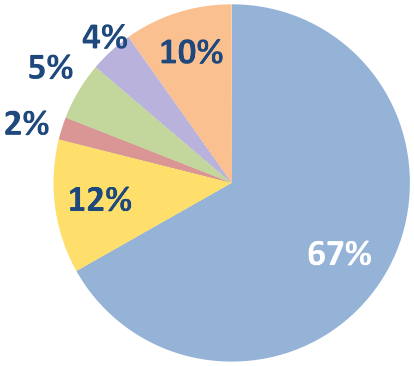
*Source: SNL 1/30/2013
*Peer group includes banks between $3 billion and $50 billion in assets

As of 12/31/2012

Investment Portfolio

Key Highlights & Composition

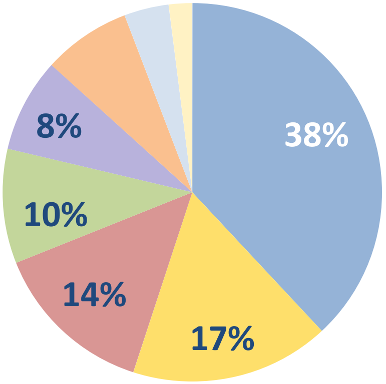
By Investment Grade



AAA	67%
AA	12%
A	2%
BBB	5%
Non Investment Grade	4%
Not Rated	10%

By Investment Type

Investment Type	2009	2012
GSE MBS (GNMA)	30%	38%
State, County, Municipals	8%	17%
GSE MBS (FNMA/FHLMC)	28%	14%
Trust Preferred	13%	10%
US Treasury	9%	8%
Other	5%	7%
Corporate Bonds	3%	4%
Private Label MBS	4%	2%



Key Comments

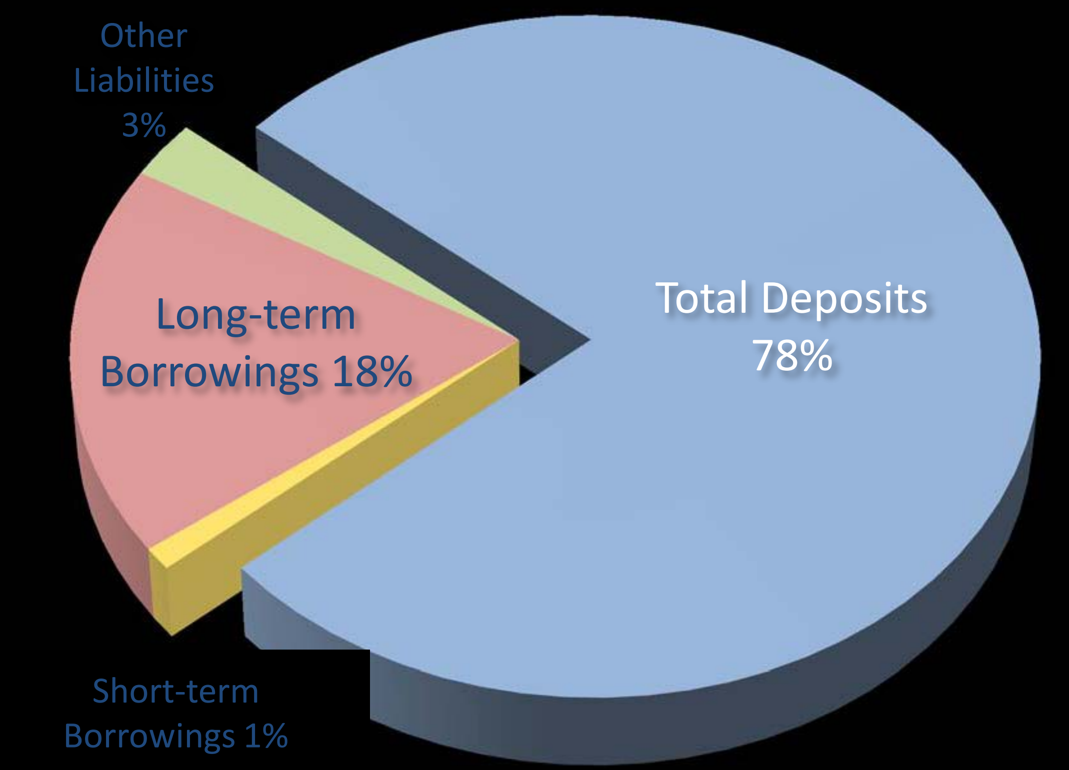
- $2.4 billion investment portfolio
- As part of Valley's macro asset/liability strategy, the bank continues to manage the duration of its investment portfolio
- No OTTI recognized during 4Q 2012, compared to $4.7 million during 3Q 2012
- Net gains on securities transactions were immaterial for 4Q 2012 compared with $1.5 million during 3Q 2012

As of 12/31/2012

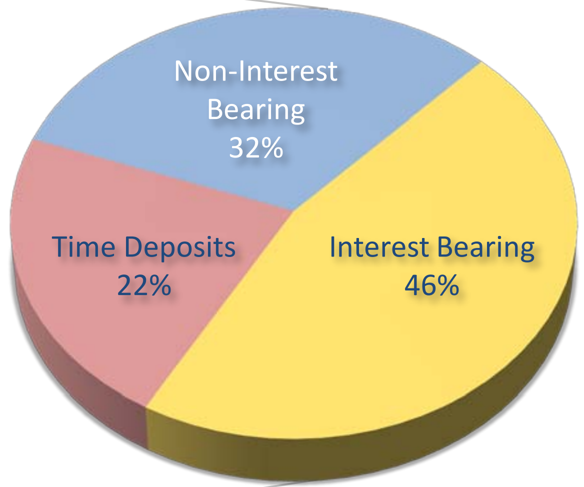
Valley National Bank

Liability & Deposit
Composition

Total Liabilities
$14.5 Billion



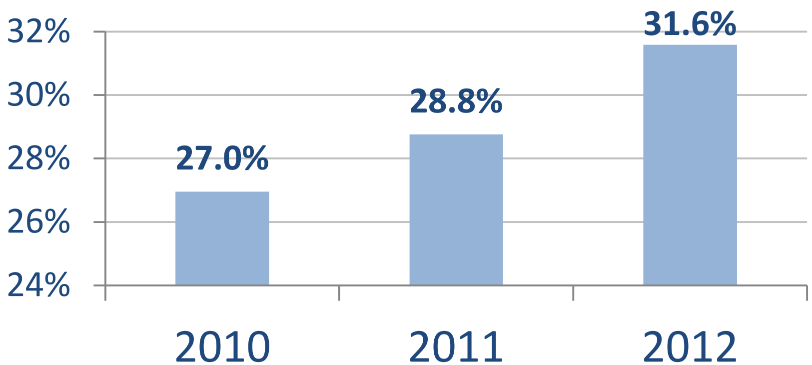
Total Deposits
$11.3 Billion



As of 12/31/2012

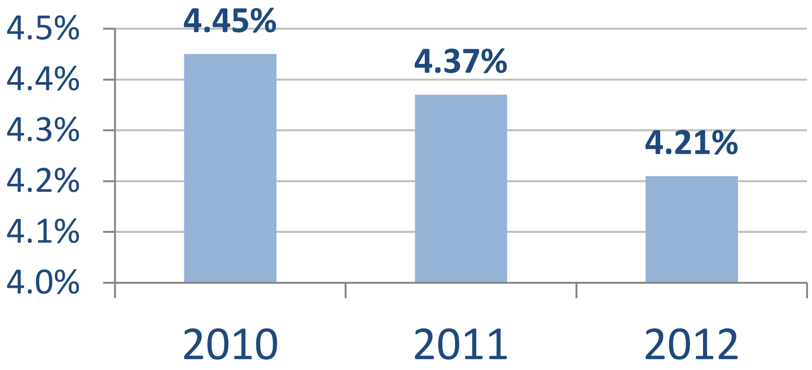
Deposits & Borrowings
Key Highlights and Comments

Non-Interest Bearing Deposits



*Period Ending Balances as % of Total Period Ending Deposits

Cost of Long Term Borrowings



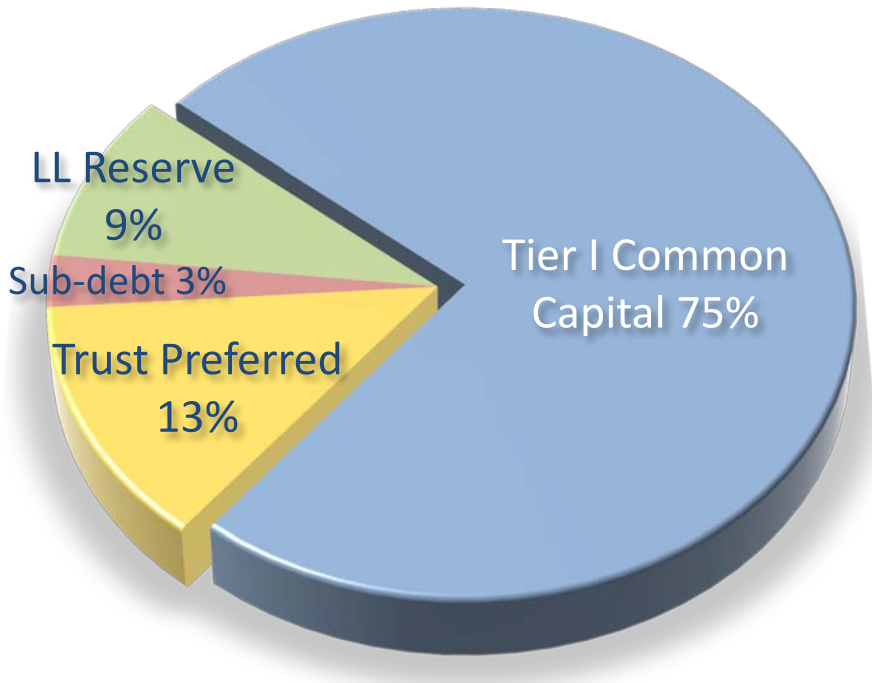
Key Comments

- 4Q 2012 total cost of funds declined 1 basis point linked quarter to 1.25%
- Increase in non-interest bearing deposit composition led to a 3 basis point decline in cost of deposits linked quarter to 0.49%
- NY deposits represent approximately 25% of all deposits

As of 12/31/2012

Regulatory Capital
Composition & Ratios

Total Tier II Capital
$1.4 Billion



Capital Ratios	As of 12/31/2012	"Well Capitalized"
Tangible Common Equity / Tangible Assets	6.71%	N/A
Tangible Common Equity / Risk-Weighted Assets	9.14%	N/A
Tier I Common Ratio	9.24%	N/A
Tier I	10.87%	6.00%
Tier II	12.38%	10.00%
Leverage	8.09%	5.00%
Book Value	$7.57	N/A
Tangible Book Value	$5.26	N/A

Significant unrealized gain on facilities, referenced in slide 6, not incorporated in capital ratios reflected above.

*Non-GAAP reconciliations shown on slides 18 and 19

Shareholder Returns

Historical Financial Data (1) *(Dollars in millions, except for share data)*

Years Ended (2)	Total Assets	Net Income (3)	Diluted Earnings Per Common Share	Return on Average Assets	Return on Average Equity	Cash Dividends Declared Per Common Share	Common Stock Splits and Dividends	
2012	$ 16,013	$ 143.6	$0.73	0.91 %	9.57 %	$0.65	5/12 - 5%	Stock Dividend
2011	14,253	132.5	0.74	0.93	10.11	0.66	5/11 - 5%	Stock Dividend
2010	14,151	130.0	0.73	0.92	10.23	0.65	5/10 - 5%	Stock Dividend
2009	14,291	114.8	0.57	0.80	8.55	0.66	5/09 - 5%	Stock Dividend
2008	14,724	92.3	0.57	0.68	8.61	0.66	5/08 - 5%	Stock Dividend
2007	12,749	153.2	1.00	1.25	16.43	0.65	5/07 - 5%	Stock Dividend
2006	12,395	163.7	1.04	1.33	17.24	0.64	5/06 - 5%	Stock Dividend
2005	12,436	163.4	1.06	1.39	19.17	0.62	5/05 - 5%	Stock Dividend
2004	10,763	154.4	1.05	1.51	22.77	0.60	5/04 - 5%	Stock Dividend
2003	9,873	153.4	1.05	1.63	24.21	0.57	5/03 - 5%	Stock Dividend
2002	9,148	154.6	1.01	1.78	23.59	0.54	5/02 - 5:4	Stock Split
2001	8,590	135.2	0.85	1.68	19.70	0.51	5/01 - 5%	Stock Dividend
2000	6,426	106.8	0.82	1.72	20.28	0.48	5/00 - 5%	Stock Dividend
1999	6,360	106.3	0.77	1.75	18.35	0.45	5/99 - 5%	Stock Dividend
1998	5,541	97.3	0.74	1.82	18.47	0.41	5/98 - 5:4	Stock Split
1997	5,091	85.0	0.68	1.67	18.88	0.36	5/97 - 5%	Stock Dividend

(1) All per share amounts have been adjusted retroactively for stock splits and stock dividends during the periods presented. Data for the years prior to 2001 in the table above exclude certain prior year results for merger transactions accounted for using the pooling-of-interests method.

(2) Previously reported results for 2011, 2010, 2009 and 2008 have been revised to reflect an increase in non-interest expense, which after taxes, reduced net income by $1.1 million, $1.2 million, $1.2 million and $1.3 million, respectively, and reduced basic and diluted earnings per common share by $0.01 for each of these years. Total assets and the other statistical data presented in the table have been revised accordingly.

(3) Net income includes other-than-temporary impairment charges on investment securities, net of tax benefit, totaling $3.0 million, $12.2 million, $2.9 million, $4.0 million, $49.9 million, $10.4 million, and $3.0 million for the years ended 2012, 2011, 2010, 2009, 2008, 2007, and 2006, respectively.

Valley National Bank

For More Information

- Log onto our web site: www.valleynationalbank.com
- E-mail requests to: dgrenz@valleynationalbank.com
- Call Shareholder Relations at: (973) 305-3380
- Write to: Valley National Bank
  1455 Valley Road
  Wayne, New Jersey 07470
  Attn: Dianne M. Grenz, First Senior Vice President
  Director of Marketing, Shareholder & Public Relations
- Log onto our website above or www.sec.gov to obtain free copies of documents filed by Valley with the SEC

12/31/2012
Non-GAAP Disclosure Reconciliations

($ in Thousands)

Total Equity	$1,502,377
Less: Net unrealized gains on securities available for sale	3,269
Plus: Accumulated net gains (losses) on cash flow hedges, net of tax	12,676
Plus: Pension liability adjustment, net of tax	34,964
Less: Goodwill, net of tax	(428,234)
Less: Disallowed other intangible assets	(15,037)
Less: Disallowed deferred tax asset	(55,012)
Tier I Common Capital	**$1,055,003**
Plus: Trust preferred securities	186,313
Total Tier I Capital	**$1,241,316**
Plus: Qualifying allowance for credit losses	$132,495
Plus: Unrealized gains on equity securities	90
Plus: Qualifying sub debt	40,000
Total Tier II Capital	**$1,413,901**

Total Assets	$16,012,646
Less: Goodwill & Other Intangible Assets	(459,357)
Total Tangible Assets (TA)	**$15,553,289**
Total Equity	$1,502,377
Less: Goodwill & Other Intangible Assets	(459,357)
Total Tangible Common Equity (TCE)	**$1,043,020**
Risk Weighted Assets (RWA)	**$11,417,521**

Ratios

TCE / TA	**6.71%**
TCE / RWA	**9.14%**
Tier I Common Capital Ratio (Tier 1 common /RWA)	**9.24%**
Tier I (Total Tier I / RWA)	**10.87%**
Tier II (Total Tier II / RWA)	**12.38%**

12/31/2012
Non-GAAP Disclosure Reconciliations
($ in Thousands)

Common Shares Outstanding	**198,438,271**
Shareholders' Equity	$1,502,377
Less: Goodwill and Other Intangible Assets	(459,357)
Tangible Shareholders' Equity	**$1,043,020**
Tangible Book Value	**$5.26**