RFC RURBAN FINANCIAL CORP.

Annual Meeting
April 19, 2007

RFC RURBAN FINANCIAL CORP.

Rurban Financial Corp.
Advisory Board Members – SB&T

Fulton County

Jim McDonnall

Ed Nofziger

Joe O'Neil

William Toedter

Lima Region

Pat Chaney

Joseph Guagenti

Ron Miller

Tim Stolly

Paulding County

Floyd Furrow

John Kauser

Dr. John Saxton

Ronda Stabler

Jim Stahl

Rex Williamson

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STEVE VANDEMARK

- Chairman, Rurban Financial Corp.
- Chairman, The State Bank and Trust Company
- Director, RDSI

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Rurban Financial Corp. Directors

Tom Buis
Tom Callan*
John Compo
John Fahl
Bob Fawcett
Dick Hardgrove*
Ken Joyce
Rita Kissner
Tom Sauer
Steve VanDemark*
Mike Walz

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Rurban Financial Corp.
Director Committees

- Audit Committee
  - Chairman: Bob Fawcett
  - Financial Expert: Dick Hardgrove
- Compensation Committee
  - Chairman: John Fahl
- Executive Compliance Committee
  - Chairman: Steve VanDemark
- Governance and Nominating Committee
  - Chairman: Tom Buis
- Loan Review Committee
  - Chairman: Tom Callan

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Rurban Financial Corp.
Directors of Subsidiaries

RDSI	SB&T
Ken Joyce, Chairman	RFC Directors
Don DeWitt	Mark Klein
Jeff Sewell	
John Schock	
Hank Thiemann	
Steve VanDemark	
John Weimerskirk	

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Rurban Financial Corp.
Annual Meeting Agenda

- Structure, Strategy, Progress and Future
  - Ken Joyce, President and CEO
  - Duane Sinn, Chief Financial Officer
- Questions and Answers
- Adjourn

RFC RURBAN FINANCIAL CORP.

Rurban Financial Corp.

Ken Joyce
President and CEO

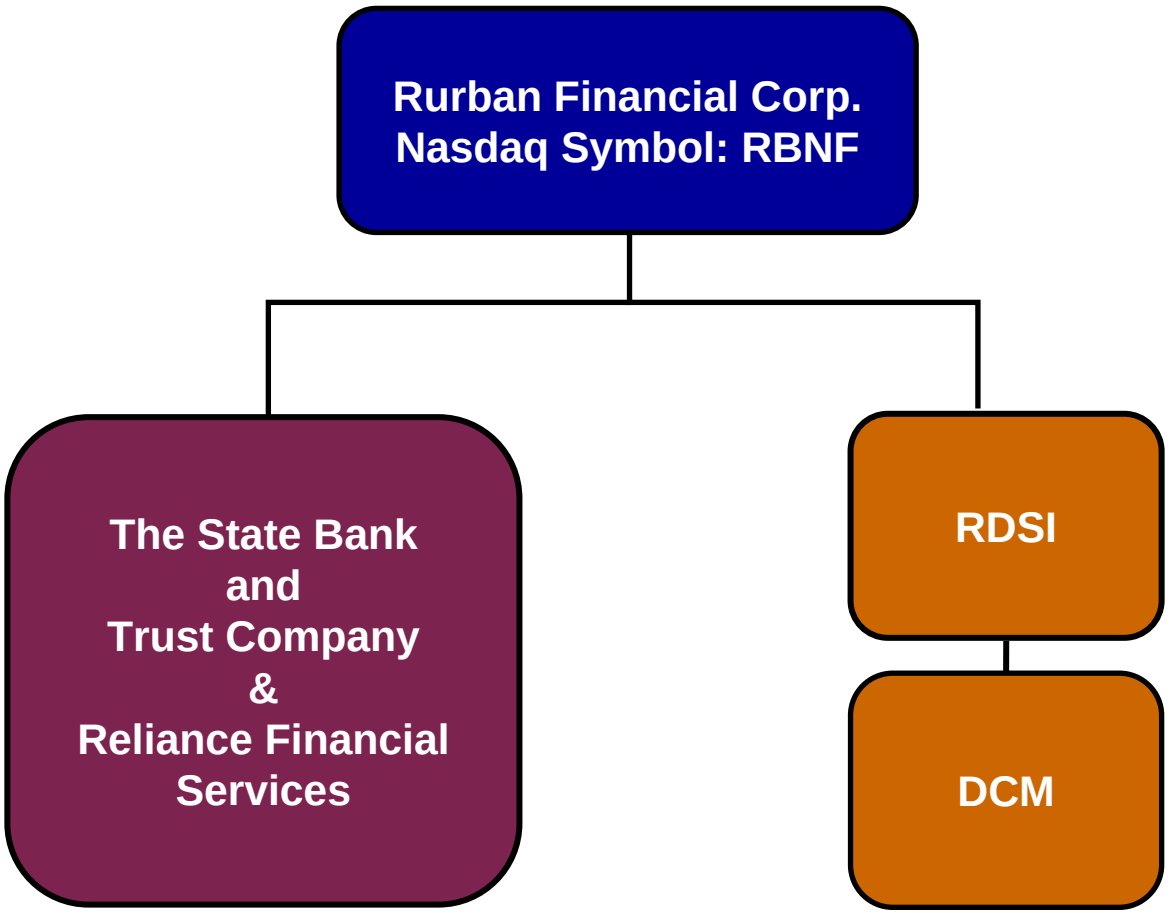
Duane L. Sinn
Chief Financial Officer

Rurban Financial Corp. Profile

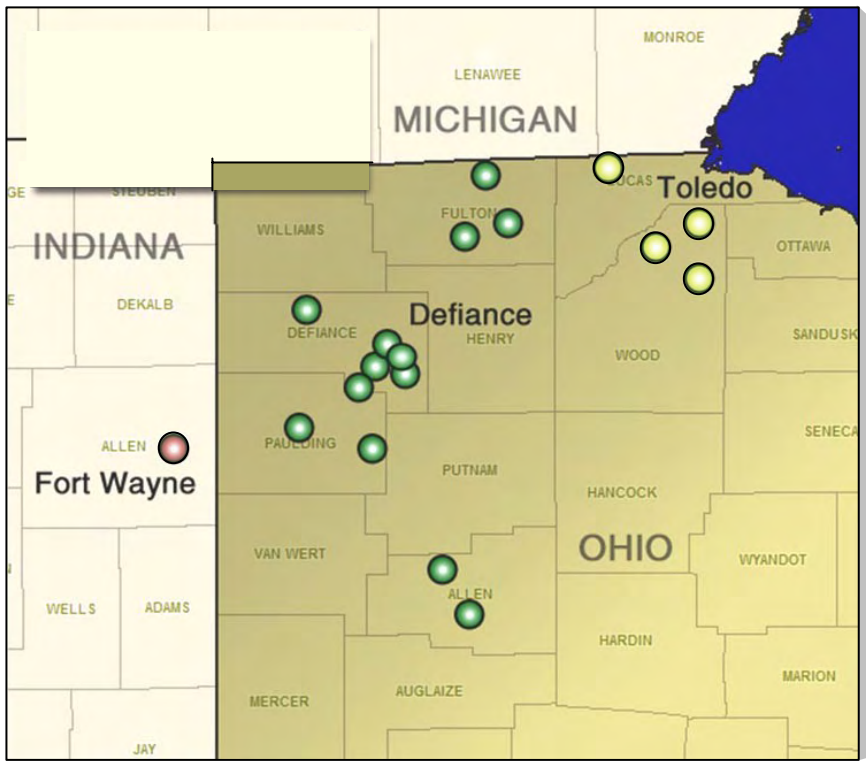
- Headquartered in Defiance, Ohio
- Two primary business lines
  - Community banking
  - Data and item processing for banks
- $549 million in assets
- Listed on NASDAQ Global market: RBNF
- Web Site: www.rurbanfinancial.net

RFC RURBAN FINANCIAL CORP.

Rurban Financial Corp. Structure



Rurban Financial Corp. Banking Footprint





➢ **Indiana Counties**

- **Allen**

➢ **Ohio Counties**

- **Allen**
- **Defiance**
- **Fulton**
- **Lucas**
- **Paulding**
- **Wood**

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Rurban Financial Corp.
Data and Item Processing Footprint



- States having a Banking Client of RDSI or DCM

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Rurban Financial Corp.
A Successful Banking Turnaround

- The Timeline
  - 2001 to 2002: The Recognition Phase
    - Took $36.3 million provision (≈ 5% of assets)
  - 2003 to 2006: The Restructuring Phase
    - Sold $305 million bank to recapitalize
    - Formed workout subsidiary to address problem loans
    - Restructured trust company
    - Made banking acquisitions for geographic diversification
  - 2006 and Beyond: Recovery Phase
    - Building consistent profitability
    - Stock Repurchase Program

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Rurban Financial Corp.
Community Banking Strategy

- Profit Improvement
  - Loan Growth
  - Interest Margin Strategies
  - Non-interest Income Initiatives
  - Expense Control
- Asset quality focus
- Asset growth -- Organic & Acquisitions

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Community Banking: Profit Improvement Loan Growth



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Community Banking: Profit Improvement
Loan Growth

- Loan Growth Strategies
  - Geographic expansion to higher-growth potential markets
  - Purchased two Lima, Ohio branches in June 2005
  - Purchased The Exchange Bank in Toledo suburbs on Dec. 31, 2005
  - Full Service Branch Opened in January 2007 in Fort Wayne, IN

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Community Banking: Profit Improvement Loan Growth

- Loan Growth Strategies
  - Management changes
    - The State Bank and Trust Company: Mark Klein
    - Lima Region: David Anderson
    - Fort Wayne Region: David Schnepp
  - Introduction of a sales culture
    - 3,900 sales calls in 2006
    - Over 300 closed referrals
    - Targeted incentive program
  - Results: 13.2% organic loan growth in 2006

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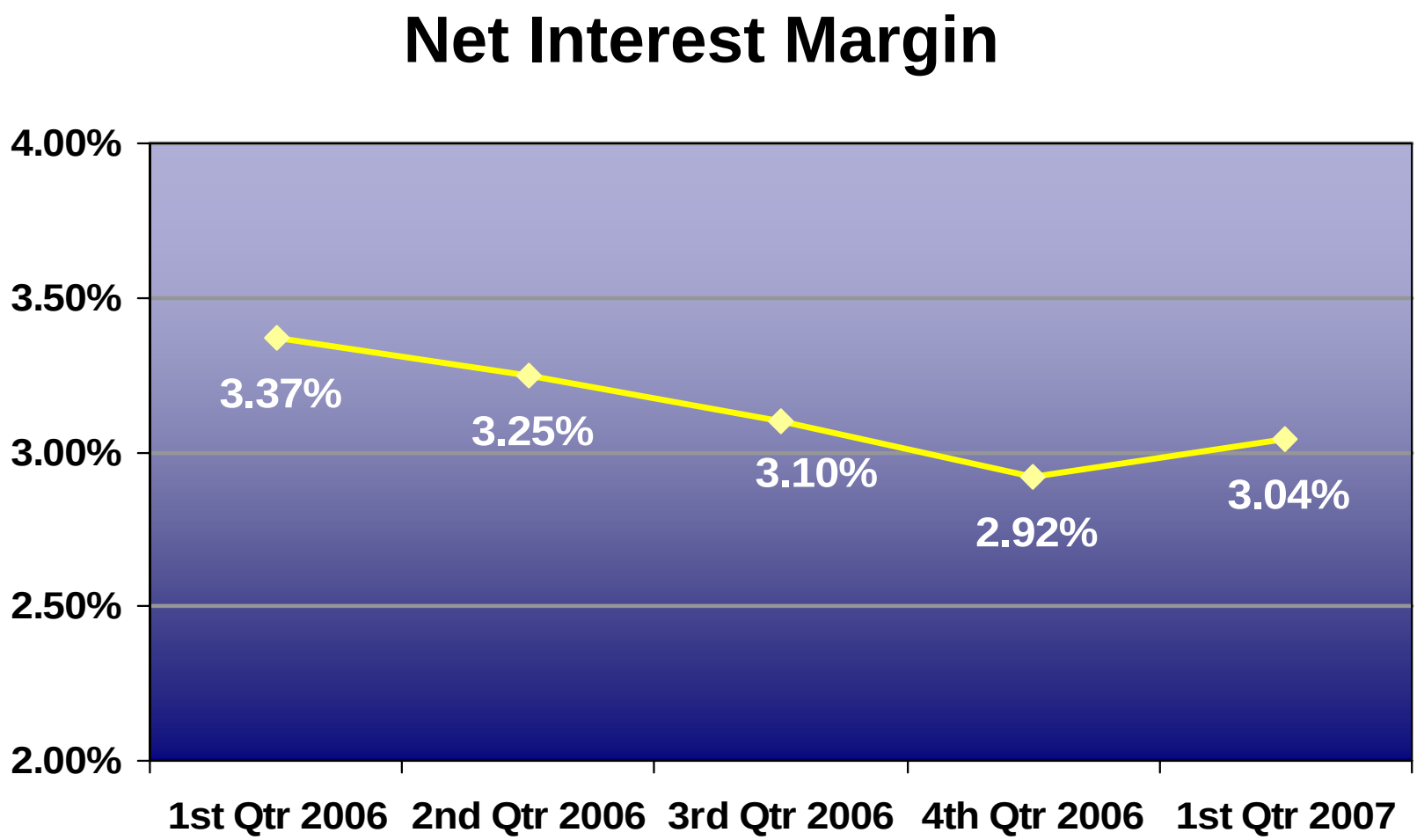
Community Banking: Profit Improvement Managing Interest Margin



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Community Banking: Profit Improvement Managing Interest Margin

- Interest Margin Improvement Strategies
  - Restructuring of Balance Sheet
  - Increase core deposits through a program beginning May 1st
  - Strengthen loan pricing through implementation of a Loan Pricing Model used for pricing commercial credits with target ROE

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Community Banking: Profit Improvement Expense Reduction

- Expense Reduction
  - Merger of three charters completed in first quarter
    - Exchange Bank
    - Trust Company Merger
  - Expense Reductions
    - Target: $1.0 to $1.5 million
      - Merger-related savings
      - Staff reductions
    - Actual Savings
      - $1.8 million
      - Run Rate

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Community Banking: Profit Improvement
Asset Quality Improvement Strategies

- Asset Quality Improvement Strategies
  - Ongoing focus on quality loan production
  - Control mechanisms in place and operating
  - No significant non-performing assets since 2002
    - $100,000 threshold
    - Over 50% of current NPAs are “legacy” relationships
  - Continuing reduction of remaining non-performing assets
    - Aggressive loan workouts of remaining problem credits
    - Projected close out of loan workout company (RFCBC) at year-end 2007

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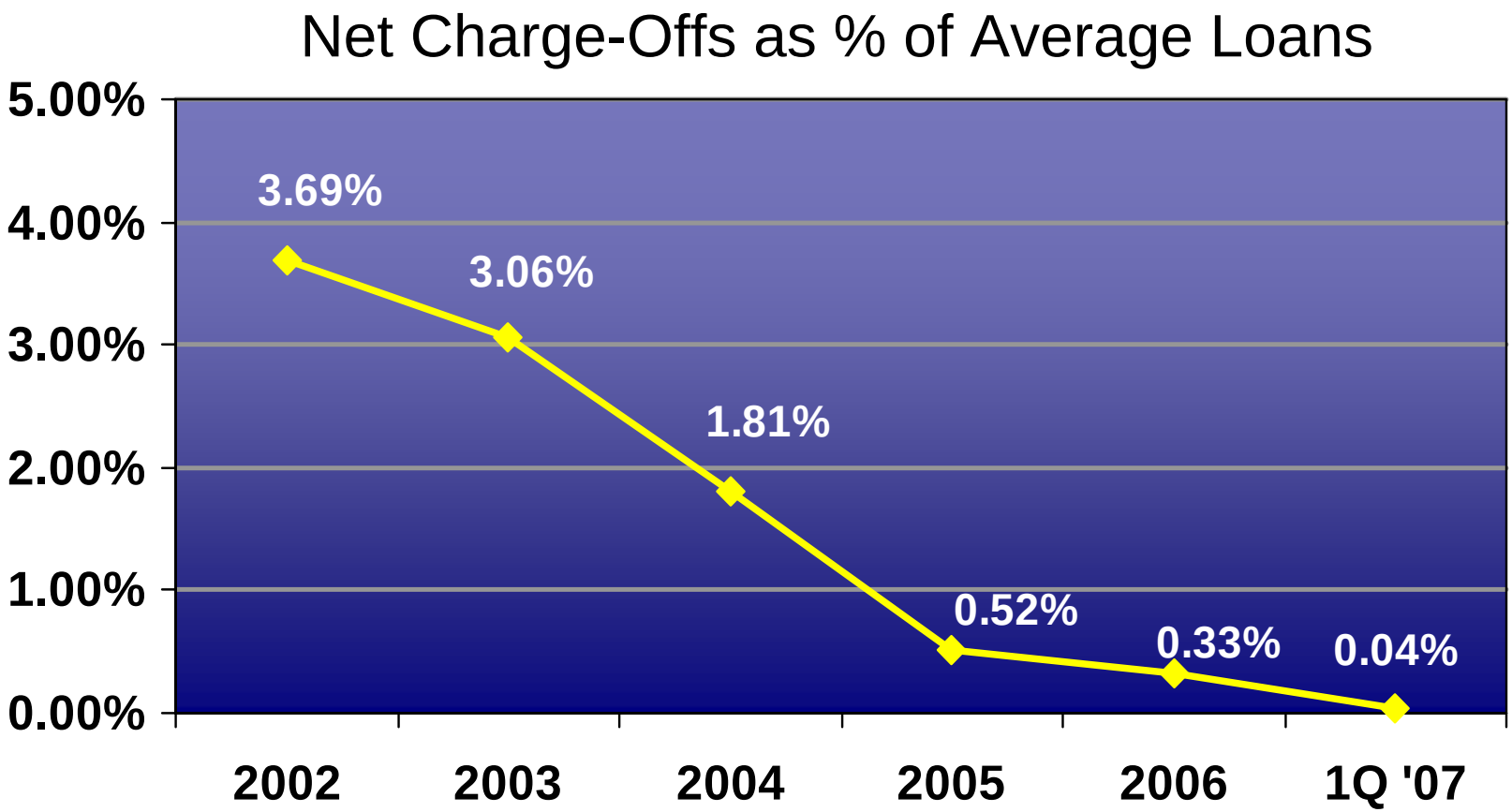
Community Banking: Profit Improvement
Continued Asset Quality Improvement



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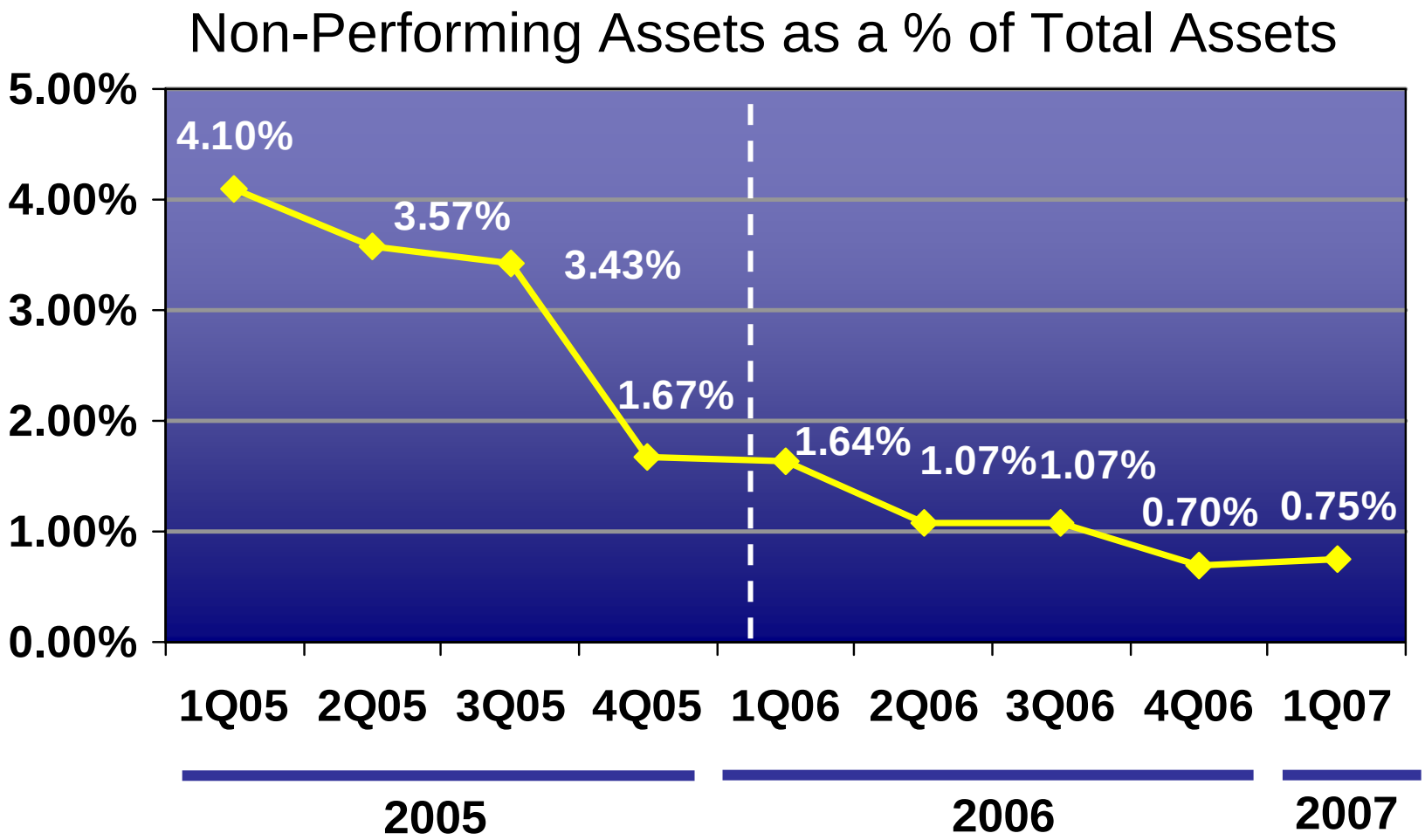
Community Banking: Profit Improvement
Continued Asset Quality Improvement



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Community Banking: Profit Improvement Summary

- Summary: Improving Banking Net Income
  - Continuing loan growth
  - Margin improvement
  - Expense Control
  - Branch optimization program is continuing
  - Fee income generation is improving
    - Guarantee loan sale expertise (SBA, USDA, etc)
    - Mortgage banking revenue doubled in 2006

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Community Banking: Investment Management Business Unit Profile

- Reliance Financial Services
  - Trust Services
    - Personal trust / estate planning
    - Employee benefit plans
  - Investment services
  - Assets Under Management: $348 Million as of 12/31/06

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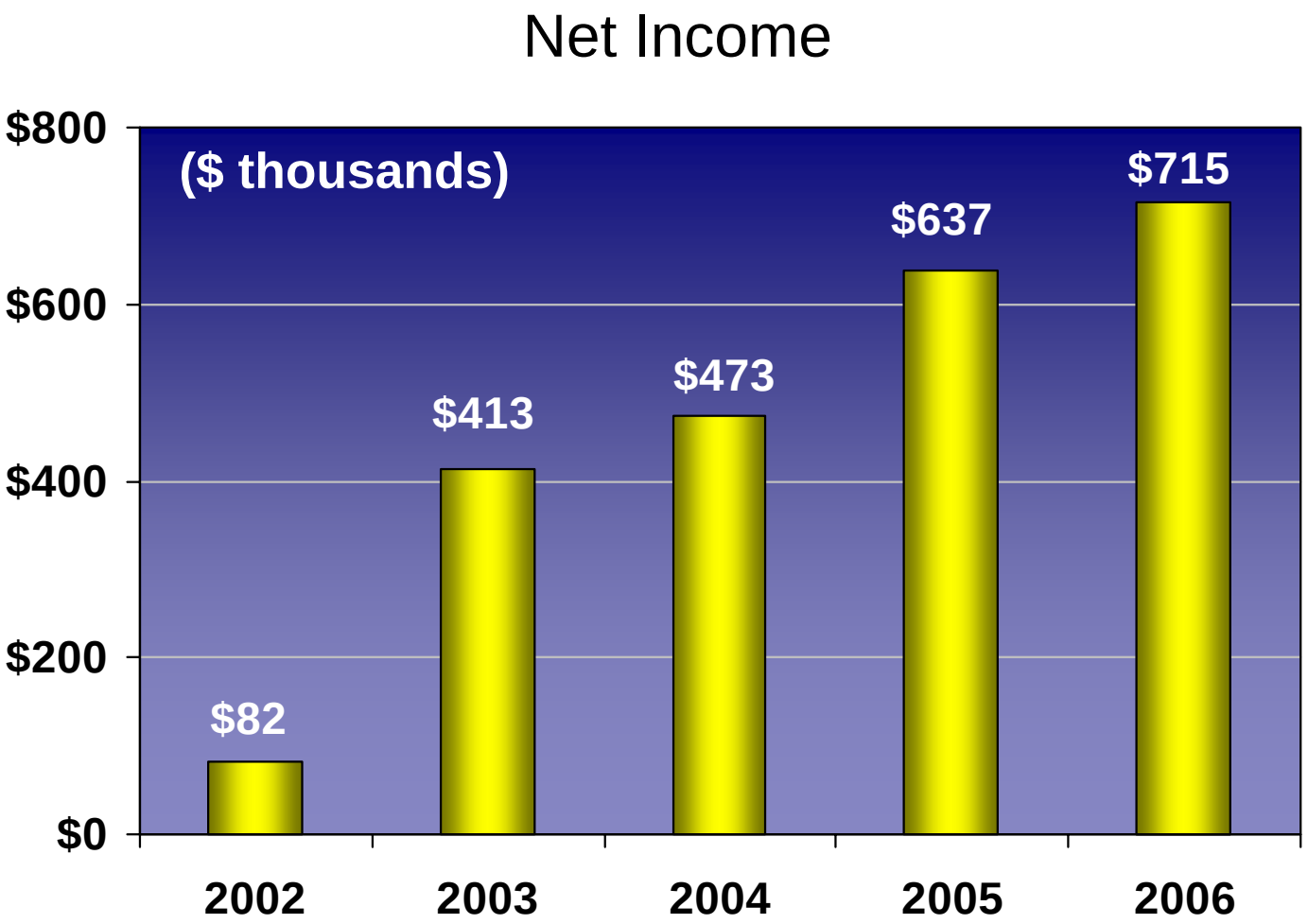
Community Banking: Investment Management Net Income Growth



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Community Banking: Investment Management Improving Net Income

- Strategies for Improving Reliance's Net Income
  - Expand into larger bank footprint
    - Multi-year effort (long sales cycle)
    - Lima and Toledo, OH and Ft. Wayne, IN
  - Maintain strong investment performance
    - Consistently outperform market indices
  - New Product Introductions
    - Annuity products in the branches
    - Investment products
  - Continued expense control

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Data and Item Processing: RDSI Company Profile

- Company Profile
  - Regional processor: 8 states
  - Data processing: 65 banks
  - Item Processing: 35 banks
  - DCM: Subsidiary of RDSI
    - Acquisition completed: September 2006
    - Item Processing Clients: 50 banks

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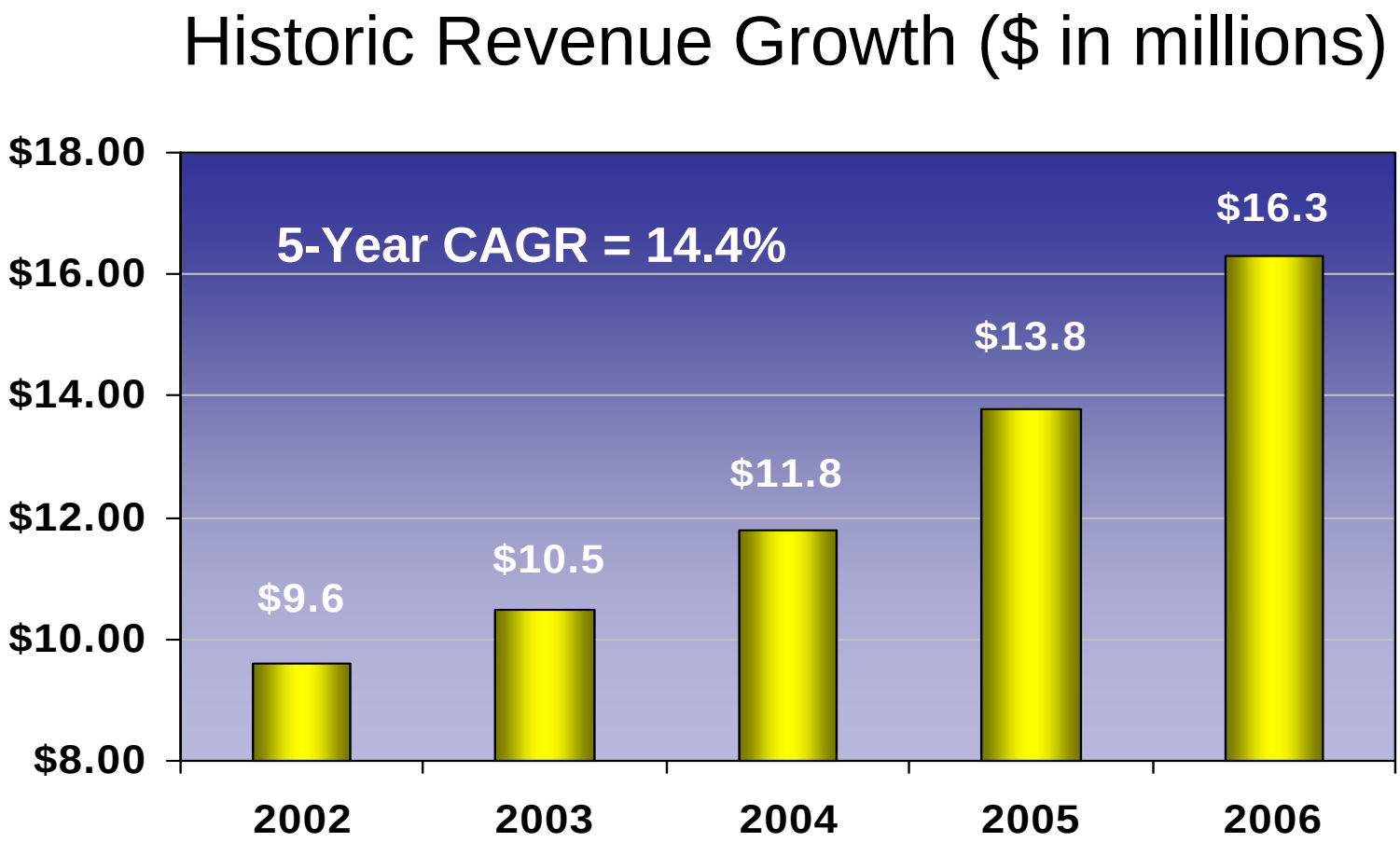
Data and Item Processing: RDSI Revenue Growth



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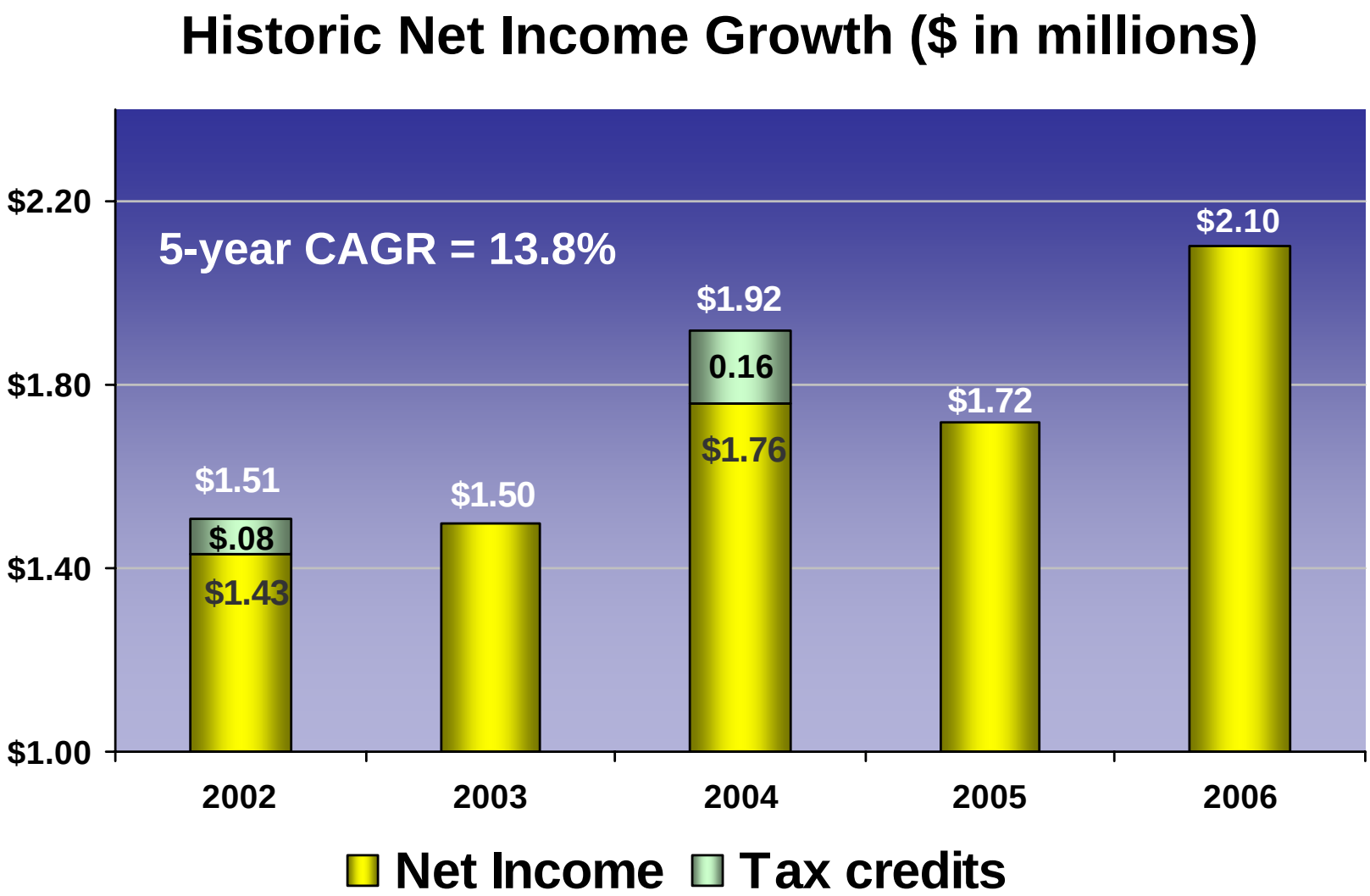
Data and Item Processing: RDSI Net Income Growth



Data and Item Processing: RDSI Improving RDSI Net Income

- Strategies for Improving RDSI Net Income
  - Revenue growth
    - Expansion into additional states
    - Sales initiatives – new and existing client sales
    - Acquisitions
  - Product expansion
    - In 2000: 23 products
    - In 2006: 117 products
  - “Check 21” efficiencies

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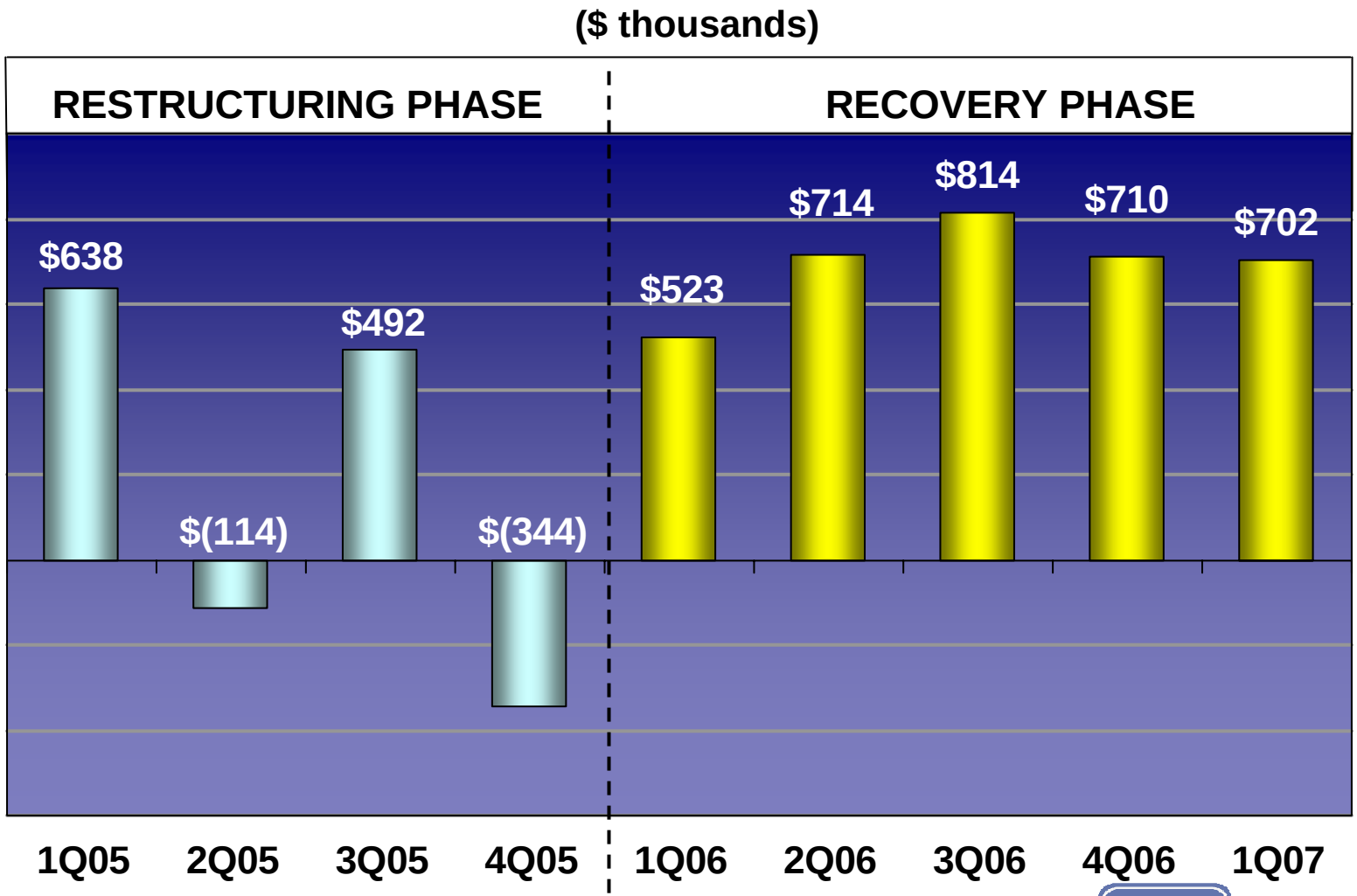
Rurban Financial Corp. (RBNF) Quarterly Income



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Rurban Financial Corp. (RBNF)
2005 – 2006 Financial Highlights

	Year End	
($000)	12/31/06	12/31/05
Assets (millions)	$556.0	$530.5
Net Interest Income	15,035	12,054
Provision for Loan Losses	178	583
Non-Interest Income	23,755	18,338
Non-Interest Expense	34,904	29,054
Net Income	2,760	673
Diluted EPS	$0.55	$0.15

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Rurban Financial Corp. (RBNF)
2007 1st Quarter Results

($000)	1Q07	1Q06
Assets (millions)	$548.9	$538.2
Net Interest Income	3,593	3,864
Provision for Loan Losses	93	246
Non-Interest Income	6,739	5,008
Non-Interest Expense	9,300	7,950
Net Income	702	523
Diluted EPS	$0.14	$0.10

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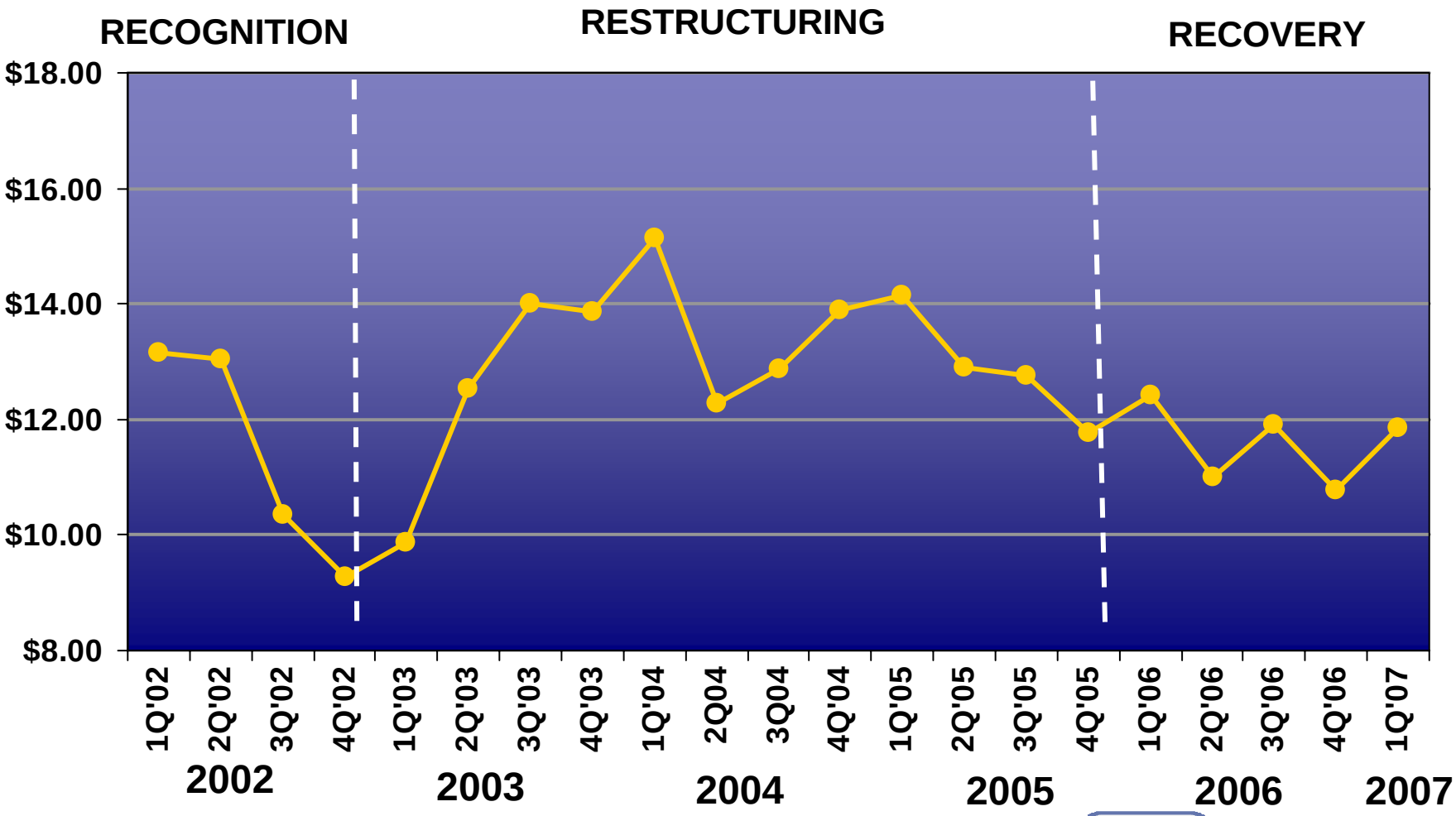
Rurban Financial Corp. (RBNF) Stock Price History



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Rurban Financial Corp. (RBNF) Attractive Valuation

	1Q'06	2Q'06	3Q'06	4Q'06	1Q'07
Quarterly Earnings Per Share (EPS)	$0.10	$0.14	$0.16	$0.14	$0.14
Last Twelve Months (LTM) Earnings ($000)	$557	$1,385	$1,707	$2,761	$3,052
LTM EPS	$0.11	$0.28	$0.34	$0.55	$0.61

- **Price* to Book = 105%**
- **Price* to Tangible Book = 156%**
- **Book Value 3/31/07 = $11.48**

*** Price at close of business on April 10 = $12.00**

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Rurban Financial Corp. (RBNF) Investment Considerations

- Credit problems resolved
- Consistent pattern of earnings growth
- Fee income stream critical in current rate environment
- Excess capital supports variety of growth strategies
- Strong controls in place; recently acquired assets are performing well
- Highly-experienced management team forging a new vision for the future

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Questions
And
Answers

RFC RURBAN FINANCIAL CORP.



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