



25th

Annual Meeting

April 17, 2008

Growth and Profitability:
Our Passion

Welcome and Call To Order



Mark Klein

President and CEO

The State Bank and Trust Company

Rurban Financial Corp.

SB&T - Advisory Board Members

Fulton County

Jim McDonnall
Ed Nofziger
Joe O'Neil
William Toedter
Joe Short

Paulding County

Floyd Furrow
John Kauser
Dr. John Saxton
Ronda Stabler
Jim Stahl
Rex Williamson

Lima Region

Pat Chaney
Joseph Guagenti
Ron Miller
Tim Stolly

Rurban Financial Corp. Director Overview and Insight



Steve VanDemark

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

Rurban Financial Corp. Holding Company Directors



Tom Buis

Tom Callan

John Compo *

John Fahl *

Bob Fawcett *

Dick Hardgrove

Ken Joyce

Rita Kissner *

Tom Sauer

Steve VanDemark

Mike Walz

* Indicates up for re-election

Rurban Financial Corp.

Director Committees

➤ Audit Committee

- Chairman: Rita Kissner
- Financial Expert: Dick Hardgrove

➤ Compensation Committee

- Chairman: John Fahl

➤ Governance and Nominating Committee

- Chairman: Tom Buis

➤ Director Loan Review Committee

- Chairman: Tom Callan

Rurban Financial Corp.

Directors of Subsidiaries

RDSI

Ken Joyce, Chairman

Don DeWitt

John Schock

Hank Thiemann

Steve VanDemark

SB&T

RFC Directors

Mark Klein

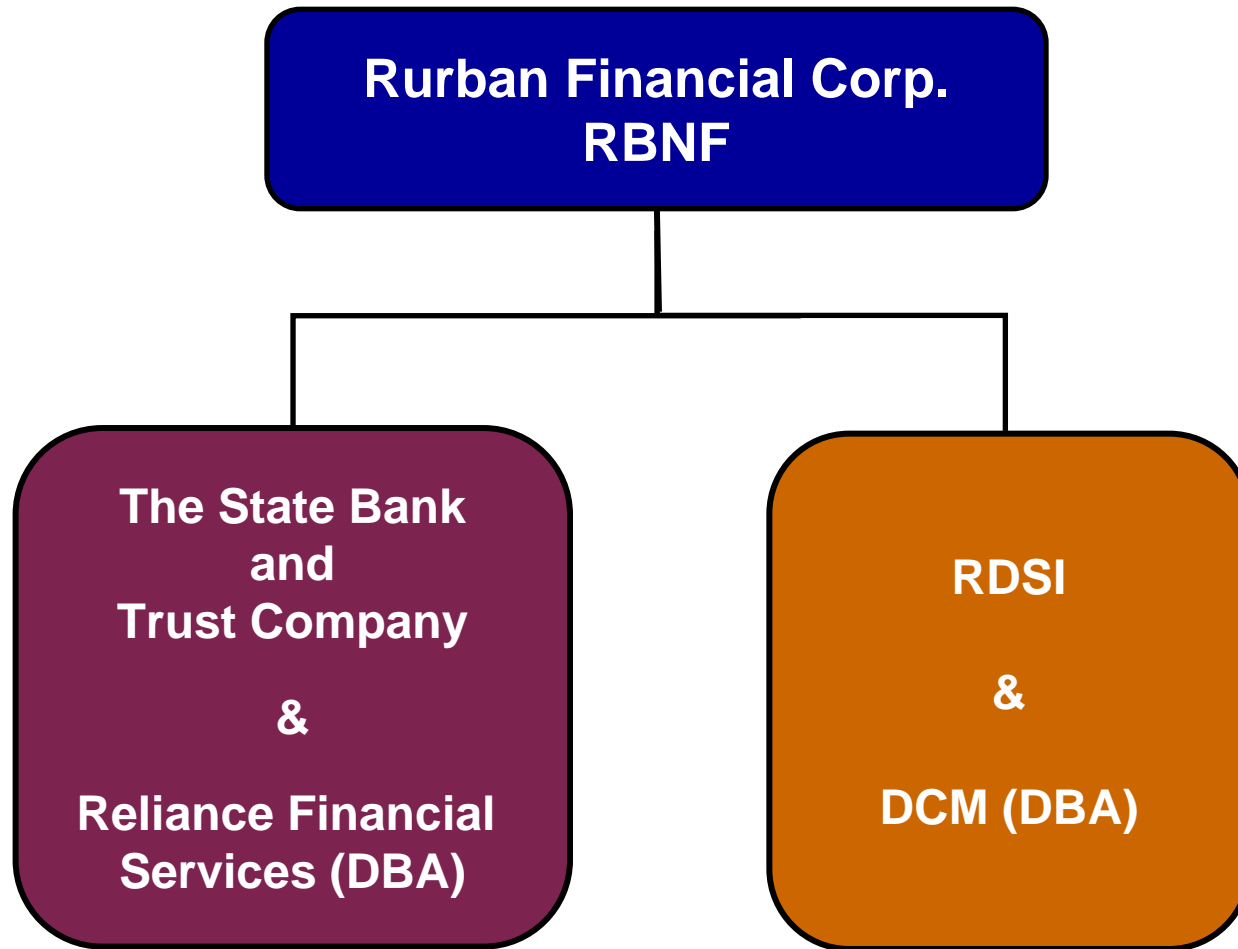
Rurban Financial Corp. Annual Meeting Agenda

- Rurban Overview
- Banking and Financial Market Overview
- Progress and Strategy
 - Ken Joyce, President and CEO
 - Duane Sinn, Chief Financial Officer
- Questions and Answers
- Election & Proposals
- Adjourn

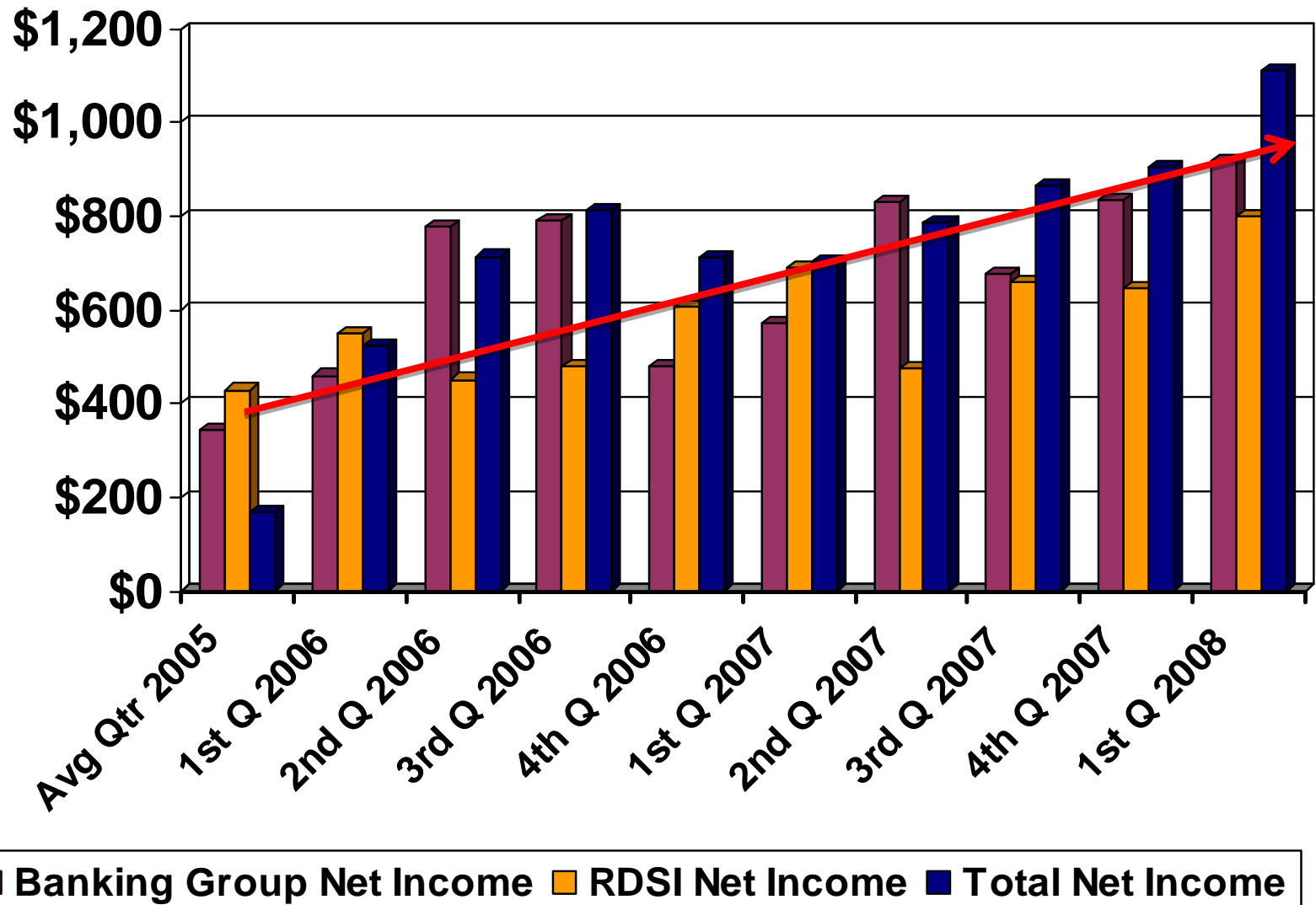
Rurban Financial Corp. Profile

- Headquartered in Defiance, Ohio
- Two primary business lines (% of 2007 Revenue)
 - Community Banking (53%)
 - Data and Item Processing for banks (47%)
- \$572 million in assets
- Listed on NASDAQ Global market: RBNF
- Web Site: www.rurbanfinancial.net

Rurban Financial Corp. Structure



Rurban Financial Corp. Improving Profitability



Rurban Financial Corp.

Peer Comparison

- Comparison to Average Performance Measures of all Publicly Traded Banks* in Ohio:

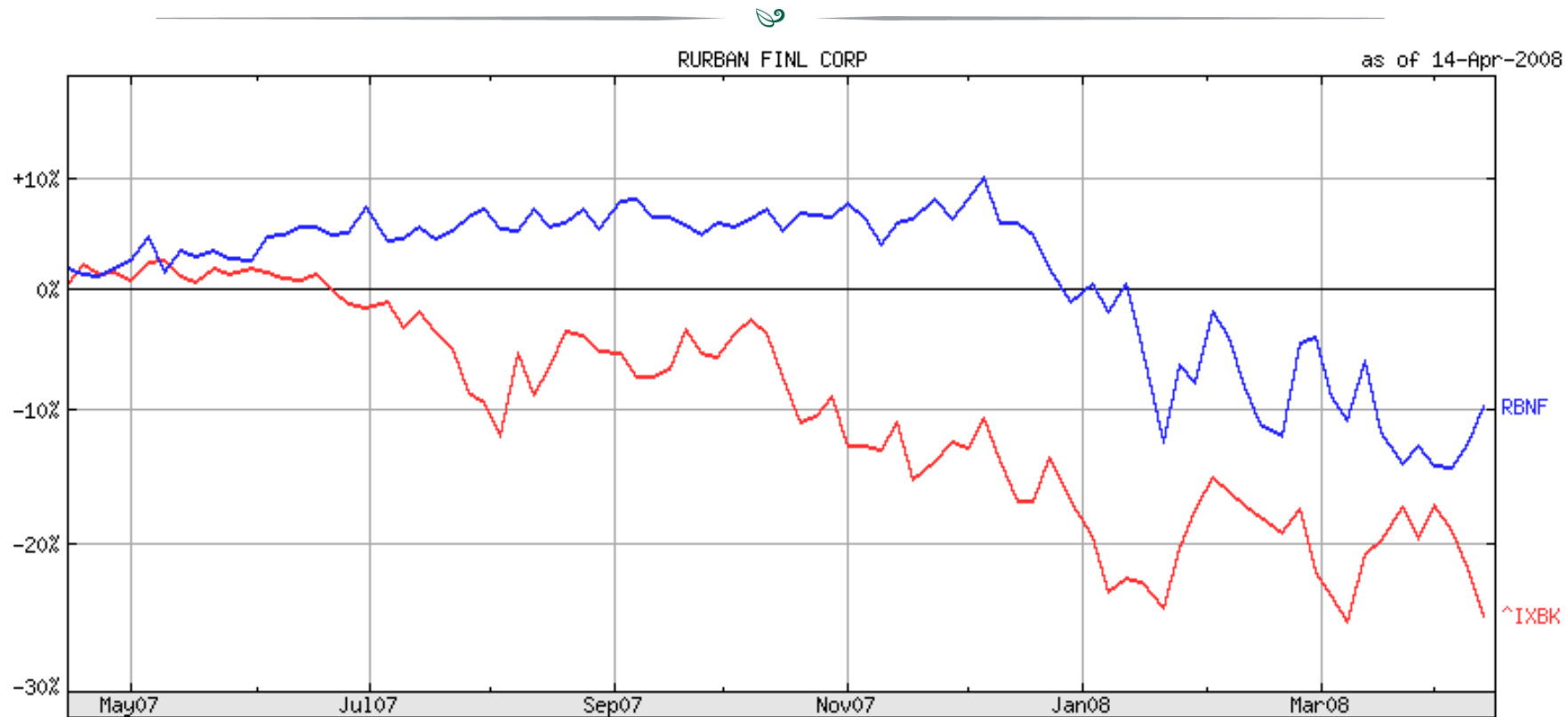
<u>Performance Measurement</u>	<u>1st Q 08 Rurban</u>	<u>Avg. of LTM OH Banks*</u>
▪ ROA	.78%	.70%
▪ ROE	7.50%	7.05%
▪ NPA to Total Assets	1.22%	0.94%
▪ Net Interest Margin	3.45%	3.75%
▪ Efficiency Ratio	73.2%**	70.2%

*KBW Performance Review Report for 3/31/2008

**Bank Only

Rurban Financial Corp.

RBNF: Stock Price History



— Rurban Stock (RBNF) vs. — Nasdaq Bank Index

Source: Yahoo Finance



Banking Environment



- Sub Prime Mortgage Crisis
 - Foreclosures
 - Decline in Housing Values
- Liquidity Crisis
 - Bear Stearns Debacle
- Escalating Commodity Prices
 - Oil
 - Food
- Economic Challenge
 - Recession
 - Inflation

The State Bank and Trust Company



➤ Company Profile

- Operate Seventeen Branches in:
 - Six Ohio Counties
 - One Indiana County
- Columbus Loan Production Office (LPO)
- \$551 Million in Assets
 - \$395 Million in Loans
 - \$94 Million in Investments
 - \$423 Million in Deposits
- Employs 158 People
- 104 Years of Operations

Rurban Financial Corp. Banking Footprint



➤ Indiana Counties ➤ Ohio Counties

•Allen

•Allen

•Defiance

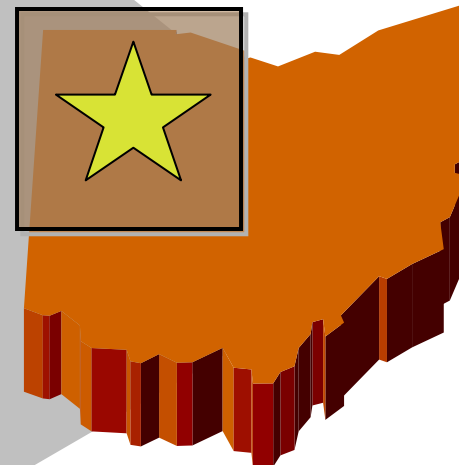
•Franklin

•Fulton

•Lucas

•Paulding

•Wood



The State Bank and Trust Company

Think Globally, Act Locally

➤ Value Proposition

“Your financial services partner delivering proactive and innovative solutions locally through employees with a passion for service.”

➤ Banking Strategy

- Prudent Loan Growth
- Monitor and Maintain Asset Quality
- Manage Margin
- Build Core Deposits
- Grow Fee Income
- Control Expenses
- Manage Risk

Banking Strategy: Prudent Loan Growth

➤ Loan Growth Strategies

■ Market Expansion

- Previous Acquisitions
- Columbus LPO

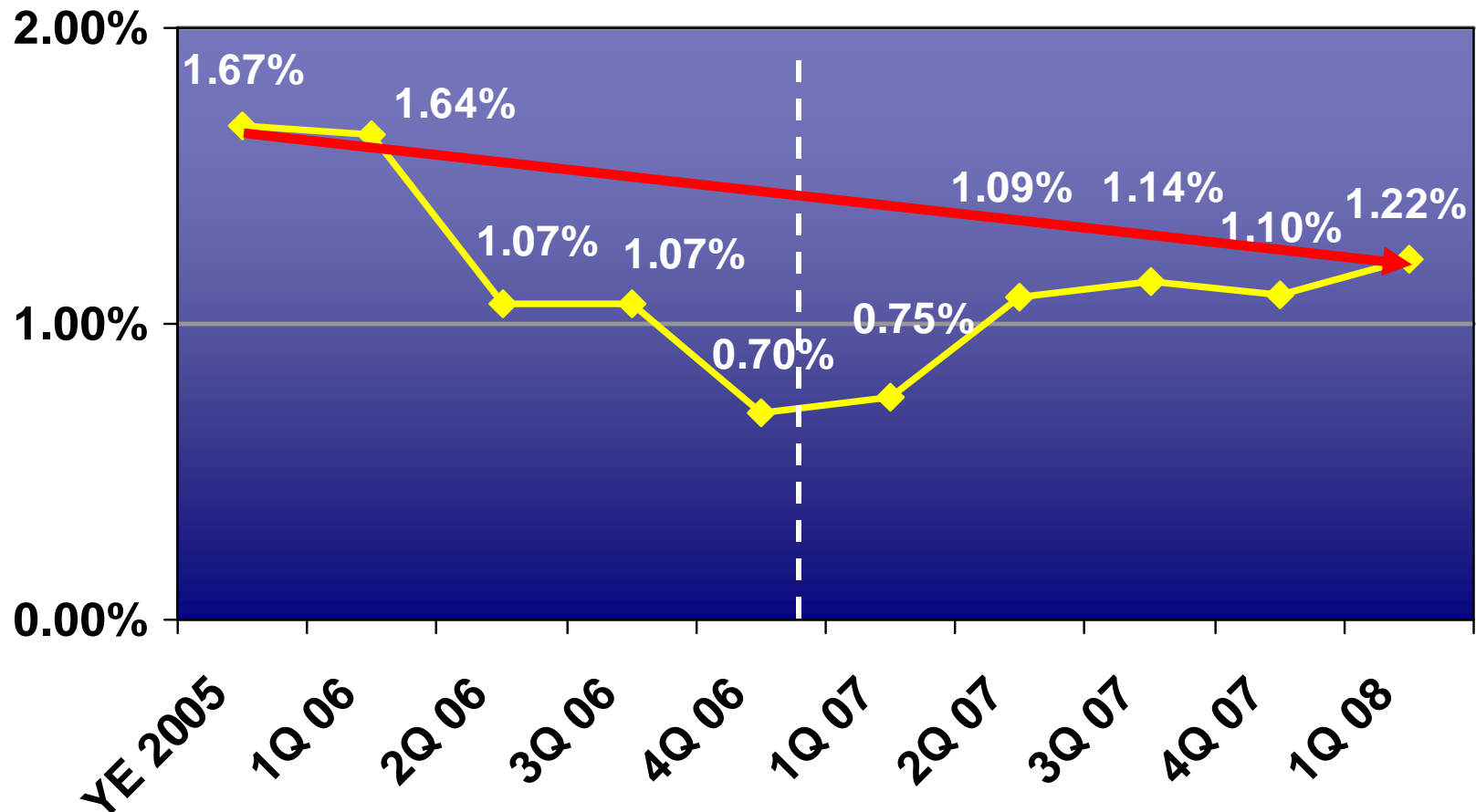
■ Building a sales culture

- 4,900 sales calls in 2007
- Over 289 closed referrals
- Targeted incentive program

■ Results: 5.2% organic loan growth in 2007

Banking Strategy: Monitor and Maintain Asset Quality

➤ Non-Performing Assets as a % of Total Assets



Banking Strategy: Core Deposit Growth

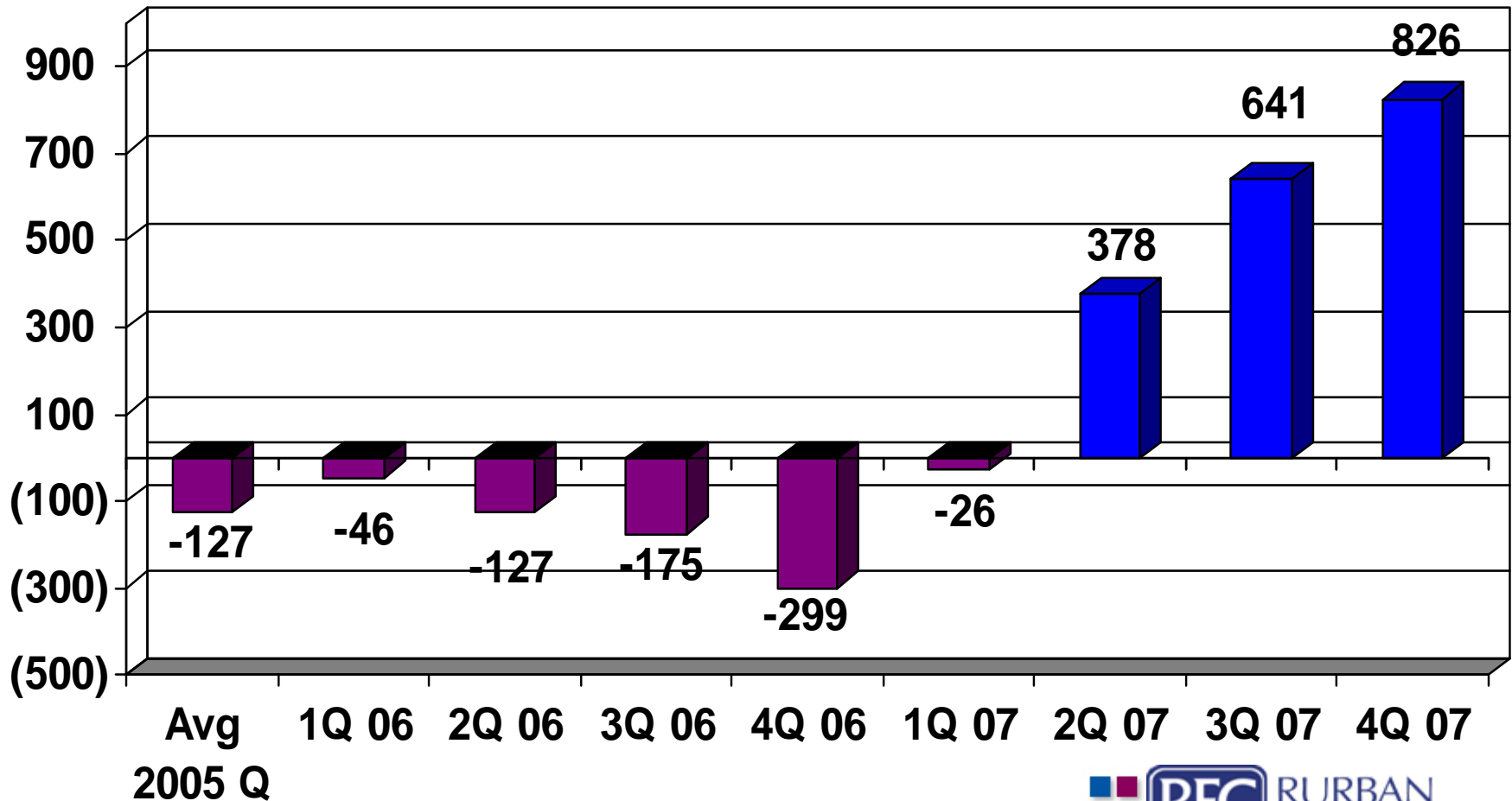


➤ Deposit Growth Initiatives

- Private Client Group Success
- Remote Merchant Deposit Capture
- Cross-Selling Improving
- Electronic Transactions
- High Performance Checking
- CDARS

Banking Strategies: Retail Deposit Growth

➤ High Performance Checking: Net Retail Checking Accounts



Banking Strategy: Control Expenses



➤ Expense Control – Action and Results

- Merger of three charters completed in first quarter of 2007
 - Exchange Bank
 - Trust Company Merger
- Expense Reductions
 - \$1.8 million Expense Reductions in 2007
 - Staff reductions of 25 FTE in 2007



Banking Systems

RDSI: Data and Item Processing

➤ Company Profile (Including DCM)

- Regional processor: 10 states
- Data processing: 76 banks
- Item Processing: 92 banks
- Employs 99 People

RDSI: Think Globally, Act Nationally



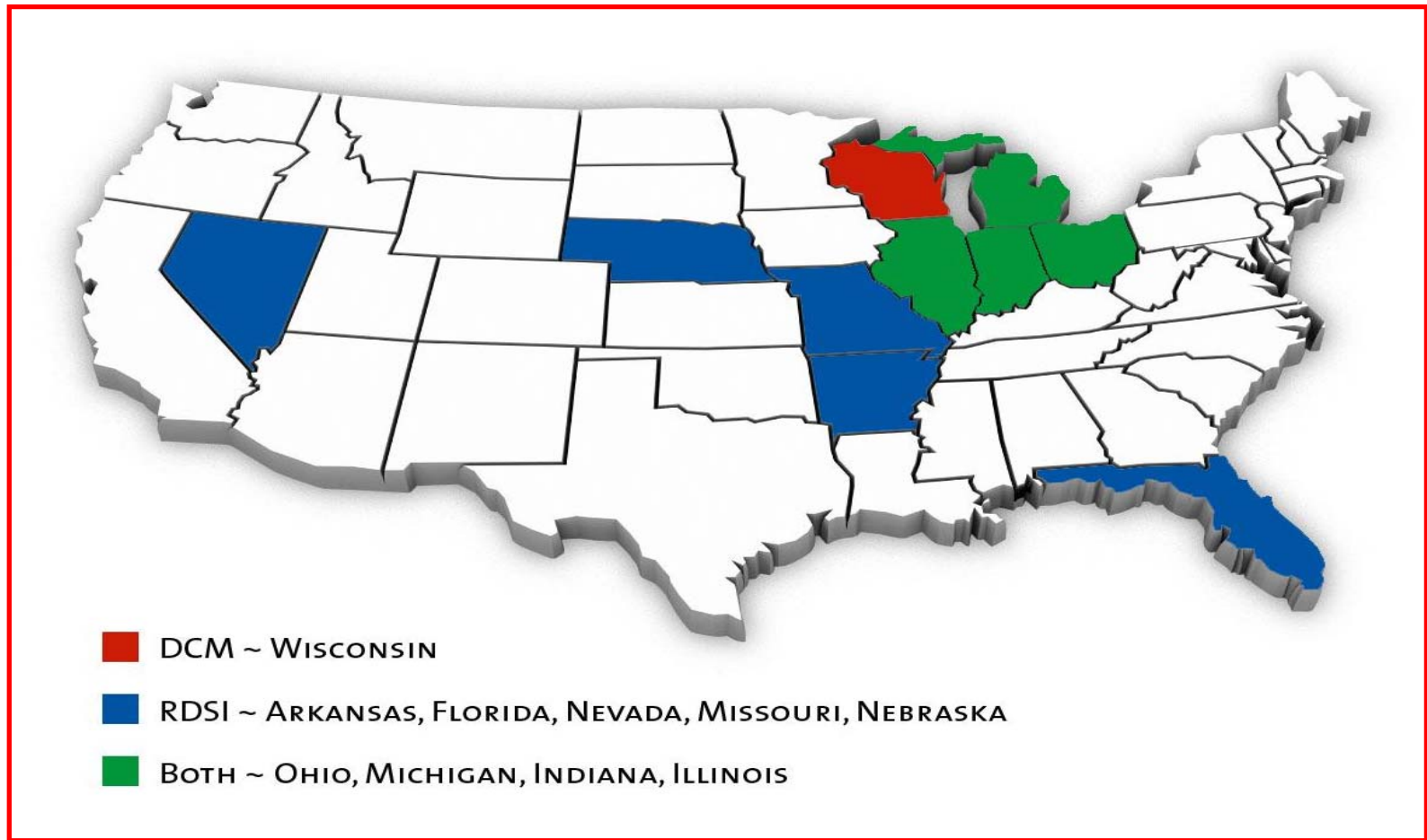
➤ Value Proposition

“A technology leader, secure provider and trusted advisor providing the best overall value and outstanding service to the financial community”

➤ RDSI Strategy

- Grow the Business
- Operate Efficiently
- Manage the Risk

RDSI: Data and Item Processing Footprint



RDSI: Growth Strategies

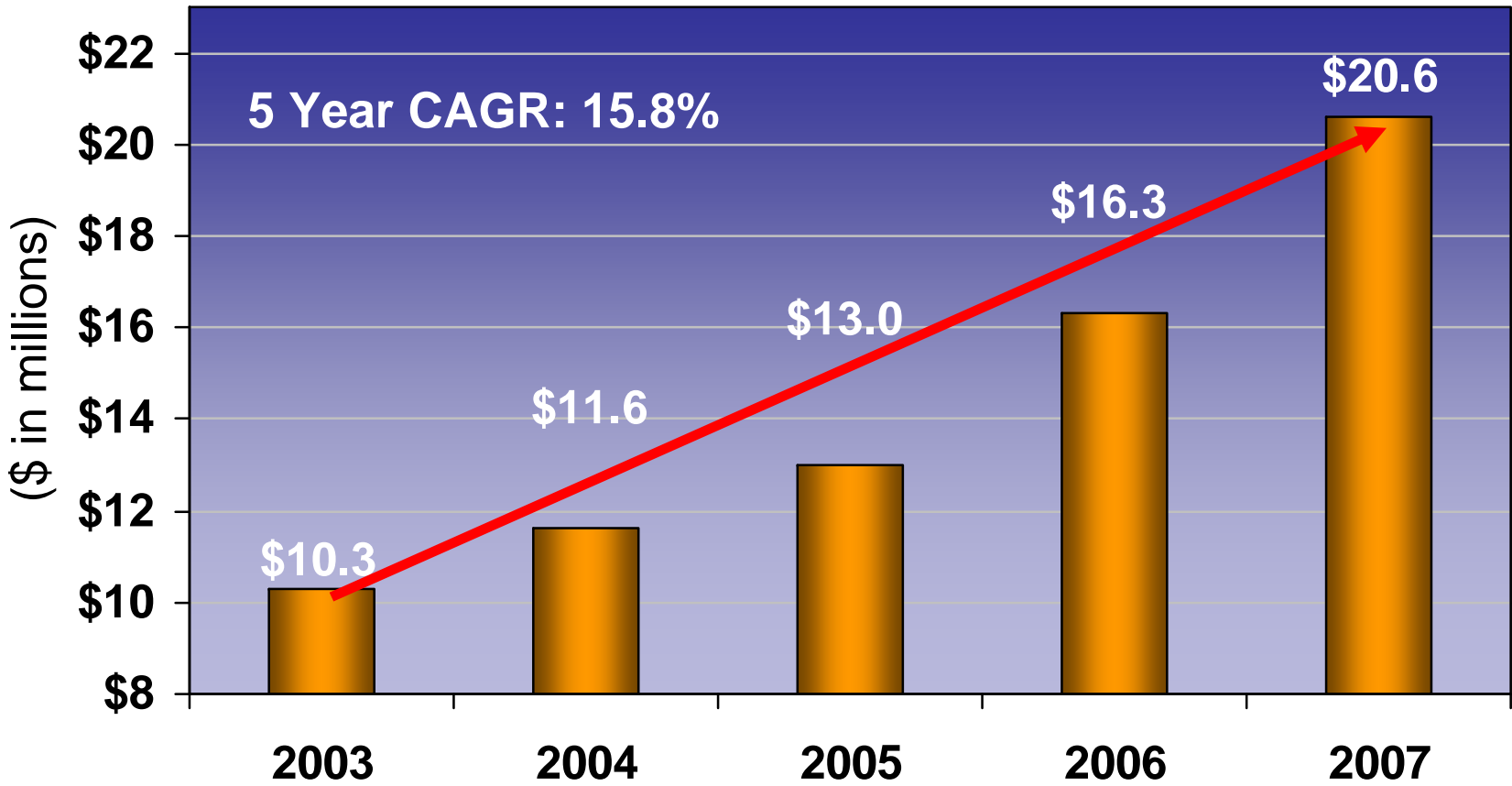


➤ Revenue and Net Income Growth Strategies

- Geographic expansion
- Sales initiatives – new and existing client sales
- Acquisitions
- Product expansion
 - ✓ In 2000: 23 products
 - ✓ In 2007: 130 products
- “Check 21” efficiencies

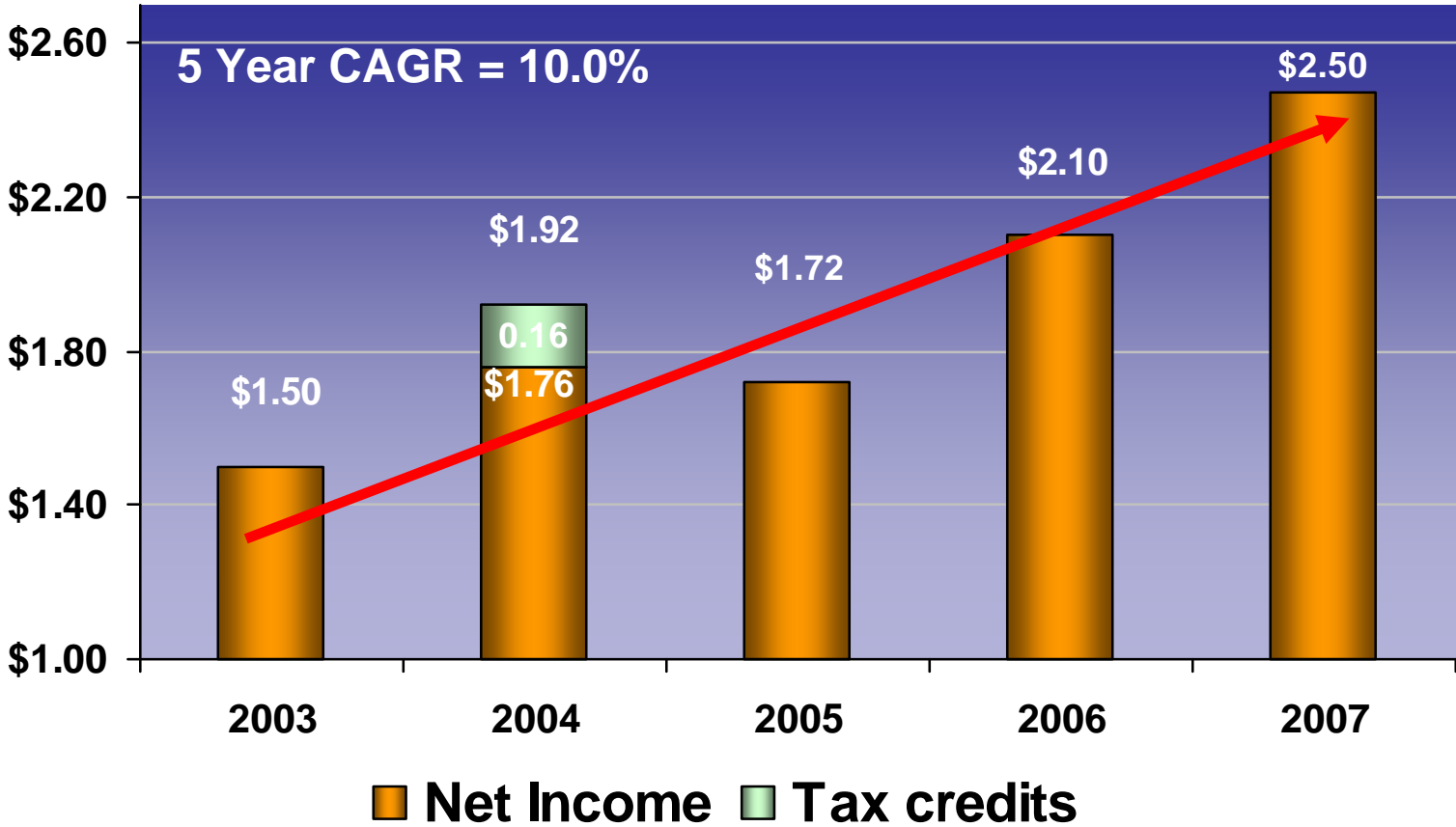
RDSI: Revenue Growth

➤ Historic RDSI Revenue Growth



RDSI: Net Income Growth

➤ Historic Net Income Growth (\$ in millions)



Rurban Financial Corp.

2007 – 2006 Financial Highlights



(\$000)	<u>12/31/07</u>	<u>12/31/06</u>	<u>% Change</u>
Assets (millions)	\$556.5	\$554.0	
Net Interest Income	14,788	15,035	(2%)
Provision for Loan Losses	521	178	192%
Non-Interest Income	26,861	23,755	13%
Non-Interest Expense	36,637	34,904	5%
Net Income	3,257	2,760	18%
Diluted EPS	\$0.65	\$0.55	18%

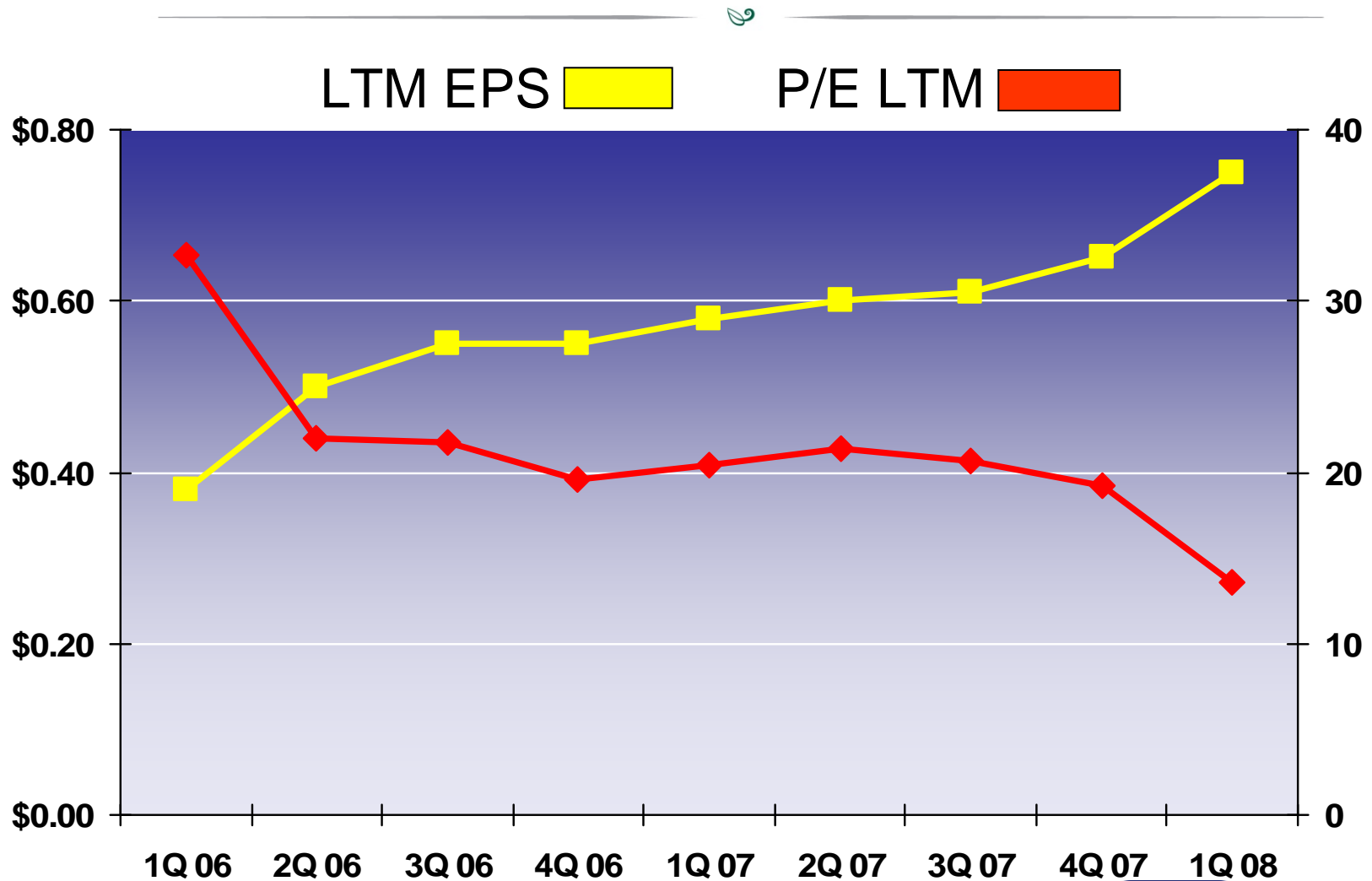
Rurban Financial Corp.

2008 1st Quarter Results



(\$000)	<u>1Q08</u>	<u>1Q07</u>	<u>% Change</u>
Assets (millions)	\$571.7	\$548.9	4%
Net Interest Income	3,817	3,593	6%
Provision for Loan Losses	192	93	106%
Non-Interest Income	7,515	6,739	12%
Non-Interest Expense	9,601	9,300	3%
Net Income	1,109	702	58%
Diluted EPS	\$0.22	\$0.14	57%

Return to a Normalized Valuation



Rurban Financial Corp. Investment Considerations

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

Rurban Financial Corp. (RBNF)



Questions?



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