

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) November 24, 2014

HOMETRUST BANCSHARES, INC.

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction  
of incorporation)

001-35593

(Commission File No.)

45-5055422

(IRS Employer  
Identification Number)

10 Woodfin Street, Asheville, North Carolina

(Address of principal executive offices)

28801

(Zip Code)

Registrant's telephone number, including area code: (828) 259-3939

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure**

Attached hereto as Exhibit 99.1 and incorporated herein by reference are presentation materials for the annual meeting of stockholders of HomeTrust Bancshares, Inc. to be held on November 24, 2014.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 Annual Meeting Presentation Materials

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**HOMETRUST BANCSHARES, INC.**

Date: November 24, 2014

By: /s/ Tony J. VunCannon  
Tony J. VunCannon  
Senior Vice President, Chief Financial Officer  
and Treasurer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Annual Meeting Presentation Material

NOVEMBER 24, 2014  
**ANNUAL  
MEETING**



**HomeTrust  
Bancshares, Inc.**

*It's just better here.*

# Forward-Looking Statements



This presentation includes “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements often include words such as “believe,” “expect,” “anticipate,” “estimate,” and “intend” or future or conditional verbs such as “will,” “would,” “should,” “could,” or “may.” Forward-looking statements are not historical facts but instead represent management’s current expectations and forecasts regarding future events many of which are inherently uncertain and outside of our control. Actual results may differ, possibly materially from those currently expected or projected in these forward-looking statements. Factors that could cause our actual results to differ materially from those described in the forward-looking statements, include expected cost savings, synergies and other financial benefits from the recent acquisitions might not be realized within the expected time frames or at all, and costs or difficulties relating to integration matters might be greater than expected; increased competitive pressures; changes in the interest rate environment; changes in general economic conditions and conditions within the securities markets; legislative and regulatory changes; and other factors described in HomeTrust’s latest annual Report on Form 10-K and Quarterly Reports on Form 10-Q and other filings with the Securities and Exchange Commission-which are available on our website at [www.hometrustedbanking.com](http://www.hometrustedbanking.com) and on the SEC’s website at [www.sec.gov](http://www.sec.gov). Any of the forward-looking statements that we make in this presentation or our SEC filings are based upon management’s beliefs and assumptions at the time they are made and may turn out to be wrong because of inaccurate assumptions we might make, because of the factors illustrated above or because of other factors that we cannot foresee. We do not undertake and specifically disclaim any obligation to revise any forward-looking statements to reflect the occurrence of anticipated or unanticipated events or circumstances after the date of such statements. These risks could cause our actual results for fiscal 2015 and beyond to differ materially from those expressed in any forward-looking statements by, or on behalf of, us and could negatively affect our operating and stock performance.

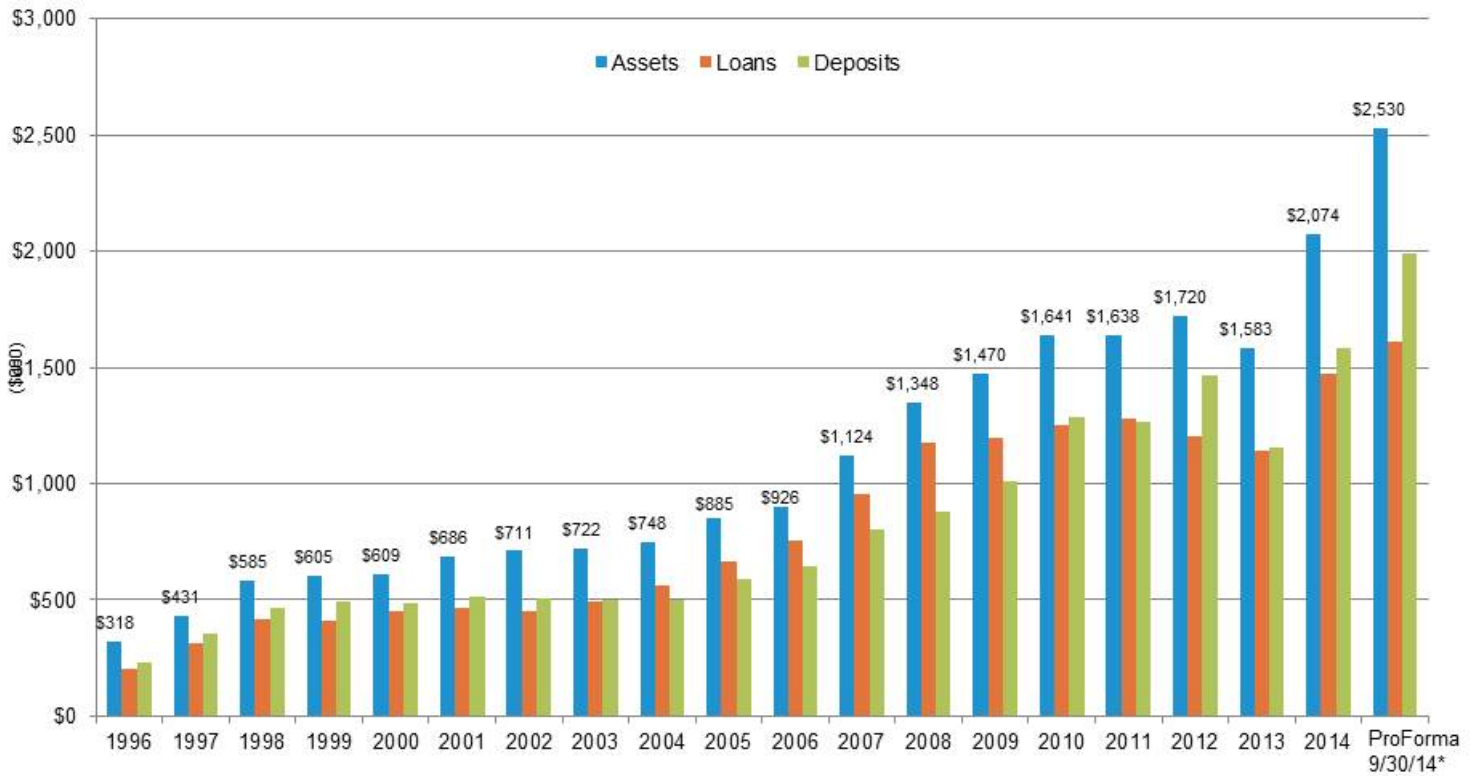


- Founded in 1926
- Operated as a mutual savings bank
  - 5 mutual combinations from 1996 – 2010
  - 3/31/12 = \$1.6 billion in assets, \$171 million in capital
- Converted to stock in 2012 and raised \$211.6 million
- Established goal of organic and acquisition growth
- Four acquisitions in past 24 months since converting
- 518 employees
- 45 locations
- Largest bank headquartered in Western North Carolina and the 7<sup>th</sup> largest community bank in N.C.

# Asset Growth Since 1996



- Total assets have doubled since 2008



(1) \* Financial data as of 9/30/14; pro forma amounts include the 11/14/14 acquisition of the branch banking operations of ten locations in Virginia and North Carolina from Bank of America Corporation; estimated financial impact for illustrative purposes only; actual results may differ materially.



# Strategic Operating Committee



Leader	Role	Age	Yrs in Banking	Yrs w/HTB
Dana Stonestreet	Chairman, President & Chief Executive Officer	61	36	25
Tony VunCannon	Senior Vice President & Chief Financial Officer	49	26	22
Hunter Westbrook	Senior Vice President & Chief Banking Officer	51	27	3
Howard Sellinger	Senior Vice President & Chief Information Officer	61	39	39
Keith Houghton	Senior Vice President & Chief Credit Officer	52	25	1
Teresa White	Senior Vice President & Chief Administration Officer	57	9 (28 in HR)	4
John Myers	Senior Vice President & Director of Mortgage Lending	60	37	37
Kathy Redmond	Senior Vice President & Director of Retail Banking	60	42	5

**241**

**136**

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1. Our first priority is to leverage capital
  - Successful leverage can achieve up to 10 times the EPS accretion of buybacks
2. Stock repurchases below TBV
  - Utilize excess capital
  - Increase TBV per share
  - Increase EPS

# Stock Repurchases



<b>Announced</b>	<b># of Shares</b>	<b>% of Total</b>	<b>Total \$</b>
February 14, 2013	846,400	4%	13,299,039
August 27, 2013	1,041,245	5%	17,055,222
January 1, 2014	989,183	5%	15,592,617
November 19, 2014	<u>1,023,266</u>	<u>5%</u>	<u>16,053,122</u> <sup>(1)</sup>
	<u>3,900,094</u>	<u>19%</u>	<u>62,000,000</u>

(1) Approximation

*It's just better here.*

# Leveraging Capital

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Acquisition of 3 Banks and 10 Branches	\$ 85 million <sup>(1)</sup>	58%
Stock Repurchases (when 4 <sup>th</sup> one complete)	<u>62 million<sup>(1)</sup></u>	<u>42%</u>
	<u>\$147 million</u>	<u>100%</u>

(1) Approximation

*It's just better here.*



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# FINANCIAL INFORMATION

TONY VUNCANNON  
SVP/CHIEF FINANCIAL OFFICER



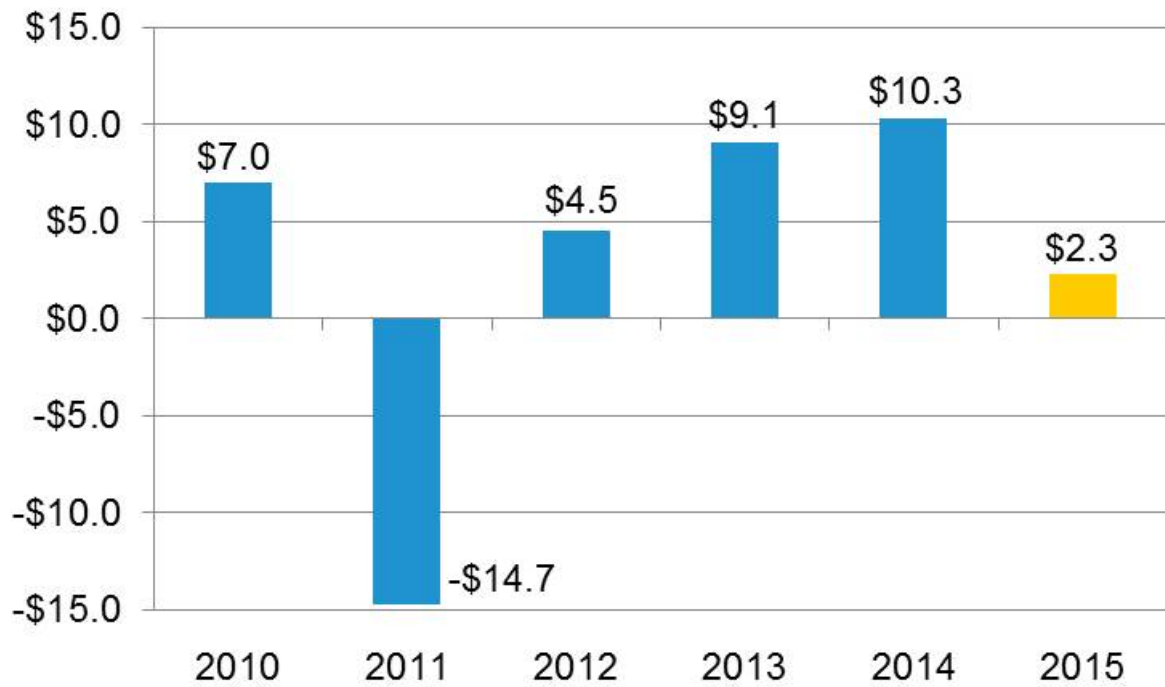
- Net income of \$10.3 million, compared to \$9.0 million in the prior year
- Net income before merger-related expenses, net of tax, of \$12.2 million, compared to \$9.1 million in the prior year
- Earnings per share = \$.54 versus \$.45 per share in the prior year
- Recovery of loan losses of \$6.3 million compared to provision of \$1.1 million in the prior year
- Pre-tax merger-related expenses of \$2.7 million in 2014



- Net income of \$2.3 million, compared to \$3.3 million in prior year
- EPS \$.12 versus \$.17 in the prior year
- Primary differences in net income:

	2014	2013	Change
Recovery of loan losses	\$ 250,000	\$ 2,300,000	\$(2,050,000)
Merger-related expenses	(1,421,000)	(219,000)	(1,202,000)
Non-recurring state income tax charge	-	(962,000)	962,000
Total	<u>(1,171,000)</u>	<u>1,119,000</u>	<u>(2,290,000)</u>
After Tax	\$ <u>(738,000)</u>	\$ <u>349,000</u>	\$ <u>(1,087,000)</u>

# Net Income



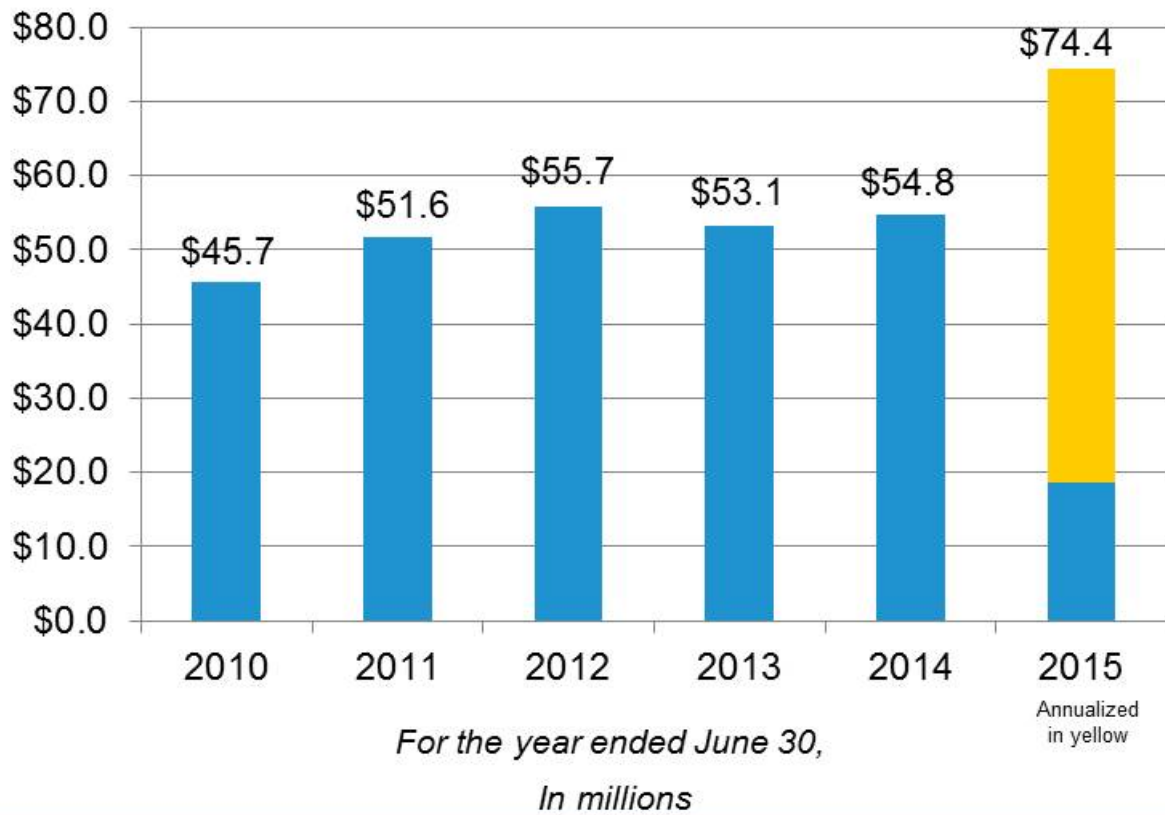
For the year ended June 30,  
In millions

(3 mos. ended  
9/30/14)

*It's just better here.*

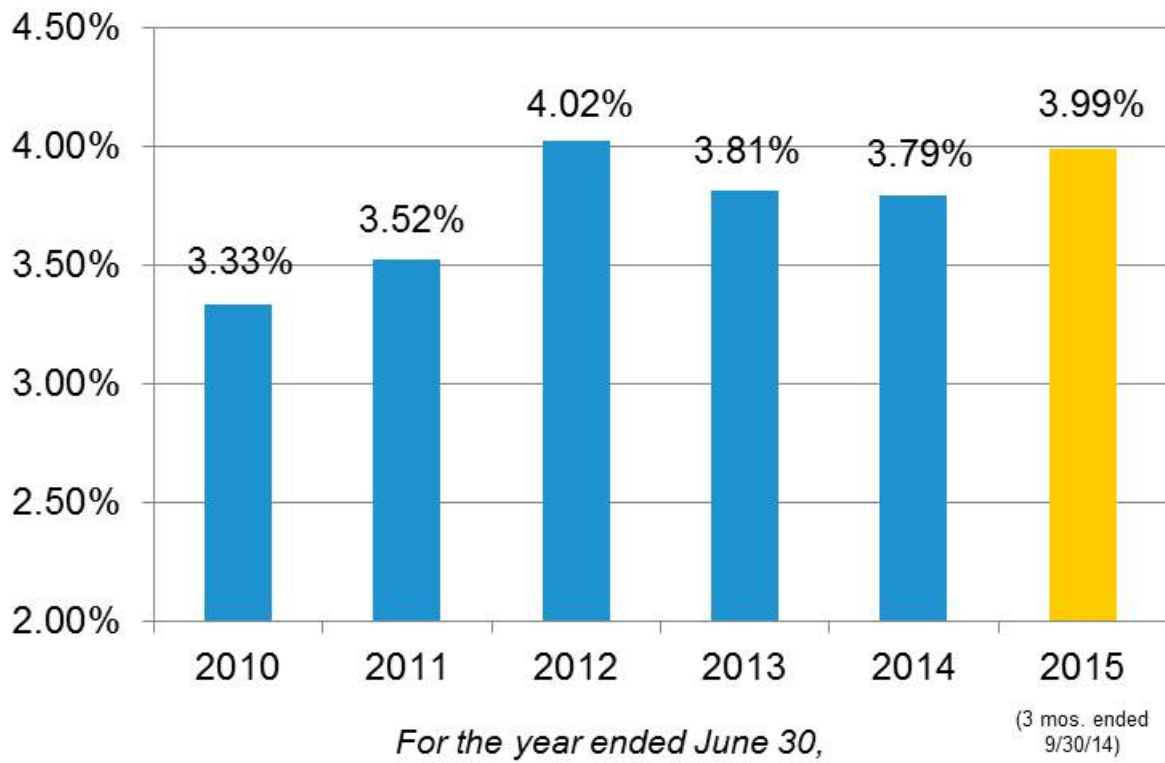


# Net Interest Income



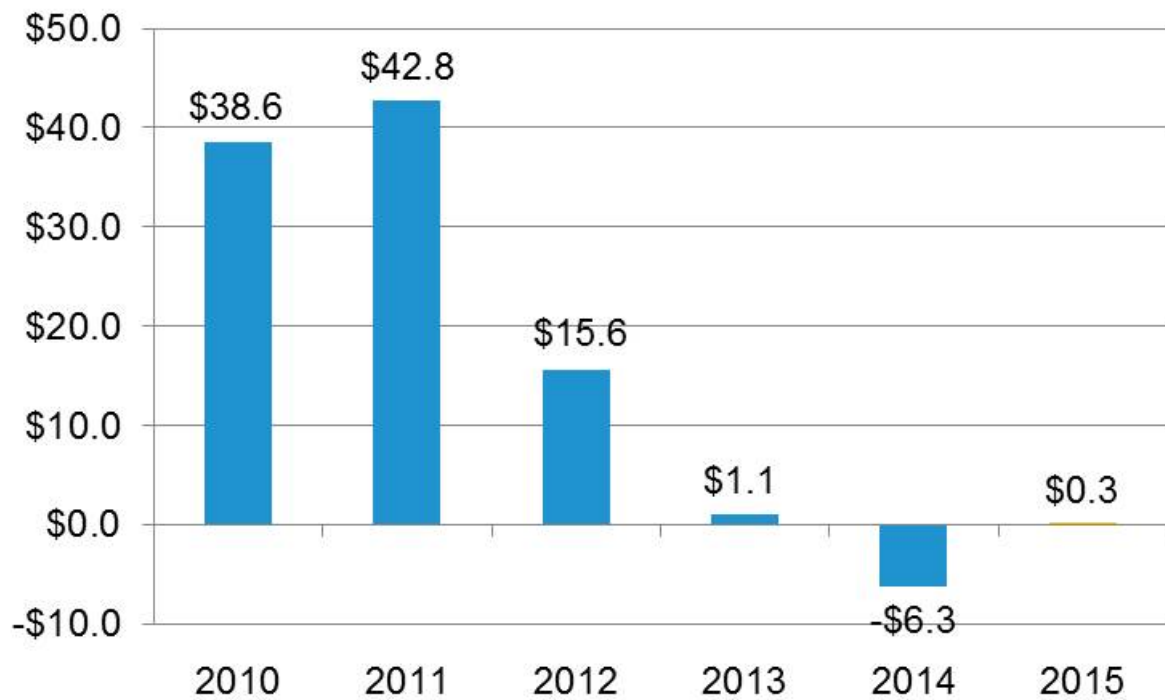
*It's just better here.*

# Net Interest Margin



*It's just better here.*

# Provision for Loan Losses

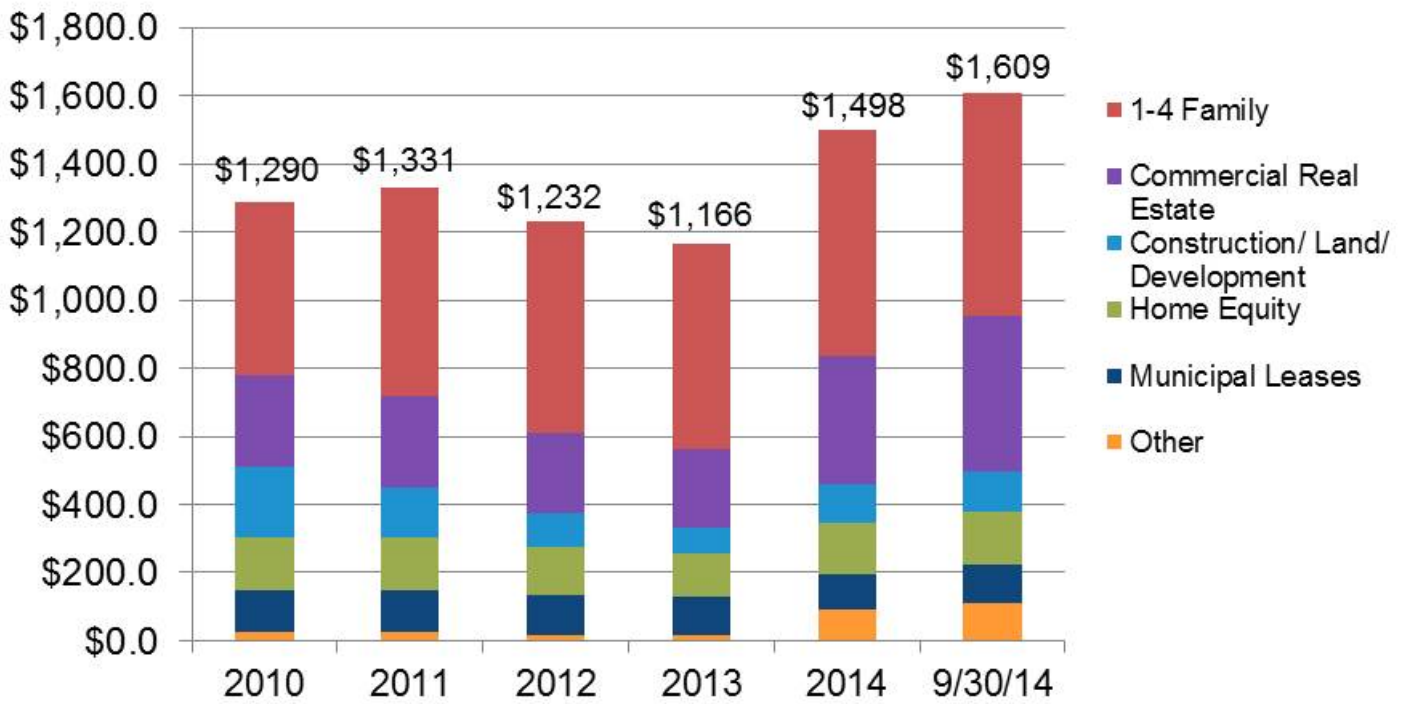


For the year ended June 30,  
In millions

(3 mos. ended  
9/30/14)

*It's just better here.*

# Loan Portfolio Mix

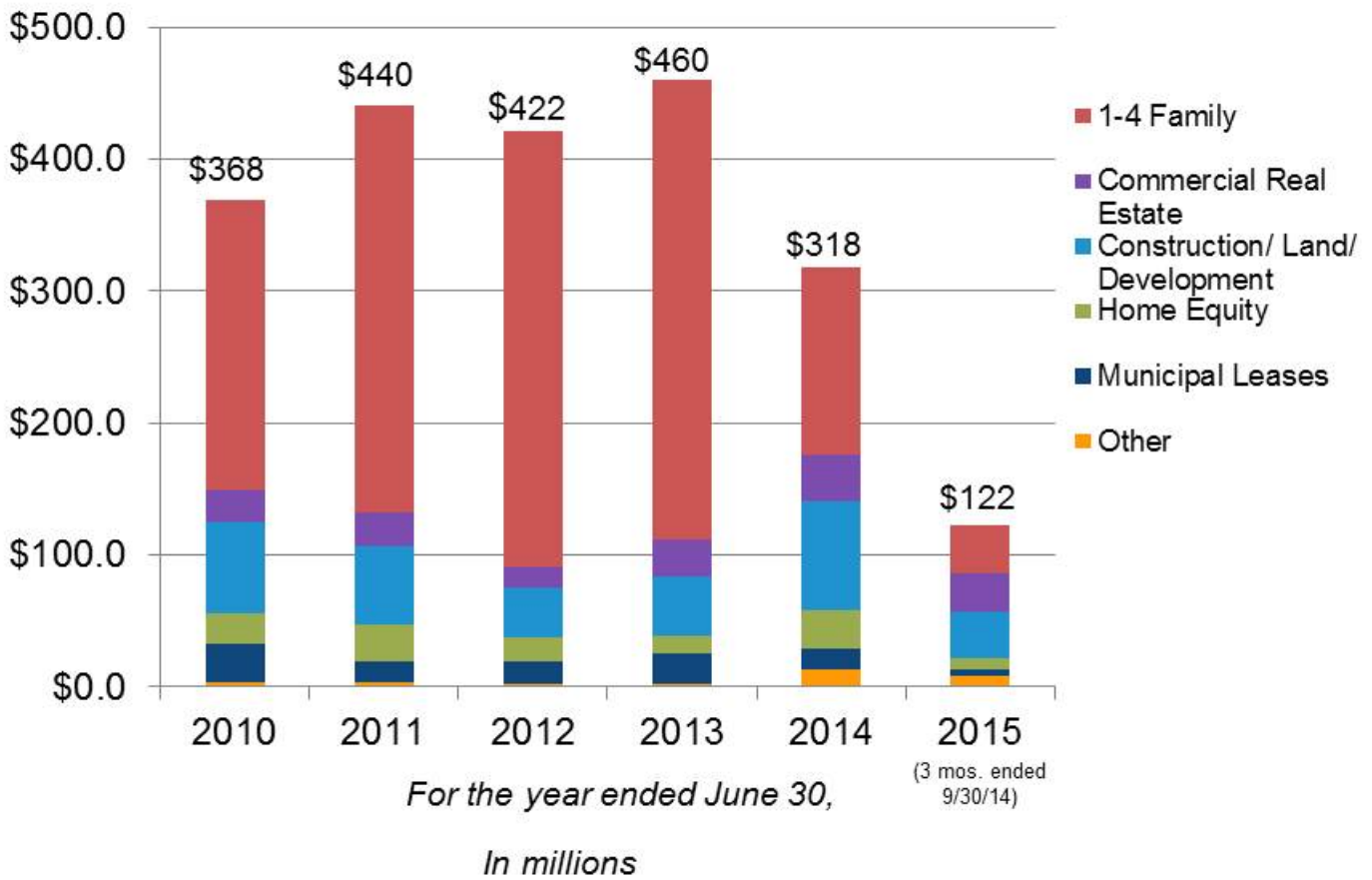


As of June 30,

In millions

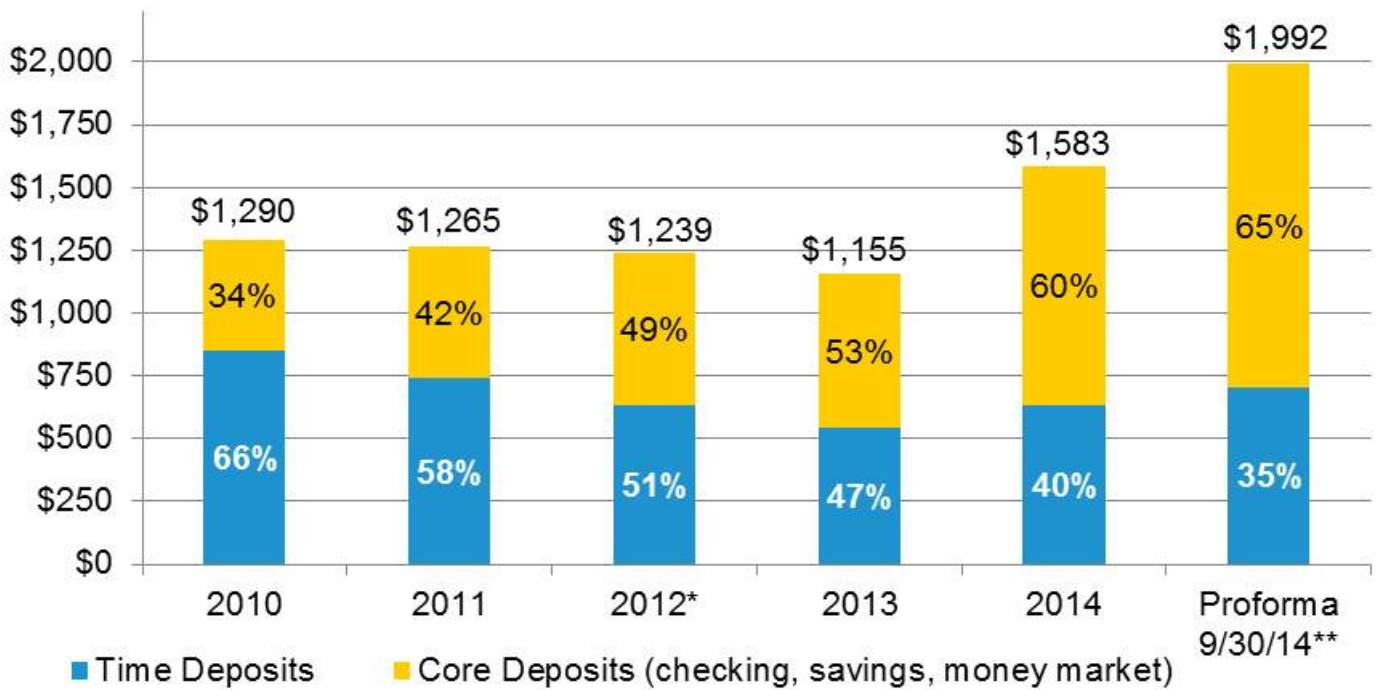
*It's just better here.*

# Total Loans Originated



*It's just better here.*

# Total Deposits



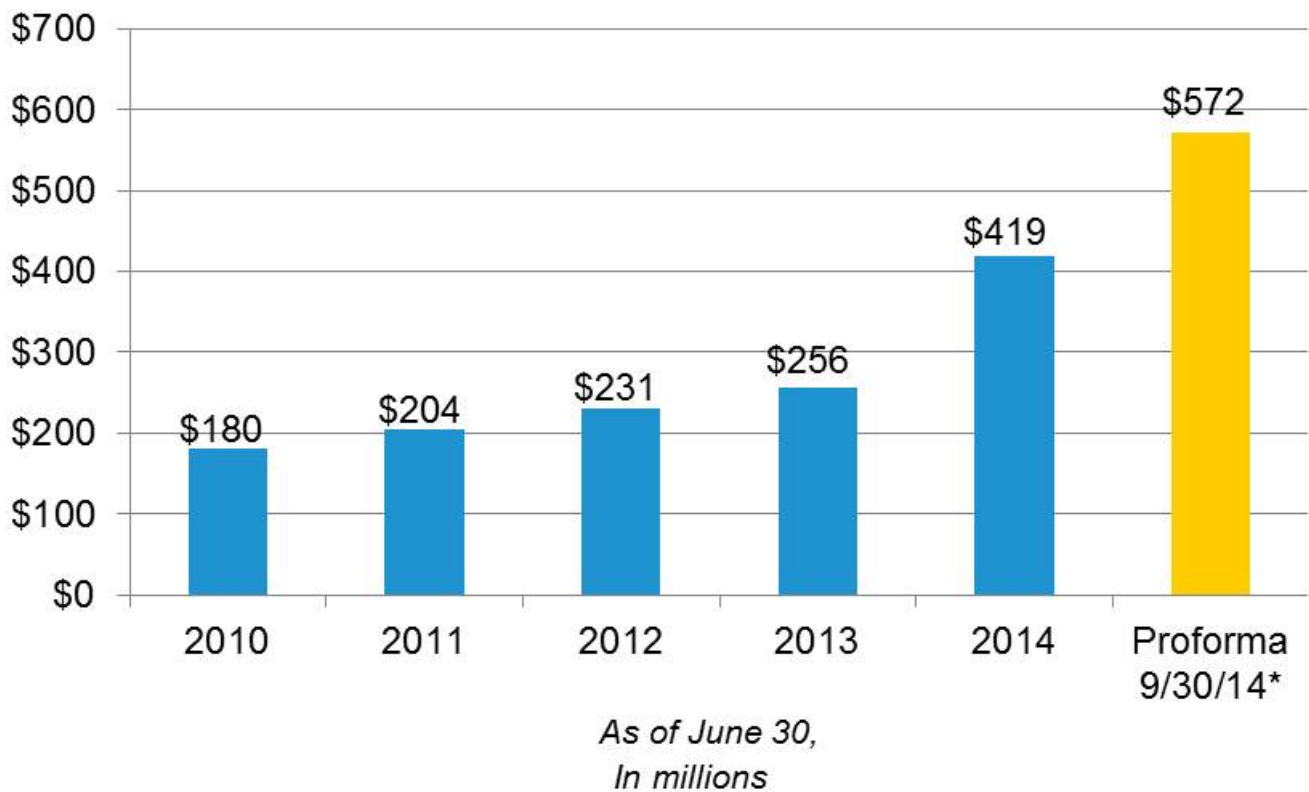
As of June 30,  
In millions

\*Excludes \$227 million in stock conversion escrow account

\*\*Includes deposits acquired in the branch purchase from Bank of America as of 11/14/14.

*It's just better here.*

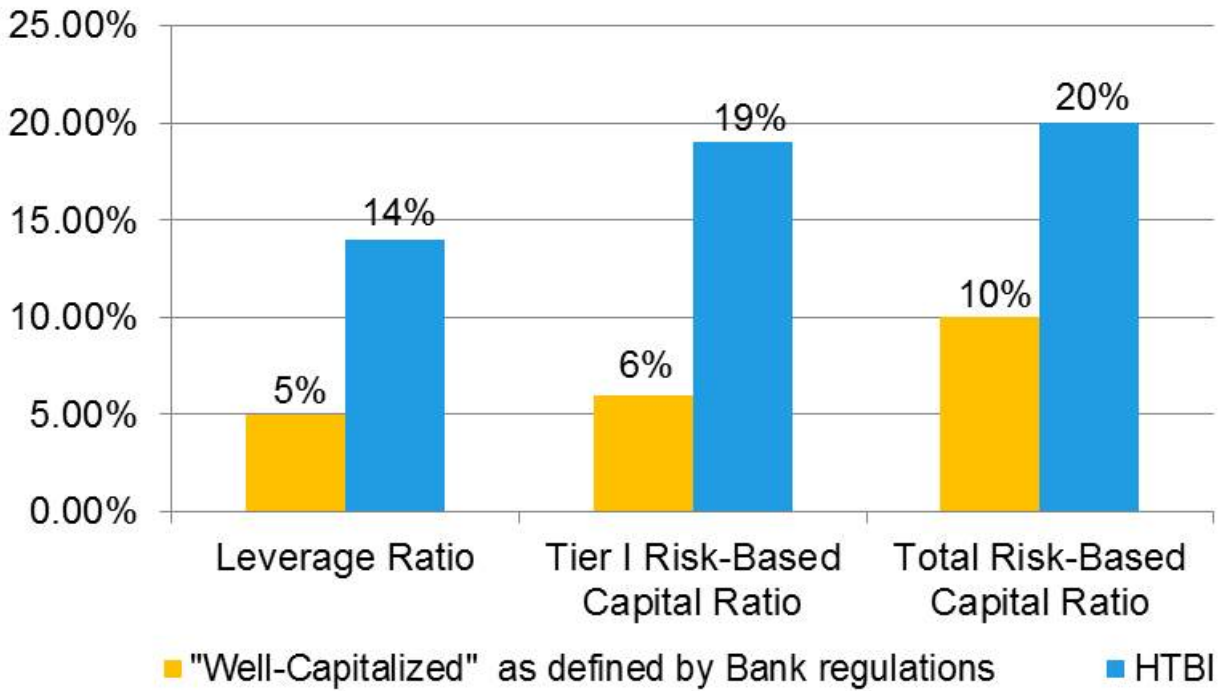
# Checking Accounts



\*Includes deposits acquired in the branch purchase from Bank of America as of 11/14/14.

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# Capital Ratios



As of September 30, 2014



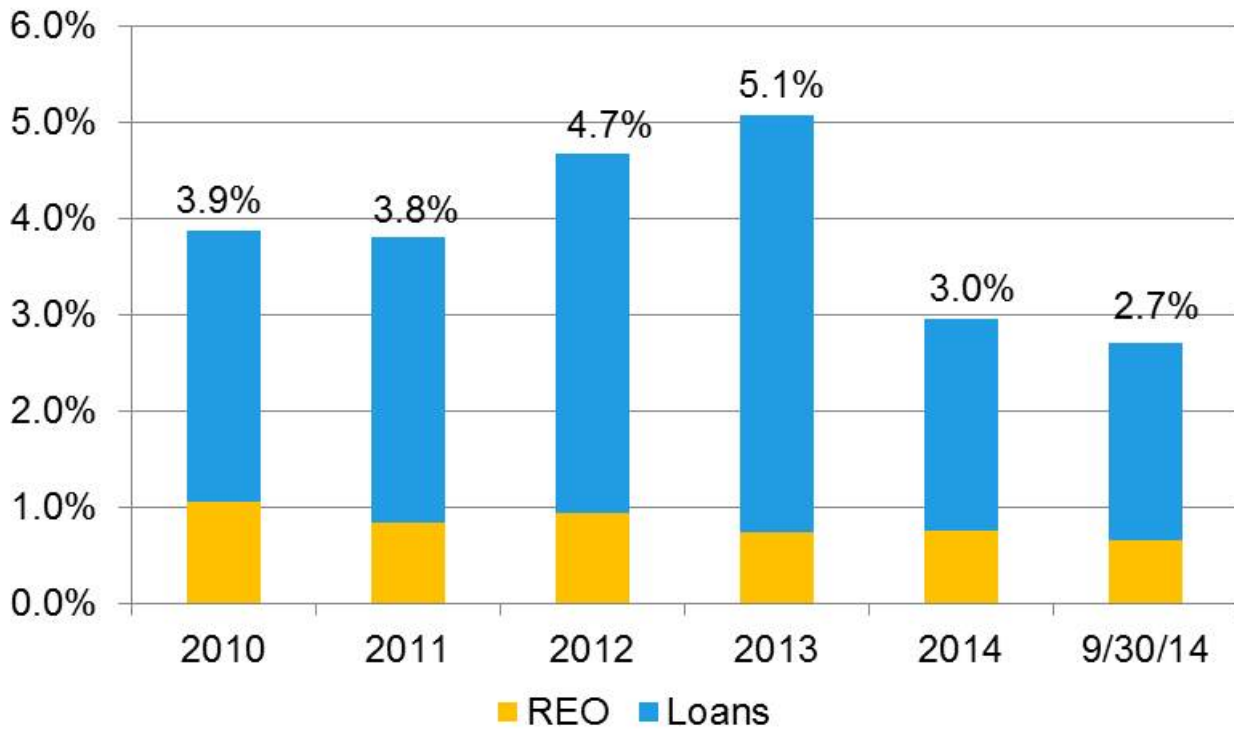


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# ASSET QUALITY

*It's just better here.*

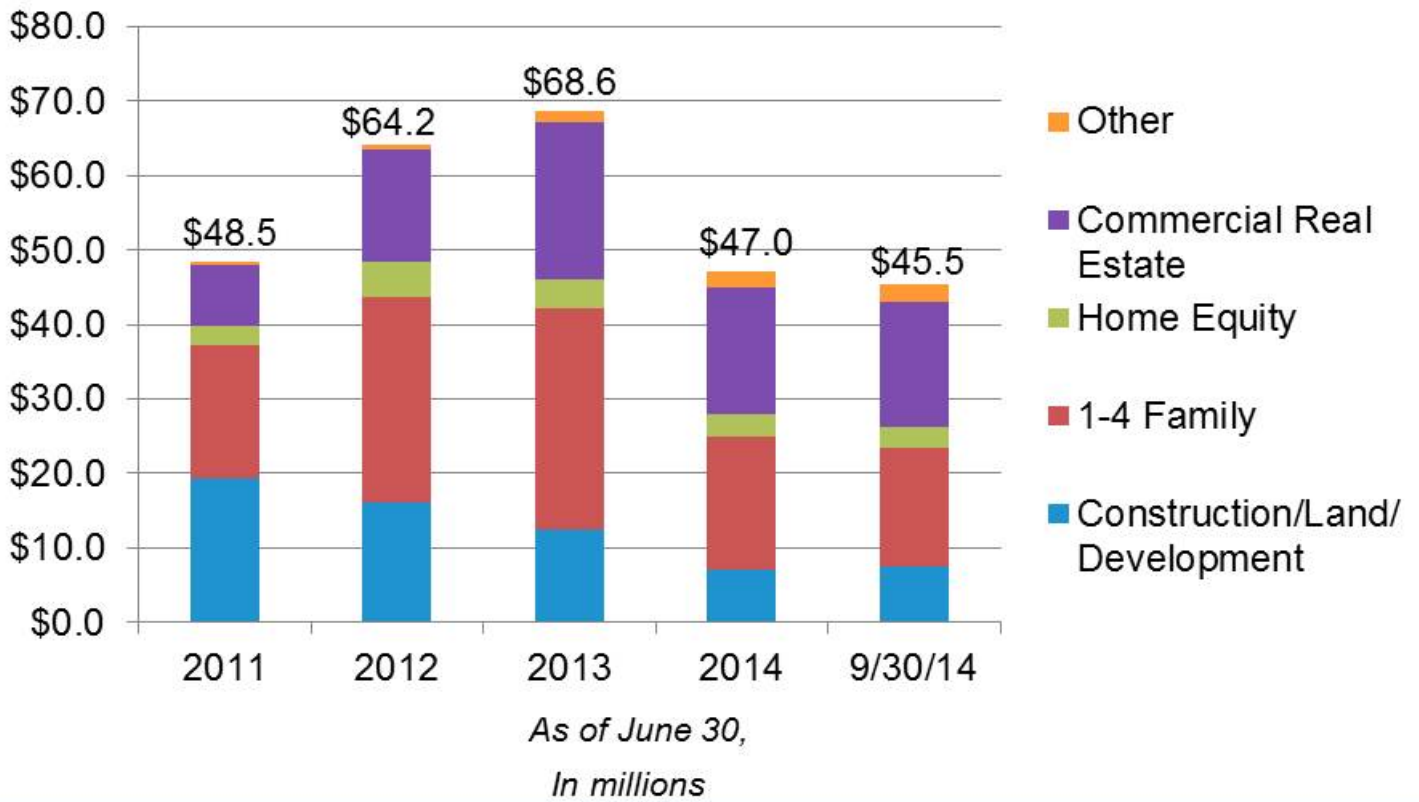
# NPAs to Total Assets



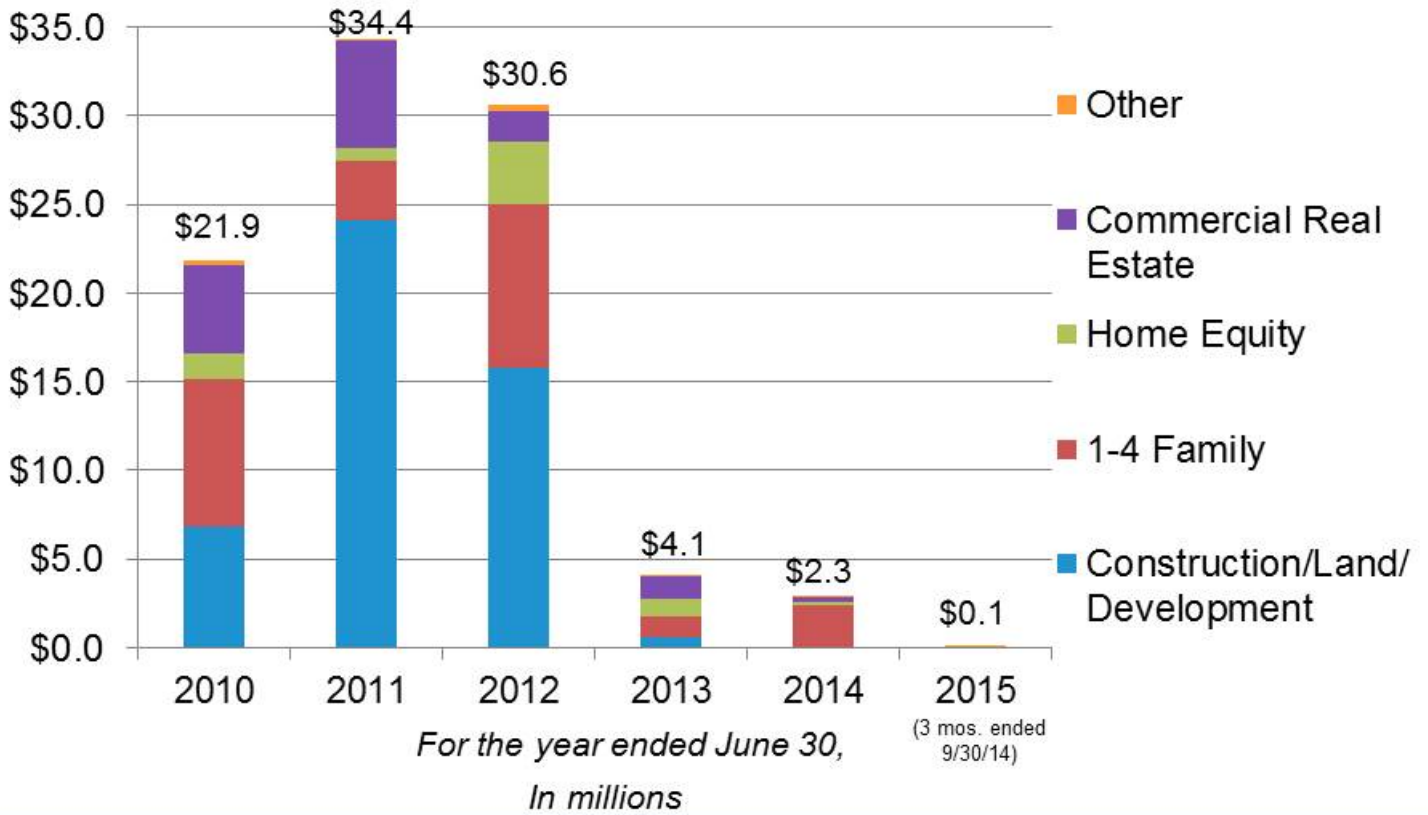
As of June 30,

*It's just better here.*

# Non-performing Loans: By Type

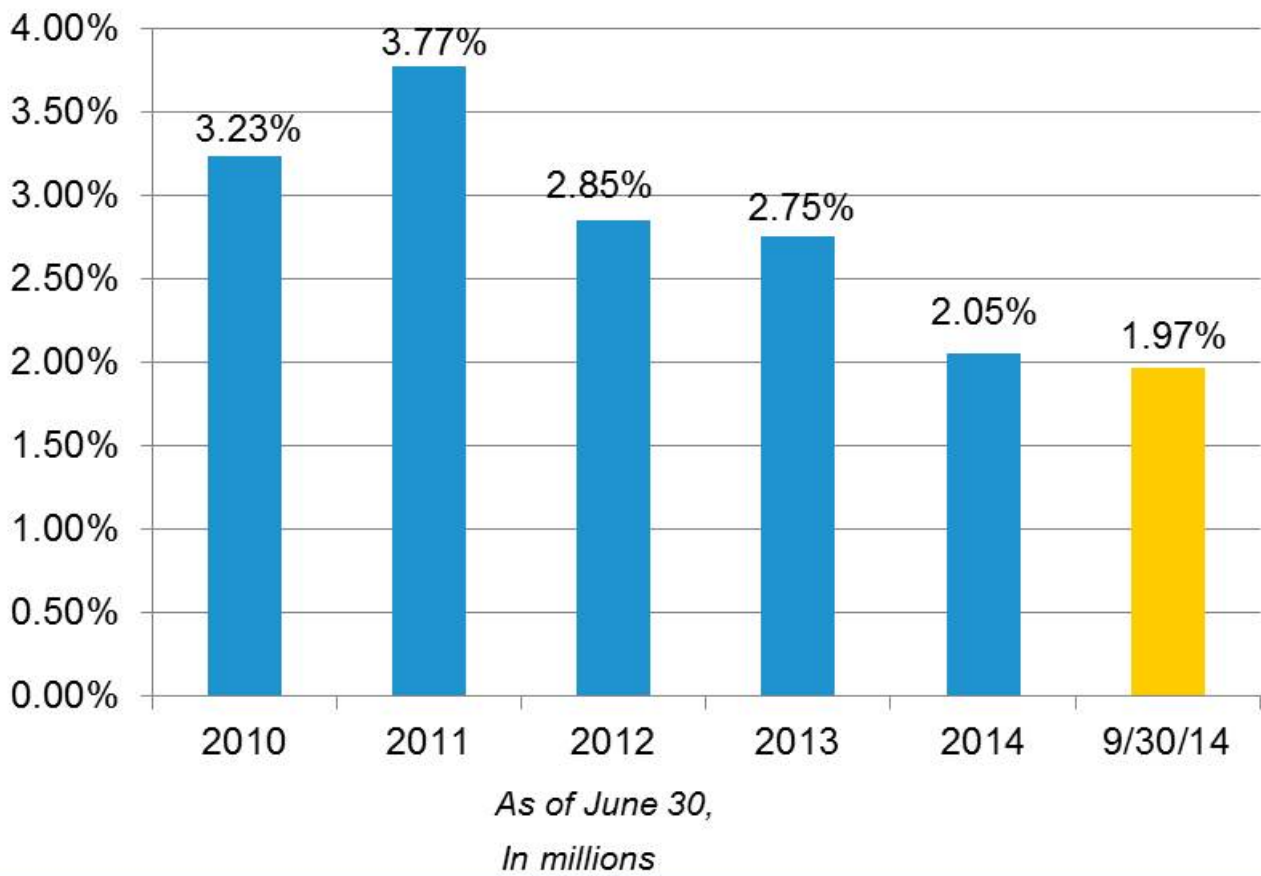


# Net Loans Charged-off



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## Allowance for Loan Losses to Total Non-acquired Loans



*It's just better here.*



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**2013-2014**

**ACCOMPLISHMENTS**

**HUNTER WESTBROOK,  
SVP/CHIEF BANKING OFFICER**



- Creating Clarity
- Creating New Customer Channels
- Creating New Customers
- Creating Expanded Relationships
- Creating Scale



- Conversion to National Bank Charter August 2014
- Unified seven banking divisions under HomeTrust name – September 2014
- Line of business infrastructure growth
  - Commercial – Credit and Sales Force
  - Mortgage
  - Retail
  - Auto





- Added indirect auto finance line of business – January 2014
- Relationship Managers from 6 to 31
  - Legacy HTB – 5
  - Via Acquisition – 16
  - Lift Out of Banking Teams – 6
  - Hired - 4
- Hired experienced commercial lending teams in new markets (Roanoke, Raleigh)



- New customer generation
  - Experian pre-screened mailings – DDA/HELOC
  - Indirect auto lending – potential 10,000 new customers over 3 years
  - Other direct mail campaigns on checking
  - Refer a Friend – earn up to \$500
  - Universal Banker
  - Bank of America branch purchase
    - Debit card growth of 170%
    - Internet banking growth of 110%
    - Deposit account growth of 60%



- Cross-sell and deepening customer wallet share
  - On boarding new customers – first 120 days
  - Higher touch on-boarding of indirect auto customers
  - Phone calls on account opening anniversary
  - Experian mailings to existing customers



- Hired a new chief credit officer – March 2014
  - 3 Senior Credit Officers
  - Combined Credit Experience of 119 years
- Expanded commercial banking
  - Full Array of Commercial Banking Credit Products
  - Small Business Banking
  - Treasury Management Products and Services
- Fiserv contract restructured



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# REPOSITIONED FOR GROWTH

DANA STONESTREET,  
CHAIRMAN/PRESIDENT/CEO

*It's just better here.*



- 
- *(A) Strategy*
  - *(B) Execution*
  - *(C) Repositioned for Growth*



### *Business & Operating Strategy & Goals*

- “Our primary objective is to continue to operate and grow HomeTrust Bank as a well-capitalized, profitable, independent community banking organization.”
- “Expand our presence in contiguous larger markets that will support organic growth.”
- “Create Value for employees, customers, shareholders and communities.”

## (B) Execution



### Acquisitions & Expansions

Date Closed	Description	Assets	Locations	Commercial RM's
July 31, 2013	BankGreenville	\$101 million	1 location	
May 2014			Additional Pelham Rd location	4
May 31, 2014	Jefferson Bancshares, Inc.	\$489 million	12 locations – East Tennessee	11
July 21, 2014	Roanoke Loan Production Office – Team with more than 130 yrs. of in-market commercial lending experience		1 location	3
July 31, 2014	Bank of Commerce	\$123 million	1 location – Midtown Charlotte	2
Nov. 12, 2014	Raleigh Loan Production Office – Team with more than 75 yrs. of in-market commercial lending experience		1 location	4
Nov. 14, 2014	Bank of America – Acquired deposits of 10 offices	\$240 million in core deposits	8 locations – Southwest VA	<u>1</u>
			25	<u>25</u>

*It's just better here.*



# Acquisition Pricing



	Purchase Price (in millions)	Price to TBV	Cash/Stock
BankGreenville (SC)	\$ 8.7	92%	100% Cash
Jefferson Federal (East TN)	51.2	99%	50% Cash/50% Stock
Bank of Commerce (NC)	<u>10.0</u>	112%	100% Cash
	<u>\$ 69.9</u>		
64% Cash	<u>\$ 44.3</u>		
36% Stock	<u>\$ 25.6</u>		

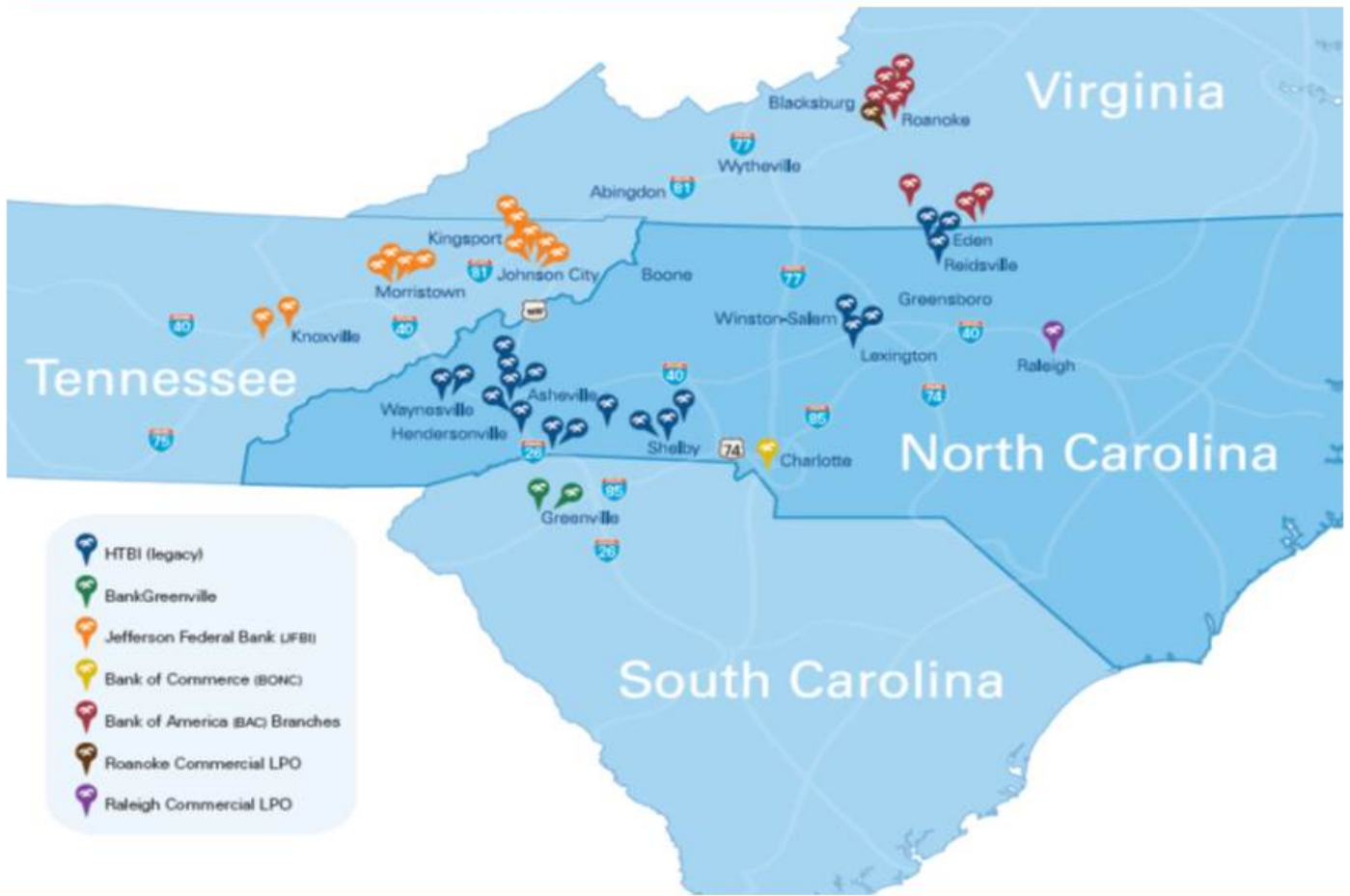
1) 10/22/14 FTB purchases TrustAtlantic (Raleigh) – TBV 173%

2) 11/18/14 BNC purchases Valley Financial Corp (Roanoke) – TBV 173%

Source: SNL Financial

*It's just better here.*

# Our Franchise Footprint



*It's just better here.*

# Growth Since Conversion (past 24 months)



(Dollars in thousands)

	Mutual Conversion 9/30/2012	ProForma <sup>(1)</sup> 9/30/2014	Change Since Conversion	
			\$	%
<b>Total Assets</b>	<b>\$ 1,603</b>	<b>\$ 2,530</b>	<b>\$ 927</b>	<b>58%</b>
<b>Total Loan Portfolio</b>	<b>\$ 1,203</b>	<b>\$ 1,609</b>	<b>\$ 406</b>	<b>34%</b>
1-4 Family	611	656	45	7%
HELOC's & Consumer	143	179	36	25%
Commercial Real Estate	232	455	223	96%
Construction & Development	90	118	28	31%
Other Commercial	127	201	74	58%
<b>Total Deposit Portfolio</b>	<b>\$ 1,160</b>	<b>\$ 1,992</b>	<b>\$ 832</b>	<b>72%</b>
Checking Accounts	239	572	333	139%
Money Market/Savings	337	714	377	112%
Retail/Jumbo Time	584	706	122	21%
Loan/Deposits	104%	81%	-	23%
Locations	20	45	25	125%
Employees	315	518	203	64%

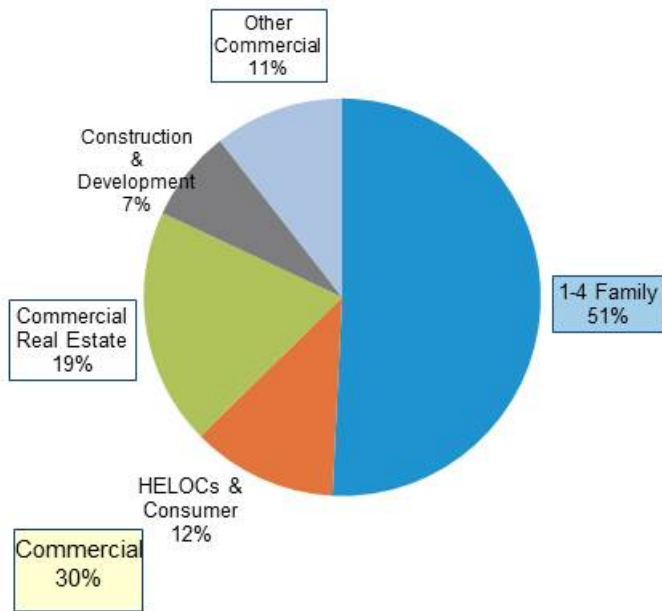
(1) Financial data as of 9/30/14; pro forma amounts include the 11/14/14 acquisition of the branch banking operations of ten locations in Virginia and North Carolina from Bank of America Corporation; estimated financial impact for illustrative purposes only; actual results may differ materially.

*It's just better here.*

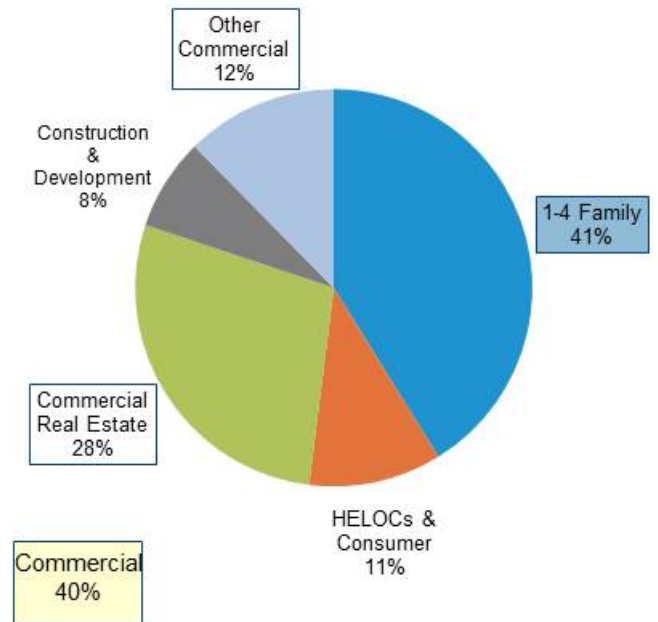
# Loan Portfolio Composition



Loans: At Time of Conversion <sup>1</sup>



Loans: 9/30/14 With Recent Acquisitions

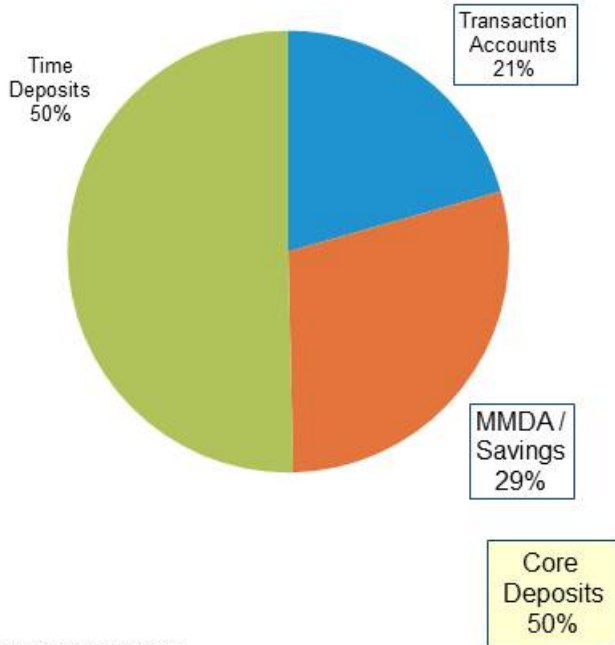


(1) Financial data as of 9/30/12

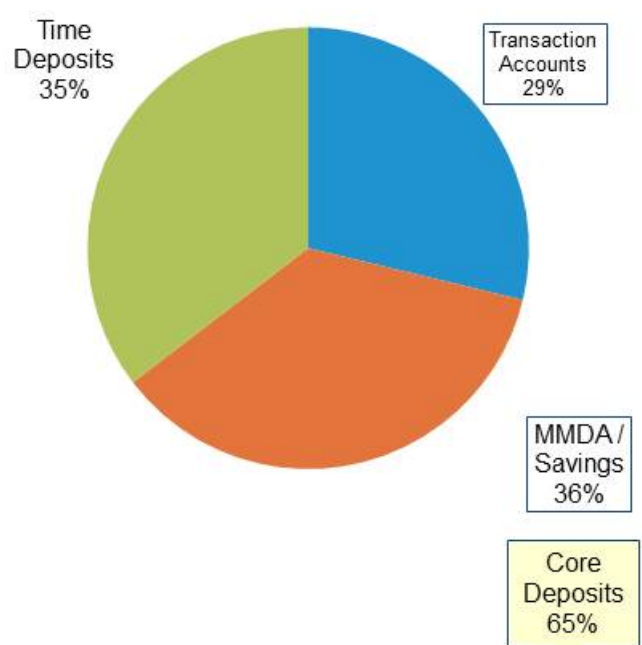
# Deposit Portfolio Composition



Deposits: At Time of Conversion <sup>(1)</sup>



Deposits: 9/30/14 Pro Forma With Recent Acquisitions <sup>(2)</sup>



(1) Financial data as of 9/30/12

(2) Financial data as of 9/30/14; pro forma amounts include the 11/14/14 acquisition of the branch banking operations of ten locations in Virginia and North Carolina from Bank of America Corporation; estimated financial impact for illustrative purposes only; actual results may differ materially.

# Market Demographics



Markets	Population	Commercial Relationship Managers (CRMs)
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Original Markets at Conversion

Asheville, NC/MSA	442,531	
Lexington, NC/Davids on County	163,665	
Shelby, NC/Cleveland County & Cherryville, NC	103,644	
Eden, NC/Rockingham County	92,607	
Forest City, NC/Rutherford County	68,177	
Tryon, NC/Polk County	20,227	

<b>6</b>	<b>Sub Total</b>	<b>890,851</b>	<b>6</b>
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New Markets Since Conversion

Charlotte, NC/Mecklenburg County	990,104	
Raleigh, NC/Wake County	978,065	
Greenville, SC/MSA	855,961	
Knoxville, TN/MSA	855,322	
Tri-Cities, TN/MSA	511,491	
Roanoke, VA/MSA	313,033	
Morristown, TN/MSA	115,434	
Danville, VA/Pittsylvania County	62,588	
Martinsville, VA/Henry County	53,050	

<b>9</b>	<b>Sub Total</b>	<b>4,735,048</b>	<b>25</b>
	<b>Grand Total</b>	<b>5,625,899</b>	<b>31</b>

<b>15</b>	<b>New Markets Impact</b>	<b>Increase</b>	<b>4,735,048</b>	<b>25</b>
		<b>% Increase</b>	<b>532%</b>	<b>417%</b>

**New Markets – 150%**  
**Population increase – 532%**  
**CRM increase – 417%**

*It's just better here.*

## *(C) Repositioned for Organic Growth And EPS Growth*

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1. Added Six Markets Larger than Asheville MSA
2. Added 25 new locations
3. Added 25 Commercial Relationship Managers
4. Achieved 7% annualized loan growth in 1<sup>st</sup> Qtr.
5. Grew Core deposits by \$700 million
6. Moved Loan/Deposit Ratio from 104% to 81%
7. Added Infrastructure Expertise in all LOB's
8. Added Indirect Auto Lending
9. Added CRM system to cross-sell customers
10. United 7 Names to One Brand – HomeTrust Bank



- Clarity
- New Customer Channels
- New Customers
- Expanded Relationships
- Scale





- Integration
- Execution
- Organic Growth
- Revenue / EPS Growth

Create Sustainable Value For Shareholders!



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# Thank You Stockholders and HomeTrust Team!

*It's just better here.*



1965 – President Director & CEO

27 – Age in 1965

48 – Years as CEO

49 – Years on the Board

2013 – NCBA Hall of Fame

\$10 Million – Assets in 1965

\$2.5 Billion – Assets as he retires today

# Questions and Comments

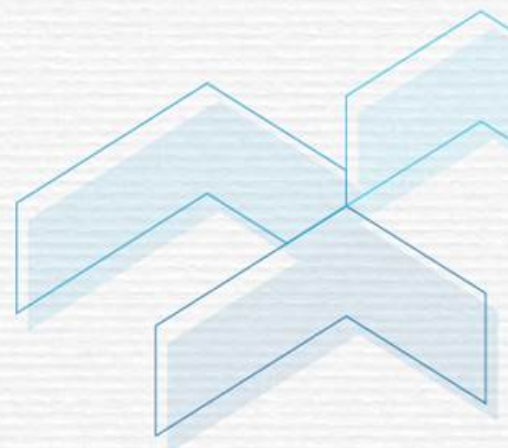
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- In accordance with the **Rules of Conduct**, each stockholder or proxyholder has an opportunity to ask questions or make comments.
- After you are recognized, proceed to the microphone. Please identify yourself by stating your name and whether you are a stockholder or hold the proxy for a stockholder.
- Questions and/or comments are limited to two minutes per stockholder.
- Please direct all questions and comments to the Chairman/President/Chief Executive Officer.

NOVEMBER 24, 2014

# ANNUAL MEETING



**HomeTrust  
Bancshares, Inc.**

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