

2009

SUMMARY ANNUAL REPORT

MAKING HEADLINES

BUSINESS

**Forbes® Names Northwest
One of America's 100
Most Trustworthy Companies**

**Northwest
Bancshares, Inc.
Completes Second
Step Conversion**

**Northwest Sees Record
Deposit Growth**

**N NORTHWEST
BANCSHARES, INC.**



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Northwest Sees Record Deposit Growth

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“Forbes ranked Northwest 23rd strongest among the 100 largest banks in the country.”

“Northwest was the most active and acquisitive mutual holding company of all time having completed thirty-six acquisitions from 1994 until the completion of our second-step conversion this year.”

“Our Board and management team decided that we could not sit on the sidelines as spectators while our industry experienced significant consolidation.”

“Contributing greatly to the success of the offering were Northwest’s depositors and the residents of our communities who submitted orders for \$330 million of stock in the subscription offering.”

DEAR SHAREHOLDERS,

As the headlines on the cover of this report indicate, 2009 was a busy and productive year for the Northwest group of companies. The highlight of the year was the completion of a \$688 million common stock offering which converted Northwest from a partially-public to a fully-public company. Also contributing to our success this year was Northwest’s recognition by Forbes® Magazine as one of “America’s 100 Most Trustworthy Companies.” Out of 12,000 publicly-traded companies in the country, we were ranked 54th overall and #1 among savings banks in America.

Northwest’s public recognition did not stop there. Later in the year, Forbes® ranked Northwest 23rd strongest among the 100 largest banks in the country, while Bank Directors Magazine ranked Northwest 53rd in operating performance among the nation’s 150 largest banks.

We are excited about the national recognition Northwest has received and we are eager to tell you more about our significant accomplishments this past year.

Second-step Stock Offering

In 1994, Northwest became a partially-public company by adopting the mutual holding company structure. At that time, we sold \$69 million of common stock, representing 29% public ownership. The remaining 71% of the shares were retained by our mutual holding company (MHC). While this structure was somewhat new for our industry, Northwest pioneered the use of the structure to significantly grow our company and provide a substantial return to our shareholders. Northwest was the most active and acquisitive mutual holding company of all time having completed thirty-six acquisitions from 1994 until the completion of our second-step conversion this year. During that time, our shareholders experienced a 312% increase in the value of their shares and received dividends of \$5.83 on shares that were purchased in the 1994 offering for just \$5.00 (adjusted for splits).

Although we experienced great success with the MHC structure, some issues surfaced in 2009 that made Northwest question the long-term viability of remaining a MHC. The first issue related to bank mergers and acquisitions. Because of the turmoil created by the collapse of the real estate market and the economic weakness which followed, the financial

condition of most banks was drastically weakened and the market values of their stock plunged to historic lows. It appeared that we were entering a new era which would offer significant opportunities to purchase banks at historically undervalued levels. However, while Northwest was eager and our capital position was strong, we did not have enough of a capital cushion to allow us to take advantage of this once-in-a-lifetime opportunity. Having demonstrated in the past an unusual ability to safely grow our company through acquisition, our Board and management team decided that we could not sit on the sidelines as spectators while our industry experienced significant consolidation.

The second change we were witnessing was occurring in Washington, D.C. The current administration, as well as the Senate and the House of Representatives, were proposing sweeping reforms of our country's financial system. As part of this reform, all three of these groups were recommending the consolidation of the regulatory agencies which supervise financial institutions. This proposal created some significant uncertainty for MHCs such as Northwest with regard to the waiver of dividends paid by banks to their parent MHCs and the policies and procedures surrounding second-step conversions.

After spending considerable time researching the current environment and debating our future direction, Northwest's Board of Directors and management team agreed that the time had come to exit the MHC structure and become a fully-public company.

Once the decision was made, our management team assembled a plan to complete the conversion as quickly as possible. The announcement was made on August 27, 2009 and the offering was closed less than four months later on December 18, 2009, the shortest time-frame ever for this type of transaction. In a period of just four months, we prepared a 600 page regulatory application and a 200 page prospectus, we set up and manned a stock center with 30 people, we mailed information to 286,000 households, and we processed 10,141 orders to purchase our stock. Our personnel did an unbelievable job of completing this process, which culminated in the sale of \$688 million of stock, during a time when many banks were not able to complete an offering of any size.

Contributing greatly to the success of the offering were Northwest's depositors and the residents of our communities who submitted orders for \$330 million of stock in the subscription offering, an unbelievable amount that greatly exceeded our expectations. We thank these constituents for their confidence, loyalty and support.

One of our major goals with the second-step was to complete the offering in a manner that was fair to both our "old" MHC shareholders and the "new" shareholders who purchased in the offering. In this regard, our "old" MHC shares were trading at \$20.61 on August 27 when the offering was announced. Each of those shares was exchanged for 2.25 new shares, which as of

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“Our Board of Directors has renewed its desire to continue paying an attractive and competitive dividend.”

“Our loan loss reserve now stands at \$70.4 million or 1.33% of loans. Just three years ago, this reserve was only \$41.8 million or 0.86% of loans.”

“As a result of our sales and marketing efforts, deposits grew by \$586 million, or 11.60%, the biggest increase in the history of our company.”

“During a year when most banks were having problems making loans, Northwest’s activity was again robust as we originated \$1.8 billion in loans.”

February 26, 2010 were trading at \$11.82, giving these shareholders an implied value of \$26.60 – a 29% increase as a result of the conversion. The “new” shareholders buying in the offering paid \$10.00 for their shares, which also increased in value to \$11.82, giving them an 18.2% return since the offering was closed.

Perhaps the biggest winner in this transaction is our company. Positioned with this additional capital, Northwest now possesses capital levels that will enable it to survive the most severe of economic recessions while providing the means to take advantage of growth opportunities during what may become the most opportunistic time in banking history. Our management team is driven by the challenge of investing the proceeds of the offering and utilizing this new capital to grow our franchise and enhance shareholder value. It is indeed an exciting time for all of us at Northwest!

Dividends

As mentioned earlier, one of the considerations of leaving the MHC structure was the future of the dividend waiver and how that would impact our ability to continue to pay the same level of dividends to our public shareholders. Having completed the conversion, this is no longer an issue, and our Board of Directors has renewed its desire to continue paying an attractive and competitive dividend.

On January 21, 2010, the Board declared a quarterly dividend of \$0.10 per share. Adjusting for the second-step conversion ratio of 2.25, total quarterly dividends received for each MHC share that was exchanged was \$0.225, a 2.3% increase over the \$0.22 per share dividend that was paid in the quarter that preceded our second-step conversion.

Operating Performance

The past two years have been a difficult period for the banking industry. In 2009, half of the banks in our country suffered operating losses. While Northwest’s earnings were negatively impacted by the weak economic conditions, we again posted positive earnings. Our reported earnings in 2009 were \$32.7 million, giving Northwest a return-on-average assets of 0.46%. Adjusting for what we consider to be extraordinary items, such as the amount that loan loss provisions exceeded our historic average, the gains, losses and market value adjustments on assets, the special assessment from the FDIC and the establishment of the Northwest

Charitable Foundation in the amount of \$13.8 million, earnings in 2009 were \$62.4 million and our return-on-average-assets was 0.87%. Adjusted similarly, 2008's earnings were \$62.8 million and the return-on-average-assets was 0.91%.

As a result of the current weakness in the economy and the impact it has had on our borrowers, we recorded a provision for loan losses of \$41.8 million in 2009 while our actual loans charged off were only \$26.3 million. As a result, our loan loss reserve now stands at \$70.4 million or 1.33% of loans. Just three years ago, this reserve was only \$41.8 million or 0.86% of loans. As of December 31, 2008, the reserve was only 1.06%. While we are not witnessing substantial losses in our loan portfolio, we feel this increase in our reserves is prudent in these uncertain times.

We look forward to future reporting periods when the economic and financial environment stabilizes and we can once again present an income statement that is free of unusual items and more clearly reflects the core earnings of our company.

Growth of Loans, Deposits and Assets Under Management

One of the critical issues discussed in our strategic plan is for Northwest to become more marketing driven. This issue became especially important in 2009 as we witnessed substantial turmoil in the banking industry due to mergers, FDIC-driven bank closures and a general lack of confidence on the part of consumers with some of the banks in their markets. We believed 2009 would be a pivotal year in the development of our franchise and we sought to capitalize on the disruption in the markets. This was accomplished first by utilizing our business development teams to call on prospective customers who might be ready to make a change to Northwest. Secondly, we conducted two extensive marketing campaigns to promote the Northwest brand, one utilizing our Forbes recognition and the other focused on increasing our checking account base by utilizing the "I Made the Switch" campaign. Both campaigns were very well planned and expertly executed by our sales and marketing personnel and the results we achieved in growing our targeted financial products were impressive.

As a result of our sales and marketing efforts, deposits grew by \$586 million, or 11.60%, the biggest increase in the history of our company. Perhaps more importantly, non-interest bearing checking accounts, our primary target for deposit growth, grew by \$93 million or 23.60%. Because of the success we had with changing our deposit mix, Northwest's cost of funds decreased from 2.08% on December 31, 2008 to 1.61% on December 31, 2009.

During a year when most banks were having problems making loans, Northwest's activity was again robust as we originated \$1.8 billion in loans with net portfolio growth of \$102 million. Here again, we had great success in increasing the types of loans we had targeted for growth as our commercial loan portfolio increased by 12.8% and our consumer loan portfolio increased by 5.3%. It is also noteworthy that we originated \$883 million of mortgage loans and sold \$568 million of those to government sponsored entities as we continue to be the premier mortgage and

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“Although Northwest’s nonperforming assets at December 31, 2009 were higher than our historic averages, they remain at levels that are much lower than national averages and they increased only slightly during the year from 1.67% to 1.81% of assets.”

“We chose not to accept the TARP money that was offered and we remain proud to note that we are a “TARP-free” institution.”

home equity lender in most of our markets.

Our Investment and Trust Services Division had another great year with assets under management growing by \$246 million, or 28.9% to \$1.098 billion. Further, our investment performance far exceeded traditional benchmarks during the year, helping our clients recover a significant portion of losses experienced throughout the economic recession. New business activity in this area remains brisk, and we believe the division will continue to achieve success in growing assets under management.

Growth of Our Franchise

In 2009 we continued to add to our branch locations by way of both acquisition and de novo openings. On October 23, 2009, we acquired Keystone State Savings Bank in Sharpsburg, Pennsylvania, just a few miles north of downtown Pittsburgh. While not a large acquisition, Keystone brought \$22 million in deposits, \$3.5 million in capital and an office that is the only full-service banking facility in the village of Sharpsburg. We welcome the Keystone employees and customers, and we look forward to working with Keystone’s former Board of Directors as an advisory board to assist with our growth in that community.

On October 16, 2009, we simultaneously opened three de novo offices in the greater Rochester, New York communities of Webster, Greece and Gates/Chili. These new offices received a warm welcome from the Rochester community and deposit growth in the first months of operation has been impressive.

On November 16, 2009 we opened a full-service office in Youngsville, Warren County, Pennsylvania, twelve miles from our corporate headquarters. We appreciate the support the Youngsville community has extended to Northwest and we are excited about our opportunities in that market.

Finally, as a result of the growth experienced by our investment, trust and employee benefit groups, we completed renovations to a new building in Erie that houses both our Investment and Trust Services group and our benefits consulting subsidiary, Boetger and Associates. This brings these business units together in a state-of-the-art facility resulting in greater efficiency and opportunities for continued growth.

Asset Quality

With the highest unemployment figures our country has experienced since 1983, asset quality remains a serious concern for the banking industry and it has become the primary focus for most bank investors. Although Northwest's nonperforming assets at December 31, 2009 were higher than our historic averages, they remain at levels that are much lower than national averages and they increased only slightly during the year from 1.67% to 1.81% of assets.

Although we continue to lend money to support economic development in the footprint we serve, our underwriting standards remain conservative and we continue to work diligently at reducing our level of nonperforming assets. In an effort to strengthen and streamline our lending and credit functions, we recently promoted Timothy A. Huber to the position of Executive Vice-President and Chief Lending Officer and Michael G. Smelko to the position of Executive Vice-President and Chief Credit Officer. In his new role, Tim will be responsible for the origination of all commercial and retail loans by Northwest Savings Bank personnel. In his new position, Mike will provide oversight to the entire credit function and be responsible for monitoring the company's credit profile and credit risk exposure. Both Tim, a twenty-five-year veteran of Northwest, and Mike, a thirteen-year veteran of our company, bring substantial experience to their new responsibilities.

Operational Improvements

The biggest operational change we experienced in 2009 was the implementation of check image capture in all of our branches. This imaging capability enables Northwest to process checks electronically rather than physically. We were on the leading edge of this movement and we anticipate both significant cost savings for our company and greatly enhanced service for our customers.

Our mortgage servicing department continued to perform at the highest levels in 2009 and was named a "Platinum Servicer" by Freddie Mac. This group services over \$1 billion of mortgage loans that have been sold to government sponsored agencies.

Challenges From Washington

Fortunately for Northwest, the Treasury Department did not develop a program for mutual institutions to receive TARP money until the first quarter of 2009. By that time, both the benefits and the drawbacks of the program were well-publicized and widely understood. After giving consideration to all of these factors, we chose not to accept the TARP money that was offered and we remain proud to note that we are a "TARP-free" institution.

The FDIC was active in 2009 in their attempts to replenish the FDIC insurance fund which had been sorely depleted by the high level of failed institutions. As a result, they charged all financial institutions a special assessment in 2009 with Northwest being assessed \$3.3 million. Also in

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2009, the FDIC required that all insured banks prepay their insurance assessments for the next three years. Our prepayment was \$31 million which was funded in 2009 and which will be expensed in 2010, 2011 and 2012. At this time, it is uncertain as to whether we will incur additional special assessments, but it appears certain that our regular annual assessments will remain at elevated levels for some time to come.

Retirement of Senior Officers

Early in 2009, three long-time members of our senior management team retired: Bob Ordiway, EVP Community Banking, Facilities and Marketing with 33 years of service; Jim Vecellio, SVP Information Systems with 32 years of service and Doug Wilson, VP Appraisal Services with 35 years of service. All three of these individuals contributed greatly to Northwest's success over the years and they are greatly missed. Fortunately, each of them worked diligently on succession plans prior to their retirement and our company continues to move forward with their trained successors now contributing to Northwest's development. We thank Bob, Jim and Doug for their many contributions and wish them well in retirement.

Looking Ahead

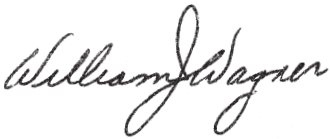
Our primary focus for the future will be the investment and leveraging of the proceeds from our second-step conversion. Over time, we anticipate moving over \$800 million that is currently invested in overnight deposits, where it is earning less than .20%, to our loan portfolio where it should earn in excess of 5.00%. This movement alone should significantly improve our annual income and our return-on-assets.

Besides investing the proceeds, we must use this new capital to significantly grow our assets and liabilities which also will provide a dramatic improvement in earnings. This growth will be accomplished utilizing the same approach that we have successfully employed in the past, a combination of internal growth and acquisitions. Internal growth will be achieved by capitalizing on the current disruption in the banking industry to capture additional market share and also by opening several new offices per year. Regarding growth by acquisition, Northwest is proactively seeking opportunities to acquire other banks or branches of other banks with an emphasis on opportunities in our existing footprint or contiguous markets.

In closing, we must again reflect on the achievements of 2009. We've grown our company significantly and enhanced our operations substantially. We took the market by surprise with the announcement and completion of a huge common stock offering during a very difficult period in the financial markets. And yes, Northwest made headlines in 2009 – positive headlines at a time when most of the news about our industry was negative. We remain proud of what we have accomplished in the past and acutely focused on what we must achieve in the future.

On behalf of Northwest's Board of Directors, management team and employees, I thank you for your support of Northwest Bancshares, Inc.

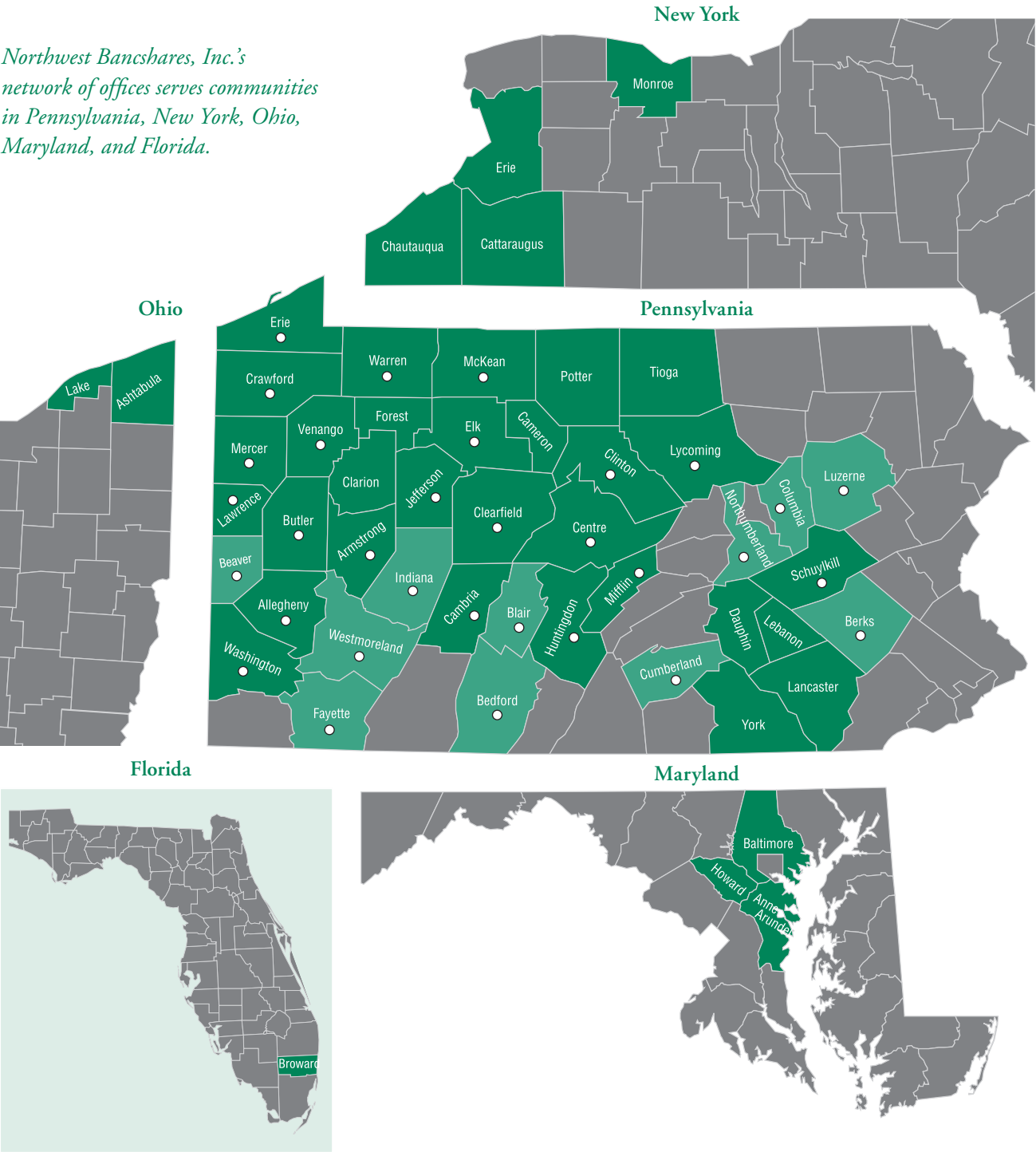
Sincerely,

A handwritten signature in dark ink, reading "William J. Wagner". The signature is fluid and cursive, with the first and last names being more prominent.

William J. Wagner
Chairman, President & CEO

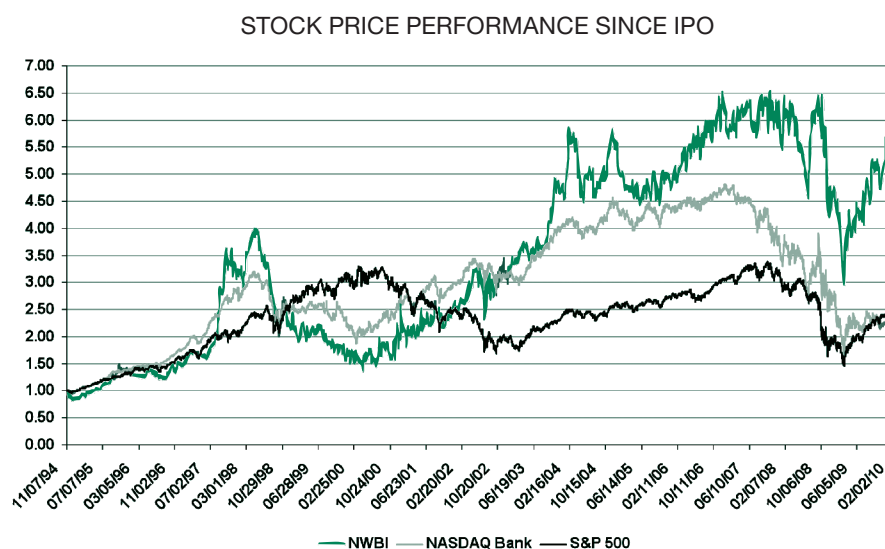
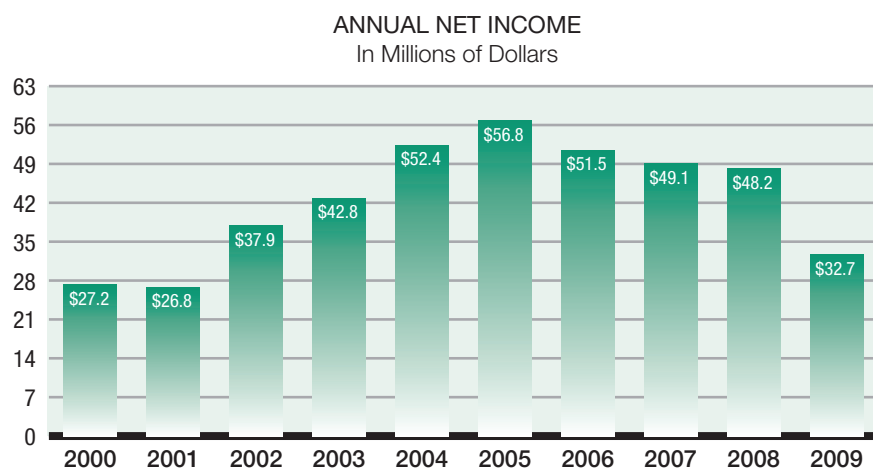
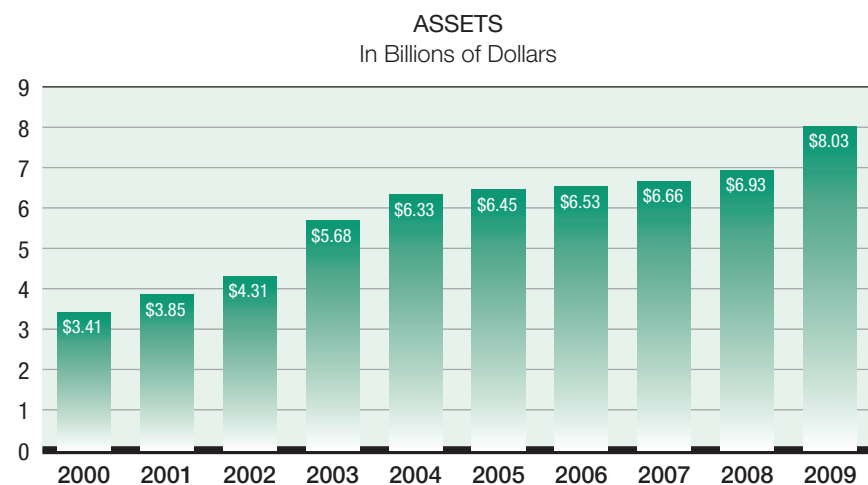
COUNTIES SERVED

Northwest Bancshares, Inc.'s network of offices serves communities in Pennsylvania, New York, Ohio, Maryland, and Florida.



- Northwest Savings Bank
- Northwest Consumer Discount Company

TEN YEAR HISTORY



FINANCIAL HIGHLIGHTS

NORTHWEST BANCSHARES, INC. AND SUBSIDIARIES

(\$000s, except per share and other data)

At year end December 31,	2009	2008	2007
Total Assets	\$8,025,298	\$6,930,241	\$6,663,516
Loans Receivable, Net	\$5,229,062	\$5,141,892	\$4,795,622
Deposits	\$5,624,424	\$5,038,211	\$5,542,334
Shareholders' Equity	\$1,316,515	\$613,784	\$612,878
Book Value Per Share ⁽¹⁾	\$11.90	\$5.62	\$5.61
Last Trade Price ⁽¹⁾	\$11.27	\$9.50	\$11.81

For the year ended December 31,			
Net Interest Income	\$228,657	\$219,366	\$185,016
Net Income	\$32,653	\$48,171	\$49,097
Diluted Earnings Per Share	\$0.30	\$0.44	\$0.44
Dividends Per Share	\$0.40	\$0.40	\$0.37

Key Financial Ratios for the year ended December 31,			
Return on Average Shareholders' Equity	4.71%	7.75%	8.18%
Return on Average Assets	0.46%	0.70%	0.73%
Tangible Common Equity	14.53%	6.36%	6.63%
Average Interest Rate Spread	3.30%	3.25%	2.74%
Nonperforming Assets to Total Assets at End of Period	1.81%	1.67%	0.87%
Net Charge-offs as a Percentage of Average Loans Outstanding	0.51%	0.19%	0.14%
Allowance for Loan Losses to Nonperforming Loans at End of Period	56.49%	55.37%	84.22%
Allowance for Loan Losses as a Percentage of Loans Receivable	1.33%	1.06%	0.86%

Other Data at December 31,			
<i>Number of:</i>			
Community Banking Locations	171	167	166
Consumer Finance Offices	51	51	51
Full Time Equivalent Employees	1,867	1,860	1,805
Registered Shareholders ⁽²⁾	19,892	6,886	7,080

⁽¹⁾ Adjusted prior years to reflect 2.25 to one exchange rate.

⁽²⁾ Excludes shareholders who own their stock in "street name."

CORPORATE PROFILE

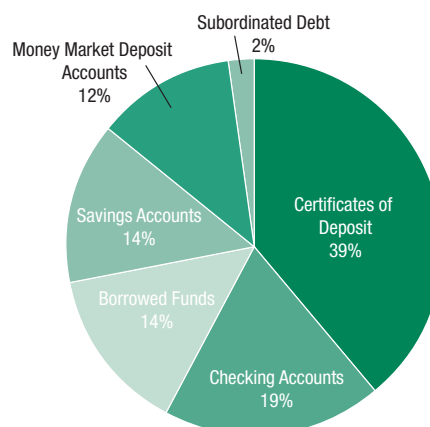
Northwest Bancshares, Inc., a thrift holding company regulated by the Office of Thrift Supervision (OTS), owns and operates Northwest Savings Bank, a Pennsylvania-chartered savings bank headquartered in Warren, Pennsylvania. As of December 31, 2009, the company held assets of \$8 billion and operated 171 community banking locations and 280 Automated Teller Machines (ATMs) in Pennsylvania, northeastern Ohio, western New York, northern Maryland, and southern Florida. Our primary business lines involve gathering funds from deposits and borrowings and investing those funds in loans and investment securities.

For 113 years, Northwest has served its communities with an ever-expanding array of banking and investment products. Northwest offers a full menu of traditional banking products including mortgage and consumer loans, retail and business deposit products, and commercial loans. Our investment management division offers trust, investment management and brokerage services and currently has over \$1 billion of assets under management.

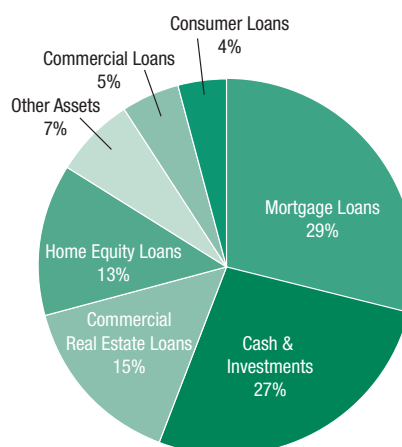
Northwest is proud to deliver the same range of financial products and services offered by larger banks at competitive prices with modern, cutting-edge delivery systems and exceptional, personal customer service.

In addition to our traditional banking business, Northwest also operates a consumer finance company, Northwest Consumer Discount Company, with offices in 51 locations in Pennsylvania. Northwest Consumer Discount Company specializes in helping customers meet their consumer credit needs. As of December 31, 2009, Northwest Consumer Discount Company had loans outstanding of \$133 million.

SOURCES OF FUNDS



INVESTMENT OF FUNDS

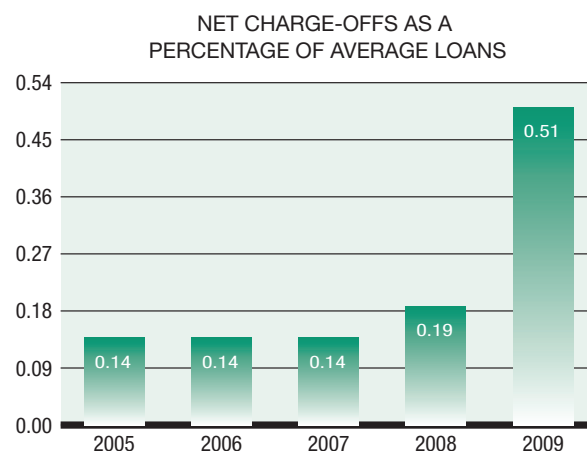
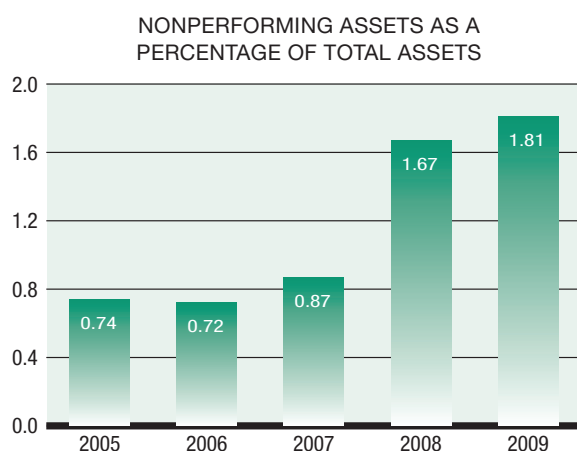
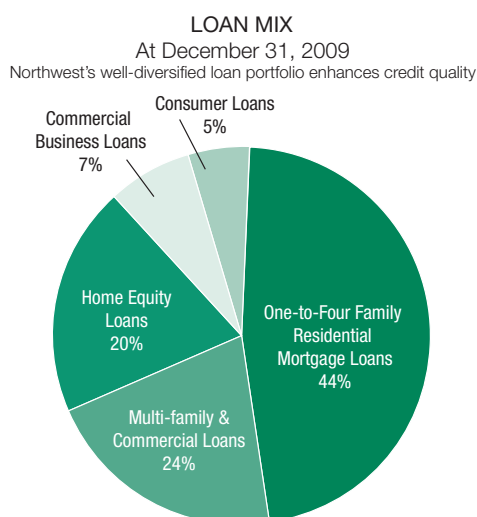


ASSET QUALITY

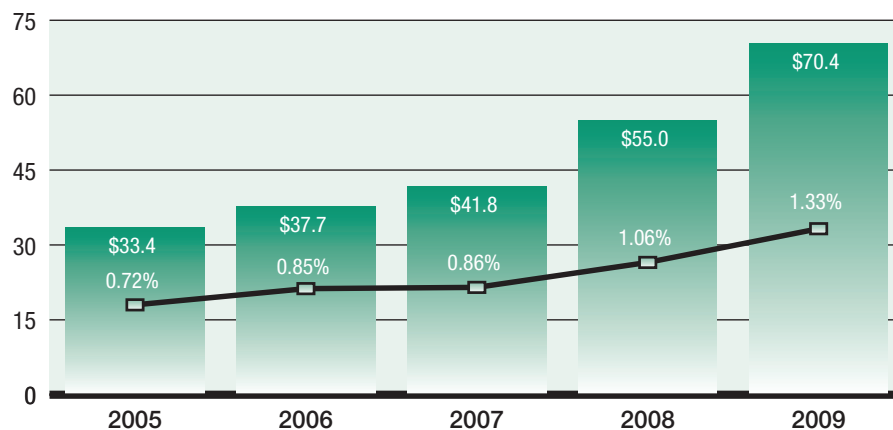
Maintaining asset quality has always been a top priority and a core value at Northwest. Asset quality will never be compromised for short-term growth or profitability.

Although we have witnessed some deterioration in asset quality during one of the most turbulent economic periods in our history, net charge-offs have remained lower than our peer group due to:

- Historically conservative underwriting and continued vigilance with collections and delinquency follow up
- Maintaining diversification with 64% of the portfolio invested in one-to-four family residential mortgage and home equity loans where our historical loss rates have been minimal
- Diligently monitoring and managing our loan portfolio and limiting total credit exposure to single borrower, industry, market, or line of business
- Limiting the majority of lending activities to borrowers located in our core markets of Pennsylvania and New York
- Obtaining real estate as collateral whenever possible, with consideration given to the fact that almost 90% of our loan portfolio is located in markets which have benefitted from relatively stable real estate values

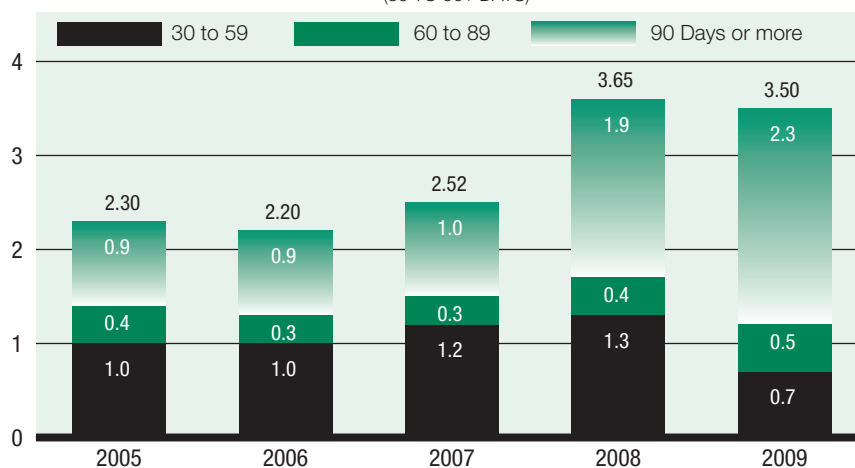


LOAN LOSS BALANCES IN MILLIONS OF DOLLARS
AND RESERVES AS A % OF LOANS



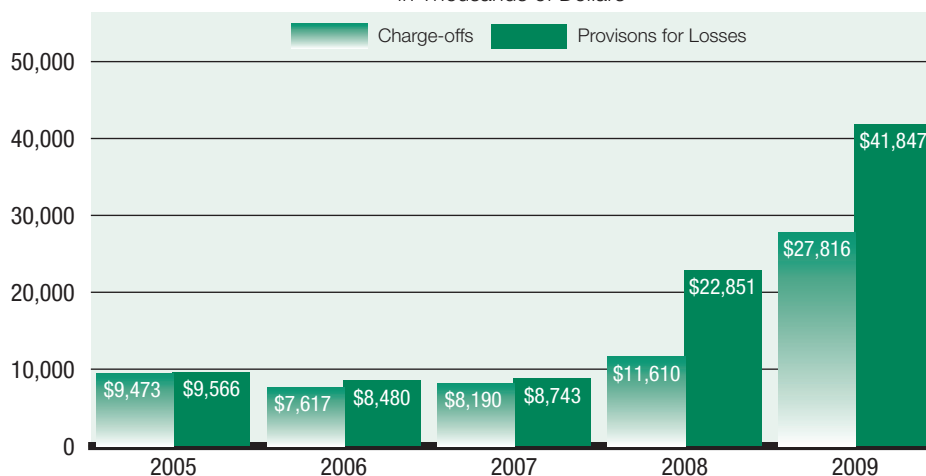
DELINQUENT LOANS AS A % OF TOTAL LOANS

(30 TO 90+ DAYS)



LOAN CHARGE-OFFS/LOAN LOSS PROVISIONS

in Thousands of Dollars



COMMUNITY BANKING

Northwest's Community Banking Division operates 171 community banking locations in Pennsylvania, New York, Ohio, Maryland, and Florida.

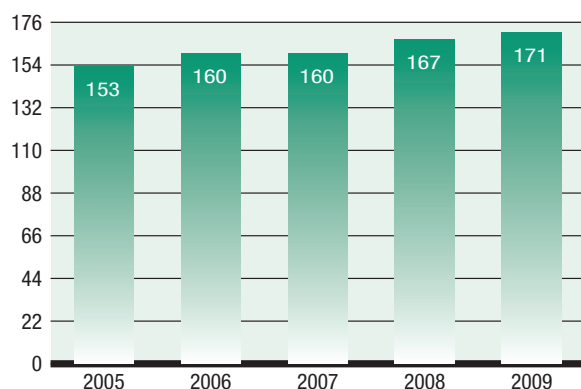
Northwest has found that local bankers, as integral parts of the community, intimately familiar with the local market and the businesses, market conditions and residents in it, make the best decisions for the bank, its customers, and the communities we share. For that reason, our bank operates on a localized basis, with eight geographic regions each headed by a proven leader who manages to a market-unique Regional Business Plan designed to profitably grow the number of households served while serving the needs of residents and community.

Our people pride themselves in taking care of our customers, exceeding their expectations and expanding the number of services we provide. This core value of our organization allows us to remain a true community bank.

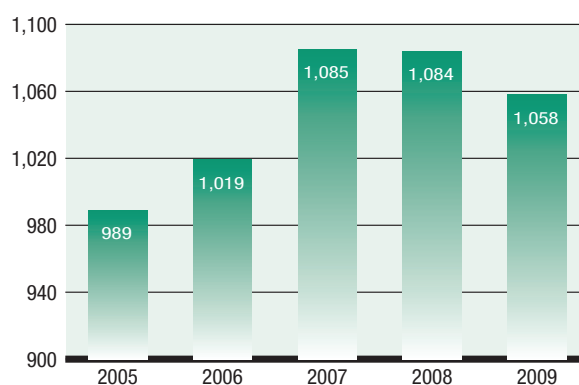
During 2009, we:

- Refined and further developed our sales and sales management process to enable our Regional Sales teams to win new business and grow the number of households we serve
- Gathered low-cost checking deposits during our "I Made the Switch" campaign which contributed to our bank's record deposit growth for the year
- Integrated new software that allows us to manage our office staffing levels more efficiently and reduce our costs
- Opened de novo offices in Fort Lauderdale, Florida and Youngsville, Pennsylvania and significantly increased our presence in the Rochester, New York market with the successful opening of three new offices in the communities of Greece, Webster, and Gates/Chili in September 2009
- Acquired Keystone State Savings Bank in the Greater Pittsburgh market, giving Northwest the only full-service banking facility in Sharpsburg, Pennsylvania

COMMUNITY BANKING
LOCATIONS



COMMUNITY BANKING EMPLOYEES



NORTHWEST DIRECT

Electronic Banking at Northwest gives customers convenience. Using electronic delivery channels, customers may access their accounts using:

- Over 37,000 free ATMs nationwide
- Bankline, telephone banking 24 hours a day, 7 days a week
- The Northwest VISA Check Card with GO! Rewards points
- Online Banking with Online Bill Pay
- eStatementsPLUS (electronic statements)
- Mobile Banking for personal and business banking

Northwest's direct banking services create value by improving operating efficiency and by leveraging our electronic delivery channels to attract and retain a profitable customer base. The acceptance of these self-service strategies is reflected in increased usage by our customers.

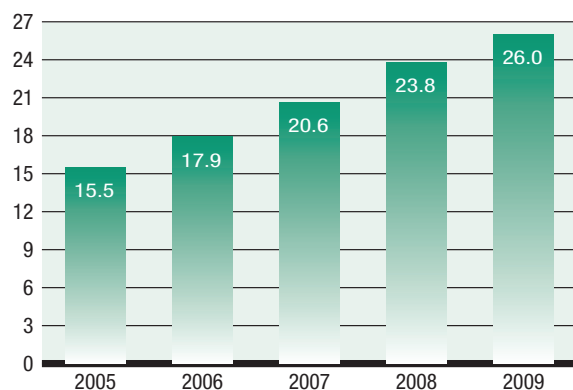
We are committed to providing a variety of banking choices and creating a customer experience that differentiates our bank.

Northwest will continue to develop strategic initiatives that promote and reward customer activation and utilization of our electronic delivery channels. Our goal is to change customer behavior in a way that will generate non-interest income and lower our transaction processing costs.

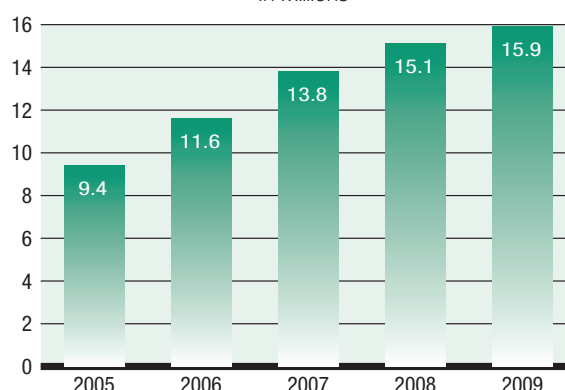
During the past year, Electronic Banking:

- Made it possible for customers to open deposit accounts online using our website for the first time
- Introduced Business Mobile Banking, banking by cellular telephone or mobile device
- Launched our newly-enhanced website
- Added increased security for business clients making wire transfers
- Promoted Northwest using social media

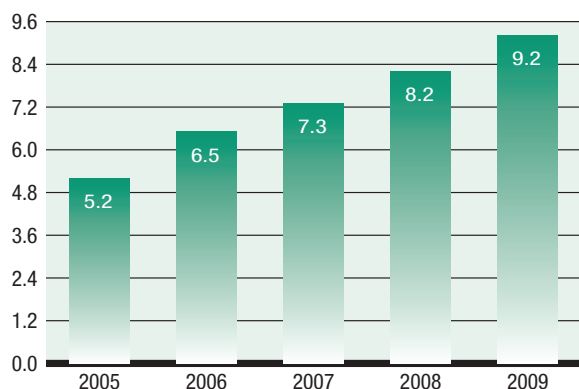
CARD PURCHASES
In Millions



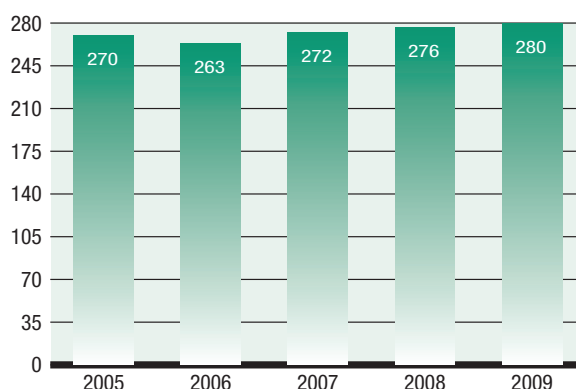
ACH TRANSACTIONS
In Millions



BANKLINE CALLS AND INTERNET LOGINS
In Millions



NUMBER OF ATMS



RETAIL LENDING

Northwest remains fully committed to meeting the credit needs of customers in the communities we serve.

Northwest's ongoing success in retail lending results directly from these core competencies:

- Promoting a strong credit culture that stresses asset quality over growth and profitability
- Empowering our experienced local lenders, who know their customers and their community, to make credit decisions
- Creating long-term customer loyalty by providing superior service throughout the lending process
- Providing simple and easy-to-understand loan products at competitive interest rates
- Remaining diligent in the collection process to maintain acceptable levels of delinquency and to minimize loan losses

The Retail Lending Division is responsible for originating mortgage, equity and consumer loans primarily through the company's Community Banking office network. We also offer our customers the ability to originate their loans by telephone or online.

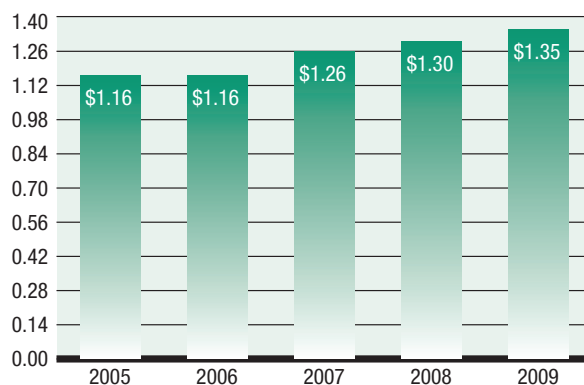
Northwest offers a full range of traditional fixed and variable rate products. Although we are a leading mortgage lender in our markets, our recent focus has been on building our short-term fixed and variable rate portfolios in anticipation of rising interest rates. We have the ability to sell mortgages on the secondary market to further manage interest rate risk and liquidity while retaining the servicing of every loan sold in order to maintain and enhance customer relationships.

Looking ahead, we will continue to utilize technology to further simplify the lending process. The implementation of a new loan origination system will help us to meet our objective of improving efficiency while continuing to provide service that exceeds customers' expectations.

MORTGAGE LOANS
In Billions of Dollars



CONSUMER AND HOME EQUITY LOANS
In Billions of Dollars



DEPOSIT PRODUCTS & SERVICES

Northwest continues to provide superior deposit products to customers across the bank's footprint with the following goals in mind:

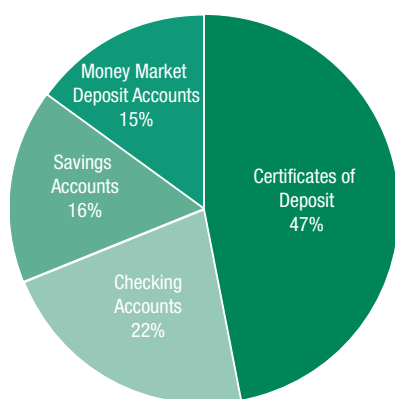
- Developing long-term customer relationships
- Offering deposit products that are straightforward, affordable and convenient
- Offering competitive interest rates and fees
- Operating as a full-service financial center with products for everyone
- Providing excellent customer service through our knowledgeable banking staff and our electronic banking channels

Northwest offers a full range of traditional deposit products such as checking accounts, savings accounts, money market accounts, retirement accounts, health savings accounts, and certificates of deposit. Our Electronic Banking products and services add the benefits of convenience and easy access to these deposit accounts.

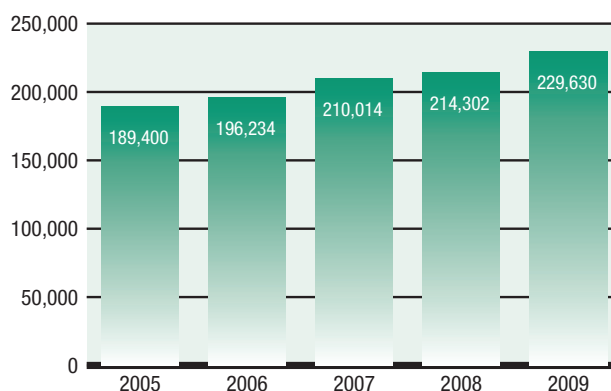
This year, the company continued to experience a significant reduction in its cost of savings as a result of several factors:

- A favorable low interest rate environment
- The bank's ability to capitalize on customer uncertainty with bank consolidations in our markets
- Focus on acquisition of low cost deposits through sales and marketing efforts

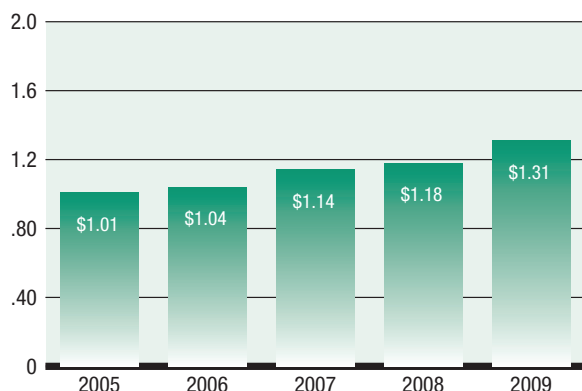
DEPOSIT MIX
At December 31, 2009



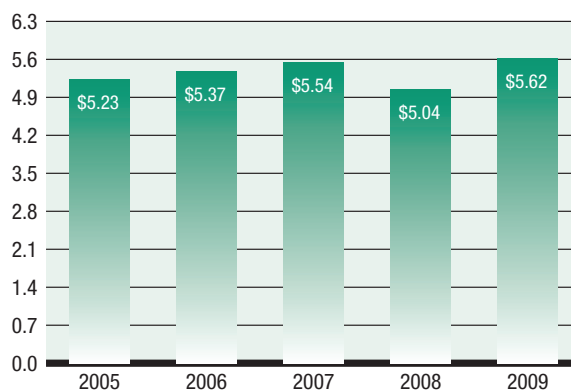
NUMBER OF CHECKING ACCOUNTS



BALANCE IN CHECKING ACCOUNTS
In Billions of Dollars



DEPOSIT BALANCES
In Billions of Dollars



COMMERCIAL LENDING

Northwest's Commercial Lending Division is committed to growth and profit enhancement by:

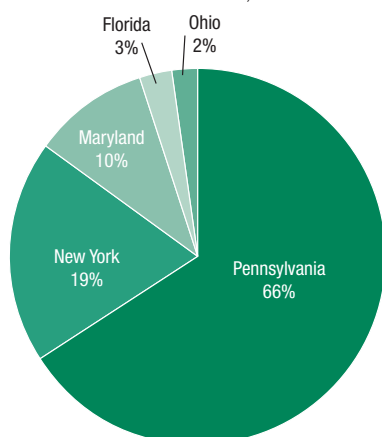
- Offering a consistent approach to lending with an emphasis on building customer relationships
- Providing a comprehensive array of financial solutions for businesses
- Providing exceptional service with local decision making and personal attention
- Diversifying our commercial loan portfolio while maintaining quality credit relationships

The Commercial Lending Division features experienced commercial lenders who focus on developing long-term working relationships with our business customers. The lenders not only serve the needs of business customers in their respective markets, but also volunteer their time to support a variety of local business, community, social and non-profit organizations.

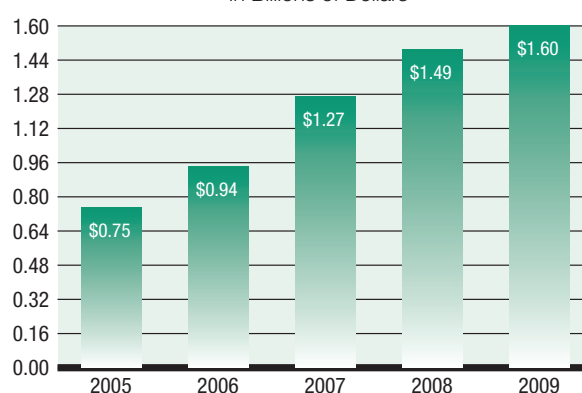
Our customers benefit from relationship banking with custom-tailored products and services, local decision making and ready access to senior officers. We are confident that Northwest's appeal will continue to grow due to the personal attention provided by our highly-qualified commercial lenders and our steadfast commitment to our communities.

We anticipate that the weak economy will decrease loan demand and portfolio growth in the coming year. Despite the current economic climate, Northwest will meet the appropriate financial needs of our loyal customers while selectively adding new commercial loan customers. Northwest continues to be committed to maintaining our strong underwriting standards, limiting our credit and interest rate risk exposure and carefully monitoring our commercial loan portfolio.

COMMERCIAL LOAN EXPOSURE BY STATE
At December 31, 2009



COMMERCIAL LOANS
In Billions of Dollars



BUSINESS SERVICES

Northwest's Business Services Division has committed itself to profitable business deposit growth with these strategic initiatives:

- Attracting the right customers
- Exceeding customer expectations
- Offering competitive, comprehensive cash management tools
- Building long-term, growing relationships

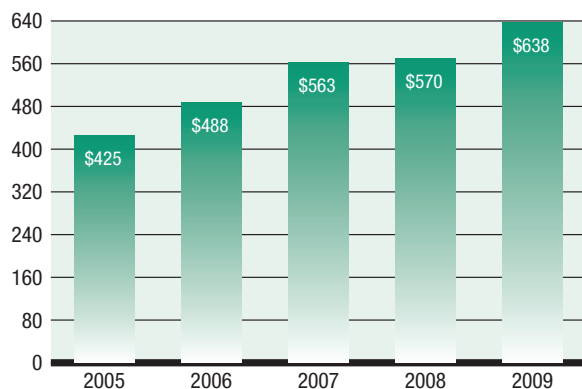
Business deposits are an excellent source of low-cost funding that offer Northwest opportunities to increase our fee income and obtain high-quality referrals for our Commercial Lending, Community Banking and Investment Management and Trust Services Divisions.

The Business Services Division, a team of experienced bankers, focuses on building stronger, more enduring, profitable business deposit relationships by reaching across Northwest's lines of business to meet all of our customers' financial needs.

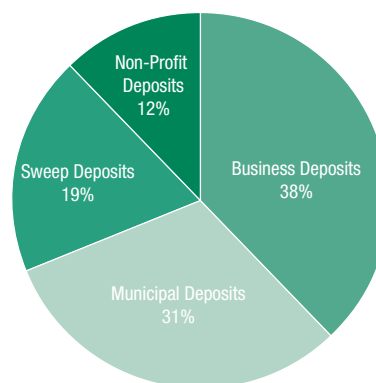
Customers benefit from a wide variety of business deposit products and services designed to efficiently manage their cash, reduce their operating costs, enhance control and optimize returns. Dedicated and skilled bankers, who are passionate about their work and their customers, deliver these products and services in a way that has made Northwest famous for high-quality, personalized service.

Early in 2009, a time of turmoil in the banking industry, Northwest's Business Service Division introduced the Business Stimulus Package, a group of specially-packaged services and offers meant to convert prospects into customers. The program proved so much more successful than we had envisioned that we not only repeated it, we plan to continue it into the future.

BUSINESS AND MUNICIPAL DEPOSIT BALANCES
In Millions of Dollars



BUSINESS DEPOSIT MIX
At December 31, 2009



INVESTMENT, EMPLOYEE BENEFIT & TRUST SERVICES

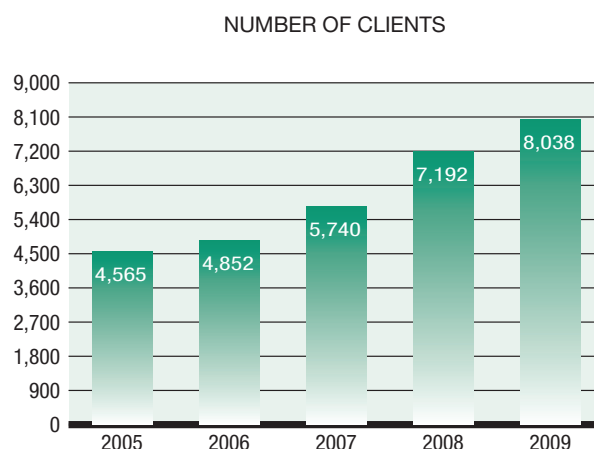
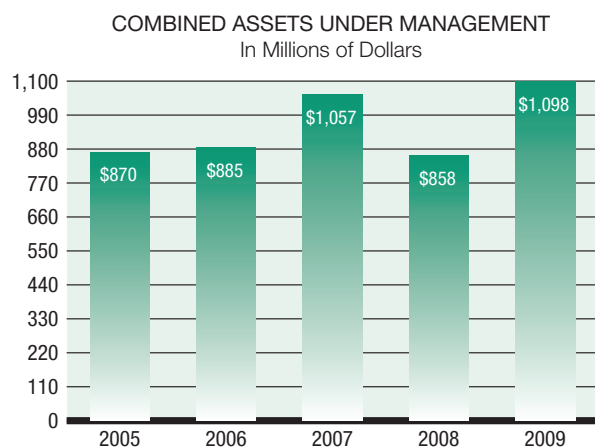
Northwest's strength in offering wealth management solutions results from:

- An expanded range of products and services that encompasses full-service and discount brokerage, estate services, pension and 401(K) services, investment management and trust services
- A dedicated staff of investment, brokerage, employee benefit and trust professionals who provide services that meet our customers' personal and business needs
- Exceptional service with local decision-making and personal attention
- Preserving client assets in turbulent markets
- Providing retirement solutions for nearly 400 area businesses

Last year, combined Trust and Brokerage assets grew to \$1.1 billion, a new high for the wealth management unit. This growth can be attributed to expanded relationships with existing bank customers and the addition of new customers who came from focused business development activities.

It also marked Northwest's tenth year of providing investment, brokerage, trust and employee benefit services. Our commitment remains to provide the best service and advice available to our clients and to offer a full complement of financial services. Our goal remains to improve our customers' financial well-being so that they may enjoy a financially secure future.

In 2008, Northwest was ranked nationally in the top 100 among trust institutions that manage defined benefit pension plans and was ranked in the top 25 trust institutions in Pennsylvania for the management and administration of fiduciary, employee benefit, retirement and investment management assets. We attribute this success to the convenience, expertise and product availability typically found at larger investment management companies, combined with the service and personal attention of a local financial advisor.



Northwest regional trust offices are located in Erie, Warren and State College, Pennsylvania with trust representatives throughout Pennsylvania and in Maryland. We plan to continue expansion throughout the company's market area. The Investment Management and Trust Services Division now employs 35 full-time trust and investment professionals.

Our brokerage unit, Northwest Financial Services, employs 13 licensed securities representatives in Buffalo, New York and in Erie, Franklin, Hershey, Meadville, State College, Pittsburgh, York and Warren, Pennsylvania. Again, we plan to expand our services throughout the company's market area.

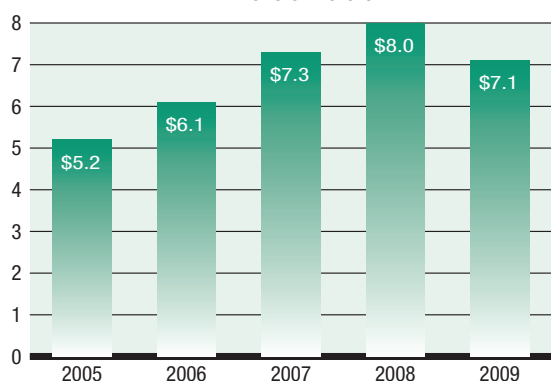
Northwest operates its own employee benefit services firm, Boetger & Associates. It offers complete solutions for employee benefit plans which includes consulting, actuarial services, plan design, implementation, administration and record keeping services. Boetger's staff of professionals includes two ERISA-certified actuaries, nine pension consultants and analysts, and a complete support staff. Boetger and Associates operates in Erie, Pennsylvania and serves the bank's entire market area.

Going forward, the company will continue to expand the financial services area along both geographic and product lines, and we will maintain our focus as a comprehensive financial and wealth management group that provides high-quality products and services to our clients.

Northwest is also pleased to announce that on January 1, 2010, the Bank acquired Veracity Benefits Design, Inc. an employee benefits insurance agency. Veracity specializes in services to employer/employee groups and offers group medical, dental, life, accidental death and dismemberment, long term disability, travel accident and vision plans and policies. They also market retirement plans, provide large claims management and offer employee benefit consulting. Veracity serves the southern tier of New York State, operates from locations in Jamestown, Buffalo and Olean, New York, and has an extensive list of municipal, educational, non-profit, manufacturing, service, mining, construction, wholesale and professional clients.

Veracity brings another needed dimension to our financial services group, and we believe that strong synergies exist for the cross sale of insurance, investment, trust, retail and business deposit and lending products and services. We are very happy to have them as part of the Northwest Family.

TOTAL BROKERAGE, TRUST, EMPLOYEE BENEFIT REVENUE
In Millions of Dollars



NORTHWEST
FINANCIAL SERVICES

NORTHWEST
EMPLOYEE BENEFIT SERVICES

NORTHWEST
SAVINGS BANK
INVESTMENT & TRUST SERVICES

veracity
benefits

CONSUMER FINANCE

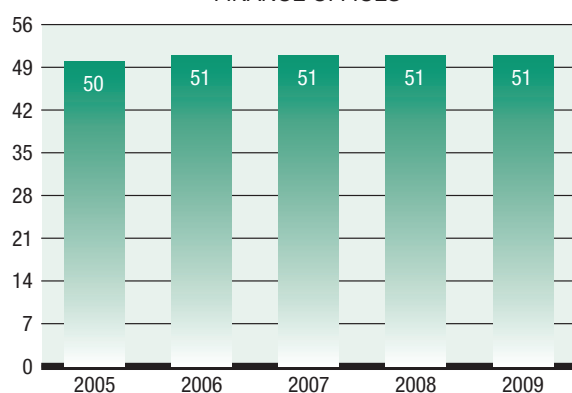
Our consumer finance business derives its success from:

- Market recognition as a leader in the field of consumer finance
- Superior customer service
- Strategic locations in communities where we know our customers and their needs
- Offices staffed by local individuals who are active in and concerned about their communities
- An emphasis on growth without sacrificing credit quality

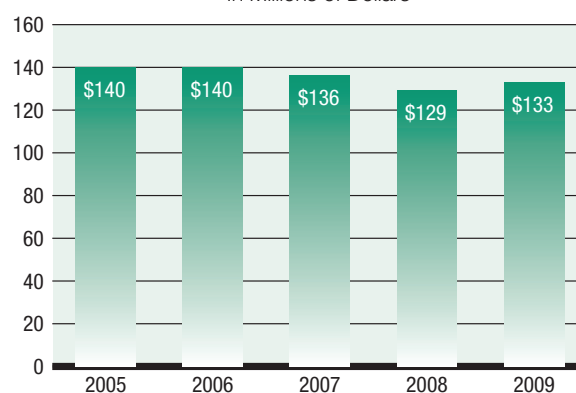
Northwest Bancshares, Inc. operates 51 consumer finance office locations in Pennsylvania through the company's subsidiary Northwest Consumer Discount Company. These offices specialize in assisting customers in meeting their credit needs.

Looking ahead, we plan to grow our franchise of consumer finance offices as opportunities arise. We will keep an attentive eye on credit quality to maintain an acceptable level of credit losses.

NUMBER OF CONSUMER
FINANCE OFFICES



CONSUMER FINANCE LOANS
In Millions of Dollars

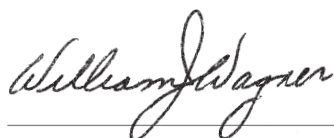


MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

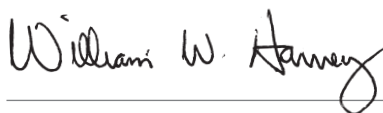
Management is responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined in Rule 13a-15(f) under the Securities Exchange Act of 1934.

Management, including the principal executive officer and principal financial officer, has assessed the effectiveness of the Company's internal control over financial reporting as of December 31, 2009. In making this assessment, management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission in *Internal Control – Integrated Framework*. Based on such assessment, management concluded that, as of December 31, 2009, the Company's internal control over financial reporting is effective based upon those criteria.

KPMG LLP, an independent registered public accounting firm, has audited the consolidated financial statements included in our Annual Report on Form 10-K and has issued a report with respect to the effectiveness of the Company's internal control over financial reporting.



William J. Wagner
Chief Executive Officer



William W. Harvey
Chief Financial Officer

FINANCIAL DATA

CONDENSED CONSOLIDATED BALANCE SHEET

(In thousands, except for share data)

	As of December 31,	
	2009	2008
ASSETS		
Cash and cash equivalents	\$ 1,107,790	\$ 79,922
Marketable securities available-for-sale	1,067,089	1,139,170
Loans receivable, net	5,229,062	5,141,892
Bank-owned life insurance	128,270	123,479
Premises and equipment	124,316	115,842
Goodwill and other intangible assets	176,041	178,758
Other assets	192,730	151,178
Total assets	\$ 8,025,298	\$ 6,930,241
LIABILITIES AND SHAREHOLDERS' EQUITY		
Deposits	\$ 5,624,424	\$ 5,038,211
Borrowed funds	897,326	1,067,945
Advances by borrowers for taxes and insurance	22,034	26,190
Accrued interest payable	4,493	5,194
Other liabilities	57,412	70,663
Trust preferred securities	103,094	108,254
Total liabilities	6,708,783	6,316,457
Preferred stock, \$0.01 and \$0.10 par value, respectively, 50,000,000 shares authorized; no shares issued	—	—
Common stock, \$0.01 and \$0.10 par value, 500,000,000 shares authorized; 110,641,858 and 51,244,974 shares issued, respectively	1,106	5,124
Paid-in capital	828,195	218,332
Retained earnings	508,842	490,326
Unallocated common stock of Employee Stock Ownership Plan	(11,651)	—
Accumulated other comprehensive loss, net	(9,977)	(30,575)
Treasury stock of 0 and 2,742,800 shares, respectively, at cost	—	(69,423)
Total shareholders' equity	1,316,515	613,784
Total liabilities and shareholders' equity	\$ 8,025,298	\$ 6,930,241

CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(In thousands, except for share data)

	Years ended December 31,		
	2009	2008	2007
INTEREST INCOME:			
Loans	\$ 320,121	\$ 327,128	\$ 315,570
Investments and interest-earning cash	44,342	61,531	80,461
Total interest income	364,463	388,659	396,031
INTEREST EXPENSE:			
Deposits	95,394	137,061	186,540
Borrowed funds	40,412	32,232	24,475
Total interest expense	135,806	169,293	211,015
Net interest income	228,657	219,366	185,016
Provision for loan losses	41,847	22,851	8,743
Net interest income after provision for loan losses	186,810	196,515	176,273
NONINTEREST INCOME:			
Service charges and fees	34,811	32,432	27,754
Trust and other financial services income	6,307	6,718	6,223
Loss on securities	(5,694)	(9,967)	(3,454)
Gain on sale of loans	—	—	728
Income from bank-owned life insurance	4,791	4,797	4,460
Other	13,122	4,772	7,311
Total noninterest income	53,337	38,752	43,022
NONINTEREST EXPENSE:			
Compensation and employee benefits	95,594	91,129	84,217
Premises and occupancy costs	21,963	21,924	21,375
Office operations	12,947	13,237	12,788
Processing expenses	21,312	18,652	15,019
Amortization of intangibles	3,020	4,387	4,499
Marketing expenses	9,152	5,500	3,742
Federal deposit insurance premiums	8,309	3,884	663
FDIC special assessment	3,288	—	—
Contribution to charitable foundation	13,822	—	—
Loss on early extinguishment of debt	—	705	—
Other	11,087	10,710	10,439
Total noninterest expense	200,494	170,128	152,742
Income before income taxes	39,653	65,139	66,553
Income tax expense	7,000	16,968	17,456
Net income	\$ 32,653	\$ 48,171	\$ 49,097
Basic earnings per share	\$ 0.30	\$ 0.44	\$ 0.44
Diluted earnings per share	\$ 0.30	\$ 0.44	\$ 0.44

Please refer to the Northwest Bancshares, Inc. 2009 Annual Report on Form 10-K for a complete set of consolidated financial statements.

INVESTOR INFORMATION

Corporate Headquarters:

100 Liberty Street
P.O. Box 128
Warren, Pennsylvania 16365
Telephone : (814) 726-2140
Fax : (814) 728-7716

www.northwestsavingsbank.com

Annual Meeting:

April 21, 2010, 11:00 a.m.

The Struthers Library Theatre
302 West Third Avenue
Warren, Pennsylvania 16365

Stock Listing:

Northwest Bancshares, Inc. common stock is traded on The NASDAQ Global Select Market under the symbol "NWBI."

Stock Transfer, Registrar, and Dividend Disbursing Agent:

Shareholder communications regarding change of address, change in registration of certificates, reporting of lost certificates and dividend checks should be directed to:

American Stock Transfer and Trust Company
59 Maiden Lane, New York, NY 10038

Toll Free : (800) 937-5449
Toll Free : (877) 777-0800
Fax : (718) 236-2641

Email : info@amstock.com
Web Site : www.amstock.com

Online Shareholder Access:

Registered shareholders may access their accounts online through American Stock Transfer and Trust Company via "Shareholders Account Access" at www.amstock.com to retrieve account balances, check certificate and dividend details, retrieve a duplicate 1099 Form, change their mailing address, enroll in direct deposit of dividends, replace lost, stolen, or stale-dated dividend checks, replace lost stock certificates, update their shareholder profile, and perform various online transactions. Also available are stock transfer instructions and answers to frequently asked questions.

Financial Information:

The Annual Report on Form 10-K is filed with the Securities and Exchange Commission (SEC). Copies of this document and other filings, including exhibits thereto, may be obtained electronically at the SEC's home page at www.sec.gov or through the company's website www.northwestsavingsbank.com. Copies may also be obtained without charge upon request by writing to the company's corporate headquarters.

Independent Auditors:

KPMG LLP, Pittsburgh, Pennsylvania

Securities Counsel:

Luse Gorman Pomerenk & Schick, P.C.,
Washington, D.C.

Common Stock Information:

Adjusted to reflect 2.25-to-one stock split in connection with the mutual-to-stock conversion.

Year Ended December 31, 2009	High	Low	Cash Dividends Declared
First quarter	\$9.60	\$5.81	\$0.10
Second quarter	9.15	7.12	0.10
Third quarter	10.98	8.09	0.10
Fourth quarter	11.48	9.39	0.10
Year Ended December 31, 2008	High	Low	Cash Dividends Declared
First quarter	\$13.40	\$10.44	\$0.10
Second quarter	12.49	9.68	0.10
Third quarter	15.26	8.91	0.10
Fourth quarter	13.27	8.38	0.10

Dividend Reinvestment & Cash Investment Plan:

Northwest Bancshares, Inc. offers a Dividend Reinvestment and Cash Investment Plan whereby eligible registered shareholders may purchase shares of Northwest Bancshares, Inc. common stock at the prevailing market price with reinvested dividends and voluntary cash payments. A brochure and enrollment form may be obtained by visiting our website at www.northwestsavingsbank.com, by calling Shareholder Relations at (800) 859-1000 or American Stock Transfer & Trust Company at (800) 937-5449, or by writing to the company's corporate headquarters.

Direct Deposit of Dividends:

Shareholders who do not participate in the Dividend Reinvestment Plan may elect to have cash dividends directly deposited into their savings or checking account, thereby providing immediate access to funds and eliminating mail delays and lost or stolen checks. You may enroll online by visiting www.amstock.com or, to obtain an enrollment card, call the company's Transfer Agent at (800) 937-5449.

Shareholder Relations:

Ian R. Scott,
Assistant Vice President, Shareholder Relations
and Assistant Corporate Secretary
(800) 859-1000

Investor Relations:

William J. Wagner,
President and Chief Executive Officer

William W. Harvey, Jr.,
Executive Vice President and Chief Financial Officer

Gregory C. LaRocca,
Executive Vice President and Corporate Secretary

BOARD OF DIRECTORS & CORPORATE OFFICERS

Board of Directors

Northwest Bancshares, Inc. and Northwest Savings Bank

William J. Wagner

Chairman, President, and Chief Executive Officer
Northwest Bancshares, Inc.

John M. Bauer

Co-Chairman, Contact Technologies, Inc.

Richard L. Carr

Retired Superintendent,
Titusville Area School District

Thomas K. Creal, III

Architectural Consultant

Robert G. Ferrier

President, Ferrier's True Value Hardware

Dr. A. Paul King

President, Oral Surgery of Erie

Joseph F. Long

President, Passavant Hospital Foundation

Dr. Richard E. McDowell

President Emeritus,
The University of Pittsburgh at Bradford

Philip M. Tredway

President and Chief Executive Officer,
Erie Molded Plastics, Inc.

John P. Meegan*

Executive Vice President and Chief Operating Officer,
Hefren-Tillotson, Inc.

Corporate Officers

Northwest Bancshares, Inc. and Northwest Savings Bank

William J. Wagner

President and Chief Executive Officer

Steven G. Fisher

Executive Vice President, Banking Services

William W. Harvey, Jr.

Executive Vice President, Finance and
Chief Financial Officer

Timothy A. Huber

Executive Vice President, Chief Lending Officer

Gregory C. LaRocca

Executive Vice President, Investment and Trust
Services and Corporate Secretary

Michael G. Smelko

Executive Vice President, Chief Credit Officer

Robert Bablak, Jr.

Senior Vice President, Community Banking

John M. Beard

Senior Vice President, Retail Investment Services

Julia W. McTavish

Senior Vice President, Human Resources

Gerald J. Ritzert

Senior Vice President, Controller

Richard F. Seibel

Senior Vice President, Risk Management

David E. Westerburg

Senior Vice President, Marketing and Operations,
Chief Marketing Officer

Andrew C. Young

Senior Vice President, Chief Information Officer

**Northwest Savings Bank Director only*

Ronald B. Andzelik

Vice President, Compliance and
Community Reinvestment Officer

Mark Debiasio

Vice President, Assistant Controller

Michael A. Doherty

Vice President, Credit Administration

W. Norman Ewing

Vice President, Systems and Programming

John E. Hall

Vice President, Consumer Finance

James G. Holding

Vice President, Communications

Dean C. Huya

Vice President, Loss Mitigation

Dorothy E. Lobdell

Vice President, Retail Lending

Dennis W. Lowery

Vice President, Facilities

Kevin G. Mizak

Vice President, Chief Auditor

Lawrence D. Neizmik

Vice President, Community Banking

Donald E. Reed

Vice President, Treasurer

Vicki L. Stec

Vice President, Deposit Administration

David C. Stevenson

Vice President, Computer Operations

Eric D. Stoevers

Vice President, Chief Technology Officer

Brenda D. Swanson

Vice President, Commercial Lending Operations

James M. Swanson

Vice President, Retail Deposit Products

William C. Tarpenning

Vice President, Mortgage Banking

Deborah A. Vecellio

Vice President, Mortgage Servicing

Shawn O. Walker

Vice President, Marketing

Region Presidents

Northwest Savings Bank

Robert Bablak, Jr.

South Florida

Lynn S. Baker

Eastern Pennsylvania

Julie A. Marasco

Northwest Pennsylvania

Christopher A. Martin

Southwest Pennsylvania

James E. Martin

Erie, Pennsylvania

Jonathan E. Rockey

Central Pennsylvania

Jonathan P. Scalise

New York

Robert Bablak, Jr.

Maryland



Thank you for your continued support and
interest in our company.

In addition to historical information, this report may contain certain forward-looking statements that are based on assumptions and information currently available to management, including assumptions as to changes in market interest rates. These forward-looking statements are subject to various risks and uncertainties including, but not limited to, economic, regulatory, competitive, legislative and other factors affecting the company and its operations. Readers are cautioned not to place undue reliance on these forward-looking statements as actual results may differ materially from those expressed or implied. Management has no obligation to revise or update these forward-looking statements to reflect events or circumstances that arise after the release of this report.

100 Liberty Street
P.O. Box 128
Warren, Pennsylvania 16365
(814) 726-2140

www.northwestsavingsbank.com

Northwest opens Three
Banks in Gr
Rochester

Northwest
Stock Conversion
Raises \$688 Million

New Star Ranking for
Northwest Bancshares, Inc.

Northwe
named The
Trustworthy Savin
Bank in America
by Forbes®

