OneMain®
Lending Made Personal

Creating the "New OneMain"

Springleaf Acquisition of OneMain
Investor Presentation – November 13, 2015

OneMain
Lending Made Personal

OneMain
Lending Made Personal

Important Information

The following pages are part of a presentation by Springleaf Holdings, Inc. (the "Company") in connection with reporting a proposed acquisition and are intended to be viewed as part of that presentation. No representation is made that the information in these pages is complete. For additional financial, statistical and business related information, as well as information regarding business and segment trends, see the earnings release and financial supplement included as exhibits to the Company's Current Report on Form 8-K, which was filed on November 9, 2015 with the Securities and Exchange Commission (the "SEC"), the Company's 2014 Annual Report on Form 10-K, which was filed on March 16, 2015 with the SEC and the Company's other reports filed with the SEC from time to time. Such reports are or will be available on the Company's website (www.springleaf.com) and the SEC's website (www.sec.gov).

Forward-Looking Statements

This presentation contains "forward-looking statements" within the meaning of the U.S. federal securities laws. Forward-looking statements include, without limitation, statements concerning plans, objectives, goals, projections, strategies, future events or performance, our 2015 guidance ranges and underlying assumptions and other statements, which are not statements of historical facts. Statements preceded by, followed by or that otherwise include the words "anticipate," "appears," "believe," "foresee," "intend," "should," "expect," "estimate," "project," "plan," "may," "could," "will," "are likely" and similar expressions are intended to identify forward-looking statements. These statements involve predictions of our future financial condition, performance, plans and strategies, and are thus dependent on a number of factors including, without limitation, assumptions and data that may be imprecise or incorrect. Specific factors that may impact performance or other predictions of future actions include, but are not limited to: various risks relating to the OneMain acquisition; including unanticipated expenditures relating to the OneMain acquisition; the impact of the OneMain acquisition on each company's relationships with employees and third parties; the inability to obtain, or delays in obtaining, cost savings and synergies from the OneMain acquisition and risks associated with the integration of the companies; risks related to the disposition of branches and assets to Lendmark; changes in general economic conditions, including the interest rate environment and the financial markets; levels of unemployment and personal bankruptcies; shifts in residential real estate values; natural or accidental events such as earthquakes, hurricanes, tornadoes, fires, or floods; war, acts of terrorism, riots, civil disruption, pandemics, or other events disrupting business or commerce; changes in the rate at which we can collect or potentially sell our finance receivables portfolio; our ability to successfully realize the benefits of the SpringCastle Portfolio and the OneMain acquisition; the effectiveness of our credit risk scoring models; changes in our ability to attract and retain employees or key executives; changes in the competitive environment in which we operate; shifts in collateral values, delinquencies, or credit losses; changes in federal, state and local laws, regulations, or regulatory policies and practices; potential liability relating to real estate and personal loans which we have sold or may sell in the future, or relating to securitized loans; the effect of future sales of our remaining portfolio of real estate loans and the transfer of servicing of these loans; the costs and effects of any litigation or governmental inquiries or investigations; our continued ability to access the capital markets or the sufficiency of our current sources of funds to satisfy our cash flow requirements; our ability to comply with our debt covenants; our ability to generate sufficient cash to service all of our indebtedness; the potential for downgrade of our debt by rating agencies; our substantial indebtedness, which could prevent us from meeting our obligations under our debt instruments and limit our ability to react to changes in the economy, or our ability to incur additional borrowings; the impacts of our securitizations and borrowings; our ability to maintain sufficient capital levels in our regulated and unregulated subsidiaries; changes in accounting standards or tax policies and practices and the application of such new policies and practices to the manner in which we conduct business; the material weakness that we have identified in our internal control over financial reporting; and other risks described in the "Risk Factors" section of the Company's Form 10-K filed with the SEC on March 16, 2015 and in the Company's other filings with the SEC, including the Company's Form 10-Q for the period ended March 31, 2015. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. We caution you not to place undue reliance on these forward-looking statements that speak only as of the date they were made. We do not undertake any obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date of this presentation or to reflect the occurrence of unanticipated events. You should not rely on forward-looking statements as the sole basis upon which to make any investment decision.

Non-GAAP Financial Measures

We present core earnings as a "non-GAAP financial measure" in this presentation. This measure is derived on the basis of methodologies other than in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). Please refer to the reconciliation at the end of this presentation for a quantitative reconciliation from historical pretax income (loss) to pretax core earnings. A reconciliation of forecast core earnings is not included in this presentation as the more directly comparable GAAP measure is not accessible on a forward-looking basis.

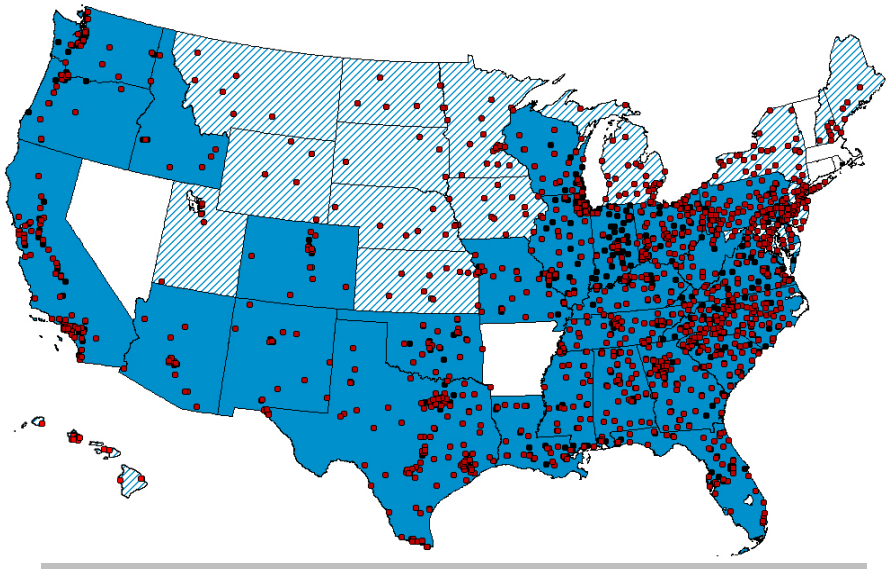
OneMain
Lending Made Personal

New OneMain Overview

- **The "New OneMain" is America's premier personal finance company**
- **Our 1,800+ locations & 10,000+ team members personally serve the financial needs of millions of Americans**
- **Expect estimated core earnings in 2017 of $830 to $900M or $6.20 to $6.70 per share**[1,2]

Leading National Footprint

87% of Americans live within 25 miles of a New OneMain branch



Springleaf	OneMain	Pre-Acq. Footprint	Expanded Footprint
696 branches[4]	1,139 branches	27 states	16 states

Overview

Nearly $15 billion of finance receivables + 2.4 million customers

Springleaf Financial

- *$6.2 billion of personal & auto loans*[3]
- *696 branches in 27 states + digital platform*
- *In business for nearly 100 years*

+

OneMain Financial

- *$8.5 billion of personal loans*
- *1,139 branches in 43 states*
- *In business for over 100 years*

(1) Core earnings (Historical) is a non-GAAP measure. Assumes fully diluted share count of 134.5M. Estimated 2017 Core Earnings is a forward-looking statement and is based on a variety of assumptions and estimates, some or all of which may prove to be inaccurate. Estimated 2017 Core Earnings may differ materially from actual results. For a description of the factors that may influence our future performance, see "Forward-Looking Statements" on slide 2.
(2) Core earnings estimated income taxes assume a 37% statutory tax rate.
(3) Data as of September 30, 2015 and includes pro forma branch sale to Lendmark and Acquisitions & Servicing $2.2B unpaid principal balance.
(4) Includes pro forma branch sale to Lendmark.

OneMain
Lending Made Personal

Well-Positioned to Drive Value

Best Platform in the Industry

- ✓87% of Americans live within driving distance of one of our 1,835 branches
- ✓12M+ current/former customers have relationships with local branches
- ✓Leading online lender – "we don't just originate and sell"

Large & Underserved Market

- ✓100M+ Americans in the target consumer market[2]
- ✓78% of Americans live paycheck-to-paycheck, & need options[3]
- ✓Large banks and other lenders have retreated from our segment

Proven Ability to Execute

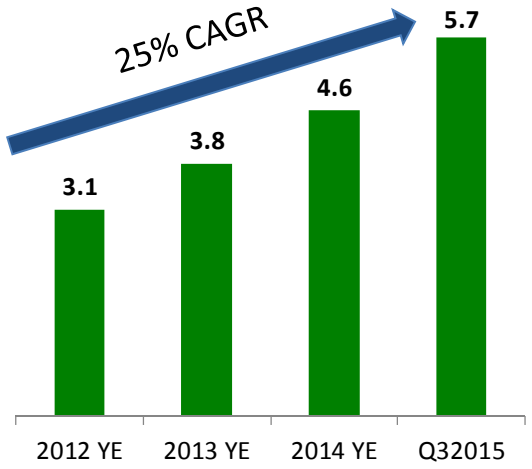
- ✓25% per branch loan growth CAGR & 54% core consumer earnings CAGR since '12[4]
- ✓Positive risk-adjusted margins maintained through 2007 – 2009 crisis[4]
- ✓Attractive future growth opportunities as a result of world-class scale & execution

% U.S. Population[1]

<25 miles from a branch location

1. OneMain	**87%**
2. Wells Fargo	76%
3. Bank of America	71%
4. J.P. Morgan	63%
5. U.S. Bank	43%

Growth in Receivables per Branch ($M)[4]



(1) FDIC data and Springleaf analysis of U.S. Census data.
(2) Data from FICO Analytics blog, entry from August 18, 2015 and U.S Census.
(3) Bankrate.com December 2014 survey results.
(4) Refers to Springleaf standalone results, consumer receivables per branch includes finance receivables held for sale.

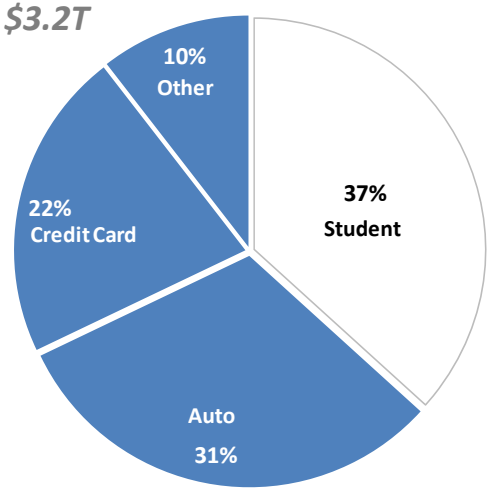
OneMain
Lending Made Personal

Significant Addressable Consumer Market

- **Americans have $2T in consumer debt (excluding-student loans)[1]**
- **Nearly half of Americans have a less-than-prime FICO score[2]**
- **Our personal loans:**
  - Are underwritten to each borrower's ability-to-repay, and are freely pre-payable at any time
  - Help our borrowers improve their credit, cash flow, and reduce debt load over time
  - Are used to fund major purchases, home or auto repair, and debt consolidation

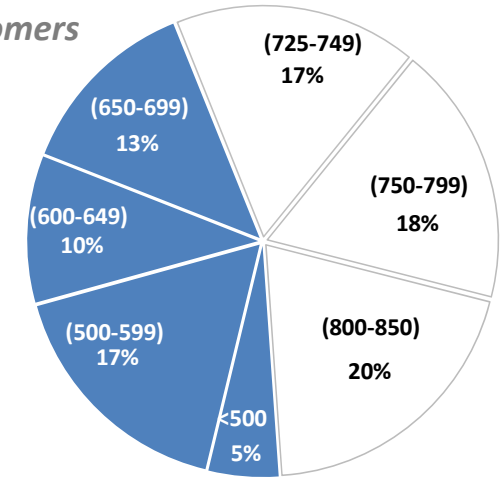
Our target consumer market is huge - $2T[1]

U.S. consumer credit is $3.2T



100M Americans with FICO <700[2]

We have 2.4M customers

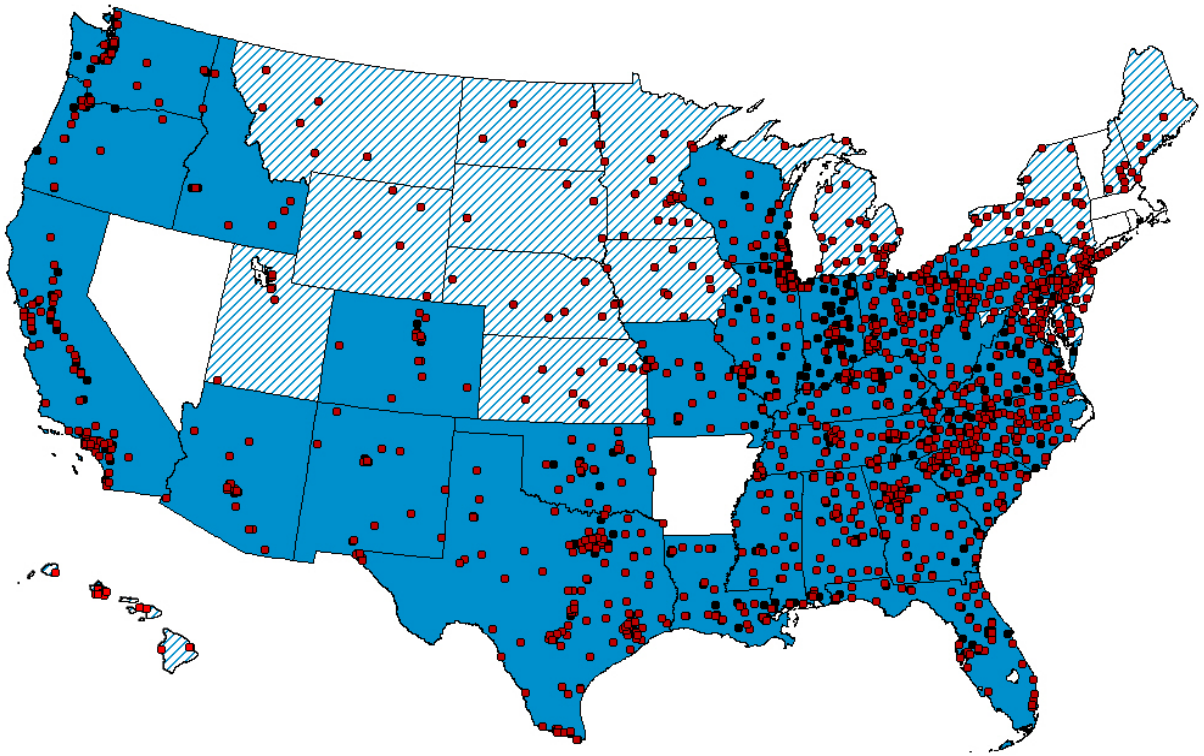


(1) Data from Federal Reserve Board of New York, Household Debt and Consumer Credit Report, 2Q2015.
(2) Data from FICO Analytics blog, entry from August 18, 2015.

OneMain
Lending Made Personal

"New OneMain" Delivers Bricks and Clicks

- **Local presence and relationships (12M+ current/former customers) reduce cost of customer acquisition**
- **Branches create referrals, renewals, & partnerships with tens of thousands of local businesses**
- **80% of our new customer applications start online(1)**
- **We provide "loans in an hour"(1)**



(1) Springleaf standalone.
(2) Data as of September 30, 2015 and includes pro forma branch sale to Lendmark.

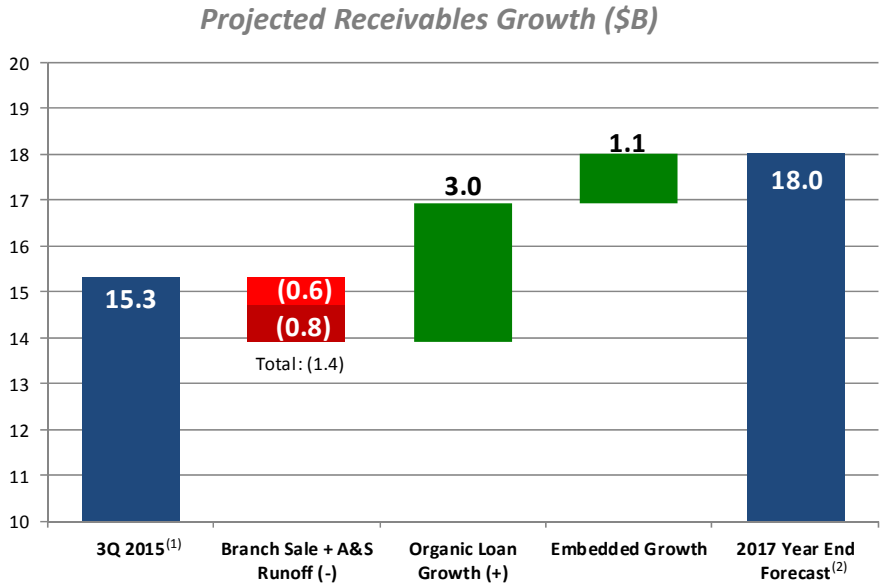
Built-in Growth From Combination

- **Leveraging the strengths of each company ("embedded growth"):**
  - Bringing direct auto to legacy OneMain
  - Bringing lower FICO and auto secured loan products to legacy OneMain
  - Increase lending to higher FICO homeowners at legacy Springleaf

Opportunity to Share Strengths

Portfolio Composition at 9/30/15	Legacy Springleaf	Legacy OneMain
Direct Auto	17%	0%
<600 FICO	45%	22%
660+ FICO	19%	31%

Core Receivables Outlook 3Q15 - 2017



(1) *Includes Acquisitions & Servicing $2.2B unpaid principal balance and personal loans held for sale.*

(2) *Projected 2017 Core Receivables is a forward-looking statement and is based on a variety of assumptions and estimates, some or all of which may prove to be inaccurate. Forecast 2017 Core Receivables may differ materially from actual results. For a description of the factors that may influence our future performance, see Forward-Looking Statements on slide 2.*

OneMain
Lending Made Personal

Compelling Financial Outlook With Upside

- **Compelling financials, earnings growth, and strong returns on equity**
- **"New OneMain" expected to achieve $830 to $900 million of core earnings[1]**
- **New business initiatives create growth potential beyond current forecast**
  - iLoan and introduction of small business lending are visible near-term opportunities

Estimated	FY 2014 *pro forma[2]*	FY 2017 *core business forecast[3]*
Core Earnings[1]	$685M	$830M - $900M
Core EPS[4]	$5.10	$6.20 - $6.70
Core Consumer Receivables (EOP)[5]	$14.8B	$17.5B - $18.5B
Return on Avg. Assets[6]	4.6%	4.9% - 5.3%

Additional Upside

- ✓ **iLoan**
- ✓ **Small Business Lending**
- ✓ **Other New Products**

(1) Core earnings (Historical) is a non-GAAP measure. Core Earnings estimated income taxes assume a 37% statutory tax rate.

(2) Excludes reallocation of certain non-core expenses related to operating expense and interest expense and does not reflect branch and receivable sale to Lendmark.

(3) Includes forward-looking statements and are based on a variety of assumptions and estimates, some or all of which may prove to be inaccurate and may differ materially from actual results. For a description of the factors that may influence our future performance, see "Forward-Looking Statements on slide 2.

(4) Core EPS assumes fully diluted share count of 134.5M.

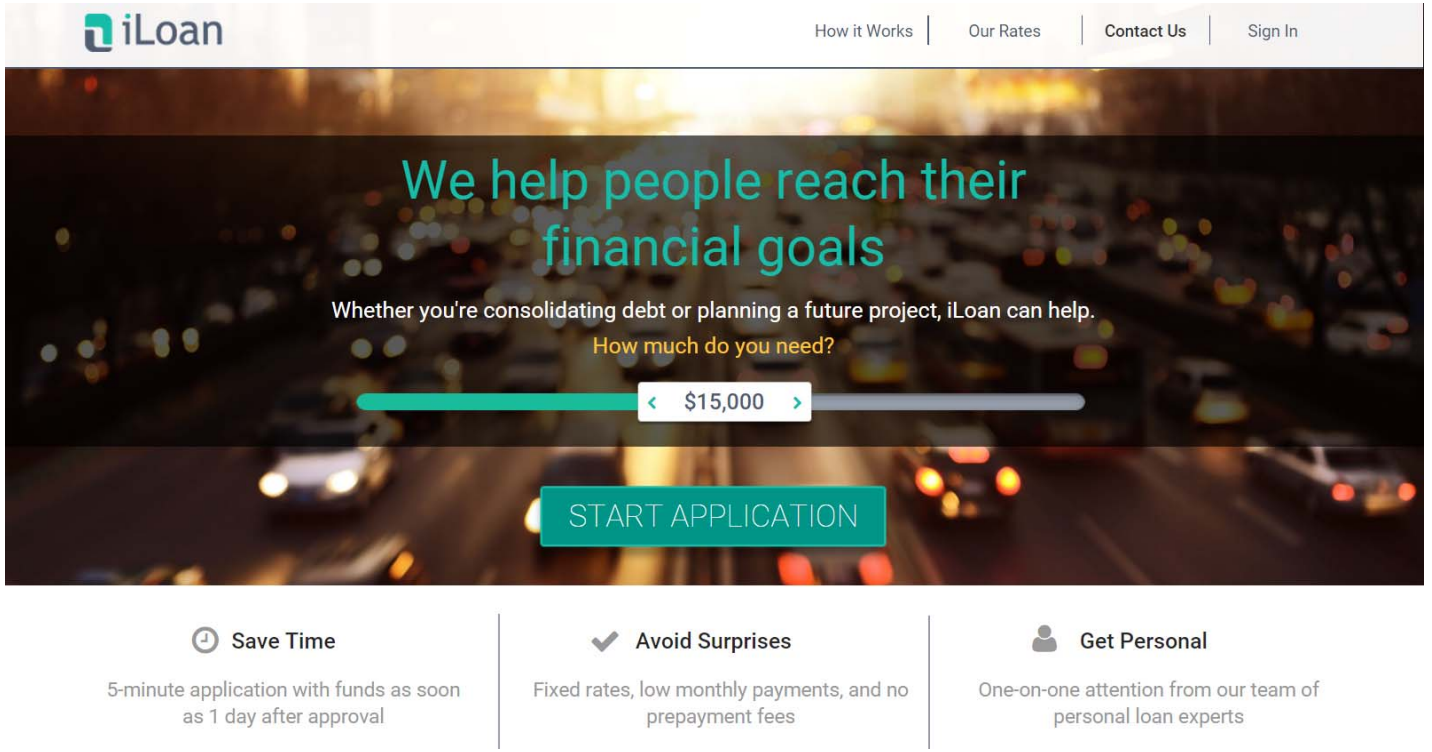
(5) Core Consumer Receivables includes Consumer & Insurance segment (Historical) basis and Acquisitions & Servicing segment unpaid principal balance basis.

(6) Return on Average Assets represents Core Earnings after estimated income taxes as a percentage of average net receivables.

OneMain
Lending Made Personal

Future Growth – iLoan

- **iLoan launched in September – offering fully online personal loans up to $25,000**
- **iLoan's competitive edge:**
  - Marketing and underwriting supported by proprietary data and analytics from decades of experience
  - Leverages our existing servicing and licensing infrastructure

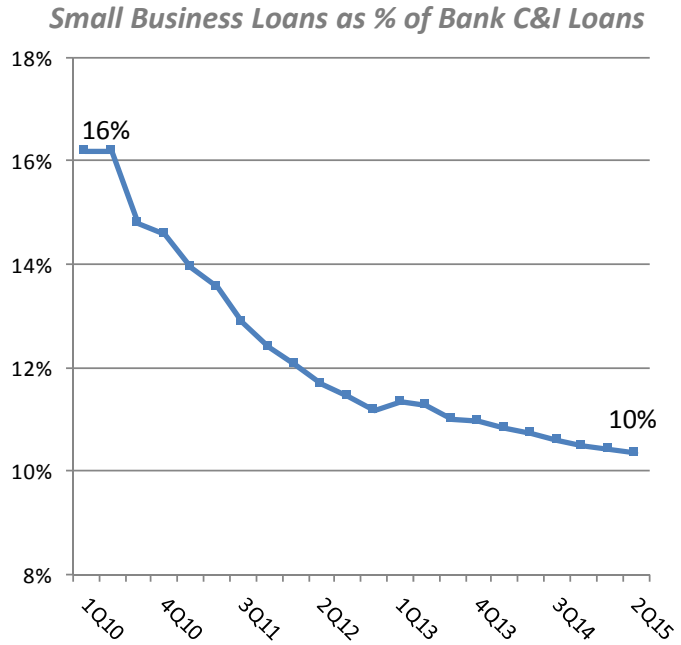


OneMain
Lending Made Personal

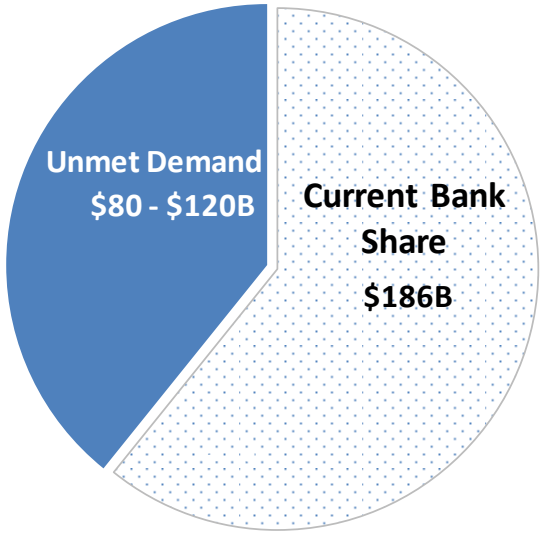
Future Growth – Small Business Lending

- There are 28 million U.S. small businesses, primarily served by community banks[1]
- Community banks are in secular decline – down 28% to ~6,000 since 2000[2]
- Our winning edge: local presence, massive footprint, balance sheet

Banks Retreat from Small Business Lending…



…Creating a Growth Opportunity[3]



(1) U.S. Small Business Administration, Office of Advocacy.

(2) Banks under $10 billion in assets declined to 5,961 in 2014 from 8,263 in 2000; while banks over $10 billion increased to 101 from 76. Based on an analysis of FDIC data; "Small Banks by the Numbers, 2000 – 2014" Pierce, Hester and Miller, Stephen Matteo.

(3) FDIC data, "Financing Small Business" 2013 Oliver Wyman report written by Carroll, Peter and Hoffman, Ben.

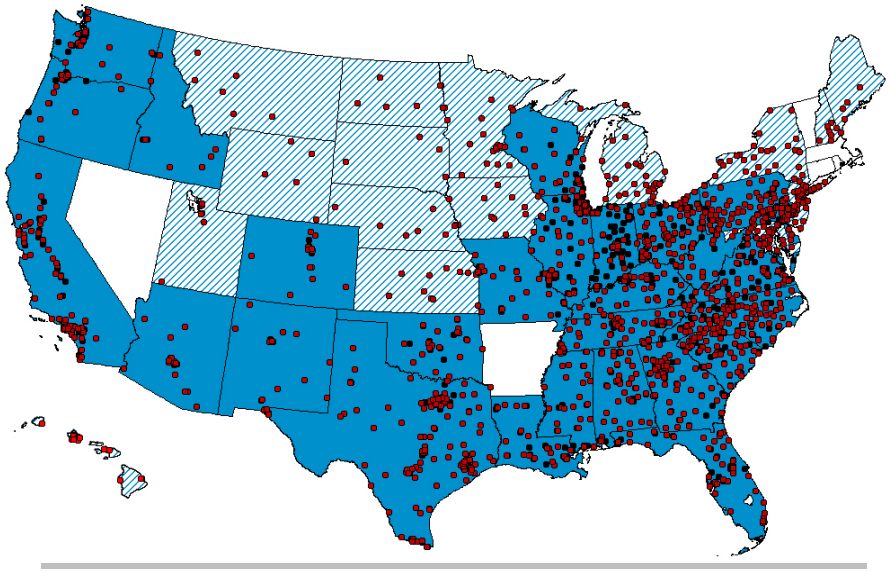
OneMain
Lending Made Personal

New OneMain Overview

- **The "New OneMain" is America's premier personal finance company**
- **Our 1,800+ locations & 10,000+ team members personally serve the financial needs of millions of Americans**
- **Expect estimated core earnings in 2017 of $830 to $900M or $6.20 to $6.70 per share**[1,2]

Leading National Footprint

87% of Americans live within 25 miles of a New OneMain branch



Springleaf	OneMain	Pre-Acq. Footprint	Expanded Footprint
696 branches[4]	1,139 branches	27 states	16 states

Overview

Nearly $15 billion of finance receivables + 2.4 million customers

Springleaf Financial

- *$6.2 billion of personal & auto loans*[3]
- *696 branches in 27 states + digital platform*
- *In business for nearly 100 years*

+

OneMain Financial

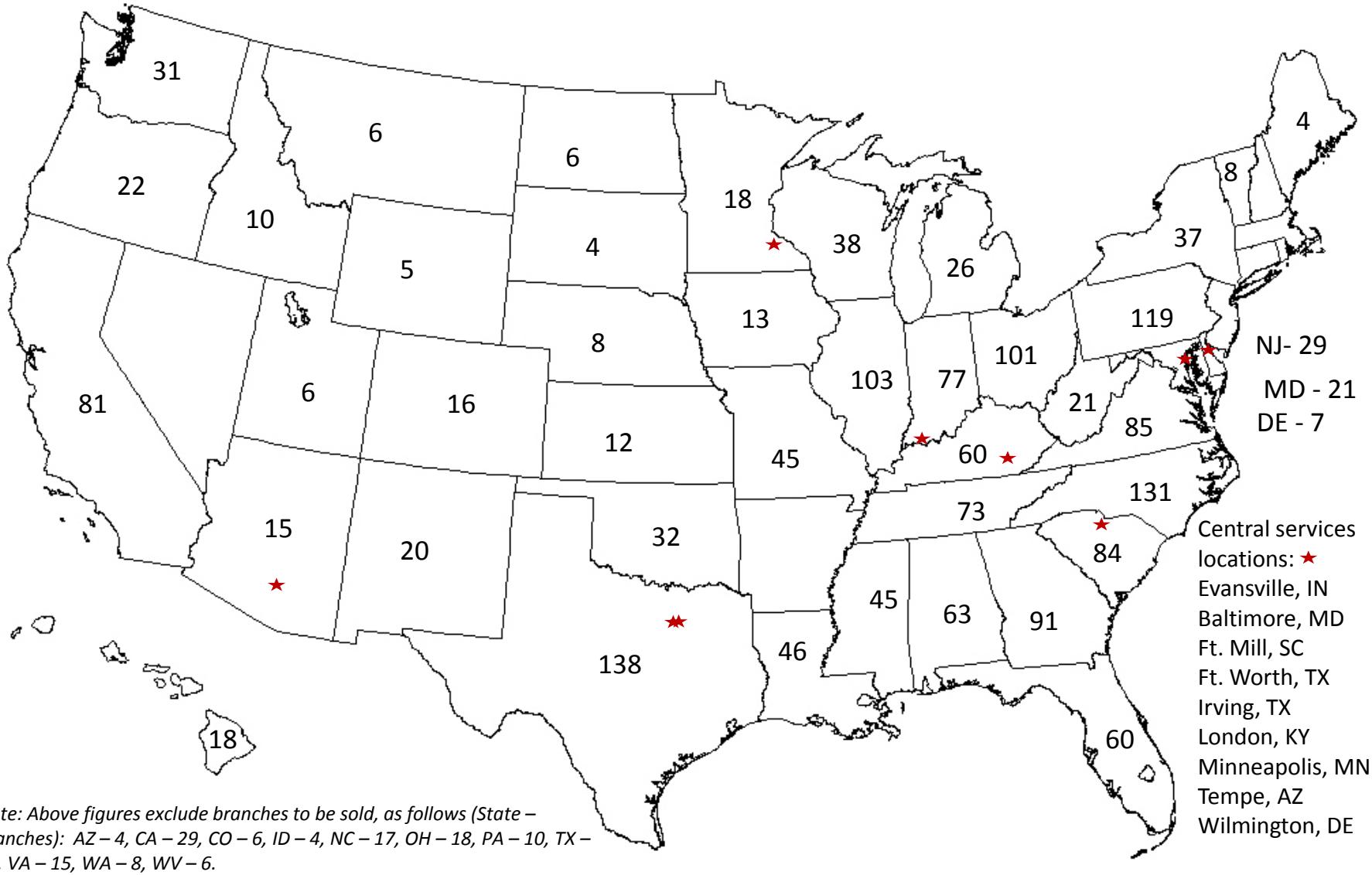
- *$8.5 billion of personal loans*
- *1,139 branches in 43 states*
- *In business for over 100 years*

(1) Core earnings (Historical) is a non-GAAP measure. Assumes fully diluted share count of 134.5M. Estimated 2017 Core Earnings is a forward-looking statement and is based on a variety of assumptions and estimates, some or all of which may prove to be inaccurate. Estimated 2017 Core Earnings may differ materially from actual results. For a description of the factors that may influence our future performance, see "Forward-Looking Statements" on slide 2.
(2) Core earnings estimated income taxes assume a 37% statutory tax rate.
(3) Data as of September 30, 2015 and includes pro forma branch sale to Lendmark and Acquisitions & Servicing $2.2B unpaid principal balance.
(4) Includes pro forma branch sale to Lendmark

OneMain
Lending Made Personal

Appendix

"New OneMain" National Branch Footprint



Note: Above figures exclude branches to be sold, as follows (State – Branches): AZ – 4, CA – 29, CO – 6, ID – 4, NC – 17, OH – 18, PA – 10, TX – 10, VA – 15, WA – 8, WV – 6.

Reconciliation – Push-Down Accounting to Historical / Pretax Core Earnings

	(unaudited, in millions)	3Q15 YTD	FY 2014	FY 2013	FY 2012
1	**Push-Down Accounting Pretax Income (Loss) Attributable to Springleaf [1]**	**$ (22)**	**$ 802**	**$ (35)**	**$ (305)**
2	Finance Charges	(6)	(84)	(200)	(207)
3	Finance Receivables Held for Sale Originated as Held for Investment	(4)	(9)	-	-
4	Total Interest Income	(10)	(93)	(200)	(207)
5	Interest Expense	94	132	138	231
6	Provision for Finance Receivable Losses	14	(15)	22	181
7	Net Interest Income (Loss) after Provision	98	24	(40)	205
8	Investment	3	5	8	10
9	Repurchases and Repayments of Debt	-	16	(11)	37
10	Fair Value Adjustments on Debt	-	8	56	13
11	Sales of Real Estate Loans and Related Trust Assets	-	(541)	-	-
12	Other	5	15	1	(14)
13	Total Other Revenues	8	(497)	54	46
14	Operating Expenses	3	4	4	9
15	Insurance Losses and Loss Adjustment Expenses	-	(1)	(1)	(1)
16	Total Other Expenses	3	3	3	8
17	**Historical Pretax Income (Loss) Attributable to Springleaf [1]**	**$ 87**	**$ 332**	**$ (18)**	**$ (46)**
	Adjustments:				
18	Pretax Operating Loss - Non-Core Portfolio Operations	138	14	181	59
19	Pretax Operating Loss - Other / Non-Originating Legacy Operations	88	8	149	67
20	Restructuring Expenses - Consumer and Insurance	-	-	-	16
21	Net (Gain) Loss from Accelerated Repayment / Repurchase of Debt - Core Consumer Operations (attributable to SHI)	-	16	5	(6)
22	Net (Gain) Loss on Fair Value Adjustments on Debt - Core Consumer Operations (attributable to SHI)	-	7	(3)	-
23	One-Time Costs Associated with Debt Refinance - Consumer & Insurance	-	1	-	-
24	Total Adjustments	226	46	332	136
25	**Pretax Core Earnings Attributable to Springleaf [1]**	**$ 313**	**$ 378**	**$ 314**	**$ 90**

(1) Pretax earnings attributable to Springleaf Holdings, Inc. (SHI), which excludes non-controlling interests.