Section 1: 8-K (8-K)

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): April 25, 2012

TCF FINANCIAL CORPORATION
(Exact name of registrant as specified in its charter)

200 Lake Street East, Mail Code EX0-03-A, Wayzata, Minnesota 55391-1693
(Address of principal executive offices) (Zip Code)

(952) 745-2760
(Registrant’s telephone number, including area code)

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 2.02 Results of Operations and Financial Condition.

Information is being furnished herein in Exhibit 99.1 with respect to presentations to investors and others that may be made by executive officers of TCF Financial Corporation (the “Company”). This information includes selected financial and operational information through the first quarter of 2012 and does not represent a complete set of financial statements and related notes prepared in conformity with generally accepted accounting principles (“GAAP”). Most, but not all, of the selected financial information furnished herein is derived from the Company’s consolidated financial statements and related notes prepared in accordance with GAAP and management’s discussion and analysis included in the Company’s reports on Forms 10-K and 10-Q. The Company’s annual financial statements are subject to independent audit. These materials replace and supersede investor presentation materials previously furnished as an exhibit to Current Reports on Form 8-K. These materials are dated April 25, 2012 and TCF does not undertake to update the materials after that date.
The presentation is also available on the Investor Relations section of the Company’s web site at http://ir.tcfbank.com. TCF Financial Corporation’s Annual Report to Shareholders and its reports on Forms 10-K, 10-Q and 8-K and other publicly available information should be consulted for other important information about the Company.

Information contained herein, including Exhibit 99.1, shall not be deemed filed for the purposes of the Securities Exchange Act of 1934, nor shall such information and Exhibit be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such a filing.

Item 7.01 Regulation FD Disclosure.

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Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<table>
<thead>
<tr>
<th>Exhibit No.</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>99.1</td>
<td>Investor Presentation of TCF Financial Corporation, dated April 25, 2012</td>
</tr>
</tbody>
</table>

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.

TCF FINANCIAL CORPORATION

/s/ William A. Cooper
William A. Cooper,
Chairman and Chief Executive Officer
(Principal Executive Officer)

/s/ Michael S. Jones
Michael S. Jones, Executive Vice President
and Chief Financial Officer
(Principal Financial Officer)

/s/ David M. Stautz
David M. Stautz, Senior Vice President,
Controller and Managing Director, Corporate Development
(Principal Accounting Officer)

Date: April 25, 2012

Section 2: EX-99.1 (EX-99.1)
Foundational strength. Visionary future.

TCF Financial Corporation

2012 First Quarter Investor Presentation
Table of Contents

Corporate Profile 3
Strategic Overview 4
Revenue 10
Credit Quality 15
Capital 21
Balance Sheet Growth 23
Conclusion 32
Corporate Profile

At March 31, 2012

- $17.8 billion national bank holding company headquartered in Minnesota
  - 36th largest publicly-traded U.S. based bank holding company by asset size
- 434 bank branches in eight states,
  - 26th largest U.S. branch network
  - Five campus alliances; 5th largest in campus card banking relationships
- Over 660 ATMs available free to TCF customers; 208 off-site
- Total equity to total assets of 8.69%
- Tangible realized common equity of 7.36%¹

Low-Cost Deposit Base²

<table>
<thead>
<tr>
<th>($ millions)</th>
<th>At 3/31/12</th>
</tr>
</thead>
<tbody>
<tr>
<td>Checking</td>
<td>$4,955</td>
</tr>
<tr>
<td>37%</td>
<td></td>
</tr>
<tr>
<td>Savings</td>
<td>$3,903</td>
</tr>
<tr>
<td>48%</td>
<td></td>
</tr>
<tr>
<td>Money Market</td>
<td>$662</td>
</tr>
<tr>
<td>6%</td>
<td></td>
</tr>
<tr>
<td>CDs</td>
<td>$1,138</td>
</tr>
<tr>
<td>9%</td>
<td></td>
</tr>
</tbody>
</table>

Average interest rate on deposits: .30%³

1 See "Reconciliation of GAAP to Non-GAAP Measures – Tangible Realized Common Equity" slide
2 Quarterly Average
3 Annualized
Strategic Overview
Executive Summary

- **2012 Outlook – A Building & Investing Year**
  - Focus on asset growth, especially in specialty finance
  - Earning asset levels in Auto Finance are expected to continue ramping up throughout the year
  - Stabilizing credit quality
  - Mature loan portfolios to remain stable
  - Continue to focus on optimizing retail checking products to grow profitable accounts
  - Continue evolution of TCF, focus on diversified regional and national lending businesses funded by regional deposit platform
  - TCF’s balance sheet repositioning significantly decreases long-term borrowing costs, reduces mark-to-market risk and provides a more flexible balance sheet
What Makes TCF Different

At March 31, 2012

• **Convenience**
  - TCF attracts a large and diverse customer base by offering a host of convenient banking services:
    - Traditional, supermarket and campus branches open seven days a week
    - Free debit cards, free coin counting and free withdrawals at over 660 ATMs
    - TCF Free Online Banking
    - TCF Free Mobile Banking
    - Customer-friendly checking options

• **National Lending Platforms**
  - Focus on asset growth through disciplined expansion of national secured lending platforms

• **Conservative Corporate Philosophy**
  - Secured and diversified lender
  - Conservative underwriting
  - Conservative accounting
  - Minimized interest-rate risk
  - Prudent capital and liquidity management
The Evolution of TCF

As a result of current economic and regulatory challenges, TCF is actively positioning itself for the future while remaining true to its conservative corporate philosophy.

- **Growth and Asset Diversification**
  - Focus on disciplined asset growth (including the expansion of national secured lending platforms) and creating a more equal diversification between consumer real estate products, commercial and specialty finance.

- **Deposits and Revenue**
  - Increase accounts and deposits through convenience, customer-friendly products and incentives.
  - Evaluate and implement additional revenue-producing and expense reduction strategies throughout the company.

- **Balance Sheet Repositioning**
  - Enables TCF to realize its true franchise value from its ongoing strategy of originating high-yielding, low-risk, secured loans and leases funded by a low-cost, core deposit base.
  - Provides funding flexibility needed to optimize current asset growth and diversification strategy.
  - Better positions TCF for today’s interest rate environment.
Balance Sheet Repositioning Details

- Deleveraged balance sheet by selling $1.9 billion of 3.8% weighted average MBS resulting in a $77 million gain ($48 million after-tax) which reduces exposure to prepayment and mark-to-market risk

- Restructured $3.6 billion of 4.3% weighted average debt with a termination loss of $551 million ($344 million after-tax) with a weighted average maturity of approximately 4.75 years
  - Replaced $2.1 billion of 4.4% weighted average fixed-rate, FHLB advances with a mix of floating and fixed rate borrowings with a current weighted average rate of .5%
  - Terminated $1.5 billion of 4.2% weighted average repurchase agreement borrowings

- Capital infusion of $120 million from the Holding Company into TCF National Bank

- One-time net after-tax charge of $296 million, or a loss of $1.87 per common share, recorded in 1Q12
Balance Sheet Repositioning Improves TCF’s Outlook

Net Interest Margin Expansion
- Estimated annualized increase in net interest margin of $74 million pre-tax, or 96 bps

Decreased Interest Rate Risk
- Sales of 3.8% weighted average MBS decreases TCF’s interest rate risk and mark-to-market risk profile
- Reduced reliance on wholesale funding from 26% to 19% of total deposits & borrowings

Improved Funding Optionality
- Aligned with loan and lease growth and type
- Creates opportunity to grow deposits
  - Recently announced $805 million deposit assumption, subject to regulatory approval (expected to close during 2Q12)
- Ability to reduce loan-to-deposit ratio
- Less reliance on wholesale funding
Revenue
Diversified Core Revenue Base

At March 31, 2012

<table>
<thead>
<tr>
<th>Core Revenues¹</th>
<th>Mix of Core Non-Interest Income¹</th>
</tr>
</thead>
<tbody>
<tr>
<td>($ millions)</td>
<td>($ millions)</td>
</tr>
<tr>
<td>Net Interest Income $189</td>
<td>Banking Fees and Service Charges $42</td>
</tr>
<tr>
<td>67%</td>
<td>47%</td>
</tr>
<tr>
<td>Non-Interest Income $89</td>
<td>ATM Revenue and Other $7</td>
</tr>
<tr>
<td>33%</td>
<td>8%</td>
</tr>
<tr>
<td></td>
<td>Specialty Finance $27</td>
</tr>
<tr>
<td></td>
<td>15%</td>
</tr>
</tbody>
</table>

- Diversified sources of revenue developed over time
- Opportunity to increase specialty finance fee revenue with Gateway One acquisition
- Balance sheet repositioning significantly increases TCF’s ability to maximize net interest income moving forward

¹ Quarter-to-date, core revenues and income exclude gains on securities of $77 million in the first quarter
Banking Fees

At March 31, 2012

- Banking fees in the first quarter of 2012 were impacted by:
  - Lower seasonal transaction volume
  - Customer behavior changes
  - Checking account attrition including some account consolidation
  - Fee structure modifications

- Late in the first quarter, TCF launched its Choice Checking account product
  - Expected to positively impact banking fee revenue
Net Interest Income

($ millions)

<table>
<thead>
<tr>
<th>Period</th>
<th>Net Interest Income</th>
<th>Net Interest Margin</th>
</tr>
</thead>
<tbody>
<tr>
<td>3/11</td>
<td>$174</td>
<td>4.06%</td>
</tr>
<tr>
<td>6/11</td>
<td>$176</td>
<td>4.02%</td>
</tr>
<tr>
<td>9/11</td>
<td>$176</td>
<td>3.96%</td>
</tr>
<tr>
<td>12/11</td>
<td>$173</td>
<td>3.92%</td>
</tr>
<tr>
<td>3/12</td>
<td>$180</td>
<td>4.14%</td>
</tr>
</tbody>
</table>

1 Annualized
Future Considerations

**Tailwinds**
- Growth in net interest income through balance sheet repositioning and expansion, including new specialty finance programs such as BRP
- Acquisition of Gateway One Lending & Finance
  - Net margin benefit through future growth in net interest income
  - Gains on sales of loans create additional fee opportunity
- Opportunities for cross-selling of various TCF products and services via specialty finance dealer base
- Assumption of Prudential Bank & Trust deposits, subject to regulatory approval, will reduce TCF’s loan-to-deposit ratio and reduce the need for additional borrowings

**Headwinds**
- Banking fees and service charges
- Credit quality
Credit Quality
Credit Quality Summary

- **2012 Outlook**
  - Look for continued strong credit performance in the specialty finance businesses
  - Look for declines in non-performing assets through REO sales, paydowns and loans returning to accrual status based on performance
  - Consumer delinquencies and net charge-offs may remain at elevated levels due to the sluggish economy, but home values appear to be stabilizing
  - Improving work-out environment for commercial real estate non-performing assets
Credit Quality Trends

($ millions)

60+ Delinquency %
- Consumer Real Estate & Other
- Specialty Finance

Accruing TDR
- Consumer Real Estate & Other
- Commercial

Non-Accrual Loans & Leases
- Consumer Real Estate & Other
- Commercial
- Specialty Finance

Classified Assets
- Commercial

Leading Indicators

Loss Mitigation

Working Out
Credit Quality Trends (continued)

($ millions)

Real Estate Owned

Allowance

Net-Charge-offs¹

Maximize Value

Adequate Coverage

Minimize Loss

NCO Coverage Ratio: 1.1X 1.5X 1.2X 1.1X 1.7X

¹ Annualized
Consumer Real Estate TDRs

- At March 31, 2012, TCF held $445 million of accruing modified consumer real estate loans that are considered TDRs (weighted average rate of 3.7%), a net increase of $12 million, or 2.8% from December 31, 2011

- The reserves are based on present value of expected cash flows – $59.9 million, or 13.5% at March 31, 2012

- First quarter annualized net charge-offs of 7%

- The over 60-day delinquency rate was 7.1% at March 31, 2012, up slightly from 7% at December 31, 2011

- Approximately 56% were permanent modifications and 4.1% of the accruing permanent modifications were over 60-days delinquent
Consumer Real Estate TDR Process

- Loans modified to assist qualifying customers with their financial hardship by lowering their monthly loan payments
- Individually underwrite each TDR following face-to-face, in-property interview
- Generally determine interest rate and payment based on debt-to-income ratio of 38%
- Program terms up to five-years with interest/payment reduction, generally no principal forgiven
- These customers can make payments and want to stay in their houses!
Capital
Capital Ratios – Holding Company

($ millions)

<table>
<thead>
<tr>
<th></th>
<th>4Q11</th>
<th>1Q12</th>
</tr>
</thead>
<tbody>
<tr>
<td>Other Capital Ratios</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total equity to total assets</td>
<td>9.90%</td>
<td>8.69%</td>
</tr>
<tr>
<td>Total tier 1 common capital</td>
<td>11.74%²</td>
<td>9.04%²</td>
</tr>
<tr>
<td>Total risk-based capital</td>
<td>14.80%</td>
<td>11.88%</td>
</tr>
<tr>
<td>Tier 1 leverage capital</td>
<td>9.15%</td>
<td>7.68%</td>
</tr>
</tbody>
</table>

1 See "Reconciliation of GAAP to Non-GAAP Measures – Tangible Realized Common Equity” slide
2 See "Reconciliation of GAAP to Non-GAAP Measures – Total Tier 1 Common Capital Ratio” slide
Balance Sheet Growth
Loan Balances

Diverse Products and Geographies

($ millions)

Consumer Real Estate and Other
Commercial Lending
Specialty Finance

5-Year CAGR
1.5%
3.9%
25.4%

12/08 $13,346
12/09 $14,591
12/10 $14,788
12/11 $14,150
3/12 $15,208

24
## Loan & Lease Geographic Diversification

($000s)

<table>
<thead>
<tr>
<th>At 3/31/12:</th>
<th>Consumer Real Estate and Other</th>
<th>Commercial Real Estate and Commercial Business</th>
<th>Leasing and Equipment Finance</th>
<th>Inventory Finance</th>
<th>Auto Finance</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Minnesota</td>
<td>$2,738,067</td>
<td>$915,386</td>
<td>$90,215</td>
<td>$15,281</td>
<td>$3,698</td>
<td>$3,762,647</td>
</tr>
<tr>
<td>Illinois</td>
<td>2,084,946</td>
<td>780,381</td>
<td>102,119</td>
<td>50,508</td>
<td>7,506</td>
<td>3,025,460</td>
</tr>
<tr>
<td>Michigan</td>
<td>889,668</td>
<td>675,551</td>
<td>124,808</td>
<td>63,907</td>
<td>2,926</td>
<td>1,756,860</td>
</tr>
<tr>
<td>Wisconsin</td>
<td>445,815</td>
<td>633,574</td>
<td>57,946</td>
<td>54,757</td>
<td>160</td>
<td>1,192,252</td>
</tr>
<tr>
<td>Colorado</td>
<td>577,878</td>
<td>88,886</td>
<td>40,575</td>
<td>17,165</td>
<td>2,701</td>
<td>727,205</td>
</tr>
<tr>
<td>California</td>
<td>3,096</td>
<td>16,772</td>
<td>387,461</td>
<td>50,759</td>
<td>31,841</td>
<td>489,929</td>
</tr>
<tr>
<td>Canada</td>
<td>--</td>
<td>--</td>
<td>2,936</td>
<td>391,282</td>
<td>--</td>
<td>394,218</td>
</tr>
<tr>
<td>Texas</td>
<td>180</td>
<td>9,494</td>
<td>247,648</td>
<td>95,516</td>
<td>7,379</td>
<td>360,217</td>
</tr>
<tr>
<td>Florida</td>
<td>2,075</td>
<td>48,649</td>
<td>169,452</td>
<td>68,696</td>
<td>8,275</td>
<td>297,147</td>
</tr>
<tr>
<td>New York</td>
<td>2,136</td>
<td>--</td>
<td>175,397</td>
<td>63,520</td>
<td>3,079</td>
<td>244,132</td>
</tr>
<tr>
<td>Ohio</td>
<td>2,085</td>
<td>37,037</td>
<td>129,090</td>
<td>58,898</td>
<td>1,880</td>
<td>228,990</td>
</tr>
<tr>
<td>Indiana</td>
<td>23,106</td>
<td>101,368</td>
<td>58,655</td>
<td>33,654</td>
<td>1,539</td>
<td>218,322</td>
</tr>
<tr>
<td>Pennsylvania</td>
<td>126</td>
<td>--</td>
<td>136,260</td>
<td>59,763</td>
<td>2,874</td>
<td>199,023</td>
</tr>
<tr>
<td>Arizona</td>
<td>50,787</td>
<td>32,208</td>
<td>69,926</td>
<td>13,536</td>
<td>4,859</td>
<td>171,316</td>
</tr>
<tr>
<td>Other</td>
<td>25,122</td>
<td>127,783</td>
<td>1,326,267</td>
<td>600,716</td>
<td>60,330</td>
<td>2,140,218</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$6,845,087</strong></td>
<td><strong>$3,467,089</strong></td>
<td><strong>$3,118,755</strong></td>
<td><strong>$1,637,958</strong></td>
<td><strong>$139,047</strong></td>
<td><strong>$15,207,936</strong></td>
</tr>
</tbody>
</table>

25
Strong Deposit Franchise

Quarterly Average Balances ($ millions)

- 12/08: $9,849
- 12/09: $11,386
- 12/10: $11,455
- 12/11: $12,103
- 3/12: $12,268

Average rate: $1.51% for 12/08, 0.74% for 12/09, 0.46% for 12/10, 0.32% for 12/11, 0.30% for 3/12

1 Quarter-to-date (annualized)
Leasing & Equipment Finance

At March 31, 2012

- 13th largest bank-affiliated leasing company and 28th largest equipment finance/leasing company in the U.S.
- Diverse equipment types
  - 22% specialty vehicles, 15% manufacturing, 14% medical, 11% construction
- 2012 quarter-to-date fee revenue of $22.9 million, 26% of total fees and other revenue
- 5.63% average yield
- 2012 quarter-to-date originations are up 23.2% from same 2011 period
- Over 60-day delinquency rate .17%
  - 1.00% .41% .02%
- Uninstalled backlog of $513.5 million
- Unguaranteed residuals of only $126.3 million, or 6.4% of leases

1 Includes operating leases ($57 million at March 31, 2012)
2 Excludes non-accrual loans and leases and acquired portfolios
3 Annualized
$1 billion of growth during 1Q12, primarily due to addition of BRP program

(Balances in $ millions)

- Inventory floorplan finance business with a focus on lawn and garden products, powersports, consumer electronics and appliances, recreation vehicles and marine products
- Experienced and seasoned management
- Operates in the U.S. and Canada
- 275 employees
- 100% variable-rate receivables
- 6.58% average yield
- Net charge-offs: 2011 .10% 2012 .22%¹
- Credit support from equipment manufacturers
- Credit risk spread across more than 8,300 active dealers

¹ Annualized
Auto Finance

At March 31, 2012

Total originations of $208 million in 1Q12

- On November 30, 2011, TCF completed the acquisition of Gateway One Lending & Finance, LLC
- Indirect auto finance company headquartered in Anaheim, CA
- 256 employees
- More than 4,400 active dealer relationships
- Originating loans to consumers in 31 states
- 7.44% average yield
- Managed portfolio of $555.8 million
- Gains on sales of auto loans - $2.3 million in 1Q12
- Originates and services primarily used retail auto loans acquired from franchised and independent dealers across the country

(Balances in $ millions)

<table>
<thead>
<tr>
<th></th>
<th>12/11</th>
<th>3/12</th>
</tr>
</thead>
<tbody>
<tr>
<td>$3.61</td>
<td>$139.01</td>
<td></td>
</tr>
</tbody>
</table>

1 Excludes loans held for sale and assets serviced for others
Commercial Lending

At March 31, 2012

- Commercial real estate – $3.2 billion
  - 30% apartment loans
  - 24% retail services
  - 16% office buildings
  - 12% industrial buildings

- Commercial highlights
  - 5.32% average yield
  - 84% fixed-rate, 16% variable-rate
  - Over 60-day delinquency rate .10%\(^1\)
    1.31% 1.15% .18%\(^2\)
  - CRE location mix: 93% TCF banking markets, 7% other

- Continue to look for strategic expansion opportunities that fit TCF’s profile

- On March 19th, TCF announced the creation of a new commercial banking division called TCF Capital Funding specializing in asset-based and cash flow lending to smaller middle market companies across the U.S.
Consumer Real Estate

(Balances in $ millions)

At March 31, 2012

- 74% first mortgage lien positions, average loan amount of $121,382
- 26% junior lien positions, average loan amount of $41,203
- 65% fixed-rate, 35% variable-rate
- Average home value of $259,657\(^1\)
- Yields: 5.99% fixed-rate, 5.03% variable-rate
- Over 60-day delinquency rate of 1.55%\(^2\)
  1.80% 2.18% 2.09%\(^3\)
- Average FICO score of the retail lending operation:
  At origination – 727; updated 1Q12 – 726
- 28% of loan balance has been originated since January 1, 2009, with 2012 net charge-offs of .20%\(^3\)

\(^1\) Based on value at origination
\(^2\) Excludes non-accrual loans
\(^3\) Annualized
Conclusion
Summary

- **On the Lending side:**
  - Focus on disciplined asset growth, especially through national secured specialty finance lending platforms
  - Maintain strong asset quality and earnings from Leasing and Equipment Finance
  - Maintain superior asset quality levels in Inventory Finance
  - Integrate Gateway One and execute on growth plans – expect the acquisition to be slightly accretive in 2012, primarily in the last six months
  - Continue the commercial real estate strategy by being opportunistic on new business in all footprint geographies, while dedicated work-out teams optimize the problem credits
  - In Retail Lending, continue to work with our borrowers to provide mutually beneficial solutions, while being selective in asset generation focusing on profitability and diversification
Summary (continued)

- **On the Capital and Funding side:**
  - Close the assumption of Prudential Bank & Trust deposits and integrate the customers and processes into TCF
  - Integrate funding strategies keeping in mind the best equity mix and keeping an eye on continuing to reduce the loan-to-deposit ratio over time
  - Redesign of retail checking products to compete effectively in the marketplace and to meet various customer needs
  - Capitalize on the deposit gathering strength of TCF’s branch network to continue to fund balance sheet growth in the most stable and economic methods
  - Continue to use capital for strategic purposes

- **Organizationally:**
  - Functionally organized management structure (Enterprise Risk Management, Lending, Funding and Corporate Development) will bolster TCF’s evolution to accommodate today’s changing banking and economic environment
Cautionary Statements for Purposes of the Safe Harbor Provisions of the Securities Litigation Reform Act

Any statements contained in this presentation regarding the outlook for the Company’s businesses and their respective markets, such as projections of future performance, guidance, statements of the Company’s plans and objectives, forecasts of market trends and other matters, are forward-looking statements based on the Company’s assumptions and beliefs. Such statements may be identified by such words or phrases as “will likely result,” “are expected to,” “will continue,” “outlook,” “will benefit,” “is anticipated,” “estimate,” “project,” “management believes” or similar expressions. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from those discussed in such statements and no assurance can be given that the results in any forward-looking statement will be achieved. For these statements, TCF disclaims the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. Any forward-looking statement speaks only as of the date on which it is made, and we disclaim any obligation to subsequently revise any forward-looking statement to reflect events or circumstances after such date or to reflect the occurrence of anticipated or unanticipated events.

Certain factors could cause the Company’s future results to differ materially from those expressed or implied in any forward-looking statements contained in this release. These factors include the factors discussed in Part I, Item 1A of the Company’s Annual Report on Form 10-K for the year ended December 31, 2011 under the heading “Risk Factors,” the factors discussed below and any other cautionary statements, written or oral, which may be made or referred to in connection with any such forward-looking statements. Since it is not possible to foresee all such factors, these factors should not be considered as complete or exhaustive.

- Adverse Economic or Business Conditions, Credit and Other Risks: Deterioration in general economic and banking industry conditions, including defaults, anticipated defaults or rating agency downgrades of sovereign debt (including debt of the U.S.), or continued high rates of or increases in unemployment in TCF’s primary banking markets; adverse economic, business and competitive developments such as shrinking interest margins, deposit outflows, deposit account attrition or an inability to increase the number of deposit accounts; adverse changes in credit quality and other risks posed by TCF’s loan, lease, investment and securities available for sale portfolios, including declines in commercial or residential real estate values or changes in the allowance for loan and lease losses dictated by new market conditions or regulatory requirements; interest rate risks resulting from fluctuations in prevailing interest rates or other factors that result in a mismatch between yields earned on TCF’s interest-earning assets and the rates paid on its deposits and borrowings; foreign currency exchange risks; counterparty risk, including the risk of defaults by our customers or diminution or unavailability of counterparties who satisfy our credit quality requirements; decreases in demand for the types of equipment that TCF leases or finances; limitations on TCF’s ability to attract and retain manufacturers and dealers to expand the inventory finance business.

- Legislative and Regulatory Requirements: New or more stringent consumer protection and supervisory requirements and regulations, including those resulting from action by the Consumer Financial Protection Bureau and changes in the scope of Federal preemption of state laws that could be applied to national banks; the imposition of requirements with an adverse impact relating to TCF’s lending, loan collection and other business activities as a result of the Dodd-Frank Act, or other legislative or regulatory developments such as mortgage foreclosure moratorium laws or imposition of underwriting or other limitations that impact the ability to use certain variable-rate products; reduction of interchange revenue from debit card transactions resulting from the Durbin Amendment to the Dodd-Frank Act; impact of legislative, regulatory or other changes affecting customer account charges and fee income; changes to bankruptcy laws which could result in the loss of all or part of TCF’s security interest due to

(continued)
Cautionary Statements for Purposes of the Safe Harbor Provisions of the Securities Litigation Reform Act (continued)

collateral value declines; deficiencies in TCF’s compliance under the Bank Secrecy Act in past or future periods, which may result in regulatory enforcement action including monetary penalties; increased health care costs resulting from Federal health care reform legislation; adverse regulatory examinations and resulting enforcement actions or other adverse consequences such as increased capital requirements or higher deposit insurance assessments; heightened regulatory practices, requirements or expectations, including, but not limited to, requirements related to the Bank Secrecy Act and anti-money laundering compliance activity.

* Earnings Capital Risks and Constraints. Liquidity Risks. Limitations on TCF’s ability to pay dividends or to increase dividends because of financial performance deterioration, regulatory restrictions or limitations; increased deposit insurance premiums, special assessments or other costs related to adverse conditions in the banking industry, the economic impact on banks of the Dodd-Frank Act and other regulatory reform legislation; the impact of financial regulatory reform, including the phase out of trust preferred securities in Tier 1 capital called for by the Dodd-Frank Act, or additional capital, leverage, liquidity and risk management requirements or changes in the composition of qualifying regulatory capital (including those resulting from U.S. implementation of Basel III requirements); adverse changes in securities markets directly or indirectly affecting TCF’s ability to sell assets or to fund its operations; diminished unsecured borrowing capacity resulting from TCF credit rating downgrades and unfavorable conditions in the credit markets that restrict or limit various funding sources; costs associated with new regulatory requirements or interpretive guidance relating to liquidity, uncertainties relating to customer opt-in preferences with respect to overdraft fees on point of sale and ATM transactions which may have an adverse impact on TCF’s fee revenue; uncertainties relating to future retail deposit account changes, including limitations on TCF’s ability to predict customer behavior and the impact on TCF’s fee revenues; product additions and of distribution channels (or entry into new markets) for existing products.

* Competitive Conditions. Supermarket Branching Risks. Growth Risks. Reduced demand for financial services and loan and lease products; adverse developments affecting TCF’s supermarket banking relationships or any of the supermarket chains in which TCF maintains supermarket branches; customers completing financial transactions without using a bank; the effect of any negative publicity; slower than anticipated growth in existing or acquired businesses; inability to successfully execute on TCF’s growth strategy through acquisitions or cross-selling opportunities; failure to expand or diversify our balance sheet through programs or new opportunities; failure to successfully attract and retain new customers; product additions and sale of distribution channels (or entry into new markets) for existing products.

* Technological and Operational Matters. Technological or operational difficulties, loss or theft of information, counterparty failures and the possibility that deposit account losses (fraudulent checks, etc.) may increase; failure to keep pace with technological change.

* Litigation Risks. Results of litigation, including class action litigation concerning TCF’s lending or deposit activities including account servicing processes or fees or charges, or employment practices, and possible increases in indemnification obligations for certain litigation against Visa U.S.A. and potential reductions in card revenues resulting from such litigation or other litigation against Visa.

* Accounting, Audit, Tax and Insurance Matters. Changes in accounting standards or interpretations of existing standards; federal or state monetary, fiscal or tax policies, including adoption of state legislation that would increase state taxes; ineffective internal controls; adverse state or federal tax assessments or findings in tax audits; lack of or inadequate insurance coverage for claims against TCF; potential for claims and legal action related to TCF’s fiduciary responsibilities.
Reconciliation of GAAP to Non-GAAP Measures – Tangible Realized Common Equity¹

($000s)

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<tbody>
<tr>
<td><strong>Computation of total equity to total assets:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total equity</td>
<td>$1,493,776</td>
<td>$1,179,755</td>
<td>$1,480,163</td>
<td>$1,878,627</td>
<td>$1,549,325</td>
</tr>
<tr>
<td>Total assets</td>
<td>$16,740,357</td>
<td>$17,885,175</td>
<td>$18,465,025</td>
<td>$18,979,388</td>
<td>$17,833,457</td>
</tr>
<tr>
<td>Total equity to total assets</td>
<td>8.92 %</td>
<td>6.60 %</td>
<td>8.02 %</td>
<td>9.90 %</td>
<td>8.69 %</td>
</tr>
</tbody>
</table>

**Computation of tangible realized common equity to tangible assets**

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<tr>
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</tr>
</thead>
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<td>$1,493,776</td>
<td>$1,179,755</td>
<td>$1,480,163</td>
<td>$1,878,627</td>
<td>$1,549,325</td>
</tr>
<tr>
<td>Less: Non-controlling interest in subsidiaries</td>
<td>-</td>
<td>4,593</td>
<td>8,500</td>
<td>10,494</td>
<td>18,305</td>
</tr>
<tr>
<td>Total TCF stockholders’ equity</td>
<td>$1,493,776</td>
<td>$1,175,362</td>
<td>$1,471,663</td>
<td>$1,868,133</td>
<td>$1,531,019</td>
</tr>
<tr>
<td>Less:</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Goodwill</td>
<td>152,599</td>
<td>152,599</td>
<td>152,599</td>
<td>225,640</td>
<td>225,640</td>
</tr>
<tr>
<td>Customer based intangibles</td>
<td>-</td>
<td>1,405</td>
<td>1,232</td>
<td>7,134</td>
<td>6,803</td>
</tr>
<tr>
<td>Deposit based intangibles</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Preferred Stock</td>
<td>348,437</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Accumulated other comprehensive income</td>
<td>23,685</td>
<td>1,661</td>
<td>-</td>
<td>56,826</td>
<td>3,273</td>
</tr>
<tr>
<td>Add:</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Accumulated other comprehensive loss</td>
<td>-</td>
<td>-</td>
<td>15,692</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Tangible realized common equity</td>
<td>$969,055</td>
<td>$1,019,697</td>
<td>$1,333,524</td>
<td>$1,578,533</td>
<td>$1,295,303</td>
</tr>
<tr>
<td>Total assets</td>
<td>$16,740,357</td>
<td>$17,885,175</td>
<td>$18,465,025</td>
<td>$18,979,388</td>
<td>$17,833,457</td>
</tr>
<tr>
<td>Less:</td>
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<td></td>
</tr>
<tr>
<td>Goodwill</td>
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<td>225,640</td>
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</tr>
<tr>
<td>Customer based intangibles</td>
<td>-</td>
<td>1,405</td>
<td>1,232</td>
<td>7,134</td>
<td>6,803</td>
</tr>
<tr>
<td>Deposit based intangibles</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Tangible assets</td>
<td>$16,587,758</td>
<td>$17,731,171</td>
<td>$18,311,194</td>
<td>$18,746,614</td>
<td>$17,601,014</td>
</tr>
<tr>
<td>Total realized common equity to tangible assets</td>
<td>5.84 %</td>
<td>5.75 %</td>
<td>7.28 %</td>
<td>8.42 %</td>
<td>7.36 %</td>
</tr>
</tbody>
</table>

¹ In contrast to GAAP basis measures, tangible realized common equity excludes the effect of goodwill, other intangibles and accumulated other comprehensive income (loss). Management reviews tangible realized common equity as an ongoing measure and has included this information because of concern interest in the industry. The methodology for calculating tangible realized common equity may vary between companies.
Reconciliation of GAAP to Non-GAAP Measures – Total Tier 1 Common Capital Ratio

($000s)

<table>
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<tr>
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<tbody>
<tr>
<td><strong>Total Tier 1 risk-based capital ratio:</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total tier 1 capital</td>
<td>$ 1,706,926</td>
<td>$ 1,431,565</td>
</tr>
<tr>
<td>Total risk-weighted assets</td>
<td>$ 13,475,330</td>
<td>$ 14,357,389</td>
</tr>
<tr>
<td><strong>Total tier 1 risk-based capital ratio</strong></td>
<td>12.67 %</td>
<td>9.97 %</td>
</tr>
</tbody>
</table>

**Computation of tier 1 common capital ratio:**

<table>
<thead>
<tr>
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<tbody>
<tr>
<td>Total tier 1 capital</td>
<td>$ 1,706,926</td>
<td>$ 1,431,565</td>
</tr>
<tr>
<td>Less:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Qualifying trust preferred securities</td>
<td>115,000</td>
<td>115,000</td>
</tr>
<tr>
<td>Qualifying non-controlling interest in subsidiaries</td>
<td>10,494</td>
<td>18,306</td>
</tr>
<tr>
<td>Preferred stock</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total tier 1 common capital</strong></td>
<td>1,581,432</td>
<td>1,298,259</td>
</tr>
<tr>
<td><strong>Total risk-weighted assets</strong></td>
<td>$ 13,475,330</td>
<td>$ 14,357,389</td>
</tr>
<tr>
<td><strong>Total tier 1 common capital ratio</strong></td>
<td>11.74 %</td>
<td>9.04 %</td>
</tr>
</tbody>
</table>

\(^1\) In contrast to GAAP-based measures, the total tier 1 common capital ratio excludes the effect of qualifying trust preferred securities and qualifying non-controlling interest in subsidiaries. Management reviews the total tier 1 common capital ratio as an on-going measure and has included this information because of current interest in the industry. The methodology for calculating total tier 1 common capital may vary between companies.
Source References & Footnotes

Slide: Corporate Profile
26th largest branch network – SNL Financial, LC; 1Q12
5th largest in campus card relationships - CR80News; June 2011

Slide: Leasing & Equipment Finance
13th largest bank-affiliated leasing company – The Monitor; 2011 Monitor Bank 40
28th largest equipment finance/leasing company – The Monitor; 2011 Monitor 100