## **RAYMOND JAMES**

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FOR IMMEDIATE RELEASE Media Contact: Steve Hollister, 727.567.2824 Investor Contact: Kristina Waugh, 727.567.7654 raymondjames.com/news-and-media/press-releases

## RAYMOND JAMES ANNOUNCES EARLY TENDER RESULTS OF CASH TENDER OFFERS AND CONSENT SOLICITATIONS FOR ANY AND ALL OF ITS 5.625% SENIOR NOTES DUE 2024 AND 3.625% SENIOR NOTES DUE 2026

ST. PETERSBURG, Fla. – Raymond James Financial, Inc. (NYSE-RJF) ("Raymond James") today announced the early tender results as of 5:00 p.m., New York City time, on March 31, 2021 (the "Early Tender Deadline") of its previously announced tender offers (the "Tender Offers") to purchase for cash any and all of its outstanding 5.625% senior notes due 2024 (the "2024 Notes") and its 3.625% senior notes due 2026 (the "2026 Notes" and, together with the 2024 Notes, the "Notes").

In connection with the Tender Offers, Raymond James also announced the results as of the Early Tender Deadline of its previously announced solicitation of consents (the "Consents") from holders of the Notes (the "Consent Solicitations") to proposed amendments to the indentures governing the Notes providing for the shortening of the minimum notice periods for the optional redemption of the Notes by Raymond James (the "Proposed Amendments"). The terms and conditions of the Tender Offers and Consent Solicitations are described in an Offer to Purchase and Consent Solicitation Statement, dated March 18, 2021 (the "Offer to Purchase and Consent Solicitation Statement").

The aggregate principal amount of each series of Notes validly tendered and not validly withdrawn at or prior to the Early Tender Deadline (the "Early Tender Notes"), as well as the percent of the aggregate principal amount of each series of Notes outstanding constituting Early Tender Notes, is set forth in the columns entitled "Aggregate Principal Amount of Early Tender Notes" and "Percent of Outstanding Principal Amount Tendered," respectively, in the table below.

Title of Notes	CUSIP/ISIN	Outstanding Principal Amount	Aggregate Principal Amount of Early Tender Notes	Percent of Outstanding Principal Amount Tendered	UST Reference Security	Bloomberg Reference Page <sup>(1)</sup>	Fixed Spread (bps)	Early Tender Payment <sup>(2)(3)</sup>
5.625% Senior Notes due April 1, 2024	Registered Notes: CUSIP: 754730AD1 ISIN: US754730AD12	US\$250,000,000	\$98,066,000	39.23%	2.125% due March 31, 2024	FIT5	+50	\$30.00
3.625% Senior Notes due September 15, 2026	Registered Notes: CUSIP: 754730AE9 ISIN: US754730AE94	US\$500,000,000	\$232,035,000	46.41%	1.625% due September 30, 2026	FIT6	+35	\$30.00

(1) The applicable page on Bloomberg from which the Dealer Managers (as defined below) will quote the bid side price of the applicable U.S. Treasury Security. In the table above "UST" denotes a U.S. Treasury Security.

(2) Per \$1,000 principal amount of Notes tendered and accepted for purchase.

(3) Included in the Total Consideration for Notes tendered and accepted for purchase on or prior to the Early Tender Deadline.

The Tender Offers and Consent Solicitations will expire at 11:59 p.m., New York City time, at the end of April 14, 2021, unless extended or earlier terminated by Raymond James (the "Expiration Date"). No tenders submitted after the Expiration Date will be valid. Subject to the terms and conditions of the Tender Offers and Consent Solicitations, holders of the Early Tender Notes that are accepted for purchase will be eligible to receive the applicable Total Consideration (as defined below), which includes the Early Tender Payment set forth in the table above. Holders of Notes tendering their Notes after the Early Tender Deadline and prior to the Expiration Date will only be eligible to receive the applicable Tender Offer Consideration, which is the Total Consideration less the Early Tender Payment.

The Early Settlement Date (as defined in the Offer to Purchase and Consent Solicitation Statement) for the Early Tender Notes is expected to be on April 2, 2021. Any Notes validly tendered and related Consents validly delivered after the Early Tender

Deadline may not be withdrawn or revoked, except as required by law. Raymond James expects to accept for purchase any remaining Notes that have been validly tendered and not validly withdrawn after the Early Tender Deadline and at or prior to the Expiration Date promptly following the Expiration Date on the Final Settlement Date (as defined in the Offer to Purchase and Consent Solicitation Statement), which is expected to occur two business days following the Expiration Date, or as promptly as practicable thereafter.

In addition, holders of all Notes validly tendered and accepted for purchase pursuant to the Tender Offers and Consent Solicitations will receive accrued and unpaid interest on such Notes from the last interest payment date with respect to such Notes to, but excluding, the Early Settlement Date or the Final Settlement Date, as applicable.

The applicable Total Consideration payable by Raymond James for the Notes (the "Total Consideration") will be a price per \$1,000 principal amount intended to result in a yield to maturity equal to the yield to maturity of the applicable U.S. Treasury reference securities specified in the table above, as determined at 10:00 a.m., New York City time, on April 1, 2021 (unless otherwise extended by us as described in the Offer to Purchase and Consent Solicitation Statement), plus the applicable fixed spread specified in the table above, calculated in accordance with the Offer to Purchase and Consent Solicitation Statement.

Raymond James intends to issue notices of redemption to redeem all outstanding Notes not purchased pursuant to the Tender Offer and Consent Solicitation on the Early Settlement Date.

This press release does not constitute an offer to sell, or a solicitation of an offer to buy, any security. No offer, solicitation, or sale will be made in any jurisdiction in which such an offer, solicitation, or sale would be unlawful.

Citigroup Global Markets Inc., BofA Securities, Inc., J.P. Morgan Securities LLC, and Raymond James & Associates, Inc. are the dealer managers and solicitation agents (collectively, the "Dealer Managers") in the Tender Offers and Consent Solicitations. Global Bondholder Services Corporation has been retained to serve as both the depositary and the information agent (the "Depositary and Information Agent") for the Tender Offers and Consent Solicitations. Questions regarding the Tender Offers and Consent Solicitations should be directed to Citigroup Global Markets Inc. at 1-800-831-9146 (Toll Free), BofA Securities, Inc. at 1-800-294-1322 (Toll Free), J.P. Morgan Securities LLC at 1-866-834-4666 or Raymond James & Associates, Inc. at 1-800-248-8863 (Toll Free). Requests for copies of the Offer to Purchase and Consent Solicitation Statement and other related materials should be directed to Global Bondholder Services Corporation at contact@gbsc-usa.com (email), 1-866-470-4200 (U.S. Toll-Free), 1-212-430-3774 (Banks and Brokers) or at https://www.gbsc-usa.com/rjf/ (website).

None of Raymond James, its board of directors, the Dealer Managers, the Depositary and Information Agent, the Trustee under the Indenture, or any of Raymond James' affiliates, makes any recommendation as to whether holders of the Notes should tender any Notes in response to the Tender Offers and Consent Solicitations. The Tender Offers and Consent Solicitations are made only by the Offer to Purchase and Consent Solicitation Statement. The Tender Offers and Consent Solicitations are not being made to holders of Notes in any jurisdiction in which the making or acceptance thereof would not be in compliance with the securities, blue sky or other laws of such jurisdiction. In any jurisdiction in which the Tender Offers and Consent Solicitations are required to be made by a licensed broker or dealer, the Tender Offers and Consent Solicitations will be deemed to be made on behalf of Raymond James by the Dealer Managers or one or more registered brokers or dealers that are licensed under the laws of such jurisdiction.

## About Raymond James Financial, Inc.

Raymond James Financial, Inc. (NYSE: RJF) is a leading diversified financial services company providing private client group, capital markets, asset management, banking and other services to individuals, corporations and municipalities. The company has approximately 8,200 financial advisors. Total client assets are \$1.06 trillion. Public since 1983, the firm is listed on the New York Stock Exchange under the symbol RJF.

## **Forward-Looking Statements**

Certain statements made in this press release may constitute "forward-looking statements" under the Private Securities Litigation Reform Act of 1995. Forward-looking statements include information concerning the terms and timing for completion of the Tender Offers and Consent Solicitations, including the acceptance for purchase of any Notes validly tendered and any related Consents validly delivered, and the expected Expiration Date and Settlement Dates thereof; and the issuance of notices of redemption. In addition, words such as "expects," "intends," and future or conditional verbs such as "will," "may," "should," "would," and "expected" as well as any other statement that necessarily depends on future events, are intended to identify forward-looking statements. Forward-looking statements are not guarantees, and they involve risks, uncertainties and assumptions. Although we make such statements based on assumptions that we believe to be reasonable, there can be no assurance that actual results will not differ materially from those expressed in the forward-looking statements. We caution investors not to rely unduly on any forward-looking statements and urge you to carefully consider the risks described in our filings with the Securities and Exchange Commission (the "SEC") from time to time, including our most recent Annual Report on Form 10-K and subsequent Quarterly Reports on Form 10-Q, which are available at www.raymondjames.com and the SEC's website at www.sec.gov. We expressly disclaim any obligation to update any forward-looking statement in the event it later turns out to be inaccurate, whether as a result of new information, future events, or otherwise.