Standard Financial Corp.

Consolidated Statements of Financial Condition (Dollars in thousands except share and per share data)

20142	2013
A COTTO	
ASSETS	
Cash on hand and due from banks \$ 2,166 \$	2,559
Interest-earning deposits in other institutions 5,646	12,432
Cash and Cash Equivalents 7,812	14,991
Certificates of deposit 1,000	1,000
Investment securities available for sale 57,945	64,052
Mortgage-backed securities available for sale 32,758	29,701
Federal Home Loan Bank stock, at cost 3,544	2,757
Loans receivable, net of allowance for loan losses of	
\$3,919 and \$3,875 312,126	293,664
Foreclosed real estate 476	607
Office properties and equipment, net 3,312	3,586
Bank-owned life insurance 14,145	13,722
Goodwill 8,769	8,769
Core deposit intangible 183	351
Accrued interest receivable and other assets 3,393	3,671
TOTAL ASSETS	
\$ 445,463 \$	436,871
	430,671
LIABILITIES AND STOCKHOLDERS' EQUITY	
Liabilities	
Deposits:	107.620
Demand, savings and club accounts \$ 198,911 \$	195,628
Certificate accounts 121,567	130,497
Total Deposits 320,478	326,125
Federal Home Loan Bank advances 47,272	28,892
Securities sold under agreements to repurchase 2,228	4,194
Advance deposits by borrowers for taxes and insurance 14	547
Accrued interest payable and other liabilities 2,412	2,556
TOTAL LIABILITIES 372,404	362,314
Stockholders' Equity	
Preferred stock, \$0.01 par value per share, 10,000,000 shares authorized, none issued -	-
Common stock, \$0.01 par value per share, 40,000,000 shares authorized,	
2,830,697 and 3,111,297 shares outstanding, respectively	31
Additional paid-in-capital 20,556	25,327
Retained earnings 53,874	51,187
Unearned Employee Stock Ownership Plan (ESOP) shares (2,337)	(2,490)
Accumulated other comprehensive income 938	502
TOTAL CTOCKNOLDEDGLEOLUTY	74.557
TOTAL STOCKHOLDERS' EQUITY 73,059	74,557
TOTAL LIABILITIES AND STOCKHOLDEDS POLITY & 445 462 &	126 971
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY \$ 445,463 \$	436,871

Standard Financial Corp. Consolidated Statements of Income

(Dollars in thousands except share and per share data)

	Three Months Ended	l September 30.		Year Ended S	ente	mber 30.
	2014	2013	-	2014	сртс	2013
Interest and Dividend Income			_			
Loans, including fees	\$ 3,328 \$	3,277	\$	12,998	\$	13,429
Mortgage-backed securities	181	158		730		701
Investment securities:						
Taxable	133	177		586		706
Tax-exempt	233	227		937		900
Interest-earning deposits and federal funds sold	1	1		4		5
Total Interest and Dividend Income	3,876	3,840		15,255		15,741
Interest Expense						
Deposits	770	814		3,174		3,328
Federal Home Loan Bank advances	92	95		316		492
Securities sold under agreements to repurchase	1	1		3		4
Total Interest Expense	863	910	-	3,493		3,824
Net Interest Income	3,013	2,930	_	11,762		11,917
Provision for Loan Losses	-	-,				375
Net Interest Income after Provision for Loan Losses	3,013	2,930		11,762		11,542
Noninterest Income	<u> </u>		_			<u> </u>
Service charges	443	448		1,754		1,762
Earnings on bank-owned life insurance	123	125		497		496
Net securities gains	50	38		97		79
Net loan sale gains	6	6		52		205
Annuity and mutual fund fees	63	50		262		194
Other income	39	11		140		66
Total Noninterest Income	724	678	-	2,802		2,802
	724	078	_	2,002		2,802
Noninterest Expenses	4 400					
Compensation and employee benefits	1,602	1,538		6,380		6,210
Data processing	109	112		441		421
Premises and occupancy costs	275	293		1,190		1,158
Core deposit amortization	42	42		168		168
Automatic teller machine expense	84	83		322		313
Federal deposit insurance	51	54		209		258
Other operating expenses	355	548	_	1,432		1,957
Total Noninterest Expenses	2,518	2,670	_	10,142		10,485
Income before Income Tax Expense	1,219	938		4,422		3,859
Income Tax Expense	366	253	_	1,247		977
Net Income	\$ 853 \$	685	\$	3,175	\$	2,882
Basic earnings per common share	\$ 0.33 \$	0.24	\$_	1.20	\$	0.97
Diluted earnings per common share	\$ 0.32 \$	0.24	\$_	1.19	\$	0.97
Cash dividends paid per common share	\$ 0.045 \$	0.045	\$_	0.180	\$	0.180
Basic weighted average shares outstanding	2,579,353	2,835,353	_	2,641,268		2,966,107
Diluted weighted average shares outstanding	2,627,792	2,894,951	_	2,663,375		2,975,372
	·	_		_		

Standard Financial Corp. Consolidated Statements of Cash Flows (Dollars in thousands)

(Citatureu)		V F . 1. 1 C	1 20
	-	Year Ended Sep	
Cook Flour from Operating Activities		2014	2013
Cash Flows from Operating Activities Net income	\$	3,175	2,882
Adjustments to reconcile net income to net cash provided by operating activities:	Ф	3,173	2,882
Depreciation and amortization		907	875
Provision for loan losses		907	375
Net gain on securities		(97)	(79)
Origination of loans held for sale		(2,870)	(7,358)
Proceeds from sale of loans held for sale		2,922	8,468
Net loan sale gains		(52)	(205)
Compensation expense on ESOP		276	268
Compensation expense on stock awards		452	452
Deferred income taxes		(3)	241
Decrease (increase) in accrued interest receivable and other assets		57	(283)
Decrease in prepaid Federal deposit insurance		-	584
Earnings on bank-owned life insurance		(497)	(496)
(Decrease) increase in accrued interest payable and other liabilities		(144)	256
Other, net		(75)	(21)
Net Cash Provided by Operating Activities	•	4,051	5,959
Cash Flows (Used in) Provided by Investing Activities	-	4,031	3,939
Net increase in loans receivable		(19,477)	(4,152)
Purchases of certificates of deposit		(2.004)	(1,000)
Purchases of investment securities		(2,094)	(15,309)
Purchases of mortgage-backed securities		(12,434)	(2,992)
Proceeds from maturities/principal repayments/calls of investment securities Proceeds from maturities/principal repayments of mortgage-backed securities		8,537 6,686	12,228 12,074
Proceeds from sales of investment securities		258	265
Proceeds from sales of mortgage-backed securities		2,535	-
Purchase of Federal Home Loan Bank stock		(842)	(760)
Redemption of Federal Home Loan Bank stock		55	686
Purchases of bank-owned life insurance		-	(3,000)
Proceeds from sales of foreclosed real estate		1,294	1,160
Net purchases of office properties and equipment		(145)	(86)
	•		
Net Cash Used in Investing Activities Cash Flows Provided by (Used in) Financing Activities		(15,627)	(886)
Net increase in demand, savings and club accounts		3,283	2 262
Net decrease in certificate accounts		(8,930)	3,362 (7,536)
Net (decrease) increase in securities sold under agreements to repurchase		(1,966)	962
Repayments of Federal Home Loan Bank advances		(9,539)	(12,925)
Proceeds from Federal Home Loan Bank advances		27,919	14,968
Decrease in advance deposits by borrowers for taxes and insurance		(533)	(88)
Excess tax benefits from stock based compensation		22	22
Dividends paid		(488)	(517)
Stock repurchases	-	(5,371)	(7,104)
Net Cash Provided by (Used in) Financing Activities		4,397	(8,856)
Net Decrease in Cash and Cash Equivalents		(7,179)	(3,783)
Cash and Cash Equivalents - Beginning	-	14,991	18,774
Cash and Cash Equivalents - Ending	\$	7,812 \$	14,991
Supplementary Cash Flows Information		_	
Interest paid	\$	3,510 \$	3,865
Income taxes paid	\$	1,202 \$	917
Supplementary Schedule of Noncash Investing and Financing Activities Foreclosed real estate acquired in settlement of loans	\$	1,015 \$	1,226

Standard Financial Corp. Consolidated Statement of Changes in Stockholders' Equity (Dollars in thousands except share and per share data) (Unaudited)

					Accumulated	
		Additional		Unearned	Other	Total
	Common	Paid-In	Retained	ESOP	Comprehensive	Stockholders'
	Stock	Capital	Earnings	Shares	Income	Equity
Balance, September 30, 2013	\$ 31 \$	25,327 \$	51,187	\$ (2,490)	\$ 502 \$	74,557
Net income	-	-	3,175	-	-	3,175
Other comprehensive income	-	-	-	-	436	436
Stock repurchases (280,600 shares)	(3)	(5,368)	-	-	-	(5,371)
Cash dividends (\$0.18 per share)	-	-	(488)	-	-	(488)
Compensation expense on stock awards	-	452	-	-	-	452
Excess tax benefits from						
stock based compensation	-	22	-	-	-	22
Compensation expense on ESOP	-	123		153		276
Balance, September 30, 2014	\$ 28 \$	20,556	53,874	\$ (2,337)	\$ 938 \$	73,059

Standard Financial Corp. Stock Repurchases During the Current Quarter (Unaudited)

			Total Number of Shares	Maximum number of Shares
	Total Number	Average	Purchased as Part	That May Yet Be
	of Shares	Price Paid	of Publicly Announced	Purchased Under the
<u>Period</u>	Purchased	Per Share	Plans or Programs	Plans or Programs
July 1-31, 2014	-	\$ -	-	312,224
August 1-31, 2014	83,900	\$ 19.99	83,900	228,324
September 1-30, 2014		\$ -		228,324
Total	83,900	\$ 19.99	83,900	

Standard Financial Corp. Average Balance and Yield Table (Dollars in thousands)

For the	Three	Months	Ended	September 30	,
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			2014			2013						
	Average Outstanding Balance		Interest	Yield/ Rate	Ou	Average Outstanding Balance		terest	Yield/ Rate			
Interest-earning assets:												
Loans	\$	312,073	\$ 3,328	4.27%	\$	296,429	\$	3,277	4.42%			
Investment and mortgage-backed securities		92,154	547	2.37%		97,182		562	2.31%			
Interest earning deposits		6,749	1	0.06%		8,773		1	0.05%			
Total interest-earning assets		410,976	3,876	3.77%		402,384		3,840	3.82%			
Noninterest-earning assets		30,759				31,248						
Total assets	\$	441,735			\$	433,632						
Interest-bearing liabilities:												
Savings accounts	\$	108,225	44	0.16%	\$	108,868		52	0.19%			
Certificates of deposit		123,505	704	2.28%		131,262		742	2.26%			
Money market accounts		7,964	3	0.15%		7,244		3	0.17%			
Demand and NOW accounts	_	82,081	19	0.09%		75,437		17	0.09%			
Total deposits		321,775	770	0.96%		322,811		814	1.01%			
Federal Home Loan Bank advances		41,943	92	0.88%		29,459		95	1.29%			
Securities sold under agreements to repurchase		2,370	1	0.17%		3,310		1	0.12%			
Total interest-bearing liabilities		366,088	863	0.94%		355,580		910	1.02%			
Noninterest-bearing liabilities	_	2,165				3,195						
Total liabilities		368,253				358,775						
Stockholders' equity		73,482				74,857						
Total liabilities and stockholders' equity	\$	441,735			\$	433,632						
Net interest income			\$ 3,013				\$	2,930				
Net interest rate spread (1)				2.83%					2.79%			
Net interest-earning assets (2)	\$	44,888			\$	46,804						
Net interest margin (3)				2.93%		_			2.91%			
Average interest-earning assets to interest-												
bearing liabilities		112.26%				113.16%						

⁽¹⁾ Net interest rate spread represents the difference between the yield on average interest-earning assets and the cost of average interest-bearing liabilities.

⁽²⁾ Net interest-earning assets represents total interest-earning assets less total interest-bearing liabilities.

⁽³⁾ Net interest margin represents net interest income divided by average total interest-earning assets.

Standard Financial Corp. Average Balance and Yield Table (Dollars in thousands) (Unaudited)

For the Year Ended September 30,

	2014								2013	
	Out	Average Outstanding Balance		erest	Yield/ Rate	•	Average Outstanding Balance		Interest	Yield/ Rate
						-				
Interest-earning assets:										
Loans	\$	300,531		2,998	4.33%		\$	293,879	\$ 13,429	4.57%
Investment and mortgage-backed securities		96,007		2,254	2.35%			100,775	2,307	2.29%
Interest earning deposits	_	8,912		3	0.03%			10,434	5	0.05%
Total interest-earning assets		405,450	1:	5,255	3.76%			405,088	15,741	3.89%
Noninterest-earning assets	_	31,622						30,641		
Total assets	\$	437,072					\$	435,729		
Interest-bearing liabilities:										
Savings accounts	\$	110,586		208	0.19%		\$	109,471	177	0.16%
Certificates of deposit		126,346		2,883	2.28%			134,335	3,079	2.29%
Money market accounts		7,758		8	0.10%			7,099	10	0.14%
Demand and NOW accounts		79,325		75	0.09%			73,708	62	0.08%
Total deposits		324,015		3,174	0.98%			324,613	3,328	1.03%
Federal Home Loan Bank advances		33,361		316	0.95%			27,314	492	1.80%
Securities sold under agreements to repurchase		2,887		3	0.10%			3,436	4	0.12%
Total interest-bearing liabilities		360,263		3,493	0.97%			355,363	3,824	1.08%
Noninterest-bearing liabilities		3,452						2,736		
Total liabilities		363,715						358,099		
Stockholders' equity		73,357						77,630		
Total liabilities and stockholders' equity	\$	437,072					\$	435,729		
Net interest income			\$ 1	1,762					\$ 11,917	
Net interest rate spread (1)			:		2.79%					2.81%
Net interest-earning assets (2)	\$	45,187					\$	49,725		
Net interest margin (3)					2.90%					2.94%
Average interest-earning assets to interest-										
bearing liabilities		112.54%						113.99%		

⁽¹⁾ Net interest rate spread represents the difference between the yield on average interest-earning assets and the cost of average interest-bearing liabilities.

⁽²⁾ Net interest-earning assets represents total interest-earning assets less total interest-bearing liabilities.

⁽³⁾ Net interest margin represents net interest income divided by average total interest-earning assets.

Standard Financial Corp. Investment Securities (Dollars in thousands) (Unaudited)

	,	Onaudited	,				
				Gross		Gross	
		Amortized		Unrealized		Unrealized	Fair
		Cost	_	Gains	_	Losses	Value
September 30, 2014:							
U.S. government and agency obligations due:							
1 year or less	\$	1,000	\$	2	\$	- \$	1,002
Beyond 1 year but within 5 years		5,000		-		(90)	4,910
Beyond 5 years but within 10 years		9,000		-		(308)	8,692
Corporate bonds due:							
1 year or less		6,000		18		(9)	6,009
Beyond 1 year but within 5 years		1,000		32		-	1,032
Municipal obligations due:							
Beyond 1 year but within 5 years		6,565		170		-	6,735
Beyond 5 years but within 10 years		25,680		1,036		(27)	26,689
Beyond 10 years		672		5		-	677
Equity securities		2,017		221	_	(39)	2,199
	\$	56,934	\$	1,484	\$	(473) \$	57,945
				Gross		Gross	
		Amortized		Unrealized		Unrealized	Fair
		Cost	_	Gains	_	Losses	Value
September 30, 2013:							
U.S. government and agency obligations due:							
Beyond 1 year but within 5 years	\$	10,997	\$	26	\$	(47) \$	10,976
Beyond 5 years but within 10 years		12,000		-		(618)	11,382
Corporate bonds due:							
Beyond 1 year but within 5 years		7,000		54		(7)	7,047
Municipal obligations due:							
Beyond 1 year but within 5 years		4,932		152		-	5,084
Beyond 5 years but within 10 years		25,498		940		(134)	26,304
Beyond 10 years		1,708		-		(44)	1,664
Equity securities		1,468	_	145	_	(18)	1,595
	\$	63,603	\$	1,317	\$	(868) \$	64,052

Standard Financial Corp. Mortgage-Backed Securities (Dollars in thousands) (Unaudited)

		(-,			
				Gross		Gross	
		Amortized		Unrealized		Unrealized	Fair
		Cost		Gains		Losses	Value
September 30, 2014:	-		=		=		_
Government pass-throughs:							
Ginnie Mae	\$	7,432	\$	59	\$	(13) \$	7,478
Fannie Mae		17,816		320		-	18,136
Freddie Mac		4,460		89		(2)	4,547
Private pass-throughs		105		-		(1)	104
Collateralized mortgage obligations		2,535		3		(45)	2,493
	\$	32,348	\$	471	\$	(61) \$	32,758
				Gross		Gross	
		Amortized		Unrealized		Unrealized	Fair
		Cost		Gains		Losses	Value
September 30, 2013:	•						
Government pass-throughs:							
Ginnie Mae	\$	10,443	\$	66	\$	(5) \$	10,504
Fannie Mae		14,047		273		(44)	14,276
Freddie Mac		1,914		115		-	2,029
Private pass-throughs		114		-		(1)	113
Collateralized mortgage obligations		2,871		4		(96)	2,779
			_		_		
	\$	29,389	\$	458	\$	(146) \$	29,701

Standard Financial Corp. Loans Receivable (Dollars in thousands) (Unaudited)

	On	e-to-four-	Home								
		family	Con	Commercial		Equity Loans					
	Resi	dential and		Real	and Lines				Other		
	Co	nstruction		Estate		of Credit		mmercial	Loans	Total	
September 30, 2014:											
Collectively evaluated											
for impairment	\$	125,138	\$	101,864	\$	74,414	\$	12,717	\$1,313	\$315,446	
Individually evaluated											
for impairment		-		33				566		599	
Total loans before											
allowance for loan losses	\$	125,138	\$	101,897	\$	74,414	\$	13,283	\$1,313	\$316,045	
September 30, 2013: Collectively evaluated											
for impairment	\$	126,956	\$	94,606	\$	61,587	\$	11,499	\$1,686	\$296,334	
Individually evaluated											
for impairment				1,165				40		1,205	
Total loans before											
allowance for loan losses	\$	126,956	\$	95,771	\$	61,587	\$	11,539	\$1,686	\$297,539	

Standard Financial Corp. Impaired Loans (Dollars in thousands) (Unaudited)

	In	npaired l Allo	Loans V	With	Wi	ed Loans thout wance	Total Impaired Loans					
	Reco	orded	Related		Recorded		Recorded		Unpaid Principal			
	Inves	stment	Allo	wance	<u>Investment</u>		Inv	estment	<u>B</u>	alance		
September 30, 2014: Commercial real estate Commercial Total impaired loans	\$	33 566 599	\$	- - -	\$	- - -	\$ <u>\$</u>	33 566 599	\$	33 566 599		
September 30, 2013: Commercial real estate Commercial	\$	1,165 40	\$	175 <u>6</u>	\$	- -	\$	1,165 40	\$	1,165 40		
Total impaired loans	\$	1,205	\$	181	\$	-	\$	1,205	\$	1,205		

Standard Financial Corp. Classified Loans (Dollars in thousands) (Unaudited)

α			
	n	ecial	

	<u>Pass</u>	Mention		Substandard		<u>Doubtful</u>		<u>Total</u>	
September 30, 2014:									
First mortgage loans:									
One-to-four-family residential									
and construction	\$124,602	\$	-	\$	536	\$	-	\$125,138	
Commercial real estate	101,093		-		804		-	101,897	
Home equity loans and lines of credit	74,364		-		50		-	74,414	
Commercial loans	12,717		-		566		-	13,283	
Other loans	1,309				4			1,313	
Total	\$314,085	\$		\$	1,960	\$		\$316,045	
September 30, 2013:									
First mortgage loans:									
One-to-four-family residential									
and construction	\$126,374	\$	-	\$	582	\$	-	\$126,956	
Commercial real estate	93,683		-		2,088		-	95,771	
Home equity loans and lines of credit	61,363		-		224		-	61,587	
Commercial loans	10,229		1,270		40		-	11,539	
Other loans	1,681				5			1,686	
Total	\$293,330	\$	1,270	\$	2,939	\$		\$297,539	

Standard Financial Corp. Delinquent Loans (Dollars in thousands) (Unaudited)

	<u>Current</u>	30-59 Days Current Past Due		60-89 Days Past Due		Non-Accrual (90 Days+)		90 Days Past <u>Due & Accruing</u>		Total <u>Loans</u>	
September 30, 2014:											
First mortgage loans:											
One-to-four-family residential											
and construction	\$ 123,254	\$	855	\$	493	\$	536	\$	-	\$	125,138
Commercial real estate	101,252		257		355		33		-		101,897
Home equity loans and lines of credit	74,148		125		91		50		-		74,414
Commercial loans	12,714		484		85		-		-		13,283
Other loans	1,283		22		8				-		1,313
Total	\$ 312,651	\$	1,743	\$	1,032	\$	619	\$		\$	316,045
September 30, 2013:											
First mortgage loans:											
One-to-four-family residential											
and construction	\$ 124,249	\$	1,658	\$	467	\$	582	\$	-	\$	126,956
Commercial real estate	93,534		1,072		-		1,165		-		95,771
Home equity loans and lines of credit	60,998		284		81		224		-		61,587
Commercial loans	11,354		141		4		40		-		11,539
Other loans	1,670		11		5					_	1,686
Total	\$ 291,805	\$	3,166	\$	557	\$	2,011	\$	-	\$	297,539

Standard Financial Corp. Allowance for Loan Loss Activity (Dollars in thousands) (Unaudited)

	One	-to-four-	Home								
	family Residential and Construction		Commercial Real Estate		Equity Loans and Lines of Credit						
							Other				
							Commercial		Loans		Total
Allowance for Loan Loss:											
Balance at September 30, 2013	\$	1,185	\$	1,764	\$	457	\$	421	\$	48	\$ 3,875
Charge-offs		(76)		-		(43)		(191)		(29)	(339)
Recoveries		1		6		4		365		7	383
Provision									_		
Balance at September 30, 2014	\$	1,110	\$	1,770	\$	418	\$	595	\$	26	\$ 3,919