CENTRUE FINANCIAL CORP Form 10-Q May 13, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 For the quarterly period ended March 31, 2011 Commission File Number: 0-28846

Centrue Financial Corporation (Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization) 36-3145350 (I.R.S. Employer Identification Number)

7700 Bonhomme Avenue, St. Louis, Missouri 63105 (Address of principal executive offices including zip code)

(314) 505-5500

(Registrant's telephone number, including area code)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes b No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes o No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

o Accelerated filer

o þ

Non-accelerated filer

o Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes o No b.

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable

date.

Class
Common Stock, Par Value \$1.00

Shares outstanding at May 13, 2011 6,048,405

Centrue Financial Corporation Form 10-Q Index March 31, 2011

			Page
PART I. FINANCIAL INFO	<u>ORMATION</u>		
Item 1.	Financial Statements		
	§	<u>Unaudited Consolidated Balance Sheets</u>	1
	§	<u>Unaudited Consolidated Statements of Income</u> (<u>Loss</u>) and <u>Comprehensive Income</u> (<u>Loss</u>)	2
	§	<u>Unaudited Consolidated Statements of Cash Flows</u>	4
	§	Notes to Unaudited Consolidated Financial Statements	5
Item 2.	Management's Discuss Operations	sion and Analysis of Financial Condition and Results of	28
Item 3.	Quantitative and Quality	tative Disclosures About Market Risk	44
Item 4.	Controls and Procedure	<u>es</u>	45
PART II. OTHER INFORM	ATION		
Item 1.	Legal Proceedings		46
Item 1A.	Risk Factors		46
Item 2.	Unregistered Sales of E	Equity Securities and Use of Proceeds	46
Item 3.	Defaults Upon Senior S	Securities	46
Item 4.	[Reserved]		46
Item 5.	Other Information		46
Item 6.	Exhibits		46
<u>SIGNATURES</u>			47

Centrue Financial Corporation

Part I Financial Information

Item 1. Financial Statements

Unaudited Consolidated Balance Sheets

March 31, 2011 and December 31, 2010 (In Thousands, Except Share and Per Share Data)

ASSETS 44.445 \$ 2,945 Cash and cash equivalents \$ 34,775 219,475 Restricted savailable-for-sale 234,775 219,475 Restricted securities 10,148 10,470 Loans 710,529 721,871 Allowance for loan losses (29,089) (31,511) Net loans 681,440 690,360 Bank-owned life insurance 30,652 30,403 Mortgage servicing rights 2,383 2,425 Premises and equipment, net 25,267 25,664 Other assets 16,145 17,833 Total assets \$ 1,073,836 \$ 1,105,162 LIABILITIES AND STOCKHOLDERS' EQUITY Liabilities 15,054 Deposits \$ 119,779 \$ 118,667 Non-interest-bearing \$ 10,73,836 \$ 1,105,162 Interest-bearing \$ 202,483 931,105 Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 15,059 17,059 Notes payable 10,623 </th <th></th> <th>March 31, 2011</th> <th>]</th> <th>December 31, 2010</th>		March 31, 2011]	December 31, 2010
Securities available-for-sale 234,775 219,475 Restricted securities 10,148 10,470 Loans 710,529 721,871 Allowance for loan losses (29,089) (31,511) Net loans 681,440 690,360 Bank-owned life insurance 30,652 30,0403 Mortgage servicing rights 2,383 2,425 Premises and equipment, net 25,267 25,687 Other real estate owned 28,581 25,564 Other assets 16,145 17,833 Total assets \$ 1,073,836 \$ 1,105,162 LIABILITIES AND STOCKHOLDERS' EQUITY Liabilities Deposits \$ 119,779 \$ 118,667 Non-interest-bearing \$ 802,704 812,438 Total deposits \$ 22,483 931,105 Federal funds purchased and securities sold under agreements to repurchase \$ 15,931 16,188 Federal Home Loan Bank advances \$ 10,623 10,623 Notes payable \$ 10,623 10,623 Series B mandatory redeemable preferred stock 26	ASSETS			
Restricted securities 10,148 10,470 Loans 710,529 721,871 Allowance for loan losses (29,089) (31,511) Net loans 681,440 690,360 Bank-owned life insurance 30,652 30,403 Mortgage servicing rights 2,383 2,425 Premises and equipment, net 25,267 25,687 Other real estate owned 28,581 25,564 Other assets 16,145 17,833 Total assets 1,073,836 1,105,162 LLABILITIES AND STOCKHOLDERS' EQUITY Liabilities Value Deposits Value 802,704 812,438 Non-interest-bearing 119,779 \$ 118,667 Interest-bearing 802,704 812,438 Total deposits 922,483 931,105 Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock <td>Cash and cash equivalents</td> <td>\$ 44,445</td> <td>\$</td> <td>82,945</td>	Cash and cash equivalents	\$ 44,445	\$	82,945
Decision Commitments and contingent liabilities Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 and 20, 20, 20, 20, 20, 20, 20, 20, 20, 20,	Securities available-for-sale	234,775		219,475
Allowance for loan losses	Restricted securities	10,148		10,470
Net loans 681,440 690,360 Bank-owned life insurance 30,652 30,403 Mortgage servicing rights 2,383 2,425 Premises and equipment, net 25,267 25,687 Other real estate owned 28,581 25,564 Other assets 16,145 17,833 Total assets \$ 1,073,836 \$ 1,105,162 LIABILITIES AND STOCKHOLDERS' EQUITY *** *** Liabilities *** *** *** Deposits ***<	Loans	710,529		721,871
Bank-owned life insurance 30,652 30,403 Mortgage servicing rights 2,383 2,425 Premises and equipment, net 25,267 25,687 Other real estate owned 28,581 25,564 Other assets 16,145 17,833 Total assets \$ 1,073,836 \$ 1,105,162 LIABILITIES AND STOCKHOLDERS' EQUITY Liabilities * ***********************************	Allowance for loan losses	(29,089)		(31,511)
Mortgage servicing rights 2,383 2,425 Premises and equipment, net 25,267 25,687 Other real estate owned 28,581 25,564 Other assets 16,145 17,833 Total assets \$ 1,073,836 \$ 1,105,162 LIABILITIES AND STOCKHOLDERS' EQUITY **** Liabilities** Deposits **** Non-interest-bearing \$ 119,779 \$ 118,667 Interest-bearing \$ 802,704 \$ 812,438 Total deposits \$ 922,483 931,105 Federal funds purchased and securities sold under agreements to repurchase \$ 15,931 \$ 16,188 Federal Home Loan Bank advances \$ 51,059 71,059 Notes payable \$ 268 268 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities \$ 13,086 \$ 12,378 Total liabilities \$ 1,034,070 \$ 1,062,241 Commitments and contingent liabilities \$ 500 500 Stockholders' equity \$ 500 500 Series C fixed rate,	Net loans	681,440		690,360
Premises and equipment, net 25,267 25,687 Other real estate owned 28,581 25,564 Other assets 16,145 17,833 Total assets \$ 1,073,836 \$ 1,105,162 LIABILITIES AND STOCKHOLDERS' EQUITY Liabilities Poposits Non-interest-bearing \$ 119,779 \$ 118,667 Interest-bearing 802,704 812,438 Total deposits 922,483 931,105 Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities 500 500 Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate,	Bank-owned life insurance	30,652		30,403
Other real estate owned 28,581 25,564 Other assets 16,145 17,833 Total assets \$ 1,073,836 \$ 1,105,162 LIABILITIES AND STOCKHOLDERS' EQUITY Liabilities Deposits State of the properties of th	Mortgage servicing rights	2,383		2,425
Other assets 16,145 17,833 Total assets \$ 1,073,836 \$ 1,105,162 LIABILITIES AND STOCKHOLDERS' EQUITY Liabilities Deposits Non-interest-bearing \$ 119,779 \$ 118,667 Interest-bearing 802,704 812,438 Total deposits 922,483 931,105 Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — — Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation pref	Premises and equipment, net	25,267		25,687
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LIABILITIES AND STOCKHOLDERS' EQUITY Liabilities Deposits Non-interest-bearing \$ 119,779 \$ 118,667 Interest-bearing \$ 802,704 \$ 812,438 Total deposits 922,483 931,105 Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities 500 500 Stockholders' equity 500 500 Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 500 7,454 7,454	Other assets	16,145		17,833
LIABILITIES AND STOCKHOLDERS' EQUITY Liabilities Deposits Non-interest-bearing \$ 119,779 \$ 118,667 Interest-bearing \$ 802,704 \$ 812,438 Total deposits 922,483 931,105 Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities 500 500 Stockholders' equity 500 500 Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 500 7,454 7,454				
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Liabilities Deposits Non-interest-bearing \$ 119,779 \$ 118,667 Interest-bearing 802,704 812,438 Total deposits 922,483 931,105 Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — — Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454				
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Interest-bearing 802,704 812,438 Total deposits 922,483 931,105 Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — — Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454	Deposits			
Total deposits 922,483 931,105 Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — — Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454		\$ 119,779	\$	118,667
Federal funds purchased and securities sold under agreements to repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — — Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454	Interest-bearing	802,704		812,438
repurchase 15,931 16,188 Federal Home Loan Bank advances 51,059 71,059 Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — — Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454	Total deposits	922,483		931,105
Federal Home Loan Bank advances Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 Commitments and contingent liabilities	Federal funds purchased and securities sold under agreements to			
Notes payable 10,623 10,623 Series B mandatory redeemable preferred stock 268 268 Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — — — — — — — — — — — — Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454	repurchase	15,931		16,188
Series B mandatory redeemable preferred stock Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities - Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454	Federal Home Loan Bank advances	51,059		71,059
Subordinated debentures 20,620 20,620 Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — — Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454		10,623		10,623
Other liabilities 13,086 12,378 Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — —— Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454	Series B mandatory redeemable preferred stock	268		268
Total liabilities 1,034,070 1,062,241 Commitments and contingent liabilities — Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) 500 500 Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) 30,965 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454	Subordinated debentures	20,620		20,620
Commitments and contingent liabilities — ——————————————————————————————————	Other liabilities	13,086		12,378
Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454	Total liabilities	1,034,070		1,062,241
Stockholders' equity Series A convertible preferred stock (aggregate liquidation preference of \$2,762) Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454				
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Series A convertible preferred stock (aggregate liquidation preference of \$2,762) Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate liquidation preference of \$32,668) Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 500 500 500 500 30,810 7,454 7,454				
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liquidation preference of \$32,668) 30,810 Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454		500		500
Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555 shares issued at March 31, 2011 and December 31, 2010 7,454 7,454	1			
shares issued at March 31, 2011 and December 31, 2010 7,454 7,454		30,965		30,810
	· · · · · · · · · · · · · · · · · · ·			
Surplus 74,751 74,721				·
	Surplus	74,751		74,721

Retained earnings (accumulated deficit)	(50,969)	(46,861)
Accumulated other comprehensive income (loss)	(821)	(1,589)
	61,880	65,035
Treasury stock, at cost 1,405,150 shares at March 31, 2011 and		
December 31, 2010	(22,114)	(22,114)
Total stockholders' equity	39,766	42,921
Total liabilities and stockholders' equity	\$ 1,073,836 \$	1,105,162

See Accompanying Notes to Unaudited Financial Statements

Centrue Financial Corporation Unaudited Consolidated Statements Of Income (Loss) And Comprehensive Income (Loss) Three Months Ended March 31, 2011 and 2010 (In Thousands, Except Per Share Data)

		Months Er arch 31,	nded 2010
Interest income			
Loans	\$9,281	\$11	,248
Securities			
Taxable	997	1,7	733
Exempt from federal income taxes	215	27	8
Federal funds sold and other	31	27	
Total interest income	10,524	13	,286
	,		•
Interest expense			
Deposits	2,487	4,3	371
Federal funds purchased and securities sold under agreements to repurchase	11	18	
Federal Home Loan Bank advances	412	58	1
Series B mandatory redeemable preferred stock	4	4	
Subordinated debentures	270	25	4
Notes payable	90	88	
Total interest expense	3,274	5,3	316
Net interest income	7,250	7,9	970
Provision for loan losses	4,250	9,3	350
Net interest income (loss) after provision for loan losses	3,000	(1,	380
Noninterest income			
Service charges	1,062	1,4	120
Mortgage banking income	407	31	9
Bank-owned life insurance	249	25	5
Electronic banking services	527	48	4
Securities gains	_	2	
Total other-than-temporary impairment losses	(393) (4,	516
Portion of loss recognized in other comprehensive income (before taxes)	1		909
Net impairment on securities	(392) (1,	607
Gain on sale of OREO	44	9	
Gain on sale of other assets	63	20	2
Other income	164	23	8
	2,124	1,3	322

See Accompanying Notes to Unaudited Financial Statements

Centrue Financial Corporation Unaudited Consolidated Statements Of Income (Loss) And Comprehensive Income (Loss) Three Months Ended March 31, 2011 and 2010 (In Thousands, Except Per Share Data)

		Mor Marc	nths Ended h 31,	
	2011		2010	
Noninterest expenses				
Salaries and employee benefits	3,633		3,771	
Occupancy, net	720		788	
Furniture and equipment	439		524	
Marketing	60		107	
Supplies and printing	64		98	
Telephone	204		179	
Data processing	364		382	
FDIC insurance	850		854	
Loan processing and collection costs	591		512	
OREO valuation adjustment	200		1,657	
Amortization of intangible assets	276		339	
Other expenses	1,399		1,275	
•	8,800		10,486	
Income (loss) before income taxes	\$(3,676)	\$(10,544)
Income tax expense (benefit)	(218)	(4,284)
Net income (loss)	\$(3,458)	\$(6,260)
Preferred stock dividends	494		473	
Net income (loss) for common stockholders	\$(3,952)	\$(6,733)
	·		•	
Basic earnings (loss) per common share	\$(0.65)	\$(1.11)
Diluted earnings (loss) per common share	\$(0.65)	\$(1.11)
• • • •				
Total comprehensive income (loss):				
Net income (loss)	\$(3,458)	\$(6,260)
Change in unrealized gains (losses) on available for sale securities for which a	·			
portion of an other-than-temporary impairment has been recognized in earnings,				
net of reclassifications and tax effect	(123)	(1,784)
Change in unrealized gains (losses) on other securities available for sale, net of				
reclassifications and tax effect	984		478	
Reclassification adjustment:				
Net impairment loss recognized in earnings	392		1,607	
(Gains) recognized in earnings			(2)
Net unrealized gains (loss)	1,253		299	
Tax expense (benefit)	485		116	
Other comprehensive income (loss)	768		183	
Total comprehensive income (loss)	\$(2,690)	\$(6,077)

See Accompanying Notes to Unaudited Financial Statements

Centrue Financial Corporation Unaudited Consolidated Statements Of Cash Flows Three Months Ended March 31, 2011 and 2010 (In Thousands)

	Three Mon Marc	d
	2011	2010
Cash flows from operating activities		
Net Income (Loss)	\$ (3,458)	\$ (6,260)
Adjustments to reconcile net income (loss) to net cash provided		
by operating activities		
Depreciation	479	575
Amortization of intangible assets	276	339
Amortization of mortgage servicing rights, net	107	106
Amortization of bond premiums, net	642	554
Income tax valuation adjustment	1,141	_
Share based compensation	29	24
Provision for loan losses	4,250	9,350
Provision for deferred income taxes	(1,141)	(189)
Earnings on bank-owned life insurance	(249)	(255)
Other than temporary impairment, securities	392	1,607
OREO valuation allowance	200	1,657
Securities sale losses (gains), net	_	(2)
(Gain) on sale of other assets, net	(63)	(202)
(Gain) on sale of OREO	(44)	(9)
(Gain) loss on sale of loans	(266)	(190)
Proceeds from sales of loans held for sale	12,172	10,886
Origination of loans held for sale	(11,931)	(9,699)
Change in assets and liabilities		
(Increase) decrease in other assets	1,395	(3,899)
Increase (decrease) in other liabilities	(294)	(37)
Net cash provided by operating activities	3,637	4,356
Cash flows from investing activities		
Proceeds paydowns of securities available for sale	12,538	15,943
Proceeds from calls and maturities of securities available for sale	4,660	2,310
Proceeds from sales of securities available for sale	322	51
Purchases of securities available for sale	(32,240)	(30,012)
Net decrease (increase) in loans	209	36,203
(Purchase) disposal of premises and equipment	(59)	265
Proceeds from sale of OREO	1,312	127
Net cash provided by (used in) investing activities	(13,258)	24,887
Cash flows from financing activities		
Net increase (decrease) in deposits	(8,622)	(8,456)
Net increase (decrease) in federal funds purchased and securities		,
sold under agreements to repurchase	(257)	(1,554)
Repayment of advances from the Federal Home Loan Bank	(20,000)	(25,201)
Proceeds from advances from the Federal Home Loan Bank	<u> </u>	15,000
Dividends on preferred stock	_	

Net cash provided by (used in) financing activities	(28,879)	(20,211)
Net increase (decrease) in cash and cash equivalents	(38,500)	9,032
Cash and cash equivalents		
Beginning of period	82,945	56,452
End of period	\$ 44,445	\$ 65,484
Supplemental disclosures of cash flow information		
Cash payments for		
Interest	\$ 3,254	\$ 4,885
Income taxes	_	_
Transfers from loans to other real estate owned	4,486	781

See Accompanying Notes to Unaudited Financial Statements

Centrue Financial Corporation Note to Unaudited Consolidated Financial Statements (Table Amounts In Thousands, Except Share Data)

Note 1. Summary of Significant Accounting Policies

Centrue Financial Corporation is a bank holding company organized under the laws of the State of Delaware. When we use the terms "Centrue," the "Company," "we," "us," and "our," we mean Centrue Financial Corporation, a Delaw Corporation, and its consolidated subsidiaries. When we use the term the "Bank," we are referring to our wholly owned banking subsidiary, Centrue Bank. The Company and the Bank provide a full range of banking services to individual and corporate customers located in markets extending from the far western and southern suburbs of the Chicago metropolitan area across Central Illinois down to the metropolitan St. Louis area. These services include demand, time, and savings deposits; business and consumer lending; and mortgage banking. Additionally, brokerage, asset management, and trust services are provided to our customers on a referral basis to third party providers. The Company is subject to competition from other financial institutions and nonfinancial institutions providing financial services. Additionally, the Company and the Bank are subject to regulations of certain regulatory agencies and undergo periodic examinations by those regulatory agencies.

Basis of presentation

The accounting and reporting policies of the Company and its subsidiaries conform to U.S. generally accepted accounting principles ("GAAP") and general practice within the banking industry. The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. Actual results could differ from those estimates. Material estimates which are particularly susceptible to significant change in the near term relate to the fair value of investment securities and other-than-temporary impairment of securities, the determination of the allowance for loan losses and valuation of other real estate owned.

For further information with respect to significant accounting policies followed by the Company in the preparation of its consolidated financial statements, refer to the Company's Annual Report on Form 10-K for the year ended December 31, 2010. The consolidated financial statements include the accounts of the Company and Centrue Bank. Intercompany balances and transactions have been eliminated in consolidation and certain 2010 amounts have been reclassified to conform to the 2011 presentation. The annualized results of operations during the three months ended March 31, 2011 are not necessarily indicative of the results expected for the year ending December 31, 2011. All financial information in the following tables is in thousands (000s), except shares and per share data. In the opinion of management, all normal and recurring adjustments which are necessary to fairly present the results for the interim periods presented have been included.

Note 2. Earnings Per Share

Basic earnings per share for the three months ended March 31, 2011 and 2010 were computed by dividing net income by the weighted average number of shares outstanding. Diluted earnings per share for the same periods were computed by dividing net income by the weighted average number of shares outstanding, adjusted for the dilutive effect of the stock options and warrants. Computations for basic and diluted earnings per share are provided as follows:

Note 2. Earnings Per Share (Continued)	Note 2.	Earnings	Per Share	(Continued)
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	Three Months Ended March 31,				
	2011		2010		
Basic Earnings (Loss) Per Common Share					
Net income (loss) for common shareholders	\$(3,952)	\$(6,733)	
Weighted average common shares outstanding	6,048		6,043		
Basic earnings (loss) per common share	\$(0.65)	\$(1.11)	
Diluted Earnings (Loss) Per Common Share					
Weighted average common shares outstanding	6,048		6,043		
Add: dilutive effect of assumed exercised stock options	_		_		
Add: dilutive effect of assumed exercised common stock warrants					
Weighted average common and dilutive potential shares outstanding	6,048		6,043		
Diluted earnings (loss) per common share	\$(0.65)	\$(1.11)	

There were 496,738 options and 508,320 warrants outstanding for the three months ended March 31, 2011 and 670,769 options and 508,320 warrants outstanding for the three months ended March 31, 2010 that were not included in the computation of diluted earnings per share because the exercise price was greater than the average market price and therefore, were anti-dilutive. In addition, the Company's convertible preferred stock was not included in the computation of diluted earnings per share as it was anti-dilutive.

Note 3. Securities

The primary strategic objective related to the Company's \$244.9 million investment securities portfolio is to assist with liquidity and interest rate risk management. Securities classified as available-for-sale, carried at fair value, were \$234.8 million at March 31, 2011 compared to \$219.5 million at December 31, 2010. The Company also holds \$10.1 million and \$10.5 million as of March 31, 2011 and December 31, 2010, respectively, Federal Reserve and Federal Home Loan Bank stock which are classified as restricted securities. The Company does not have any securities classified as trading or held-to-maturity.

The following tables represent the fair value of available-for-sale securities and the related, gross unrealized gains and losses recognized in accumulated other comprehensive income(loss) at March 31, 2011 and December 31, 2010:

	March 31, 2011										
					Gross			Gross			
		Fair		U	nrealized		U	nrealiz	ed	A	Amortized
		Value			Gains			Losses	3		Cost
U.S. government agencies	\$	10,669		\$	96		\$	(10)	\$	10,583
States and political subdivisions		26,694			513			(1)		26,182
U.S. government agency		163,144			2,586			(200)		160,758
residential mortgage-backed											

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securities					
Collateralized residential					
mortgage obligations:					
Agency	19,299	140			19,159
Private label	3,878	35	(12)	3,855
Equity securities	2,305	75			2,230
Collateralized debt obligations:					
Single issue	3,872	26			3,846
Pooled	4,914	60	(3,367)	8,221
	\$ 234,775	\$ 3,531	\$ (3,590)	\$ 234,834

Note 3. Securities (Continued)

	December 31, 2010								
				Gross		Gross			
		Fair	Ţ	Unrealized	1	Unrealized	1	P	Amortized
		Value		Gains		Losses			Cost
U.S. government agencies	\$	7,085	\$	168	\$	_		\$	6,917
States and political subdivisions		28,348		531		(8)		27,825
U.S. government agency residential mortgage-backed									
securities		147,846		2,070		(131)		145,907
Collateralized residential mortgage obligations:									
Agency		20,735		192		_			20,543
Private label		4,936		70		(77)		4,943
Equity securities		2,254		41		_			2,213
Collateralized debt obligations:									
Single issue		3,849		3		_			3,846
Pooled		4,422		42		(4,213)		8,593
	\$	219,475	\$	3,117	\$	(4,429)	\$	220,787

The amounts below include the activity for available-for-sale securities related to sales, maturities and calls:

	Thre	ee Month March	ded	
	2011		2010	
Proceeds from calls and maturities	\$ 4,660		\$ 2,310	
Proceeds from sales	322		51	
Realized gains	_		2	
Realized losses	_			
Net impairment loss recognized in earnings	(392)	(1,607)
Tax benefit (provision) related to net realized gains and losses	151		620	

The following table represents securities with unrealized losses not recognized in income presented by the length of time individual securities have been in a continuous unrealized loss position:

	Less than	March 31, 2011 Less than 12 Months 12 Months or More Total									
	Fair Value	Unrealized Loss	Fair Value	Unrealized Loss	Fair Value	Unrealized Loss					
U.S. government agencies	\$ 1,990	\$ (10)	\$ —	\$ —	\$ 1,990	\$ (10)					
	492	(1)		_	492	(1)					

State and political subdivisions							
U.S. government							
agency residential							
mortgage-backed							
securities	23,451	(200)	_	_	23,451	(200)
Collateralized residential mortgage obligations: private							
label	950	(1)	1,770	(11)	2,720	(12)
Collateralized debt							
obligations: pooled	_	_		4,804	(3,367)	4,804	(3,367)
Total temporarily							
impaired	\$ 26,883	\$ (212) \$	6,574	\$ (3,378)	\$ 33,457	\$ (3,590)
7.							

Note 3. Securities (Continued)

	December 31, 2010 Less than 12 Months 12 Months or More										Total					
	Fair Value	Uı	nrealize Loss	ed		Fair Value	Ţ		realized Loss	1		Fair Value		Uı	realize Loss	d
State and political subdivisions	\$ 664	\$	(3)	\$	350	\$		(5)	\$	1,014	9	5	(8)
U.S. government agency residential mortgage-backed																
securities Collateralized residential mortgage obligations: private	17,216		(131)		_						17,216			(131)
label			_			2,559			(77)		2,559			(77)
Collateralized debt obligations: pooled	_		_			4,330			(4,213)		4,330			(4,213)
Total temporarily impaired	\$ 17,880	\$	(134)	\$	7,239	\$	3	(4,295)	\$	25,119	9	6	(4,429)

The fair values of securities classified as available-for-sale at March 31, 2011, by contractual maturity, are shown as follows. Securities not due at a single maturity date, including mortgage-backed securities, collateralized mortgage obligations, and equity securities are shown separately.

	Amortized Cost	Fair Value
Due in one year or less	\$ 9,730	\$ 9,830
Due after one year through five years	16,054	16,303
Due after five years through ten years	7,697	7,835
Due after ten years	15,351	12,181
U.S. government agency residential mortgage-backed		
securities	160,758	163,144
Collateralized residential mortgage obligations	23,014	23,177
Equity	2,230	2,305
	\$ 234,834	\$ 234,775

The following table presents a rollforward of the credit losses recognized in earnings for the three month period ended March 31, 2011 and 2010:

	2011	2010	
Beginning balance, January 1,	\$ 20,362	\$ 15,341	

Amounts related to credit loss for which an other-than-temporary impairment was not previously recognized Additions/Subtractions Amounts realized for securities sold during the period Amounts related to securities for which the company intends to sell or that it will be more likely than not that the company will be required to sell prior to recovery of amortized cost basis Reduction for increase in cash flows expected to be collected that are recognized over the remaining life of the security Increases to the amount related to the credit loss for which other-than-temporary was previously recognized 392 1,607 Ending balance, March 31, 20,754 16,948

See Note 9 on Fair Value for additional information about our analysis on the security portfolio related to the fair value and other-than-temporary impairment disclosures of these instruments.

Note 4. Loans

The major classifications of loans follow:

		Aggrega	ate Pri	ncipal Aı	mount				
		March 31, December 31							
		2011			2010				
	ф	06.014		Φ.	07.226				
Commercial	\$	86,914		\$	87,226				
Agricultural & AGRE		45,931			44,289				
Construction, land & development		63,645			72,078				
Commercial RE		343,472			342,208				
1-4 family mortgages		167,612			172,666				
Consumer		2,955			3,404				
Total loans	\$	710,529		\$	721,871				
Allowance for loan losses		(29,089)		(31,511)			
Loans, net	\$	681,440		\$	690,360				

There were \$1.7 million of loans held for sale at both March 31, 2011 and December 31, 2010.

The credit quality indicator utilized by the Company to internally analyze the loan portfolio is the internal risk rating. Internal risk ratings of 0 to 5 are considered pass credits, a risk rating of a 6 is special mention, a risk rating of a 7 is substandard, and a risk rating of an 8 is doubtful. Loans classified as pass credits have no identified material weaknesses and are performing as agreed. Loans classified as special mention have a potential weakness that deserves management's close attention. If left uncorrected, these potential weaknesses may result in deterioration of the repayment prospects for the loan or of the institution's credit position at some future date. Loans classified as substandard are inadequately protected by the current net worth and paying capacity of the obligor or of the collateral pledged, if any. Loans so classified have a well-defined weakness or weaknesses that jeopardize the liquidation of the debt. They are characterized by the distinct possibility that the institution will sustain some loss if the deficiencies are not corrected. Loans classified as doubtful have all the weaknesses inherent in those classified as substandard, with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently existing facts, conditions, and values, highly questionable and improbable.

The following table presents the commercial loan portfolio by internal risk rating:

Mar. 31, 2011 Internal		Comr	nercia	1			Cor	structio	n		Comme	rcial	Real 1	Estate	
Risk			L	ines of	Agr	iculture	L	and &					No	n-Owner	
Rating	Clo	osed end		Credit	& A	AG RE	Dev	elopme	n t O)wn	er-Occu	pied	O	ecupied	Total
1-2	\$	2,129	\$	362	\$	7,688	\$	4,31	9	\$	7,19	97	\$	1,051	\$ 22,746
3		3,903		4,317		14,228		1,19	95		13,66	54		21,396	58,703
4		20,026		27,804		14,858		1,47	77		88,37	70		49,025	201,560
5		10,564		4,402		4,654		8,22	26		24,78	36		53,376	106,008
6		1,337		5,554		_	_	7,61	5		7,12	26		21,152	42,784

7	1,895	4,222	4,503	40,813	22,773	32,954	107,160
8	91	308	_	_	602	_	1,001
Total \$	39,945	\$ 46,969 \$	45,931 \$	63,645 \$	164,518	\$ 178,954 \$	539,962

Dec. 31,														
2010		Comn	nercial	l			Co	nstruction		Commercial	Real	Estate		
Internal														
Risk			L	ines of	Agr	iculture	I	Land &			No	n-Owner		
Rating	Clo	sed end	(Credit	& A	AG RE	Dev	velopmen t C)wn	er-Occupied	O	ccupied		Total
1-2	\$	2,294	\$	331	\$	8,527	\$	4,700	\$	8,559	\$	1,479	\$	25,890
3		3,935		7,333		10,873		1,237		17,673		23,045		64,096
4		21,225		24,042		16,742		1,500		76,491		61,468		201,468
5		10,483		4,768		3,588		8,720		21,389		42,495		91,443
6		1,217		4,506		42		7,232		3,206		20,821		37,024
7		2,149		4,898		4,517		48,689		25,075		40,507		125,835
8		_	-	45		_	_	_	_	_		_	_	45
Total	\$	41.303	\$	45.923	\$	44.289	\$	72.078	\$	152,393	\$	189.815	\$	545.801

Note 4. Loans (Continued)

The retail residential loan portfolio is generally unrated. Delinquency is a typical factor in adversely risk rating a credit to a special mention or substandard. The following table presents the retail residential loan portfolio by internal risk rating:

	Residential – 1-4 family						
	JR Lien &						
	Lines of						
	Senior Lien	Credit	Total				
Mar. 31, 2011							
Unrated	\$96,892	\$53,046	\$149,938				
Special mention	1,312	1,897	3,209				
Substandard	13,421	1,044	14,465				
Total	\$111,625	\$55,987	\$167,612				

	Re	Residential – 1-4 family						
		JR Lien &						
		Lines of						
	Senior Lien	Credit	Total					
Dec. 31, 2010								
Unrated	\$99,852	\$55,147	\$154,999					
Special mention	1,034	1,769	2,803					
Substandard	13,707	1,157	14,864					
Total	\$114,593	\$58,073	\$172,666					

An analysis of the March 31, 2011 and March 31, 2010 activity in the allowance for loan losses follows:

				Δ.	gricultuı	re.	nstruction Land &	n,	C	ommercia	1	1_	4 Family	.7					
	Co	mmercia		•	AGRE		velopme	nt	C	RE	.1		esidentia		Co	onsum	er	Total	
March 31, 2011							•												
Beginning																			
Balance	\$	1,634		\$	337		\$ 12,500		\$	13,721		\$	3,273		\$	46		\$ 31,511	
Charge-offs		(65)		_		(4,501)		(1,718)		(626)		(20)	(6,930)
Recoveries		6			1		1			217			28			5		258	
Provision		184			(23)	655			3,049			380			5		4,250	
Ending Balance	\$	1,759		\$	315		\$ 8,655		\$	15,269		\$	3,055		\$	36		\$ 29,089	
March 31, 2010																			
Beginning Balanc	e																\$	40,909	
Charge-offs																		(8,356)
Recoveries																		122	
Provision																		9,350	
Ending Balance																	\$	41,845	

Note 4. Loans (Continued)

The following is an analysis on the balance and allowance for loan loss for impaired loans as of March 31, 2011 and December 31, 2010:

Mar. 31, 2011 Allowance for	Co	ommercial		griculture & AG RE		nstruction, Land & velopment		ommercial RE		-4 Family esidential	C	onsumer		Total
loan losses:														
Loans individually evaluated for impairment	\$	1,326	\$	311	\$	4,404	\$	8,738	\$	1,242	\$	1	\$	16,022
Loans collectively evaluated for	Ψ	1,320	Ψ	311	Ψ	1,101	Ψ	0,730	Ψ	1,272	Ψ	1	Ψ	10,022
impairment		433		4		4,251		6,531		1,813		35		13,067
Total ending allowance														
balance	\$	1,759	\$	315	\$	8,655	\$	15,269	\$	3,055	\$	36	\$	29,089
Loan balances:														
Loans individually evaluated for														
impairment	\$	6,293	\$	4,503	\$	40,634	\$	52,474	\$	14,054	\$	1	\$	117,959
Loans collectively evaluated for		·		·										
impairment		80,621		41,428		23,011		290,998		153,558		2,954		592,570
Loans with an allowance	Φ.	0.6.04.4	Φ.	15.021	.	60 64 5	Φ.	0.40.450	.	1.50.510	Φ.	• • • •	4	- 10 - 20
recorded:	\$	86,914	\$	45,931	\$	63,645	\$	343,472	\$	167,612	\$	2,955	\$	710,529
				griculture		nstruction, Land &		ommercial		-4 Family				
Dec. 31, 2010 Allowance for loan losses:	Co	mmercial	8	k AG RE	De	velopment		RE	R	esidential	C	onsumer		Total
Loans individually evaluated for														
impairment	\$	1,175 459	\$	328 9	\$	8,174 4,326	\$	6,487 7,234	\$	1,500 1,773	\$	 46	\$	17,664 13,847

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Loans collectively evaluated for impairment							
Total ending allowance							
balance	\$ 1,634	\$ 337	\$ 12,500	\$ 13,721	\$ 3,273	\$ 46	\$ 31,511
Loan balances:							
Loans							
individually							
evaluated for							
impairment	\$ 6,858	\$ 4,516	\$ 48,535	\$ 51,652	\$ 14,602	\$ 1	\$ 126,164
Loans collectively evaluated for							
impairment	80,368	39,773	23,543	290,556	158,064	3,403	595,707
Loans with an allowance							
recorded:	\$ 87,226	\$ 44,289	\$ 72,078	\$ 342,208	\$ 172,666	\$ 3,404	\$ 721,871

Troubled debt restructurings ("TDRs") are separately identified for impairment disclosures. If a loan is considered to be collateral dependent loan, the TDR is reported, net, at the fair value of the collateral. The company had TDRs of \$5.1 million and \$5.3 million as of March 31, 2011 and December 31, 2010, respectively. Specific reserves of \$0.4 million were allocated to TDRs as of March 31, 2011 and December 31, 2010, respectively. At March 31, 2011, nonaccrual TDR loans were \$4.9 million, as compared to \$5.0 million at December 31, 2010. At March 31, 2011 and December 31, 2010, \$0.2 million and \$0.3 million of TDRs were on accrual status. The Company has not committed to lend any additional amounts to customers with outstanding loans that are classified as TDRs as of March 31, 2011.

Centrue Financial Corporation Note to Unaudited Consolidated Financial Statements (Table Amounts In Thousands, Except Share Data)

Note 4. Loans (Continued)

The following tables present data on impaired loans:

		Unpaid		Average	Intere	st
	Recorded	Principal	Related	Recorded	Incom	ne
March 31, 2011	Investment	Balance	Allowance	Investment	Recogni	ized
Loans with no related						
allowance recorded:						
Commercial	\$817	\$2,331	\$	\$1,515	\$2	
Agricultural & AGRE	55	671	_	145	3	
Construction, land &						
development	16,193	39,316	_	10,322	(39)
Commercial RE	19,557	29,174	_	19,290	170	
1-4 family residential	3,471	5,123	_	3,311	27	
Consumer	_	_	_	_	_	
Subtotal	40,093	76,615	_	34,583	163	
Loans with an allowance						
recorded:						
Commercial	5,476	5,476	1,326			