

ARCH CAPITAL GROUP LTD.  
Form 8-K  
May 03, 2005

**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**

**April 27, 2005**

Date of Report (Date of earliest event reported)

**Arch Capital Group Ltd.**

(Exact name of registrant as specified in its charter)

**Bermuda**  
(State or other  
jurisdiction of  
incorporation or  
organization)

**0-26456**  
(Commission File Number)

**N/A**  
(I.R.S. Employer  
Identification No.)

**Wessex House, 45 Reid Street, Hamilton HM 12, Bermuda**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code:  
**(441) 278-9250**

**N/A**  
(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 1.01**      **Entry into a Material Definitive Agreement.**

The Board of Directors of Arch Capital Group Ltd. ( ACGL ) has previously appointed Dwight Evans to the position of Chairman and Chief Executive Officer of Arch Worldwide Reinsurance Group, an executive position at ACGL. In light of this appointment, the employment agreement of Mr. Evans has been transferred to ACGL from Arch Reinsurance Ltd., a subsidiary of ACGL. In addition, the employment agreements of both Mr. Evans and John Vollaro, Executive Vice President, Chief Financial Officer and Treasurer of ACGL, have been amended to provide that they will be reimbursed, on an after-tax basis, for reasonable travel between Bermuda and the United States.

The amendments to the employment agreements of Mr. Evans and Mr. Vollaro are included as Exhibit 10.1 and Exhibit 10.2 to this Current Report and are incorporated herein by reference.

**ITEM 9.01**      **Exhibits.**

<b>EXHIBIT NO.</b>	<b>DESCRIPTION</b>
10.1	Amendment to Employment Agreement, dated as of April 27, 2005, between Dwight Evans and ACGL
10.2	Amendment to Employment Agreement, dated as of April 27, 2005, between John Vollaro and ACGL

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned.

ARCH CAPITAL GROUP LTD.

Date: May 3, 2005

By: /s/ John D. Vollaro  
Name: John D. Vollaro  
Title: Executive Vice President,  
Chief Financial Officer and  
Treasurer

**EXHIBIT INDEX**

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TD> Total stockholders' equity 47,503 46,669 Total liabilities and stockholders' equity \$568,169 \$550,565

The accompanying notes are an integral part of these consolidated financial statements.

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## MAGYAR BANCORP, INC. AND SUBSIDIARY

## Consolidated Statements of Operations

(In Thousands, Except Per Share Data)

	For the Three Months Ended June 30, 2016 2015 (Unaudited)		For the Nine Months Ended June 30, 2016 2015	
Interest and dividend income				
Loans, including fees	\$4,767	\$4,476	\$13,870	\$13,359
Investment securities				
Taxable	397	347	1,216	1,008
Federal Home Loan Bank of New York stock	22	19	70	62
Total interest and dividend income	5,186	4,842	15,156	14,429
Interest expense				
Deposits	682	605	2,078	1,802
Borrowings	185	174	547	555
Total interest expense	867	779	2,625	2,357
Net interest and dividend income	4,319	4,063	12,531	12,072
Provision for loan losses	420	346	889	936
Net interest and dividend income after provision for loan losses	3,899	3,717	11,642	11,136
Other income				
Service charges	233	297	775	738
Income on bank owned life insurance	73	77	221	229
Other operating income	34	35	101	91
Gains on sales of loans	223	90	466	415
Gains on sales of investment securities	10	—	72	42
Total other income	573	499	1,635	1,515
Other expenses				
Compensation and employee benefits	2,140	2,030	6,335	6,090
Occupancy expenses	679	701	2,013	2,137
Professional fees	247	270	747	823

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Data processing expenses	118	109	362	403
OREO expenses	239	107	743	349
FDIC deposit insurance premiums	193	178	570	535
Loan servicing expenses	46	65	160	222
Insurance expense	66	61	188	175
Other expenses	343	331	975	1,100
Total other expenses	4,071	3,852	12,093	11,834
Income before income tax expense	401	364	1,184	817
Income tax expense	149	119	444	243
Net income	\$252	\$245	\$740	\$574
Net income per share-basic and diluted	\$0.04	\$0.04	\$0.13	\$0.10

The accompanying notes are an integral part of these consolidated financial statements.

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## MAGYAR BANCORP, INC. AND SUBSIDIARY

## Consolidated Statements of Comprehensive Income

(In Thousands)

	For the Three Months Ended June 30, 2016		For the Nine Months Ended June 30, 2015	
	2016	2015	2016	2015
	(Unaudited)			
Net income	\$252	\$245	\$740	\$574
Other comprehensive (loss) income				
Net unrealized gain (loss) on securities available for sale	34	(54 )	70	123
Less: reclassification for realized gains on sales of securities available for sale	(10 )	—	(72 )	(42 )
Other comprehensive income (loss), before tax	24	(54 )	(2 )	81
Deferred income tax effect	(8 )	19	1	(29 )
Total other comprehensive income (loss)	16	(35 )	(1 )	52
Total comprehensive income	\$268	\$210	\$739	\$626

The accompanying notes are an integral part of these consolidated financial statements.

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## MAGYAR BANCORP, INC. AND SUBSIDIARY

## Consolidated Statements of Changes in Stockholders' Equity

For the Nine Months Ended June 30, 2016 and 2015

(In Thousands, Except for Share Amounts)

	Common Stock Shares Outstanding (Unaudited)	Par Value	Additional Paid-In Capital	Treasury Stock	Unearned ESOP Shares	Retained Earnings	Accumulated Other Comprehensive Loss	Total
Balance, September 30, 2015	5,819,494	\$59	\$26,275	\$(1,166)	\$(752)	\$23,252	\$(999 )	\$46,669
Net income	—	—	—	—	—	740	—	740
Other comprehensive loss	—	—	—	—	—	—	(1 )	(1 )
Treasury stock used for restricted stock plan	1,252	—	(5 )	14	—	(9 )	—	—
ESOP shares allocated	—	—	(2 )	—	94	—	—	92
Stock-based compensation expense	—	—	3	—	—	—	—	3
Balance, June 30, 2016	5,820,746	\$59	\$26,271	\$(1,152)	\$(658)	\$23,983	\$(1,000)	\$47,503

The accompanying notes are an integral part of these consolidated financial statements.

	Common Stock Shares Outstanding (Unaudited)	Par Value	Additional Paid-In Capital	Treasury Stock	Unearned ESOP Shares	Retained Earnings	Accumulated Other Comprehensive Loss	Total
Balance, September 30, 2014	5,815,444	\$59	\$26,295	\$(1,211)	\$(877)	\$22,382	\$(716)	\$45,932
Net income	—	—	—	—	—	574	—	574
Other comprehensive income	—	—	—	—	—	—	52	52
Treasury stock used for restricted stock plan	4,050	—	(18 )	45	—	(27 )	—	—
ESOP shares allocated	—	—	(13 )	—	93	—	—	80
Stock-based compensation expense	—	—	10	—	—	—	—	10
Balance, June 30, 2015	5,819,494	\$59	\$26,274	\$(1,166)	\$(784)	\$22,929	\$(664)	\$46,648

The accompanying notes are an integral part of these consolidated financial statements.

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## MAGYAR BANCORP, INC. AND SUBSIDIARY

## Consolidated Statements of Cash Flows

(In Thousands)

	For the Nine Months Ended	
	June 30,	
	2016	2015
	(Unaudited)	
Operating activities		
Net income	\$ 740	\$ 574
Adjustment to reconcile net income to net cash provided by operating activities		
Depreciation expense	576	665
Premium amortization on investment securities, net	148	196
Provision for loan losses	889	936
Provision for loss on other real estate owned	270	25
Proceeds from the sales of loans	6,171	5,646
Gains on sale of loans	(466 )	(415 )
Gains on sales of investment securities	(72 )	(42 )
Losses (gains) on the sales of other real estate owned	155	(23 )
ESOP compensation expense	92	80
Stock-based compensation expense	3	10
Deferred income tax expense	400	295
Increase in accrued interest receivable	(38 )	(12 )
Increase in surrender value bank owned life insurance	(221 )	(229 )
Increase in other assets	(312 )	(326 )
Increase (decrease) in accrued interest payable	40	(12 )
Increase in accounts payable and other liabilities	1,002	147
Net cash provided by operating activities	9,377	7,515
Investing activities		
Net increase in loans receivable	(18,364 )	(21,286 )
Purchases of loans receivable	(8,991 )	(949 )
Purchases of investment securities held to maturity	(10,565 )	(9,700 )
Purchases of investment securities available for sale	(6,482 )	—
Sales of investment securities available for sale	6,298	5,421
Principal repayments on investment securities held to maturity	7,664	4,561
Principal repayments on investment securities available for sale	729	597
Purchases of premises and equipment	(157 )	(77 )
Investment in other real estate owned	(155 )	(390 )
Proceeds from the sale of other real estate owned	3,161	4,833
Purchase of Federal Home Loan Bank stock	(439 )	(782 )
Net cash used by investing activities	(27,301 )	(17,772 )
Financing activities		

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Net increase (decrease) in deposits	5,877	(3,343	)
Net increase in escrowed funds	405	205	
Proceeds from long-term advances	6,706	6,763	
Repayments of long-term advances	(2,260	)	(5,000
Net change in short-term advances	5,000	15,850	
Repayments of securities sold under agreements to repurchase	—	(5,000	)
Net cash provided by financing activities	15,728	9,475	
Net decrease in cash and cash equivalents	(2,196	)	(782
			)
Cash and cash equivalents, beginning of period	18,108	10,258	
Cash and cash equivalents, end of period	\$ 15,912	\$ 9,476	
Supplemental disclosures of cash flow information			
Cash paid for			
Interest	\$ 2,585	\$ 2,369	
Income taxes	\$ 4	\$ 14	
Non-cash investing activities			
Real estate acquired in full satisfaction of loans in foreclosure	\$ 1,824	\$ 2,850	
OREO transferred to premises and equipment	\$ 860	\$ —	

The accompanying notes are an integral part of these consolidated financial statements.

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**MAGYAR BANCORP, INC. AND SUBSIDIARY**

Notes to Consolidated Financial Statements

(Unaudited)

**NOTE A – BASIS OF PRESENTATION**

The consolidated financial statements include the accounts of Magyar Bancorp, Inc. (the “Company”), its wholly owned subsidiary, Magyar Bank (the “Bank”), and the Bank’s wholly owned subsidiaries Magyar Service Corporation, Hungaria Urban Renewal, LLC, and MagBank Investment Company. All material intercompany transactions and balances have been eliminated. The Company prepares its financial statements on the accrual basis and in conformity with accounting principles generally accepted in the United States of America ("US GAAP"). The unaudited information furnished herein reflects all adjustments (consisting of normal recurring accruals) that are, in the opinion of management, necessary to a fair statement of the results for the interim periods presented.

Operating results for the three and nine months ended June 30, 2016 are not necessarily indicative of the results that may be expected for the year ending September 30, 2016. The September 30, 2015 information has been derived from the audited consolidated financial statements at that date but does not include all of the information and footnotes required by US GAAP for complete financial statements.

The preparation of consolidated financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates. Material estimates that are particularly susceptible to significant change in the near term relate to the determination of the allowance for loan losses, the valuation of other real estate owned, and the assessment of realizability of deferred income tax assets.

The Company has evaluated events and transactions occurring subsequent to the balance sheet date of June 30, 2016 for items that should potentially be recognized or disclosed in these consolidated financial statements. The evaluation was conducted through the date these consolidated financial statements were issued.

**NOTE B- RECENT ACCOUNTING PRONOUNCEMENTS**

In May 2014, the FASB issued Accounting Standards Update (“ASU”) No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*, which will supersede the current revenue recognition requirements in Topic 605, *Revenue Recognition*. The ASU is based on the principle that revenue is recognized to depict the transfer of goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The ASU also requires additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in judgments and assets recognized from costs incurred to obtain or fulfill a contract. In August 2015, the FASB issued ASU 2015-14 which deferred the effective date of ASU 2014-09 by one year. The new guidance will be effective for public companies for periods beginning after December 15, 2017. The ASU permits application of the new revenue recognition guidance to be applied using one of two retrospective application methods. The Company has not yet determined which application method it will use or the potential effects of the new standard on the financial statements, if any. The Company is currently assessing the impacts this new standard will have on its consolidated financial statements.

In February 2016, the FASB issued ASU No. 2016-02, *Leases (Topic 842)*, which will supersede the current lease requirements in Topic 840. The ASU requires lessees to recognize a right of use asset and related lease liability for all leases, with a limited exception for short-term leases. Leases will be classified as either finance or operating, with the classification affecting the pattern of expense recognition in the statement of income. Currently, leases are classified as either capital or operating, with only capital leases recognized on the balance sheet. The reporting of lease related expenses in the statements of operations and cash flows will be generally consistent with the current guidance. The new guidance will be effective for years beginning after December 15, 2018 for public companies. Once effective, the standard will be applied using a modified retrospective transition method to the beginning of the earliest period presented. The Company is currently assessing the impacts this new standard will have on its consolidated financial statements.

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In March 2016, the FASB issued ASU No. 2016-09, *Compensation – Stock Compensation (Topic 718)*. This ASU was issued as part of FASB’s Simplification Initiative. The areas for simplification in this Update include income tax consequences, classification of awards as either equity or liabilities and classification on the statement of cash flows for share-based payment transactions. For public companies, this ASU will be effective for annual periods beginning after December 15, 2016, and interim periods within those annual periods. Early adoption is permitted. The Company is currently assessing the impacts this new standard will have on its consolidated financial statements.

In June 2016, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2016-13, *Financial Instruments - Credit Losses*. ASU 2016-13 requires entities to report “expected” credit losses on financial instruments and other commitments to extend credit rather than the current “incurred loss” model. These expected credit losses for financial assets held at the reporting date are to be based on historical experience, current conditions, and reasonable and supportable forecasts. This ASU will also require enhanced disclosures to help investors and other financial statement users better understand significant estimates and judgments used in estimating credit losses, as well as the credit quality and underwriting standards of an entity’s portfolio. These disclosures include qualitative and quantitative requirements that provide additional information about the amounts recorded in the financial statements. For public business entities that are U.S. Securities and Exchange Commission filers, the amendments are effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. The Company is currently evaluating the impact the adoption of ASU 2016-13 will have on its consolidated financial statements and results of operations.

## NOTE C - CONTINGENCIES

The Company, from time to time, is a party to routine litigation that arises in the normal course of business. In the opinion of management, the resolution of this litigation, if any, would not have a material adverse effect on the Company’s consolidated financial position or results of operations.

## NOTE D - EARNINGS PER SHARE

Basic and diluted earnings per share for the three and nine months ended June 30, 2016 and 2015 were calculated by dividing net income by the weighted-average number of shares outstanding for the period considering the effect of diluted equity options and stock awards for the diluted earnings per share calculations.

	For the Three Months Ended June 30,		For the Nine Months Ended June 30,	
	2016	2015	2016	2015
	(In thousands except for per share data)			
Income applicable to common shares	\$ 252	\$ 245	\$ 740	\$ 574

Weighted average number of common shares outstanding - basic	5,820	5,819	5,820	5,818
Stock options and restricted stock	—	—	—	—
Weighted average number of common shares and common share equivalents - diluted	5,820	5,819	5,820	5,818
Basic earnings per share	\$ 0.04	\$ 0.04	\$ 0.13	\$ 0.10
Diluted earnings per share	\$ 0.04	\$ 0.04	\$ 0.13	\$ 0.10

Options to purchase 188,276 shares of common stock at a weighted average price of \$14.61 were outstanding and not included in the computation of diluted earnings per share for the three and nine months ended June 30, 2016 and June 30, 2015 because the grant (or option strike) price was greater than the average market price of the common shares during the period and are thus anti-dilutive.

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## NOTE E – STOCK-BASED COMPENSATION AND STOCK REPURCHASE PROGRAM

The Company follows FASB Accounting Standards Codification (“ASC”) Section 718, Compensation-Stock Compensation, which covers a wide range of share-based compensation arrangements including share options, restricted share plans, performance-based awards, share appreciation rights, and employee share purchase plans. ASC 718 requires that compensation cost relating to share-based payment transactions be recognized in financial statements. The cost is measured based on the fair value of the equity or liability instruments issued.

Stock options generally vest over a five-year service period and expire ten years from issuance. The fair values of all option grants were estimated using the Black-Scholes option-pricing model. Since there was limited historical information on the volatility of the Company’s stock, management also considered the average volatilities of similar entities for an appropriate period in determining the assumed volatility rate used in the estimation of fair value. Management estimated the expected life of the options using the simplified method allowed under SAB No. 107. The 7-year Treasury yield in effect, at the time of the grant, provided the risk-free rate for periods within the contractual life of the option. Management recognizes compensation expense for the fair values of these awards, which have graded vesting, on a straight-line basis over the vesting period of the awards. Once vested, these awards are irrevocable. Shares will be obtained from either the open market or treasury stock upon share option exercise.

Restricted shares generally vest over a five-year service period on the anniversary of the grant date. Once vested, these awards are irrevocable. The product of the number of shares granted and the grant date market price of the Company’s common stock determine the fair value of restricted shares under the Company’s restricted stock plans. Management recognizes compensation expense for the fair value of restricted shares on a straight-line basis over the vesting period of the awards.

The following is a summary of the status of the Company’s stock option activity and related information for its option plan for the nine months ended June 30, 2016 and 2015, respectively:

	Number of Stock Options	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life	Aggregate Intrinsic Value
Balance at September 30, 2015	188,276	\$ 14.61	1.4 years	\$ —
Granted	—	—		
Exercised	—	—		
Forfeited	—	—		
Balance at June 30, 2016	188,276	\$ 14.61	0.7 years	\$ —
Exercisable at June 30, 2016	188,276	\$ 14.61	0.7 years	\$ —

	Number of Stock Options	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life	Aggregate Intrinsic Value
Balance at September 30, 2014	188,276	\$ 14.61	2.4 years	\$ —
Granted	—	—		
Exercised	—	—		
Forfeited	—	—		
Balance at June 30, 2015	188,276	\$ 14.61	1.7 years	\$ —
Exercisable at June 30, 2015	188,276	\$ 14.61	1.7 years	\$ —

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The following is a summary of the Company's non-vested restricted stock awards as of June 30, 2016 and 2015 and changes during the nine months ended June 30, 2016 and 2015:

	Number of Stock Awards	Weighted Average Grant Date Fair Value
Balance at September 30, 2015	1,252	\$ 4.30
Granted	—	—
Vested	(1,252 )	4.30
Forfeited	—	—
Balance at June 30, 2016	—	\$ —

	Number of Stock Awards	Weighted Average Grant Date Fair Value
Balance at September 30, 2014	5,302	\$ 4.41
Granted	—	—
Vested	(4,050 )	4.50
Forfeited	—	—
Balance at June 30, 2015	1,252	\$ 4.30

Stock option and stock award expenses included with compensation expense were \$0 and \$2,688, respectively, for the nine months ended June 30, 2016.

The Company announced in November 2007 its second stock repurchase program of up to 5% of its publicly-held outstanding shares of common stock, or 129,924 shares. Through June 30, 2016, the Company had repurchased a total of 81,000 shares of its common stock at an average cost of \$8.33 per share under this program. No shares were repurchased during the nine months ended June 30, 2016 and 2015, respectively. Under the stock repurchase program, 48,924 shares of the 129,924 shares authorized remained available for repurchase as of June 30, 2016. The Company's intended use of the repurchased shares is for general corporate purposes, including the funding of awards granted under the 2006 Equity Incentive Plan. The Company has 102,996 total treasury stock shares at June 30, 2016, of which 81,000 were from repurchases under this program.

The Company has an Employee Stock Ownership Plan ("ESOP") for the benefit of employees of the Company and the Bank who meets the eligibility requirements as defined in the plan. The ESOP trust purchased 217,863 shares of common stock in the open market using proceeds of a loan from the Company. The total cost of shares purchased by the ESOP trust was \$2.3 million, reflecting an average cost per share of \$10.58. The Bank will make cash contributions to the ESOP on an annual basis sufficient to enable the ESOP to make the required loan payments to the Company. The loan bears a variable interest rate that adjusts annually every January 1<sup>st</sup> to the then published Prime

Rate (3.50% at January 1, 2016) with principal and interest payable annually in equal installments over thirty years. The loan is secured by shares of the Company's stock.

As the debt is repaid, shares are released as collateral and allocated to qualified employees. Accordingly, the shares pledged as collateral are reported as unearned ESOP shares in the Consolidated Balance Sheets. As shares are released from collateral, the Company reports compensation expense equal to the then current market price of the shares, and the shares become outstanding for earnings per share computations.

At June 30, 2016, shares allocated to participants totaled 140,881. Unallocated ESOP shares held in suspense totaled 76,982 at June 30, 2016 and had a fair market value of \$762,122. The Company's contribution expense for the ESOP was \$92,000 and \$80,000 for the nine months ended June 30, 2016 and 2015, respectively.

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## NOTE F – OTHER COMPREHENSIVE INCOME (LOSS)

The components of other comprehensive income (loss) and the related income tax effects are as follows:

	Three Months Ended June 30, 2016			2015		
	Before Tax Amount (Expense)	Tax Benefit	Net of Tax Amount	Before Tax Amount (Expense)	Tax Benefit	Net of Tax Amount
Unrealized holding gain arising during period on:						
Available-for-sale investments	\$34	\$ (12 )	\$ 22	\$ (54)	\$ 19	\$ (35 )
Less reclassification adjustment for net realized on available-for-sale investments (a) (b)	(10)	4	(6 )	—	—	—
Other comprehensive income (loss), net	\$24	\$ (8 )	\$ 16	\$ (54)	\$ 19	\$ (35 )

	Nine Months Ended June 30, 2016			2015		
	Before Tax Amount (Expense)	Tax Benefit	Net of Tax Amount	Before Tax Amount (Expense)	Tax Benefit	Net of Tax Amount
Unrealized holding gain arising during period on:						
Available-for-sale investments	\$70	\$ (28 )	\$ 42	\$123	\$ (46 )	\$ 77
Less reclassification adjustment for net realized on available-for-sale investments (a) (b)	(72)	29	(43 )	(42)	17	(25 )
Other comprehensive income (loss), net	\$(2 )	\$ 1	\$ (1 )	\$81	\$ (29 )	\$ 52

(a) Realized gains on securities transactions included in gains on sales of investment securities in the accompanying Consolidated Statements of Operations

(b) Tax effect included in income tax expense in the accompanying Consolidated Statements of Operations

## NOTE G – FAIR VALUE DISCLOSURES

The Company uses fair value measurements to record fair value adjustments to certain assets and liabilities and to determine fair value disclosures. The securities available-for-sale are recorded at fair value on a recurring basis. Additionally, from time to time, we may be required to record at fair value other assets or liabilities on a non-recurring basis, such as held-to-maturity securities, mortgage servicing rights, loans receivable and other real estate owned, or OREO. These non-recurring fair value adjustments involve the application of lower-of-cost-or-market accounting or write-downs of individual assets.

In accordance with ASC 820, the Company groups its assets and liabilities at fair value in three levels, based on the markets in which the assets are traded and the reliability of the assumptions used to determine fair value. These levels are:

**Level 1** - Valuation is based upon quoted prices for identical instruments traded in active markets.

**Level 2** - Valuation is based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active and model-based valuation techniques for which all significant assumptions are observable in the market.

**Level 3** - Valuation is generated from model-based techniques that use significant assumptions not observable in the market. These unobservable assumptions reflect our own estimates of assumptions that market participants would use in pricing the asset or liability. Valuation techniques include the use of option pricing models, discounted cash flow models and similar techniques. The results cannot be determined with precision and may not be realized in an actual sale or immediate settlement of the asset or liability.

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The Company based its fair values on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC 820 requires the Company to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value.

The following is a description of valuation methodologies used for assets measured at fair value on a recurring basis.

Securities available-for-sale

The securities available-for-sale portfolio is carried at estimated fair value on a recurring basis, with any unrealized gains and losses, net of taxes, reported as accumulated other comprehensive income/loss in stockholders' equity. The securities available-for-sale portfolio consists of U.S government-sponsored mortgage-backed securities and private label mortgage-backed securities. The fair values of these securities are obtained from an independent nationally recognized pricing service. An independent pricing service provides the Company with prices which are categorized as Level 2, as quoted prices in active markets for identical assets are generally not available for the securities in our portfolio. Various modeling techniques are used to determine pricing for Company's mortgage-backed securities, including option pricing and discounted cash flow models. The inputs to these models include benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers and reference data.

The following table provides the level of valuation assumptions used to determine the carrying value of our assets measured at fair value on a recurring basis.

	Fair Value at June 30, 2016			
	Total	Level 1	Level 2	Level 3
	(Dollars in thousands)			
Securities available for sale:				
Obligations of U.S. government-sponsored enterprises:				
Mortgage-backed securities-residential	\$ 5,448	\$ —	\$ 5,448	\$ —
Private label mortgage-backed securities-residential	117	—	117	—
Total securities available for sale	\$ 5,565	\$ —	\$ 5,565	\$ —
	Fair Value at September 30, 2015			
	Total	Level 1	Level 2	Level 3
	(Dollars in thousands)			
Securities available for sale:				
Obligations of U.S. government-sponsored enterprises:				
Mortgage-backed securities-residential	\$ 5,914	\$ —	\$ 5,914	\$ —
Private label mortgage-backed securities-residential	150	—	150	—
Total securities available for sale	\$ 6,064	\$ —	\$ 6,064	\$ —

The following is a description of valuation methodologies used for assets measured at fair value on a non-recurring basis.

#### Mortgage Servicing Rights, net

Mortgage Servicing Rights (MSRs) are carried at the lower of cost or estimated fair value. The estimated fair value of MSR is determined through a calculation of future cash flows, incorporating estimates of assumptions market participants would use in determining fair value including market discount rates, prepayment speeds, servicing income, servicing costs, default rates and other market driven data, including the market's perception of future interest rate movements and, as such, are classified as Level 3. The Company had MSRs totaling \$104,000 and \$132,000 at June 30, 2016 and September 30, 2015, respectively.

#### Impaired Loans

Loans which meet certain criteria are evaluated individually for impairment. A loan is impaired when, based on current information and events, it is probable that the Company will be unable to collect all amounts due according to the contractual terms of the loan agreement. All amounts due according to the contractual terms means that both the contractual interest and principal payments of a loan will be collected as scheduled in the loan agreement. Three impairment measurement methods are used, depending upon the collateral securing the asset: 1) the present value of expected future cash flows discounted at the loan's effective interest rate (the rate of return implicit in the loan); 2) the asset's observable market price; or 3) the fair value of the collateral, less anticipated selling and disposition costs, if the asset is collateral dependent. The regulatory agencies require the last method for loans from which repayment is expected to be provided solely by the underlying collateral. The Company's impaired loans are generally collateral dependent and, as such, are carried at the estimated fair value of the collateral less estimated selling costs. Fair value is estimated through current appraisals, and adjusted as necessary, by management, to reflect current market conditions and, as such, are generally classified as Level 3.

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Appraisals of collateral securing impaired loans are conducted by approved, qualified, and independent third-party appraisers. Such appraisals are ordered via the Company's credit administration department, independent from the lender who originated the loan, once the loan is deemed impaired, as described in the previous paragraph. Impaired loans are generally re-evaluated with an updated appraisal within one year of the last appraisal. However, the Company also obtains updated appraisals on performing construction loans that are approaching their maturity date to determine whether or not the fair value of the collateral securing the loan remains sufficient to cover the loan amount prior to considering an extension. The Company discounts the appraised "as is" value of the collateral for estimated selling and disposition costs and compares the resulting fair value of collateral to the outstanding loan amount. If the outstanding loan amount is greater than the discounted fair value, the Company requires a reduction in the outstanding loan balance or additional collateral before considering an extension to the loan. If the borrower is unwilling or unable to reduce the loan balance or increase the collateral securing the loan, it is deemed impaired and the difference between the loan amount and the fair value of collateral, net of estimated selling and disposition costs, is charged off through a reduction of the allowance for loan loss.

Other Real Estate Owned

The fair value of other real estate owned is determined through current appraisals, and adjusted as necessary, by management, to reflect current market conditions and anticipated selling and disposition costs. As such, other real estate owned is generally classified as Level 3.

The following table provides the level of valuation assumptions used to determine the carrying value of our assets measured at fair value on a non-recurring basis at June 30, 2016 and September 30, 2015.

	Fair Value at June 30, 2016			
	Total	Level 1	Level 2	Level 3
	(Dollars in thousands)			
Impaired loans	\$ 1,212	\$ —	\$ —	\$ 1,212
Other real estate owned	13,725	—	—	13,725
	\$ 14,937	\$ —	\$ —	\$ 14,937

  

	Fair Value at September 30, 2015			
	Total	Level 1	Level 2	Level 3
	(Dollars in thousands)			
Impaired loans	\$ 1,489	\$ —	\$ —	\$ 1,489
Other real estate owned	16,192	—	—	16,192
	\$ 17,681	\$ —	\$ —	\$ 17,681

The following table presents additional quantitative information about assets measured at fair value on a nonrecurring basis and for which Company has utilized Level 3 inputs to determine fair value:

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## Quantitative Information about Level 3 Fair Value Measurements

(Dollars in thousands)

June 30, 2016	Fair Value Valuation			Range (Weighted Average)
	Estimate	Techniques	Unobservable Input	
Impaired loans	\$ 1,212	Appraisal of collateral (1)	Appraisal adjustments (2)	-7.9% to -20.8% (-9.8%)
Other real estate owned	\$ 13,725	Appraisal of collateral (1)	Liquidation expenses (2)	-3.9% to -41.6% (-22.7%)

September 30, 2015	Fair Value Valuation			Range (Weighted Average)
	Estimate	Techniques	Unobservable Input	
Impaired loans	\$ 1,489	Appraisal of collateral (1)	Appraisal adjustments (2)	-16.0% to -40.0% (-8.0%)
Other real estate owned	\$ 16,192	Appraisal of collateral (1)	Liquidation expenses (2)	0.0% to -41.2% (-15.1%)

(1) Fair value is generally determined through independent appraisals for the underlying collateral, which generally include various level 3 inputs which are not identifiable.

Appraisals may be adjusted by management for qualitative factors such as economic conditions and estimated (2) liquidation expenses. The range and weighted average of liquidation expenses and other appraisal adjustments are presented as a percent of the appraisal.

The following methods and assumptions were used to estimate the fair value of each class of financial instruments not already disclosed above for which it is practicable to estimate fair value:

Cash and interest earning deposits with banks: The carrying amounts are a reasonable estimate of fair value.

Held to maturity securities: The fair values of held to maturity securities are obtained from an independent nationally recognized pricing service. An independent pricing service provides the Company with prices which are categorized as Level 2, as quoted prices in active markets for identical assets are generally not available for the securities in Company's portfolio.

Loans: Fair value for the loan portfolio, excluding impaired loans with specific loss allowances, is estimated based on discounted cash flow analysis using interest rates currently offered for loans with similar terms to borrowers of similar credit quality.

Federal Home Loan Bank of New York (“FHLB”) stock: The carrying amount of FHLB stock approximates fair value and considers the limited marketability of the investment.

Bank-owned life insurance: The carrying amounts are based on the cash surrender values of the individual policies, which is a reasonable estimate of fair value.

Deposits: The fair value of deposits with no stated maturity, such as money market deposit accounts, interest-bearing checking accounts and savings accounts, is equal to the amount payable on demand. The fair value of certificates of deposit is based on the discounted value of contractual cash flows. The discount rate is equivalent to current market rates for deposits of similar size, type and maturity.

Accrued interest receivable and payable: For these short-term instruments, the carrying amount is a reasonable estimate of fair value.

Federal Home Loan Bank of New York advances: The fair value of borrowings is based on the discounted value of contractual cash flows. The discount rate is equivalent to the rate currently offered by the Federal Home Loan Bank of New York for borrowings of similar maturity and terms.

The fair value of commitments to extend credit is estimated based on the amount of unamortized deferred loan commitment fees. The fair value of letters of credit is based on the amount of unearned fees plus the estimated cost to terminate the letters of credit. Fair values of unrecognized financial instruments including commitments to extend credit and the fair value of letters of credit are considered immaterial.

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The following presents the carrying amount, fair value, and placement in the fair value hierarchy of the Company's financial instruments carried at cost or amortized cost as of June 30, 2016 and September 30, 2015. This table excludes financial instruments for which the carrying amount approximates level 1 fair value. For short-term financial assets such as cash and cash equivalents, the carrying amount is a reasonable estimate of fair value due to the relatively short time between the origination of the instrument and its expected realization. For financial liabilities such as interest-bearing demand, NOW, and money market savings deposits, the carrying amount is a reasonable estimate of fair value due to these products being payable on demand and having no stated maturity.

	Carrying Value	Fair Value	Fair Value (Level 1)	Measurement (Level 2)	Placement (Level 3)
(Dollars in thousands)					
June 30, 2016					
Financial instruments - assets					
Investment securities held to maturity	\$55,391	\$56,495	\$ —	\$ 56,495	\$ —
Loans	439,533	446,151	—	—	446,151
Financial instruments - liabilities					
Certificates of deposit including retirement certificates	136,922	138,203	—	138,203	—
Borrowings	41,040	41,673	—	41,673	—
September 30, 2015					
Financial instruments - assets					
Investment securities held to maturity	\$52,614	\$53,248	\$ —	\$ 53,248	\$ —
Loans	420,596	425,890	—	—	425,890
Financial instruments - liabilities					
Certificates of deposit including retirement certificates	143,108	144,150	—	144,150	—
Borrowings	31,594	32,231	—	32,231	—

There were no transfers between fair value measurement placements for the three and nine months ended June 30, 2016.

## NOTE H - INVESTMENT SECURITIES

The following tables summarize the amortized cost and fair values of securities available for sale at June 30, 2016 and September 30, 2015:

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June 30, 2016

	Gross	Gross	
	Amortized	Unrealized	Fair
	Cost	Gains	Unrealized
			Losses
			Value

(Dollars in thousands)

Securities available for sale:

Obligations of U.S. government-sponsored enterprises:

Mortgage-backed securities-residential	\$5,376	\$ 72	\$ —	\$5,448
Private label mortgage-backed securities-residential	118	—	(1 )	117
Total securities available for sale	\$5,494	\$ 72	\$ (1 )	\$5,565

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	September 30, 2015			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
	(Dollars in thousands)			
Securities available-for-sale:				
Obligations of U.S. government-sponsored enterprises:				
Mortgage-backed securities-residential	\$5,839	\$ 82	\$ (7 )	\$5,914
Private label mortgage-backed securities-residential	151	—	(1 )	150
Total securities available for sale	\$5,990	\$ 82	\$ (8 )	\$6,064

The maturities of the debt securities and mortgage-backed securities available for sale at June 30, 2016 are summarized in the following table:

	June 30, 2016	
	Amortized Cost	Fair Value
	(Dollars in thousands)	
Due within 1 year	\$ —	\$ —
Due after 1 but within 5 years	—	—
Due after 5 but within 10 years	—	—
Due after 10 years	—	—
Total debt securities	—	—
Mortgage-backed securities:		
Residential	5,494	5,565
Commercial	—	—
Total	\$ 5,494	\$ 5,565

The following tables summarize the amortized cost and fair values of securities held to maturity at June 30, 2016 and September 30, 2015:

	June 30, 2016			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
	(Dollars in thousands)			
Securities held to maturity:				
Obligations of U.S. government agencies:				

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Mortgage-backed securities - residential	\$4,659	\$ 183	\$ (92	) \$4,750
Mortgage-backed securities - commercial	1,050	1	—	1,051
Obligations of U.S. government-sponsored enterprises:				
Mortgage-backed-securities - residential	41,171	1,201	(6	) 42,366
Debt securities	5,000	4	—	5,004
Private label mortgage-backed securities - residential	511	—	(8	) 503
Corporate securities	3,000	—	(179	) 2,821
Total securities held to maturity	\$55,391	\$ 1,389	\$ (285	) \$56,495

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	September 30, 2015			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
	(Dollars in thousands)			
Securities held to maturity:				
Obligations of U.S. government agencies:				
Mortgage-backed securities - residential	\$5,414	\$ 156	\$ (99)	) \$5,471
Mortgage-backed securities - commercial	1,101	—	(2)	) 1,099
Obligations of U.S. government-sponsored enterprises:				
Mortgage backed securities - residential	37,563	647	(67)	) 38,143
Debt securities	5,000	2	(25)	) 4,977
Private label mortgage-backed securities - residential	536	1	(1)	) 536
Corporate securities	3,000	22	—	) 3,022
Total securities held to maturity	\$52,614	\$ 828	\$ (194)	) \$53,248

The maturities of the debt securities and the mortgage backed securities held to maturity at June 30, 2016 are summarized in the following table:

	June 30, 2016	
	Amortized Cost	Fair Value
	(Dollars in thousands)	
Due within 1 year	\$ —	\$ —
Due after 1 but within 5 years	2,000	2,000
Due after 5 but within 10 years	6,000	5,825
Due after 10 years	—	—
Total debt securities	8,000	7,825
Mortgage-backed securities:		
Residential	46,341	47,619
Commercial	1,050	1,051
Total	\$ 55,391	\$ 56,495

## NOTE I – IMPAIRMENT OF INVESTMENT SECURITIES

The Company recognizes credit-related other-than-temporary impairment on debt securities in earnings while noncredit-related other-than-temporary impairment on debt securities not expected to be sold are recognized in other comprehensive income (“OCI”).

The Company reviews its investment portfolio on a quarterly basis for indications of impairment. This review includes analyzing the length of time and the extent to which the fair value has been lower than the cost, the financial condition and near-term prospects of the issuer, including any specific events which may influence the operations of the issuer and the intent and ability to hold the investment for a period of time sufficient to allow for any anticipated recovery in the market. The Company evaluates its intent and ability to hold debt securities based upon its investment strategy for the particular type of security and its cash flow needs, liquidity position, capital adequacy and interest rate risk position. In addition, the risk of future other-than-temporary impairment may be influenced by prolonged recession in the U.S. economy, changes in real estate values and interest deferrals.

Investment securities with fair values more than their amortized cost contain unrealized gains. The Company also evaluated the securities with unrealized losses. The following tables present the gross unrealized losses and fair value at June 30, 2016 and September 30, 2015 for both available for sale and held to maturity securities by investment category and time frame for which the loss has been outstanding:

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	June 30, 2016						
	Number of Securities	Less Than 12 Months		12 Months Or Greater		Total	
		Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Obligations of U.S. government agencies:							
Mortgage-backed securities - residential	2	\$—	\$—	\$ 884	\$ (92 )	\$ 884	\$ (92 )
Obligations of U.S. government-sponsored enterprises							
Mortgage-backed securities - residential	1	—	—	1,962	(6 )	1,962	(6 )
Private label mortgage-backed securities residential	3	504	(8 )	16	(1 )	520	(9 )
Corporate securities	1	2,821	(179 )	—	—	2,821	(179 )
Total	7	\$ 3,325	\$ (187 )	\$ 2,862	\$ (99 )	\$ 6,187	\$ (286 )

	September 30, 2015						
	Number of Securities	Less Than 12 Months		12 Months Or Greater		Total	
		Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Obligations of U.S. government agencies:							
Mortgage-backed securities - residential	3	\$—	\$—	\$ 2,254	\$ (99 )	\$ 2,254	\$ (99 )
Mortgage-backed securities - commercial	1	1,099	(2 )	—	—	1,099	(2 )
Obligations of U.S. government-sponsored enterprises							
Mortgage-backed securities - residential	7	4,424	(34 )	8,688	(40 )	13,112	(74 )
Debt securities	1	—	—	1,975	(25 )	1,975	(25 )
Private label mortgage-backed securities residential	2	—	—	223	(2 )	223	(2 )
Total	14	\$ 5,523	\$ (36 )	\$ 13,140	\$ (166 )	\$ 18,663	\$ (202 )

The Company also evaluated securities with unrealized losses. At June 30, 2016 and September 30, 2015, there were seven and fourteen, respectively, investment securities with unrealized losses. The Company anticipates full recovery of amortized costs with respect to these securities with unrealized losses. The Company does not intend to sell these securities and has determined that it is not more likely than not that the Company would be required to sell these securities prior to maturity or market price recovery. Management has considered factors regarding other than temporarily impaired securities and determined that there are no securities with impairment that is other than temporary as of June 30, 2016 and September 30, 2015.

## NOTE J – LOANS RECEIVABLE, NET AND RELATED ALLOWANCE FOR LOAN LOSSES

Loans receivable, net were comprised of the following:

	June 30, 2016	September 30, 2015	
	(Dollars in thousands)		
One-to four-family residential	\$ 168,284	\$ 169,781	
Commercial real estate	188,469	173,864	
Construction	14,587	6,679	
Home equity lines of credit	22,554	21,176	
Commercial business	39,056	41,485	
Other	9,306	10,305	
Total loans receivable	442,256	423,290	
Net deferred loan costs	177	192	
Allowance for loan losses	(2,900 )	(2,886 )	
 Total loans receivable, net	 \$ 439,533	 \$ 420,596	

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The segments of the Bank's loan portfolio are disaggregated to a level that allows management to monitor risk and performance. The residential mortgage loan segment is further disaggregated into two classes: amortizing term loans, which are primarily first liens, and home equity lines of credit, which are generally second liens. The commercial real estate loan segment is further disaggregated into three classes: commercial real estate loans include loans secured by multifamily structures, owner-occupied commercial structures, and non-owner occupied nonresidential properties. The construction loan segment consists primarily of loans to developers or investors for the purpose of acquiring, developing and constructing residential or commercial structures and to a lesser extent one-to-four family residential construction loans made to individuals for the acquisition of and/or construction on a lot or lots on which a residential dwelling is to be built. Construction loans to developers and investors have a higher risk profile because the ultimate buyer, once development is completed, is generally not known at the time of the loan. The commercial business loan segment consists of loans made for the purpose of financing the activities of commercial customers and consists primarily of revolving lines of credit. The consumer loan segment consists primarily of stock-secured installment loans, but also includes unsecured personal loans and overdraft lines of credit connected with customer deposit accounts.

Management evaluates individual loans in all segments for possible impairment if the loan either is in nonaccrual status, or is risk rated Substandard and is greater than 90 days past due. Loans are considered to be impaired when, based on current information and events, it is probable that the Company will be unable to collect the scheduled payments of principal or interest when due according to the contractual terms of the loan agreement. Factors considered by management in evaluating impairment include payment status, collateral value, and the probability of collecting scheduled principal and interest payments when due. Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, the reasons for the delay, the borrower's prior payment record, and the amount of the shortfall in relation to the principal and interest owed.

Once the determination has been made that a loan is impaired, the recorded investment in the loan is compared to the fair value of the loan using one of three methods: (a) the present value of expected future cash flows discounted at the loan's effective interest rate; (b) the loan's observable market price; or (c) the fair value of the collateral securing the loan, less anticipated selling and disposition costs. The method is selected on a loan-by-loan basis, with management primarily utilizing the fair value of collateral method. If there is a shortfall between the fair value of the loan and the recorded investment in the loan, the Company charges the difference to the allowance for loan loss as a charge-off and carries the impaired loan on its books at fair value. It is the Company's policy to evaluate impaired loans on an annual basis to ensure the recorded investment in a loan does not exceed its fair value.

The following table presents impaired loans by class, segregated by those for which a specific allowance was required and charged-off and those for which a specific allowance was not necessary at the dates presented:

Impaired  
Loans with

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At June 30, 2016	Impaired Loans with Specific Allowance		No Specific Allowance	Total Impaired Loans Unpaid Principal Balance	
	Recorded Investment	Related Allowance	Recorded Investment	Recorded Investment	Recorded Investment
	(Dollars in thousands)				
One-to four-family residential	\$—	\$ —	\$ 3,771	\$ 3,771	\$ 4,002
Commercial real estate	—	—	3,863	3,863	3,863
Construction	—	—	—	—	—
Home equity lines of credit	—	—	—	—	—
Commercial business	1,307	95	253	1,560	1,852
Other	—	—	—	—	—
Total impaired loans	\$1,307	\$ 95	\$ 7,887	\$ 9,194	\$ 9,717

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At September 30, 2015	Impaired Loans with Specific Allowance		Impaired Loans with No Specific Allowance	Total Impaired Loans Unpaid	
	Recorded Investment	Related Allowance	Recorded Investment	Recorded Investment	Principal Balance
	(Dollars in thousands)				
One-to four-family residential	\$—	\$ —	\$ 3,017	\$ 3,017	\$ 3,134
Commercial real estate	—	—	5,447	5,447	6,556
Home equity lines of credit	—	—	417	417	521
Commercial business	1,690	201	66	1,756	1,756
Total impaired loans	\$ 1,690	\$ 201	\$ 8,947	\$ 10,637	\$ 11,967

The following table presents the average recorded investment in impaired loans for the periods indicated. There was no interest income recognized on impaired loans during the periods presented.

	Three Months Ended June 30, 2016	Nine Months Ended June 30, 2016
		(Dollars in thousands)
One-to four-family residential	\$ 3,952	\$ 3,626
Commercial real estate	4,429	4,761
Construction	—	—
Home equity lines of credit	15	92
Commercial business	1,570	1,702
Average investment in impaired loans	\$ 9,966	\$ 10,181

	Three Months Ended June 30, 2015	Nine Months Ended June 30, 2015
		(Dollars in thousands)
One-to four-family residential	\$ 4,502	\$ 6,451
Commercial real estate	5,563	5,271

Construction	1,692	1,961
Home equity lines of credit	841	660
Commercial business	1,762	1,474
Average investment in impaired loans	\$ 14,358	\$ 15,817

Management uses a ten point internal risk rating system to monitor the credit quality of the overall loan portfolio. The first six categories are considered not criticized, and are aggregated as “Pass” rated. The criticized rating categories utilized by management generally follow bank regulatory definitions. The Special Mention category includes assets that are currently protected but are potentially weak, resulting in an undue and unwarranted credit risk, but not to the point of justifying a Substandard classification. Loans in the Substandard category have well-defined weaknesses that jeopardize the liquidation of the debt, and have a distinct possibility that some loss will be sustained if the weaknesses are not corrected. Loans classified Doubtful have all the weaknesses inherent in loans classified Substandard with the added characteristic that collection or liquidation in full, on the basis of current conditions and facts, is highly improbable. All loans greater than three months past due are considered Substandard. Any portion of a loan that has been charged off is placed in the Loss category.

To help ensure that risk ratings are accurate and reflect the present and future capacity of borrowers to repay a loan as agreed, the Bank has a structured loan rating process with several layers of internal and external oversight. Generally, consumer and residential mortgage loans are included in the Pass categories unless a specific action, such as severe delinquency, bankruptcy, repossession, or death occurs to raise awareness of a possible credit event. The Bank’s Commercial Loan Officers are responsible for the timely and accurate risk rating of the loans in their portfolios at origination and on an ongoing basis. The Asset Review Committee performs monthly reviews of all commercial relationships internally rated 6 (“Watch”) or worse. Confirmation of the appropriate risk grade is performed by an external Loan Review Company that semi-annually reviews and assesses loans within the portfolio. Generally, the external consultant reviews commercial relationships greater than \$500,000 and/or criticized relationships greater than \$250,000. Detailed reviews, including plans for resolution, are performed on loans classified as Substandard on a monthly basis.

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The following table presents the classes of the loan portfolio summarized by the aggregate Pass and the criticized categories of Special Mention, Substandard and Doubtful within the Bank's internal risk rating system at the dates presented:

	Pass	Special Mention	Substandard	Doubtful	Total
(Dollars in thousands)					
June 30, 2016					
One-to four-family residential	\$ 164,885	\$ —	\$ 3,399	\$ —	\$ 168,284
Commercial real estate	185,787	—	2,682	—	188,469
Construction	12,109	—	2,478	—	14,587
Home equity lines of credit	22,554	—	—	—	22,554
Commercial business	37,749	—	—	1,307	39,056
Other	9,306	—	—	—	9,306
Total	\$432,390	\$ —	\$ 8,559	\$ 1,307	\$442,256

	Pass	Special Mention	Substandard	Doubtful	Total
(Dollars in thousands)					
September 30, 2015					
One-to four-family residential	\$ 166,846	\$ —	\$ 2,935	\$ —	\$ 169,781
Commercial real estate	169,239	210	3,309	1,106	173,864
Construction	2,468	—	4,211	—	6,679
Home equity lines of credit	19,436	—	1,740	—	21,176
Commercial business	39,764	—	1,721	—	41,485
Other	10,305	—	—	—	10,305
Total	\$408,058	\$ 210	\$ 13,916	\$ 1,106	\$423,290

Management further monitors the performance and credit quality of the loan portfolio by analyzing the age of the portfolio as determined by the length of time a recorded payment is past due. The following table presents the classes of the loan portfolio summarized by the aging categories of performing loans and nonaccrual loans at the dates presented:

	Current	30-59 Days Past Due	60-89 Days Past Due	90 Days + Past Due	Total Past Due	Non- Accrual	Total Loans
(Dollars in thousands)							
June 30, 2016							
One-to four-family residential	\$ 165,337	\$ 11	\$ 677	\$ 2,259	\$ 2,947	\$ 2,259	\$ 168,284
Commercial real estate	188,026	—	69	374	443	374	188,469
Construction	14,587	—	—	—	—	—	14,587

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Home equity lines of credit	22,451	99	—	4	103	4	22,554
Commercial business	37,748	1	—	1,307	1,308	1,307	39,056
Other	9,306	—	—	—	—	—	9,306
Total	\$437,455	\$ 111	\$ 746	\$ 3,944	\$ 4,801	\$ 3,944	\$442,256

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	Current	30-59 Days Past Due	60-89 Days Past Due	90 Days + Past Due	Total Past Due	Non- Accrual	Total Loans
(Dollars in thousands)							
September 30, 2015							
One-to four-family residential	\$ 166,993	\$ —	\$ 730	\$ 2,058	\$ 2,788	\$ 2,058	\$ 169,781
Commercial real estate	171,969	—	—	1,895	1,895	1,895	173,864
Construction	6,679	—	—	—	—	—	6,679
Home equity lines of credit	20,921	—	—	255	255	255	21,176
Commercial business	39,777	—	19	1,689	1,708	1,689	41,485
Other	10,305	—	—	—	—	—	10,305
Total	\$416,644	\$ —	\$ 749	\$ 5,897	\$ 6,646	\$ 5,897	\$423,290

An allowance for loan losses (“ALL”) is maintained to absorb losses from the loan portfolio. The ALL is based on management’s continuing evaluation of the risk characteristics and credit quality of the loan portfolio, assessment of current economic conditions, diversification and size of the portfolio, adequacy of collateral, past and anticipated loss experience, and the amount of non-performing loans (“NPLs”).

The Bank’s methodology for determining the ALL is based on the requirements of ASC Section 310-10-35 for loans individually evaluated for impairment (discussed above) and ASC Subtopic 450-20 for loans collectively evaluated for impairment, as well as the Interagency Policy Statements on the Allowance for Loan and Lease Losses and other bank regulatory guidance.

Loans that are collectively evaluated for impairment are analyzed with general allowances being made as appropriate. For general allowances, historical loss trends are used in the estimation of losses in the current portfolio. These historical loss amounts are modified by other qualitative and economic factors.

The loans are segmented into classes based on their inherent varying degrees of risk, as described above. Management tracks the historical net charge-off activity by segment and utilizes this figure, as a percentage of the segment, as the general reserve percentage for pooled, homogenous loans that have not been deemed impaired. Typically, an average of losses incurred over a defined number of consecutive historical years is used.

Non-impaired credits are segregated for the application of qualitative factors. Management has identified a number of additional qualitative factors which it uses to supplement the historical charge-off factor because these factors are likely to cause estimated credit losses associated with the existing loan pools to differ from historical loss experience. The additional factors that are evaluated quarterly and updated using information obtained from internal, regulatory, and governmental sources include: national and local economic trends and conditions; levels of and trends in delinquency rates and non-accrual loans; trends in volumes and terms of loans; effects of changes in lending policies; experience, ability, and depth of lending staff; value of underlying collateral; and concentrations of credit from a loan type, industry and/or geographic standpoint.

Management reviews the loan portfolio on a quarterly basis using a defined, consistently applied process in order to make appropriate and timely adjustments to the ALL. When information confirms all or part of specific loans to be uncollectible, these amounts are promptly charged off against the ALL. Since loans individually evaluated for impairment are promptly written down to their fair value, typically there is no portion of the ALL for loans individually evaluated for impairment.

The following table summarizes the ALL by loan category and the related activity for the nine months ended June 30, 2016:

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	One-to-Four			Home		Commercial			
	Family	Commercial		Equity	Lines of	Commercial			
	Residential	Real Estate	Construction	Credit		Business	Other	Unallocated Total	
	(Dollars in thousands)								
Balance- September 30, 2015	\$395	\$ 931	\$ 453	\$ 53		\$ 969	\$ 6	\$ 79	\$2,886
Charge-offs	(45 )	—	—	—		—	—	—	(45 )
Recoveries	—	—	—	80		1	—	—	81
Provision	36	4	(71 )	(78 )		255	3	29	178
Balance- December 31, 2015	\$386	\$ 935	\$ 382	\$ 55		\$ 1,225	\$ 9	\$ 108	\$3,100
Charge-offs	—	(61 )	—	(84 )		(383 )	—	—	(528 )
Recoveries	—	—	1	—		26	—	—	27
Provision	113	(3 )	(115 )	100		125	(1 )	72	291
Balance- March 31, 2016	\$499	\$ 871	\$ 268	\$ 71		\$ 993	\$ 8	\$ 180	\$2,890
Charge-offs	(88 )	—	—	—		(424 )	—	—	(512 )
Recoveries	—	100	2	—		—	—	—	102
Provision	(15 )	(49 )	39	(2 )		467	(1 )	(19 )	420
Balance- June 30, 2016	\$396	\$ 922	\$ 309	\$ 69		\$ 1,036	\$ 7	\$ 161	\$2,900

The following table summarizes the ALL by loan category and the related activity for the nine months ended June 30, 2015:

	One-to-Four			Home		Commercial			
	Family	Commercial		Equity	Lines of	Commercial			
	Residential	Real Estate	Construction	Credit		Business	Other	Unallocated Total	
	(Dollars in thousands)								
Balance- September 30, 2014	\$402	\$ 826	\$ 784	\$ 62		\$ 643	\$ 9	\$ 109	\$2,835
Charge-offs	(12 )	(193 )	—	(147 )		—	(1 )	—	(353 )
Recoveries	—	—	37	—		—	—	—	37
Provision	84	199	(73 )	151		90	(2 )	(29 )	420
Balance- December 31, 2014	\$474	\$ 832	\$ 748	\$ 66		\$ 733	\$ 6	\$ 80	\$2,939
Charge-offs	(90 )	—	(342 )	—		(263 )	—	—	(695 )
Recoveries	400	—	—	—		—	—	—	400
Provision	(415)	10	114	(11 )		434	—	38	170
Balance- March 31, 2015	\$369	\$ 842	\$ 520	\$ 55		\$ 904	\$ 6	\$ 118	\$2,814
Charge-offs	(34 )	(136 )	—	(13 )		(11 )	—	—	(194 )
Recoveries	—	—	—	—		—	—	—	—
Provision	46	229	(34 )	17		42	—	46	346
Balance- June 30, 2015	\$381	\$ 935	\$ 486	\$ 59		\$ 935	\$ 6	\$ 164	\$2,966

The following table summarizes the ALL by loan category, segregated into the amount required for loans individually evaluated for impairment and the amount required for loans collectively evaluated for impairment as of June 30, 2016 and September 30, 2015:

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	One-to-Four Family Residential	Commercial Real Estate	Construction	Home Equity Lines of Credit	Commercial Business	Other	Unallocated	Total
(Dollars in thousands)								
Allowance for Loan Losses:								
Balance - June 30, 2016	\$ 396	\$ 922	\$ 309	\$ 69	\$ 1,036	\$ 7	\$ 161	\$ 2,900
Individually evaluated for impairment	—	—	—	—	95	—	—	95
Collectively evaluated for impairment	396	922	309	69	941	7	161	2,805
Loans receivable:								
Balance - June 30, 2016	\$ 168,284	\$ 188,469	\$ 14,587	\$ 22,554	\$ 39,056	\$ 9,306	\$ —	\$ 442,256
Individually evaluated for impairment	3,771	3,863	—	—	1,560	—	—	9,194
Collectively evaluated for impairment	164,513	184,606	14,587	22,554	37,496	9,306	—	433,062

	One-to- Four Family Residential	Commercial Real Estate	Construction	Home Equity Lines of Credit	Commercial Business	Other	Unallocated	Total
(Dollars in thousands)								
Allowance for Loan Losses:								
Balance - September 30, 2015	\$ 395	\$ 931	\$ 453	\$ 53	\$ 969	\$ 6	\$ 79	\$ 2,886
Individually evaluated for impairment	—	—	—	—	201	—	—	201
Collectively evaluated for impairment	395	931	453	53	768	6	79	2,685
Loans receivable:								
Balance - September 30, 2015	\$ 169,781	\$ 173,864	\$ 6,679	\$ 21,176	\$ 41,485	\$ 10,305	\$ —	\$ 423,290
Individually evaluated for impairment	3,017	5,447	—	417	1,756	—	—	10,637
Collectively evaluated for impairment	166,764	168,417	6,679	20,759	39,729	10,305	—	412,653

The allowance for loan losses is based on estimates, and actual losses will vary from current estimates. Management believes that the segmentation of the loan portfolio into homogeneous pools and the related historical loss ratios and other qualitative factors, as well as the consistency in the application of assumptions, result in an ALL that is

representative of the risk found in the components of the portfolio at any given date.

The Bank has adopted FASB ASU No. 2011-02 on the determination of whether a loan restructuring is considered to be a Troubled Debt Restructuring (“TDR”). A TDR is a loan that has been modified whereby the Bank has agreed to make certain concessions to a borrower to meet the needs of both the borrower and the Bank to maximize the ultimate recovery of a loan. TDR occurs when a borrower is experiencing, or is expected to experience, financial difficulties and the loan is modified using a modification that would otherwise not be granted to the borrower. The types of concessions granted generally include, but are not limited to, interest rate reductions, limitations on the accrued interest charged, term extensions, and deferment of principal.

A default on a troubled debt restructured loan for purposes of this disclosure occurs when a borrower is 90 days past due or a foreclosure or repossession of the applicable collateral has occurred. There were no TDRs for the three and nine months ended June 30, 2016 and there was one TDR loan during the three and nine months ended June 30, 2015. The following tables summarize the one TDR during the three and nine month period ended June 30, 2015 that was classified as a TDR due to the financial condition of the borrower. The loan was performing in accordance with its restructured terms at June 30, 2016.

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	Three Months Ended June 30, 2015		
	Number of Loans (Dollars in thousands)	Investment Before TDR Modification	Investment After TDR Modification
One-to four-family residential	1	\$ 524	\$ 563
Total	1	\$ 524	\$ 563

	Nine Months Ended June 30, 2015		
	Number of Loans (Dollars in thousands)	Investment Before TDR Modification	Investment After TDR Modification
One-to four-family residential	1	\$ 524	\$ 563
Total	1	\$ 524	\$ 563

The Company foreclosed \$1.8 million of residential real estate loans during the nine months ended June 30, 2016, and \$2.3 million of consumer mortgage loans collateralized by residential real estate property were in the process of foreclosure at June 30, 2016.

## NOTE K - DEPOSITS

A summary of deposits by type of account are summarized as follows:

	2016 June 30 (Dollars in thousands)	2015 September 30
Demand accounts	\$ 86,684	\$ 87,915
Savings accounts	97,572	90,196
NOW accounts	41,832	41,457
Money market accounts	109,136	103,593

Certificates of deposit	117,119	122,088
Retirement certificates	19,803	21,020
	\$ 472,146	\$ 466,269

## NOTE L – INCOME TAXES

The Company records income taxes using the asset and liability method. Accordingly, deferred tax assets and liabilities: (i) are recognized for the expected future tax consequences of events that have been recognized in the financial statements or tax returns; (ii) are attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases; and (iii) are measured using enacted tax rates expected to apply in the years when those temporary differences are expected to be recovered or settled.

Where applicable, deferred tax assets are reduced by a valuation allowance for any portions determined not likely to be realized. The valuation allowance is assessed by management on a quarterly basis and adjusted, by a charge or credit to income tax expense, as changes in facts and circumstances warrant. In assessing whether it is more likely than not that some portion or all of the deferred tax assets will not be realized, management considers projections of future taxable income, the projected periods in which current temporary differences will be deductible, the availability of carry forwards, feasible and permissible tax planning strategies and existing tax laws and regulations. Due to the uncertainty of the Company's ability to realize the benefit of certain deferred tax assets within statutory time limits, the net deferred tax assets are partially offset by a valuation allowance at June 30, 2016, the amount of which has increased \$45,000 since September 30, 2015.

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A reconciliation of income tax between the amounts calculated based upon pre-tax income at the Company's federal statutory rate and the amounts reflected in the consolidated statements of operations are as follows:

	For the Three Months Ended June 30, 2016		For the Nine Months Ended June 30, 2015	
	2016	2015	2016	2015
	(Dollars in thousands)			
Income tax expense at 34% statutory federal tax rate	\$ 136	\$ 124	\$ 403	\$ 278
State tax expense	36	20	112	42
Other	(23 )	(25 )	(71 )	(77 )
Income tax expense	\$ 149	\$ 119	\$ 444	\$ 243

## NOTE M - FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK

The Company uses derivative financial instruments, such as interest rate floors and collars, as part of its interest rate risk management. Interest rate caps and floors are agreements whereby one party agrees to pay or receive a floating rate of interest on a notional principal amount for a predetermined period of time if certain market interest rate thresholds are met. The Company considers the credit risk inherent in these contracts to be negligible.

The Bank is a party to financial instruments with off-balance-sheet risk in the normal course of business to meet the financing needs of its customers. These financial instruments are commitments to extend credit are summarized in the below table. Those instruments involve, to varying degrees, elements of credit and interest rate risk in excess of the amounts recognized in the balance sheets.

	2016 June 30	2015 September 30
	(Dollars in thousands)	
Financial instruments whose contract amounts represent credit risk		
Letters of credit	\$ 306	\$ 694
Unused lines of credit	42,924	45,039
Fixed rate loan commitments	3,848	1,597
Variable rate loan commitments	16,154	7,937

\$ 63,232    \$ 55,267

## Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

### Forward-Looking Statements

When used in this filing and in future filings by the Company with the Securities and Exchange Commission, in the Company's press releases or other public or shareholder communications, or in oral statements made with the approval of an authorized executive officer, the words or phrases, "anticipate," "would be," "will allow," "intends to," "will likely result," "are expected to," "will continue," "is anticipated," "estimated," "projected," "believes", or similar expressions are intended to identify "forward looking statements." Forward-looking statements are subject to numerous risks and uncertainties, including, but not limited to, those risks previously disclosed by the Company in Item 1A of its Annual Report on Form 10-K as supplemented by quarterly reports on Form 10-Q filings with the SEC, general economic conditions, changes in interest rates, regulatory considerations, competition, technological developments, retention and recruitment of qualified personnel, and market acceptance of the Company's pricing, products and services, and with respect to the loans extended by the Bank and real estate owned, the following: risks related to the economic environment in the market areas in which the Bank operates, particularly with respect to the real estate market in New Jersey; the risk that the value of the real estate securing these loans may decline in value; and the risk that significant expense may be incurred by the Company in connection with the resolution of these loans.

The Company wishes to caution readers not to place undue reliance on any such forward-looking statements, which speak only as of the date made, and advises readers that various factors, including regional and national economic conditions, substantial changes in levels of market interest rates, credit and other risks of lending and investing activities, and competitive and regulatory factors, could affect the Company's financial performance and could cause the Company's actual results for future periods to differ materially from those anticipated or projected.

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The Company does not undertake, and specifically disclaims any obligation, to update any forward-looking statements to reflect occurrences or unanticipated events or circumstances after the date of such statements.

### **Critical Accounting Policies**

Critical accounting policies are defined as those that are reflective of significant judgments and uncertainties, and could potentially result in materially different results under different assumptions and conditions. Critical accounting policies may involve complex subjective decisions or assessments. We consider the following to be our critical accounting policies.

***Allowance for Loan Losses.*** The allowance for loan losses is the amount estimated by management as necessary to cover credit losses in the loan portfolio both probable and reasonably estimable at the balance sheet date. The allowance is established through the provision for loan losses which is charged against income. In determining the allowance for loan losses, management makes significant estimates and has identified this policy as one of our most critical. Due to the high degree of judgment involved, the subjectivity of the assumptions utilized and the potential for changes in the economic environment that could result in changes to the amount of the recorded allowance for loan losses, the methodology for determining the allowance for loan losses is considered a critical accounting policy by management.

As a substantial amount of our loan portfolio is collateralized by real estate, appraisals of the underlying value of property securing loans and discounted cash flow valuations of properties are critical in determining the amount of the allowance required for specific loans. Assumptions for appraisals and discounted cash flow valuations are instrumental in determining the value of properties. Overly optimistic assumptions or negative changes to assumptions could significantly affect the valuation of a property securing a loan and the related allowance determined. The assumptions supporting such appraisals and discounted cash flow valuations are carefully reviewed by management to determine that the resulting values reasonably reflect amounts realizable on the related loans.

Management performs a quarterly evaluation of the adequacy of the allowance for loan losses. We consider a variety of factors in establishing this estimate including, but not limited to, current economic conditions, delinquency statistics, geographic and industry concentrations, the adequacy of the underlying collateral, the financial strength of the borrower, results of internal loan reviews and other relevant factors. This evaluation is inherently subjective as it requires material estimates by management that may be susceptible to significant change based on changes in economic and real estate market conditions.

The evaluation has a specific and general component. The specific component relates to loans that are delinquent or otherwise identified as impaired through the application of our loan review process and our loan grading system. All such loans are evaluated individually, with principal consideration given to the value of the collateral securing the loan and discounted cash flows. Specific impairment allowances are established as required by this analysis. The general component is determined by segregating the remaining loans by type of loan, risk weighting (if applicable) and payment history. We also analyze historical loss experience, delinquency trends, general economic conditions and geographic and industry concentrations. This analysis establishes factors that are applied to the loan groups to determine the amount of the general component of the allowance for loan losses.

Actual loan losses may be significantly greater than the allowances we have established, which could have a material negative effect on our financial results.

***Other Real Estate Owned.*** Real estate acquired through foreclosure, or a deed-in-lieu of foreclosure, is recorded at fair value less estimated selling costs at the date of acquisition or transfer, and subsequently at the lower of its net cost or fair value less estimated selling costs. Adjustments to the carrying value at the date of acquisition or transfer are charged to the allowance for loan losses. The carrying value of the individual properties is subsequently adjusted to the extent it exceeds estimated fair value less estimated selling costs, at which time a provision for losses on such real estate is charged to operations.

Appraisals are critical in determining the fair value of the other real estate owned amount. Assumptions for appraisals are instrumental in determining the value of properties. Overly optimistic assumptions or negative changes to assumptions could significantly affect the valuation of a property. The assumptions supporting such appraisals are carefully reviewed by management to determine that the resulting values reasonably reflect amounts realizable.

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**Investment Securities.** If the fair value of a security is less than its amortized cost, the security is deemed to be impaired. Management evaluates all securities with unrealized losses quarterly to determine if such impairments are “temporary” or “other-than-temporary” in accordance with applicable accounting guidance. The Company accounts for temporary impairments based upon security classification as either available-for-sale, held-to-maturity, or trading. Temporary impairments on “available-for-sale” securities are recognized, on a tax-effected basis, through accumulated other comprehensive income (“AOCI”) with offsetting entries adjusting the carrying value of the security and the balance of deferred taxes. Conversely, the Company does not adjust the carrying value of “held-to-maturity” securities for temporary impairments, although information concerning the amount and duration of impairments on held to maturity securities is generally disclosed in periodic financial statements. The carrying value of securities held in a trading portfolio is adjusted to their fair value through earnings on a daily basis. However, the Company maintained no securities in trading portfolios at or during the periods presented in these financial statements.

The Company accounts for other-than-temporary impairments based upon several considerations. First, other-than-temporary impairments on securities that the Company has decided to sell as of the close of a fiscal period, or will, more likely than not, be required to sell prior to the full recovery of their fair value to a level equal to or exceeding their amortized cost, are recognized in operations. If neither of these criteria apply, then the other-than-temporary impairment is separated into credit-related and noncredit-related components. The credit-related impairment generally represents the amount by which the present value of the cash flows that are expected to be collected on an other-than-temporarily impaired security fall below its amortized cost while the noncredit-related component represents the remaining portion of the impairment not otherwise designated as credit-related. The Company recognizes credit-related, other-than-temporary impairments in earnings, while noncredit-related, other-than-temporary impairments on debt securities are recognized, net of deferred taxes, in AOCI. Management did not account for any other-than-temporary impairments at or during the periods presented in these financial statements.

**Fair Value.** We use fair value measurements to record fair value adjustments to certain assets and liabilities and to determine fair value disclosures. Our securities available-for-sale are recorded at fair value on a recurring basis. Additionally, from time to time, we may be required to record at fair value other assets or liabilities on a non-recurring basis, such as held-to-maturity securities, mortgage servicing rights, loans receivable and other real estate owned. These non-recurring fair value adjustments involve the application of lower-of-cost-or-market accounting or write-downs of individual assets.

In accordance with ASC 820, Fair Value Measurements and Disclosures, we group our assets and liabilities at fair value in three levels, based on the markets in which the assets are traded and the reliability of the assumptions used to determine fair value. We base our fair values on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC 820 requires us to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value.

**Deferred Income Taxes.** The Company records income taxes using the asset and liability method. Accordingly, deferred tax assets and liabilities: (i) are recognized for the expected future tax consequences of events that have been recognized in the financial statements or tax returns; (ii) are attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases; and (iii) are measured using enacted

tax rates expected to apply in the years when those temporary differences are expected to be recovered or settled.

Where applicable, deferred tax assets are reduced by a valuation allowance for any portions determined not likely to be realized. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income tax expense in the period of enactment. The valuation allowance is adjusted, by a charge or credit to income tax expense, as changes in facts and circumstances warrant.

### **Comparison of Financial Condition at June 30, 2016 and September 30, 2015**

Total assets increased \$17.6 million, or 3.2%, to \$568.2 million during the nine months ended June 30, 2016 from \$550.6 million at September 30, 2015. The change was primarily attributable to a \$19.0 million increase in total loans receivable.

Cash and interest bearing deposits with banks decreased \$2.2 million, or 12.1%, to \$15.9 million at June 30, 2016 from \$18.1 million at September 30, 2015 as loan originations exceeded deposit inflows for the quarter.

Total loans receivable increased \$19.0 million during the nine months ended June 30, 2016 to \$442.3 million and were comprised of \$188.5 million (42.6%) commercial real estate loans, \$168.3 million (38.1%) one-to-four family residential mortgage loans, \$39.1 million (8.8%) commercial business loans, \$22.5 million (5.1%) home equity lines of credit, \$14.6 million (3.3%) construction loans, and \$9.3 million (2.1%) other loans.

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Total non-performing loans (“NPLs”), defined as loans 90 days or more delinquent, decreased by \$2.0 million, or 33.1%, to \$3.9 million at June 30, 2016 from \$5.9 million at September 30, 2015. The ratio of non-performing loans to total loans decreased to 0.9% at June 30, 2016 from 1.4% at September 30, 2015.

Included in the non-performing loan totals were twelve residential mortgage loans totaling \$2.3 million, one commercial business loan totaling \$1.3 million, two commercial real estate loans totaling \$374,000, and one home equity lines of credit totaling \$4,000.

Non-performing loans secured by one-to four-family residential properties including home equity lines of credit and other consumer loans, decreased \$50,000 from September 30, 2015 to \$2.3 million at June 30, 2016. The loans were in varying stages of foreclosure at June 30, 2016. Year-to-date, the Company charged off \$218,000 in residential and home equity line of credit through a reduction in its allowance for loan loss and received four recoveries totaling \$82,000 from previously charged-off residential loans. The Company has not and does not intend to originate or purchase sub-prime loans or option-ARM loans.

Non-performing commercial real estate loans decreased \$1.5 million to \$374,000 at June 30, 2016 from \$1.9 million at September 30, 2015. The two non-accrual loans were in various stages of foreclosure at June 30, 2016. Year-to-date, Magyar Bank charged off \$61,000 in commercial real estate loans through a reduction in its allowance for loan loss and received one recovery totaling \$100,000 from previously charged-off commercial real estate loan.

Non-performing commercial business loans decreased \$383,000 to \$1.3 million at June 30, 2016 from \$1.7 million at September 30, 2015. Year-to-date, the Company charged off \$806,000 in commercial business loans and there were two recoveries totaling \$26,000 from two previously charged-off commercial business loans.

During the nine months ended June 30, 2016, the allowance for loan losses increased \$14,000 to \$2.9 million. The allowance for loan losses as a percentage of non-performing loans increased to 73.5% at June 30, 2016 compared with 48.9% at September 30, 2015. At June 30, 2016 the Company’s allowance for loan losses as a percentage of total loans was 0.66% compared with 0.68% at September 30, 2015. Future increases in the allowance for loan losses may be necessary based on the growth of the loan portfolio, the change in composition of the loan portfolio, possible future increases in non-performing loans and charge-offs, and the possible deterioration of the current economic environment. The Company determines the carrying value of loans secured by real estate by obtaining an updated third-party appraisal of the real estate collateral.

To the extent that an updated valuation of the collateral is insufficient to cover a collateral-dependent loan, the Company reduces the balance of the loan via a charge to the allowance for loan loss. Specific reserves for loan loss may be established for estimated selling and disposition costs as well as portions of the loan expected to be recovered within a reasonable time period. At June 30, 2016, the Bank held specific reserves totaling \$95,000.

Investment securities increased \$2.3 million, or 3.9%, to \$61.0 million at June 30, 2016 from \$58.7 million at September 30, 2015. The Company purchased \$17.0 million of U.S. Government-sponsored enterprise obligations, received repayments totaling \$8.4 million and sold securities totaling \$6.3 million during the nine months ended June 30, 2016.

Investment securities at June 30, 2016 consisted of \$52.3 million in mortgage-backed securities issued by U.S. government agencies and U.S. government-sponsored enterprises, \$5.0 million in U.S. government-sponsored enterprise debt securities, \$3.0 million in corporate notes, and \$628,000 in “private-label” mortgage-backed securities. There were no other-than-temporary-impairment charges for the Bank’s investment securities during the nine months ended June 30, 2016.

Other real estate owned decreased \$2.5 million to \$13.7 million at June 30, 2016 from \$16.2 million at September 30, 2015. The decrease was due to the sale of 16 properties totaling \$3.1 million, the transfer of one property to premises and equipment, and valuation allowances totaling \$270,000. Offsetting this decrease was the addition of four properties totaling \$1.8 million resulting from foreclosure of collateral securing non-performing loans and \$155,000 in improvements to existing properties. The Company is determining the proper course of action for its other real estate owned, which may include holding the properties until the real estate market further improves, marketing the individual properties for sale, or selling multiple properties to a real estate investor.

Total deposits increased \$5.9 million, or 1.3%, to \$472.1 million during the nine months ended June 30, 2016. The increase in deposits occurred in savings accounts, which increased \$7.4 million, or 8.2%, to \$97.6 million, money market accounts, which increased \$5.5 million, or 5.4%, to \$109.1 million, and interest-bearing checking accounts, which increased \$375,000, or 0.9%, to \$41.8 million. Offsetting these increases were decreases in certificates of deposit (including individual retirement accounts) of \$6.2 million, or 4.3%, to \$136.9 million and in non-interest bearing checking accounts, which decreased \$1.2 million, or 1.4%, to \$86.7 million.

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Included with the total deposits at June 30, 2016 and September 30, 2015 were \$13.9 million and \$11.5 million in brokered certificates of deposits, respectively.

Federal Home Loan Bank of New York advances increased \$9.4 million to \$41.0 million at June 30, 2016 from \$31.6 million at September 30, 2015. Long term advances of \$4.4 million were used to fund loan growth while \$5.0 million in short term advances was used to replace deposit outflows.

Stockholders' equity increased \$834,000, or 1.8%, to \$47.5 million at June 30, 2016 from \$46.7 million at September 30, 2015. The increase in stockholders' equity was attributable to the Company's results from operations.

The Company did not repurchase any shares during the nine months ended June 30, 2016. Through June 30, 2016, the Company had repurchased 81,000 shares at an average price of \$8.33 pursuant to the second stock repurchase plan, which has reduced outstanding shares to 5,820,746. The Company's book value per share increased to \$8.16 at June 30, 2016 from \$8.02 at September 30, 2015. The increase was due to the Company's results of operations for the nine months ended June 30, 2016.

**Average Balance Sheet for the Three and Nine Months Ended June 30, 2016 and 2015**

The tables on the following pages present certain information regarding the Company's financial condition and net interest income for the three and nine months ended June 30, 2016 and 2015. The tables present the annualized average yield on interest-earning assets and the annualized average cost of interest-bearing liabilities. We derived the yields and costs by dividing annualized income or expense by the average balance of interest-earning assets and interest-bearing liabilities, respectively, for the periods shown. We derived average balances from daily balances over the periods indicated. Interest income includes fees that we consider adjustments to yields.

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	For the Three Months Ended June 30, 2016			2015				
	Average Balance	Interest Income/ Expense	Yield/Cost (Annualized)	Average Balance	Interest Income/ Expense	Yield/Cost (Annualized)		
(Dollars In Thousands)								
Interest-earning assets:								
Interest-earning deposits	\$ 13,165	\$ 34	1.03	% \$ 10,461	\$ 25	0.97	%	
Loans receivable, net	435,714	4,767	4.39	% 413,506	4,476	4.34	%	
Securities								
Taxable	63,460	363	2.30	% 56,255	322	2.29	%	
FHLB of NY stock	2,282	22	3.85	% 2,036	19	3.65	%	
Total interest-earning assets	514,621	5,186	4.04	% 482,258	4,842	4.03	%	
Noninterest-earning assets	53,081				52,563			
Total assets	\$567,702				\$534,821			
Interest-bearing liabilities:								
Savings accounts <sup>(1)</sup>	\$95,782	164	0.69	% \$82,782	128	0.62	%	
NOW accounts <sup>(2)</sup>	152,406	120	0.31	% 148,177	109	0.30	%	
Time deposits <sup>(3)</sup>	135,383	398	1.18	% 132,509	368	1.11	%	
Total interest-bearing deposits	383,571	682	0.71	% 363,468	605	0.67	%	
Borrowings	36,899	185	2.00	% 31,741	174	2.20	%	
Total interest-bearing liabilities	420,470	867	0.83	% 395,209	779	0.79	%	
Noninterest-bearing liabilities	100,263				93,283			
Total liabilities	520,733				488,492			
Retained earnings	46,969				46,329			
Total liabilities and retained earnings	\$567,702				\$534,821			
Net interest and dividend income		\$ 4,319			\$ 4,063			
Interest rate spread			3.21	%		3.24	%	
Net interest-earning assets	\$94,151				\$87,049			
Net interest margin <sup>(4)</sup>			3.37	%		3.38	%	
Average interest-earning assets to average interest-bearing liabilities	122.39	%			122.03	%		

(1) Includes passbook savings, money market passbook and club accounts.

(2) Includes interest-bearing checking and money market accounts.

(3) Includes certificates of deposits and individual retirement accounts.

(4) Calculated as annualized net interest income divided by average total interest-earning assets.



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	For the Nine Months Ended June 30, 2016			2015			Yield/Cost (Annualized)	
	Average Balance	Interest Income/ Expense	Yield/Cost (Annualized)	Average Balance	Interest Income/ Expense	Yield/Cost (Annualized)		
(Dollars In Thousands)								
Interest-earning assets:								
Interest-earning deposits	\$25,599	\$ 136	0.71	% \$12,400	\$ 62	0.67	%	
Loans receivable, net	423,097	13,870	4.37	% 409,347	13,359	4.36	%	
Securities								
Taxable	63,703	1,080	2.26	% 57,936	946	2.18	%	
FHLB of NY stock	2,088	70	4.45	% 1,881	62	4.44	%	
Total interest-earning assets	514,487	15,156	3.92	% 481,564	14,429	4.01	%	
Noninterest-earning assets	52,227			52,730				
Total assets	\$566,714			\$534,294				
Interest-bearing liabilities:								
Savings accounts <sup>(1)</sup>	\$93,511	\$ 491	0.70	% \$78,505	\$ 357	0.61	%	
NOW accounts <sup>(2)</sup>	153,309	359	0.31	% 147,854	310	0.28	%	
Time deposits <sup>(3)</sup>	139,354	1,228	1.17	% 137,456	1,135	1.10	%	
Total interest-bearing deposits	386,174	2,078	0.72	% 363,815	1,802	0.66	%	
Borrowings	32,861	547	2.22	% 29,348	555	2.53	%	
Total interest-bearing liabilities	419,035	2,625	0.83	% 393,163	2,357	0.80	%	
Noninterest-bearing liabilities	100,282			94,528				
Total liabilities	519,317			487,691				
Retained earnings	47,397			46,603				
Total liabilities and retained earnings	\$566,714			\$534,294				
Net interest and dividend income		\$ 12,531			\$ 12,072			
Interest rate spread			3.09	%		3.21	%	
Net interest-earning assets	\$95,452			\$88,401				
Net interest margin <sup>(4)</sup>			3.24	%		3.35	%	
Average interest-earning assets to average interest-bearing liabilities	122.78 %				122.48 %			

(1) Includes passbook savings, money market passbook and club accounts.

(2) Includes interest-bearing checking and money market accounts.

(3) Includes certificates of deposits and individual retirement accounts.

(4) Calculated as annualized net interest income divided by average total interest-earning assets.



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**Comparison of Operating Results for the Three Months Ended June 30, 2016 and 2015**

**Net Income.** Net income increased \$7,000, or 2.9%, to \$252,000 during the three-month period ended June 30, 2016 compared with net income \$245,000 at the three-month period ended June 30, 2015 due to higher net interest and dividend income, which increased \$256,000, and higher other income, which increased \$74,000. Partially offsetting these items were higher provisions for loan loss, which increased \$74,000, and higher non-interest expenses, which increased \$219,000.

**Net Interest and Dividend Income.** Net interest and dividend income increased \$256,000 to \$4.3 million for the three months ended June 30, 2016 from \$4.1 million for the three months ended June 30, 2015. The Company's net interest margin decreased by 1 basis point to 3.37% for the quarter ended June 30, 2016 compared to 3.38% for the quarter ended June 30, 2015. The yield on interest-earning assets increased 1 basis point to 4.04% for the three months ended June 30, 2016 from 4.03% for the three months ended June 30, 2015 due to higher average balances of interest earning assets that more than offset the impact of the lower interest rate environment. The cost of interest-bearing liabilities increased 4 basis points to 0.83% for the three months ended June 30, 2016 from 0.79% for the three months ended June 30, 2015. The increase in the cost of interest-bearing liabilities was attributable to higher average balances in higher-cost savings accounts.

**Interest and Dividend Income.** Interest and dividend income increased \$344,000, or 7.1%, to \$5.2 million for the three months ended June 30, 2016 from \$4.8 million for the three months ended June 30, 2015. The increase was attributable to a \$32.4 million, or 6.7%, increase in the average balance of interest-earning assets as well as a 1 basis point increase in the yield on such assets to 4.04% for the quarter ended June 30, 2016 compared with the prior year period.

Interest earned on loans increased \$291,000, or 6.5%, to \$4.8 million for the three months ended June 30, 2016 compared with \$4.5 million for the three months ended June 30, 2015 due to a \$22.2 million increase in the average balance in the net loan receivables between periods.

Interest earned on our investment securities, including interest earning deposits and excluding Federal Home Loan Bank of New York stock, increased \$50,000, or 14.4%, to \$397,000 for the three months ended June 30, 2016 from \$347,000 for the three months ended June 30, 2015. The increase was due to a \$9.9 million, or 14.9%, increase in the average balance of such securities and deposits to \$76.6 million for the three months ended June 30, 2016 compared with \$66.7 million for the three months ended June 30, 2015.

**Interest Expense.** Interest expense increased \$88,000, or 11.3%, to \$867,000 for the three months ended June 30, 2016 from \$779,000 for the three months ended June 30, 2015. The average balance of interest-bearing liabilities increased \$25.3 million, or 6.4%, between the two periods, while the cost on such liabilities grew 4 basis points to

0.83% for the quarter ended June 30, 2016 compared with the prior year period.

The average balance of interest bearing deposits increased \$20.1 million to \$383.6 million from \$363.5 million while the average cost of such deposits increased 4 basis points to 0.71% from 0.67% between the two periods. As a result, interest paid on interest-bearing deposits increased \$77,000 to \$682,000 for the three months ended June 30, 2016 from \$605,000 for the three months ended June 30, 2015.

Interest paid on advances and securities sold under agreements to repurchase increased \$11,000, or 6.3%, to \$185,000 for the three months ended June 30, 2016 from \$174,000 for the same period prior year, while the average balance of such borrowings increased to \$36.9 million from \$31.7 million. The average cost of advances and securities sold under agreements to repurchase decreased 20 basis points to 2.00% for the three months ended June 30, 2016 from 2.20% for the same period of June 30, 2015, reflecting the lower market interest rate environment.

***Provision for Loan Losses.*** We establish provisions for loan losses, which are charged to earnings, at a level necessary to absorb known and inherent losses that are both probable and reasonably estimable at the date of the financial statements. In evaluating the level of the allowance for loan losses, management considers historical loss experience, the types of loans and the amount of loans in the loan portfolio, adverse situations that may affect the borrower's ability to repay, the estimated value of any underlying collateral, peer group information and prevailing economic conditions. This evaluation is inherently subjective as it requires estimates that are susceptible to significant revision as more information becomes available or as future events occur.

After an evaluation of these factors, management recorded a provision of \$420,000 for the three months ended June 30, 2016 compared to a provision of \$346,000 for the three months ended June 30, 2015. The provision for loan losses increased during the current period compared with the prior year period due to higher net charge-offs, which increased \$216,000 to \$410,000 for the three months ended June 30, 2016 compared with \$194,000 for the three months ended June 30, 2015.

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Determining the amount of the allowance for loan losses necessarily involves a high degree of judgment. Management reviews the level of the allowance on a quarterly basis, and establishes the provision for loan losses based on the factors set forth in the preceding paragraph. As management evaluates the allowance for loan losses, the increased risk associated with larger non-homogenous construction, commercial real estate and commercial business loans may result in larger additions to the allowance for loan losses in future periods.

**Other Income.** Non-interest income increased \$74,000, or 14.8%, to \$573,000 during the three months ended June 30, 2016 compared to \$499,000 for the three months ended June 30, 2015. The increase was primarily attributable to higher gains from the sale of loans, which increased \$133,000 to \$223,000 for the three months ended June 30, 2016 from \$90,000 for the same period prior year.

**Other Expenses.** Non-interest expenses increased \$219,000, or 5.7%, to \$4.1 million during the three months ended June 30, 2016 from \$3.9 million for the three months ended June 30, 2015. Net losses on the sale of other real estate owned "OREO" accounted for a \$132,000 increase in OREO expenses to \$239,000 for the three months ended June 30, 2016 from \$107,000 for the three months ended June 30, 2015. The company sold thirteen properties totaling \$2.8 million for a net loss of \$147,000 during the quarter. In addition, compensation and benefit expenses increased \$110,000, or 5.4%, from the prior year period due to annual merit increases for employees and fewer open employee positions during the current year period.

**Income Tax Expense.** The Company recorded income tax expense of \$149,000 for the three months ended June 30, 2016, compared with \$119,000 for the three months ended June 30, 2015. The increase was the result of higher income from operations, which increased \$37,000, and a \$15,000 increase in the valuation allowance against the Company's deferred tax asset for the non-qualified stock options due to expire in fiscal year 2017. The effective tax rate for the three months ended June 30, 2016 was 37.2% compared with 32.7% for the three months ended June 30, 2015.

**Comparison of Operating Results for the Nine Months Ended June 30, 2016 and 2015**

**Net Income.** Net income increased \$166,000, or 28.9%, to \$740,000 during the nine month period ended June 30, 2016 compared with \$574,000 for the nine month period ended June 30, 2015. The increase was due to higher net interest and dividend income and higher non-interest income.

The net interest margin decreased by 11 basis points to 3.24% for the nine months ended June 30, 2016 compared to 3.35% for the nine months ended June 30, 2015. The yield on interest-earning assets fell 9 basis points to 3.92% for the nine months ended June 30, 2016 from 4.01% for the nine months ended June 30, 2015 primarily due to the lower rate environment. The cost of interest-bearing liabilities increased 3 basis points to 0.83% for the nine months ended June 30, 2016 from 0.80% for the nine months ended June 30, 2015. The increase in the cost of interest-bearing

liabilities was attributable to higher average deposit balances in higher-cost accounts.

**Net Interest and Dividend Income.** The Company's net interest and dividend income increased \$459,000, or 3.8%, to \$12.5 million at June 30, 2016 from \$12.1 million at June 30, 2015.

**Interest and Dividend Income.** Interest and dividend income increased \$727,000, or 5.0%, to \$15.2 million for the nine months ended June 30, 2016 compared to the nine months ended June 30, 2015. The average balance of interest-earning assets increased \$32.9 million, or 6.8%, while the yield on such assets decreased 9 basis points to 3.92% for the nine months ended June 30, 2016 compared with the prior year period.

Interest earned on our investment securities, including interest earning deposits and excluding Federal Home Loan Bank of New York stock, increased \$208,000, or 20.6%, to \$1.2 million for the nine months ended June 30, 2016 compared with \$1.0 million for the same period last year. The average yield on investment securities decreased 9 basis points to 1.82% for the nine months ended June 30, 2016 from 1.91% for the nine months ended June 30, 2015. The decrease in yield was due to the lower overall interest rate market, while the average balance on these investments increased \$19.0 million, or 27.0%, to \$89.3 million for nine months ended June 30, 2016 compared to \$70.3 million the same period prior year.

**Interest Expense.** Interest expense increased \$268,000, or 11.4%, to \$2.6 million for the nine months ended June 30, 2016 from \$2.4 million for the nine months ended June 30, 2015. The average balance of interest-bearing liabilities increased \$25.9 million, or 6.6%, between the two periods while the cost on such liabilities grew by 3 basis points to 0.83% for the nine months ended June 30, 2016 compared with the prior year period.

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The average balance of interest bearing deposits increased \$22.4 million, or 6.1%, to \$386.2 million from \$363.8 million while the average cost of such deposits increased 6 basis points to 0.72% from 0.66%. As a result, interest paid on deposits increased \$276,000, or 15.3%, to \$2.1 million for the nine months ended June 30, 2016 from \$1.8 million for the nine months ended June 30, 2015.

Interest paid on advances and securities sold under agreements to repurchase decreased \$8,000, or 1.4%, to \$547,000 for the nine months ended June 30, 2016 compared with \$555,000 for the same period prior year due to the low interest environment, while the average balance of such borrowings increased \$3.5 million to \$32.9 million from \$29.3 million. The average cost of advances and securities sold under agreements to repurchase decreased 31 basis points to 2.22% for the nine months ended June 30, 2016 from 2.53% for the same period of June 30, 2015.

***Provision for Loan Losses.*** We establish provisions for loan losses, which are charged to earnings, at a level necessary to absorb known and inherent losses that are both probable and reasonably estimable at the date of the financial statements. In evaluating the level of the allowance for loan losses, management considers historical loss experience, the types of loans and the amount of loans in the loan portfolio, adverse situations that may affect the borrower's ability to repay, the estimated value of any underlying collateral, peer group information and prevailing economic conditions. This evaluation is inherently subjective as it requires estimates that are susceptible to significant revision as more information becomes available or as future events occur.

After an evaluation of these factors, management recorded a provision of \$889,000 for the nine months ended June 30, 2016 compared to \$936,000 for the nine months ended June 30, 2015. Net charge-offs were \$875,000 for the nine months ended June 30, 2016 compared to \$805,000 for the nine months ended June 30, 2015.

The loan charge-offs during the nine months ended June 30, 2016 resulted primarily from additional write-downs of loans previously deemed impaired. Eleven non-performing loans totaling \$3.6 million were written down by \$1.1 million for the nine months based on updated valuations of the loans. Of these eight loans, two totaling \$651,000 at September 30, 2015 were transferred to other real estate owned OREO. There were loan recoveries totaling \$221,000 received during the nine month period.

Determining the amount of the allowance for loan losses necessarily involves a high degree of judgment. Management reviews the level of the allowance on a quarterly basis, and establishes the provision for loan losses based on the factors set forth in the preceding paragraph. As management evaluates the allowance for loan losses, the increased risk associated with larger non-homogenous construction, commercial real estate and commercial business loans may result in larger additions to the allowance for loan losses in future periods.

***Other Income.*** Non-interest income increased \$120,000, or 7.9%, to \$1.6 million for the nine months ended June 30, 2016 compared to the prior year period. The increase was attributable to higher gains on the sale of assets, which

increased \$81,000 to \$538,000 for the nine months ended June 30, 2016 from \$457,000 for the nine months ended June 30, 2015. In addition, service charge income increased \$37,000 between periods due to higher loan origination and servicing fees.

**Other Expenses.** Non-interest expenses increased \$259,000, or 2.2%, to \$12.1 million during the nine months ended June 30, 2016, primarily due to higher OREO expenses, which increased \$394,000 to \$743,000 for the nine months ended June 30, 2016 from \$349,000 for the nine months ended June 30, 2015. The increase was due to a net loss on the sale of OREO totaling \$155,000 and valuation allowances totaling \$270,000 established against the carrying values based on updated appraisals. In addition, compensation and benefit expenses increased \$245,000, or 4.0%, from the prior year period due to annual merit increases for employees and fewer open employee positions during the current year period.

Partially offsetting the increases were decreases in occupancy and other expenses. Occupancy expenses declined \$124,000 from lower depreciation and snowplowing expenses incurred during the current year period. Other expenses decreased \$125,000 during the nine months ended June 30, 2016 due to the settlement of a lawsuit with the Company's former President & CEO that resulted in a net charge of \$135,000 in the prior year period.

**Income Tax Expense.** The Company recorded income tax expense of \$444,000 for the nine months ended June 30, 2016, compared with \$243,000 for the nine months ended June 30, 2015. The increase was the result of higher income from operations, which increased \$367,000, and a \$45,000 increase in the valuation allowance against the Company's deferred tax asset for the non-qualified stock options due to expire in fiscal year 2017. The effective tax rate for the nine months ended June 30, 2016 was 37.5% compared with 29.7% for the nine months ended June 30, 2015.

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**LIQUIDITY AND CAPITAL RESOURCES**

**Liquidity**

The Company's liquidity is a measure of its ability to fund loans, pay withdrawals of deposits, and other cash outflows in an efficient, cost-effective manner. The Company's short-term sources of liquidity include maturity, repayment and sales of assets, excess cash and cash equivalents, new deposits, other borrowings, and new advances from the Federal Home Loan Bank. There has been no material adverse change during the nine months ended June 30, 2016 in the ability of the Company and its subsidiaries to fund their operations.

At June 30, 2016, the Company had commitments outstanding under letters of credit of \$306,000, commitments to originate loans of \$20.0 million, and commitments to fund undisbursed balances of closed loans and unused lines of credit of \$42.9 million. There has been no material change during the nine months ended June 30, 2016 in any of the Company's other contractual obligations or commitments to make future payments.

**Capital Requirements**

The Bank has committed to the Federal Deposit Insurance Corporation and the New Jersey Department of Banking and Insurance to maintain capital at or above well capitalized levels. At June 30, 2016, the Bank's Tier 1 capital as a percentage of the Bank's total assets was 8.22%, and total qualifying capital as a percentage of risk-weighted assets was 12.33%.

**Item 3- Quantitative and Qualitative Disclosures about Market Risk**

Not applicable to smaller reporting companies.

**Item 4 – Controls and Procedures**

Under the supervision and with the participation of our management, including our Principal Executive Officer and Principal Financial Officer, we evaluated the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Rule 13a-15(e) under the Securities Exchange Act of 1934) as of the end of the period covered by this report. Based upon that evaluation, the Principal Executive Officer and Principal Financial Officer concluded that, as of the end of the period covered by this report, our disclosure controls and procedures were effective.

There has been no change in the Company's internal control over financial reporting during the nine months ended June 30, 2016 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

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PART II - OTHER INFORMATION

Item 1. Legal proceedings

None.

Item 1A. Risk Factors

Not applicable to smaller reporting companies.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

a.) Not applicable.

b.)

Not applicable.

c.) The Company did not repurchase shares of its common stock during the nine months ended June 30, 2016. Through June 30, 2016, the Company had repurchased 81,000 shares at an average price of \$8.33.

Item 3. Defaults Upon Senior Securities

None

Item 4. Mine Safety Disclosures

Not applicable.

Item 5. Other Information

a.)

Not applicable.

b.)

None.

Item 6. Exhibits

Exhibits

31.1 Certification of Chief Executive Officer Pursuant to Rule 13a-14(a)

31.2 Certification of Chief Financial Officer Pursuant to Rule 13a-14(a)

32.1 Certification of Chief Executive Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

32.2 Certification of Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

101 Interactive data file containing the following financial statements formatted in XBRL (Extensible Business Reporting Language): (i) the Consolidated Balance Sheets at June 30, 2016 and September 30, 2015; (ii) the Consolidated Statements of Operations for the three and nine months ended June 30, 2016 and 2015; (iii) the

Consolidated Statements of Comprehensive Income for the three and nine months ended June 30, 2016 and 2015; (iv) the Consolidated Statements of Changes in Stockholders' Equity for the nine months ended June 30, 2016 and 2015; (v) the Consolidated Statements of Cash Flows for the nine months ended June 30, 2016 and 2015; and (vi) the Notes to Consolidated Financial Statements, tagged as blocks of text.

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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 thereunto duly authorized.

MAGYAR BANCORP, INC.  
(Registrant)

Date: August 12, 2016      /s/ John S. Fitzgerald  
John S. Fitzgerald  
President and Chief Executive Officer

Date: August 12, 2016      /s/ Jon R. Ansari  
Jon R. Ansari  
Executive Vice President and Chief Financial  
Officer