Kearny Financial Corp.
Form 10-K
September 13, 2012

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

FORM 10-K

(Mark One)
[X] ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the Fiscal Year Ended June 30, 2012
or
[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from _________________ to __________________

Commission File Number: 0-51093

KEARNY FINANCIAL CORP.
(Exact name of Registrant as specified in its Charter)

United States (State or Other Jurisdiction of Incorporation or Organization)	22-3803741 (I.R.S. Employer Identification No.)
120 Passaic Avenue, Fairfield, New Jersey (Address of Principal Executive Offices)	07004 (Zip Code)

Registrant's telephone number, including area code: (973) 244-4500

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Name of Each Exchange on Which Registered
Common Stock, $0.10 par value	The NASDAQ Stock Market LLC

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. [ ] YES [X] NO

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. [ ] YES [X] NO

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. [X] YES [ ] NO

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§229.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). [X] YES [ ] NO

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. [X]

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

Large accelerated filer o	Accelerated filer x
Non-accelerated filer o (Do not check if a smaller reporting company)	Smaller reporting company o

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). [ ] YES [X] NO

The aggregate market value of the voting and non-voting common equity held by non-affiliates of the Registrant on December 31, 2011 (the last business day of the Registrant's most recently completed second fiscal quarter) was $130.2 million. Solely for purposes of this calculation, shares held by directors, executive officers and greater than 10% stockholders are treated as shares held by affiliates.

As of September 7, 2012 there were outstanding 66,898,140 shares of the Registrant's Common Stock.

DOCUMENTS INCORPORATED BY REFERENCE

1. Portions of the definitive Proxy Statement for the Registrant's 2012 Annual Meeting of Stockholders. (Part III)

KEARNY FINANCIAL CORP.
ANNUAL REPORT ON FORM 10-K
For the Fiscal Year Ended June 30, 2012

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Forward-Looking Statements

Kearny Financial Corp. (the “Company” or the “Registrant”) may from time to time make written or oral “forward-looking statements”, including statements contained in the Company’s filings with the Securities and Exchange Commission (including this Annual Report on Form 10-K and the exhibits thereto), in its reports to stockholders and in other communications by the Company, which are made in good faith by the Company pursuant to the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995.

These forward-looking statements involve risks and uncertainties, such as statements of the Company’s plans, objectives, expectations, estimates and intentions that are subject to change based on various important factors (some of which are beyond the Company’s control). In addition to the factors described under Item 1A. Risk Factors, the following factors, among others, could cause the Company’s financial performance to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements:

- the strength of the United States economy in general and the strength of the local economy in which the Company conducts operations,
- the effects of and changes in, trade, monetary and fiscal policies and laws, including interest rate policies of the Board of Governors of the Federal Reserve System, inflation, interest rates, market and monetary fluctuations,
- the impact of changes in financial services laws and regulations (including laws concerning taxation, banking, securities and insurance),
- changes in accounting policies and practices, as may be adopted by regulatory agencies, the Financial Accounting Standards Board (“FASB”) or the Public Company Accounting Oversight Board,
- technological changes,
- competition among financial services providers and,
- the success of the Company at managing the risks involved in the foregoing and managing its business.

The Company cautions that the foregoing list of important factors is not exclusive. The Company does not undertake to update any forward-looking statement, whether written or oral, that may be made from time to time by or on behalf of the Company.

PART I

Item 1. Business

General

The Company is a federally-chartered corporation that was organized on March 30, 2001 for the purpose of being a holding company for Kearny Federal Savings Bank (the "Bank"), a federally-chartered stock savings bank. On February 23, 2005, the Company completed a minority stock offering in which it sold 21,821,250 shares, representing 30% of its outstanding common stock upon completion of the offering. The remaining 70% of the outstanding common stock, totaling 50,916,250 shares, were retained by Kearny MHC (the "MHC"). The MHC is a federally-chartered mutual holding company and so long as the MHC is in existence, it will at all time own a majority of the outstanding common stock of the Company. The stock repurchase programs conducted by the Company since the offering have reduced the total number of shares outstanding. The 50,916,250 shares held by the MHC represented 76.1% of the 66,936,040 total shares outstanding as of the Company's June 30, 2012 fiscal year end. The MHC and the Company are now regulated as savings and loan holding companies by the Board of Governors of the Federal Reserve System ("FRB"), as successor to the Office of Thrift Supervision ("OTS") under the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "Dodd-Frank Act").

The Company is a unitary savings and loan holding company and conducts no significant business or operations of its own. References in this Annual Report on Form 10-K to the Company or Registrant generally refer to the Company and the Bank, unless the context indicates otherwise. References to "we", "us", or "our" refer to the Bank or Company, or both, as the context indicates.

The Bank was originally founded in 1884 as a New Jersey mutual building and loan association. It obtained federal insurance of accounts in 1939 and received a federal charter in 1941. The Bank's deposits are federally insured by the Deposit Insurance Fund as administered by the Federal Deposit Insurance Corporation ("FDIC") and the Bank is regulated by the Office of the Comptroller of the Currency ("OCC"), as successor to the OTS under the Dodd-Frank Act, and the FDIC.

The Company's primary business is the ownership and operation of the Bank. The Bank is principally engaged in the business of attracting deposits from the general public in New Jersey and using these deposits, together with other funds, to originate or purchase loans for its portfolio and invest in securities. Loans originated or purchased by the Bank generally include loans collateralized by residential and commercial real estate augmented by secured and unsecured loans to businesses and consumers. The investment securities purchased by the Bank generally include U.S. agency mortgage-backed securities, U.S. government and agency debentures and bank-qualified municipal obligations. The Bank maintains a small balance of single issuer trust preferred securities and non-agency mortgage-backed securities which were acquired through the Company's purchase of other institutions and does not actively purchase such securities. At June 30, 2012, net loans receivable comprised 43.4% of our total assets while investment securities, including mortgage-backed and non-mortgage-backed securities, comprised 43.5% of our total assets. By comparison, at June 30, 2011, net loans receivable comprised 43.3% of our total assets while securities comprised 41.8% of our total assets.

The level of loan originations and purchases during fiscal 2012 continued to reflect the challenges of declining real estate values and high levels of unemployment that have characterized the regional and national economy since the financial crisis of 2008-2009. Notwithstanding these near-term challenges, our strategic business plan continues to call for increasing the balance of our loan portfolio relative to the size of our securities portfolio over the next several years.

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We operate from an administrative headquarters in Fairfield, New Jersey and had 41 branch offices as of June 30, 2012. We also operate an Internet website at www.kearnyfederalsavings.com through which copies of our periodic reports are available free of charge as soon as reasonably practicable after they are filed with the Securities and Exchange Commission.

Market Area. At June 30, 2012, our primary market area consists of the New Jersey counties in which we currently operate branches: Bergen, Essex, Hudson, Middlesex, Monmouth, Morris, Ocean, Passaic and Union Counties. Our lending is concentrated in these nine counties and our predominant sources of deposits are the communities in which our offices are located as well as the neighboring communities.

Our primary market area is largely urban and suburban with a broad economic base as is typical within the New York metropolitan area. Service jobs represent the largest employment sector followed by wholesale/retail trade. Our business of attracting deposits and making loans is generally conducted within our primary market area. A downturn in the local economy could reduce the amount of funds available for deposit and the ability of borrowers to repay their loans which would adversely affect our profitability.

Competition. We operate in a market area with a high concentration of banking and financial institutions and we face substantial competition in attracting deposits and in originating loans. A number of our competitors are significantly larger institutions with greater financial and managerial resources and lending limits. Our ability to compete successfully is a significant factor affecting our growth potential and profitability.

Our competition for deposits and loans historically has come from other insured financial institutions such as local and regional commercial banks, savings institutions and credit unions located in our primary market area. We also compete with mortgage banking and finance companies for real estate loans and with commercial banks and savings institutions for consumer loans. We also face competition for attracting funds from providers of alternative investment products such as equity and fixed income investments such as corporate, agency and government securities as well as the mutual funds that invest in these instruments.

There are large retail banking competitors operating throughout our primary market area, including Bank of America, Citibank, Hudson City Savings Bank, JP Morgan Chase Bank, PNC Bank, TD Bank, and Wells Fargo Bank and we face strong competition from other community-based financial institutions. Based on data compiled by the FDIC as of June 30, 2011, the latest date for which such data is available, Kearny Federal Savings Bank was ranked 15th of 112 depository institutions operating in the nine counties in which the Bank had branches as of that date with 1.14% of total FDIC-insured deposits.

Acquisition of Central Jersey Bancorp. On November 30, 2010, the Company completed its acquisition of Central Jersey Bancorp (“Central Jersey”) and its wholly owned subsidiary, Central Jersey Bank, National Association (“Central Jersey Bank”). The transaction qualified as a tax-free reorganization for federal income tax purposes. The final consideration paid in the transaction totaled $82.1 million which included $70.5 million paid to stockholders of Central Jersey at a price of $7.50 per outstanding share and $11.6 million paid to the U.S. Department of Treasury (“U.S. Treasury”) for the redemption of the 11,300 shares of Fixed Rate Cumulative Perpetual Preferred Stock, Series A and related warrant originally issued by Central Jersey to the U.S. Treasury under the TARP Capital Purchase Plan.

Upon completion of the transaction, Central Jersey merged with the Company while Central Jersey Bank merged with and into the Bank. Central Jersey Bank continues to operate as a division of the Bank (“CJB Division”) through its 14 branch offices in Monmouth and Ocean Counties, New Jersey.

Lending Activities

General. We have traditionally focused on the origination of one-to-four family first mortgage loans, which comprise a significant majority of our total loan portfolio. Our next largest category of loans comprises commercial mortgages, including loans secured by multi-family, mixed-use and nonresidential properties. Our commercial loan offerings also include secured and unsecured business loans, most of which are secured by real estate. Commercial loan offerings include programs offered through the Small Business Administration ("SBA") in which the Bank participates as a Preferred Lender. Our consumer loan offerings primarily include home equity loans and home equity lines of credit as well as account loans, overdraft lines of credit, vehicle loans and personal loans. We also offer construction loans to builders/developers as well as individual homeowners. Substantially all of our borrowers are residents of our primary market area and would be expected to be similarly affected by economic and other conditions in that area. Since May 2007, we have been purchasing out-of-state one-to-four family first mortgage loans to supplement our in-house originations, as discussed on Page 13. With the acquisition of Central Jersey during the year ended June 30, 2011, we substantially increased our commercial mortgage and commercial business loan portfolios.

	At June 30,								
	2012		2011		2010		2009		2008
	Amount	Percent	Amount	Percent	Amount	Percent	Amount	Percent	Amount
	(Dollars in Thousands)								
Real estate mortgage:									
One-to-four family	$562,846	43.77 %	$610,901	48.12 %	$663,850	65.52 %	$689,317	65.97 %	$687,679
Commercial	484,934	37.71	383,690	30.23	203,013	20.04	197,379	18.89	178,588
Commercial business	88,414	6.88	105,001	8.28	14,352	1.42	14,812	1.42	8,735
Consumer:									
Home equity loans	95,832	7.45	111,478	8.78	101,659	10.03	113,387	10.85	123,978
Home equity lines of credit	29,530	2.30	32,925	2.59	11,320	1.12	12,116	1.16	11,478
Passbook or certificate	3,638	0.28	2,753	0.22	2,703	0.27	2,922	0.28	2,662
Other	404	0.03	1,026	0.08	1,545	0.15	1,585	0.15	1,332
Construction	20,292	1.58	21,598	1.70	14,707	1.45	13,367	1.28	12,062
Total loans	1,285,890	100.00%	1,269,372	100.00%	1,013,149	100.00%	1,044,885	100.00%	1,026,514
Less:									
Allowance for loan losses	10,117		11,767		8,561		6,434		6,104
Unamortized yield adjustments including net premiums on purchased loans and net deferred	1,654		1,021		(564)		(962)		(1,276)

loans costs and fees	11,771	12,788	7,997	5,472	4,828
Total loans, net	$1,274,119	$1,256,584	$1,005,152	$1,039,413	$1,021,686

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Loan Maturity Schedule. The following table sets forth the maturities of our loan portfolio at June 30, 2012. Demand loans, loans having no stated maturity and overdrafts are shown as due in one year or less. Loans are stated in the following table at contractual maturity and actual maturities could differ due to prepayments.

	Real estate mortgage: One-to-four family	Real estate mortgage: Commercial	Commercial business	Home equity loans	Home equity lines of credit	Passbook or certificate	Other	Construction	Total
					(In Thousands)				
Amounts Due:									
Within 1 Year	$ 314	$ 1,923	$ 27,413	$ 1,895	$ 180	$ 2,063	$ 177	$ 18,632	$ 52,597
After 1 year:									
1 to 3 years	2,294	10,939	8,361	2.497	413	115	88	1,660	26,367
3 to 5 years	5,211	4,429	7,098	7,159	674	43	32	—	24,646
5 to 10 years	80,407	38,185	9,231	26,496	6,925	—	35	—	161,279
10 to 15 years	151,881	105,894	8,286	30,726	7,112	—	—	—	303,899
Over 15 years	322,739	323,564	28,025	27,059	14,226	1,417	72	—	717,102
Total due after one year	562,532	483,011	61,001	93,937	29,350	1,575	227	1,660	1,233,293
Total amount due	$ 562,846	$ 484,934	$ 88,414	$ 95,832	$ 29,530	$ 3,638	$ 404	$ 20,292	$ 1,285,890

The following table shows the dollar amount of loans as of June 30, 2012 due after June 30, 2013 according to rate type and loan category.

	Fixed Rates	Floating or Adjustable Rates	Total
		(In Thousands)	
Real estate mortgage:			
One-to-four family	$ 530,235	$ 32,297	$ 562,532
Multi-family and commercial	302,700	180,311	483,011
Commercial business	37,814	23,187	61,001
Consumer:			
Home equity loans	93,937	—	93,937
Home equity lines of credit	1,604	27,746	29,350
Passbook or certificate	—	1,575	1,575
Other	153	74	227
Construction	700	960	1,660
Total	$ 967,143	$ 266,150	$ 1,233,293

One-to-Four Family Mortgage Loans. Our primary lending activity has traditionally consisted of the origination of one-to-four family first mortgage loans, of which approximately $524.5 million or 93.2% are secured by properties located within New Jersey as of June 30, 2012 with the remaining $38.4 million or 6.8% secured by properties in other states. By comparison, at June 30, 2011 approximately $542.5 million or 88.8% of loans were secured by New Jersey properties. During the year ended June 30, 2012, the Bank originated $66.5 million of one-to-four family first mortgage loans within New Jersey compared to $76.7 million in the year ended June 30, 2011. Loan origination volume during fiscal 2012 continued to reflect the challenges of declining real estate values and high levels of unemployment that have characterized the regional and national economy since the financial crisis of 2008-2009. Management's decision to maintain its conservative underwriting standards coupled with a disciplined pricing policy continued into fiscal 2012 which may have caused some potential borrowers to seek financing with more aggressive lenders. To supplement originations, we also purchased one-to-four family first mortgages totaling $22.2 million during the year ended June 30, 2012, compared to $4.4 million during the year ended June 30, 2011. In total, one-to-four family mortgage loan repayments outpaced loan acquisition volume during fiscal 2012 resulting in the reported net decline in the outstanding balance of this segment of the loan portfolio.

We will originate a one-to-four family mortgage loan on an owner-occupied property with a principal amount of up to 95% of the lesser of the appraised value or the purchase price of the property, with private mortgage insurance required if the loan-to-value ratio exceeds 80%. Our loan-to-value limit on a non-owner-occupied property is 75%. Loans in excess of $1.0 million are handled on a case-by-case basis and are subject to lower loan-to-value limits, generally no more than 50%.

Our fixed-rate and adjustable-rate residential mortgage loans on owner-occupied properties have terms of ten to 30 years. Residential mortgage loans on non-owner-occupied properties have terms of up to 15 years for fixed-rate loans and terms of up to 20 years for adjustable-rate loans. We also offer ten-year balloon mortgages with a thirty-year amortization schedule on owner-occupied properties and a twenty-year amortization schedule on non-owner-occupied properties.

Our adjustable-rate loan products provide for an interest rate that is tied to the one-year Constant Maturity U.S. Treasury index and have terms of up to 30 years with initial fixed-rate periods of one, three, five, seven, or ten years according to the terms of the loan and annual rate adjustment thereafter. We also offer an adjustable-rate loan with a term of up to 30 years with a rate that adjusts every five years to the five-year Constant Maturity U.S. Treasury index. There is a 200 basis point limit on the rate adjustment in any adjustment period and the rate adjustment limit over the life of the loan is 600 basis points.

We offer a first-time homebuyer program for persons who have not previously owned real estate and are purchasing a one-to-four family property in Bergen, Essex, Hudson, Middlesex, Monmouth, Morris, Ocean, Passaic and Union Counties, New Jersey for use as a primary residence. This program is also available outside these areas, but only to persons who are existing deposit or loan customers of Kearny Federal Savings Bank and/or members of their immediate families. The financial incentives offered under this program are a one-eighth of one percentage point rate reduction on all first mortgage loan types and the refund of the application fee at closing.

The fixed-rate residential mortgage loans that we originate generally meet the secondary mortgage market standards of the Federal Home Loan Mortgage Corporation ("Freddie Mac"). However, as our business plan continues to call for increasing loans on both a dollar and percentage of assets basis, we generally do not sell such loans in the secondary market and do not currently expect to do so in any large capacity in the near future.

Substantially all of our residential mortgages include "due on sale" clauses, which give us the right to declare a loan immediately payable if the borrower sells or otherwise transfers an interest in the property to a third party. Property appraisals on real estate securing our one-to-four family first mortgage loans are made by state certified or licensed independent appraisers approved by the Bank's Board of Directors. Appraisals are performed in accordance with applicable regulations and policies. We require title insurance policies on all first mortgage real estate loans originated. Homeowners, liability and fire insurance and, if applicable, flood insurance, are also required.

Multi-Family and Nonresidential Real Estate Mortgage Loans. We also originate commercial mortgage loans on multi-family and nonresidential properties, including loans on apartment buildings, retail/service properties and land as well as other income-producing properties, such as mixed-use properties combining residential and commercial space. The factors noted above that impacted residential loan origination volume during fiscal 2012 also adversely impacted the origination volume of commercial mortgages. However, these challenges were more than offset by the Bank's growing strategic emphasis in commercial lending which resulted in the origination of approximately $95.5 million of multi-family and commercial real estate mortgages during the year ended June 30, 2012, compared to $40.3 million during the year ended June 30, 2011. The Company's business plan continues to call for growing strategic emphasis on the origination of commercial mortgages and increasing that portfolio on both a dollar and percentage of assets basis. Toward that end, we expanded our commercial loan acquisition strategies during fiscal 2012 to include purchases of commercial loan participations which totaled approximately $57.8 million during the year ended June 30, 2012. In total, commercial mortgage loan acquisition volume outpaced loan repayments during fiscal 2012 resulting in the reported net increase in the outstanding balance of this segment of the loan portfolio.

We generally require no less than a 25% down payment or equity position for mortgage loans on multi-family and nonresidential properties. For such loans, we generally require personal guarantees. Currently, these loans are made with a maturity of up to 25 years. We also offer a five-year balloon loan with a twenty five-year amortization schedule. Our commercial mortgage loans are generally secured by properties located in New Jersey.

Commercial mortgage loans are generally considered to entail a greater level of risk than that which arises from one-to-four family, owner-occupied real estate lending. The repayment of these loans typically is dependent on a successful operation and income stream of the borrower and the real estate securing the loan as collateral. These risks can be significantly affected by economic conditions. In addition, commercial mortgage loans generally carry larger balances to single borrowers or related groups of borrowers than one-to-four family mortgage loans. Consequently, such loans typically require substantially greater evaluation and oversight efforts compared to residential real estate lending.

Commercial Business Loans. We also originate commercial term loans and lines of credit to a variety of professionals, sole proprietorships and small businesses in our market area including loans originated through the SBA in which the Bank participates as a Preferred Lender. The factors noted earlier that impacted residential and commercial mortgage loan origination volume during fiscal 2012 also adversely impacted the origination volume of commercial business loans. Nevertheless, the Bank originated approximately $18.0 million of commercial business loans during the year ended June 30, 2012 compared to $11.5 million during the year ended June 30, 2011. However, commercial business loan repayments and sales outpaced loan acquisition volume during fiscal 2012 resulting in the reported net decline in the outstanding balance of this segment of the loan portfolio.

The net decline in the portfolio reflected the sale of $6.5 million of SBA loan participations which resulted in the recognition of related sale gains totaling approximately $661,000. By comparison, the Bank sold $5.1 million of SBA loan participations during fiscal 2011 which resulted in the recognition of related sale gains totaling approximately $517,000. The Company's business plan continues to call for increased emphasis on originating commercial business loans, including the origination and sale of SBA loans, as part of its strategic focus on commercial lending.

Approximately $79.0 million or 89.3% of our commercial business loans are "non-SBA" loans. Of these loans, approximately $75.6 million or 95.7% represent secured loans that are primarily collateralized by real estate or, to a lesser extent, other forms of collateral. The remaining $3.4 million or 4.3% represent unsecured loans to our business customers. We generally require personal guarantees on all "non-SBA" commercial business loans. Marketable securities may also be accepted as collateral on lines of credit, but with a loan to value limit of 50%. The loan to value limit on secured commercial lines of credit and term loans is otherwise generally limited to 70%. We also make unsecured commercial loans in the form of overdraft checking authorization up to $25,000 and unsecured lines of credit up to $25,000. Our "non-SBA" commercial term loans generally have terms of up to 20 years and are mostly fixed-rate loans. Our commercial lines of credit have terms of up to two years and are generally adjustable-rate loans. We also offer a one-year, interest-only commercial line of credit with a balloon payment.

The remaining $9.4 million or 10.7% of commercial business loans represent the retained portion of SBA loan originations. Such loans are generally secured by various forms of collateral, including real estate, business equipment and other forms of collateral. The Bank generally chooses to sell the guaranteed portion of SBA loan originated which ranges from 50% to 90% of the loan's outstanding balance while retaining the nonguaranteed portion of the loan in portfolio. However, the Bank may also elect to retain the guaranteed portion of such loans in lieu of selling the guaranteed portion. At June 30, 2012, approximately $3.3 million of the retained portion of the Bank's SBA loans is guaranteed by the Small Business Administration.

Unlike single-family, owner-occupied residential mortgage loans, which generally are made on the basis of the borrower's ability to make repayment from his or her employment and other income and which are secured by real property whose value tends to be more easily ascertainable, commercial business loans, including those originated under SBA programs, are typically made on the basis of the borrower's ability to make repayment from the cash flow of the borrower's business. As a result, the

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availability of funds for the repayment of commercial business loans may be substantially dependent on the success of the business itself and the general economic environment. Commercial business loans, therefore, generally have greater credit risk than residential mortgage loans. In addition, commercial business loans may carry larger balances to single borrowers or related groups of borrowers than one-to-four family first mortgage loans. As such, commercial business lending requires substantially greater evaluation and oversight efforts compared to residential or commercial real estate lending.

Home Equity Loans and Lines of Credit. Our home equity loans are fixed-rate loans for terms of generally up to 20 years. We also offer fixed-rate and adjustable-rate home equity lines of credit with terms of up to 15 years. The factors noted above that impacted one-to-four family loan origination volume during fiscal 2012 also adversely impacted the origination volume of home equity loans and lines of credit. Nevertheless, the Bank originated $35.7 million of home equity loans and home equity lines of credit compared to $20.5 million in the year ended June 30, 2011. However, repayments of home equity loans and lines of credit outpaced loan acquisition volume during fiscal 2012 resulting in the reported net decline in the outstanding balance of this segment of the loan portfolio.

Collateral value is determined through a property value analysis report provided by a state certified or licensed independent appraiser. In some cases, we determine collateral value by a full appraisal performed by a state certified or licensed independent appraiser. Home equity loans and lines of credit do not require title insurance but do require homeowner, liability and fire insurance and, if applicable, flood insurance.

Home equity loans and fixed-rate home equity lines of credit are generally originated in our market area and are generally made in amounts of up to 80% of value on term loans and of up to 75% of value on home equity adjustable-rate lines of credit. We originate home equity loans secured by either a first lien or a second lien on the property.

Other Consumer Loans. In addition to home equity loans and lines of credit, our consumer loan portfolio primarily includes loans secured by savings accounts and certificates of deposit on deposit with the Bank and overdraft lines of credit as well as vehicle loans and personal loans. We will generally lend up to 90% of the account balance on a loan secured by a savings account or certificate of deposit.

Consumer loans entail greater risks than residential mortgage loans, particularly consumer loans that are unsecured. Consumer loan repayment is dependent on the borrower’s continuing financial stability and is more likely to be adversely affected by job loss, divorce, illness or personal bankruptcy. The application of various federal laws, including federal and state bankruptcy and insolvency laws, may limit the amount that can be recovered on consumer loans in the event of a default.

Our underwriting standards for consumer loans include a determination of the applicant’s credit history and an assessment of the applicant’s ability to meet existing obligations and payments on the proposed loan. The stability of the applicant’s monthly income may be determined by verification of gross monthly income from primary employment and any additional verifiable secondary income.

Construction Lending. Our construction lending includes loans to individuals for construction of one-to-four family residences or for major renovations or improvements to an existing dwelling. Our construction lending also includes loans to builders and developers for multi-unit buildings or multi-house projects. All of our construction lending is in New Jersey. During the year ended June 30, 2012, construction loan disbursements were $12.0 million compared to $3.0 million during the year ended June 30, 2011. However, the repayment of construction loans more than offset these disbursements during fiscal 2012 resulting in the reported net decline in the outstanding balance of this segment of the loan

portfolio. The level of construction loan activity continues to reflect many of the same factors that have adversely impacted the origination volume of other loan categories during fiscal 2012.

Construction borrowers must hold title to the land free and clear of any liens. Financing for construction loans is limited to 80% of the anticipated appraised value of the completed property. Disbursements are made in accordance with inspection reports by our approved appraisal firms. Terms of financing are generally limited to one year with an interest rate tied to the prime rate published in the Wall Street Journal and may include a premium of one or more points. In some cases, we convert a construction loan to a permanent mortgage loan upon completion of construction.

We have no formal limits as to the number of projects a builder has under construction or development and make a case-by-case determination on loans to builders and developers who have multiple projects under development. The Board of Directors reviews the Bank's business relationship with a builder or developer prior to accepting a loan application for processing. We generally do not make construction loans to builders on a speculative basis. There must be a contract for sale in place. Financing is provided for up to two houses at a time in a multi-house project, requiring a contract on one of the two houses before financing for the next house may be obtained.

Construction lending is generally considered to involve a higher degree of credit risk than mortgage lending. If the initial estimate of construction cost proves to be inaccurate, we may be compelled to advance additional funds to complete the construction with repayment dependent, in part, on the success of the ultimate project rather than the ability of a borrower or guarantor to repay the loan. If we are forced to foreclose on a project prior to completion, there is no assurance that we will be able to recover the entire unpaid portion of the loan. In addition, we may be required to fund additional amounts to complete a project and may have to hold the property for an indeterminate period.

Loans to One Borrower. Federal law generally limits the amount that a savings institution may lend to one borrower to the greater of $500,000 or 15% of the institution's unimpaired capital and surplus. Accordingly, as of June 30, 2012, our loans-to-one-borrower limit was approximately $50.2 million.

At June 30, 2012, our largest single borrower had an aggregate loan balance of approximately $13.1 million, representing four mortgage loans secured by commercial real estate. Our second largest single borrower had an aggregate loan balance of approximately $9.2 million, representing two loans secured by commercial real estate. Our third largest borrower had an aggregate loan balance of approximately $7.9 million, representing ten loans secured by commercial real estate, two residential construction loans and one residential loan. At June 30, 2012, all of these lending relationships were current and performing in accordance with the terms of their loan agreements. By comparison, at June 30, 2011, loans outstanding to the Bank's three largest borrowers totaled approximately $13.6 million, $9.5 million and $7.6 million, respectively.

Loan Originations, Purchases, Sales, Solicitation and Processing. The following table shows total loans originated, purchased, acquired and repaid during the periods indicated.

	For the Years Ended June 30, 2012	2011	2010
	(In Thousands)		
Loans originated and purchased:			
Loan originations:			
Real estate mortgage:			
One-to-four family	$ 66,456	$ 76,749	$ 102,116
Multi-family and commercial	95,534	40,282	31,002
Commercial business	17,968	11,544	3,457
Construction	12,004	3,029	7,081
Consumer:			
Home equity loans and lines of credit	35,741	20,484	30,622
Passbook or certificate	2,740	1,045	843
Other	504	571	469
Total loan originations	230,947	153,704	175,590
Loan purchases:			
Real estate mortgage:			
One-to-four family	22,185	4,366	31,216
Multi-family and commercial	57,829	-	-
Total loans purchased	80,014	4,366	31,216
Loans acquired from Central Jersey	-	347,721	-
Loans sold:			
One-to-four family	-	(2,574)	-
Commercial SBA participations	(6,462)	(5,056)	-
Total loan sold	(6,462)	(7,630)	-
Loan principal repayments	(280,578)	(238,404)	(239,697)
Decrease due to other items	(6,386)	(8,325)	(1,370)
Net increase (decrease) in loan portfolio	$ 17,535	$ 251,432	$ (34,261)

In connection with the acquisition of Central Jersey during fiscal 2011, the Company acquired loans with a fair value of $347.7 million at the time of acquisition. The Company estimated the fair value of non-impaired loans acquired from Central Jersey by utilizing a methodology wherein loans with comparable characteristics were aggregated by type of collateral, remaining maturity, and repricing terms. Cash flows for each pool were projected using an estimate of future credit losses and rate of prepayments. Projected monthly cash flows were then discounted to present value using a risk-adjusted market rate for similar loans. The portion of the fair valuation attributable to expected future credit losses on non-impaired loans totaled approximately $3.5 million or 1.05% of their outstanding balances.

To estimate the fair value of impaired loans acquired from Central Jersey, the Company analyzed the value of the underlying collateral of the loans, assuming the fair values of the loans are derived from the eventual sale of the collateral. The value of the collateral was generally based on recently completed appraisals. The Company discounted these values using market derived rates of return, with consideration given to the period of time and cost associated with the foreclosure and disposition of the

collateral. The portion of the fair valuation attributable to expected future credit losses on impaired loans totaled approximately $7.6 million.

Our customary sources of loan applications include loans originated by our commercial and residential loan officers, repeat customers, referrals from realtors and other professionals and "walk-in" customers. These sources are supported in varying degrees by our newspaper and electronic advertising and marketing strategies.

The Bank maintains loan purchase and servicing agreements with three large nationwide lenders, in order to supplement the Bank's residential mortgage loan production pipeline. The original agreements called for the purchase of loan pools that contain mortgages on residential properties in our lending area. Subsequently, we expanded our loan purchase and servicing agreements with the same nationwide lenders to include mortgage loans secured by residential real estate located outside of New Jersey. We have procedures in place for purchasing these mortgages such that the underwriting guidelines are consistent with those used in our in-house loan origination process. The evaluation and approval process ensures that the purchased loans generally conform to our normal underwriting guidelines. Our due diligence process includes full credit reviews and an examination of the title policy and associated legal instruments. We recalculate debt service and loan-to-value ratios for accuracy and review appraisals for reasonableness. All loan packages presented to the Bank must meet the Bank's underwriting requirements as outlined in the purchase and servicing agreements and are subject to the same review process outlined above. Furthermore, there are stricter underwriting guidelines in place for out-of-state mortgages, including higher minimum credit scores. During the year ended June 30, 2012, we purchased fixed-rate loans with principal balances totaling $3.8 million from these sellers.

Once we purchase the loans, we continually monitor the seller's performance by thoroughly reviewing portfolio balancing reports, remittance reports, delinquency reports and other data supplied to us on a monthly basis. We also review the seller's financial statements and documentation as to their compliance with the servicing standards established by the Mortgage Bankers Association of America.

As of June 30, 2012, our portfolio of out-of-state loans included residential mortgages in 21 states and totaled approximately $38.4 million or 6.8% of one-to-four family mortgage loans. The states with the two largest concentrations of loans at June 30, 2012 were Georgia and Texas with outstanding principal balances totaling $4.2 million and $3.8 million, respectively. The aggregate outstanding balances of loans in each of the remaining 19 states comprise less than 10% of the total balance of out-of-state loans.

The Bank also enters into purchase agreements with a limited number of mortgage originators to supplement the Bank's loan production pipeline. These agreements call for the purchase, on a flow basis, of one-to-four family first mortgage loans with servicing released to the Bank. During the year ended June 30, 2012, we purchased fixed-rate loans with principal balances totaling $17.6 million from these sellers.

In addition to purchasing one-to-four family loans, we also purchase participations in commercial mortgage loans originated by other banks and non-bank originators. During the year ended June 30, 2012, we purchased commercial loan participations totaling approximately $57.8 million. The number and aggregate outstanding balance of commercial loan participations totaled 30 and $58.0 million at June 30, 2012, respectively, representing loans on a variety of multi-family and commercial real estate properties.

The participations noted above exclude those acquired through the Thrift Institutions Community Investment Corporation of New Jersey ("TICIC"), a subsidiary of the New Jersey Bankers Association that is no longer actively originating loans. At June 30, 2012, our remaining TICIC participations

included a total of 26 loans with an aggregate balance of $5.5 million representing loans on multi-family and commercial real estate properties.

Loan Approval Procedures and Authority. Senior management recommends and the Board of Directors approves our lending policies and loan approval limits. The Bank's Loan Committee consists of the Chief Lending Officer, Chief Credit Officer, Divisional President, Director of Commercial Lending and Vice President of Commercial Loan Operations. The Committee may approve loans up to $2.0 million. Our Chief Lending Officer may approve loans up to $750,000. Loan department personnel of the Bank serving in the following positions may approve loans as follows: commercial/mortgage loan managers, mortgage loans up to $500,000; mortgage loan underwriters, mortgage loans up to $250,000; consumer loan managers, consumer loans up to $250,000; and consumer loan underwriters, consumer loans up to $150,000. In addition to these principal amount limits, there are established limits for different levels of approval authority as to minimum credit scores and maximum loan to value ratios and debt to income ratios or debt service coverage. Our Chief Executive Officer, Chief Operating Officer, and Chief Financial Officer have authorization to countersign loans for amounts that exceed $750,000 up to a limit of $1.0 million. Our Chief Lending Officer must approve loans between $750,000 and $1.0 million along with one of these designated officers. Non-conforming mortgage loans and loans over $1.0 million, up to $2.0 million require the approval of the Loan Committee. All loans in excess of $2.0 million require approval by the Board of Directors.

Asset Quality

Collection Procedures on Delinquent Loans. The Company regularly monitors the payment status of all loans within its portfolio and promptly initiates collections efforts on past due loans in accordance with applicable policies and procedures. Delinquent borrowers are notified by both mail and telephone when a loan is 30 days past due. If the delinquency continues, subsequent efforts are made to contact the delinquent borrower and additional collection notices and letters are sent. All reasonable attempts are made to collect from borrowers prior to referral to an attorney for collection. However, when a loan is 90 days delinquent, it is our general practice to refer it to an attorney for repossession, foreclosure or other form of collection action, as appropriate. In certain instances, we may modify the loan or grant a limited moratorium on loan payments to enable the borrower to reorganize his or her financial affairs and we attempt to work with the borrower to establish a repayment schedule to cure the delinquency.

As to mortgage loans, if a foreclosure action is taken and the loan is not reinstated, paid in full or refinanced, the property is sold at judicial sale at which we may be the buyer if there are no adequate offers to satisfy the debt. Any property acquired as the result of foreclosure or by deed in lieu of foreclosure is classified as real estate owned until it is sold or otherwise disposed of. When real estate owned is acquired, it is recorded at its fair market value less estimated selling costs. The initial write-down of the property, if necessary, is charged to the allowance for loan losses ("ALLL"). Adjustments to the carrying value of the properties that result from subsequent declines in value are charged to operations in the period in which the declines are identified.

Past Due Loans. A loan's "past due" status is generally determined based upon its "P&I delinquency" status in conjunction with its "past maturity" status, where applicable. A loan's "P&I delinquency" status is based upon the number of calendar days between the date of the earliest P&I payment due and the "as of" measurement date. A loan's "past maturity" status, where applicable, is based upon the number of calendar days between a loan's contractual maturity date and the "as of" measurement date. Based upon the larger of these criteria, loans are categorized into the following "past due" tiers for financial statement reporting and disclosure purposes: Current (including 1-29 days past due), 30-59 days, 60-89 days and 90 or more days.

Nonaccrual Loans. Loans are generally placed on nonaccrual status when contractual payments become 90 days or more past due, and are otherwise placed on nonaccrual when the Company does not expect to receive all P&I payments owed substantially in accordance with the terms of the loan agreement. Loans that become 90 days past maturity, but remain non-delinquent with regard to ongoing P&I payments may remain on accrual status if: (1) the Company expects to receive all P&I payments owed substantially in accordance with the terms of the loan agreement, past maturity status notwithstanding, and (2) the borrower is working actively and cooperatively with the Company to remedy the past maturity status through an expected refinance, payoff or modification of the loan agreement that is not expected to result in a troubled debt restructuring ("TDR") classification. All TDRs are placed on nonaccrual status for a period of no less than six months after restructuring, irrespective of past due status. The sum of nonaccrual loans plus accruing loans that are 90 days or more past due are generally defined as "nonperforming loans".

Payments received in cash on nonaccrual loans, including both the principal and interest portions of those payments, are generally applied to reduce the carrying value of the loan for financial statement purposes. When a loan is returned to accrual status, any accumulated interest payments previously applied to the carrying value of the loan during its nonaccrual period are recognized as interest income as an adjustment to the loan's yield over its remaining term.

Loans that are not considered to be TDRs are generally returned to accrual status when payments due are brought current and the Company expects to receive all remaining P&I payments owed substantially in accordance with the terms of the loan agreement. Non-TDR loans may also be returned to accrual status when a loan's payment status falls below 90 days past due and the Company: (1) expects receipt of the remaining past due amounts within a reasonable timeframe, and (2) expects to receive all remaining P&I payments owed substantially in accordance with the terms of the loan agreement.

Nonperforming Assets. The following table provides information regarding the Bank's nonperforming assets which are comprised of nonaccrual loans, accruing loans 90 days or more past due and real estate owned.

	At June 30,				
	2012	2011	2010	2009	2008
	(Dollars in Thousands)				
Loans accounted for on a nonaccrual basis:					
Real estate mortgage:					
One- to four-family	$ 14,917	$ 4,056	$ 1,867	$ 2,120	$ 530
Multi-family and commercial	11,008	7,429	4,358	5,626	1,012
Commercial business	3,941	4,866	2,298	—	—
Consumer:					
Home equity loans	984	204	250	27	31
Home equity lines of credit	193	93	—	—	—
Other	6	22	1	—	—
Construction	1,758	1,654	468	362	—
Total	32,807	18,324	9,242	8,135	1,573
Accruing loans which are contractually past due 90 days or more:					
Real estate mortgage:					
One- to four-family	-	14,923	12,321	5,017	—
Multi-family and commercial	398	—	—	—	—
Commercial business	293	1,718	—	—	—
Consumer:	—	—	—	—	
Home equity loans and lines of credit	—	—	—	—	—
Passbook or certificate	—	—	—	—	—
Other	—	—	—	—	—
Construction	—	—	—	—	—
Total	691	16,641	12,321	5,017	—
Total nonperforming loans	$ 33,498	$ 34,965	$ 21,563	$ 13,152	$ 1,573
Real estate owned	$ 3,811	$ 7,497	$ 146	$ 109	$ 109
Other nonperforming assets	$ —	$ —	$ —	$ —	$ —
Total nonperforming assets	$ 37,309	$ 42,462	$ 21,709	$ 13,261	$ 1,682
Total nonperforming loans to total loans	2.61%	2.76%	2.13%	1.26%	0.15%
Total nonperforming loans to total assets	1.14%	1.20%	0.92%	0.62%	0.08%
Total nonperforming assets to total assets	1.27%	1.46%	0.93%	0.62%	0.08%

Total nonperforming assets decreased by $5.2 million to $37.3 million at June 30, 2012 from $42.5 million at June 30, 2011. The decrease comprised a net decline in nonperforming loans of $1.5 million plus a net decrease in real estate owned of $3.7 million. For those same comparative periods, the number of nonperforming loans increased to 122 loans from 114 loans while the number of real estate owned properties remained unchanged at eight.

At June 30, 2012, nonperforming loans comprised $32.8 million of "nonaccrual" loans and $691,000 of "accruing loans over 90 days past due". By comparison, at June 30, 2011 the balance of such loans totaled $18.3 million and $16.7 million, respectively. A significant portion of the non-performing loans reported as "accruing loans over 90 days past due" prior to fiscal 2012 were originally acquired from Countrywide Home Loans, Inc. ("Countrywide") and continue to be serviced by their acquirer, Bank of America through its subsidiary, BAC Home Loans Servicing, LP ("BOA"). In accordance with our agreement, BOA advances scheduled principal and interest payments to the Bank when such payments are not made by the borrower. Prior to fiscal 2012, the timely receipt of principal and interest from the servicer resulted in such loans retaining their accrual status. However, the delinquency status reported for these nonperforming loans reflected the borrower's actual delinquency irrespective of the Bank's receipt of advances. In recognition that advances would ultimately be recouped by BOA from the Bank in the event the borrower did not reinstate the loan, the Bank included its obligation to refund such advances to the servicer, where applicable, in its impairment analyses of such loans.

Notwithstanding this prior practice, the Bank reclassified the applicable nonperforming BOA loans from "accruing loans over 90 days past due" to "nonaccrual" during fiscal 2012. Since that time, interest payments received on the applicable BOA loans have been applied to reduce the carrying value of the loan for financial statement purposes rather than being recognized as interest income.

Nonperforming one-to-four family mortgage loans include 53 nonaccrual loans totaling $14.9 million whose net outstanding balances range from $1,000 to $656,000 with an average balance of approximately $281,000 as of that date. The loans are in various stages of collection, workout or foreclosure and are primarily secured by New Jersey properties, with one out-of-state loan totaling $656,000 secured by a property located in South Carolina. The Company has identified approximately $1,240,000 of specific impairment relating to 14 of these nonperforming loans for which valuation allowances are maintained in the allowance for loan losses at June 30, 2012.

The number and balance of nonperforming one-to-four family mortgage loans at June 30, 2012 includes 38 loans totaling $11.6 million that were originally acquired from Countrywide with such loans comprising 34.6% of total nonperforming loans as of June 30, 2012. As of that same date, the Bank owned a total of 116 residential mortgage loans with an aggregate outstanding balance of $54.9 million that were originally acquired from Countrywide. Of these loans, an additional four loans totaling $1.6 million are 30-89 days past due and are in various stages of collection.

Nonperforming commercial real estate loans, including multi-family and nonresidential mortgage loans, include 21 nonaccrual loans totaling $11,008,000 and one loan totaling $398,000 reported as over 90 days past due and accruing. At June 30, 2012, the outstanding balances of these loans range from $10,000 to $1,852,000 with an average balance of approximately $518,000 as of that date. The loans are in various stages of collection, workout or foreclosure and are secured by New Jersey properties. The Company has identified approximately $667,000 of specific impairment relating to five of these nonperforming loans for which valuation allowances are maintained in the allowance for loan losses at June 30, 2012.

Nonperforming commercial business loans include 17 nonaccrual loans totaling $3,941,000 and two accruing loans totaling $293,000 that are 90 days or more past due. At June 30, 2012, the outstanding balances of these loans range from $12,000 to $926,000 with an average balance of approximately $223,000 as of that date. The loans are in various stages of collection, workout or foreclosure and are primarily secured by New Jersey properties and, to a lesser extent, other forms of collateral. One loan totaling approximately $80,000 is unsecured. The Company has identified approximately $776,000 of specific impairment relating to nine of these nonperforming loans for which valuation allowances are maintained in the allowance for loan losses at June 30, 2012.

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Home equity loans and home equity lines of credit that are reported as nonperforming include 13 nonaccrual loans totaling $1,177,000. At June 30, 2012, the outstanding balances of these loans range from $17,000 to $198,000 with an average balance of approximately $91,000 as of that date. The loans are in various stages of collection, workout or foreclosure and are primarily secured by New Jersey properties. The Company has identified approximately $127,000 of specific impairment relating to three of these nonperforming loans for which valuation allowances are maintained in the allowance for loan losses at June 30, 2012.

Other consumer loans that are reported as nonperforming include three nonaccrual loans totaling $6,000 including one $4,000 secured vehicle loan and two other unsecured consumer loans totaling $2,000 that are in various stages of collection.

Finally, nonperforming construction loans include four nonaccrual loans totaling $1,758,000. At June 30, 2012, the outstanding balances of these loans range from $315,000 to $580,000 with an average balance of approximately $439,000 as of that date. The loans are in various stages of collection, workout or foreclosure and are secured by New Jersey properties in varying stages of development. The Company has identified no specific impairment relating to these nonperforming loans at June 30, 2012.

During the years ended June 30, 2012, 2011 and 2010, gross interest income of $1,697,000, $591,000 and $629,000, respectively, would have been recognized on loans accounted for on a nonaccrual basis if those loans had been current. Interest income recognized on such loans of $134,000, $289,000 and $233,000 was included in income for the years ended June 30, 2012, 2011 and 2010, respectively.

At June 30, 2012, 2011 and 2010, the Bank had loans with aggregate outstanding balances totaling $6,679,000, $2,346,000 and $945,000, respectively, reported as troubled debt restructurings.

During the year ended June 30, 2012, gross interest income of $188,000 would have been recognized on loans reported as troubled debt restructurings under their original terms prior to restructuring. Actual interest income of $165,000 was recognized on such loans for the year ended June 30, 2012 reflecting the interest received under the revised terms of those restructured loans.

During the year ended June 30, 2011, gross interest income of $125,000 would have been recognized on loans reported as troubled debt restructurings under their original terms prior to restructuring. Actual interest income of $73,000 was recognized on such loans for the year ended June 30, 2011 reflecting the interest received under the revised terms of those restructured loans.

During the year ended June 30, 2010, gross interest income of $63,000 would have been recognized on loans reported as troubled debt restructurings under their original terms prior to restructuring. Actual interest income of $46,000 was recognized on such loans for the year ended June 30, 2010 reflecting the interest received under the revised terms of those restructured loans.

No loans were reported as troubled debt restructurings at June 30, 2009 and 2008.

Loan Review System. The Company maintains a loan review system consisting of several related functions including, but not limited to, classification of assets, calculation of the allowance for loan losses, independent credit file review as well as internal audit and lending compliance reviews. The Company utilizes both internal and external resources, where appropriate, to perform the various loan review functions. For example, the Company has engaged the services of a third party firm specializing in loan review and analysis to perform several loan review functions. The firm reviews the loan portfolio in accordance with the scope and frequency determined by senior management and the Asset Quality Committee of the Board of Directors. The third party loan review firm assists senior management and the Board of Directors in identifying potential credit weaknesses; in appropriately grading or adversely classifying loans; in identifying relevant trends that affect the collectability of the portfolio and identifying segments of the portfolio that are potential problem areas; in verifying the appropriateness of the allowance for loan losses; in evaluating the activities of lending personnel including compliance with lending policies and the quality of their loan approval, monitoring and risk assessment; and by providing an objective assessment of the overall quality of the loan portfolio. Currently, independent loan reviews are being conducted quarterly and include non-performing loans as well as samples of performing loans of varying types within the Company's portfolio.

The Company's loan review system also includes the internal audit and compliance functions, which operate in accordance with a scope determined by the Audit and Compliance Committee of the Board of Directors. Internal audit resources assess the adequacy of, and adherence to, internal credit policies and loan administration procedures. Similarly, the Company's compliance resources monitor adherence to relevant lending-related and consumer protection-related laws and regulations. The loan review system is structured in such a way that the internal audit function maintains the ability to independently audit other risk monitoring functions without impairing its independence with respect to these other functions.

As noted, the loan review system also comprises the Company's policies and procedures relating to the regulatory classification of assets and the allowance for loan loss functions each of which are described in greater detail below.

Classification of Assets. In compliance with the regulatory guidelines, the Company's loan review system includes an evaluation process through which certain loans exhibiting adverse credit quality characteristics are classified "Special Mention", "Substandard", "Doubtful" or "Loss".

An asset is classified as "Substandard" if it is inadequately protected by the paying capacity and net worth of the obligor or the collateral pledged, if any. Substandard assets include those characterized by the distinct possibility that the insured institution will sustain some loss if the deficiencies are not corrected. Assets classified as "Doubtful" have all of the weaknesses inherent in those classified as "Substandard", with the added characteristic that the weaknesses present make collection or liquidation in full highly questionable and improbable, on the basis of currently existing facts, conditions and values. Assets, or portions thereof, classified as "Loss" are considered uncollectible or of so little value that their continuance as assets is not warranted.

Management evaluates loans classified as substandard or doubtful for impairment in accordance with applicable accounting requirements. As discussed in greater detail below, a valuation allowance is established through the provision for loan losses for any impairment identified through such evaluations. To the extent that impairment identified on a loan is classified as “Loss”, that portion of the loan is charged off against the allowance for loan losses. In a limited number of cases, the entire net carrying value of a loan may be determined to be impaired based upon a collateral-dependent impairment analysis. However, the borrower’s adherence to contractual repayment terms precludes the recognition of a “Loss” classification and charge off. In these limited cases, a valuation allowance equal to 100% of the impaired loan’s carrying value may be maintained against the net carrying value of the asset.

In the past, the Company’s impaired loans with impairment were characterized by “split classifications” (ex. Substandard/Loss) with all loan impairment being ascribed a “Loss” classification by default and charge offs being recorded against the allowance for loan loss at the time such losses were realized. For loans primarily secured by real estate, which have historically comprised over 90% of the Company’s loan portfolio, the recognition of impairments as “charge offs” typically coincided with the foreclosure of the property securing the impaired loan at which time the property was brought into real estate owned at its fair value, less estimated selling costs, and any portion of the loan’s carrying value in excess of that amount was charged off against the ALLL.

During the year ended June 30, 2012, the Bank modified its loan classification and charge off practices to more closely align them to those of other institutions regulated by the Office of the Comptroller of the Currency (“OCC”). The OCC succeeded the Office of Thrift Supervision (“OTS”) as the Bank’s primary regulator effective July 21, 2011. The classification of loan impairment as “Loss” is now based upon a confirmed expectation for loss, rather than simply equating impairment with a “Loss” classification by default. For loans primarily secured by real estate, the expectation for loss is generally confirmed when: (a) impairment is identified on a loan individually evaluated in the manner described below and, (b) the loan is presumed to be collateral-dependent such that the source of loan repayment is expected to arise solely from sale of the collateral securing the applicable loan. Impairment identified on non-collateral-dependent loans may or may not be eligible for a “Loss” classification depending upon the other salient facts and circumstances that effect the manner and likelihood of loan repayment. However, loan impairment that is classified as “Loss” is now charged off against the ALLL concurrent with that classification rather than deferring the charge off of confirmed expected losses until they are “realized”.

Assets which do not currently expose the Company to a sufficient degree of risk to warrant an adverse classification but have some credit deficiencies or other potential weaknesses are designated as “Special Mention” by management. Adversely classified assets, together with those rated as “Special Mention”, are generally referred to as “Classified Assets”. Non-classified assets are internally rated within one of four “Pass” categories or as “Watch” with the latter denoting a potential deficiency or concern that warrants increased oversight or tracking by management until remediated.

Management performs a classification of assets review, including the regulatory classification of assets, generally on a monthly basis. The results of the classification of assets review are validated by the Company’s third party loan review firm during their quarterly, independent review. In the event of a difference in rating or classification between those assigned by the internal and external resources, the Company will generally utilize the more critical or conservative rating or classification. Final loan ratings and regulatory classifications are presented monthly to the Board of Directors and are reviewed by regulators during the examination process.

The following table discloses our designation of certain loans as special mention or adversely classified during each of the five years presented. See Page 38 for discussion regarding classified securities.

	At June 30, 2012	2011	2010	2009	2008
	(In Thousands)				
Special Mention	$ 20,297	$ 11,141	$ 10,353	$ 3,506	$ —
Substandard	48,131	39,093	18,697	14,891	749
Doubtful	892	614	—	817	1,871
Loss (1)	—	—	—	—	—
Total	$ 69,320	$ 50,846	$ 29,050	$ 19,214	$ 2,620

(1) Net of specific valuation allowances where applicable

At June 30, 2012, 56 loans were classified as Special Mention and 154 loans were classified as Substandard. As of that same date, two loans were classified as Doubtful. As noted above, all loans, or portions thereof, classified as Loss during fiscal 2012 were charged off against the allowance for loan losses.

Allowance for Loan Losses. The Company's allowance for loan loss calculation methodology utilizes a "two-tier" loss measurement process that is generally performed monthly. Based upon the results of the classification of assets and credit file review processes described earlier, the Company first identifies the loans that must be reviewed individually for impairment. Factors considered in identifying individual loans to be reviewed include, but may not be limited to, loan type, classification status, contractual payment status, performance/accrual status and impaired status.

Traditionally, the loans considered by the Company to be eligible for individual impairment review have generally represented its larger and/or more complex loans including its commercial mortgage loans, comprising multi-family and nonresidential real estate loans, as well as its construction loans and commercial business loans. During fiscal 2011, the Company expanded the scope of loans that it considers eligible for individual impairment review to also include all one-to-four family mortgage loans as well as its home equity loans and home equity lines of credit.

A reviewed loan is deemed to be impaired when, based on current information and events, it is probable that we will be unable to collect all amounts due according to the contractual terms of the loan agreement. Once a loan is determined to be impaired, management performs an analysis to determine the amount of impairment associated with that loan.

In measuring the impairment associated with collateral dependent loans, the fair value of the real estate collateralizing the loan is generally used as a measurement proxy for that of the impaired loan itself as a practical expedient. Such values are generally determined based upon a discounted market value obtained through an automated valuation module or prepared by a qualified, independent real estate appraiser.

The Company generally obtains independent appraisals on properties securing mortgage loans when such loans are initially placed on nonperforming or impaired status with such values updated approximately every six to twelve months thereafter throughout the collections, bankruptcy and/or foreclosure processes. Appraised values are typically updated at the point of foreclosure, where

applicable, and approximately every six to twelve months thereafter while the repossessed property is held as real estate owned.

As supported by accounting and regulatory guidance, the Company reduces the fair value of the collateral by estimated selling costs, such as real estate brokerage commissions, to measure impairment when such costs are expected to reduce the cash flows available to repay the loan.

The Company establishes valuation allowances in the fiscal period during which the loan impairments are identified. The results of management's individual loan impairment evaluations are validated by the Company's third party loan review firm during their quarterly, independent review. Such valuation allowances are adjusted in subsequent fiscal periods, where appropriate, to reflect any changes in carrying value or fair value identified during subsequent impairment evaluations which are generally updated monthly by management.

The second tier of the loss measurement process involves estimating the probable and estimable losses which addresses loans not otherwise reviewed individually for impairment as well as those individually reviewed loans that are determined to be non-impaired. Such loans include groups of smaller-balance homogeneous loans that may generally be excluded from individual impairment analysis, and therefore collectively evaluated for impairment, as well as the non-impaired loans within categories that are otherwise eligible for individual impairment review.

Valuation allowances established through the second tier of the loss measurement process utilize historical and environmental loss factors to collectively estimate the level of probable losses within defined segments of the Company's loan portfolio. These segments aggregate homogeneous subsets of loans with similar risk characteristics based upon loan type. For allowance for loan loss calculation and reporting purposes, the Company currently stratifies its loan portfolio into seven primary categories: residential mortgage loans, commercial mortgage loans, construction loans, commercial business loans, home equity loans, home equity lines of credit and other consumer loans. Each primary category is further stratified into subcategories that distinguish between loans originated, loans acquired through business combinations and, where relevant, loans purchased from third parties. Subcategories within commercial business loans and consumer loans also distinguish between secured and unsecured loan types while commercial business loan subcategories also identify loans originated through SBA programs.

In regard to historical loss factors, the Company's allowance for loan loss calculation calls for an analysis of historical charge-offs and recoveries for each of the defined segments within the loan portfolio. The Company currently utilizes a two-year moving average of annual net charge-off rates (charge-offs net of recoveries) by loan segment, where available, to calculate its actual, historical loss experience. The outstanding principal balance of the non-impaired portion of each loan segment is multiplied by the applicable historical loss factor to estimate the level of probable losses based upon the Company's historical loss experience.

The timeframe between when loan impairment is first identified by the Company and when such impairment may ultimately be charged off varies by loan type. For example, unsecured consumer and commercial loans are generally classified as "Loss" at 120 days past due resulting in their outstanding balances being charged off at that time.

By contrast, the timing of charges offs regarding the impairment associated with secured loans has historically been far more variable. The Company's secured loans, comprising a large majority of its total loan portfolio, consist primarily of residential and nonresidential mortgage loans and commercial/business loans secured by properties located in New Jersey where the foreclosure process currently takes 24-36 months to complete. Prior to fiscal 2012, charge offs of the impairment identified on loans secured by real estate were generally recognized upon completion of foreclosure at which time: (a) the property was brought into real estate owned at its fair value, less estimated selling costs, (b) any portion of the loan's carrying value in excess of that amount was charged off against the ALLL, and (c) the historical loss factors used in the Company's ALLL calculations were updated to reflect the actual realized loss. Accordingly, the historical loss factors used in the Company's allowance for loan loss calculations during prior periods did not reflect the probable losses on impaired loans until such time that the losses were realized as charge offs.

As a result of the noted changes to the Company's loan classification and charge off practices during fiscal 2012, the charge off of impairments relating to secured loans are now generally recognized upon the confirmation of an expected loss rather than deferring the charge off of loan impairments until such losses are realized.

For the Company's secured loans, the condition of collateral dependency generally serves as the basis upon which a "Loss" classification is ascribed to a loan's impairment thereby confirming an expected loss and triggering charge off of that impairment. While the facts and circumstances that effect the manner and likelihood of repayment vary from loan to loan, the Company generally considers the referral of a loan to foreclosure, coupled with the absence of other viable sources of loan repayment, to be demonstrable evidence of collateral dependency. Depending upon the nature of the collections process applicable to a particular loan, an early determination of collateral dependency could result in a nearly concurrent charge off of a newly identified impairment. By contrast, a presumption of collateral dependency may only be determined after the completion of lengthy loan collection and/or workout efforts, including bankruptcy proceedings, which may extend several months or more after a loan's impairment is first identified.

Regardless, the recognition of charge offs based upon confirmed expected losses rather than realized losses has generally accelerated the timing of their recognition compared to prior years. Toward that end, the adoption of this change to the Company's ALLL methodology during fiscal 2012 resulted in the charge off of approximately $4.2 million of confirmed expected losses for which valuation allowances had been previously established for identified impairments. The historical loss factors used in the Company's allowance for loan loss calculations were updated to reflect these charge offs and have continued to reflect the charge off of confirmed expected losses since that time.

As noted, the second tier of the Company's allowance for loan loss calculation also utilizes environmental loss factors to estimate the probable losses within the loan portfolio. Environmental loss factors are based upon specific qualitative criteria representing key sources of risk within the loan portfolio. Such risk criteria includes the level of and trends in nonperforming loans; the effects of changes in credit policy; the experience, ability and depth of the lending function's management and staff; national and local economic trends and conditions; credit risk concentrations and changes in local and regional real estate values. For each category of the loan portfolio, a level of risk, developed from a number of internal and external resources, is assigned to each of the qualitative criteria utilizing a scale ranging from zero (negligible risk) to 15 (high risk). The sum of the risk values, expressed as a whole number, is multiplied by .01% to arrive at an overall environmental loss factor, expressed in basis points, for each loan category.

During prior years, the aggregate outstanding principal balance of the non-impaired loans within each loan category was simply multiplied by the applicable environmental loss factor, as described above, to estimate the level of probable losses based upon the qualitative risk criteria. To more closely align its ALLL calculation methodology to that of other institutions regulated by the OCC, the Company modified its ALLL calculation methodology to explicitly incorporate its existing credit-rating classification system

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into the calculation of environmental loss factors by loan type. Toward that end, the Company implemented the use of risk-rating classification "weights" into its calculation of environmental loss factors during fiscal 2012.

The Company's existing risk-rating classification system ascribes a numerical rating of "1" through "9" to each loan within the portfolio. The ratings "5" through "9" represent the numerical equivalents of the traditional loan classifications "Watch", "Special Mention", "Substandard", "Doubtful" and "Loss", respectively, while lower ratings, "1" through "4", repre risk-ratings within the least risky "Pass" category. The environmental loss factor applicable to each non-impaired loan within a category, as described above, is "weighted" by a multiplier based upon the loan's risk-rating classification. Within any single loan category, a "higher" environmental loss factor is now ascribed to those loans with comparatively higher risk-rating classifications resulting in a proportionately greater ALLL requirement attributable to such loans compared to the comparatively lower risk-rated loans within that category.

In evaluating the impact of the level and trends in nonperforming loans on environmental loss factors, the Company first broadly considers the occurrence and overall magnitude of prior losses recognized on such loans over an extended period of time. For this purpose, losses are considered to include both charge offs as well as loan impairments for which valuation allowances have been recognized through provisions to the allowance for loan losses, but have not yet been charged off. To the extent that prior losses have generally been recognized on nonperforming loans within a category, a basis is established to recognize existing losses on loans collectively evaluated for impairment based upon the current levels of nonperforming loans within that category. Conversely, the absence of material prior losses attributable to delinquent or nonperforming loans within a category may significantly diminish, or even preclude, the consideration of the level of nonperforming loans in the calculation of the environmental loss factors attributable to that category of loans.

Once the basis for considering the level of nonperforming loans on environmental loss factors is established, the Company then considers the current dollar amount of nonperforming loans by loan type in relation to the total outstanding balance of loans within the category. A greater portion of nonperforming loans within a category in relation to the total suggests a comparatively greater level of risk and expected loss within that loan category and vice-versa.

In addition to considering the current level of nonperforming loans in relation to the total outstanding balance for each category, the Company also considers the degree to which those levels have changed from period to period. A significant and sustained increase in nonperforming loans over a 12-24 month period suggests a growing level of expected loss within that loan category and vice-versa.

As noted above, the Company considers these factors in a qualitative, rather than quantitative fashion when ascribing the risk value, as described above, to the level and trends of nonperforming loans that is applicable to a particular loan category. As with all environmental loss factors, the risk value assigned ultimately reflects the Company's best judgment as to the level of expected losses on loans collectively evaluated for impairment.

The sum of the probable and estimable loan losses calculated through the first and second tiers of the loss measurement processes as described above, represents the total targeted balance for the Company's allowance for loan losses at the end of a fiscal period. As noted earlier, the Company establishes all additional valuation allowances in the fiscal period during which additional individually identified loan impairments and additional estimated losses on loans collectively evaluated for impairment are identified. The Company adjusts its balance of valuation allowances through the provision for loan losses as required to ensure that the balance of the allowance for loan losses reflects all probable and estimable loans losses at the close of the fiscal period. Notwithstanding calculation

methodology and the noted distinction between valuation allowances established on loans collectively versus individually evaluated for impairment, the Company's entire allowance for loan losses is available to cover all charge-offs that arise from the loan portfolio.

Although management believes that the Company's allowance for loans losses is established in accordance with management's best estimate, actual losses are dependent upon future events and, as such, further additions to the level of loan loss allowances may be necessary.

The following table sets forth information with respect to activity in the allowance for loan losses for the periods indicated.

	For the Years Ended June 30,				
	2012	2011	2010	2009	2008
	(Dollars in Thousands)				
Allowance balance (at beginning of period)	$ 11,767	$ 8,561	$ 6,434	$ 6,104	$ 6,049
Provision for loan losses	5,750	4,628	2,616	317	94
Charge-offs:					
One-to-four family mortgage	6,398	931	202	2	30
Home equity loan	135	7	16	—	—
Commercial mortgage	483	—	322	—	—
Commercial business	349	5	—	—	—
Construction	106	492	—	—	—
Other	9	7	1	3	9
Total charge-offs	7,480	1,442	541	5	39
Recoveries:					
One-to-four family mortgage	6	6	10	—	—
Home equity loan	2	—	—	—	—
Commercial mortgage	37	2	42	—	—
Commercial business	-	11	—	18	—
Construction	33	—	—	—	—
Other	2	1	—	—	—
Total recoveries	80	20	52	18	—
Net (charge-offs) recoveries	(7,400)	(1,422)	(489)	(13)	(39)
Allowance balance (at end of period)	$ 10,117	$ 11,767	$ 8,561	$ 6,434	$ 6,104
Total loans outstanding	$ 1,285,890	$ 1,269,372	$ 1,013,149	$ 1,044,885	$ 1,026,514
Average loans outstanding	$ 1,250,307	$ 1,172,576	$ 1,030,287	$ 1,064,019	$ 951,019
Allowance for loan losses as a percent of total loans outstanding	0.79%	0.93%	0.84%	0.62%	0.59%
Net loan charge-offs as a percent of average loans outstanding	0.59%	0.12%	0.05%	0.00%	0.00%

Allowance for loan losses to non-performing loans	30.20%	33.65%	39.70%	48.92%	388.05%

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Allocation of Allowance for Loan Losses. The following table sets forth the allocation of the total allowance for loan losses by loan category and segment and the percent of loans in each category's segment to total net loans receivable at the dates indicated. The portion of the loan loss allowance allocated to each loan segment does not represent the total available for future losses which may occur within a particular loan segment since the total loan loss allowance is a valuation reserve applicable to the entire loan portfolio.

	At June 30,									
	2012		2011		2010		2009		2008	
	Amount	Percent of Loans to Total Loans	Amount	Percent of Loans to Total Loans	Amount	Percent of Loans to Total Loans	Amount	Percent of Loans to Total Loans	Amount	Percent of Loans to Total Loans
	(Dollars in Thousands)									
At end of period allocated to:										
Real estate mortgage:										
One-to-four family	$4,572	43.77 %	$6,644	48.13 %	$4,302	65.52 %	$3,254	65.97 %	$2,979	66.99 %
Multi-family and commercial	3,443	37.71	3,336	30.23	3,315	20.04	2,181	18.89	1,841	17.40
Commercial business	1,310	6.88	880	8.27	108	1.42	73	1.42	44	0.85
Consumer:										
Home equity loans	447	7.45	322	8.78	313	10.03	510	10.85	719	12.08
Home equity lines of credit	54	2.30	49	2.59	34	1.12	55	1.16	67	1.12
Other	14	0.31	14	0.30	13	0.42	24	0.43	41	0.39
Construction	277	1.58	289	1.70	245	1.45	106	1.28	118	1.17
	10,117		11,534		8,330		6,203		5,809	
Unallocated	-		233		231		231		295	
Total	$10,117	100.00%	$11,767	100.00%	$8,561	100.00%	$6,434	100.00%	$6,104	100.00%

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The following table sets forth the allocation of the allowance for loan losses by loan category and segment within each valuation allowance category at the dates indicated. The valuation allowance categories presented reflect the allowance for loan loss calculation methodology in effect at the time.

	At June 30, 2012	2011	2010	2009	2008
	(Dollars in Thousands)				
Valuation allowance for loans individually evaluated for impairment:					
Real estate mortgage:					
One-to-four family	$ 1,240	$ 4,061	$ 2,433	$ 150	$ —
Multi-family and commercial	667	1,503	1,771	1,278	1,160
Commercial business	776	692	5	2	3
Consumer:					
Home equity loans	127	—	—	—	—
Home equity lines of credit	—	—	—	—	—
Other	—	—	—	—	—
Construction	—	105	106	—	—
Total valuation allowance	2,810	6,361	4,315	1,430	1,163
Valuation allowance for loans collectively evaluated for impairment:					
Historical loss factors	2,288	738	199	30	33
Environmental loss factors:					
Real estate mortgage:					
One-to-four family	1,502	2,160	1,784	3,098	2,972
Multi-family and commercial	2,776	1,658	1,443	901	679
Commercial business	316	186	103	71	41
Consumer:					
Home equity loans	258	312	305	510	719
Home equity lines of credit	54	49	34	55	67
Other	8	8	8	8	23
Construction	105	62	139	100	112
Total environmental loss factors	5,019	4,435	3,816	4,743	4,613
Total (Factors based)	7,307	5,173	4,015	4,773	4,646
Unallocated general valuation allowance	—	233	231	231	295
Total allowance for loan losses	$ 10,117	$ 11,767	$ 8,561	$ 6,434	$ 6,104

During the year ended June 30, 2012, the balance of the allowance for loan losses decreased by approximately $1.6 million to $10.1 million or 0.79% of total loans at June 30, 2012 from $11.8 million or 0.93% of total loans at June 30, 2011. The decrease resulted from charge offs, net of recoveries, totaling $7.4 million that were partially offset by additional provisions of $5.7 million during the year ended June 30, 2012.

With regard to loans individually evaluated for impairment, the balance of the Company’s allowance for loan losses attributable to such loans decreased by $3.6 million to $2.8 million at June 30, 2012 from $6.4 million at June 30, 2011. The balance at June 30, 2012 reflected the allowance for

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impairment identified on $10.1 million of impaired loans while an additional $31.9 million of impaired loans had no allowance for impairment as of that date. By comparison, the balance of the allowance at June 30, 2011 reflected the impairment identified on $16.2 million of impaired loans while an additional $21.1 million of impaired loans had no impairment as of that date. The outstanding balances of impaired loans reflect the cumulative effects of various adjustments including, but not limited to, purchase accounting valuations and prior charge offs, where applicable, which are considered in the evaluation of impairment.

The decline in loan impairment and the associated valuation allowances between comparative periods largely reflects the changes to the Company's classification of assets and allowance for loan loss methodologies described earlier. Such changes resulted in the charge off of certain loan impairments during the current year for which valuation allowances had generally been established during earlier periods.

With regard to loans evaluated collectively for impairment, the balance of the Company's allowance for loan losses attributable to such loans increased by $2.1 million to $7.3 million at June 30, 2012 from $5.2 million at June 30, 2011. The increase in valuation was partly attributable to a $27.0 million increase in the aggregate outstanding balance of loans collectively evaluated for impairment to $1.24 billion at June 30, 2012 from $1.23 billion at June 30, 2011 as well as the ongoing reallocation of loans within the portfolio in favor of commercial loans against which the Bank generally assigns comparatively higher historical and environmental loss factors in its ALLL calculation. The increase in the allowance also reflected changes to certain environmental and historical loss factors themselves.

Regarding environmental loss factors, changes to such factors during the year ended June 30, 2012 reflected several factors including the increase in losses recognized on nonperforming loans within certain segments of the loan portfolio.

In general, the overall level of nonperforming loans, including nonaccrual loans and accruing loans 90 days or more past due, remained generally stable during fiscal 2012 decreasing by $1.5 million to $33.5 million at June 30, 2012 from $35.0 million at June 30, 2011. Notwithstanding this stability in their overall balances, however, actual losses recognized on nonperforming loans increased from year to year. As noted earlier, losses are considered to include both charge offs as well as loan impairments for which valuation allowances have been recognized through provisions to the allowance for loan losses, but have not yet been charged off. Net charge offs increased by $6.0 million to $7.4 million for the year ended June 30, 2012 from $1.4 million for the year ended June 30, 2011 while the balance of valuation allowances attributable to specific impairment on individually evaluated loans declined by only $3.6 million to $2.8 million at June 30, 2012 from $6.4 million at June 30, 2011.

The noted increase in the level of losses was generally limited to certain segments within the loan portfolio. The most significant contributing factor to the increase in losses were those attributable to the specific segment of the residential mortgage loan portfolio that was originally acquired from Countrywide. Such loans continue to be serviced by their acquirer, BOA, where the collections and foreclosure processes have been subjected to extended delays. For the 12 months ended June 30, 2012, the level of nonperforming loans attributable to this segment of the Company's loan portfolio decreased by $5.0 million to $11.6 million at June 30, 2012 from $16.6 million at June 30, 2011. However, the decrease largely reflected the charge off of confirmed expected losses during fiscal 2012 for which valuation allowances had been established for impairments identified during prior years. Net charge offs on this segment of the portfolio increased by $4.8 million to $5.8 million for the year ended June 30, 2012 from $924,000 for the year ended June 30, 2011 while the balance of valuation allowances attributable to specific impairment on individually evaluated loans declined by only $2.8 million to $1.2 million at June 30, 2012 from $4.0 million at June 30, 2011.

In recognition of these additional losses, coupled with the expectation for continuing additions to nonperforming loans within the segment, the Company has increased the level of environmental loss factors attributable to loans within this specific segment of the residential mortgage loan portfolio that are evaluated collectively for impairment. From June 30, 2011 to June 30, 2012, the risk ratings assigned to the following environmental loss factors were increased to the levels noted:

• Level of and trends in nonperforming loans: Increased (+3) from "12" to "15" reflecting continued increases in the level of nonperforming loans within the portfolio segment, adjusted for declines attributable to charge offs.

• National and local economic trends and conditions: Increased (+3) from "12" to "15" reflecting lingering adverse effects of deteriorated economic conditions, including high levels of unemployment negatively impacting repayment ability of borrowers.

• Changes in local and regional real estate values: Increased (+3) from "12" to "15" reflecting deterioration of collateral values from original appraised values coupled with the degree of that deterioration in comparison to residential mortgage loans originated internally.

The changes in risk ratings noted above resulted in an increase of 9 basis points of allowance being allocated to the applicable loans at June 30, 2012 compared to the levels at June 30, 2011. In combination with those that remained unchanged from period to period, total environmental factors applicable to this segment of the residential mortgage loan portfolio increased from 66 basis points at June 30, 2011 to 75 basis points at June 30, 2012. The level of environmental loss factors attributable to these loans will continue to be monitored and adjusted to reflect the Company's best judgment as to the level of expected losses on the loans acquired from Countrywide that are collectively evaluated for impairment.

To a lesser extent, the reported increase in losses include those attributable to the loans that were originally acquired through the Bank's merger with Central Jersey Bank which closed during fiscal 2011. Such loans were initially recorded at fair value reflecting any impairment identified on such loans at that time. For the 12 months ended June 30, 2012, the level of nonperforming loans that were originally acquired from Central Jersey decreased by $444,000 to $9.0 million at June 30, 2012 from $9.4 million at June 30, 2011. However, the decrease largely reflected the charge off of confirmed expected losses during fiscal 2012 for which valuation allowances had been established for impairments identified during the prior year. Net charge offs on this segment of the portfolio increased to $403,000 for the year ended June 30, 2012 from $-0- for the year ended June 30, 2011 while the balance of valuation allowances attributable to specific impairment on individually evaluated loans increased by $624,000 to $1,041,000 at June 30, 2012 from $417,000 at June 30, 2011.

In recognition of these additional losses, the Company increased the following environmental loss factor applicable to the loans acquired from Central Jersey to the level noted:

• Level of and trends in nonperforming loans: Increased (+3) from "0" to "3" reflecting increases in the losses attributable to nonperforming loans within the portfolio segment.

Given their acquisition during the prior fiscal year at fair value, the environmental loss factors established for the Central Jersey loans generally reflect a comparatively lower level of risk than those applicable to the remaining portfolio. In combination with those that remained unchanged from period to period, total environmental factors applicable to the segments of the loan portfolio acquired from Central Jersey increased from six basis points at June 30, 2011 to nine basis points at June 30, 2012. The level of

environmental loss factors attributable to these loans will continue to be monitored and adjusted to reflect the Company's best judgment as to the level of expected losses on the loans acquired from Central Jersey that are collectively evaluated for impairment.

Changes to environmental loss factors during the year ended June 30, 2012 also reflected the changes to the Company's allowance for loan loss methodologies described earlier which included incorporating the Company's existing credit-rating classification system into the calculation of environmental loss factors by loan type. By implementing this change, the environmental loss factors applicable to any loan type are "weighted" based upon internal credit-rating resulting in a reallocation of the applicable portion of the allowance toward comparatively riskier assets. Implementation of this change did not have a significant impact to the overall balance of the allowance attributable to environmental loss factors.

In conjunction with the effects of the changes in the outstanding balances of the applicable loans, the noted changes to environmental loss factors resulted in an increase of $584,000 in the applicable portion of the allowance for loan losses to $5.0 million at June 30, 2012 from $4.4 million at June 30, 2011.

With regard to historical loss factors, the Company's loan portfolio experienced a net annualized average charge-off rate of 59 basis points during the year ended June 30, 2012 representing an increase of 47 basis points from the 12 basis points of charge offs reported for fiscal 2011. The increase in charge offs largely reflects the changes to the Company's classification of assets and allowance for loan loss methodologies described earlier. Such changes resulted in the charge off of certain loan impairments during the current year for which valuation allowances had been established during prior periods.

In conjunction with the net changes to the outstanding balance of the applicable loans, the increase in the historical loss factors attributable to the increased level of actual charge offs during the year ended June 30, 2012 resulted in a net increase of $1.5 million in the applicable valuation allowances to $2.3 million at June 30, 2012 from $738,000 at June 30, 2011.

The changes in the Company's historical loss factors from June 30, 2011 to June 30, 2012 reflect the effect of actual charge off and recovery activity on the average charge off rates calculated by the Company's allowance for loan loss methodology, as described earlier. As seen below, the net charge off activity has been concentrated in a limited number of categories in the loan portfolio with the greatest impact reflected in the purchased residential mortgage loan, construction loan and commercial business loan portfolios.

Finally, the change in the allowance for loan losses for the year ended June 30, 2012 also reflected the elimination of the unallocated portion of the Company's allowance for loan loss which totaled $233,000 at June 30, 2011. The unallocated portion of the allowance previously represented the amount by which the ALLL exceeded the required amount as calculated in accordance with the Company's ALLL calculation methodology. The unallocated balance, whose balance had remained substantially unchanged since fiscal 2009, was generally attributed to probable losses within the loan portfolio relating to environmental factors within one or more non-specified loan segments. The refinements to the Company's ALLL calculation methodology during the fiscal 2012, as discussed earlier, precluded the need to continuing carrying the unallocated portion of the allowance.

The tables on the following pages present the historical and environmental loss factors, reported as a percentage of outstanding loan principal, that were the basis for computing the portion of the allowance for loan losses attributable to loans collectively evaluated for impairment at June 30, 2012 and June 30, 2011.

Allowance for Loan Losses
Allocation of Loss Factors on Loans Collectively Evaluated for Impairment
at June 30, 2012

Loan Category	Historical Loss Factors	Environmental Loss Factors (2)	Total
Residential mortgage loans			
Originated	0.07%	0.30%	0.37%
Purchased	2.25%	0.75%	3.00%
Acquired in merger	0.00%	0.09%	0.09%
Home equity loans			
Originated	0.05%	0.36%	0.41%
Acquired in merger	0.11%	0.09%	0.20%
Home equity lines of credit			
Originated	0.00%	0.36%	0.36%
Acquired in merger	0.00%	0.09%	0.09%
Construction loans			
1-4 family			
Originated	2.81%	0.72%	3.53%
Acquired in merger	0.00%	0.09%	0.09%
Multi-family			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.09%	0.09%
Nonresidential			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.09%	0.09%
Commercial mortgage loans			
Multi-family			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.09%	0.09%
Nonresidential			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.09%	0.09%
Commercial business loans			
Secured (1-4 family)			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.09%	0.09%
Secured (Other)			
Originated	0.04%	0.72%	0.76%
Acquired in merger	0.36%	0.09%	0.45%
Unsecured			
Originated	0.00%	0.72%	0.72%

Acquired in merger	0.00%	0.09%	0.09%

Allowance for Loan Losses
Allocation of Loss Factors on Loans Collectively Evaluated for Impairment
at June 30, 2012 (continued)

Loan Category	Historical Loss Factors	Environmental Loss Factors (2)	Total
SBA 7A			
Originated	0.00%	0.72%	0.72%
Acquired in merger	2.10%	0.09%	2.19%
SBA Express			
Originated	0.00%	0.72%	0.72%
Acquired in merger	6.10%	0.09%	6.19%
SBA Line of Credit			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.09%	0.09%
SBA Other			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.09%	0.09%
Other consumer loans (1)	-	-	-

(1) The Company generally maintains an environmental loss factor of 0.27% on other consumer loans while historical loss factors range from 0.00% to 100.00% based on loan type. Resulting balances in the allowance for loan losses are immaterial and therefore excluded from the presentation.

(2) "Base" environmental factors reported excluding the effect of "weights" attributable to internal credit-rating classification as follows: "Pass-1": 70%, "Pass-2": 80%, "Pass-3": 90%, "Pass-4": 100%, "Watch": 200%, "Special Mention": 400%, "Substandard": 600%, "Doubtful": 800%. (e.g. Environmental loss factor applicable to originated residential mortgage loan rated as "Substandard": 0.30% X 600% = 1.8%)

Allowance for Loan Losses
Allocation of Loss Factors on Loans Collectively Evaluated for Impairment
at June 30, 2011

Loan Category	Historical Loss Factors	Environmental Loss Factors	Total
Residential mortgage loans			
Originated	0.00%	0.30%	0.30%
Purchased	0.40%	0.66%	1.06%
Acquired in merger	0.00%	0.06%	0.06%
Home equity loans			
Originated	0.01%	0.36%	0.37%
Acquired in merger	0.00%	0.06%	0.06%
Home equity lines of credit			
Originated	0.00%	0.36%	0.36%
Acquired in merger	0.00%	0.06%	0.06%
Construction loans			
1-4 family			
Originated	3.11%	0.72%	3.83%
Acquired in merger	0.00%	0.06%	0.06%
Multi-family			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.06%	0.06%
Nonresidential			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.06%	0.06%
Commercial mortgage loans			
Multi-family			
Originated	0.55%	0.72%	1.27%
Acquired in merger	0.00%	0.06%	0.06%
Nonresidential			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.06%	0.06%
Commercial business loans			
Secured (1-4 family)			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.06%	0.06%
Secured (Other)			
Originated	0.04%	0.72%	0.76%
Acquired in merger	0.00%	0.06%	0.06%
Unsecured			
Originated	0.00%	0.72%	0.72%

Acquired in merger	0.00%	0.06%	0.06%

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Allowance for Loan Losses
Allocation of Loss Factors on Loans Collectively Evaluated for Impairment
at June 30, 2011 (continued)

Loan Category	Historical Loss Factors	Environmental Loss Factors	Total
SBA 7A			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.06%	0.06%
SBA Express			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.06%	0.06%
SBA Line of Credit			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.06%	0.06%
SBA Other			
Originated	0.00%	0.72%	0.72%
Acquired in merger	0.00%	0.06%	0.06%
Other consumer loans (1)	-	-	-

(1) The Company generally maintains an environmental loss factor of 0.27% on other consumer loans while historical loss factors range from 0.00% to 100.00% based on loan type. Resulting balances in the allowance for loan losses are immaterial and therefore excluded from the presentation.

An overview of the balances and activity within the allowance for loan loss during prior fiscal years reflects the lagging detrimental effects on economic and market conditions that resulted from the 2008-2009 financial crisis which have continued to adversely impact credit quality with the Company's loan portfolio since that time.

During the fiscal year ended June 30, 2008, the balance of the allowance for loan losses increased by $55,000 to $6.1 million at June 30, 2008 from $6.0 million at June 30, 2007. The net increase resulted from additional provisions of $94,000 that were partially offset by charge offs, net of recoveries, totaling approximately $39,000. At June 30, 2008, valuation allowances on loans individually and collectively evaluated for impairment totaled $1.2 million and $4.6 million, respectively, while the balance of the unallocated allowance totaled $295,000.

During the fiscal year ended June 30, 2009, the balance of the allowance for loan losses increased by $330,000 to $6.4 million at June 30, 2009 from $6.1 million at June 30, 2008. The net increase resulted from additional provisions of $317,000 that were partially offset by charge offs, net of recoveries, totaling approximately $13,000. Valuation allowances attributable to impairment identified on individually evaluated loans increased by $267,000 to $1.4 million at June 30, 2009 from $1.2 million at June 30, 2008. For those same comparative periods, valuation allowances on loans evaluated collectively for impairment increased by approximately $127,000 to $4.8 million from $4.6 million reflecting the overall growth in the non-impaired portion of the loan portfolio and stability in the historical and environmental loss factors used in the allowance for loan loss calculation during the year. The balance of the unallocated allowance decreased from $295,000 to $231,000 for those same comparative periods.

During the fiscal year ended June 30, 2010, the balance of the allowance for loan losses increased by approximately $2.1 million to $8.6 million at June 30, 2010 from $6.4 million at June 30, 2009. The

increase resulted from additional provisions of $2.6 million that were partially offset by net charge offs of $489,000 during fiscal 2010. Valuation allowances attributable to impairment identified on individually evaluated loans increased by $2.9 million to $4.3 million at June 30, 2010 from $1.4 million at June 30, 2009. For those same comparative periods, valuation allowances on loans evaluated collectively for impairment decreased by approximately $758,000 to $4.0 million from $4.8 million resulting from the application of historical and environmental loss factors to the outstanding balance of the remaining, non-impaired loans within the Company's portfolio which declined during the year. The balance of the unallocated allowance remained unchanged at $231,000 for those same comparative periods.

During the fiscal year ended June 30, 2011, the balance of the allowance for loan losses increased by approximately $3.2 million to $11.8 million at June 30, 2011 from $8.6 million at June 30, 2010. The increase resulted from additional provisions of $4.6 million that were partially offset by net charge offs of $1.4 million during fiscal 2011. Valuation allowances attributable to impairment identified on individually evaluated loans increased by $2.1 million to $6.4 million at June 30, 2011 from $4.3 million at June 30, 2010. For those same comparative periods, valuation allowances on loans evaluated collectively for impairment increased by approximately $1.2 million to $5.2 million from $4.0 million from $4.8 million reflecting the overall growth in the balance of non-impaired loans in the portfolio in conjunction with changes to the historical and environmental loss factors used in the allowance for loan loss calculation during the year. The balance of the unallocated allowance increased from $231,000 to $233,000 for those same comparative periods.

The calculation of probable losses within a loan portfolio and the resulting allowance for loan losses is subject to estimates and assumptions that are susceptible to significant revisions as more information becomes available and as events or conditions effecting individual borrowers and the marketplace as a whole change over time. Future additions to the allowance for loan losses will likely be necessary if economic and market conditions do not improve in the future from those currently prevalent in the marketplace. In addition, the federal banking regulators, as an integral part of its examination process, periodically reviews our loan and foreclosed real estate portfolios and the related allowance for loan losses and valuation allowance for foreclosed real estate. The regulators may require the allowance for loan losses to be increased based on its review of information available at the time of the examination, which may negatively affect our earnings.

Securities Portfolio

Our deposits and borrowings have traditionally exceeded our outstanding balance of loans receivable. We generally invest excess funds into investment securities with an emphasis on agency mortgage-backed securities. At June 30, 2012, our securities portfolio totaled $1.28 billion and comprised 43.5% of our total assets. By comparison, at June 30, 2011, our securities portfolio totaled $1.21 billion and comprised 41.8% of our total assets.

The year over year net increase in the securities portfolio totaled approximately $65.7 million which partly reflected a $13.4 million increase in the net unrealized gain in the available for sale portfolio to $39.7 million at June 30, 2012 from $26.4 million between comparative periods. The remaining increase was largely attributable to the Company's strategy to reinvest a portion of its excess liquidity into the investment securities during fiscal 2012. Toward that end, cash and cash equivalents decreased by approximately $67.0 million to $155.6 million at June 30, 2012 from $222.6 million at June 30, 2011, a significant portion of which provided the funding for the remaining $52.3 million of net growth within the securities portfolio.

As noted, the increase in the outstanding balance of investment securities resulted in a modest increase in the portfolio as a percentage of total assets between comparative periods. However, despite

the challenges presented by current economic and market conditions, our strategic business plan continues to call for shifting the mix of our earning assets toward greater balances of loans and lesser balances of investment securities over the longer term.

Our investment policy, which is approved by the Board of Directors, is designed to foster earnings and manage cash flows within prudent interest rate risk and credit risk guidelines. Generally, our investment policy is to invest funds in various categories of securities and maturities based upon our liquidity needs, asset/liability management policies, investment quality, and marketability and performance objectives. Our Chief Executive Officer, Chief Operating Officer, Chief Financial Officer and Chief Investment Officer are designated by the Board of Directors as the officers responsible for securities investment transactions and all transactions require the approval of at least two of these designated officers. The Interest Rate Risk Management Committee, currently composed of Directors Hopkins, Regan, Aanensen, Mazza and Leopold Montanaro, with our Chief Operating Officer, Chief Financial Officer, Chief Investment Officer and Chief Risk Officer participating as management's liaison to the committee, is responsible for oversight of the securities portfolio. This committee meets quarterly to review the securities portfolio. The results of the committee's quarterly review are reported to the full Board, which adjusts the investment policy and strategies, as it considers necessary and appropriate.

Federally chartered savings banks have the authority to invest in various types of liquid assets. The investments authorized under the investment policy approved by our Board of Directors include U.S. government and government agency obligations, municipal securities (consisting of bank qualified municipal bond obligations of state and local governments) and mortgage-backed securities of various U.S. government agencies or government-sponsored entities. On a short-term basis, our investment policy authorizes investment in securities purchased under agreements to resell, federal funds, certificates of deposits of insured banks and savings institutions and Federal Home Loan Bank term deposits.

As of June 30, 2012, mortgage-backed securities represented approximately 96.3% of our total investment in securities, compared to 87.5% as of June 30, 2011. Mortgage-backed securities generally include mortgage pass-through securities and collateralized mortgage obligations which are typically issued with stated principal amounts and backed by pools of mortgage loans. Collateralized mortgage obligations ("CMOs") represented less than 1.0% of total mortgage-backed securities at both June 30, 2012 and 2011. Mortgage originators use intermediaries (generally government agencies and government-sponsored enterprises, but also a variety of non-agency corporate issuers) to pool and package mortgage loans into mortgage-backed securities. The cash flow and re-pricing characteristics of a mortgage pass-through security generally approximate those of the underlying mortgages. By comparison, the cash flow and re-pricing characteristics of collateralized mortgage obligations are determined by those assigned to an individual security, or "tranche", within the terms of a larger investment vehicle which allocates cash flows to its component tranches based upon a predetermined structure as payments are received from the underlying mortgagors.

We generally invest in mortgage-backed securities issued by U.S. government agencies or government-sponsored entities, such as the Government National Mortgage Association ("Ginnie Mae"), Freddie Mac and the Federal National Mortgage Association ("Fannie Mae"). Mortgage-backed securities issued or sponsored by U.S. government agencies and government-sponsored entities are guaranteed as to the payment of principal and interest to investors. Mortgage-backed securities generally yield less than the mortgage loans underlying such securities because of the costs of servicing and of their payment guarantees or credit enhancements which minimize the level of credit risk to the security holder.

In addition to our investments in agency mortgage-backed securities, we formerly had an investment in the AMF Ultra Short Mortgage Fund ("AMF Fund"), a mutual fund acquired during 2002 as the result of a merger, which invested primarily in agency and non-agency mortgage-backed securities

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of short duration. The housing and credit crises negatively impacted the market value of certain securities in the fund's portfolio resulting in a continuing decline in the net asset value of this fund. Due to a continuing decline in the net asset value of the AMF Fund, the Company elected to withdraw its investment in the fund by invoking a redemption-in-kind option during fiscal 2009 in lieu of cash. The shares redeemed for cash and the shares redeemed for the underlying securities were initially written down to fair value as of the trade date. However, additional losses in the form of other-than-temporary impairments ("OTTI") were recognized through earnings during fiscal 2009 and 2010 due to further declines in the value of the applicable securities.

During the year ended June 30, 2011, the credit ratings of an additional eight non-agency CMOs totaling $34,000 fell below investment grade triggering their sale and resulting in a loss on sale of $28,000. An additional two non-agency CMOs totaling $32,000 fell below investment grade during the year ended June 30, 2012 triggering their sale and resulting in a loss on sale of $6,000.

At June 30, 2012, the Company's remaining portfolio of non-agency collateralized mortgage obligations totaled ten securities with an aggregate outstanding balance of approximately $146,000. These securities, all of which were acquired through the AMF Fund redemption and remain in the held-to-maturity portfolio, were not OTTI and were rated as investment grade by one or more rating agencies as of that date.

Current accounting standards require that securities be categorized as "held to maturity", "trading securities" or "available for sale", based on management's intent as to the ultimate disposition of each security. These standards allow debt securities to be classified as "held to maturity" and reported in financial statements at amortized cost only if the reporting entity has the positive intent and ability to hold these securities to maturity. Securities that might be sold in response to changes in market interest rates, changes in the security's prepayment risk, increases in loan demand, or other similar factors cannot be classified as "held to maturity".

We do not currently use or maintain a trading account. Securities not classified as "held to maturity" are classified as "available for sale". These securities are reported at fair value and unrealized gains and losses on the securities are excluded from earnings and reported, net of deferred taxes, as adjustments to Accumulated Other Comprehensive Income, a separate component of equity. As of June 30, 2012, the $1.1 million remaining balance of all securities originally acquired through the AMF Fund redemption-in-kind, including both agency and non-agency mortgage-backed securities, were classified as held to maturity. Additionally, the Company has classified $34.6 million of its non-mortgage-backed securities as held to maturity with a majority of such securities representing agency debentures and, to a lesser extent, short term municipal obligations. The remainder of Company's portfolio, including all other agency mortgage backed securities, agency debentures and single issuer trust preferred securities were classified as available for sale at June 30, 2012.

Other than mortgage-backed or debt securities issued or guaranteed by the U.S. government or its agencies, we did not hold securities of any one issuer having an aggregate book value in excess of 10% of our equity at June 30, 2012. All of our securities carry market risk insofar as increases in market rates of interest may cause a decrease in their market value. Purchases of securities are made based on certain considerations, which include the interest rate, tax considerations, volatility, yield, settlement date and maturity of the security, our liquidity position and anticipated cash needs and sources. The effect that the proposed security would have on our credit and interest rate risk and risk-based capital is also considered. We do not currently participate in hedging programs, interest rate caps, floors or swaps, or other activities involving the use of off-balance sheet derivative financial instruments. We do not purchase securities that are rated below investment grade.

During the years ended June 30, 2012, 2011 and 2010, proceeds from sales of securities available for sale totaled $51.3 million, $26.5 million and $34.2 million which resulted in gross gains of $53,000, $784,000 and $1.5 million and gross losses of $-0-, $7,000 and $-0-, respectively. Proceeds from sale of securities held to maturity during the year ended June 30, 2012, 2011 and 2010 totaled $32,000, $34,000 and $1.1 million with gross losses of $6,000, $28,000 and $1.0 million, respectively.

As of June 30, 2012, two securities with a combined amortized cost $4.9 million were classified as "Substandard" for regulatory reporting purposes. The securities represent two single issuer, trust preferred securities whose credit-ratings had fallen below investment grade by the two rating agencies monitored by the Company. The securities were originally issued through BankBoston Capital Trust IV and MBNA Capital B and currently represent de-facto obligations of Bank of America Corporation.

The following table sets forth the carrying value of our securities portfolio at the dates indicated. Mortgage-backed securities include mortgage pass-through securities and collateralized mortgage obligations.

	At June 30,				
	2012	2011	2010	2009	2008
	(In Thousands)				
Securities Available for Sale:					
U.S. agency obligations	$5,889	$6,591	$3,942	$4,557	$5,513
Obligations of states and political subdivisions	—	30,635	18,955	18,340	17,757
Mutual funds (1)	—	—	—	—	7,545
Trust preferred securities	6,713	7,447	6,600	5,130	7,368
Total securities available for sale	12,602	44,673	29,497	28,027	38,183
Securities Held to Maturity:					
U.S. agency obligations	32,246	103,458	255,000	—	—
Obligations of states and political subdivisions	2,236	3,009	—	—	—
Total securities held to maturity	34,662	106,467	255,000	—	—
Mortgage-Backed Securities Available for Sale:					
Government National Mortgage Association	11,690	13,581	15,628	18,431	21,930
Federal Home Loan Mortgage Corporation	460.509	390,448	273,704	289,468	317,448
Federal National Mortgage Association	757,905	656,218	414,123	375,886	386,645
Total mortgage-backed securities available for sale	1,230,104	1,060,247	703,455	683,785	726,023
Mortgage-Backed Securities Held to Maturity:					
Federal Home Loan Mortgage Corporation	158	212	267	373	—
Federal National Mortgage Association	786	930	1,123	1,439	—
Non-agency	146	203	310	2,509	—
Total mortgage-backed securities held to maturity	1,090	1,345	1,700	4,321	—

Total	$1,278,458	$1,212,732	$989,652	$716,133	$764,206

(1) As of June 30, 2008, our mutual fund investment consisted of shares issued by the AMF Fund.

The following table sets forth certain information regarding the carrying values, weighted average yields and maturities of our securities portfolio at June 30, 2012. This table shows contractual maturities and does not reflect re-pricing or the effect of prepayments. Actual maturities may differ from contractual maturities because issuers may have the right to call or prepay obligations with or without prepayment penalties. At June 30, 2012, securities with a carrying value of $36.7 million are callable within one year.

	At June 30, 2012										
	One Year or Less		One to Five Years		Five to Ten Years		More Than Ten Years		Total Securities		
	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Market Value
	(Dollars in Thousands)										
Trust preferred securities	$ —	—%	$ —	—%	$ —	—%	$ 6,713	2.36%	$ 6,713	2.36%	$ 6,713
U.S. agency obligations	—	—%	32,426	1.84%	44	1.59%	5,845	2.25%	38,315	1.90%	38,487
Obligations of states and political subdivisions	2,236	1.09%	—	—%	—	—%	—	—%	2,236	1.09%	2,240
Mortgage-backed securities:											
Pass-through:											
Government National Mortgage Association	4	9.35%	87	9.99%	879	8.70%	10,720	4.04%	11,690	4.44%	11,690
Federal Home Loan Mortgage Corporation	16	5.10%	739	5.41%	135,896	2.74%	323,978	2.63%	460,629	2.67%	460,634
Federal National Mortgage Association	-	—%	7,265	4.18%	263,022	2.37%	485,370	3.05%	755,657	2.82%	755,667
Collateralized mortgage obligations:											
Federal Home Loan Mortgage Corporation	—	—%	—	—%	—	—%	38	8.36%	38	8.36%	43
Federal National Mortgage Association	—	—%	—	—%	—	—%	3,034	2.33%	3,034	2.33%	3,096
Non-agency	—	—%	—	—%	—	—%	146	2.87%	146	2.87%	133
Total	$ 2,256	1.12%	$ 40,517	2.34%	$ 399,841	2.51%	$ 835,844	2.89%	$ 1,278,458	2.75%	$ 1,278,703

Sources of Funds

General. Deposits are our primary source of funds for lending and other investment purposes. In addition, we derive funds from loan and mortgage-backed securities principal repayments and proceeds from the maturities and calls of non-mortgage-backed securities. Loan and securities payments are a relatively stable source of funds, while deposit inflows are significantly influenced by general interest rates and money market conditions. Borrowings from the FHLB of New York and other short term borrowings are also used to supplement the funding for loans and investments.

Deposits. Our current deposit products include interest-bearing and non-interest-bearing checking accounts, money market deposit accounts, savings accounts and certificates of deposit accounts ranging in terms from 30 days to five years. Certificates of deposit with terms ranging from one year to five years are available for individual retirement account plans. Deposit account terms, such as interest rate earned, applicability of certain fees and service charges and funds accessibility, will vary based upon several factors including, but not limited to, minimum balance, term to maturity, and transaction frequency and form requirements.

Deposits are obtained primarily from within New Jersey. Traditional methods of advertising are used to attract new customers and deposits, including radio, print media, outdoor advertising, direct mail and inserts included with customer statements. We do not currently utilize the services of deposit brokers or Internet listing services. Premiums or incentives for opening accounts are sometimes offered. One of our key retail products in recent years has been “Star Banking”, which bundles a number of banking services and products together for those customers with a checking account with direct deposit and combined deposits of $20,000 or more, including Internet banking, bill pay, telephone banking, reduced rates on home equity loans and a 15 basis point premium on certificates of deposit with a term of at least one year, excluding special promotions. We also offer “High Yield Checking” which is primarily designed to attract core deposits in the form of customers’ primary checking accounts through interest rate and fee reimbursement incentives to qualifying customers. The comparatively higher interest expense associated with the “High Yield Checking” product in relation to our other checking products is partially offset by the transaction fee income associated with the account.

We may also offer a 15 basis point premium on certificate of deposit accounts with a term of at least one year, excluding special promotions, to certificate of deposit accountholders that have $200,000 or more on deposit with the Bank. Though certificates of deposit with non-standard maturities are popular in our market, we generally promote certificates of deposit with traditional maturities, including three and six months and one, two, three and five years. During the term of our 17-month and 29-month certificates of deposit, we offer customers a “one-time option” to “step up” the rate paid from the original rate set on the certificate to the current rate being offered by the Bank for certificates of that particular maturity.

The determination of interest rates is based upon a number of factors, including: (1) our need for funds based on loan demand, current maturities of deposits and other cash flow needs; (2) a current survey of a selected group of competitors’ rates for similar products; (3) our current cost of funds, yield on assets and asset/liability position; and (4) the alternate cost of funds on a wholesale basis, in particular the cost of borrowing from the FHLB. Interest rates are reviewed by senior management on a weekly basis.

A large percentage of our deposits are in certificates of deposit, which represented 50.9% and 53.6% of total deposits at June 30, 2012 and June 30, 2011, respectively. Our liquidity could be reduced if a significant amount of certificates of deposit maturing within a short period were not renewed. At June 30, 2012 and June 30, 2011, certificates of deposit maturing within one year were $713.7 million

and $788.7 million, respectively. Historically, a significant portion of the certificates of deposit remain with us after they mature and we believe that this will continue. At June 30, 2012, $447.1 million or 40.4% of our certificates of deposit were certificates of $100,000 or more compared to $455.9 million or 39.6% at June 30, 2011. The general level of market interest rates and money market conditions significantly influence deposit inflows and outflows. The effects of these factors are particularly pronounced on deposit accounts with larger balances. In particular, certificates of deposit with balances of $100,000 or greater are traditionally viewed as being a more volatile source of funding than comparatively lower balance certificates of deposit or non-maturity transaction accounts. In order to retain certificates of deposit with balances or $100,000 or more, we may have to pay a premium rate, resulting in an increase in our cost of funds. In a rising rate environment, we may be unwilling or unable to pay a competitive rate. To the extent that such deposits do not remain with us, they may need to be replaced with borrowings, which could increase our cost of funds and negatively impact our interest rate spread and our financial condition.

The following table sets forth the distribution of average deposits for the periods indicated and the weighted average nominal interest rates for each period on each category of deposits presented.

	For the Years Ended June 30,								
	2012			2011			2010		
	Average Balance	Percent of Total Deposits	Weighted Average Nominal Rate	Average Balance	Percent of Total Deposits	Weighted Average Nominal Rate	Average Balance	Percent of Total Deposits	Weighted Average Nominal Rate
	(Dollars in Thousands)								
Non-interest-bearing demand	$ 145,458	6.78%	0.00%	$ 98,587	5.08%	0.00%	$ 55,436	3.68%	0.00%
Interest-bearing demand	454,166	21.19	0.59	377,978	19.50	0.91	198,623	13.19	1.17
Savings and club	414,560	19.34	0.33	375,767	19.38	0.58	315,715	20.97	1.03
Certificates of deposit	1,128,802	52.69	1.44	1,086,544	56.04	1.69	935,684	62.16	2.41
Total deposits	$ 2,142,986	100.00%	0.95%	$ 1,938,876	100.00%	1.24%	$ 1,505,458	100.00%	1.87%

The following table sets forth certificates of deposit classified by interest rate as of the dates indicated.

	At June 30,		
	2012	2011	2010
	(In Thousands)		
Interest Rate			
0.00-0.99%	$ 516,645	$ 357,356	$ 9,396
1.00-1.99%	389,408	517,529	648,259
2.00-2.99%	165,132	222,774	206,791
3.00-3.99%	12,409	18,722	67,991
4.00-4.99%	16,091	26,420	40,482
5.00-5.99%	5,242	9,046	6,613
Total	$ 1,104,927	$ 1,151,847	$ 979,532

The following table shows the amount of certificates of deposit of $100,000 or more by time remaining until maturity as of the date indicated.

	At June 30, 2012 (In Thousands)
Maturity Period	
Within three months	$ 107,472
Three through six months	75,134
Six through twelve months	84,175
Over twelve months	180,300
	$ 447,081

The following table sets forth the amount and maturities of certificates of deposit at June 30, 2012.

	Amount Due						
	Within 1 year	1-2 years	2-3 years	3-4 years	4-5 years	After 5 years	Total
	(In Thousands)						
0.00-0.99%	$ 487,105	$ 26,036	$ 3,504	$ —	$ —	$ —	$ 516,645
1.00-1.99%	154,488	152,405	53,867	99	28,549	—	389,408
2.00-2.99%	42,738	44,935	23,435	36,596	17,428	—	165,132
3.00-3.99%	7,998	3,329	1,082	—	—	—	12,409
4.00-4.99%	16,087	—	3	1	—	—	16,091
5.00-5.99%	5,242	—	—	—	—	—	5,242
Total	$ 713,658	$ 226,705	$ 81,891	$ 36,696	$ 45,977	$ —	$ 1,104,927

Borrowings. To supplement our deposits as a source of funds for lending or investment, we borrow funds in the form of advances from the FHLB of New York. We make use of FHLB advances as part of our interest rate risk management, primarily to extend the duration of funding to match the longer-term fixed-rate loans and mortgage-backed securities.

Advances from the FHLB are typically secured by our FHLB capital stock and certain investment securities and residential mortgage loans that we choose to utilize as collateral for such borrowings. Additional information regarding our FHLB advances is included under Note 14 to consolidated financial statements.

Short-term FHLB advances generally have original maturities of less than one year and include overnight borrowings which the Bank typically utilizes to address short term funding needs as they arise. The Bank had no short term borrowings from the FHLB at June 30, 2012.

Long-term advances generally include term advances with original maturities of greater than one year. At June 30, 2012, our outstanding balance of long-term FHLB advances totaled $210.9 million with a weighted average interest rate of 3.74%. Our long term advances mature as follows:

Maturing in Years Ending June 30,		(In Thousands)
2013	$	5,000
2015		5,000
2018		200,000
2021		939
		210,939
Fair value adjustments		293
Total	$	211,232

Based upon the market value of investment securities and mortgage loans that are posted as collateral for FHLB advances at June 30, 2012, the Bank is eligible to borrow up to an additional $435.3 million of advances from the FHLB as of that date. The Bank is authorized to post additional collateral in the form of other unencumbered investments securities and eligible mortgage loans that may expand its borrowing capacity with the FHLB up to 30% of the Bank’s total assets. Additional borrowing capacity up to 50% of the Bank’s total assets may be authorized with the approval of the FHLB’s Board of Directors or Executive Committee.

The balance of borrowings at June 30, 2012 also included overnight borrowings in the form of depositor sweep accounts totaling $38.5 million. Depositor sweep accounts are short term borrowings representing funds that are withdrawn from a customer’s noninterest-bearing deposit account and invested in an uninsured overnight investment account that is collateralized by specified investment securities owned by the Bank.

Subsidiary Activity

During the year ended June 30, 2012, Kearny Financial Corp. had two wholly owned subsidiaries: Kearny Federal Savings Bank and Kearny Financial Securities, Inc.

Kearny Financial Securities, Inc. was organized in April 2005 under Delaware law as a Delaware Investment Company primarily to hold mortgage-backed and non-mortgage-backed securities. Kearny Financial Securities, Inc. was dissolved during the year ended June 30, 2012 and was considered inactive during the three-year period then ended.

Kearny Federal Savings Bank has three wholly owned subsidiaries: KFS Financial Services, Inc., KFS Investment Corp and CJB Investment Corp.

KFS Financial Services, Inc. was incorporated as a New Jersey corporation in 1994 under the name of South Bergen Financial Services, Inc., and was acquired in Kearny’s merger with South Bergen Savings Bank in 1999 and was renamed KFS Financial Services, Inc. in 2000. It is a service corporation subsidiary organized for selling insurance products, including annuities, to Bank customers and the general public through a third party networking arrangement. KFS Financial Services, Inc. is not a licensed insurance agency and it may only offer insurance products through an agreement with a licensed insurance agency. KFS Financial Services, Inc. has entered into an agreement with The Savings Bank Life Insurance Company of Massachusetts, a licensed insurance agency, through which it offers insurance products. At June 30, 2012, it held assets totaling approximately $308,000.

KFS Investment Corp. was organized in October 2007 under New Jersey law as a New Jersey Investment Company. At June 30, 2012, KFS Investment Corp. held no assets and was considered inactive.

CJB Investment Corp. and its wholly-owned subsidiary, Central Delaware Investment Corp. were acquired by the Bank through the Company's acquisition of Central Jersey Bancorp in November 2010. CJB Investment Corp was organized under New Jersey law as a New Jersey Investment Company while Central Delaware Investment Corp. was organized and operated as an investment company under Delaware state law. Central Delaware Investment Corp. was dissolved during the year ended June 30, 2012 with its assets acquired and liabilities assumed by its parent, CJB Investment Corp Both CJB Investment Corp. and Central Delaware Investment Corp. were organized primarily to hold mortgage-backed and non-mortgage-backed securities. At June 30, 2012, CJB Investment Corp. has total consolidated assets of $162.3 million comprised primarily of investment securities and cash and cash equivalents.

Personnel

As of June 30, 2012, we had 398 full-time employees and 61 part-time employees equating to a total of 428 full time equivalent ("FTE") employees. By comparison, at June 30, 2011, we had 379 full-time employees and 57 part-time employees equating to a total of 407 FTEs. The net increase in FTE's year-over-year included net increases in commercial loan origination and support staff as well as staff additions relating to the opening of an additional full service branch during fiscal 2012. Our employees are not represented by a collective bargaining unit and we consider our relationship with our employees to be good.

REGULATION

The Bank and the Company operate in a highly regulated industry. This regulation establishes a comprehensive framework of activities in which a savings and loan holding company and federal savings bank may engage and is intended primarily for the protection of the deposit insurance fund and depositors. Set forth below is a brief description of certain laws that relate to the regulation of the Bank and the Company. The description does not purport to be complete and is qualified in its entirety by reference to applicable laws and regulations.

Regulatory authorities have extensive discretion in connection with their supervisory and enforcement activities, including the imposition of restrictions on the operation of an institution and its holding company, the classification of assets by the institution and the adequacy of an institution's allowance for loan losses. Any change in such regulation and oversight, whether in the form of regulatory policy, regulations, or legislation, including changes in the regulations governing mutual holding companies, could have a material adverse impact on the Company, the Bank and their operations. The adoption of regulations or the enactment of laws that restrict the operations of the Bank and/or the Company or impose burdensome requirements upon one or both of them could reduce their profitability and could impair the value of the Bank's franchise, resulting in negative effects on the trading price of the Company's common stock.

Regulation of the Bank

General. As a federally chartered savings bank with deposits insured by the FDIC, the Bank is subject to extensive regulation by federal banking regulators. This regulatory structure gives the regulatory authorities extensive discretion in connection with their supervisory and enforcement activities and examination policies, including policies regarding the classification of assets and the level of the allowance for loan losses. The activities of federal savings banks are subject to extensive regulation including restrictions or requirements with respect to loans to one borrower, the percentage of non-mortgage loans or investments to total assets, capital distributions, permissible investments and lending activities, liquidity, transactions with affiliates and community reinvestment. Federal savings banks are also subject to reserve requirements imposed by the FRB. Both state and federal law regulate a federal savings bank's relationship with its depositors and borrowers, especially in such matters as the ownership of savings accounts and the form and content of the bank's mortgage documents.

As a result of the Dodd-Frank Act, the OCC assumed principal regulatory responsibility for federal savings banks from the OTS effective July 21, 2011. Under the Dodd-Frank Act, all existing OTS guidance, orders, interpretations, procedures and other advisory in effect prior to that date remained in effect and enforceable against the OCC until modified, terminated, set aside or superseded by the OCC in accordance with applicable law. The OCC has adopted most of the substantive OTS regulations on an interim final basis.

The Bank must file reports with the OCC concerning its activities and financial condition and must obtain regulatory approvals prior to entering into certain transactions such as mergers with or acquisitions of other financial institutions. The OCC will regularly examine the Bank and prepares reports to the Bank's Board of Directors on deficiencies, if any, found in its operations. The OCC will have substantial discretion to impose enforcement action on an institution that fails to comply with applicable regulatory requirements, particularly with respect to its capital requirements. In addition, the FDIC has the authority to recommend to the Comptroller of the Currency to take enforcement action with respect to a particular federally chartered savings bank and, if the Comptroller does not take action, the FDIC has authority to take such action under certain circumstances.

Federal Deposit Insurance. The Bank's deposits are insured to applicable limits by the FDIC. Under the Dodd-Frank Act, the maximum deposit insurance amount has been permanently increased from $100,000 to $250,000 and unlimited deposit insurance has been extended to non-interest-bearing transaction accounts until December 31, 2012.

The FDIC has adopted a risk-based premium system that provides for quarterly assessments based on an insured institution's ranking in one of four risk categories based on their examination ratings and capital ratios. Well-capitalized institutions with the CAMELS ratings of 1 or 2 are grouped in Risk Category I and, until 2009, were assessed for deposit insurance at an annual rate of between five and seven basis points of insured deposits with the assessment rate for an individual institution determined according to a formula based on a weighted average of the institution's individual CAMELS component ratings plus either five financial ratios or the average ratings of its long-term debt. Institutions in Risk Categories II, III and IV were assessed at annual rates of 10, 28 and 43 basis points, respectively.

Starting in 2009, the FDIC significantly raised the assessment rate in order to restore the reserve ratio of the Deposit Insurance Fund to the statutory minimum of 1.15% For the quarter beginning January 1, 2009, the FDIC raised the base annual assessment rate for institutions in Risk Category I to between 12 and 14 basis points while the base annual assessment rates for institutions in Risk Categories II, III and IV were increased to 17, 35 and 50 basis points, respectively. For the quarter beginning April 1, 2009 the FDIC set the base annual assessment rate for institutions in Risk Category I to between 12 and 16 basis points and the base annual assessment rates for institutions in Risk Categories II, III and IV at 22, 32 and 45 basis points, respectively. An institution's assessment rate could be increased within certain limits based on its levels of brokered deposits and asset growth.

The FDIC imposed a special assessment equal to five basis points of assets less Tier 1 capital as of June 30, 2009, payable on September 30, 2009, and reserved the right to impose additional special assessments. In November, 2009, instead of imposing additional special assessments, the FDIC amended the assessment regulations to require all insured depository institutions to prepay their estimated risk-based assessments for the fourth quarter of 2009, and for all of 2010, 2011 and 2012 on December 30, 2009. For purposes of estimating the future assessments, each institution's base assessment rate in effect on September 30, 2009 was used, assuming a 5% annual growth rate in the assessment base and a three basis point increase in the assessment rate in 2011 and 2012. The prepaid assessment will be applied against actual quarterly assessments until exhausted. Any funds remaining after June 30, 2013 will be returned to the institution.

The Dodd-Frank Act requires the FDIC to take such steps as necessary to increase the reserve ratio of the Deposit Insurance Fund from 1.15% to 1.35% of insured deposits by 2020. In setting the assessments, the FDIC is required to offset the effect of the higher reserve ratio against insured depository institutions with total consolidated assets of less than $10 billion. The Dodd-Frank Act also broadens the base for FDIC insurance assessments so that assessments will be based on the average consolidated total assets less average tangible equity capital of a financial institution rather than on its insured deposits. The FDIC has adopted a new restoration plan to increase the reserve ratio to 1.15% by September 30, 2020 with additional rulemaking scheduled regarding the method to be used to achieve a 1.35% reserve ratio by that date and offset the effect on institutions with assets less than $10 billion in assets. Pursuant to the new restoration plan, the FDIC has foregone the three basis point increase in assessments that was scheduled to take effect on January 1, 2011.

The FDIC has adopted new assessment regulations that redefine the assessment base as average consolidated assets less average tangible equity. Insured banks with more than $1.0 billion in assets must calculate quarterly average assets based on daily balances while smaller banks and newly chartered banks may use weekly averages. In the case of a merger, the average assets of the surviving bank for the quarter

must include the average assets of the merged institution for the period in the quarter prior to the merger. Average assets would be reduced by goodwill and other intangibles. Average tangible equity will equal Tier 1 capital. For institutions with more than $1.0 billion in assets average tangible equity will be calculated on a weekly basis while smaller institutions may use the quarter-end balance. Beginning April 1, 2011, the base assessment rate for insured institutions in Risk Category I will range between 5 to 9 basis points and for institutions in Risk Categories II, III, and IV will be 14, 23 and 35 basis points. An institution's assessment rate will be reduced based on the amount of its outstanding unsecured long-term debt and for institutions in Risk Categories II, III and IV may be increased based on their brokered deposits. Risk Categories are eliminated for institutions with more than $10 billion in assets which will be assessed at a rate between 5 and 35 basis points.

In addition, all FDIC-insured institutions are required to pay assessments to the FDIC to fund interest payments on bonds issued by the Financing Corporation ("FICO"), an agency of the Federal government established to recapitalize the Federal Savings and Loan Insurance Corporation. The FICO assessment rates, which are determined quarterly, averaged 0.01% of insured deposits on an annualized basis in fiscal year 2012. These assessments will continue until the FICO bonds mature in 2017.

Regulatory Capital Requirements. Under the Home Owners' Loan Act, savings institutions are required to meet three minimum capital standards: (1) tangible capital equal to 1.5% of total adjusted assets, (2) "Tier 1" or "core" capital equal to at least 4% of total adjusted assets and (3) risk-based capital equal to 8% of total risk-weighted assets. For information on the Bank's compliance with these regulatory capital standards, see Note 16 to consolidated financial statements. In assessing an institution's capital adequacy, the OCC takes into consideration not only these numeric factors but also qualitative factors as well and has the authority to establish higher capital requirements for individual institutions where necessary.

In addition, the OCC may require that a savings institution that has a risk-based capital ratio of less than 8%, a ratio of Tier 1 capital to risk-weighted assets of less than 4% or a ratio of Tier 1 capital to total adjusted assets of less than 4% take certain action to increase its capital ratios. If the savings institution's capital is significantly below the minimum required levels of capital or if it is unsuccessful in increasing its capital ratios, the OCC may restrict its activities.

For purposes of these capital regulations, tangible capital is defined as core capital less all intangible assets except for certain mortgage servicing rights. Tier 1 or core capital is defined as common stockholders' equity (including retained earnings), non-cumulative perpetual preferred stock and related surplus, minority interests in the equity accounts of consolidated subsidiaries and certain non-withdrawable accounts and pledged deposits of mutual savings banks. The Bank does not have any non-withdrawable accounts or pledged deposits. Tier 1 and core capital are reduced by an institution's intangible assets, with limited exceptions for certain mortgage and non-mortgage servicing rights and purchased credit card relationships. Both core and tangible capital are further reduced by an amount equal to the savings institution's debt and equity investments in "non-includable" subsidiaries engaged in activities not permissible for national banks other than subsidiaries engaged in activities undertaken as agent for customers or in mortgage banking activities and subsidiary depository institutions or their holding companies.

The risk-based capital standard for savings institutions requires the maintenance of total capital of 8% of risk-weighted assets. Total capital equals the sum of core and supplementary capital. The components of supplementary capital include, among other items, cumulative perpetual preferred stock, perpetual subordinated debt, mandatory convertible subordinated debt and intermediate-term preferred stock, the portion of the allowance for loan losses not designated for specific loan losses and up to 45% of unrealized gains on equity securities. The portion of the allowance for loan and lease losses includable in

supplementary capital is limited to a maximum of 1.25% of risk-weighted assets. Overall, supplementary capital is limited to 100% of core capital. For purposes of determining total capital, a savings institution's assets are reduced by the amount of capital instruments held by other depository institutions pursuant to reciprocal arrangements and by the amount of the institution's equity investments (other than those deducted from core and tangible capital) and its high loan-to-value ratio land loans and commercial construction loans.

A savings institution's risk-based capital requirement is measured against risk-weighted assets, which equal the sum of each on-balance-sheet asset and the credit-equivalent amount of each off-balance-sheet item after being multiplied by an assigned risk weight. These risk weights generally range from 0% for cash to 100% for delinquent loans, property acquired through foreclosure, commercial loans and certain other assets.

Dividend and Other Capital Distribution Limitations. Federal regulations impose various restrictions or requirements on the ability of savings institutions to make capital distributions, including cash dividends. A savings institution that is a subsidiary of a savings and loan holding company, such as the Bank, must file notice with the FRB and an application or a notice with the OCC at least thirty days before making a capital distribution, such as paying a dividend to the Company. A savings institution must file an application with the OCC for prior approval of a capital distribution if: (i) it is not eligible for expedited treatment under the applications processing rules; (ii) the total amount of all capital distributions, including the proposed capital distribution, for the applicable calendar year would exceed an amount equal to the savings institution's net income for that year to date plus the institution's retained net income for the preceding two years; (iii) it would not adequately be capitalized after the capital distribution; or (iv) the distribution would violate an agreement with the OCC or applicable regulations. The FRB may disapprove a notice and the OCC may disapprove a notice or deny an application for a capital distribution if: (i) the savings institution would be undercapitalized following the capital distribution; (ii) the proposed capital distribution raises safety and soundness concerns; or (iii) the capital distribution would violate a prohibition contained in any statute, regulation, enforcement action or agreement or condition imposed in connection with an application.

During the fiscal year ended June 30, 2008, the Bank applied for and received the approval from the OTS to distribute $19,000,000 to the Company which was paid by the Bank to the Company in November, 2007. During the fiscal year ended June 30, 2010, an application for a capital distribution from the Bank to the Company was approved by the OTS in the amount of $6,000,000 which was paid by the Bank to the Company in December, 2009. During the fiscal year ended June 30, 2011, the Bank applied for and received the approval from the OTS to distribute a total of $87,300,000 to the Company which provided the funding for the acquisition of Central Jersey in November 2010 and the repayment of the subordinated debentures in April 2011 that related to the trust preferred securities issued by Central Jersey prior to the acquisition. Finally, during the fiscal year ended June 30, 2012, an application for a capital distribution from the Bank to the Company was approved by the FRB in the amount of $6,000,000 which was paid by the Bank to the Company in May 2012.

Qualified Thrift Lender Test. Federal savings institutions must meet a qualified thrift lender test or they become subject to the business activity restrictions and branching rules applicable to national banks. Under the Dodd-Frank Act, a savings institution that fails to satisfy the qualified thrift lender test will be deemed to have violated Section 5 of the Home Owners' Loan Act. To qualify as a qualified thrift lender, a savings institution must either (i) be deemed a "domestic building and loan association" under the Internal Revenue Code by maintaining at least 60% of its total assets in specified types of assets, including cash, certain government securities, loans secured by and other assets related to residential real property, educational loans and investments in premises of the institution or (ii) satisfy the statutory qualified thrift lender test set forth in the Home Owners' Loan Act by maintaining at least 65% of its

portfolio assets in qualified thrift investments (defined to include residential mortgages and related equity investments, certain mortgage-related securities, small business loans, student loans and credit card loans). For purposes of the statutory qualified thrift lender test, portfolio assets are defined as total assets minus goodwill and other intangible assets, the value of property used by the institution in conducting its business and specified liquid assets up to 20% of total assets. A savings institution must maintain its status as a qualified thrift lender on a monthly basis in at least nine out of every twelve months.

A savings bank that fails the qualified thrift lender test and does not convert to a bank charter generally will be prohibited from: (1) engaging in any new activity not permissible for a national bank; (2) paying dividends not permissible under national bank regulations; and (3) establishing any new branch office in a location not permissible for a national bank in the institution's home state. In addition, if the institution does not requalify under the qualified thrift lender test within three years after failing the test, the institution would be prohibited from engaging in any activity not permissible for a national bank and would have to repay any outstanding advances from the FHLB as promptly as possible.

Community Reinvestment Act. Under the CRA, every insured depository institution, including the Bank, has a continuing and affirmative obligation consistent with its safe and sound operation to help meet the credit needs of its entire community, including low and moderate income neighborhoods. The CRA does not establish specific lending requirements or programs for financial institutions nor does it limit an institution's discretion to develop the types of products and services that it believes are best suited to its particular community. The CRA requires the OCC to assess the depository institution's record of meeting the credit needs of its community and to consider such record in its evaluation of certain applications by such institution, such as a merger or the establishment of a branch office by the Bank. The OCC may use an unsatisfactory CRA examination rating as the basis for the denial of an application. The Bank received a satisfactory CRA rating in its most recent CRA examination.

Federal Home Loan Bank System. The Bank is a member of the FHLB of New York, which is one of twelve regional Federal Home Loan Banks. Each FHLB serves as a reserve or central bank for its members within its assigned region. It is funded primarily from funds deposited by financial institutions and proceeds derived from the sale of consolidated obligations of the FHLB System. It makes loans to members pursuant to policies and procedures established by the board of directors of the FHLB.

As a member, the Bank is required to purchase and maintain stock in the FHLB of New York in an amount equal to the greater of 1% of our aggregate unpaid residential mortgage loans, home purchase contracts or similar obligations at the beginning of each year or 5% of our outstanding FHLB advances. The FHLB imposes various limitations on advances such as limiting the amount of certain types of real estate related collateral to 30% of a member's capital and limiting total advances to a member.

The Federal Home Loan Banks are required to provide funds for the resolution of troubled savings institutions and to contribute to affordable housing programs through direct loans or interest subsidies on advances targeted for community investment and low- and moderate-income housing projects. These contributions have adversely affected the level of FHLB dividends paid and could continue to do so in the future. In addition, these requirements could result in the Federal Home Loan Banks imposing a higher rate of interest on advances to their members.

The USA Patriot Act. The Bank is subject to the OCC regulations implementing the Uniting and Strengthening America by Providing Appropriate Tools Required to Intercept and Obstruct Terrorism Act of 2001, or the USA Patriot Act. The USA Patriot Act gives the federal government powers to address terrorist threats through enhanced domestic security measures, expanded surveillance powers, increased information sharing and broadened anti-money laundering requirements. By way of amendments to the Bank Secrecy Act, Title III of the USA Patriot Act takes measures intended to encourage information

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sharing among bank regulatory agencies and law enforcement bodies. Further, certain provisions of Title III impose affirmative obligations on a broad range of financial institutions, including banks, thrifts, brokers, dealers, credit unions, money transfer agents and parties registered under the Commodity Exchange Act.

Among other requirements, Title III of the USA Patriot Act and the related regulations of the OCC impose the following requirements with respect to financial institutions:

- Establishment of anti-money laundering programs that include, at minimum: (i) internal policies, procedures and controls; (ii) specific designation of an anti-money laundering compliance officer; (iii) ongoing employee training programs; and (iv) an independent audit function to test the anti-money laundering program.

- Establishment of a program specifying procedures for obtaining identifying information from customers seeking to open new accounts, including verifying the identity of customers within a reasonable period.

- Establishment of appropriate, specific and, where necessary, enhanced due diligence policies, procedures and controls designed to detect and report money laundering.

- Prohibitions on establishing, maintaining, administering or managing correspondent accounts for foreign shell banks (foreign banks that do not have a physical presence in any country) and compliance with certain record keeping obligations with respect to correspondent accounts of foreign banks.

Bank regulators are directed to consider a holding company’s effectiveness in combating money laundering when ruling on Federal Reserve Act and Bank Merger Act applications.

Regulation of the Company

General. The Company is a savings and loan holding company within the meaning of Section 10 of the Home Owners’ Loan Act. As a result of the Dodd-Frank Act, it is now required to file reports with the FRB and is subject to regulation and examination by the FRB, as successor to the OTS. The Company must also obtain regulatory approval from the FRB before engaging in certain transactions, such as mergers with or acquisitions of other financial institutions. In addition, the FRB has enforcement authority over the Company and any non-savings institution subsidiaries. This permits the FRB to restrict or prohibit activities that it determines to be a serious risk to the Bank. This regulation is intended primarily for the protection of the depositors and not for the benefit of stockholders of the Company.

The FRB has indicated that, to the greatest extent possible taking into account any unique characteristics of savings and loan holding companies and the requirements of the Home Owners’ Loan Act, it intends to apply its current supervisory approach to the supervision of bank holding companies to savings and loan holding companies. The stated objective of the FRB will be to ensure the savings and loan holding company and its non-depository subsidiaries are effectively supervised and can serve as a source of strength for, and do not threaten the safety and soundness of the subsidiary depository institutions. The FRB has generally adopted the substantive provisions of OTS regulations governing savings and loan holding companies on an interim final basis with certain modifications as discussed below.

Activities Restrictions. As a savings and loan holding company and as a subsidiary holding company of a mutual holding company, the Company is subject to statutory and regulatory restrictions on

its business activities. The non-banking activities of the Company and its non-savings institution subsidiaries are restricted to certain activities specified by the FRB regulation, which include performing services and holding properties used by a savings institution subsidiary, activities authorized for savings and loan holding companies as of March 5, 1987 and non-banking activities permissible for bank holding companies pursuant to the Bank Holding Company Act of 1956 or authorized for financial holding companies pursuant to the Gramm-Leach-Bliley Act. Before engaging in any non-banking activity or acquiring a company engaged in any such activities, the Company must file with the FRB either a prior notice or (in the case of non-banking activities permissible for bank holding companies) an application regarding its planned activity or acquisition. Under the Dodd-Frank Act, a savings and loan holding company may only engage in activities authorized for financial holding companies if they meet all of the criteria to qualify as a financial holding company. Accordingly, the FRB will require savings and loan holding companies to elect to be treated as financial holding companies in order to engage in financial holding company activities. In order to make such an election, the savings and loan holding company and its depository institution subsidiaries must be well capitalized and well managed.

Mergers and Acquisitions. The Company must obtain approval from the FRB before acquiring, directly or indirectly, more than 5% of the voting stock of another savings institution or savings and loan holding company or acquiring such an institution or holding company by merger, consolidation, or purchase of its assets. Federal law also prohibits a savings and loan holding company from acquiring more than 5% of a company engaged in activities other than those authorized for savings and loan holding companies by federal law; or acquiring or retaining control of a depository institution that is not insured by the FDIC. In evaluating an application for the Company to acquire control of a savings institution, the FRB would consider the financial and managerial resources and future prospects of the Company and the target institution, the effect of the acquisition on the risk to the insurance funds, the convenience and the needs of the community and competitive factors.

Waivers of Dividends by Kearny MHC. As permitted by OTS policies, the MHC has historically waived the receipt of dividends from the Company. The OTS reviewed dividend waiver notices on a case-by-case basis and, in general, did not object to any such waiver if: (i) the mutual holding company's board of directors determines that such waiver is consistent with such directors' fiduciary duties to the mutual holding company's members and (ii) the waiver would not be detrimental to the safe and sound operations of the subsidiary savings association. During the year ended June 30, 2011, the MHC waived its right, upon non-objection from the OTS, to receive cash dividends of $10.2 million declared during the year.

Effective with the transfer of OTS's jurisdiction over savings and loan holding companies to the FRB (the "transfer date"), a mutual holding company may only waive the receipt of a dividend from a subsidiary if no insider of the mutual holding company or their associates or tax-qualified or non-tax-qualified employee stock benefit plan holds any shares of the class of stock to which the waiver would apply, or the mutual holding company gives written notice of its intent to waive the dividend at least 30 days prior to the proposed payment date and the FRB does not object. The FRB may not object to a dividend waiver if it determines that the waiver would not be detrimental to the safe and sound operation of the savings association, the mutual holding company's board determines that the waiver is consistent with its fiduciary duties and the mutual holding company has waived dividends prior to December 1, 2009.

The FRB's interim final rule on dividend waivers would require that any notice of waiver of dividends include a board resolution together with any supporting materials relied upon by the MHC board to conclude that the dividend waiver is consistent with the board's fiduciary duties. The resolution must include: (i) a description of the conflict of interest that exists because of a MHC director's ownership of stock in the subsidiary declaring the dividend and any actions taken to eliminate the conflict

of interest, such as a waiver by the directors of their right to receive dividends; (ii) a finding by the MHC that the waiver is consistent with its fiduciary duties despite any conflict of interest; (iii) an affirmation that the MHC is able to meet the terms of any loan agreement for which the stock of the subsidiary is pledged or to which the MHC is subject; and (iv) any affirmation that a majority of the MHC's members have approved a waiver of dividends within the past 12 months and that the proxy statement used for such vote included certain disclosures.

Conversion of the MHC to Stock Form. Federal regulations permit the MHC to convert from the mutual form of organization to the capital stock form of organization, commonly referred to as a second step conversion. In a second step conversion a new holding company would be formed as the successor to the Company, the MHC's corporate existence would end and certain depositors of the Bank would receive the right to subscribe for shares of the new holding company. In a second step conversion, each share of common stock held by stockholders other than the MHC would be automatically converted into a number of shares of common stock of the new holding company determined pursuant to an exchange ratio that ensures that the Company's stockholders own the same percentage of common stock in the new holding company as they owned in the Company immediately prior to the second step conversion. Under the OTS regulations, the Company's stockholders would not be diluted because of any dividends waived by the MHC (and waived dividends would not be considered in determining an appropriate exchange ratio), in the event the MHC converts to stock form. The total number of shares held by the Company's stockholders after a second step conversion also would be increased by any purchases by the Company's stockholders in the stock offering of the new holding company conducted as part of the second step conversion.

Under the Dodd-Frank Act, waived dividends must be taken into account in determining the appropriate exchange ratio for a second-step conversion of a mutual holding company unless the mutual holding company has waived dividends prior to December 1, 2009.

Acquisition of Control. Under the federal Change in Bank Control Act, a notice must be submitted to the FRB if any person (including a company), or group acting in concert, seeks to acquire "control" of a savings and loan holding company. An acquisition of "control" can occur upon the acquisition of 10% or more of the voting stock of a savings and loan holding company or as otherwise defined by the FRB. Under the Change in Bank Control Act, the FRB has 60 days from the filing of a complete notice to act, taking into consideration certain factors, including the financial and managerial resources of the acquirer and the anti-trust effects of the acquisition. Any company that so acquires control is then subject to regulation as a savings and loan holding company.

Holding Company Capital Requirements. Effective as of the transfer date, the FRB will be authorized to establish capital requirements for savings and loan holding companies. These capital requirements must be countercyclical so that the required amount of capital increases in times of economic expansion and decreases in times of economic contraction, consistent with safety and soundness. Savings and loan holding companies will also be required to serve as a source of financial strength for their depository institution subsidiaries. Within five years after enactment, the Dodd-Frank Act requires the FRB to apply consolidated capital requirements that are no less stringent than those currently applied to depository institutions to depository institution holding companies that were not supervised by the FRB as of May 19, 2009. Under these standards, trust preferred securities will be excluded from Tier 1 capital unless such securities were issued prior to May 19, 2010 by a bank or savings and loan holding company with less than $15 billion in assets.

The FRB has proposed applying the same consolidated risk-based and leverage capital requirements to savings and loan holding companies as those applied to bank holding companies under Basel III. See "Proposed Changes to Regulatory Capital Requirements".

Proposed Changes to Regulatory Capital Requirements

The federal banking agencies have recently issued a series of proposed rulemakings to conform their regulatory capital rules with the international regulatory standards agreed to by the Basel Committee on Banking Supervision in the accord often referred to as “Basel III”. The proposed revisions would establish new higher capital ratio requirements, tighten the definitions of capital, impose new operating restrictions on banking organizations with insufficient capital buffers and increase the risk weighting of certain assets including residential mortgages. The proposed new capital requirements would apply to all banks and savings associations, bank holding companies with more than $500 million in assets and all savings and loan holding companies regardless of asset size. The following discussion summarizes the proposed changes which are most likely to affect the Company and the Bank.

New and Higher Capital Requirements. The proposed regulations would establish a new capital measure called “Common Equity Tier 1 Capital” which would consist of common stock instruments and related surplus (net of treasury stock), retained earnings, accumulated other comprehensive income and, subject to certain adjustments, minority common equity interests in subsidiaries. Unlike the current rules which exclude unrealized gains and losses on available-for-sale debt securities from regulatory capital, the proposed rules would generally require accumulated other comprehensive income to flow through to regulatory capital. Depository institutions and their holding companies would be required to maintain Common Equity Tier 1 Capital equal to 4.5% of risk-weighted assets by 2015.

The proposed regulations would increase the required ratio of Tier 1 Capital to risk-weighted assets from the current 4% to 6% by 2015. Tier 1 Capital would consist of Common Equity Tier 1 Capital plus Additional Tier 1 Capital elements which would include non-cumulative perpetual preferred stock. Neither cumulative preferred stock (other than cumulative preferred stock issued to the U.S. Treasury under the TARP Capital Purchase Program or the Small Business Lending Fund) nor trust preferred would qualify as Additional Tier 1 Capital. These elements, however, could be included in Tier 2 Capital which could also include qualifying subordinated debt. The proposed regulations would also require a minimum Tier 1 leverage ratio of 4% for all institutions eliminating the 3% option for institutions with the highest supervisory ratings. The minimum required ratio of total capital to risk-weighted assets would remain at 8%.

Capital Buffer Requirement. In addition to higher capital requirements, depository institutions and their holding companies would be required to maintain a capital buffer of at least 2.5% of risk-weighted assets over and above the minimum risk-based capital requirements. Institutions that do not maintain the required capital buffer will become subject to progressively more stringent limitations on the percentage of earnings that can be paid out in dividends or used for stock repurchases and on the payment of discretionary bonuses to senior executive management. The capital buffer requirement would be phased in over four years beginning in 2016. The capital buffer requirement effectively raises the minimum required risk-based capital ratios to 7% Common Equity Tier 1 Capital, 8.5% Tier 1 Capital and 10.5% Total Capital on a fully phased-in basis.

Changes to Prompt Corrective Action Capital Categories. The Prompt Corrective Action rules would be amended to incorporate a Common Equity Tier 1 Capital requirement and to raise the capital requirements for certain capital categories. In order to be adequately capitalized for purposes of the prompt corrective action rules, a banking organization would be required to have at least an 8% Total Risk-Based Capital Ratio, a 6% Tier 1 Risk-Based Capital Ratio, a 4.5% Common Equity Tier 1 Risk Based Capital Ratio and a 4% Tier 1 Leverage Ratio. To be well capitalized, a banking organization would be required to have at least a 10% Total Risk-Based Capital Ratio, an 8% Tier 1 Risk-Based Capital Ratio, a 6.5% Common Equity Tier 1 Risk Based Capital Ratio and a 5% Tier 1 Leverage Ratio.

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Additional Deductions from Capital. Banking organizations would be required to deduct goodwill and other intangible assets (other than certain mortgage servicing assets), net of associated deferred tax liabilities, from Common Equity Tier 1 Capital. Deferred tax assets arising from temporary timing differences that could not be realized through net operating loss carrybacks would continue to be deducted but deferred tax assets that could be realized through NOL carrybacks would not be deducted but would be subject to 100% risk weighting. Defined benefit pension fund assets, net of any associated deferred tax liability, would be deducted from Common Equity Tier 1 Capital unless the banking organization has unrestricted and unfettered access to such assets. Reciprocal cross-holdings of capital instruments in any other financial institutions would now be deducted from capital, not just holdings in other depository institutions. For this purpose, financial institutions are broadly defined to include securities and commodities firms, hedge and private equity funds and non-depository lenders. Banking organizations would also be required to deduct non-significant investments (less than 10% of outstanding stock) in other financial institutions to the extent these exceed 10% of Common Equity Tier 1 Capital subject to a 15% of Common Equity Tier 1 Capital cap. Greater than 10% investments must be deducted if they exceed 10% of Common Equity Tier 1 Capital. If the aggregate amount of certain items excluded from capital deduction due to a 10% threshold exceeds 17.65% of Common Equity Tier 1 Capital, the excess must be deducted. Savings associations would continue to be required to deduct investments in subsidiaries engaged in activities not permitted for national banks.

Changes in Risk-Weightings. The proposed regulations would apply a 250% risk-weighting to mortgage servicing rights, deferred tax assets that cannot be realized through NOL carrybacks and significant (greater than 10%) investments in other financial institutions. The proposed rules would also significantly change the risk-weighting for residential mortgages. Current capital rules assign a 50% risk-weighting to “qualifying mortgage loans” which generally consist of residential first mortgages with an 80% loan-to-value ratio (or which carry mortgage insurance that reduces the bank’s exposure to 80%) that are not more than 90 days past due. All other mortgage loans have a 100% risk weight. Under the proposed regulations, one-to-four family residential mortgage loans would be divided into two broad risk categories with their risk-weighting determined by their loan-to-value ratio without regard to mortgage insurance. Prudently underwritten 30-year residential mortgages providing for regular periodic payments that do not result in negative amortization or balloon payments or allow payment deferrals and caps on annual and lifetime interest rate adjustments and which are not more than 90 days past due would be assigned a risk weighting from 35% for loans with a 60% or lower loan-to-value ratio to 100% for loans over 90%. Residential mortgage loans in this category with a loan-to-value ratio greater than 60% but not more than 80% would continue to carry a 50% risk weighting. All other residential mortgage loans would be risk-weighted between 100% to 200%. The proposal also creates a new 150% risk-weighting category for “high volatility commercial real estate loans” which are credit facilities for the acquisition, construction or development of real property other than one- to four-family residential properties or commercial real projects where: (i) the loan-to-value ratio is not in excess of interagency real estate lending standards; and (ii) the borrower has contributed capital equal to not less than 15% of the real estate’s “as completed” value before the loan was made.

Item 1A. Risk Factors

The following is a summary of what management, in its opinion, currently believes to be the material risks related to an investment in the Company's securities.

A continuation or worsening of national and local economic conditions could result in increases in our level of non-performing loans and/or reduce demand for our products and services, which may negatively impact our financial condition and results of operations.

Our business activities and earnings are affected by general business conditions in the United States and in our primary market area. These conditions include short-term and long-term interest rates, inflation, unemployment levels, monetary supply, consumer confidence and spending, fluctuations in both debt and equity capital markets and the strength of the economy in the United States generally and in our primary market area in particular. In recent years, the national economy has experienced recessionary conditions that have resulted in general economic downturns, with rising unemployment levels, declines in real estate values and an erosion in consumer confidence. The economic recession has also had a negative impact on our primary market area. A prolonged or more severe economic downturn, continued elevated levels of unemployment, further declines in the values of real estate, or other events that affect household and/or corporate incomes could impair the ability of our borrowers to repay their loans in accordance with their terms. Continued or further deterioration in local economic conditions could also drive the level of loan losses beyond the level we have provided for in our allowance for loan losses, which could necessitate increasing our provision for loan losses and reduce our earnings. Additionally, the demand for our products and services could be reduced, which would adversely impact our liquidity and the level of revenues we generate.

We hold certain intangible assets that could be classified as impaired in the future. If these assets are considered to be either partially or fully impaired in the future, our earnings would decrease.

At June 30, 2012, we had approximately $109.2 million in intangible assets on our balance sheet comprising $108.6 million of goodwill and $652,000 of core deposit intangibles. We are required to test our goodwill and identifiable intangible assets for impairment on a periodic basis. The impairment testing process considers a variety of factors, including the current market price of our common stock, the estimated net present value of our assets and liabilities, and information concerning the terminal valuation of similarly situated insured depository institutions. If an impairment determination is made in a future reporting period, our earnings and the book value of these intangible assets will be reduced by the amount of the impairment. If an impairment loss is recorded, it will have little or no impact on the tangible book value of our common stock or our regulatory capital levels, but such an impairment loss could significantly restrict the Bank's ability to make dividend payments to the Company.

Changes in interest rates may adversely affect our net interest rate spread and net interest margin, which would hurt our earnings.

We derive our income mainly from the difference or "spread" between the interest earned on loans, securities and other interest-earning assets and interest paid on deposits, borrowings and other interest-bearing liabilities. In general, the larger the spread, the more we earn. When market rates of interest change, the interest we receive on our assets and the interest we pay on our liabilities will fluctuate. This can cause decreases in our spread and can adversely affect our income.

From an interest rate risk perspective, the Company has generally been liability sensitive, which indicates that liabilities generally re-price faster than assets. The timing mismatch of the re-price of interest-earning assets and interest-bearing liabilities is referred to as the gap position. The most common

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measurement interval is one year. At June 30, 2012, the Company's one-year gap position was +1.87 % and at June 30, 2011 it was -2.08 %. During the fiscal year it fluctuated from +1.42 % at September 30, 2011 to -2.22 % at December 31, 2011 to -1.07 % at March 31, 2012.

In response to negative economic developments, the Federal Open Market Committee steadily reduced its federal funds rate target from 5.25% in September 2007 to between 0.00% and 0.25% currently which has had the effect of reducing our cost of funds. Given the Company's liability sensitivity, the decline in cost of funds initially outpaced the decline in yield on earning assets thereby having a positive impact on its net interest rate spread and net interest margin during the recent years preceding fiscal 2012. However, during the year ended June 30, 2012, the rate of reduction in our cost of interest-costing liabilities slowed in relation to the continuing decline in the yield on interest-earning assets. Consequently, the Company's net interest rate spread decreased by ten basis points to 2.46% for the year ended June 30, 2012 from 2.56% for the year ended June 30, 2011. For those same comparative periods, the Company's net interest margin declined 15 basis points to 2.65% from 2.80% partly reflecting the utilization of capital to fund the Company's stock repurchase plans and the comparative increase in the average balance of nonearning, intangible assets resulting primarily from the acquisition of Central Jersey in November 2010.

The Company continues to be at risk of additional reductions in its net interest rate spread and net margin resulting from further declines in its yield on earning assets that may outpace any subsequent reductions in its cost of funds. In particular, the Company's ability to further reduce the cost of its interest-bearing deposits is increasingly limited based on most deposit offering rates already falling below 1.00% at June 30, 2012. Moreover, the Company's liability sensitivity may adversely effect net income in the future when market interest rates ultimately increase from their historical lows and its cost of interest-bearing liabilities rises faster than its yield on interest-earning assets.

As of June 30, 2012, $713.7 million or 64.6% of our certificates of deposit mature within one year. During the year ending June 30, 2013, $200.0 million of FHLB advances are callable, but based on the interest rate environment as of June 30, 2012 it appears unlikely that they will be called. With respect to re-pricing assets, at June 30, 2012, the Company maintained balances of short term, liquid assets of $155.6 million. During the year ending June 30, 2013, $52.6 million of loans will reach their contractual maturity dates. The effect of subsequent interest rate changes will be reflected in the re-pricing of $266.1 million of loans maturing after June 30, 2012 and mortgage-backed securities and non-mortgage-backed securities with floating or adjustable rates with amortized costs of $115.7 million.

Interest rates also affect how much money we lend. For example, when interest rates rise, the cost of borrowing increases and loan originations tend to decrease. In addition, changes in interest rates can affect the average life of loans and securities. A reduction in interest rates generally results in increased prepayments of loans and mortgage-backed securities, as borrowers refinance their debt in order to reduce their borrowing cost. This causes reinvestment risk, because we generally are not able to reinvest prepayments at rates that are comparable to the rates we earned on the prepaid loans or securities. Changes in market interest rates could also reduce the value of our financial assets. If we are unsuccessful in managing the effects of changes in interest rates, our financial condition and profitability could suffer.

If our allowance for loan losses is not sufficient to cover actual loan losses, our earnings will decrease.

We make various assumptions and judgments about the collectability of our loan portfolio, including the creditworthiness of our borrowers and the value of the real estate and other assets serving as collateral for the repayment of many of our loans. In determining the required amount of the allowance for loan losses, we evaluate certain loans individually and establish loan loss allowances for specifically identified impairments. For all non-impaired loans, including those not individually reviewed, we estimate losses and establish loan loss allowances based upon historical and environmental loss factors. If the assumptions used in our calculation methodology are incorrect, our allowance for loan losses may not be sufficient to cover losses inherent in our loan portfolio, resulting in further additions to our allowance. While our allowance for loan losses was 0.79% of total loans at June 30, 2012, significant additions to our allowance could materially decrease our net income.

In addition, bank regulators periodically review our allowance for loan losses and may require us to increase our provision for loan losses or recognize further loan charge-offs. Any increase in our allowance for loan losses or loan charge-offs as required by these regulatory authorities might have a material adverse effect on our financial condition and results of operations.

We may be required to record additional impairment charges with respect to our investment securities portfolio.

We review our securities portfolio at the end of each quarter to determine whether the fair value is below the current carrying value. When the fair value of any of our investment securities has declined below its carrying value, we are required to assess whether the impairment is other than temporary. If we conclude that the impairment is other than temporary, we are required to write down the value of that security. The "credit-related" portion of the impairment is recognized through earnings whereas the "noncredit-related" portion is generally recognized through other comprehensive income in the circumstances where the future sale of the security is unlikely.

At June 30, 2012, we had investment securities with fair values of approximately $10.1 million of which we had approximately $2.2 million in gross unrealized losses. All unrealized losses on investment securities at June 30, 2012 represented temporary impairments of value. However, if changes in the expected cash flows of these securities and/or prolonged price declines result in our concluding in future periods that the impairment of these securities is other than temporary, we will be required to record an impairment charge against income equal to the credit-related impairment.

Strong competition within our market area may limit our growth and profitability.

Competition is intense within the banking and financial services industry in New Jersey. In our market area, we compete with commercial banks, savings institutions, mortgage brokerage firms, credit unions, finance companies, mutual funds, insurance companies, brokerage and investment banking firms operating locally and elsewhere. Many of these competitors have substantially greater resources, higher lending limits and offer services that we do not or cannot provide. This competition makes it more difficult for us to originate new loans and retain and attract new deposits. Price competition for loans may result in originating fewer loans, or earning less on our loans and price competition for deposits may result in a reduction of our deposit base or paying more on our deposits.

Our business is geographically concentrated in New Jersey and a downturn in economic conditions within the state could adversely affect our profitability.

A substantial majority of our loans are to individuals and businesses in New Jersey. The decline in the economy of the state could continue to have an adverse impact on our earnings. We have a significant amount of real estate mortgages, such that continuing decreases in local real estate values may adversely affect the value of property used as collateral. Adverse changes in the economy may also have a negative effect on the ability of our borrowers to make timely repayments of their loans, which may adversely influence our profitability.

Our return on equity compares unfavorably to other companies. This could negatively influence the price of our stock.

The net proceeds from our initial public offering in February 2005 substantially increased our equity capital. We expect to take time to invest this capital prudently. As a result, our return on equity, which is the ratio of earnings divided by average equity capital, is lower than that of many similar companies. To the extent that the stock market values a company based, in part, on its return on equity, our low return on equity relative to our peer group could negatively affect the trading price of our common stock. During the year ended June 30, 2012, the Company continued its evaluation and implementation of growth and diversification strategies related to the execution of its strategic business plan. The Company expects to continue these efforts to grow and diversify the balance sheet with the goals of improving profitability.

The costs of our stock compensation plans are a significant expense and funding of the plans may dilute shareholders' ownership interest in Kearny Financial Corp.

Effective upon completion of the Company's initial public offering, the Bank established an Employee Stock Ownership Plan ("ESOP"). We currently recognize compensation expense for the ESOP as shares are committed for release to the participants' accounts each month based on the monthly average market price of the shares. We recognize additional annual employee compensation and benefit expenses from stock options granted and restricted stock awarded to officers under the 2005 Stock Compensation and Incentive Plan. We expense the fair value of all options over their vesting periods and the fair value of restricted shares over the requisite service periods, in both cases five years. These additional expenses adversely affect our profitability and stockholders' equity.

The Company utilized open market purchases of common stock to fund restricted stock awards; however, the Company expects to fund stock options exercised through the issuance of shares from the Company's treasury account. Existing shareholders will experience a dilution in ownership interest in the event the Company relies on the issuance of shares from the Company's treasury account or from the issuance of authorized but un-issued shares rather than open market purchases to fund stock options.

Shareholders own a minority of Kearny Financial Corp.'s common stock and are not able to exercise voting control over most matters put to a vote of stockholders.

Kearny MHC owns 76% of Kearny Financial Corp.'s common stock at June 30, 2012 and is able to exercise voting control over most matters put to a vote of shareholders, including the election of directors. Kearny MHC may also exercise its voting control to prevent a sale or merger transaction in which stockholders could receive a premium for their shares. The Board of Directors of Kearny MHC is also the Board of Directors of Kearny Financial Corp.

Due to recent regulatory changes, Kearny Financial Corp. has suspended its dividend.

As a result of recently effective Federal Reserve regulations, the Company has been forced to suspend its regular quarterly dividend and there is no assurance that we will be able to resume dividends. In accordance with OTS policies, our mutual holding company, Kearny MHC has historically waived receipt of all or substantially all of dividends paid by the Company. These dividend waivers allowed the Company to pay higher dividends than would otherwise be feasible without the waiver. Pursuant to the Dodd-Frank Act, the Federal Reserve has assumed jurisdiction over dividend waivers by federal mutual holding companies, like Kearny MHC. Under regulations recently adopted by the Federal Reserve on an interim final basis, waivers of dividends must now be approved by the mutual holding company's

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members at least every 12 months pursuant to a proxy statement with a detailed description of the dividend waiver and reasons therefor, a procedure we estimate will cost $300,000 to $600,000 per year. Until Federal Reserve regulations are changed or Kearny MHC is otherwise able to obtain relief from the member vote requirements, the Company cannot predict whether it will resume the payment of dividends or at what level.

Federal policies on remutualization transactions could prohibit acquisition of Kearny Financial Corp., which may adversely affect our stock price.

Although a mutual holding company may be acquired by a mutual institution in a remutualization transaction, remutualization transactions were viewed by the OTS as raising significant issues concerning disparate treatment of minority stockholders and mutual members of the target entity and raising issues concerning the effect on the mutual members of the acquiring entity. The OTS indicated that it would give these issues special scrutiny and reject applications providing for the remutualization of a mutual holding company unless the applicant can clearly demonstrate that there is no cause for OTS's concerns in the particular case. The FRB has not indicated whether it will continue to follow OTS's policies on remutualization. Should the FRB prohibit or otherwise restrict these transactions in the future, our stock price may be adversely affected.

Recently enacted financial reform legislation could substantially increase our compliance burden and costs and necessitate changes in the conduct of our business.

On July 21, 2010, the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "Dodd-Frank Act") was signed into law. The Dodd-Frank Act will have a broad impact on the financial services industry, including significant regulatory and compliance changes. Many of the requirements called for in the Dodd-Frank Act will be implemented over time and most will be subject to implementing regulations over the course of several years. Given the uncertainty associated with the manner in which the provisions of the Dodd-Frank Act will be implemented by the various regulatory agencies and through regulations, the full extent of the impact such requirements will have on our operations is unclear. The changes resulting from the Dodd-Frank Act may impact the profitability of our business activities, require changes to certain of our business practices, impose upon us more stringent capital, liquidity and leverage requirements or otherwise adversely affect our business. In particular, the following provisions of the Dodd-Frank Act, among others, are expected to impact our operations and activities, both currently and prospectively:

- Elimination of the OTS as our primary federal regulator, which may require us to adapt to a new regulatory regime;
- New requirements for waivers of dividends by Kearny MHC, which have affected our dividend policies;
- Weakening of federal preemption standards applicable to Kearny Federal Savings Bank, which could expose us to state regulation;
- Changes in methodologies for calculating deposit insurance premiums and increases in required deposit insurance fund reserve levels, which could increase our deposit insurance expense;
- Proposed application of regulatory capital requirements to Kearny Financial Corp. and Kearny MHC; and
- Imposition of comprehensive, new consumer protection requirements, which could substantially increase our compliance burden and potentially expose us to new liabilities.

Further, we may be required to invest significant management attention and resources to evaluate and make any changes necessary to comply with new statutory and regulatory requirements under the Dodd-Frank Act. Failure to comply with the new requirements may negatively impact our results of operations and financial condition. While we cannot predict what effect any presently contemplated or future changes in the laws or regulations or their interpretations would have on us, these changes could be materially adverse to our investors.

Item 1B. Unresolved Staff Comments

Not applicable.

Item 2. Properties

The Company and the Bank conduct business from their administrative headquarters at 120 Passaic Avenue in Fairfield, New Jersey and 41 branch offices located in Bergen, Essex, Hudson, Middlesex, Morris, Monmouth, Ocean, Passaic and Union Counties, New Jersey. Eighteen of our offices are leased with remaining terms between one and sixteen years. At June 30, 2012, our net investment in property and equipment totaled $38.7 million. The following table sets forth certain information relating to our properties as of June 30, 2012. The net book values reported include our investment in land, building and/or leasehold improvements by property location.

Office Location	Year Opened	Net Book Value as of June 30, 2012 (In Thousands)	Square Footage	Owned/ Leased
Executive Office: 120 Passaic Avenue Fairfield, New Jersey	2004	$ 12,145	53,000	Owned
Main Office: 614 Kearny Avenue Kearny, New Jersey	1928	966	6,764	Owned
Branches: 425 Route 9 & Ocean Gate Drive Bayville, New Jersey	1973	38	3,500	Leased
417 Bloomfield Avenue Caldwell, New Jersey	1968	360	4,400	Owned
20 Willow Street East Rutherford, New Jersey	1969	48	3,100	Owned
534 Harrison Avenue Harrison, New Jersey	1995	649	3,000	Owned
1353 Ringwood Avenue Haskell, New Jersey	1996	24	2,500	Leased
718B Buckingham Drive Lakewood, New Jersey	2008	41	2,800	Leased
630 North Main Street Lanoka Harbor, New Jersey	2005	2,021	3,200	Owned
307 Stuyvesant Avenue Lyndhurst, New Jersey	1970	281	3,300	Owned
270 Ryders Lane Milltown, New Jersey	1989	24	3,600	Leased

339 Main Road Montville, New Jersey	1996	45	1,850	Leased
119 Paris Avenue Northvale, New Jersey	1965	325	1,750	Owned

Office Location	Year Opened	Net Book Value as of June 30, 2012 (In Thousands)	Square Footage	Owned/ Leased
80 Ridge Road North Arlington, New Jersey	1952	$ 140	3,500	Owned
510 State Highway 34 Old Bridge Township, New Jersey	2002	883	2,400	Owned
207 Old Tappan Road Old Tappan, New Jersey	1973	664	2,200	Owned
267 Changebridge Road Pine Brook, New Jersey	1974	220	3,600	Owned
917 Route 23 South Pompton Plains, New Jersey	2009	1,526	2,400	Leased
653 Westwood Avenue River Vale, New Jersey	1965	735	1,600	Owned
252 Park Avenue Rutherford, New Jersey	1974	1,620	1,984	Owned
520 Main Street Spotswood, New Jersey	1979	287	2,400	Owned
130 Mountain Avenue Springfield, New Jersey	1991	1,252	6,500	Owned
827 Fischer Boulevard Toms River, New Jersey	1996	641	3,500	Owned
2100 Hooper Avenue Toms River, New Jersey	2008	117	2,000	Leased
487 Pleasant Valley Way West Orange, New Jersey	1971	161	3,000	Owned
216 Main Street West Orange, New Jersey	1975	207	2,400	Owned
250 Valley Boulevard Wood-Ridge, New Jersey	1957	1,546	9,500	Owned
661 Wyckoff Avenue				

Wyckoff, New Jersey	2002	2,425	6,300	Owned

Office Location	Year Opened	Net Book Value as of June 30, 2012 (In Thousands)	Square Footage	Owned/ Leased
Central Jersey Division Branch Offices:				
Administrative Offices & Branch 1903 Highway 35 Oakhurst, New Jersey	2008	$ 703	15,200	Leased
301 Main Street Allenhurst, New Jersey	2011	662	3,600	Leased
611 Main Street Belmar, New Jersey	2002	109	3,200	Leased
501 Main Street Bradley Beach, New Jersey	2001	787	3,100	Owned
700 Branch Avenue Little Silver, New Jersey	2001	44	2,500	Leased
444 Ocean Avenue North Long Branch, New Jersey	2004	168	1,500	Leased
627 Second Avenue Long Branch, New Jersey	1998	751	3,200	Owned
155 Main Street Manasquan, New Jersey	1998	42	3,000	Leased
2445 Highway 34 Manasquan, New Jersey	2004	41	600	Leased
300 West Sylvania Avenue Neptune City, New Jersey	2000	342	3,000	Leased
61 Main Street Ocean Grove, New Jersey	2002	46	2,800	Leased
2201 Bridge Avenue Point Pleasant, New Jersey	2001	93	3,500	Leased
700 Allaire Road Spring Lake Heights, New Jersey	1999	52	2,500	Leased

2200 Highway 35 Wall Township, New Jersey	1997	1,075	5,000	Owned

Item 3. Legal Proceedings

The Bank, from time to time, is a party to routine litigation, which arises in the normal course of business, such as claims to enforce liens, condemnation proceedings on properties in which we hold security interests, claims involving the making and servicing of real property loans and other issues incident to our business. There were no lawsuits pending or known to be contemplated against the Company or the Bank at June 30, 2012 that would be expected to have a material effect on operations or income.

Item 4. Mine Safety Disclosures

Not applicable.

PART II

Item 5. Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

(a) Market Information. The Company's common stock trades on The NASDAQ Global Select Market under the symbol "KRNY". The table below shows the reported high and low closing prices of the common stock and dividends paid per public share for each quarter during the last two fiscal years.

	High	Low	Dividends
Fiscal Year 2012			
Quarter ended September 30, 2011	$ 9.72	$ 8.01	$ 0.05
Quarter ended December 31, 2011	$ 10.13	$ 8.61	$ 0.05
Quarter ended March 31, 2012	$ 10.04	$ 9.12	$ 0.05
Quarter ended June 30, 2012	$ 10.00	$ 9.01	$ —
Fiscal Year 2011			
Quarter ended September 30, 2010	$ 9.39	$ 8.60	$ 0.05
Quarter ended December 31, 2010	$ 9.01	$ 8.31	$ 0.05
Quarter ended March 31, 2011	$ 10.03	$ 8.76	$ 0.05
Quarter ended June 30, 2011	$ 10.34	$ 8.94	$ 0.05

Declarations of dividends by the Board of Directors depend on a number of factors, including investment opportunities, growth objectives, financial condition, profitability, tax considerations, minimum capital requirements, regulatory limitations, stock market characteristics and general economic conditions. The timing, frequency and amount of dividends are determined by the Board.

The Company's ability to pay dividends at its historic rates has been dependent on the ability of Kearny MHC to waive receipt of dividends. In accordance with applicable policies of the OTS, Kearny MHC waived receipt of all or substantially all of the dividends declared by the Company through the quarter ended March 31, 2012. Pursuant to the Dodd-Frank Wall Street Reform and Consumer Protection Act, the Federal Reserve assumed jurisdiction over mutual holding company dividend waivers and imposed onerous new requirements on dividend waivers. Because the MHC was unable to obtain a waiver of these requirements, the Board of Directors elected to forego the declaration of a dividend in the fourth quarter of fiscal year 2012. No assurances can be given as to the frequency or amount of future dividends, if any.

The Company's ability to pay dividends may also depend on the receipt of dividends from the Bank, which is subject to a variety of limitations under federal banking regulations regarding the payment of dividends.

As of September 7, 2012 there were 3,755 registered holders of record of the Company's common stock, plus approximately 2,295 beneficial (street name) owners.

(b) Use of Proceeds. Not applicable.

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(c) Issuer Purchases of Equity Securities. Set forth below is information regarding the Company's stock repurchases during the fourth quarter of the fiscal year ended June 30, 2012.

Issuer Purchases of Equity Securities

	Total Number of Shares (or Units) purchased	Average Price Paid Per Share (or Unit)	Total Number of Shares (or Units) Purchased as Part of Publicly Announced Plans or Programs *	Maximum Number (or Approximate Dollar Value) of Shares (or Units) that May Yet be Purchased Under the Plans or Programs
April 1 – April 30, 2012	-	$ -	-	802,780
May 1 – May 31, 2012	8,800	9.39	8,800	793,980
June 1 – June 30, 2012	27,000	9.34	27,000	766,980
Total	35,800	$ 9.35	35,800	766,980

* On March 23, 2012, the Company announced the authorization of a stock repurchase program for up to 802,780 shares or 5% of shares outstanding.

Stock Performance Graph. Set forth on Page 67 is a stock performance graph comparing the cumulative total shareholder return on the Company's common stock with (a) the cumulative total shareholder return on stocks included in the NASDAQ Composite Index, (b) the cumulative total shareholder return on stocks included in the SNL Thrift $1 Billion - $5 Billion Index and (c) the cumulative total shareholder return on stocks included in the SNL Thrift MHC Index, in each case assuming an investment of $100.00 as of June 30, 2007. The cumulative total returns for the indices and the Company are computed assuming the reinvestment of dividends that were paid during the period. It is assumed that the investment in the Company's common stock was made at the initial public offering price of $10.00 per share.

Index	6/30/07	6/30/08	6/30/09	6/30/10	6/30/11	6/30/12
Kearny Financial Corp.	$ 100	$ 83	$ 88	$ 72	$ 73	$ 79
NASDAQ Composite	100	89	72	83	111	118
SNL Thrift $1 B - $5 B Index	100	76	62	62	69	75
SNL Thrift MHC Index	100	93	85	93	86	88

The NASDAQ Composite Index measures all NASDAQ domestic and international based common type stocks listed on The NASDAQ Stock Market. The SNL indices were prepared by SNL Financial LC, Charlottesville, Virginia. The SNL Thrift $1 Billion - $5 Billion Index includes all thrift institutions with total assets between $1.0 billion and $5.0 billion. The SNL Thrift MHC Index includes all publicly traded mutual holding companies.

There can be no assurance that the Company’s future stock performance will be the same or similar to the historical stock performance shown in the graph above. The Company neither makes nor endorses any predictions as to stock performance.

Item 6. Selected Financial Data

The following financial information and other data in this section are derived from the Company's audited consolidated financial statements and should be read together therewith.

	At June 30,				
	2012	2011	2010	2009	2008
Balance Sheet Data:	(In Thousands)				
Assets	$2,937,006	$2,904,136	$2,339,813	$2,124,921	$2,083,039
Net loans receivable	1,274,119	1,256,584	1,005,152	1,039,413	1,021,686
Mortgage-backed securities available for sale	1,230,104	1,060,247	703,455	683,785	726,023
Mortgage-backed securities held to maturity	1,090	1,345	1,700	4,321	—
Securities available for sale	12,602	44,673	29,497	28,027	38,183
Securities held to maturity	34,662	106,467	255,000	—	—
Cash and cash equivalents	155,584	220,580	181,422	211,525	131,723
Goodwill	108,591	108,591	82,263	82,263	82,263
Deposits	2,171,797	2,149,353	1,623,562	1,421,201	1,379,032
Borrowings	249,777	247,642	210,000	210,000	218,000
Total stockholders' equity	491,617	487,874	485,926	476,720	471,371

	For the Years Ended June 30,				
	2012	2011	2010	2009	2008
	(In Thousands, Except Percentage and Per Share Amounts)				
Summary of Operations:					
Interest income	$98,549	$100,376	$93,108	$97,908	$97,367
Interest expense	28,369	32,216	36,321	44,200	50,528
Net interest income	70,180	68,160	56,787	53,708	46,839
Provision for loan losses	5,750	4,628	2,616	317	94
Net interest income after provision for loan losses	64,430	63,532	54,171	53,391	46,745
Non-interest income, excluding asset gains, losses and write downs	4,767	3,640	2,413	2,648	2,708
Non-interest income from asset gains, losses and write downs	(2,622)	1,207	291	(1,129)	(659)
Non-interest expenses	58,721	56,242	45,100	43,922	40,939
Income before income taxes	7,854	12,137	11,775	10,988	7,855
Provisions for income taxes	2,776	4,286	4,963	4,597	1,951
Net income	$5,078	$7,851	$6,812	$6,391	$5,904
Share and Per Share Data:					
Net income per share – basic and diluted	$0.08	$0.12	$0.10	$0.09	$0.08
Weighted average number of common shares outstanding – basic and diluted	66,495	67,118	67,920	68,710	69,522
Cash dividends per share (1)	$0.15	$0.20	$0.20	$0.20	$0.20
Dividend payout ratio (2)	54.6%	41.0%	53.7%	54.9%	62.5%

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	At or For the Years Ended June 30,				
	2012	2011	2010	2009	2008
Performance Ratios:					
Return on average assets (net income divided by average total assets)	0.17 %	0.29 %	0.31 %	0.31 %	0.29 %
Return on average equity (net income divided by average equity)	1.04	1.63	1.42	1.35	1.26
Net interest rate spread	2.46	2.56	2.45	2.25	1.81
Net interest margin	2.65	2.80	2.83	2.81	2.54
Average interest-earning assets to average interest-bearing liabilities	117.90	117.38	120.88	124.16	126.49
Efficiency ratio (non-interest expense divided by the sum of net interest income and non-interest income)	81.19	77.04	75.81	79.53	83.74
Non-interest expense to average assets	2.02	2.10	2.04	2.11	2.04
Asset Quality Ratios:					
Non-performing loans to total loans	2.61	2.76	2.13	1.26	0.15
Non-performing assets to total assets	1.27	1.46	0.93	0.62	0.08
Net charge-offs to average loans outstanding	0.59	0.12	0.05	0.00	0.00
Allowance for loan losses to total loans	0.79	0.93	0.84	0.62	0.59
Allowance for loan losses to non-performing loans	30.20	33.65	39.70	48.92	388.05
Capital Ratios:					
Average equity to average assets	16.75	17.94	21.66	22.73	23.41
Equity to assets at period end	16.74	16.80	20.77	22.43	22.63
Tangible equity to tangible assets at period end	12.87	13.11	17.36	18.98	19.51

(1) Excludes dividends waived by Kearny MHC.

(2) Represents cash dividends paid divided by net income.

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

General

This discussion and analysis reflects Kearny Financial Corp.'s consolidated financial statements and other relevant statistical data. We include it to enhance your understanding of our financial condition and results of operations. You should read the information in this section in conjunction with Kearny Financial Corp.'s consolidated financial statements and notes thereto contained in this Annual Report on Form 10-K and the other statistical data provided herein.

Overview

Financial Condition. Total assets increased $32.9 million to $2.94 billion at June 30, 2012 from $2.90 billion at June 30, 2011. The increase was funded largely through growth in retail deposits which was augmented by net increases in borrowings and capital. The net growth in deposits was primarily concentrated in noninterest-bearing checking accounts while the aggregate balance of interest-bearing deposits increased only nominally. The growth in liabilities and capital funded an increase in earning assets as well as an increase in bank-owned life insurance included in non-earning assets. The net growth in earning assets reflected growth in loans and mortgage-backed securities that was partially offset by declines in the balance of non-mortgage-backed securities and other interest-earning assets.

In general, it remains the long term goal of our business plan to reallocate the Bank's balance sheet to reflect a greater percentage of earnings assets in the loan portfolio while, in turn, reducing the relative size of the securities portfolio. Toward that end, the Company's business plan continues to call for increased origination of commercial loans with an emphasis on commercial mortgages, including multi-family and nonresidential mortgage loans, as well as secured and unsecured commercial business loans.

The lending environment during fiscal 2012 continued to reflect the challenges presented by the adverse economic environment. Those challenges include declining real estate values coupled with high unemployment which, together, have significantly reduced demand for new loan originations by qualified borrowers. Despite these challenges, loans receivable increased by $17.5 million to $1.27 billion or 43.4% of total assets at June 30, 2012 from $1.26 billion or 43.3% of total assets at June 30, 2011. Within the loan portfolio, however, commercial loans, including commercial mortgages and commercial business loans, grew by $84.7 million to $573.3 million or 19.5% of total assets from $488.7 million or 16.8% of total assets. For those same comparative periods, one-to-four family mortgage loans, including first mortgages and home equity loans and lines of credit, declined by $67.1 million to $688.2 million or 23.4% of total assets from $755.3 million or 26.0% of total assets.

The balance of investment securities, including mortgage-backed and non-mortgage-backed securities, increased by $65.7 million to $1.28 billion or 43.5% of total assets at June 30, 2012 from $1.21 billion or 41.8% of total assets at June 30, 2011. As noted earlier, the year over year net increase in the securities portfolio partly reflected an increase in the net unrealized gain in the available for sale portfolio. However, the overall increase in investment securities was primarily attributable to the Company's decision to reinvest a portion of its excess liquidity into the investment securities. Toward that end, the balance of cash and cash equivalents decreased during fiscal 2012 which provided the funding for a significant portion of the net growth within the securities portfolio.

For the year ended June 30, 2012, our total deposits increased by $22.4 million to $2.17 billion from $2.15 billion at June 30, 2011. As noted above, the growth in deposits was primarily reflected in the growth of noninterest-bearing deposits which increased by $22.0 million during fiscal 2012. The

remaining deposit growth was reflected in interest-bearing deposits which increased by $414,000 to $2.00 billion at June 30, 2012. Within interest-bearing deposits, however, the balance of non-maturity deposits increased by $47.3 million reflecting $15.5 million and $31.8 million of growth, respectively, in interest-bearing checking accounts and savings accounts. This growth was substantially offset by a $46.9 million decline in the balance of certificates of deposit. The overall stability in the balance of interest-bearing deposits was sustained despite the Bank's efforts to reduce its deposit offering rates on most products reflecting, in part, consumer demand for the safety of FDIC-insured accounts versus noninsured investment alternatives.

The balance of borrowings increased by $2.1 million to $249.8 million at June 30, 2012 from $247.6 million at June 30, 2011. The net growth in borrowings was largely attributable to a $2.4 million net increase in depositor sweep accounts while advances from the FHLB of New York decreased by $229,000 primarily reflecting the principal repayment of amortizing advances during the year.

Finally, stockholders' equity increased $3.7 million to $491.6 million at June 30, 2012 from $487.9 million at June 30, 2011. The increase in stockholders' equity reflected the increase in retained earnings resulting from the Company's net income for fiscal 2012, net of dividends paid to shareholders. The increase also reflected a net increase in accumulated other comprehensive income arising from increases in unrealized gains in the available for sale securities portfolio as well as increases in paid-in-capital and reduction of unearned ESOP shares relating to the offsets of benefit plan expenses during the year. Partially offsetting these increases was an increase in Treasury stock resulting from the Company's share repurchase activity during fiscal 2012.

Results of Operations. Our results of operations depend primarily on our net interest income. Net interest income is the difference between the interest income we earn on our interest-earning assets and the interest we pay on our interest-bearing liabilities. It is a function of the average balances of loans and investments versus deposits and borrowed funds outstanding in any one period and the yields earned on those loans and investments and the cost of those deposits and borrowed funds. Our results of operations are also affected by our provision for loan losses, non-interest income and non-interest expense.

Net income for the fiscal year ended June 30, 2012 was $5.1 million or $0.08 per diluted share; a decrease of $2.8 million from $7.9 million or $0.12 per diluted share the fiscal year ended June 30, 2011. The decrease in net income year-over-year resulted primarily from increases in the provision for loan losses and noninterest expense coupled with a decline in noninterest income. These factors were partially offset by an increase in net interest income and a decrease in the provision for income taxes.

Our net interest income increased $2.0 million to $70.2 million for the year ended June 30, 2012 from $68.2 million for the year ended June 30, 2011. The increase in net interest income reflected a $3.8 million decline in interest expense to $28.4 million from $32.2 million. The decline in interest expense reflected a decrease in the average cost of interest-bearing liabilities that was partially offset by an increase in their average balance. For the year ended June 30, 2012, the average cost of interest-bearing liabilities decreased 29 basis points to 1.26% from 1.55% for the year ended June 30, 2011. For those same comparative periods, the average balance of interest-bearing liabilities increased by $168.9 million to $2.25 billion from $2.08 billion.

The decline in interest expense was partially offset by a $1.9 million decline in interest income to $98.5 million from $100.4 million. The decline in interest income reflected a decrease in the average yield on earning assets that was partially offset by an increase in their average balance. For the year ended June 30, 2012, the average yield on interest-earning assets decreased by 39 basis points to 3.72%

from 4.11% for the year ended June 30, 2011. For those same comparative periods, the average balance of interest-earning assets increased by $211.0 million to $2.65 billion from $2.44 billion.

In total, the net interest rate spread decreased to 2.46% for fiscal 2012 from 2.56% for fiscal 2011 while the net interest margin decreased 15 basis points to 2.65% from 2.80% for those same comparative periods.

The provision for loan losses increased $1.1 million to $5.7 million for fiscal 2012 from $4.6 million for fiscal 2011. The net increase in the provision reflected the combined effects of recognizing additional valuation allowances on loans evaluated individually for impairment as well as increases in the level of valuation allowances attributable to loans evaluated collectively for impairment due to the overall growth within the non-impaired portion of the portfolio coupled with increases in environmental and historical loss factors.

Non-interest income decreased by $2.7 million to $2.1 million for fiscal 2012 from $4.8 million for fiscal 2011. The decrease in non-interest income primarily reflected increased losses on write downs and sales of real estate owned and a reduction in gains on sale of investment securities. These factors were partially offset by increases in loan-related and deposit-related fees and charges, including electronic banking fees and charges, as well as increases in the gain on sale of loans originated through our SBA programs. To some degree, these increases are attributable to the recognition of comparatively less income recognized through the operation of the CJB Division during the earlier comparative period due to its acquisition in November 2010. The decline in overall noninterest income was also partially offset by an increase in miscellaneous income attributable to the recognition of a payment received by the Bank from a tenant in return for the discharge of their future obligations under the terms of a commercial lease agreement where the Bank served as lessor.

Non-interest expense increased $2.5 million to $58.7 million for the year ended June 30, 2012 from $56.2 million for the year ended June 30, 2011. The increase was reflected across many categories of non-interest expense including those relating to compensation, premises occupancy, equipment and systems and miscellaneous expenses. As above, these increases generally reflect the lower level of expenses recognized during the earlier comparative period attributable to the operation of the CJB division for only a portion of that earlier period. Partially offsetting these factors was the absence of merger-related expenses during the current year compared to those recognized during the prior fiscal year attributable to the acquisition of Central Jersey. Additionally, the Company recognized a decline in director compensation expense attributable to completing the recognition of stock benefit plan expenses over their applicable vesting periods coupled with overall declines in federal deposit insurance expense.

The combined effects of these factors resulted in comparatively lower pre-tax net income during fiscal 2012 compared with fiscal 2011 and proportionately lower income tax expense reflecting consistent effective income tax rates between comparative periods.

Business Strategy. The general goals of the Company’s current business plan are to profitably deploy capital and enhance earnings through a variety of balance sheet growth and diversification strategies through which the Company intends to evolve from a traditional thrift business model toward that of a full service, community bank. The key strategies of the Company’s business plan and its performance in relation to those strategies during fiscal 2012 are noted below:

- Increasing the volume of loan originations and the size of the Company’s loan portfolio in relation to total assets;

  From June 30, 2011 to June 30, 2012, the Company increased its overall loan portfolio from $1.27 billion to $1.28 billion with such balances representing 43.7% of total assets for each period, respectively. As noted earlier, the severe economic challenges currently facing our regional and national economy present significant headwinds that adversely impact the Company's ability to achieve this first strategic goal solely through traditional, "organic" loan growth. The Company expects to continue expanding and diversifying its loan acquisition resources and strategies in an effort to counterbalance the adverse effects of current economic conditions while supporting its longer-term strategic goals.

- Increasing the origination of commercial loans, including commercial mortgages and commercial business loans, with an emphasis on multi-family and nonresidential mortgage loans as well as secured and unsecured commercial business loans;

  As noted above, commercial loans, including commercial mortgages and commercial business loans, grew by $84.7 million to $573.3 million or 19.5% of total assets at June 30, 2012 from $488.7 million or 16.8% of total assets at June 30, 2011. The Company bolstered its commercial lending staff during fiscal 2012 and continues to actively seek additional lenders with the goal of continuing the trend of commercial loan growth during fiscal 2013.

- Maintaining high asset quality;

  The Company continues to maintain a strong level of asset quality to complement the execution of the loan-related strategies noted above. For the year ended June 30, 2012, the balance of nonperforming assets, including accruing loans over 90 days past due, nonaccrual loans and repossessed assets, decreased by $5.2 million to $37.3 million or 1.27% of total assets from $42.5 million or 1.46% of total assets at June 30, 2011.

  The balance of nonperforming assets at June 30, 2012 included $33.5 million of nonperforming loans and $3.8 million of real estate owned. A disproportionate balance of the Company’s nonperforming loans represent residential mortgage loans that were originally purchased from Countrywide and are now serviced by Bank of America. At June 30, 2012, such loans total $11.6 million or 34.6% of nonperforming loans. By comparison, the entire remaining balance of the Bank of America loans, including nonperforming loans, totals approximately $49.5 million or 3.9% of total loans as of that same date.

  Based upon information published by federal banking regulators in the Uniform Bank Performance Report (“UBPR”) for the quarter ended June 30, 2012, the median nonperforming asset ratio for savings institutions with total assets greater than $1 billion

was 3.93%. The comparable ratio for the Bank was 2.93% as of that same date indicating that the Bank’s level of nonperforming assets, irrespective of origination source, remains less than that of its peer group, as defined by federal bank regulators. The noted ratio reported on the UBPR divides total nonperforming assets, as defined above, by the sum of total loans plus other real estate owned (“OREO”).

· Building the Company’s core banking business through internal growth and de novo branching;

During fiscal 2012, much of the Company's strategic efforts regarding its retail branches were focused on continuing the integration of the full service branches operating with the Bank’s CJB Division. Such branches continue to operate with the separate identity of "Central Jersey Bank, a division of Kearny Federal Savings Bank”. With the successful grand opening of the newest CJB Division branch during fiscal 2012, the Bank now has a total of 41 branches; 27 branches operating under the name of Kearny Federal Savings Bank and 14 branches operating under the CJB Division brand. The Company will continue to carefully search out and evaluate additional de novo branching opportunities on a selective basis.

The Bank's total deposits increased by a total of $22.4 million for the year ended June 30, 2012. The net growth in deposits for fiscal 2012 included $69.4 million of growth in non-maturity deposits, including $22.0 million of growth in noninterest-bearing deposits. This growth was offset by a decrease of $47.0 million in the balance of certificates of deposit.

· Actively seeking out franchise expansion opportunities such as the acquisition of other financial institutions or branches;

As a complement to the growth strategies noted above, the Company actively seeks out opportunities to deploy capital, diversify its balance sheet mix and enhance earnings through mergers and acquisitions with other institutions. Having completed the acquisition of Central Jersey Bancorp during fiscal 2011, the Company continues to selectively seek out and evaluate opportunities to achieve its strategic goals through the acquisition of other financial institutions or branches. The Company expects to place the greatest emphasis on opportunities to expand within existing markets served or to enter new markets that are generally contiguous to those already served.

· Develop and promote consumer and business-oriented products and services designed to emphasize growth in core deposits and multiple account relationships.

Notwithstanding the opportunities presented by de novo branching as discussed above, the Company expects to place greater strategic emphasis on leveraging the opportunities to grow market share and expand the depth and breadth of customer relationships within the existing branch system. The Company continues to develop and deploy strategies to promote the "relationship banking" business model throughout its branch network with an emphasis on expanding business customer relationships.

Critical Accounting Policies

Our accounting policies are integral to understanding the results reported. We describe them in detail in Note 1 to the Company's consolidated financial statements beginning on Page F-12 of this document. In preparing the consolidated financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the dates of the consolidated statements of financial condition and revenues and expenses for the periods then ended. Actual results could differ significantly from those estimates. Material estimates that are particularly susceptible to significant changes relate to the determination of the allowance for loan losses, the evaluation of securities impairment and the impairment testing of goodwill.

Allowance for Loan Losses. The allowance for loan losses is a valuation account that reflects the Company's estimation of the losses in its loan portfolio to the extent they are both probable and reasonable to estimate. The balance of the allowance is generally maintained through provisions for loan losses that are charged to income in the period that estimated losses on loans are identified by the Company's loan review system. The Company charges losses on loans against the allowance as such losses are actually incurred. Recoveries on loans previously charged-off are added back to the allowance.

As described in greater detail in the notes to consolidated financial statements, the Company's allowance for loan loss calculation methodology utilizes a "two-tier" loss measurement process that is performed quarterly. Through the first tier of the process, the Company first identifies the loans that must be reviewed individually for impairment. Such loans generally include the Company's larger and/or more complex loans including commercial mortgage loans, as well as its one-to-four family mortgage loans, home equity loans and home equity lines of credit. A reviewed loan is deemed to be 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. Once a loan is determined to be impaired, management measures the amount of the estimated impairment associated with that loan which is generally defined as the amount by which the carrying value of a loan exceeds its fair value. The Company establishes valuation allowances for loan impairments in the fiscal period during which they are identified. Impairments on individually evaluated loans generally are charged off against the applicable valuation allowance when they are determined to be confirmed, expected losses.

The second tier of the loss measurement process involves estimating the probable and estimable losses which addresses loans not otherwise individually reviewed for impairment. Such loans generally comprise large groups of smaller-balance homogeneous loans as well as the remaining non-impaired loans of those types noted above that are otherwise eligible for individual impairment evaluation.

Valuation allowances established in accordance with the second tier of the loss measurement process utilize historical and environmental loss factors to collectively estimate the level of probable losses within defined segments of the Company's loan portfolio. To calculate its historical loss factors, the Company's allowance for loan loss methodology generally utilizes a 24 month moving average of annual net charge-off rates (charge-offs net of recoveries) by loan segment, where available, to calculate its actual, historical loss experience. The outstanding principal balance of each loan segment is multiplied by the applicable historical loss factor to estimate the level of probable losses based upon the Company's historical loss experience.

Environmental loss factors are based upon specific qualitative criteria representing key sources of risk within the loan portfolio. Such risk criteria includes the level of and trends in delinquencies and non-accrual loans; the effects of changes in credit policy; the experience, ability and depth of the lending function's management and staff; national and local economic trends and conditions; credit risk concentrations and changes in local and regional real estate values. The outstanding principal balance of

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each loan segment is multiplied by the applicable environmental loss factor to estimate the level of probable losses based upon the qualitative risk criteria.

The sum of the probable and estimable loan losses calculated in accordance with loss measurement processes, as described above, represents the total targeted balance for the Company's allowance for loan losses at the end of a fiscal period. A more detailed discussion of the Company's allowance for loan loss calculation methodology is presented in Note 1 of the Company's consolidated financial statements.

Impairment Testing of Goodwill. We record goodwill, representing the excess of amounts paid over the fair value of net assets of the institutions acquired in purchase transactions, at its fair value at the date of acquisition. Through June 30, 2002, we amortized goodwill using the straight-line method over 15 years. Effective July 1, 2002, we adopted the FASB's revised guidance applicable to the accounting and impairment testing of goodwill. Goodwill is tested and deemed impaired when the carrying value of goodwill exceeds its implied fair value. Goodwill was most recently tested as of June 30, 2012, at which time no impairment was indicated. As of that date, we reported goodwill of $108.6 million. The value of the goodwill can change in the future. We expect the value of the goodwill to decrease if there is a significant decrease in the franchise value of the Bank. If an impairment loss is determined in the future, we will reflect the loss as an expense for the period in which the impairment is determined, leading to a reduction of our net income for that period by the amount of the impairment loss.

Other-than-Temporary Impairment of 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 their classification as either available for sale, held to maturity or managed within a trading portfolio. Temporary impairments on "available for sale" securities are recognized, on a tax-effected basis, through accumulated other comprehensive income 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 OTTI based upon several considerations. First, OTTI 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 earnings. If neither of these conditions regarding the likelihood of the securities' sale is applicable, then the OTTI is bifurcated into credit-related and noncredit-related components. A 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. The noncredit-related component represents the remaining portion of the impairment not otherwise designated as credit-related. The Company recognizes credit-related, OTTI in earnings. However, noncredit-related, other-than-temporary impairments on debt securities are recognized in accumulated other comprehensive income.

Comparison of Financial Condition at June 30, 2012 and June 30, 2011

General. As noted above, total assets increased $32.9 million to $2.94 billion at June 30, 2012 from $2.90 billion at June 30, 2011. The increase was funded largely through growth in retail deposits which was augmented by net increases in borrowings and capital. The net growth in deposits was primarily concentrated in noninterest-bearing checking accounts while the aggregate balance of interest-bearing deposits increased only nominally. The growth in liabilities and capital funded an increase in earning assets as well as an increase in bank-owned life insurance included in non-earning assets. The net growth in earning assets reflected growth in loans and mortgage-backed securities that was partially offset by declines in the balance of non-mortgage-backed securities and other interest-earning assets.

Cash and Cash Equivalents. Cash and cash equivalents, which consist of interest-earning and noninterest-earning deposits in other banks, decreased $67.0 million to $155.6 million at June 30, 2012 from $222.6 million at June 30, 2011.

During fiscal 2012, management determined that the opportunity cost to earnings of maintaining a growing level of short-term liquid assets to fund potential loan growth outweighs the related benefits. Consequently, a significant portion of the Company's excess liquidity that had accumulated during fiscal 2011 and into the first quarter of fiscal 2012 was deployed into higher yielding mortgage-backed securities during the latter three quarters of fiscal 2012. The Company generally expects to continue maintaining the average balance of interest-earning cash and equivalents at lower levels than had been previously reported during those earlier comparative periods. Management will continue to monitor the level of short term, liquid assets in relation to the expected need for such liquidity to fund the Company's strategic initiatives. The Company may alter its liquidity reinvestment strategies based upon the timing and relative success of those initiatives.

Securities Available for Sale. Non-mortgage-backed securities classified as available for sale decreased by $32.1 million to $12.6 million at June 30, 2012 from $44.7 million at June 30, 2011. The net decrease in the portfolio primarily reflected the repayment of maturing municipal securities during fiscal 2012. At June 30, 2012, the available for sale non-mortgage-backed securities portfolio consisted of $6.7 million of single-issuer trust preferred securities and $5.9 million of SBA pass-through certificates with amortized costs of $8.9 million and $5.7 million, respectively.

The net unrealized loss for this portfolio increased by $529,000 to $2.0 million at June 30, 2012 from $1.5 million at June 30, 2011. The increase in the net unrealized loss was primarily attributable to a decline in the fair value of the Company's investment in single-issuer, trust preferred securities whose unrealized losses increased by $742,000 to $2.2 million at June 30, 2012 from $1.4 million at June 30, 2011. The decline in market value coincided with rating downgrades of certain trust preferred securities held by the Company during fiscal 2012. As discussed in greater detail above, management has concluded that the impairment within this segment of the portfolio is not "other-than-temporary" at June 30, 2012.

Additional information regarding non-mortgage-backed securities available for sale at June 30, 2012 is presented in the preceding Securities Portfolio section of this report as well as in Note 5 and Note 7 to the consolidated financial statements.

Securities Held to Maturity. Non-mortgage-backed securities classified as held to maturity decreased by $71.8 million to $34.7 million at June 30, 2012 from $106.5 million at June 30, 2011. The net decline in the balance of the portfolio primarily reflected the repayment of U.S. agency debentures called by the issuers prior to their maturities. At June 30, 2012, the held to maturity non-mortgage-backed securities portfolio included $32.4 million of U.S. agency debentures maturing within one to five

years and $2.2 million of short term municipal obligations that mature within one year. Based on its evaluation, management has concluded that no other-than-temporary impairment is present within this segment of the investment portfolio at June 30, 2012.

Additional information regarding non-mortgage-backed securities held to maturity at June 30, 2012 is presented in the preceding Securities Portfolio section of this report as well as in Note 6 and Note 7 to the consolidated financial statements.

Loans Receivable. Loans receivable, net of unamortized premiums, deferred costs and the allowance for loan losses, increased by $17.5 million to $1.27 billion at June 30, 2012 from $1.26 billion at June 30, 2011. The increase in net loans receivable was primarily attributable to loan acquisitions during fiscal 2012 that outpaced loan repayments for the year.

Residential mortgage loans, in aggregate, decreased by $67.1 million to $688.2 million at June 30, 2012 from $755.3 million at June 30, 2011. The components of the aggregate decrease included a net reduction in the balance of one-to-four family first mortgage loans of $48.1 million to $562.8 million at June 30, 2012 as well as net decreases in the balance of home equity loans and home equity lines of credit of $15.6 million and $3.4 million, respectively, whose ending balances at June 30, 2012 were $95.8 million and $29.5 million, respectively. The reduction in the balance of residential mortgage loans reflects management's continued adherence to its disciplined pricing policy coupled with the effects of diminished loan demand in the marketplace arising from challenging economic conditions and declining real estate values which have adversely impacted residential real estate purchase and refinancing activity. In total, residential mortgage loan origination and purchase volume for the year ended June 30, 2012 was $66.5 million and $22.2 million, respectively, while aggregate originations of home equity loans and home equity lines of credit totaled $35.7 million for that same period.

Commercial loans, in aggregate, increased by $84.7 million to $573.3 million at June 30, 2012 from $488.7 million at June 30, 2011. The components of the aggregate increase included an increase in commercial mortgage loans totaling $101.2 million that was partially offset by a decline in commercial business loans of $16.6 million. The ending balances of commercial mortgage loans and commercial business loans at June 30, 2012 were $484.9 million and $88.4 million, respectively. Commercial loan origination volume for fiscal 2012 totaled $127.0 million comprising $109.0 million and $18.0 million of commercial mortgage and commercial business loans originations, respectively. The increase in commercial loans for the year ended June 30, 2012 also reflected purchases of commercial mortgage loan participations totaling $44.3 million.

The outstanding balance of construction loans, net of loans-in-process, decreased by $1.3 million to $20.3 million at June 30, 2012 from $21.6 million at June 30, 2011. Construction loan disbursements for fiscal 2012 totaled $12.0 million.

Finally, other loans, primarily comprising account loans, deposit account overdraft lines of credit and other consumer loans, increased $263,000 to $4.0 million at June 30, 2012 from $3.8 million at June 30, 2011. Other loan originations for fiscal 2012 totaled approximately $3.2 million.

Additional information regarding loans receivable at June 30, 2012 is presented in the preceding Lending Activities section of this report as well as in Note 8 to the consolidated financial statements.

Nonperforming Loans. For the year ended June 30, 2012, nonperforming loans decreased by $1.5 million to $33.5 million or 2.61% of total loans from $35.0 million or 2.76% of total loans as of June 30, 2011.

Additional information about the Company’s nonperforming loans at June 30, 2012 is presented in the preceding Asset Quality section of this report as well as in Note 9 to the consolidated financial statements.

Allowance for Loan Losses. During the year ended June 30, 2012, the balance of the allowance for loan losses decreased by approximately $1.6 million to $10.1 million or 0.79% of total loans at June 30, 2012 from $11.8 million or 0.93% of total loans at June 30, 2011. The decrease resulted from charge offs, net of recoveries, totaling $7.4 million that were partially offset by additional provisions of $5.7 million during the year ended June 30, 2012.

Additional information about the Company’s allowance for loan losses at June 30, 2012 is presented in the preceding Asset Quality section of this report as well as in Note 1 and Note 9 to the consolidated financial statements.

Mortgage-backed Securities Available for Sale. Mortgage-backed securities available for sale, including agency pass-through securities as well as agency collateralized mortgage obligations, increased $169.9 million to $1.23 billion at June 30, 2012 from $1.06 billion at June 30, 2011. The net increase primarily reflects purchases of fixed-rate, agency mortgage-backed securities that were partially offset by cash repayment of principal net of discount accretion and premium amortization and an increase in the unrealized gain on such securities. The purchases of the mortgage-backed securities during the year ended June 30, 2012 were comprised of fixed-rate, amortizing securities with maturities of 10 and 15 years totaling $494.6 million. Such purchases were augmented with purchases of 30 year, fixed-rate amortizing securities totaling $28.6 million that are eligible to meet the Community Reinvestment Act investment test during the reporting period. Based on its evaluation, management has concluded that no other-than-temporary impairment is present within this segment of the investment portfolio at June 30, 2012.

Additional information regarding mortgage-backed securities available for sale at June 30, 2012 is presented in the preceding Securities Portfolio section of this report as well as in Note 5 and Note 7 to the consolidated financial statements.

Mortgage-backed Securities Held to Maturity. Mortgage-backed securities held to maturity, including agency pass-through securities as well as agency and non-agency collateralized mortgage obligations, decreased $255,000 to $1.1 million at June 30, 2012 from $1.3 million at June 30, 2011. The decrease was primarily attributable to cash repayment of principal net of discount accretion and premium amortization coupled with the sale of two securities whose credit rating had declined below investment grade making it eligible for sale from the held to maturity portfolio. At June 30, 2012, the Company's remaining portfolio of non-agency CMOs included ten held-to-maturity securities totaling $146,000 that were impaired but retained their investment grade rating by one or more rating agencies as of that date. Based on its evaluation, management has concluded that no other-than-temporary impairment is present within this segment of the investment portfolio at June 30, 2012.

Additional information regarding mortgage-backed securities held to maturity at June 30, 2012 is presented in the preceding Securities Portfolio section of this report as well as in Note 6 and Note 7 to the consolidated financial statements.

Other Assets. Excluding the balances of bank owned life insurance and other assets, the remaining asset categories, including premises and equipment, FHLB stock, interest receivable and goodwill, remained generally stable from June 30, 2011 to June 30, 2012 reflecting the normal operating fluctuations between periods.

The balance of bank owned life insurance increased by $24.1 million to $48.6 million at June 30, 2012 from $24.5 million at June 30, 2011. Such growth primarily reflected the purchase of additional policies totaling $23.4 million during the fourth quarter of fiscal 2012 plus the increase of $748,000 in the cash surrender value of the underlying policies resulting in the recognition of tax free non-interest income in that amount during fiscal 2012.

The balance of other assets decreased by $5.9 million to $10.4 million at June 30, 2012 from $16.3 million at June 30, 2012. The decline in the balance of other assets included a $3.7 million net decrease in the balance of real estate owned (“REO”) to $3.8 million at June 30, 2012 from $7.5 million at June 30, 2011 with such balances reflecting the net carrying values of eight properties at the end of each period. The net change in the carrying value reflected the acquisition of five properties during fiscal 2012 less the sale of five properties for that period. The net decrease in the carrying value of REO also reflected the cumulative write downs of several properties to reflect reductions in expected sales prices below the fair values at which the properties were previously being carried. The overall decline in the balance of other assets also reflected a $1.9 million decrease in the balance of prepaid expenses.

Deposits. The balance of total deposits increased by $22.4 million to $2.17 billion at June 30, 2012 from $2.15 billion at June 30, 2011. The net increase in deposit balances reflected increases in the balances of noninterest-bearing checking accounts of $22.0 million as well as increases in the balances of interest-bearing checking accounts and savings accounts of $15.5 million and $31.8 million, respectively. The increases in these deposit accounts was partially offset by a $46.9 million decline in the balance of certificates of deposit. The decline in the balance of certificates of deposit was largely attributable to the Company’s active management of deposit pricing during the year ended June 30, 2012 to support net interest spread and margin which allowed for some degree of controlled outflow of maturing deposit types.

Additional information regarding deposits at June 30, 2012 is presented in the preceding Sources of Funds section of this report as well as in Note 13 to the consolidated financial statements.

Borrowings. The balance of borrowings increased by $2.2 million to $249.8 million at June 30, 2012 from $247.6 million at June 30, 2011. The net increase was primarily attributable to a $2.3 million increase in the balance of customer sweep accounts to $38.5 million at June 30, 2012 from $36.2 million at June 30, 2011. Sweep accounts are short term borrowings representing funds that are withdrawn from a customer’s noninterest-bearing deposit account and invested in an uninsured overnight investment account that is collateralized by specified investment securities owned by the Bank. For those same comparative periods, the balance of FHLB advances decreased by $229,000 to $211.2 million from $211.4 million reflecting scheduled principal repayments associated with an amortizing advance and the amortization of purchase accounting premiums associated with the acquisition of certain advances.

Additional information regarding borrowings at June 30, 2012 is presented in the preceding Sources of Funds section of this report as well as in Note 14 to the consolidated financial statements.

Stockholders’ Equity. Stockholders’ equity increased by $3.7 million to $491.6 million at June 30, 2012 from $487.9 million at June 30, 2011. The increase in stockholders’ equity reflected net income of $5.1 million for the year ended June, 2012, net of $2.8 million in dividends paid to shareholders. The increase in stockholders' equity also reflected increases in paid-in capital and reductions of unearned ESOP shares relating to the offsets of benefit plan expenses during the year as well as an $8.2 million increase in other comprehensive income arising from mark-to-market adjustments to the available for sale securities portfolios and benefit plan adjustments. These increases in stockholders’ equity were partially offset by an increase in treasury stock of $8.5 million reflecting the Company’s repurchase of 915,037 of its common shares during the year ended June 30, 2012.

Comparison of Operating Results for the Years Ended June 30, 2012 and June 30, 2011

General. Net income for the year ended June 30, 2012 was $5.1 million or $0.08 per diluted share: a decrease of $2.8 million compared to $7.9 million or $0.12 per diluted share for the year ended June 30, 2011. The decrease in net income between fiscal years resulted primarily from increases in the provision for loan losses and noninterest expense as well as an increase in losses on the sale and write down of REO included in noninterest income. These factors were partially offset by an increase in net interest income and noninterest income, excluding REO-related losses. In total, these factors resulted in a decrease in pre-tax net income and the provision for income taxes.

Net Interest Income. Net interest income for the year ended June 30, 2012 was $70.2 million; an increase of $2.0 million from $68.2 million for the year ended June 30, 2011. The increase in net interest income between the comparative periods resulted from a decrease in interest expense that outpaced a concurrent decline in interest income. The decrease in interest income during fiscal 2012 was generally attributable to a decrease in the average yield on interest-earning assets that was partially offset by an increase in their average balance. Similarly, the decline in interest expense generally reflected a reduction in the average cost of interest-bearing liabilities that was partially offset by an increase in their average balance. The increases in the average balances of interest-earning assets and interest-bearing liabilities between comparative periods were partly attributable to the acquisition of Central Jersey which closed during the second quarter of fiscal 2011 while also reflecting organic growth during fiscal 2012. Declines in average yields and costs between comparative periods continued to largely reflect the effects of historically low interest rates that were prevalent in the marketplace throughout fiscal 2012.

As a result of these factors, the Company’s net interest rate spread decreased ten basis points to 2.46% for the year ended June 30, 2012 from 2.56% for the year ended June 30, 2011. The decrease in the net interest rate spread reflected a 39 basis point decline in the yield on earning assets to 3.72% from 4.11% that was partially offset by a decrease in the average cost of interest bearing liabilities of 29 basis points to 1.26% from 1.55% for the same comparative periods. A discussion of the factors contributing to the overall change in yield on earning assets and average cost of interest-bearing liabilities is presented in the separate discussion and analysis of interest income and interest expense below.

The factors resulting in the decrease in net interest income and net interest rate spread also adversely affected the Company’s net interest margin. However, additional factors further impacted net interest margin including, but not limited to, the use of interest-earning assets to fund additions to treasury stock during fiscal 2012. In total, the Company reported a 15 basis point decline in net interest margin to 2.65% for the year ended June 30, 2012 from 2.80% for the year ended June 30, 2011.

Interest Income. Total interest income decreased $1.8 million to $98.5 million for the year ended June 30, 2012 from $100.4 million for the year ended June 30, 2011. As noted above, the decrease in interest income reflected a decline in the average yield on interest-earning assets that was partially offset by an increase in their average balance. The average yield on interest-earning assets declined 39 basis points to 3.72% for the year ended June 30, 2012 from 4.11% for the year ended June 30, 2011. For those same comparative periods, the average balance of interest-earning assets increased $211.0 million to $2.65 billion from $2.44 billion.

Interest income from loans increased $407,000 to $64.0 million for the year ended June 30, 2012 from $63.6 million for the year ended June 30, 2011. The increase in interest income on loans was primarily attributable to a $77.7 million increase in their average balance to $1.25 billion for the year ended June 30, 2012 from $1.17 billion for the year ended June 30, 2011. The increase in the average

balance of loans was partly attributable to the loans acquired from Central Jersey during fiscal 2011 coupled with organic growth in loans during fiscal 2012.

The effect on interest income on loans attributable to the higher average balance was partially offset by a decline in their average yield. For those same comparative periods, the average yield on loans declined 30 basis points to 5.12% from 5.42%. The reduction in the overall yield on the Company's loan portfolio generally reflects the effect of lower market interest rates which provides a "rate reduction" refinancing incentive to borrowers while also contributing to the downward re-pricing of adjustable rate loans. However, because the Company's commercial loans generally comprise comparatively higher yielding multi-family mortgages, nonresidential mortgage loans and business loans, the continued reallocation within the loan portfolio from residential mortgages into commercial loans diminished the adverse impact of lower market interest rates on the overall yield of the loan portfolio between the comparative periods.

Interest income from mortgage-backed securities increased $2.4 million to $32.4 million for the year ended June 30, 2012 from $30.0 million for the year ended June 30, 2011. The increase in interest income reflected a $327.9 million increase in the average balance of mortgage-backed securities to $1.18 billion for the year ended June 30, 2012 from $853.4 million for the year ended June 30, 2011. The effect of the increase in the average balance of mortgage-backed securities was partially offset by a 76 basis point decline in their average yield to 2.75% from 3.51% for those same comparative periods.

The reduction in the overall yield of the mortgage-backed securities portfolio is attributable to many of the same factors affecting the yield on the Company's loan portfolio. That is, lower market interest rates have continued to provide a "rate reduction" refinancing incentive to mortgagors resulting in the pay off of comparatively higher rate mortgage loans underlying the Company's mortgage-backed securities. Simultaneously, lower market interest rates have resulted in the downward re-pricing of loans underlying the Company's adjustable rate mortgage-backed securities. The increase in the average balance of mortgage-backed securities was partly attributable to the securities acquired from Central Jersey during fiscal 2011 coupled with security purchases that outpaced the principal repayments of such securities during fiscal 2012.

Interest income from non-mortgage-backed securities decreased $4.6 million to $1.4 million for the year ended June 30, 2012 from $5.9 million for the year ended June 30, 2011. The decrease in interest income reflected declines in both the average balance and average yield on non-mortgage-backed securities between comparative periods. The average balance of the securities decreased $211.2 million to $74.8 million for the year ended June 30, 2012 from $286.0 million for the year ended June 30, 2011. For those same comparative periods, the average yield on non-mortgage-backed securities decreased by 22 basis point to 1.86% from 2.08%.

The decrease in the average balance of non-mortgage backed securities was reflected in the average balances of both taxable and tax-exempt securities. The average balance of taxable securities decreased $160.0 million to $67.7 million for the year ended June 30, 2012 from $227.7 million for the year ended June 30, 2011. For those same comparative periods, the average balance of tax-exempt securities decreased $51.3 million to $7.0 million from $58.3 million. The change in the average yield on non-mortgage backed securities reflected a decrease of 20 basis points in the yield of taxable securities to 1.95% for the year ended June 30, 2012 from 2.15% for the year ended June 30, 2011 while the average yield on tax-exempt securities declined 81 basis points to 0.99% from 1.80% for those same comparative periods.

The decrease in the average balance and average yield of non-mortgage-backed securities generally reflects the calls, maturities and sales of the comparatively higher yielding securities within

the segment during fiscal 2012 with such proceeds being reinvested either into other earning asset categories or at comparatively lower market yields within the segment.

Interest income from other interest-earning assets decreased $144,000 to $765,000 for the year ended June 30, 2012 from $909,000 for the year ended June 30, 2011. The decrease in interest income was primarily attributable to a decline in the average yield on other interest-earning assets that was partially offset by an increase in their average balance. The average yield on other interest-earning assets decreased 18 basis points to 0.53% for the year ended June 30, 2012 from 0.71% for the year ended June 30, 2011. For those same comparative periods, the average balance of other interest-earning assets increased by $16.6 million to $144.5 million from $127.9 million.

The increase in the average balance of interest-earning assets reflects the comparatively higher average balance of interest-earning deposits in other banks which increased $16.3 million to $130.6 million for the year ended June 30, 2012 from $114.3 million for the year ended June 30, 2011. Because these interest-earning deposits are generally the lowest yielding asset within the category, the increase in their average balance contributed to the decline in the overall yield on other interest-earning assets. Notwithstanding the change in allocation within the category, the decrease in yield also reflected flat to modestly declining average yields across all categories of other interest-earning assets.

Interest Expense. Total interest expense decreased $3.8 million to $28.4 million for the year ended June 30, 2012 from $32.2 million for the year ended June 30, 2011. As noted earlier, the decrease in interest expense reflected a decrease in the average cost of interest-bearing liabilities which declined 29 basis points to 1.26% for the year ended June 30, 2012 from 1.55% for the year ended June 30, 2011. The decrease in the average cost was partially offset by an increase in the average balance of interest-bearing liabilities of $168.9 million to $2.25 billion from $2.08 billion for the same comparative periods.

Interest expense attributed to deposits decreased $3.6 million to $20.3 million for the year ended June 30, 2012 from $23.9 million for the year ended June 30, 2011. The decrease resulted primarily from a 29 basis point decrease in the average cost of interest-bearing deposits to 1.01% for the year ended June 30, 2012 from 1.30% for the year ended June 30, 2011. The reported decrease in the average cost was reflected across all categories of interest-bearing deposits and was primarily attributable to the overall declines in market interest rates. For the same comparative periods, the average cost of interest-bearing checking accounts decreased 32 basis points to 0.59% from 0.91%, the average cost of savings accounts decreased 25 basis points to 0.33% from 0.58% and the average cost of certificates of deposit decreased 25 basis points to 1.44% from 1.69%.

The decrease in the average cost was partially offset by a $157.2 million increase in the average balance of interest-bearing deposits to $2.00 billion for the year ended June 30, 2012 from $1.84 billion for the year ended June 30, 2011. The reported increase in the average balance was represented across all categories of interest-bearing deposits and partly reflected the acquisition of Central Jersey. However, the increase also reflected organic growth arising from the Company's strategic efforts to increase its deposit base coupled with consumer demand for the safety of FDIC insurance to protect their financial assets given the recent volatility in the financial markets for uninsured investment products. For the same comparative periods, the average balance of interest-bearing checking accounts increased $76.2 million to $454.2 million from $378.0 million, the average balance of savings accounts increased $38.8 million to $414.6 million from $375.8 million, and the average balance of certificates of deposit increased $42.3 million to $1.13 billion from $1.09 billion. As of June 30, 2012, approximately $713.7 million or 64.6% of certificates of deposit, with a weighted average cost of 1.10%, mature within one year. Because the Bank's offering rates for CDs maturing in one year or less are generally lower than 1.10% at June 30, 2012, the majority of these certificates may re-price downward to the extent they are reinvested with the Bank at maturity into accounts with similar terms.

Interest expense attributed to borrowings decreased $206,000 to $8.1 million for the year ended June 30, 2012 from $8.3 million for the year ended June 30, 2011. The decrease in interest expense was attributable to a decline in the average cost of borrowings that was partially offset by an increase in their average balance. The average cost of borrowings decreased by 24 basis points to 3.23% for the year ended June 30, 2012 from 3.47% for the year ended June 30, 2011 while the average balance of borrowings increased $11.7 million to $250.9 million from $239.2 million for those same comparative periods.

The noted changes in borrowing balances and costs were primarily attributable to a decline in the average cost of customer sweep accounts that was partially offset by an increase in their average balance. For those same comparative periods, the average cost of customer sweep accounts decreased by 27 basis points to 0.66% from 0.93% while the average balance of such borrowings increased by $11.9 million to $34.0 million from $22.1 million.

The remaining change in the average balance and average cost of borrowings was attributable to FHLB advances whose average balance decreased by $273,000 to $216.8 million for the year ended June 30, 2012 from $217.1 million for the year ended June 30, 2011. For those same comparative periods, the average cost of FHLB advances declined ten basis points to 3.63% from 3.73%.

Provision for Loan Losses. The provision for loan losses increased $1.1 million to $5.7 million for the year ended June 30, 2012 from $4.6 million for the year ended June 30, 2011. The net increase in the provision partly reflected the recording of additional valuation allowances on loans evaluated individually for impairment. Additionally, the increase in the provision also reflected required increases to valuation allowances relating to loans evaluated collectively for impairment. These latter increases reflected the overall growth in the non-impaired portion of the loan portfolio as well as increases to the environmental and historical loss factors utilized by the Company's allowance for loan loss calculation methodology relating to loans evaluated collectively for impairment.

Additional information regarding the allowance for loan losses and the associated provisions recognized during fiscal 2012 is presented in the preceding Asset Quality section of this report as well as in Note 1 and Note 9 to the consolidated financial statements.

Non-Interest Income. Non-interest income, excluding sale losses and write downs of REO, increased by $547,000 to $5.5 million for the year ended June 30, 2012 from $4.9 million for the year ended June 30, 2011. This increase in non-interest income was partly attributable to a $641,000 increase in fees and service charges, including electronic banking fees and charges, that largely reflected the noninterest income arising from operating the CJB Division for the full year ended June 30, 2012 compared to its operation for only eight months during fiscal 2011 based upon its acquisition in November 2010. Similarly, the increase also reflected a $122,000 increase in gains associated with the sale of loans that was primarily attributable to an increase in the volume of SBA loan originations sold through the CJB Division during the current period.

The increase in non-interest income also reflected the recognition of a $245,000 payment received by the Bank from a tenant in return for the discharge of their future obligations under the terms of a commercial lease agreement where the Bank served as lessor. Finally, the change in noninterest income reflected a $40,000 increase in income on bank owned life insurance reflecting, in part, a higher average balance of the underlying assets during the current period. The impact of the increase in the average balance was partially offset by decline in the yield on the underlying policies reflecting the impact of lower market interest rates on the overall yield of the Company's bank owned life insurance.

Losses attributable to the sale and write down of REO increased by $3.2 million to $3.3 million for the year ended June 30, 2012 compared to $81,000 for the year ended June 30, 2011. The increase in losses associated with the disposition of REO was primarily attributable to writing down the carrying value of properties by a total of $3.3 million during the year ended June 30, 2012 to reflect reductions in expected sales prices below the fair values at which the properties were previously being carried. Partially offsetting these write downs were gains on sale of REO totaling $8,000 for the year ended June 30, 2012. By comparison, REO write downs and sale gains totaled $90,000 and $9,000, respectively, for the year ended June 30, 2011.

At June 30, 2012, the Bank held a total of eight REO properties with an aggregate carrying value of $3.8 million. Two properties with carrying values totaling $2.1 million are under contract for sale at June 30, 2012 with such values reflecting the net sale proceeds that the Bank expects to receive based upon the terms of those contracts.

Non-Interest Expenses. Non-interest expenses, excluding merger-related expenses, increased $6.0 million to $58.7 million for the year ended June 30, 2012 from $52.8 million for the year ended June 30, 2011. The increases were reflected across most categories of noninterest expenses and, as above, were largely attributable to the ongoing operating costs of the CJB Division during the full year ended June 30, 2012 compared to its eight months of operations during fiscal 2011.

Salaries and employee benefits increased by $2.6 million to $33.7 million from $31.1 million reflecting increases in salaries, benefits and payroll tax expenses. These increases were largely attributable to the staffing additions resulting from the acquisition of Central Jersey coupled with other increases in compensation and health care costs. Offsetting these increases in compensation-related costs was a decline in stock benefit plan expenses resulting from the completed vesting of restricted stock and stock option awards granted in prior years. A small number of restricted stock and stock option awards were granted to employees during fiscal 2011 which continue to be expensed over their five year vesting period.

Net occupancy expense of premises increased by $1.0 million to $6.5 million for the year ended June 30, 2012 from $5.5 million for the year ended June 30, 2011 while equipment and systems expense increased $1.1 million to $7.2 million from $6.1 million for those same comparative periods. The increase in these expenses largely reflects the Company's additional facilities, equipment and systems-related costs of operating the CJB Division for the full year ended June 30, 2012 for which a lower level of comparable expense was recorded during the earlier comparative period due to the timing reasons noted above. The comparative increase in equipment and system expense also reflects the non-recurring costs recognized during the current year relating to the conversion and integration of data processing systems relating to the Central Jersey acquisition.

For the comparative periods noted, advertising and marketing expenses increased by $84,000 to $1.1 million from $1.0 million. The increases reflected advertising costs associated with the CJB Division as well as increases in other advertising and marketing expenditures for the period.

Lastly, miscellaneous expenses increased by $1.8 million to $7.5 million from $5.6 million for the comparative periods noted reflecting net increases in general and administrative costs, a significant portion of which were attributable to the ongoing operation of the CJB Division.

The net increase in non-interest expense between comparative periods was partially offset by a $225,000 decrease in federal deposit insurance premium expense to $2.1 million for the year ended June 30, 2012 from $2.3 million for the year ended June 30, 2011. The net reduction in FDIC insurance expense primarily reflected changes in the FDIC's deposit insurance calculation methodology that went

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into effect during the quarter ended June 30, 2011. The effect of these changes were partially offset by the increase in the Bank's deposit insurance assessment base resulting from the Central Jersey acquisition.

The net increase in non-interest expense was also partially offset by a $475,000 reduction in director compensation expense to $678,000 for the year ended June 30, 2012 from $1.2 million for the year ended June 30, 2011. The reduction in expense resulted primarily from a decline in stock benefit plan expenses resulting from the completed vesting of restricted stock and stock option awards granted in prior years.

Finally, the change in non-interest expense between comparative periods also reflected $3.5 million of merger-related costs associated with the Central Jersey acquisition that were recorded during the earlier comparative period for which no comparable costs were recorded during the current period.

Provision for Income Taxes. The provision for income taxes decreased $1.5 million to $2.8 million for the year ended June 30, 2012 from $4.3 million during the year ended June 30, 2011. The decrease in income taxes between the comparative periods was largely attributable to the decrease in pre-tax income between comparative periods. The Company's effective tax rates during the years ended June 30, 2012 and June 30, 2011 remained unchanged as 35.3% for each period.

Comparison of Operating Results for the Years Ended June 30, 2011 and June 30, 2010

General. Net income for the year ended June 30, 2011 was $7.9 million or $0.12 per diluted share; an increase of $1.1 million compared to $6.8 million, or $0.10 per diluted share for the year ended June 30, 2010. The increase in net income between fiscal years resulted primarily from increases in net interest income and non-interest income coupled with a decrease in income tax expense that were partially offset by increases in the provision for loan losses and non-interest expense.

Net Interest Income. Net interest income for the year ended June 30, 2011 was $68.2 million; an increase of $11.4 million from $56.8 million for the year ended June 30, 2010. The increase in net interest income between the comparative periods resulted from an increase in interest income coupled with a concurrent decrease in interest expense. The increase in interest income during fiscal 2011 was generally attributable to an increase in the average balance of interest-earning assets that was partially offset by a decline in their average yield. In contrast, the decline in interest expense generally reflected a reduction in the average cost of interest-bearing liabilities that was partially offset by an increase in their average balance. In general, the increases in the average balances of interest-earning assets and interest-bearing liabilities were largely attributable to the acquisition of Central Jersey which closed during the second quarter of fiscal 2011 while the declines in their respective average yields and costs continued to reflect the effects of historically low interest rates that were prevalent in the marketplace throughout fiscal 2011.

As a result of these factors, the Company's net interest rate spread increased 11 basis points to 2.56% for the year ended June 30, 2011 from 2.45% for the year ended June 30, 2010. The increase in the net interest rate spread reflected a decrease in the cost of interest-bearing liabilities of 64 basis points to 1.55% from 2.19% which was partially offset by a decrease in the yield on earning assets of 53 basis points to 4.11% from 4.64% for the same comparative periods. A discussion of the factors contributing to the overall change in yield on earning assets and cost of interest-bearing liabilities is presented in the separate discussion and analysis of interest income and interest expense below.

The factors resulting in the increase in net interest income and net interest rate spread also positively affected the Company's net interest margin. However, other factors adversely affecting net interest margin more than offset those beneficial effects including, but not limited to, the additions to

goodwill and treasury stock during fiscal 2011 through which earning assets were utilized to fund noninterest-earning assets. As a result, the ratio of average interest-earning assets to average interest-bearing liabilities declined to 1.17x for fiscal 2011 from 1.21x for fiscal 2010. In total, the Company reported a three basis point decline in net interest margin to 2.80% for the year ended June 30, 2011 from 2.83% for the year ended June 30, 2010.

Interest Income. Total interest income increased $7.3 million to $100.4 million for the year ended June 30, 2011 from $93.1 million for the year ended June 30, 2010. As noted above, the increase in interest income reflected an increase in the average balance of interest-earning assets that was partially offset by a decline in their average yield. The average balance of interest-earning assets increased $433.2 million to $2.44 billion for the year ended June 30, 2011 from $2.01 billion for the year ended June 30, 2010. For those same comparative periods, the average yield on interest-earning assets declined 53 basis points to 4.11% from 4.64%.

Interest income from loans increased $5.4 million to $63.6 million for the year ended June 30, 2011 from $58.1 million for the year ended June 30, 2010. The increase in interest income on loans was primarily attributable to a $142.3 million increase in their average balance to $1.17 billion for the year ended June 30, 2011 from $1.03 billion for the year ended June 30, 2010. The increase in the average balance of loans was primarily attributable to the loans acquired from Central Jersey.

The effect on interest income on loans attributable to the higher average balance was partially offset by a decline in their average yield. For those same comparative periods, the average yield on loans declined 22 basis points to 5.42% from 5.64%. The reduction in the overall yield on the Company's loan portfolio generally reflects the effect of lower market interest rates which provides a "rate reduction" refinancing incentive to borrowers while also contributing to the downward re-pricing of adjustable rate loans. However, because the Company's commercial loans generally comprise comparatively higher yielding multi-family mortgages, nonresidential mortgage loans and business loans, the continued reallocation within the loan portfolio from residential mortgages into commercial loans diminished the adverse impact of lower market interest rates on the overall yield of the loan portfolio between the comparative periods.

Interest income from mortgage-backed securities decreased $478,000 to $30.0 million for the year ended June 30, 2011 from $30.5 million for the year ended June 30, 2010. The decrease in interest income reflected a decline in the average yield on mortgage-backed securities that was partially offset by an increase in their average balance. The average yield on mortgage-backed securities declined 98 basis points to 3.51% for the year ended June 30, 2011 from 4.49% for the year ended June 30, 2010 while the average balance of the securities increased $175.9 million to $853.4 million from $677.5 million for those same comparative periods.

The reduction in the overall yield of the mortgage-backed securities portfolio is attributable to many of the same factors affecting the yield on the Company's loan portfolio. That is, lower market interest rates have continued to provide a "rate reduction" refinancing incentive to mortgagors resulting in the pay off of comparatively higher rate mortgage loans underlying the Company's mortgage-backed securities. Simultaneously, lower market interest rates have resulted in the downward re-pricing of loans underlying the Company's adjustable rate mortgage-backed securities. The increase in the average balance of mortgage-backed securities generally reflects security purchases that outpaced the principal repayments of such securities during fiscal 2011 coupled with the balance of securities acquired from Central Jersey.

Interest income from non-mortgage-backed securities increased $2.2 million to $5.9 million for the year ended June 30, 2011 from $3.7 million for the year ended June 30, 2010. The increase in interest

income reflected an increase in the average balance of non-mortgage-backed securities partially offset by a decline in their average yield. The average balance of these securities increased $148.6 million to $286.0 million for the year ended June 30, 2011 from $137.5 million for the year ended June 30, 2010. For those same comparative periods, the average yield on non-mortgage-backed securities decreased by 61 basis point to 2.08% from 2.69%.

The increase in the average balance of non-mortgage backed securities comprised an increase in the average balances of both taxable and tax-exempt securities. The average balance of taxable securities increased $108.4 million to $227.7 million for the year ended June 30, 2011 from $119.3 million during the year ended June 30, 2010. For those same comparative periods, the average balance of tax-exempt securities increased $40.2 million to $58.3 million from $18.1 million. The change in the average yield on non-mortgage backed securities reflected a decrease of 42 basis points in the yield of taxable securities to 2.15% for the year ended June 30, 2011 from 2.57% during the year ended June 30, 2010 while the average yield on tax-exempt securities declined 168 basis points to 1.80% from 3.48% for those same comparative periods.

The change in the average balances and average yield of non-mortgage-backed securities reflect the combined effects of the securities acquired from Central Jersey as well as the Company's ongoing investment activities within the portfolio during fiscal 2011. In particular, the increase in the average balance and decline in average yield of tax-exempt securities reflected the portfolio of municipal obligations acquired from Central Jersey which represented a significant portion of its investment portfolio at acquisition.

Interest income from other interest-earning assets increased $81,000 to $909,000 for the year ended June 30, 2011 from $828,000 for the year ended June 30, 2010. The increase in interest income was primarily attributable to an increase in the average yield on other interest-earning assets that was partially offset by a decline in their average balance. The average yield on other interest-earning assets increased 20 basis points to 0.71% for the year ended June 30, 2011 from 0.51% for the year ended June 30, 2010. For those same comparative periods, the average balance of other interest-earning assets declined by $33.5 million to $127.9 million from $161.4 million.

The decline in the average balance of interest-earning assets reflects the comparatively lower average balance of interest-earning deposits in other banks which declined $34.1 million to $114.3 million for the year ended June 30, 2011 from $148.4 million for the year ended June 30, 2010. Because these interest-earning deposits are generally the lowest yielding asset within the category, the reduction in their average balance contributed to the increase in the overall yield on other interest-earning assets. Notwithstanding the change in allocation within the category, the increase in yield also reflected modest increases across all categories of other interest-earning assets.

Interest Expense. Total interest expense decreased $4.1 million to $32.2 million for the year ended June 30, 2011 from $36.3 million for the year ended June 30, 2010. As noted earlier, the decrease in interest expense reflected a decrease in the average cost of interest-bearing liabilities which declined 64 basis points to 1.55% for the year ended June 30, 2011 from 2.19% for the year ended June 30, 2010. The decrease in the average cost was partially offset by an increase in the average balance of interest-bearing liabilities of $419.5 million to $2.08 billion from $1.66 billion for the same comparative periods.

Interest expense attributed to deposits decreased $4.2 million to $23.9 million for the year ended June 30, 2011 from $28.1 million for the year ended June 30, 2010. The decrease resulted primarily from a 64 basis point decrease in the average cost of interest-bearing deposits to 1.30% for the year ended June 30, 2011 from 1.94% for the year ended June 30, 2010. The reported decrease in the average cost was reflected across all categories of interest-bearing deposits and was primarily attributable to the overall

declines in market interest rates. For the same comparative periods, the average cost of interest-bearing checking accounts decreased 26 basis points to 0.91% from 1.17%, the average cost of savings accounts decreased 45 basis points to 0.58% from 1.03% and the average cost of certificates of deposit decreased 72 basis points to 1.69% from 2.41%.

The decrease in the average cost was partially offset by a $390.3 million increase in the average balance of interest-bearing deposits to $1.84 billion for the year ended June 30, 2011 from $1.45 billion for the year ended June 30, 2010. The reported increase in the average balance was represented across all categories of interest-bearing deposits and primarily reflected the acquisition of Central Jersey. However, the increase also reflected, to a lesser extent, the Company's strategic efforts to increase its deposit base coupled with consumer demand for the safety of FDIC insurance to protect their financial assets given the recent volatility in the financial markets for uninsured investment products. For the same comparative periods, the average balance of interest-bearing checking accounts increased $179.4 million to $378.0 million from $198.6 million, the average balance of savings accounts increased $60.1 million to $375.8 million from $315.7 million, and the average balance of certificates of deposit increased $150.9 million to $1.09 billion from $935.7 million. As of June 30, 2011, approximately $788.7 million or 68.5% of certificates of deposit, with a weighted average cost of 1.31%, mature within one year. Because the Bank's offering rates for CDs maturing in one year or less are generally lower than 1.31% at June 30, 2011, the majority of these certificates may re-price downward to the extent they are reinvested with the Bank at maturity into accounts with similar terms.

Interest expense attributed to borrowings increased $71,000 to $8.3 million for the year ended June 30, 2011 from $8.2 million for the year ended June 30, 2010. The increase in interest expense was attributable to an increase in the average balance of borrowings that was partially offset by a decline in their average cost. The average balance of borrowings increased $29.2 million to $239.2 million for the year ended June 30, 2011 from $210.0 million for the year ended June 30, 2010 while the average cost of borrowings declined 45 basis points to 3.47% from 3.92% for those same comparative periods. The increase in the average balance and decline in the average cost of borrowings were primarily attributable to the acquisition of overnight borrowings in the form of customer sweep accounts from Central Jersey. The average balance customer sweep accounts for the year ended June 30, 2011 totaled $22.1 million which bore an average cost of 0.93% during fiscal 2011.

The remaining change in the average balance and average cost of borrowings was attributable to FHLB advances whose average balance increased by $7.1 million to $217.1 million for the year ended June 30, 2011 from $210.0 million for the year ended June 30, 2011. For those same comparative periods, the average cost of FHLB advances declined 19 basis points to 3.73% from 3.92%. The change in the average balance and average cost of FHLB advances reflected the repayment of $10.0 million of maturing advances at an average cost of 5.40% coupled with the assumption of lower cost FHLB advances acquired from Central Jersey.

Provision for Loan Losses. The provision for loan losses increased $2.0 million to $4.6 million for the year ended June 30, 2011 from $2.6 million for the year ended June 30, 2010. The net increase in the provision reflected the combined effects of recognizing additional valuation allowances on loans individually evaluated for impairment loans as well as increases in the level of general valuation allowances resulting from increases to environmental and historical loss factors utilized by the Company's allowance for loan loss calculation methodology relating to loans evaluated collectively for impairment.

Additional information regarding the allowance for loan losses and the associated provisions recognized during fiscal 2011 is presented in the preceding Asset Quality section of this report as well as in Note 1 and Note 9 to the consolidated financial statements.

Non-Interest Income. Total non-interest income increased $2.1 million to $4.8 million for the year ended June 30, 2011 from $2.7 million for the year ended June 30, 2010. The increase largely resulted from the recognition of additional income arising from the acquisition of Central Jersey and the ongoing operation of the CJB Division. Fees and charges, including those relating to electronic banking services, increased by $923,000 to $2.8 million for the year ended June 30, 2011 from $1.8 million for the year ended June 30, 2010. Such increases generally reflected the additional accounts and transaction activity originating from the CJB Division while the change in electronic banking fees also reflected the increased electronic transaction activity relating to the Bank's "High Yield Checking" product described earlier.

For those same comparative periods, income from bank owned life insurance increased by $142,000 to $708,000 from $566,000 reflecting the additional income arising from the increases in the cash surrender value of the policies acquired from Central Jersey during fiscal 2011.

Non-interest income during fiscal 2011 also reflected gains on the sale of loans totaling $539,000 for which no such gains were recognized during fiscal 2010. The loan sale activity resulting in the gains recognized during fiscal 2011 primarily arose from the sale of SBA loans originated by the CJB Division.

In addition to those factors noted above, the change in non-interest income also reflected an increase of $240,000 in the net gain on sale of investment securities to $749,000 for the year ended June 30, 2011 compared to $509,000 for the year ended June 30, 2010. The investment security sale gains recognized during fiscal 2011 were primarily attributable to the sale of municipal obligations through which the Company recognized $777,000 of sale gains. The sale of these securities reduced the Company's potential exposure to credit risk arising from the challenging financial conditions facing municipalities as a result of the currently adverse economic environment.

The net gain on sale of investment securities recognized during fiscal 2011 also reflected a $28,000 loss on sale of non-agency CMOs whose credit rating fell below investment grade during fiscal 2011. The CMOs sold were originally acquired as investment grade securities upon the in-kind redemption of the Bank’s interest in the AMF Fund during fiscal 2009.

Non-Interest Expenses. Non-interest expense increased $11.1 million to $56.2 million for the year ended June 30, 2011 from $45.1 million for the fiscal year ended June 30, 2010. As noted earlier, the increase in non-interest expense was attributable, in part, to the comparatively higher level of non-recurring, merger-related expenses relating to the Central Jersey acquisition. However, the increase in noninterest expense during fiscal 2011 was also attributable to the additional costs associated with the ongoing operation of the CJB Division that were reflected as increases in most other categories of non-interest expense compared to those reported for fiscal 2010.

Employee compensation-related expenses increased by approximately $4.2 million to $31.1 million for the year ended June 30, 2011 from $26.9 million for the year ended June 30, 2010. Such increases largely reflected the additional level of staffing resulting from the acquisition of Central Jersey. However, the increase also reflected the increase in compensation-related costs attributable to annual increases in wages and salaries of existing staff and overall increases to benefits costs including employee health care benefits and pension costs. Offsetting these increases in compensation-related costs was a decline in stock benefit plan expenses resulting from the completed vesting of restricted stock and stock option benefits granted in prior years. A small number of restricted stock and stock option benefits were granted to employees during fiscal 2011 which continue to be expensed over their five year vesting period.

Premises occupancy-related expenses increased $1.4 million to $5.5 million for the year ended June 30, 2011 from $4.2 million for the year ended June 30, 2010 largely reflecting the increases in expenses relating to the branch and administrative facilities acquired from Central Jersey. The Company recognized increases across most categories of occupancy expenses including rent expense, repairs and maintenance, property taxes, utilities and depreciation expenses. Due largely to those same factors, equipment and systems expenses increased $1.6 million to $6.1 million from $4.4 million for those same comparative periods. A portion of the increase in equipment and systems expenses during fiscal 2011 was attributable to the conversion and integration of Central Jersey's core processing and related systems.

Federal deposit insurance premium expense increased $1.0 million to $2.3 million for the year ended June 30, 2011 from $1.3 million for the year ended June 30, 2010. The increase was primarily attributable to growth in the balance of insurable deposits arising from the Central Jersey acquisition as well as the "organic" growth within the Bank's existing deposit base. The increase in expense attributable to this growth was partially offset by a reduction in deposit insurance assessment rate resulting from changes to the FDIC's calculation methodology that went into effect during the last quarter of fiscal 2011.

Director compensation expense declined $1.1 million to $1.2 million for the year ended June 30, 2011 from $2.2 million for the year ended June 30, 2010. The decline in the expense was largely attributable to a decline in stock benefit plan expenses resulting from the completed vesting of restricted stock and stock option benefits granted in prior years.

Merger-related expenses increased by $3.1 million to $3.5 million for the year ended June 30, 2011 from $373,000 for the year ended June 30, 2010 reflecting the recognition of the costs related to the acquisition of Central Jersey in each of the respective years.

Finally, miscellaneous expenses increased $844,000 to $5.6 million for the year ended June 30, 2011 from $4.8 million for the year ended June 30, 2010. The aggregate increase in expense within the category was reflected across numerous line items including, but not limited to, legal, accounting and consulting, printing and office supplies, telephone, postage and insurance expenses as well as an increase attributable to the amortization of core deposit intangibles. The increase in these expenses primarily reflect the combination effects of the ongoing operation of the CJB Division coupled with certain nonrecurring charges related to the conversion and integration of Central Jersey's core processing and related systems.

Provision for Income Taxes. The provision for income taxes decreased $677,000 to $4.3 million for the year ended June 30, 2011 from $5.0 million during the year ended June 30, 2010. The decrease in income taxes between the comparative periods was attributable, in part, to an increase in the recognition of tax-favored income that more than offset the comparative increase in pre-tax income between comparative periods. The Company’s effective tax rates during the years ended June 30, 2011 and June 30, 2010 were 35.3% and 42.1%, respectively.

Average Balance Sheet. The following table sets forth certain information relating to Kearny Financial Corp. at the date and for the periods indicated. We derived the average yields and costs by dividing income or expense by the average balance of assets or liabilities, respectively, for the periods presented with daily balances used to derive average balances.

	At June 30,		For the Years Ended June 30,						
	2012		2012			2011			
	Actual Balance	Actual Yield/Cost	Average Balance	Interest	Average Yield/Cost	Average Balance	Interest	Average Yield/Cost	Avera Balan
					(Dollars in Thousands)				
Interest-earning assets:									
Loans receivable(1)	$ 1,284,236	5.01%	$ 1,250,307	$ 63,960	5.12%	$ 1,172,576	$ 63,553	5.42%	$ 1,030
Mortgage-backed securities(2)	1,189,463	2.76	1,181,237	32,435	2.75	853,350	29,972	3.51	677
Securities:(2)									
Tax-exempt	2,236	1.09	7,045	70	0.99	58,295	1,050	1.80	18
Taxable	47,039	1.93	67,748	1,319	1.95	227,727	4,892	2.15	119
Other interest-earning assets(3)	131,698	0.63	144,527	765	0.53	127,900	909	0.71	161
Total interest-earning assets	2,654,672	3.72	2,650,864	98,549	3.72	2,439,848	100,376	4.11	2,006
Non-interest-earning assets	282,334		257,407			239,331			207
Total assets	$ 2,937,006		$ 2,908,271			$ 2,679,179			$ 2,213
Interest-bearing liabilities:									
Interest-bearing demand	$ 468,297	0.52	$ 454,166	2,690	0.59	$ 377,978	3,432	0.91	$ 198
Savings and club	433,455	0.30	414,560	1,376	0.33	375,767	2,162	0.58	315
Certificates of deposit	1,104,928	1.32	1,128,802	16,206	1.44	1,086,544	18,319	1.69	935
Borrowings	249,777	3.26	250,859	8,097	3.23	239,224	8,303	3.47	210
Total interest-bearing liabilities	2,256,457	1.17	2,248,387	28,369	1.26	2,079,513	32,216	1.55	1,660
Non-interest-bearing liabilities (4)	188,932		172,638			118,909			74
Total liabilities	2,445,389		2,421,025			2,198,422			1,734
Stockholders' equity	491,617		487,246			480,757			479
Total liabilities and stockholders' equity	$ 2,937,006		$ 2,908,271			$ 2,679,179			$ 2,213
Net interest income				$ 70,180			$ 68,160		
Interest rate spread(5)		2.55%			2.46%			2.56%	
Net interest margin(6)					2.65%			2.80%	

Ratio of interest-earning assets to interest-bearing liabilities	1.18x	1.18x	1.17x

(1) Non-accruing loans have been included in loans receivable and the effect of such inclusion was not material. Allowance for loan losses has been included in non-interest-earning assets.
(2) Mark to market valuation allowances have been excluded in the balances of interest-earning assets.
(3) Includes interest-bearing deposits at other banks and Federal Home Loan Bank of New York capital stock.
(4) Includes actual balance of non-interest-bearing deposits of $165,118,000 at June 30, 2012 and average balances of non-interest-bearing deposits of $145,458,000, $98,587,000, and $55,436,000 for the years ended June 30, 2012, 2011 and 2010, respectively.
(5) Interest rate spread represents the difference between the yield on interest-earning assets and the cost of interest-bearing liabilities.
(6) Net interest margin represents net interest income as a percentage of average interest-earning assets.

Rate/Volume Analysis. The following table reflects the sensitivity of Kearny Financial Corp.'s interest income and interest expense to changes in volume and in prevailing interest rates during the periods indicated. Each category reflects the: (1) changes in volume (changes in volume multiplied by old rate); (2) changes in rate (changes in rate multiplied by old volume); and (3) net change. The net change attributable to the combined impact of volume and rate has been allocated proportionally to the absolute dollar amounts of change in each.

	Years Ended June 30, 2012 vs. 2011 Increase (Decrease) Due to			Years Ended June 30, 2011 vs. 2010 Increase (Decrease) Due to		
	Volume	Rate	Net	Volume	Rate	Net
	(In Thousands)					
Interest and dividend income:						
Net loans receivable	$4,056	$(3,649)	$407	$7,764	$(2,340)	$5,424
Mortgage-backed securities	9,871	(7,408)	2,463	6,954	(7,432)	(478)
Securities:						
Tax-exempt	(648)	(332)	(980)	844	(425)	419
Taxable	(3,155)	(418)	(3,573)	2,394	(572)	1,822
Other interest-earning assets	107	(251)	(144)	(195)	276	81
Total interest-earning assets	$10,231	$(12,058)	$(1,827)	$17,761	$(10,493)	$(7,268)
Interest expense:						
Interest-bearing demand	$611	$(1,353)	$(742)	$1,718	$(610)	$1,108
Savings and club	211	(997)	(786)	533	(1,617)	(1,084)
Certificates of deposit	691	(2,804)	(2,113)	3,251	(7,451)	(4,200)
Federal Home Loan Bank advances	389	(595)	(206)	1,075	(1,004)	71
Total interest-bearing liabilities	$1,902	$(5,749)	$(3,847)	$6,577	$(10,682)	$(4,105)
Change in net interest income	$8,329	$(6,309)	$2,020	$11,184	$189	$11,373

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Liquidity and Commitments

Our liquidity, represented by cash and cash equivalents, is a product of our operating, investing and financing activities. Our primary sources of funds are deposits, amortization, prepayments and maturities of mortgage-backed securities and outstanding loans, maturities and calls of securities and funds provided from operations. In addition, we invest excess funds in short-term interest-earning assets such as overnight deposits or U.S. agency securities, which provide liquidity to meet lending requirements. While scheduled payments from the amortization of loans and mortgage-backed securities and maturing securities and short-term investments are relatively predictable sources of funds, general interest rates, economic conditions and competition greatly influence deposit flows and prepayments on loans and mortgage-backed securities.

The Bank is required to have enough investments that qualify as liquid assets in order to maintain sufficient liquidity to ensure a safe operation. Liquidity may increase or decrease depending upon the availability of funds and comparative yields on investments in relation to the return on loans. We attempt to maintain adequate but not excessive liquidity and liquidity management is both a daily and long-term function of business management.

Cash and cash equivalents, consisting primarily of deposits in other banks, decreased by $67.0 million to $155.6 million at June 30, 2012 from $222.6 million at June 30, 2011. The balances reported at June 30, 2012 included interest-earning and noninterest-earning accounts in other banks totaling $117.6 million and $29.4 million, respectively, primarily representing deposit relationships with three money center banks as well as accounts with the FHLB of New York and Federal Reserve. The largest money center account relationship totaled approximately $29.2 million at June 30, 2012 with the next largest money center banking relationship totaling approximately $1.8 million as of that same date. Management routinely transfers funds between depository institutions to maximize the return on the funds.

Management reviews cash flow projections regularly and updates them quarterly in order to maintain liquid assets at levels believed to meet the requirements of normal operations, including loan commitments and potential deposit outflows from maturing certificates of deposit and savings withdrawals. At June 30, 2012, construction loans in process and unused lines of credit were $13.0 million and $73.5 million, respectively, compared to $17.0 million and $65.5 million, respectively, at June 30, 2011. As of those same comparative periods, the Bank had $713.7 million of certificates of deposit maturing in one year compared to $788.7 million at June 30, 2011.

The Bank had a comparatively higher level of commitments to originate and purchase loans at June 30, 2012 than it had one year earlier. At June 30, 2012, the Bank had outstanding commitments to acquire loans totaling $82.5 million compared to $13.3 million at June 30, 2011. The increase in loan origination and purchase commitments largely reflected the expansion of the Bank's commercial lending activities during fiscal 2012.

Deposits increased $22.4 million to $2.17 billion at June 30, 2012 from $2.15 billion at June 30, 2011. Between those comparative periods, non-interest-bearing demand deposits increased $22.0 million to $165.1 million, interest-bearing demand deposits increased $15.5 million to $468.3 million, savings deposits increased $31.8 million to $433.5 million while certificates of deposit decreased $46.9 million to $1.10 billion.

Throughout fiscal 2012, the Bank continued to price deposit interest rates at levels management considered to be reasonably competitive in the marketplace. Despite the decline in the Bank’s offering rates for deposits during the year, the Bank continued to experience net inflows of deposits as customers continued to seek the safety of insured deposits as an alternative to uninsured investments.

Borrowings from the FHLB of New York are available to supplement the Bank's liquidity position and to the extent that maturing deposits do not remain with us, management may replace the funds with advances. The Bank has the capacity to borrow additional funds from the FHLB by taking additional long-term or short-term advances including overnight borrowings. As of June 30, 2012, the Bank's borrowing potential was $435.3 million without pledging additional collateral.

The following table discloses our contractual obligations and commitments as of June 30, 2012.

	Total	Less Than 1 Year	1-3 Years	4-5 Years	After 5 Years
	(In Thousands)				
Operating lease obligations	$ 9,302	$ 1,673	$ 2,643	$ 1,739	$ 3,247
Certificates of deposit	1,104,927	713,658	308,596	82,673	—
Federal Home Loan Bank advances	210,939	5,000	5,000	—	200,939
Total	$ 1,325,168	$ 720,331	$ 316,239	$ 84,412	$ 204,186

	Total	Less Than 1 Year	1-3 Years	4-5 Years	After 5 Years
	(In Thousands)				
Undisbursed funds from approved lines of credit(1)	$ 73,463	$ 31,871	$ 367	$ —	$ 41.225
Construction loans in process(1)	13,032	9,711	3,321	—	—
Other commitments to extend credit(1)	82,524	82,524	—	—	—
Total	$ 169,019	$ 124,106	$ 3,688	$ —	$ 41,225

(1) Represents amounts committed to customers.

Off-Balance Sheet Arrangements

We are a party to financial instruments with off-balance-sheet risk in the normal course of our business of investing in loans and securities as well as in the normal course of maintaining and improving the Bank's facilities. These financial instruments include significant purchase commitments, such as commitments related to capital expenditure plans and commitments to purchase securities or mortgage-backed securities and commitments to extend credit to meet the financing needs of our customers. At June 30, 2012, we had no significant off-balance sheet commitments to purchase securities or for capital expenditures.

In addition to the commitments noted above the Bank is party to standby letters of credit totaling approximately $880,000 at June 30, 2012 through which it guarantees certain specific business obligations of its commercial customers.

Commitments to extend credit are agreements to lend to a customer as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Our exposure to credit loss in the event of nonperformance by the other party to the financial instrument for commitments to extend credit is represented by the contractual notional amount of those instruments. We use the same credit policies in making commitments and conditional obligations as we do for on-balance-sheet instruments. At June 30, 2012, outstanding loan commitments totaled $169.0 million compared to $95.8 million at June 30, 2011. Since many of the commitments are expected to expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. For additional information regarding our outstanding lending commitments at June 30, 2012, see Note 18 to the consolidated financial statements.

Capital

Consistent with its goals to operate a sound and profitable financial organization, the Bank actively seeks to maintain its well capitalized status in accordance with regulatory standards. As of June 30, 2012, the Bank exceeded all capital requirements of the federal banking regulators. The Bank's regulatory capital ratios at June 30, 2012 were as follows: core capital 12.06%; Tier I risk-based capital 24.62%; and total risk-based capital 25.37%. The regulatory capital requirements to be considered well capitalized are 5.0%, 6.0% and 10.0%, respectively. For additional information regarding regulatory capital at June 30, 2012, see Note 16 to the consolidated financial statements.

Impact of Inflation

The financial statements included in this document have been prepared in accordance with accounting principles generally accepted in the United States of America. These principles require the measurement of financial position and operating results in terms of historical dollars, without considering changes in the relative purchasing power of money over time due to inflation.

Our primary assets and liabilities are monetary in nature. As a result, interest rates have a more significant impact on our performance than the effects of general levels of inflation. Interest rates, however, do not necessarily move in the same direction or with the same magnitude as the price of goods and services, since such prices are affected by inflation. In a period of rapidly rising interest rates, the liquidity and maturities of our assets and liabilities are critical to the maintenance of acceptable performance levels.

The principal effect of inflation on earnings, as distinct from levels of interest rates, is in the area of non-interest expense. Expense items such as employee compensation, employee benefits and occupancy and equipment costs may be subject to increases as a result of inflation. An additional effect of inflation is the possible increase in the dollar value of the collateral securing loans that we have made. We are unable to determine the extent, if any, to which properties securing our loans have appreciated in dollar value due to inflation.

Recent Accounting Pronouncements

For a discussion of the expected impact of recently issued accounting pronouncements that have yet to be adopted by the Company, please refer to Note 3 included in the consolidated financial statements.

Item 7A. Quantitative and Qualitative Disclosures About Market Risk

Management of Interest Rate Risk and Market Risk

Qualitative Analysis. The majority of our assets and liabilities are sensitive to changes in interest rates. Consequently, interest rate risk is a significant form of business risk that must be managed by the Company. Interest rate risk is generally defined in regulatory nomenclature as the risk to the Company's earnings or capital arising from the movement of interest rates. It arises from several risk factors including: the differences between the timing of rate changes and the timing of cash flows (re-pricing risk); the changing rate relationships among different yield curves that affect bank activities (basis risk); the changing rate relationships across the spectrum of maturities (yield curve risk); and the interest-rate-related options embedded in bank products (option risk).

Regarding the risk to the Company's earnings, movements in interest rates significantly influence the amount of net interest income recognized by the Company. Net interest income is the difference between:

- the interest income recorded on our earning assets, such as loans, securities and other interest-earning assets; and,
- the interest expense recorded on our costing liabilities, such as interest-bearing deposits and borrowings.

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Net interest income is, by far, the Company's largest revenue source to which the Company adds its noninterest income and from which it deducts its provision for loan losses, noninterest expense and income taxes to calculate net income. Movements in market interest rates, and the effect of such movements on the risk factors noted above, significantly influence the "spread" between the interest earned by the Company on its loans, securities and other interest-earning assets and the interest paid on its deposits and borrowings. Movements in interest rates that increase, or "widen", that net interest spread enhance the Company's net income. Conversely, movements in interest rates that reduce, or "tighten", that net interest spread adversely impact the Company's net income.

For any given movement in interest rates, the resulting degree of movement in an institution's yield on interest earning assets compared with that of its cost of interest-bearing liabilities determines if an institution is deemed "asset sensitive" or "liability sensitive". An asset sensitive institution is one whose yield on interest-earning assets reacts more quickly to movements in interest rates than its cost of interest-bearing liabilities. In general, the earnings of asset sensitive institutions are enhanced by upward movements in interest rates through which the yield on its earning assets increases faster than its cost of interest-bearing liabilities resulting in a widening of its net interest spread. Conversely, the earnings of asset sensitive institutions are adversely impacted by downward movements in interest rates through which the yield on its earning assets decreases faster than its cost of interest-bearing liabilities resulting in a tightening of its net interest spread.

In contrast, a liability sensitive institution is one whose cost of interest-bearing liabilities reacts more quickly to movements in interest rates than its yield on interest-earning assets. In general, the earnings of liability sensitive institutions are enhanced by downward movements in interest rates through which the cost of interest-bearing liabilities decreases faster than its yield on its earning assets resulting in a widening of its net interest spread. Conversely, the earnings of liability sensitive institutions are adversely impacted by upward movements in interest rates through which the cost of interest-bearing liabilities increases faster than its yield on its earning assets resulting in a tightening of its net interest spread.

The degree of an institution's asset or liability sensitivity is traditionally represented by its "gap position". In general, gap is a measurement that describes the net mismatch between the balance of an institution's earning assets that are maturing and/or re-pricing over a selected period of time compared to that of its costing liabilities. Positive gaps represent the greater dollar amount of earning assets maturing or re-pricing over the selected period of time than costing liabilities. Conversely, negative gaps represent the greater dollar amount of costing liabilities maturing or re-pricing over the selected period of time than earning assets. The degree to which an institution is asset or liability sensitive is reported as a negative or positive percentage of assets, respectively. The industry commonly focuses on cumulative one-year and three-year gap percentages as fundamental indicators of interest rate risk sensitivity.

Based upon the findings of the Company's internal interest rate risk analysis, the Company is considered to be liability sensitive. Liability sensitivity characterizes the balance sheets of many thrift institutions and is generally attributable to the comparatively shorter contractual maturity and/or re-pricing characteristics of the institution's deposits and borrowings versus those of its loans and investment securities.

With respect to the maturity and re-pricing of its interest-bearing liabilities, at June 30, 2012, $713.7 million or 64.6% of our certificates of deposit mature within one year with an additional $226.7 million or 20.5% maturing in greater than one year but less than or equal to two years. Based on current market interest rates, the majority of these certificates are projected to re-price downward to the extent they remain with the Bank at maturity and are renewed at the same original term to maturity. Of the $210.9 million of FHLB borrowings at June 30, 2012, all have fixed interest rates with $200.0 million maturing during fiscal 2018, but callable on a quarterly basis prior to maturity. Given current market interest rates, the call options are not currently expected to be exercised by the FHLB. The remaining $10.9 million of FHLB borrowings comprise three fixed rate advances; two $5.0 million advances maturing in 2013 and 2015 and one $1.0 million amortizing advance maturing in 2021.

With respect to the maturity and re-pricing of the Company's interest-earning assets, at June 30, 2012, $52.6 million, or 4.1% of our total loans will reach their contractual maturity dates within one year with the remaining $1.23 billion, or 95.9% of total loans having remaining terms to contractual maturity in excess of one year. Of loans maturing after one year, $967.1 million or 78.4% had fixed rates of interest while the remaining $266.1 million or 21.6% had adjustable rates of interest.

Regarding investment securities, at June 30, 2012, $2.3 million or 0.2% of our securities will reach their contractual maturity dates within one year with the remaining $1.28 billion, or 99.8% of total securities, having remaining terms to contractual maturity in excess of one year. Of the latter category, $1.16 billion comprising 90.5% of our total securities had fixed rates of interest while the remaining $119.1 million comprising 9.3% of our total securities had adjustable or floating rates of interest.

At June 30, 2012, mortgage-related assets, including mortgage loans and mortgage-backed securities, total $2.4 billion and comprise 89.0% of total earning assets. In addition to remaining term to maturity and interest rate type as discussed above, other factors contribute significantly to the level of interest rate risk associated with mortgage-related assets. In particular, the scheduled amortization of principal and the borrower's option to prepay any or all of a mortgage loan's principal balance, where applicable, has a significant effect on the average lives of such assets and, therefore, the interest rate risk associated with them. In general, the prepayment rate on lower yielding assets tends to slow as interest rates rise due to the reduced financial incentive for borrowers to refinance their loans. By contrast, the prepayment rate of higher yielding assets tends to accelerate as interest rates decline due to the increased financial incentive for borrowers to prepay or refinance their loans to comparatively lower interest rates.

These characteristics tend to diminish the benefits of falling interest rates to liability sensitive institutions while exacerbating the adverse impact of rising interest rates.

The Company generally retained its liability sensitivity during the first nine months of fiscal 2012 while the degree of that sensitivity, as measured internally by the institution's one-year and three-year gap percentages, changed modestly during the year. Specifically, the Company's cumulative one-year gap percentage changed from -2.08% at June 30, 2011 to +1.87% at June 30, 2012 while the Company's cumulative three-year gap percentage changed from +3.34% to +7.70% over those same comparative periods. The changes in gap noted indicate a modest increase in the proportion of earning assets repricing within the timeframes noted in relation to costing liabilities repricing within those same timeframes.

As a liability sensitive institution, the Company's net interest spread is generally expected to benefit from overall reductions in market interest rates. Conversely, its net interest spread is generally expected to be adversely impacted by overall increases in market interest rates. However, the general effects of movements in market interest rates can be diminished or exacerbated by "nonparallel" movements in interest rates across a yield curve. Nonparallel movements in interest rates generally occur when shorter term and longer term interest rates move disproportionately in a directionally consistent manner. For example, shorter term interest rates may decrease faster than longer term interest rates which would generally result in a "steeper" yield curve. Alternately, nonparallel movements in interest rates may also occur when shorter term and longer term interest rates move in a directionally inconsistent manner. For example, shorter term interest rates may rise while longer term interest rates remain steady or decline which would generally result in a "flatter" yield curve.

At its extreme, a yield curve may become "inverted" for a period of time during which shorter term interest rates exceed longer term interest rates. While inverted yield curves do occasionally occur, they are generally considered a "temporary" phenomenon portending a change in economic conditions that will restore the yield curve to its normal, positively sloped shape.

In general, the interest rates paid on the Company's deposits tend to be determined based upon the level of shorter term interest rates. By contrast, the interest rates earned on the Company's loans and investment securities tend to be based upon the level of longer term interest rates. As such, the overall "spread" between shorter term and longer interest rates when earning assets and costing liabilities re-price greatly influences the Company's overall net interest spread over time. In general, a wider spread between shorter term and longer term interest rates, implying a "steeper" yield curve, is beneficial to the Company's net interest spread. By contrast, a narrower spread between shorter term and longer term interest rates, implying a "flatter" yield curve, or a negative spread between those measures, implying an inverted yield curve, adversely impacts the Company's net interest spread.

The effects of interest rate risk on the Company's earnings are best demonstrated through a review of changes in market interest rates over the past several years and their impact on the Company's net interest spread. Following a period of historically low interest rates, the Federal Reserve Board of Governors steadily increased its target federal funds rate by 425 basis points from 1.00% in June 2004 to 5.25% in June 2007. During that three-year period, federal funds rate and other shorter term market interest rates increased by a far greater degree than longer term market interest rates. For example, the market yield on the one-year U.S. Treasury bill increased 284 basis points from 2.07% at June 30, 2004 to 4.91% at June 30, 2007. By comparison, the market yield on the 10-year U.S. Treasury note increased by only 41 basis points from 4.62% to 5.03% over those same time periods. The flattening yield curve during that three year period had an adverse impact on the Company's net interest spread which decreased 67 basis points from 2.37% for the year ended June 30, 2004 to 1.70% for the year ended June 30, 2007.

The upward trend in shorter term interest rates was reversed in September 2007 as the Federal Reserve began to lower the target rate for federal funds in reaction to the threat of a looming recession triggered by growing volatility and instability in the housing and credit markets. The effects of those isolated crises rapidly grew to threaten the viability of the domestic and international financial markets as a whole. In reaction to that larger threat, the Federal Reserve reduced the target federal funds rate by a total of over 500 basis points from 5.25% at June 2007 to a range between 0.00% and 0.25% which have remained in effect through fiscal 2012.

For the four year period ended June 30, 2011, federal funds rate and other shorter term market interest rates decreased by a far greater degree than longer term market interest rates. For example, the market yield on the one-year U.S. Treasury bill decreased 382 basis points from 4.01% at June 30, 2007 to 0.19% at June 30, 2011. By comparison, the market yield on the 10-year U.S. Treasury note decreased by only 185 basis points from 5.03% to 3.18% over those same time periods. The steepening yield curve during that four year period had a beneficial impact on the Company's net interest spread which increased 86 basis points from 1.70% for the year ended June 30, 2007 to 2.56% for the year ended June 30, 2011.

During fiscal 2012, short term interest rates generally remained stable at their historical lows with the yield on the one year U.S. Treasury bill measuring 0.21% and 0.19%, respectively, at June 30, 2012 and June 30, 2011. However, over that same period, the market yield on the 10-year U.S. Treasury note decreased by 151 basis points from 3.18% to 1.67%. The significant flattening of the yield curve during that period contributed significantly to the decline in the Company's net interest spread which decreased to 2.46% for the year ended June 30, 2012 compared to 2.56% for the prior year ended June 30, 2011.

As noted earlier, the Company is pursuing various strategies to mitigate the adverse effects of the flattening yield curve on its net interest spread and margin. Such strategies include deploying excess liquidity in higher yielding interest-earning assets, such as commercial loans and investment securities, while continuing to lower its cost of interest-bearing liabilities by reducing deposit offering rates. However, the risk of additional net interest rate spread and margin compression is significant as the yield on Company's interest-earning assets continues to reflect the impact of the greater declines in longer term market interest rates during fiscal 2012 compared to the lesser concurrent reductions in shorter term market interest rates that affect its cost of interest-bearing liabilities. In particular, the Company's ability to further reduce the cost of its interest-bearing deposits is increasingly limited based on most deposit offering rates already falling below 1.00% at June 30, 2012. Moreover, the Company's liability sensitivity may adversely effect net income in the future when market interest rates ultimately increase from their historical lows and its cost of interest-bearing liabilities may rise faster than its yield on interest-earning assets.

The Board of Directors has established an Interest Rate Risk Management Committee, currently comprised of Directors Hopkins, Regan, Aanensen, Mazza and Leopold Montanaro, with our Chief Operating Officer, Chief Financial Officer, Chief Investment Officer and Chief Risk Officer participating as management's liaison to the committee. The committee meets quarterly to address management of our assets and liabilities, including review of our short term liquidity position; loan and deposit pricing and production volumes and alternative funding sources; current investments; average lives, durations and re-pricing frequencies of loans and securities; and a variety of other asset and liability management topics. The results of the committee's quarterly review are reported to the full Board, which adjusts the investment policy and strategies, as it considers necessary and appropriate.

Quantitative Analysis. Through the fiscal year ended June 30, 2011, management utilized a combination of internal and external analyses to quantitatively model, measure and monitor the Company's exposure to interest rate risk. The external quantitative analysis was based upon the interest rate risk model formerly used by the OTS which utilized data submitted on the Bank's quarterly Thrift

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Financial Reports. The model estimated the change in the Bank's net portfolio value ("NPV") ratio throughout a series of interest rate scenarios. NPV, sometimes referred to as the economic value of equity ("EVE"), represents the present value of the expected cash flows from the Bank's assets less the present value of the expected cash flows arising from its liabilities adjusted for the value of off-balance sheet contracts. The NPV ratio represents the dollar amount of the Bank's NPV divided by the present value of its total assets for a given interest rate scenario. In essence, NPV attempts to quantify the economic value of the Bank using a discounted cash flow methodology while the NPV ratio reflects that value as a form of capital ratio. The degree to which the NPV ratio changes for any hypothetical interest rate scenario from its "base case" measurement is a reflection of an institution's sensitivity to interest rate risk.

Given the discontinuation of external interest rate risk modeling by the OCC, the Company's internal interest rate risk analysis became the primary tool by which it measures, monitors and manages interest rate risk.

The internal quantitative analysis utilized by management measures interest rate risk from both a capital and earnings perspective. Like the OTS model noted above, the Company's internal interest rate risk analysis calculates sensitivity of the Company's NPV ratio to movements in interest rates. Both the OTS and internal models measure the NPV ratio in a "base case" scenario that assumes no change in interest rates as of the measurement date. Both models measure the change in the NPV ratio throughout a series of interest rate scenarios representing immediate and permanent, parallel shifts in the yield curve up and down 100, 200 and 300 basis points. Both models generally require that interest rates remain positive for all points along the yield curve for each rate scenario which may preclude the modeling of certain "down rate" scenarios during periods of lower market interest rates. The Company's interest rate risk management policy establishes acceptable floors for the NPV ratio and caps for the maximum change in the NPV ratio throughout the scenarios modeled.

As illustrated in the tables below, the Company's NPV would be negatively impacted by an increase in interest rates. This result is expected given the Company's liability sensitivity noted earlier. Specifically, based upon the comparatively shorter maturity and/or re-pricing characteristics of its interest-bearing liabilities compared with that of the Bank's interest-earning assets, an upward movement in interest rates would have a disproportionately adverse impact on the present value of the Company's assets compared to the beneficial impact arising from the reduced present value of its liabilities. Hence, the Company's NPV and NPV ratio decline in the increasing interest rate scenarios. Historically low interest rates at June 30, 2012 preclude the modeling of certain scenarios as parallel downward shifts in the yield curve of 100 basis points or more would result in negative interest rates for many points along that curve.

The following tables present the results of the Bank's internal NPV analysis as of June 30, 2012 and June 30, 2011, respectively.

	At June 30, 2012				
	Net Portfolio Value		Net Portfolio Value as % of Present Value of Assets		
Changes in Rates (1)	$ Amount	$ Change	% Change	Net Portfolio Value Ratio	Basis Point Change
	(In Thousands)				
+300 bps	241,451	-177,339	-42 %	9.30 %	-523 bps
+200 bps	324,768	-94,022	-22 %	11.99 %	-254 bps
+100 bps	387,699	-31,091	-7 %	13.80 %	-72 bps
0 bps	418,790	-	-	14.53 %	-

	At June 30, 2011				
	Net Portfolio Value		Net Portfolio Value as % of Present Value of Assets		
Changes in Rates (1)	$ Amount	$ Change	% Change	Net Portfolio Value Ratio	Basis Point Change
	(In Thousands)				
+300 bps	246,546	-147,422	-37 %	9.60 %	-429 bps
+200 bps	308,629	-85,339	-22 %	11.59 %	-230 bps
+100 bps	361,606	-32,362	-8 %	13.10 %	-79 bps
0 bps	393,968	-	-	13.89 %	-

(1) The -100 bps, -200 bps and -300 bps scenarios aare not shown due to the low prevailing interest rate environment.

A comparative industry benchmark regarding interest rate risk is the "sensitivity measure" which is generally defined as the change in an institution's NPV ratio, measured in basis points, in an immediate and permanent, adverse parallel shift in interest rates of plus or minus 200 basis points. Based upon the tables above, the Company's sensitivity measure increased by 24 basis points from -230 basis points at June 30, 2011 to -254 basis points at June 30, 2012 which indicates a modest increase in the Bank's sensitivity to movements in interest rates from period to period.

There are numerous internal and external factors that may contribute to changes in an institution's sensitivity measure. Internally, changes in the composition and allocation of an institution's balance sheet and the interest rate risk characteristics of its components can significantly alter the exposure to interest rate risk as quantified by the changes in the sensitivity measure. However, changes to certain external factors, most notably changes in the level of market interest rates and overall shape of the yield curve, can significantly alter the projected cash flows of the institution's interest-earning assets and interest-costing liabilities and the associated present values thereof. Changes in internal and external factors from period to period can complement one another's effects to reduce overall sensitivity, partly or wholly offset one another's effects, or exacerbate one another's adverse effects and thereby increase the institution's exposure to interest rate risk as quantified by the sensitivity measure.

A significant contributor to the increase in the Company's sensitivity measure during fiscal 2012 was the decrease in its balance of short-term liquid assets in relation to other interest-earning assets. As discussed earlier, cash and cash equivalents decreased $67.0 million to $155.6 million at June 30, 2012 from $222.6 million at June 30, 2011. As discussed earlier, management had previously determined that the opportunity cost to earnings of maintaining a growing level of short-term liquid assets to fund potential loan growth outweighed the related benefits. Consequently, a significant portion of the

Company's excess liquidity continued to be deployed into comparatively higher yielding investments during fiscal 2012 contributing to the reported increase in the sensitivity of NPV to movements in interest rates.

In addition to the overall decrease in short-term liquid assets, the change in the Company's interest rate sensitivity also reflected other less noteworthy changes in the composition and allocation of the Company's balance sheet from June 30, 2011 to June 30, 2012 as well as updates to modeling assumptions relating to mortgage loan and mortgage-backed security prepayment speeds and core deposit decay rates.

Because the Company's sensitivity measure and NPV ratio in the +200 bps scenario were within the applicable thresholds originally established by its prior regulator, the Company's "TB 13a Level of Risk" was internally rated as "Minimal" based upon the results of its interest rate risk analysis as of June 30, 2012 and June 30, 2011. TB-13a was the OTS's primary regulatory guidance concerning the management of interest rate risk.

As noted earlier, the Company's internal interest rate risk analysis also includes an "earnings-based" component. A quantitative, earnings-based approach to measuring interest rate risk is strongly encouraged by bank regulators as a complement to the "NPV-based" methodology. However, unlike the NPV-based "sensitivity measure", there are no commonly accepted "industry best practices" that specify the manner in which "earnings-based" interest rate risk analysis should be performed with regard to certain key modeling variables. Such variables include, but are not limited to, those relating to rate scenarios (e.g., immediate and permanent rate "shocks" versus gradual rate change "ramps", "parallel" versus "nonparallel" yield curve changes), measurement periods (e.g., one year versus two year, cumulative versus noncumulative), measurement criteria (e.g., net interest income versus net income) and balance sheet composition and allocation ("static" balance sheet, reflecting reinvestment of cash flows into like instruments, versus "dynamic" balance sheet, reflecting internal budget and planning assumptions).

The Company is aware that absence of a commonly shared, industry-standard set of analysis criteria and assumptions on which to base an "earnings-based" analysis could result in inconsistent or misinterpreted disclosure concerning an institution's level of interest rate risk. Consequently, the Company limits the presentation of its earnings-based interest rate risk analysis to the scenarios presented in the table below. Consistent with the NPV analysis above, such scenarios utilize immediate and permanent rate "shocks" that result in parallel shifts in the yield curve. For each scenario, projected net interest income is measured over a one year period utilizing a static balance sheet assumption through which incoming and outgoing asset and liability cash flows are reinvested into the same instruments. Product pricing and earning asset prepayment speeds are appropriately adjusted for each rate scenario.

As illustrated in the tables below, the Company's net interest income would be negatively impacted by an increase in interest rates. Like the NPV results presented earlier, this result is expected given the Company's liability sensitivity noted earlier. The tables below also reflect only modest changes in the sensitivity to movements in interest rates between the comparative periods resulting from the changes to balance sheet allocation and modeling assumptions discussed earlier.

At June 30, 2012

Rate Change Type	Yield Curve Shift	Balance Sheet Composition & Allocation	Change in Rates	Measurement Period	Net Interest Income	Change in Net Interest Income	Change in Net Interest Income
					(In Thousands)		
Base case (No change)	-	Static	0 bps	One Year	$ 69,856	$ -	-%
Immediate and permanent	Parallel	Static	+100 bps	One Year	68,855	-1,001	-1.43
Immediate and permanent	Parallel	Static	+200 bps	One Year	66,686	-3,169	-4.54
Immediate and permanent	Parallel	Static	+300 bps	One Year	62,710	-7,146	-10.23

At June 30, 2011

Rate Change Type	Yield Curve Shift	Balance Sheet Composition & Allocation	Change in Rates	Measurement Period	Net Interest Income	Change in Net Interest Income	Change in Net Interest Income
					(In Thousands)		
Base case (No change)	-	Static	0 bps	One Year	$ 71,589	$ -	-%
Immediate and permanent	Parallel	Static	+100 bps	One Year	70,361	-1,228	-1.71
Immediate and permanent	Parallel	Static	+200 bps	One Year	68,133	-3,456	-4.83
Immediate and permanent	Parallel	Static	+300 bps	One Year	62,925	-8,664	-12.10

Notwithstanding the rate change scenarios presented in the NPV and earnings-based analyses above, future interest rates and their effect on net portfolio value or net interest income are not predictable. Computations of prospective effects of hypothetical interest rate changes are based on numerous assumptions, including relative levels of market interest rates, prepayments and deposit run-offs and should not be relied upon as indicative of actual results. Certain shortcomings are inherent in this type of computation. Although certain assets and liabilities may have similar maturity or periods of re-pricing, they may react at different times and in different degrees to changes in market interest rates. The interest rate on certain types of assets and liabilities, such as demand deposits and savings accounts, may fluctuate in advance of changes in market interest rates, while rates on other types of assets and liabilities may lag behind changes in market interest rates. Certain assets, such as adjustable-rate mortgages, generally have features which restrict changes in interest rates on a short-term basis and over the life of the asset. In the event of a change in interest rates, prepayments and early withdrawal levels could deviate significantly from those assumed in making calculations set forth above. Additionally, an increased credit risk may result as the ability of many borrowers to service their debt may decrease in the event of an interest rate increase.

Item 8. Financial Statements and Supplementary Data

The Company’s consolidated financial statements are contained in this Annual Report on Form 10-K immediately following Item 15.

Item 9. Changes In and Disagreements With Accountants on Accounting and Financial Disclosure

Not applicable.

Item 9A. Controls and Procedures

(a) Disclosure Controls and Procedures

Based on their evaluation of the Company’s disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934 (the “Exchange Act”)), the Company’s principal executive officer and principal financial officer have concluded that as of the end of the period covered by this Annual Report on Form 10-K such disclosure controls and procedures are effective to ensure that information required to be disclosed by the Company in reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in Securities and Exchange Commission rules and forms and is accumulated and communicated to the Company’s management, including the principal executive and principal financial officer, as appropriate to allow timely decisions regarding required disclosures.

(b) Internal Control over Financial Reporting

1. Management’s Annual Report on Internal Control Over Financial Reporting.

Management’s report on the Company’s internal control over financial reporting appears in the Company’s consolidated financial statements that are contained in this Annual Report on Form 10-K immediately following Item 15. Such report is incorporated herein by reference.

2. Report of Independent Registered Public Accounting Firm.

The report of ParenteBeard LLC on the Company’s internal control over financial reporting appears in the Company’s consolidated financial statements that are contained in this Annual Report on Form 10-K immediately following Item 15. Such report is incorporated herein by reference.

3. Changes in Internal Control Over Financial Reporting.

During the last quarter of the year under report, there was no change in the Company’s internal control over financial reporting that has materially affected, or is reasonably likely to materially affect, the Company’s internal control over financial reporting.

Item 9B. Other Information

None.

PART III

Item 10. Directors, Executive Officers and Corporate Governance

The information that appears under the headings "Section 16(a) Beneficial Ownership Reporting Compliance", "Information Regarding Directors and Executive Officers" and "Operation of the Board of Directors" in the Registrant's definitive proxy statement for the Registrant's 2012 Annual Meeting of Stockholders to be filed with the Securities and Exchange Commission within 120 days of the Registrant's fiscal year end (the "Proxy Statement") is incorporated herein by reference.

The Company has adopted a code of ethics that applies to its principal executive officer, principal financial officer and principal accounting officer. A copy of the code of ethics is available without charge upon request to the Corporate Secretary, Kearny Financial Corp., 120 Passaic Avenue, Fairfield, New Jersey 07004.

Item 11. Executive Compensation

The information that appears under the headings "Board of Directors and Executive Officer Compensation" and "Compensation Discussion and Analysis" in the Proxy Statement is incorporated herein by reference.

Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters

(a) Security Ownership of Certain Beneficial Owners. Information required by this item is incorporated herein by reference to the section captioned "Voting Securities and Principal Holders Thereof" in the Proxy Statement.

(b) Security Ownership of Management. Information required by this item is incorporated herein by reference to the section captioned "Information Regarding Directors and Executive Officers" in the Proxy Statement.

(c) Changes in Control. Management of the Company knows of no arrangements, including any pledge by any person of securities of the Company, the operation of which may at a subsequent date result in a change in control of the registrant.

(d) Securities Authorized for Issuance Under Equity Compensation Plans. Set forth below is information as of June 30, 2012 with respect to compensation plans under which equity securities of the Registrant are authorized for issuance.

Equity Compensation Plan Information

	(A) Number of Securities to be Issued Upon Exercise of Outstanding Options, Warrants and Rights	(B) Weighted-average Exercise Price of Outstanding Options, Warrants and Rights	(C) Number of Securities Remaining Available for Future Issuance Under Equity Compensation Plans (Excluding Securities Reflected in Column (A))
Equity compensation plans approved by shareholders: 2005 Stock Compensation and Incentive Plan (1)	3,192,740	$ 12.27	386,356
Equity compensation plans not approved by stockholders: None.	N/A	N/A	N/A
Total	3,192,740	$ 12.27	386,356

(1) The number of securities reported in column (A) includes 3,140,740 vested options and 52,000 non-vested options outstanding as of June 30, 2012. In addition to these options, restricted stock awards of 66,000 shares were also non-vested as of June 30, 2012. The non-vested options and restricted stock awards are earned at the rate of 20% one year after the date of the grant and 20% annually thereafter. As of June 30, 2012, there were 73,459 restricted shares and 312,897 options remaining available for award under the approved equity compensation plans and are reported under column (C) as securities remaining available for future issuance under such plans.

Item 13. Certain Relationships and Related Transactions and Director Independence

The information that appears under the section captioned “Corporate Governance – Related Party Transactions” and “ – Director Independence” in the Proxy Statement is incorporated herein by reference.

Item 14. Principal Accounting Fees and Services

The information relating to this item is incorporated herein by reference to the information contained under the section captioned “Information Regarding Independent Auditor” in the Proxy Statement.

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PART IV

Item 15. Exhibits, Financial Statement Schedules

(1) The following financial statements and the independent auditors' report appear in this Annual Report on Form 10-K immediately after this Item 15:

Management Report on Internal Control Over Financial Reporting	F-1
Reports of Independent Registered Public Accounting Firm	F-2
Consolidated Statements of Financial Condition as of June 30, 2012 and 2011	F-4
Consolidated Statements of Income For the Years Ended June 30, 2012, 2011 and 2010	F-5
Consolidated Statements of Changes in Stockholders' Equity for the Years Ended June 30, 2012, 2011 and 2010	F-6
Consolidated Statements of Cash Flows for the Years Ended June 30, 2012, 2011 and 2010	F-9
Notes to Consolidated Financial Statements	F-12

(2) All schedules are omitted because they are not required or applicable, or the required information is shown in the consolidated financial statements or the notes thereto.

(3) The following exhibits are filed as part of this report:

3.1	Charter of Kearny Financial Corp.*
3.2	Bylaws of Kearny Financial Corp. **
4	Stock Certificate of Kearny Financial Corp*
10.1	Employment Agreement between Kearny Federal Savings Bank and Albert E. Gossweiler**†
10.2	Employment Agreement between Kearny Federal Savings Bank and Sharon Jones**†
10.3	Employment Agreement between Kearny Federal Savings Bank and William C. Ledgerwood**†
10.4	Employment Agreement between Kearny Federal Savings Bank and Erika K. Parisi**†
10.5	Employment Agreement between Kearny Federal Savings Bank and Patrick M. Joyce**†
10.6	Employment Agreement between Kearny Federal Savings Bank and Craig Montanaro†
10.7	Directors Consultation and Retirement Plan*†
10.8	Benefit Equalization Plan*†
10.9	Benefit Equalization Plan for Employee Stock Ownership Plan*†
10.10	Kearny Financial Corp. 2005 Stock Compensation and Incentive Plan ***†
10.11	Kearny Federal Savings Bank Director Life Insurance Agreement****†
10.12	Kearny Federal Savings Bank Executive Life Insurance Agreement****†
10.13	Kearny Financial Corp. Directors Incentive Compensation Plan*****†
10.14	Employment Agreement between Kearny Federal Savings Bank and Eric B. Heyer******†
11	Statement regarding computation of earnings per share

21	Subsidiaries of the Registrant
23	Consent of ParenteBeard LLC
31	Rule 13a-14(a)/15d-14(a) Certifications
32	Section 1350 Certification
101	Interactive Data Files‡

† Management contract or compensatory plan or arrangement required to be filed as an exhibit.

‡ To be filed by amendment as permitted by Rule 405(a)(2)(iv) of Regulation S-T.

* Incorporated by reference to the exhibits to the Registrant's Registration Statement on Form S-1 (File No. 333-118815).

** Incorporated by reference to the identically numbered exhibit to the Registrant's Annual Report on Form 10-K for the year ended June 30, 2008 (File No. 000-51093)

*** Incorporated by reference to Exhibit 4.1 to the Registrant's Registration Statement on Form S-8 (File No. 333-130204)

**** Incorporated by reference to the exhibits to the Registrant's Current Report on Form 8-K filed on August 18, 2005. (File No. 000-51093).

***** Incorporated by reference to the exhibit to the Registrant's Current Report on Form 8-K filed on December 9, 2005. (File No. 000-51093).

****** Incorporated by reference to the exhibit to the Registrant's Current Report on Form 8-K filed on June 30, 2011. (File No. 000-51093).

September 13, 2012

Management Report on Internal Control over Financial Reporting

The management of Kearny Financial Corp. and Subsidiaries (collectively the "Company") is responsible for establishing and maintaining adequate internal control over financial reporting. The Company's internal control system is a process designed to provide reasonable assurance to the management and board of directors regarding the preparation and fair presentation of published consolidated financial statements.

The Company's internal control over financial reporting includes policies and procedures that pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect transactions and dispositions of assets; provide reasonable assurances that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with U.S. generally accepted accounting principles and that receipts and expenditures are being made only in accordance with authorizations of management and the directors of the Company; and provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on our consolidated financial statements.

All internal control systems, no matter how well designed, have inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to consolidated financial statement preparation and presentation. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

The Company's management assessed the effectiveness of internal control over financial reporting as of June 30, 2012. In making this assessment, management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission in Internal Control-Integrated Framework. Based on its assessment, management believes that, as of June 30, 2012, the Company's internal control over financial reporting is effective based on those criteria.

The Company's independent registered public accounting firm that audited the consolidated financial statements has issued an audit report on the effective operation of the Company's internal control over financial reporting as of June 30, 2012, a copy of which is included in this annual report.

/s/ Craig L. Montanaro	/s/ Eric B. Heyer
Craig L. Montanaro	Eric B. Heyer
President and Chief Executive Officer	Senior Vice President and Chief Financial Officer

Report of Independent Registered Public Accounting Firm

To the Board of Directors and Stockholders of Kearny Financial Corp.

We have audited Kearny Financial Corp.'s (the "Company") internal control over financial reporting as of June 30, 2012, based on criteria established in Internal Control - Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of June 30, 2012, based on the criteria established in Internal Control - Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the consolidated statements of financial condition and the related consolidated statements of income, changes in stockholders' equity, and cash flows of the Company, and our report dated September 13, 2012 expressed an unqualified opinion thereon.

/ s / ParenteBeard LLC

Clark, New Jersey
September 13, 2012

Report of Independent Registered Public Accounting Firm

To the Board of Directors and Stockholders of
Kearny Financial Corp.

We have audited the accompanying consolidated statements of financial condition of Kearny Financial Corp. and Subsidiaries (collectively the "Company") as of June 30, 2012 and 2011, and the related consolidated statements of income, changes in stockholders' equity and cash flows for each of the years in the three-year period ended June 30, 2012. The Company's management is responsible for these consolidated financial statements. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Company as of June 30, 2012 and 2011, and the consolidated results of their operations and cash flows for each of the years in the three-year period ended June 30, 2012, in conformity with accounting principles generally accepted in the United States of America.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the Company's internal control over financial reporting as of June 30, 2012, based on the criteria established in Internal Control - Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO), and our report dated September 13, 2012, expressed an unqualified opinion thereon.

/ s / ParenteBeard LLC

Clark, New Jersey
September 13, 2012

Kearny Financial Corp. and Subsidiaries

Consolidated Statements of Financial Condition

Assets	June 30, 2012	2011
	(In Thousands, Except Share and Per Share Data)	
Cash and amounts due from depository institutions	$38,028	$47,332
Interest-bearing deposits in other banks	117,556	175,248
Cash and Cash Equivalents	155,584	222,580
Securities available for sale (amortized cost; 2012 $14,613; 2011 $46,145)	12,602	44,673
Securities held to maturity (estimated fair value; 2012 $34,838; 2011 $107,052)	34,662	106,467
Loans receivable, including net yield adjustments 2012 $1,654; 2011 $1,021	1,284,236	1,268,351
Less allowance for loan losses	(10,117)	(11,767)
Net Loans Receivable	1,274,119	1,256,584
Mortgage-backed securities available for sale (amortized cost; 2012 $1,188,373; 2011 $1,032,407)	1,230,104	1,060,247
Mortgage-backed securities held to maturity (estimated fair value; 2012 $1,159; 2011 $1,416)	1,090	1,345
Premises and equipment	38,677	39,556
Federal Home Loan Bank of New York stock	14,142	13,560
Interest receivable	8,395	9,740
Goodwill	108,591	108,591
Bank owned life insurance	48,615	24,470
Other assets	10,425	16,323
Total Assets	$2,937,006	$2,904,136
Liabilities and Stockholders' Equity		
Liabilities		
Deposits:		
Non-interest bearing	$165,118	$143,087
Interest-bearing	2,006,679	2,006,266
Total Deposits	2,171,797	2,149,353
Borrowings	249,777	247,642
Advance payments by borrowers for taxes	5,974	5,794
Deferred income tax liabilities, net	7,276	1,669
Other liabilities	10,565	11,804
Total Liabilities	2,445,389	2,416,262

Stockholders' Equity		
Preferred stock, $0.10 par value; 25,000,000 shares authorized; none issued and outstanding	-	-
Common stock, $0.10 par value; 75,000,000 shares authorized; 72,737,500 shares issued; 2012 66,936,040 outstanding; 2011 67,851,077 outstanding	7,274	7,274
Paid-in capital	215,539	215,258
Retained earnings	319,661	317,354
Unearned Employee Stock Ownership Plan shares; 2012 678,878; 2011 824,352 shares	(6,789)	(8,244)
Treasury stock, at cost; 2012 5,801,460; 2011 4,886,423 shares	(67,664)	(59,200)
Accumulated other comprehensive income	23,596	15,432
Total Stockholders' Equity	491,617	487,874
Total Liabilities and Stockholders' Equity	$2,937,006	$2,904,136

See notes to consolidated financial statements.

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Kearny Financial Corp. and Subsidiaries

Consolidated Statements of Income

	2012	2011	2010
	Years Ended June 30,		
	(In Thousands, Except Per Share Data)		
Interest Income			
Loans	$63,960	$63,553	$58,129
Mortgage-backed securities	32,435	29,972	30,450
Securities:			
Taxable	1,319	4,892	3,070
Tax-exempt	70	1,050	631
Other interest-earning assets	765	909	828
Total Interest Income	98,549	100,376	93,108
Interest Expense			
Deposits	20,272	23,913	28,089
Borrowings	8,097	8,303	8,232
Total Interest Expense	28,369	32,216	36,321
Net Interest Income	70,180	68,160	56,787
Provision for Loan Losses	5,750	4,628	2,616
Net Interest Income after Provision for Loan Losses	64,430	63,532	54,171
Non-Interest Income			
Fees and service charges	2,435	2,027	1,422
Gain on sale of securities	47	749	509
Other-than-temporary security impairment:			
Total	-	-	(446)
Less: Portion recognized in other comprehensive income	-	-	240
Portion recognized in earnings	-	-	(206)
Gain on sale of loans	661	539	-
Loss on sale and write down of real estate owned	(3,330)	(81)	(12)
Income from bank owned life insurance	748	708	566
Electronic banking fees and charges	957	724	406
Miscellaneous	627	181	19
Total Non-Interest Income	2,145	4,847	2,704
Non-Interest Expenses			
Salaries and employee benefits	33,688	31,105	26,936
Net occupancy expense of premises	6,528	5,527	4,172
Equipment and systems	7,190	6,053	4,429
Advertising	1,100	1,016	907
Federal deposit insurance premium	2,082	2,307	1,307
Directors' compensation	678	1,153	2,213
Merger-related expenses	-	3,474	373
Miscellaneous	7,455	5,607	4,763
Total Non-Interest Expenses	58,721	56,242	45,100

Income before Income Taxes	7,854	12,137	11,775
Income Taxes	2,776	4,286	4,963
Net Income	$5,078	$7,851	$6,812
Net Income per Common Share (EPS) Basic and Diluted	$0.08	$0.12	$0.10
Weighted Average Number of Common Shares Outstanding Basic and Diluted	66,495	67,118	67,920

See notes to consolidated financial statements.

Kearny Financial Corp. and Subsidiaries

Consolidated Statements of Changes in Stockholders' Equity
Years Ended June 30, 2012, 2011 and 2010

	Common Stock Shares Outstanding	Amount	Paid-in Capital	Retained Earnings	Unearned ESOP Shares	Treasury Stock	Accumulated Other Comprehensive Income	Total
	(In Thousands)							
Balance – June 30, 2009	69,242	$7,274	$208,577	$309,687	$(11,153)	$(45,985)	$ 8,320	$476,720
Comprehensive income:								
Net income	-	-	-	6,812	-	-	-	6,812
Realized gain on securities available for sale, net of income tax of $634	-	-	-	-	-	-	(911)	(911)
Unrealized gain on securities available for sale, net of deferred income tax of $6,171	-	-	-	-	-	-	8,925	8,925
Non-credit related other-than-temporary impairment on securities held to maturity sold, net of deferred income tax of $228	-	-	-	-	-	-	326	326
Benefit plan, net of deferred income tax of $36	-	-	-	-	-	-	55	55
Total comprehensive income								15,207
ESOP shares committed to be released (145 shares)	-	-	30	-	1,455	-	-	1,485
Dividends contributed for payment of ESOP loan	-	-	107	-	-	-	-	107
Stock option expense	-	-	1,907	-	-	-	-	1,907
Treasury stock purchases	(898)	-	-	-	-	(8,753)	-	(8,753)
Restricted stock plan shares earned (251 shares)	-	-	3,084	-	-	-	-	3,084

Tax effect from stock-based compensation	-	-	(176)	-	-	-	-	(176)
Cash dividends declared ($0.20/public share)	-	-	-	(3,355)	-	-	-	(3,355)
Cash dividend to Kearny MHC	-	-	-	(300)	-	-	-	(300)
Balance – June 30, 2010	68,344	$7,274	$213,529	$312,844	$(9,698)	$(54,738)	$ 16,715	$485,926

See notes to consolidated financial statements.

Kearny Financial Corp. and Subsidiaries

Consolidated Statements of Changes in Stockholders' Equity
Years Ended June 30, 2012, 2011 and 2010

	Common Stock Shares Outstanding	Common Stock Amount	Paid-in Capital	Retained Earnings	Unearned ESOP Shares	Treasury Stock	Accumulated Other Comprehensive Income	Total
	(In Thousands)							
Balance – June 30, 2010	68,344	$7,274	$213,529	$312,844	$ (9,698)	$(54,738)	$ 16,715	$485,926
Comprehensive income:								
Net income	-	-	-	7,851	-	-	-	7,851
Realized gain on securities available for sale, net of income tax of $319	-	-	-	-	-	-	(458)	(458)
Unrealized loss on securities available for sale, net of deferred income tax of $593	-	-	-	-	-	-	(840)	(840)
Benefit plan, net of deferred income tax of $12	-	-	-	-	-	-	15	15
Total comprehensive income								6,568
ESOP shares committed to be released (145 shares)	-	-	(131)	-	1,454	-	-	1,323
Dividends contributed for payment of ESOP loan	-	-	141	-	-	-	-	141
Stock option expense	-	-	719	-	-	-	-	719
Treasury stock purchases	(493)	-	-	-	-	(4,462)	-	(4,462)
Restricted stock plan shares earned (115 shares)	-	-	1,240	-	-	-	-	1,240

Tax effect from stock-based compensation	-	-	(240)	(124)	-	-	-	(364)
Cash dividends declared ($0.20/public share)	-	-	-	(3,217)	-	-	-	(3,217)
Balance – June 30, 2011	67,851	$7,274	$215,258	$317,354	$(8,244)	$(59,200)	$ 15,432	$487,874

See notes to consolidated financial statements.

Kearny Financial Corp. and Subsidiaries

Consolidated Statements of Changes in Stockholders' Equity
Years Ended June 30, 2012, 2011 and 2010

	Common Stock Shares Outstanding	Common Stock Amount	Paid-in Capital	Retained Earnings	Unearned ESOP Shares	Treasury Stock	Accumulated Other Comprehensive Income	Total
	(In Thousands)							
Balance – June 30, 2011	67,851	$7,274	$215,258	$317,354	$(8,244)	$(59,200)	$ 15,432	$487,874
Comprehensive income:								
Net income	-	-	-	5,078	-	-	-	5,078
Realized gain on securities available for sale, net of income tax of $22	-	-	-	-	-	-	(31)	(31)
Unrealized gain on securities available for sale, net of deferred income tax of $5,401	-	-	-	-	-	-	8,004	8,004
Benefit plan, net of deferred income tax of $132	-	-	-	-	-	-	191	191
Total comprehensive income								13,242
ESOP shares committed to be released (145 shares)	-	-	(88)	-	1,455	-	-	1,367
Dividends contributed for payment of ESOP loan	-	-	160	-	-	-	-	160
Stock option expense	-	-	41	-	-	-	-	41
Treasury stock purchases	(915)	-	-	-	-	(8,464)	-	(8,464)
Restricted stock plan shares earned (16 shares)	-	-	168	-	-	-	-	168

Cash dividends declared ($0.15/public share)	-	-	-	(2,321)	-	-	-	(2,321)
Cash dividends paid to Kearny MHC	-	-	-	(450)	-	-	-	(450)
Balance – June 30, 2012	66,936	$7,274	$215,539	$319,661	$ (6,789)	$(67,664)	$ 23,596	$491,617

See notes to consolidated financial statements.

Kearny Financial Corp. and Subsidiaries

Consolidated Statements of Cash Flows

	Years Ended June 30, 2012	2011	2010
	(In Thousands)		
Cash Flows from Operating Activities			
Net income	$5,078	$7,851	$6,812
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization of premises and equipment	2,665	2,214	1,745
Net amortization of premiums, discounts and loan fees and costs	8,881	3,069	952
Deferred income taxes	96	1,245	(15)
Amortization of intangible assets	155	96	22
Amortization of benefit plans’ unrecognized net loss	40	68	143
Provision for loan losses	5,750	4,628	2,616
Realized gain on sale of securities available for sale	(53)	(777)	(1,545)
Realized loss on sale of mortgage-backed securities held to maturity	6	28	1,036
Realized gain on sale of loans	(661)	(539)	-
Proceeds from sale of loans	7,123	8,169	-
Loss on other-than-temporary impairment of securities	-	-	206
Realized loss on disposition of premises and equipment	8	-	13
Increase in cash surrender value of bank owned life insurance	(748)	(708)	(566)
ESOP, stock option plan and restricted stock plan expenses	1,576	3,282	6,476
Loss (gain) on sale and write down of real estate owned	3,330	81	(8)
Decrease (increase) in interest receivable	1,345	685	(101)
Decrease (increase) in other assets	2,655	1,513	(4,021)
(Decrease) increase in interest payable	(46)	(223)	13
Increase(decrease) in other liabilities	157	(1,893)	(1,059)
Net Cash Provided by Operating Activities	$37,357	$28,789	$12,719

See notes to consolidated financial statements.

Kearny Financial Corp. and Subsidiaries

Consolidated Statements of Cash Flows

	Years Ended June 30, 2012	2011	2010
	(In Thousands)		
Cash Flows from Investing Activities			
Proceeds from sales of securities available for sale	$-	$26,459	$-
Proceeds from calls and maturities of securities available for sale	30,598	54,891	-
Proceeds from repayments of securities available for sale	838	1,193	699
Purchases of securities held to maturity	(2,236)	(68,873)	(265,000)
Proceeds from calls and maturities of securities held to maturity	73,019	248,362	10,000
Proceeds from repayments of securities held to maturity	966	670	-
Purchases of loans	(80,014)	(4,366)	(31,216)
Net decrease in loans receivable	48,566	81,856	62,091
Proceeds from sale of real estate owned	2,142	690	495
Proceeds from insurance claim on real estate owned	-	82	-
Purchases of mortgage-backed securities available for sale	(523,211)	(539,201)	(224,643)
Principal repayments on mortgage-backed securities available for sale	305,665	210,287	182,836
Proceeds from sale of mortgage-backed securities available for sale	51,306	-	34,215
Principal repayments on mortgage-backed securities held to maturity	228	315	932
Proceeds from sale of mortgage-backed securities held to maturity	32	34	1,124
Additions to premises and equipment	(1,797)	(1,661)	(1,258)
Proceeds from cash settlement on premises and equipment	3	31	6
Purchase of bank owned life insurance	(23,397)	-	(3,000)
Purchases of FHLB stock	(5,760)	(2,250)	-
Redemptions of FHLB stock	5,178	2,752	83
Cash paid in merger, net of cash acquired	-	(24,529)	-
Net Cash Used in Investing Activities	(117,874)	(13,258)	(232,636)
Cash Flows from Financing Activities			
Net increase in deposits	22,978	49,952	202,344
Repayment of long-term FHLB advances	(80)	(10,046)	-
Increase (decrease) in short-term borrowings	2,364	(1,301)	-
Repayment of subordinated debentures	-	(5,155)	-
Increase (decrease) in advance payments by borrowers for taxes	180	95	(15)
Dividends paid to stockholders of Kearny Financial Corp.	(3,617)	(3,233)	(3,693)
Purchase of common stock of Kearny Financial Corp. for treasury	(8,464)	(4,462)	(8,753)
Dividends contributed for payment of ESOP loan	160	141	107
Tax expense from stock based compensation	-	(364)	(176)
Net Cash Provided by Financing Activities	13,521	25,627	189,814
Net (Decrease) Increase in Cash and Cash Equivalents	(66,996)	41,158	(30,103)

Cash and Cash Equivalents - Beginning	222,580	181,422	211,525
Cash and Cash Equivalents - Ending	$155,584	$222,580	$181,422

See notes to consolidated financial statements.

Kearny Financial Corp. and Subsidiaries

Consolidated Statements of Cash Flows

	Years Ended June 30,		
	2012	2011	2010
	(In Thousands)		
Supplemental Disclosures of Cash Flows Information			
Cash paid during the year for:			
Income taxes, net of refunds	$1,836	$3,603	$4,606
Interest	$28,415	$32,439	$36,308
Non-cash investing activities:			
Real estate owned acquired in settlement of loans	$1,786	$7,046	$543
Fair vale of assets acquired, net of cash and cash equivalents acquired	$-	$559,316	$-
Fair value of liabilities assumed	$-	$534,787	$-

See notes to consolidated financial statements.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies

Basis of Consolidated Financial Statement Presentation

The consolidated financial statements include the accounts of Kearny Financial Corp. (the "Company"), its wholly-owned subsidiaries, Kearny Federal Savings Bank (the "Bank") and Kearny Financial Securities, Inc., and the Bank's wholly-owned subsidiaries, KFS Financial Services, Inc., KFS Investment Corp. and CJB Investment Corp., including CJB Investment Corp.'s wholly owned subsidiary, Central Delaware Investment Corp. The Company conducts its business principally through the Bank. Management prepared the consolidated financial statements in conformity with accounting principles generally accepted in the United States of America, including the elimination of all significant inter-company accounts and transactions during consolidation.

In preparing the consolidated financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the dates of the consolidated statements of financial condition and revenues and expenses for the periods then ended. Actual results could differ significantly from those estimates. Material estimates that are particularly susceptible to significant change relate to the determination of the allowance for loan losses, the evaluation of goodwill for impairment, identification of other-than-temporary impairment of securities and the determination of the amount of deferred tax assets which are more likely than not to be realized. Management believes that the allowance for loan losses represents its best estimate of losses known and inherent in the loan portfolio that are both probable and reasonable to estimate, impairment testing of goodwill and evaluation for other-than-temporary impairment of securities are done in accordance with GAAP; and deferred tax assets are properly recognized. While management uses available information to recognize losses on loans, future additions to the allowance for loan losses may be necessary based on changes in economic conditions in the market area. Moreover, various regulatory agencies, as an integral part of their examination process, periodically review the Bank's allowance for loan losses. Such agencies may require the recognition of additions to the allowance based on their judgments about information available to them at the time of their examination. Additionally, subsequent evaluations of the Company's goodwill that originated from the application of purchase accounting associated with the Company's prior acquisition of four community banks, could identify impairments to the intangible asset that would result in future charges to earnings. Finally, the determination of the amount of deferred tax assets more likely than not to be realized is dependent on projections of future earnings, which are subject to frequent change.

Business of the Company and Subsidiaries

The Company's primary business is the ownership and operation of the Bank. The Bank is principally engaged in the business of attracting deposits from the general public at its 41 locations in New Jersey and using these deposits, together with other funds, to originate or purchase loans for its portfolio and invest in securities. Loans originated or purchased by the Bank generally include loans collateralized by residential and commercial real estate augmented by secured and unsecured loans to businesses and consumers. The investment securities purchased by the Bank generally include U.S. agency mortgage-backed securities, U.S. government and agency debentures and bank-qualified municipal obligations. The Bank maintains a small balance of single issuer trust preferred securities and non-agency mortgage-backed securities which were acquired through the Company's purchase of other institutions and does not actively purchase such securities.

The Company's other subsidiary, Kearny Financial Securities, Inc., was organized in April 2005 under Delaware law as a Delaware Investment Company primarily to hold investment and mortgage-backed securities. Kearny Financial Securities, Inc. was dissolved during the year ended June 30, 2012 and was considered inactive during the three-year period then ended.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

The Bank has three wholly owned subsidiaries: KFS Financial Services, Inc., KFS Investment Corp. and CJB Investment Corp. KFS Financial Services, Inc. was incorporated as a New Jersey corporation in 1994 under the name of South Bergen Financial Services, Inc., was acquired in Kearny's merger with South Bergen Savings Bank in 1999 and was renamed KFS Financial Services, Inc. in 2000. It is a service corporation subsidiary organized for selling insurance products to Bank customers and the general public through a third party networking arrangement.

KFS Investment Corp. was organized in October 2007 under New Jersey law as a New Jersey Investment Company. At June 30, 2012 and during the three-year period then ended, KFS Investment Corp. was considered inactive.

CJB Investment Corp. and its wholly-owned subsidiary, Central Delaware Investment Corp. were acquired by the Bank through the Company's acquisition of Central Jersey Bancorp in November 2010. CJB Investment Corp was organized under New Jersey law as a New Jersey Investment Company while Central Delaware Investment Corp. was organized as an investment company organized and operated under Delaware state law. Central Delaware Investment Corp. was dissolved during the year ended June 30, 2012 with its assets acquired and liabilities assumed by its parent, CJB Investment Corp.

Cash and Cash Equivalents

Cash and cash equivalents include cash and amounts due from depository institutions and interest-bearing deposits in other banks, all with original maturities of three months or less.

Securities

In accordance with applicable accounting standards, the Company classifies its investment securities into one of three portfolios: held to maturity, available for sale or trading. Investments in debt securities that we have the positive intent and ability to hold to maturity are classified as held to maturity securities and reported at amortized cost. Debt and equity securities that are bought and held principally for the purpose of selling them in the near term are classified as trading securities and reported at fair value, with unrealized holding gains and losses included in earnings. Debt and equity securities not classified as trading securities or as held to maturity securities are classified as available for sale securities and reported at fair value, with unrealized holding gains or losses, net of deferred income taxes, reported in the accumulated other comprehensive income ("OCI") component of stockholders' equity.

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".

The Company accounts for temporary impairments based upon their classification as either available for sale, held to maturity or managed within a trading portfolio. Temporary impairments on "available for sale" securities are recognized, on a tax-effected basis, through OCI 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.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

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 earnings. If neither of these conditions regarding the likelihood of the securities' sale are applicable, then, for debt securities, the other-than-temporary impairment is bifurcated into credit-related and noncredit-related components. A credit-related impairment generally represents the amount by which the present value of the cash flows that are expected to be collected on a debt security fall below its amortized cost. 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. However, noncredit-related, other-than-temporary impairments on debt securities are recognized in OCI.

Premiums and discounts on all securities are generally amortized/accreted to maturity by use of the level-yield method considering the impact of principal amortization and prepayments on mortgage-backed securities. Premiums on callable securities are generally amortized to the call date whereas discounts on such securities are accreted to the maturity date. Gain or loss on sales of securities is based on the specific identification method.

Concentration of Risk

Financial instruments which potentially subject the Company and its subsidiaries to concentrations of credit risk consist of cash and cash equivalents, loans receivable and mortgage-backed securities. Cash and cash equivalents include deposits placed in other financial institutions. At June 30, 2012, the Company had cash and cash equivalents of $155.6 million comprising funds on deposit at other institutions totaling $147.0 million and other cash-related items, consisting primarily of vault cash, totaling $8.6 million. Cash and equivalents on deposit at other institutions at June 30, 2012 comprised of $109.8 million held by the Federal Home Loan Bank ("the FHLB") of New York, $4.9 million held by the Federal Reserve ("FRB") and a total of $32.3 million held at three U.S. domestic money center banks representing funds on deposit totaling $29.2 million, $1.8 million and $1.3 million, respectively, at June 30, 2012.

Securities include concentrations of investments backed by U.S. government agencies, including the Federal National Mortgage Association ("Fannie Mae"), the Federal Home Loan Mortgage Corporation ("Freddie Mac"), the Government National Mortgage Association ("Ginnie Mae") and the Small Business Administration ("SBA"). Lesser concentration risk exists in the Bank's municipal obligations, non-agency mortgage-backed securities and single issuer trust preferred securities due to comparatively lower total balances of such securities held by the Bank and the variety of issuers represented. The Bank's lending activity is primarily concentrated in loans collateralized by real estate in the State of New Jersey. As a result, credit risk is broadly dependent on the real estate market and general economic conditions in the state. Additionally, the Bank's lending policies limit the amount of credit extended to any single borrower and their related interests thereby limiting the concentration of credit risk to any single borrower.

Loans Receivable

Loans receivable, net are stated at unpaid principal balances, net of deferred loan origination fees and costs, purchased discounts and premiums and the allowance for loan losses. Certain direct loan origination costs net of loan origination fees, are deferred and amortized, using the level-yield method, as an adjustment of yield over the contractual lives of the related loans. Unearned premiums and discounts are amortized or accreted by use of the level-yield method over the contractual lives of the related loans.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

Past Due Loans

A loan's "past due" status is generally determined based upon its "P&I delinquency" status in conjunction with its "past maturity" status, where applicable. A loan's "P&I delinquency" status is based upon the number of calendar days between the date of the earliest P&I payment due and the "as of" measurement date. A loan's "past maturity" status, where applicable, is based upon the number of calendar days between a loan's contractual maturity date and the "as of" measurement date. Based upon the larger of these criteria, loans are categorized into the following "past due" tiers for financial statement reporting and disclosure purposes: Current (including 1-29 days past due), 30-59 days, 60-89 days and 90 or more days.

Nonaccrual Loans

Loans are generally placed on nonaccrual status when contractual payments become 90 days or more past due, and are otherwise placed on nonaccrual when the Company does not expect to receive all P&I payments owed substantially in accordance with the terms of the loan agreement. Loans that become 90 days past maturity, but remain non-delinquent with regard to ongoing P&I payments may remain on accrual status if: (1) the Company expects to receive all P&I payments owed substantially in accordance with the terms of the loan agreement, past maturity status notwithstanding, and (2) the borrower is working actively and cooperatively with the Company to remedy the past maturity status through an expected refinance, payoff or modification of the loan agreement that is not expected to result in a troubled debt restructuring ("TDR") classification. All TDRs are placed on nonaccrual status for a period of no less than six months after restructuring, irrespective of past due status. The sum of nonaccrual loans plus accruing loans that are 90 days or more past due are generally defined as "nonperforming loans".

Payments received in cash on nonaccrual loans, including both the principal and interest portions of those payments, are generally applied to reduce the carrying value of the loan for financial statement purposes. When a loan is returned to accrual status, any accumulated interest payments previously applied to the carrying value of the loan during its nonaccrual period are recognized as interest income as an adjustment to the loan's yield over its remaining term.

Loans that are not considered to be TDRs are generally returned to accrual status when payments due are brought current and the Company expects to receive all remaining P&I payments owed substantially in accordance with the terms of the loan agreement. Non-TDR loans may also be returned to accrual status when a loan's payment status falls below 90 days past due and the Company: (1) expects receipt of the remaining past due amounts within a reasonable timeframe, and (2) expects to receive all remaining P&I payments owed substantially in accordance with the terms of the loan agreement.

Acquired Loans

Loans that we acquire in acquisitions subsequent to January 1, 2009 are recorded at fair value with no carryover of the related allowance for credit losses. Determining the fair value of the loans involves estimating the amount and timing of principal and interest cash flows expected to be collected on the loans and discounting those cash flows at a market rate of interest.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

The excess of cash flows expected at acquisition over the estimated fair value is referred to as the accretable discount and is recognized into interest income over the remaining life of the loan. The difference between contractually required payments at acquisition and the cash flows expected to be collected at acquisition is referred to as the nonaccretable discount. The nonaccretable discount represents estimated future credit losses expected to be incurred over the life of the loan. Subsequent decreases to the expected cash flows require us to evaluate the need for an allowance for credit losses. Subsequent improvements in expected cash flows result in the reversal of a corresponding amount of the nonaccretable discount which we then reclassify as accretable discount that is recognized into interest income over the remaining life of the loan using the interest method. Our evaluation of the amount of future cash flows that we expect to collect is performed in a similar manner as that used to determine our allowance for credit losses. Charge-offs of the principal amount on acquired loans would be first applied to the nonaccretable discount portion of the fair value adjustment.

Acquired loans that met the criteria for nonaccrual of interest prior to the acquisition may be considered performing upon acquisition, regardless of whether the customer is contractually delinquent, if we can reasonably estimate the timing and amount of the expected cash flows on such loans and if we expect to fully collect the new carrying value of the loans. As such, we may no longer consider the loan to be nonaccrual or nonperforming and may accrue interest on these loans, including the impact of any accretable discount.

Classification of Assets

In compliance with the regulatory guidelines, the Company's loan review system includes an evaluation process through which certain loans exhibiting adverse credit quality characteristics are classified "Special Mention", "Substandard", "Doubtful" or "Loss".

An asset is classified as "Substandard" if it is inadequately protected by the paying capacity and net worth of the obligor or the collateral pledged, if any. Substandard assets include those characterized by the distinct possibility that the insured institution will sustain some loss if the deficiencies are not corrected. Assets classified as "Doubtful" have all of the weaknesses inherent in those classified as "Substandard", with the added characteristic that the weaknesses present make collection or liquidation in full highly questionable and improbable, on the basis of currently existing facts, conditions and values. Assets, or portions thereof, classified as "Loss" are considered uncollectible or of so little value that their continuance as assets is not warranted.

Management evaluates loans classified as substandard or doubtful for impairment in accordance with applicable accounting requirements. As discussed in greater detail below, a valuation allowance is established through the provision for loan losses for any impairment identified through such evaluations.   To the extent that impairment identified on a loan is classified as "Loss", that portion of the loan is charged off against the allowance for loan losses. In a limited number of cases, the entire net carrying value of a loan may be determined to be impaired based upon a collateral-dependent impairment analysis. However, the borrower's adherence to contractual repayment terms precludes the recognition of a "Loss" classification and charge off. In these limited cases, a valuation allowance equal to 100% of the impaired loan's carrying value may be maintained against the net carrying value of the asset.

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Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

In the past, the Company's impaired loans with impairment were characterized by "split classifications" (ex. Substandard/Loss) with all loan impairment being ascribed a "Loss" classification by default and charge offs being recorded against the allowance for loan loss at the time such losses were realized. For loans primarily secured by real estate, which have historically comprised over 90% of the Company's loan portfolio, the recognition of impairments as "charge offs" typically coincided with the foreclosure of the property securing the impaired loan at which time the property was brought into real estate owned at its fair value, less estimated selling costs, and any portion of the loan's carrying value in excess of that amount was charged off against the ALLL.

During the year ended June 30, 2012, the Bank modified its loan classification and charge off practices to more closely align them to those of other institutions regulated by the Office of the Comptroller of the Currency ("OCC"). The OCC succeeded the Office of Thrift Supervision ("OTS") as the Bank's primary regulator effective July 21, 2011. The classification of loan impairment as "Loss" is now based upon a confirmed expectation for loss, rather than simply equating impairment with a "Loss" classification by default. For loans primarily secured by real estate, the expectation for loss is generally confirmed when: (a) impairment is identified on a loan individually evaluated in the manner described below and, (b) the loan is presumed to be collateral-dependent such that the source of loan repayment is expected to arise solely from sale of the collateral securing the applicable loan. Impairment identified on non-collateral-dependent loans may or may not be eligible for a "Loss" classification depending upon the other salient facts and circumstances that effect the manner and likelihood of loan repayment. However, loan impairment that is classified as "Loss" is now charged off against the ALLL concurrent with that classification rather than deferring the charge off of confirmed expected losses until they are "realized".

Assets which do not currently expose the Company to a sufficient degree of risk to warrant an adverse classification but have some credit deficiencies or other potential weaknesses are designated as "Special Mention" by management. Adversely classified assets, together with those rated as "Special Mention", are generally referred to as "Classified Assets". Non-classified assets are internally rated within one of four "Pass" categories or as "Watch" with the latter denoting a potential deficiency or concern that warrants increased oversight or tracking by management until remediated.

Management performs a classification of assets review, including the regulatory classification of assets, generally on a monthly basis. The results of the classification of assets review are validated by the Company's third party loan review firm during their quarterly, independent review. In the event of a difference in rating or classification between those assigned by the internal and external resources, the Company will generally utilize the more critical or conservative rating or classification. Final loan ratings and regulatory classifications are presented monthly to the Board of Directors and are reviewed by regulators during the examination process.

Allowance for Loan Losses

The allowance for loan losses is a valuation account that reflects the Company's estimation of the losses in its loan portfolio to the extent they are both probable and reasonable to estimate. The balance of the allowance is generally maintained through provisions for loan losses that are charged to income in the period that estimated losses on loans are identified by the Company's loan review system. The Company charges confirmed losses on loans against the allowance as such losses are identified. Recoveries on loans previously charged-off are added back to the allowance.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

The Company's allowance for loan loss calculation methodology utilizes a "two-tier" loss measurement process that is generally performed monthly. Based upon the results of the classification of assets and credit file review processes described earlier, the Company first identifies the loans that must be reviewed individually for impairment. Factors considered in identifying individual loans to be reviewed include, but may not be limited to, loan type, classification status, contractual payment status, performance/accrual status and impaired status.

Traditionally, the loans considered by the Company to be eligible for individual impairment review have generally represented its larger and/or more complex loans including its commercial mortgage loans, comprising multi-family and nonresidential real estate loans, as well as its construction loans and commercial business loans. During fiscal 2011, the Company expanded the scope of loans that it considers eligible for individual impairment review to also include all one-to-four family mortgage loans as well as its home equity loans and home equity lines of credit.

A reviewed loan is deemed to be impaired when, based on current information and events, it is probable that we will be unable to collect all amounts due according to the contractual terms of the loan agreement. Once a loan is determined to be impaired, management performs an analysis to determine the amount of impairment associated with that loan.

In measuring the impairment associated with collateral dependent loans, the fair value of the real estate collateralizing the loan is generally used as a measurement proxy for that of the impaired loan itself as a practical expedient. Such values are generally determined based upon a discounted market value obtained through an automated valuation module or prepared by a qualified, independent real estate appraiser.

The Company generally obtains independent appraisals on properties securing mortgage loans when such loans are initially placed on nonperforming or impaired status with such values updated approximately every six to twelve months thereafter throughout the collections, bankruptcy and/or foreclosure processes. Appraised values are typically updated at the point of foreclosure, where applicable, and approximately every six to twelve months thereafter while the repossessed property is held as real estate owned.

As supported by accounting and regulatory guidance, the Company reduces the fair value of the collateral by estimated selling costs, such as real estate brokerage commissions, to measure impairment when such costs are expected to reduce the cash flows available to repay the loan.

The Company establishes valuation allowances in the fiscal period during which the loan impairments are identified. The results of management's individual loan impairment evaluations are validated by the Company's third party loan review firm during their quarterly, independent review. Such valuation allowances are adjusted in subsequent fiscal periods, where appropriate, to reflect any changes in carrying value or fair value identified during subsequent impairment evaluations which are generally updated monthly by management.

The second tier of the loss measurement process involves estimating the probable and estimable losses which addresses loans not otherwise reviewed individually for impairment as well as those individually reviewed loans that are determined to be non-impaired. Such loans include groups of smaller-balance homogeneous loans that may generally be excluded from individual impairment analysis, and therefore collectively evaluated for impairment, as well as the non-impaired loans within categories that are otherwise eligible for individual impairment review.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

Valuation allowances established through the second tier of the loss measurement process utilize historical and environmental loss factors to collectively estimate the level of probable losses within defined segments of the Company's loan portfolio. These segments aggregate homogeneous subsets of loans with similar risk characteristics based upon loan type. For allowance for loan loss calculation and reporting purposes, the Company currently stratifies its loan portfolio into seven primary categories: residential mortgage loans, commercial mortgage loans, construction loans, commercial business loans, home equity loans, home equity lines of credit and other consumer loans. Each primary category is further stratified into subcategories that distinguish between loans originated, loans acquired through business combinations and, where relevant, loans purchased from third parties. Subcategories within commercial business loans and consumer loans also distinguish between secured and unsecured loan types while commercial business loan subcategories also identify loans originated through SBA programs.

In regard to historical loss factors, the Company's allowance for loan loss calculation calls for an analysis of historical charge-offs and recoveries for each of the defined segments within the loan portfolio. The Company currently utilizes a two-year moving average of annual net charge-off rates (charge-offs net of recoveries) by loan segment, where available, to calculate its actual, historical loss experience. The outstanding principal balance of the non-impaired portion of each loan segment is multiplied by the applicable historical loss factor to estimate the level of probable losses based upon the Company's historical loss experience.

The timeframe between when loan impairment is first identified by the Company and when such impairment may ultimately be charged off varies by loan type. For example, unsecured consumer and commercial loans are generally classified as “Loss” at 120 days past due resulting in their outstanding balances being charged off at that time.

By contrast, the timing of charges offs regarding the impairment associated with secured loans has historically been far more variable. The Company's secured loans, comprising a large majority of its loan total portfolio, consist primarily of residential and nonresidential mortgage loans and commercial/business loans secured by properties located in New Jersey where the foreclosure process currently takes 24-36 months to complete. Prior to fiscal 2012, charge offs of the impairment identified on loans secured by real estate were generally recognized upon completion of foreclosure at which time: (a) the property was brought into real estate owned at its fair value, less estimated selling costs, (b) any portion of the loan's carrying value in excess of that amount was charged off against the ALLL, and (c) the historical loss factors used in the Company's ALLL calculations were updated to reflect the actual realized loss. Accordingly, the historical loss factors used in the Company's allowance for loan loss calculations during prior periods did not reflect the probable losses on impaired loans until such time that the losses were realized as charge offs.

As a result of the noted changes to the Company's loan classification and charge off practices during fiscal 2012, the charge off of impairments relating to secured loans are now generally recognized upon the confirmation of an expected loss rather than deferring the charge off of loan impairments until such losses are realized.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

For the Company's secured loans, the condition of collateral dependency generally serves as the basis upon which a "Loss" classification is ascribed to a loan's impairment thereby confirming an expected loss and triggering charge off of that impairment. While the facts and circumstances that effect the manner and likelihood of repayment vary from loan to loan, the Company generally considers the referral of a loan to foreclosure, coupled with the absence of other viable sources of loan repayment, to be demonstrable evidence of collateral dependency. Depending upon the nature of the collections process applicable to a particular loan, an early determination of collateral dependency could result in a nearly concurrent charge off of a newly identified impairment. By contrast, a presumption of collateral dependency may only be determined after the completion of lengthy loan collection and/or workout efforts, including bankruptcy proceedings, which may extend several months or more after a loan's impairment is first identified.

Regardless, the recognition of charge offs based upon confirmed expected losses rather than realized losses has generally accelerated the timing of their recognition compared to prior years. Toward that end, the adoption of this change to the Company's ALLL methodology during fiscal 2012 resulted in the charge off of approximately $4.2 million of confirmed expected losses for which valuation allowances had been established for previously identified impairments. The historical loss factors used in the Company's allowance for loan loss calculations were updated to reflect these charge offs and have continued to reflect the charge off of confirmed expected losses since that time.

As noted, the second tier of the Company's allowance for loan loss calculation also utilizes environmental loss factors to estimate the probable losses within the loan portfolio. Environmental loss factors are based upon specific qualitative criteria representing key sources of risk within the loan portfolio. Such risk criteria includes the level of and trends in nonperforming loans; the effects of changes in credit policy; the experience, ability and depth of the lending function's management and staff; national and local economic trends and conditions; credit risk concentrations and changes in local and regional real estate values. For each category of the loan portfolio, a level of risk, developed from a number of internal and external resources, is assigned to each of the qualitative criteria utilizing a scale ranging from zero (negligible risk) to 15 (high risk). The sum of the risk values, expressed as a whole number, is multiplied by .01% to arrive at an overall environmental loss factor, expressed in basis points, for each loan category.

During prior years, the aggregate outstanding principal balance of the non-impaired loans within each loan category was simply multiplied by the applicable environmental loss factor, as described above, to estimate the level of probable losses based upon the qualitative risk criteria. To more closely align its ALLL calculation methodology to that of other institutions regulated by the OCC , the Company modified its ALLL calculation methodology to explicitly incorporate its existing credit-rating classification system into the calculation of environmental loss factors by loan type. Toward that end, the Company implemented the use of risk-rating classification "weights" into its calculation of environmental loss factors during fiscal 2012.

The Company's existing risk-rating classification system ascribes a numerical rating of "1" through "9" to each loan within the portfolio. The ratings "5" through "9" represent the numerical equivalents of the traditional loan classifications "Watch", "Special Mention", "Substandard", "Doubtful" and "Loss", respectively, while lower ratings, "1" through "4", repre risk-ratings within the least risky "Pass" category. The environmental loss factor applicable to each non-impaired loan within a category, as described above, is "weighted" by a multiplier based upon the loan's risk-rating classification. Within any single loan category, a “higher” environmental loss factor is now ascribed to those loans with comparatively higher risk-rating classifications resulting in a proportionately greater ALLL requirement attributable to such loans compared to the comparatively lower risk-rated loans within that category.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

In evaluating the impact of the level and trends in nonperforming loans on environmental loss factors, the Company first broadly considers the occurrence and overall magnitude of prior losses recognized on such loans over an extended period of time. For this purpose, losses are considered to include both charge offs as well as loan impairments for which valuation allowances have been recognized through provisions to the allowance for loan losses, but have not yet been charged off. To the extent that prior losses have generally been recognized on nonperforming loans within a category, a basis is established to recognize existing losses on loans collectively evaluated for impairment based upon the current levels of nonperforming loans within that category. Conversely, the absence of material prior losses attributable to delinquent or nonperforming loans within a category may significantly diminish, or even preclude, the consideration of the level of nonperforming loans in the calculation of the environmental loss factors attributable to that category of loans.

Once the basis for considering the level of nonperforming loans on environmental loss factors is established, the Company then considers the current dollar amount of nonperforming loans by loan type in relation to the total outstanding balance of loans within the category. A greater portion of nonperforming loans within a category in relation to the total suggests a comparatively greater level of risk and expected loss within that loan category and vice-versa.

In addition to considering the current level of nonperforming loans in relation to the total outstanding balance for each category, the Company also considers the degree to which those levels have changed from period to period. A significant and sustained increase in nonperforming loans over a 12-24 month period suggests a growing level of expected loss within that loan category and vice-versa.

As noted above, the Company considers these factors in a qualitative, rather than quantitative fashion when ascribing the risk value, as described above, to the level and trends of nonperforming loans that is applicable to a particular loan category. As with all environmental loss factors, the risk value assigned ultimately reflects the Company's best judgment as to the level of expected losses on loans collectively evaluated for impairment.

The sum of the probable and estimable loan losses calculated through the first and second tiers of the loss measurement processes as described above, represents the total targeted balance for the Company's allowance for loan losses at the end of a fiscal period. As noted earlier, the Company establishes all additional valuation allowances in the fiscal period during which additional individually identified loan impairments and additional estimated losses on loans collectively evaluated for impairment are identified. The Company adjusts its balance of valuation allowances through the provision for loan losses as required to ensure that the balance of the allowance for loan losses reflects all probable and estimable loans losses at the close of the fiscal period. Notwithstanding calculation methodology and the noted distinction between valuation allowances established on loans collectively versus individually evaluated for impairment, the Company's entire allowance for loan losses is available to cover all charge-offs that arise from the loan portfolio.

Although management believes that the Company's allowance for loans losses is established in accordance with management's best estimate, actual losses are dependent upon future events and, as such, further additions to the level of loan loss allowances may be necessary.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

Troubled Debt Restructurings

A modification to the terms of a loan is generally considered a TDR if the Bank grants a concession to the borrower that it would not otherwise consider for economic or legal reasons related to the debtor's financial difficulties. In granting the concession, the Bank's general objective is to make the best of a difficult situation by obtaining more cash or other value from the borrower or otherwise increase the probability of repayment.

A TDR may include, but is not necessarily limited to, the modification of loan terms such as a temporary or permanent reduction of the loan's stated interest rate, extension of the maturity date and/or reduction or deferral of amounts owed under the terms of the loan agreement. TDRs also include the transfer of real estate or other assets to fully or partially satisfy a borrower's loan obligations. Consequently, real estate owned acquired through foreclosure or deed-in-lieu thereof is considered a TDR.

In measuring the impairment associated with restructured loans that qualify as TDRs, the Company compares the cash flows under the loan's existing terms with those that are expected to be received in accordance with its modified terms. The difference between the comparative cash flows is discounted at the loan's effective interest rate prior to modification to measure the associated impairment. The impairment is charged off directly against the allowance for loan loss at the time of restructuring resulting in a reduction in carrying value of the modified loan that is accreted into interest income as a yield adjustment over the remaining term of the modified cash flows.

All restructured loans that qualify as TDRs are placed on nonaccrual status for a period of no less than six months after restructuring, irrespective of the borrower's adherence to a TDR's modified repayment terms during which time TDRs continue to be adversely classified and reported as impaired. TDRs may be returned to accrual status if (1) the borrower has paid timely P&I payments in accordance with the terms of the restructured loan agreement for no less than six consecutive months after restructuring, and (2) the Company expects to receive all P&I payments owed substantially in accordance with the terms of the restructured loan agreement at which time the loan may also be returned to a non-adverse classification while retaining its impaired status.

Premises and Equipment

Land is carried at cost. Buildings and improvements, furnishings and equipment and leasehold improvements are carried at cost, less accumulated depreciation and amortization computed on the straight-line method over the following estimated useful lives:

	Years
Building and improvements	10 - 50
Furnishings and equipment	4 - 20
Leasehold improvements	Shorter of useful lives or lease

term

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

Construction in progress primarily represents facilities under construction for future use in our business and includes all costs to acquire land and construct buildings, as well as capitalized interest during the construction period. Interest is capitalized at the Bank's average cost of interest-bearing liabilities.

Significant renewals and betterments are charged to the premises and equipment account. Maintenance and repairs are charged to operations in the year incurred. Rental income is netted against occupancy costs in the consolidated statements of income.

Federal Home Loan Bank Stock

Federal law requires a member institution of the FHLB system to hold restricted stock of its district FHLB according to a predetermined formula. The restricted stock is carried at cost, less any applicable impairment.

Goodwill and Other Intangible Assets

Goodwill and other intangible assets principally represent the excess cost over the fair value of the net assets of the institutions acquired in purchase transactions. Goodwill is evaluated annually by reporting unit and an impairment loss recorded if indicated. The impairment test is performed in two phases. The first step of the goodwill impairment test compares the fair value of the reporting unit with its carrying amount, including goodwill. If the fair value of the reporting unit exceeds its carrying amount, goodwill of the reporting unit is considered not impaired; however, if the carrying amount of the reporting unit exceeds its fair value, an additional procedure must be performed. That additional procedure compares the implied fair value of the reporting unit's goodwill with the carrying amount of that goodwill. An impairment loss is recorded to the extent that the carrying amount of goodwill exceeds its implied fair value. No impairment charges were required to be recorded in the years ended June 30, 2012, 2011 or 2010. If an impairment loss is determined to exist in the future, such loss will be reflected as an expense in the consolidated statements of income in the period in which the impairment loss is determined. The balance of other intangible assets at June 30, 2012 totaled $652,000 representing the remaining unamortized balance of the original core deposit intangible ascribed to the value of deposits acquired by the Bank through the Company's acquisition of Central Jersey Bancorp in November 2010.

Bank Owned Life Insurance

Bank owned life insurance is accounted for using the cash surrender value method and is recorded at its realizable value. The change in the net asset value is recorded as a component of non-interest income. Effective July 1, 2008, the Company adopted revised accounting guidance concerning accounting for deferred compensation and postretirement benefit aspects of endorsement split-dollar life insurance arrangements. The Company recognized the cumulative effect of adopting the consensus by recording a deferred liability of approximately $480,000, representing the estimated cost of postretirement life insurance benefits accruing to applicable employees and directors covered by an endorsement split-dollar life insurance arrangement, offset by an equivalent adjustment to retained earnings. The Company recorded additional expense of approximately $25,000, $37,000 and $39,000 for the years ended June 30, 2012, 2011 and 2010, respectively, attributable to the increase in the deferred liability.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

Servicing

Loan servicing assets are recognized separately when rights are acquired through purchase or through sale of financial assets. Under the applicable accounting guidance regarding servicing assets and liabilities, servicing rights resulting from the sale or securitization of loans originated by the Company are initially measured at fair value at the date of transfer. The Company subsequently measures each class of servicing asset using either the fair value or the amortization method. The Company has elected to initially and subsequently measure the loan servicing rights for U.S. Small Business Administration (“SBA”) loans using the amortization method. Under the amortization method, servicing rights are amortized in proportion to and over the period of estimated net servicing income. The amortized assets are assessed for impairment or increased obligation based on fair value at each reporting date. The Company originates SBA loans and typically sells the U.S. Government guaranteed portion of the outstanding loan balance to investors, with servicing retained. Servicing rights fees, which are usually based on a percentage of the outstanding principal balance of the loan, are recorded for servicing functions. These servicing rights are recorded as other assets in the consolidated statements of financial condition. As of June 30, 2012, the balance of the Company’s loan servicing assets totaled approximately $446,000.

Fair value is based on market prices for comparable loan servicing contracts, when available, or alternatively, is based on a valuation model that calculates the present value of estimated future net servicing income. The valuation model incorporates assumptions that market participants would use in estimating future net servicing income, such as the cost to service, the discount rate, the custodial earnings rate, an inflation rate, ancillary income, prepayment speeds and default rates and losses. These variables change from quarter to quarter as market conditions and projected interest rates change, and may have an adverse impact on the value of the servicing right and result in a reduction to noninterest income.

Each class of separately recognized servicing assets subsequently measured using the amortization method are evaluated and measured for impairment. Impairment is determined by stratifying rights into tranches based on predominant characteristics, such as interest rate, loan type and investor type. Impairment is recognized through a valuation allowance for an individual tranche, to the extent that fair value is less than the carrying amount of the servicing assets for that tranche. The valuation allowance is adjusted to reflect changes in the measurement of impairment after the initial measurement of impairment. Changes in valuation allowances are reported with gain/(loss) on sale of loans held-for-sale on the income statement. Fair value in excess of the carrying amount of servicing assets for that stratum is not recognized.

Servicing fee income is recorded for fees earned for servicing loans. The fees are based on a contractual percentage of the outstanding principal; or a fixed amount per loan and are recorded as income when earned. The amortization of loan servicing rights is netted against loan servicing fee income.

Transfers of Financial Assets

Transfers of financial assets are accounted for as sales, when control over the assets has been surrendered. Control over transferred assets is deemed to be surrendered when (1) the assets have been isolated from the Company—put presumptively beyond the reach of the transferor and its creditors, even in bankruptcy or other receivership, (2) the transferee obtains the right (free of conditions that constrain it from taking advantage of that right) to pledge or exchange the transferred assets, and (3) the Company does not maintain effective control over the transferred assets through an agreement to repurchase them before their maturity or the ability to unilaterally cause the holder to return specific assets.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

Income Taxes

The Company and its subsidiaries file consolidated federal income tax returns. Federal income taxes are allocated to each entity based on their respective contributions to the taxable income of the consolidated income tax returns. Separate state income tax returns are filed for the Company and each of its subsidiaries on an unconsolidated basis.

Federal and state income taxes have been provided on the basis of the Company's income or loss as reported in accordance with GAAP. The amounts reflected on the Company's state and federal income tax returns differ from these provisions due principally to temporary differences in the reporting of certain items for financial statement reporting and income tax reporting purposes. The tax effect of these temporary differences is accounted for as deferred taxes applicable to future periods. Deferred income tax expense or benefit is determined by recognizing deferred tax assets and liabilities for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in earnings in the period that includes the enactment date. The realization of deferred tax assets is assessed and a valuation allowance provided for the full amount which is not more likely than not to be realized.

The Company identified no significant income tax uncertainties through the evaluation of its income tax positions as of June 30, 2012. Therefore, the Company has no unrecognized income tax benefits at June 30, 2012. Our policy is to recognize interest and penalties on unrecognized tax benefits in income tax expense in the consolidated statements of income. The Company recognized no interest and penalties during the years ended June 30, 2012, 2011 and 2010, respectively. The tax years subject to examination by the taxing authorities are the years ended June 30, 2011, 2010 and 2009.

Other Comprehensive Income

The Company records unrealized gains and losses, net of deferred income taxes, on available for sale mortgage-backed and non-mortgage-backed securities in accumulated other comprehensive income. Unrealized losses on available for sale securities recorded through OCI are generally considered "temporary" security impairments. However, the Company also records noncredit-related, "other-than-temporary" security impairments on both the available for sale and held to maturity debt securities, where applicable, through OCI in circumstances where the sale of the security is unlikely. Realized gains and losses, if any, are reclassified to non-interest income upon sale of the related securities. The Company has elected to report the effects of OCI in the consolidated statements of stockholders' equity.

OCI also includes benefit plans amounts recognized in accordance with applicable accounting standards. This adjustment to OCI reflects, net of tax, transition obligations, prior service costs and unrealized net losses that had not been recognized in the consolidated financial statements prior to the implementation of those standards.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

Interest Rate Risk

The Bank is principally engaged in the business of attracting deposits from the general public and using these deposits, together with other funds, to originate or purchase loans for its portfolio and invest in securities. Taken together, these activities present interest rate risk to the Company's earnings and capital that generally arise from differences between the timing of rate changes and the timing of cash flows (re-pricing risk); from changing rate relationships among yield curves that affect bank activities (basis risk); from changing rate relationships across the spectrum of maturities (yield curve risk); and from interest-rate-related options embedded in bank products (option risk).

In particular, interest rate risk within the Bank's balance sheet results from the generally shorter duration of its interest-sensitive liabilities compared to the generally longer duration of its interest-sensitive assets. In a rising rate environment, liabilities will re-price faster than assets. As a result, the Bank's cost of interest- bearing liabilities will increase faster than its yield on interest-earning assets, thereby reducing the Bank's net interest rate spread and net interest margin and adversely impacting net income. A similar result occurs when the interest rate yield curve "flattens"; that is, when increases in shorter term market interest rates outpace the change in longer term market interest rates or when decreases in longer term interest rates outpace the change in shorter term interest rates. In both cases, the re-pricing characteristics of the Bank's assets and liabilities result in a decrease in the Bank's net interest rate spread and net interest margin.

Conversely, an overall reduction in market interest rates, or a "steepening" of the yield curve, generally enhances the Bank's net interest rate spread and net interest margin which, in turn, enhances net income. However, the positive effect on earnings from such movements in interest rates may be diminished as the pace of borrower refinancing increases resulting in the Company's higher yielding loans and mortgage-backed securities being replaced with lower yielding assets at an accelerated rate.

For these reasons, management regularly monitors the maturity and re-pricing structure of the Bank's assets and liabilities throughout a variety of interest rate scenarios in order to measure and manage its level of interest-rate risk in relation to the goals and objectives of its strategic business plan.

Net Income per Common Share ("EPS")

Basic EPS is based on the weighted average number of common shares actually outstanding adjusted for the Employee Stock Ownership Plan ("the ESOP") shares not yet committed to be released. Diluted EPS reflects the potential dilution that could occur if securities or other contracts to issue common stock, such as outstanding stock options, were exercised or converted into common stock or resulted in the issuance of common stock that then shared in the earnings of the Company. Diluted EPS is calculated by adjusting the weighted average number of shares of common stock outstanding to include the effect of contracts or securities exercisable or which could be converted into common stock, if dilutive, using the treasury stock method. Shares issued and reacquired during any period are weighted for the portion of the period they were outstanding.

Stock Compensation Plans

Upon approval of the Kearny Financial Corp. 2005 Stock Compensation and Incentive Plan on October 24, 2005, the Company adopted applicable accounting standards requiring the expensing of the fair value of all options granted over their vesting periods and the fair value of all share-based compensation granted over the requisite service periods.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 1 - Summary of Significant Accounting Policies (continued)

Advertising Expenses

The Company expenses advertising and marketing costs as incurred.

Reclassification

Certain amounts as of and for the years ended June 30, 2011 and 2010 have been reclassified to conform to the current year's presentation. These changes had no effect on the Company's results of operations.

Subsequent Events

The Company has evaluated events and transactions occurring subsequent to the consolidated statement of condition date of June 30, 2012, 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.

Merger-related Expenses

Merger-related expenses are recorded in the consolidated statements of income and include costs relating to Kearny Financial Corp.'s acquisition of Central Jersey Bancorp as described in Note 2 below. These charges represent one-time costs associated with acquisition activities and do not represent ongoing costs of the fully integrated combined organization. Accounting guidance requires that acquisition-related transaction and restructuring costs incurred by the Company after June 30, 2009 be charged to expense as incurred. Previously, such expenses were included as part of the consideration paid and effectively recorded as an adjustment to goodwill.

Note 2 – Acquisition of Central Jersey Bancorp

On November 30, 2010, the Company completed its acquisition of Central Jersey Bancorp ("Central Jersey") and its wholly owned subsidiary, Central Jersey Bank, National Association ("Central Jersey Bank"). The transaction qualified as a tax-free reorganization for federal income tax purposes. The final consideration paid in the transaction totaled $82.1 million which included $70.5 million paid to stockholders of Central Jersey at a price of $7.50 per outstanding share and $11.6 million paid to the U.S. Department of Treasury ("U.S. Treasury") for the redemption of the 11,300 shares of Fixed Rate Cumulative Perpetual Preferred Stock, Series A and related warrant originally issued by Central Jersey to the U.S. Treasury under the TARP Capital Purchase Plan.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 2 – Acquisition of Central Jersey Bancorp (continued)

The Company accounted for the transaction using applicable accounting guidance regarding business combinations resulting in the recognition of pre-tax merger-related expenses totaling $3.5 million and $373,000 during the years ended June 30, 2011 and 2010, respectively. The Company recognized no merger-related expenses during the year ended June 30, 2012. Additionally, the Company recorded the assets acquired and liabilities assumed through the merger at fair value as summarized in the following table (in thousands).

Consideration Paid:	
Cash for outstanding shares paid to Central Jersey shareholders	$70,455
Cash paid to U.S. Department of Treasury for redemption of Central Jersey preferred shares and related warrant	11,620
Total consideration paid	$82,075
Recognized amounts of identifiable assets acquired and liabilities assumed, at fair value:	
Cash and cash equivalents	$57,546
Investment securities	128,948
Net loans receivable	347,721
Mortgage-backed securities	34,447
Premises and equipment	5,151
Federal Home Loan Bank stock	1,195
Interest receivable	2,087
Bank owned life insurance	3,929
Deferred income tax assets, net	3,068
Core deposit intangible	903
Other assets	5,539
Fair value of assets acquired	590,534
Deposits	476,791
Federal Home Loan Bank advances	11,593
Subordinated debentures	5,155
Other borrowings	37,482
Other liabilities	3,766
Fair value of liabilities assumed	534,787
Total identifiable net assets	55,747
Goodwill	26,328
Total	$82,075

The amount reported above for goodwill includes a net increase of $48,000 recorded during the quarter ended June 30, 2011. The net adjustment reflects increases to goodwill resulting from a $819,000 reduction in net deferred income tax assets acquired and a $203,000 increase in accrued expenses reflected in the fair value of other liabilities assumed. These adjustments to goodwill were partially offset by a net increase of $71,000 in the fair value of other assets acquired resulting from the recognition of $155,000 in miscellaneous receivables that was partially offset by an $84,000 reduction in the value of the loan servicing asset acquired. Finally, the change in goodwill during the quarter ended June 30, 2011 also reflected the recognition of a core deposit intangible totaling $903,000, as discussed below. While adjustments to goodwill are generally allowed for a period of up to one year following the acquisition date, no additional adjustments to goodwill were recorded during the fiscal year ended June 30, 2012. None of the goodwill is deductible for income tax purposes.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 2 – Acquisition of Central Jersey Bancorp (continued)

The Company estimated the fair value of non-impaired loans acquired from Central Jersey by utilizing a methodology wherein loans with comparable characteristics were aggregated by type of collateral, remaining maturity, and repricing terms. Cash flows for each pool were projected using an estimate of future credit losses and rate of prepayments. Projected monthly cash flows were then discounted to present value using a risk-adjusted market rate for similar loans. The portion of the fair valuation attributable to expected future credit losses on non-impaired loans totaled approximately $3.5 million or 1.05% of their outstanding balances.

To estimate the fair value of impaired loans, the Company analyzed the value of the underlying collateral of the loans, assuming the fair values of the loans are derived from the eventual sale of the collateral. The value of the collateral was generally based on recently completed appraisals. The Company discounted these values using market derived rates of return, with consideration given to the period of time and costs associated with the foreclosure and disposition of the collateral. The portion of the fair valuation attributable to expected future credit losses on impaired loans totaled approximately $7.6 million.

There was no carryover of Central Jersey's allowance for loan losses associated with the loans acquired as the loans were initially recorded at fair value. Information about the loans acquired from Central Jersey as of November 30, 2010 is as follows (in thousands):

Contractually required principal and interest at acquisition	$468,977
Contractual cash flows not expected to be collected	(8,005)
Expected cash flows at acquisition	460,972
Interest component of expected cash flows	(113,251)
Fair value of acquired loans	$347,721

At June 30, 2012, the remaining outstanding principal balance and carrying amount of the loans acquired from Central Jersey totaled approximately $263,436,000 and $258,810,000, respectively, while those same balances at June 30, 2011 totaled approximately $318,753,000 and $314,905,000, respectively.

Included in the interest component of expected cash flows in the table above is the accretable yield of $2.1 million originally attributed to the impaired loans acquired from Central Jersey. Accretable yield is the amount by which the undiscounted expected cash flows of the impaired loans acquired exceed their estimated fair value. This amount is accreted into interest income over the lives of the loans.

The accretable yield may be affected when actual or expected cash flows vary significantly from those originally expected at acquisition. In general, cash flows that fall below those originally expected at acquisition will result in impairment requiring the establishment of a specific valuation allowance established through the provision for loan losses. Conversely, cash flows that significantly exceed those originally expected at acquisition are recognized prospectively as an increase to the loan's accretable yield over its remaining life.

At June 30, 2012, the remaining outstanding principal balance and carrying amount of the credit-impaired loans acquired from Central Jersey totaled approximately $12,586,000 and $8,439,000, respectively. At June 30, 2011, those same balances totaled approximately $14,379,000 and $10,636,000, respectively.

At June 30, 2012, the carrying amount of credit-impaired loans acquired from Central Jersey for which interest is not being recognized due to the uncertainty of the cash flows relating to such loans totaled $2,967,000 while the carrying amount of such loans totaled $3,601,000 at June 30, 2011 and $5,035,000 upon acquisition.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 2 – Acquisition of Central Jersey Bancorp (continued)

The balance of the allowance for loan losses at June 30, 2012 included approximately $59,000 of valuation allowances for specifically identified impairments attributable to two credit-impaired loans acquired from Central Jersey. The total amount of the impairment on the applicable loans totaled $40,000 at June 30, 2011. The net increase in the valuation allowance was recorded through the provision for loan losses in recognition of the additional impairment recognized on the applicable loans subsequent to their acquisition.

The following table presents the changes in the accretable yield relating to the impaired loans acquired from Central Jersey for the years ended June 30, 2012 and 2011.

	Year Ended June 30, 2012 (in thousands)	Year Ended June 30, 2011 (in thousands)
Beginning balance	$ 1,718	$ -
Additions resulting from acquisition	-	2,105
Accretion to interest income	(360)	(382)
Disposals	-	(5)
Reclassifications from/(to) nonaccretable difference	103	-
Ending balance	$ 1,461	$ 1,718

The fair values of investment securities, including mortgage-backed and non-mortgage backed securities, were primarily determined by obtaining matrix pricing, which is a mathematical technique widely used in the industry to value debt securities without relying exclusively on quoted prices for the specific securities but rather by relying on the securities' relationship to other benchmark quoted securities.

The fair value of savings and transaction deposit accounts acquired from Central Jersey was assumed to approximate the carrying value as these accounts have no stated maturity and are payable on demand. The fair valuation of these deposits included a core deposit analysis which considered several factors in estimating the value of the intangible associated with such accounts. Such factors included an assumption for an initial run off rate of five percent coupled with an annual attrition rate thereafter based upon the weighted average age of the products by deposit category. Other factors considered included assumptions for the ongoing non-interest income and non-interest expenses relating to the applicable accounts which were based upon historical information. Based upon these factors, the Company projected cash flows which were present valued using applicable market interest rates for discounting. These cash flows were then compared to those applicable to alternative funding sources assumed to be borrowings from the Federal Home Loan Bank of New York. Based upon this analysis, a core deposit intangible totaling approximately $903,000 or 0.28% of applicable core deposit balances at acquisition was ascribed to the value of non-maturity deposits.

Certificates of deposit accounts were valued utilizing a discounted cash flow analysis based upon the underlying accounts' contractual maturities and interest rates. The present value of the projected cash flows was then determined using discount rates based upon certificate of deposit interest rates available in the marketplace for accounts with similar terms.

The acquired borrowings were valued utilizing a discounted cash flow analysis based upon the underlying contractual maturities, interest rates and, where applicable, repricing and amortization terms applicable to each borrowing. The present value of the projected cash flow for each borrowing was then determined using discount rates based upon interest rates available in the marketplace for borrowings with similar terms.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 2 – Acquisition of Central Jersey Bancorp (continued)

Direct costs related to the merger were expensed as incurred. During the year ended June 30, 2011, the Company incurred $3.5 million in merger-related expenses attributable to the acquisition of Central Jersey. Such costs included legal expenses of $199,000, investment banking and other professional service fees totaling $842,000, employment severance charges totaling $360,000, service provider severance and conversion-related charges totaling $2.1 million, respectively, and other merger-related expenses of $8,000.

The following table presents unaudited pro forma information as if the acquisition of Central Jersey had occurred on July 1, 2009. This pro forma information gives effect to certain adjustments, including purchase accounting fair value adjustments and the related income tax effects. The pro forma information does not necessarily reflect the results of operations that would have occurred had the Company merged with Central Jersey at the beginning of fiscal 2010. In particular, expected cost savings and acquisition integration costs are not fully reflected in the unaudited pro forma amounts.

	Pro Forma Year Ended	
	June 30, 2011 (In Thousands, Except Per Share Data)	June 30, 2010 (In Thousands, Except Per Share Data)
Net interest income	$ 76,119	$ 76,090
Non-interest income	5,663	6,161
Non-interest expense	68,017	61,732
Net income	5,670	8,641
Net income per common shares (EPS)		
Basic and diluted	0.08	0.13

The amounts of revenue, expense and net income attributable to Central Jersey since the acquisition date included in the consolidated statement of operations for the year ended June 30, 2012 and 2011 are not separately disclosed. The Companies' financial records have been integrated in a manner that does not allow for the accurate or efficient bifurcation of the Company's ongoing statement of operations between the components attributable to Central Jersey and those attributable to the remainder of the Company.

Note 3 – Recent Accounting Pronouncements

In April 2011, the FASB issued Accounting Standards Update 2011-03 which clarifies the accounting principles applied to repurchase agreements, as set forth by FASB ASC Topic 860, Transfers and Servicing. This ASU, entitled Reconsideration of Effective Control for Repurchase Agreements, amends one of three criteria used to determine whether or not a transfer of assets may be treated as a sale by the transferor. Under Topic 860, the transferor may not maintain effective control over the transferred assets in order to qualify as a sale. This ASU eliminates the criteria under which the transferor must retain collateral sufficient to repurchase or redeem the collateral on substantially agreed upon terms as a method of maintaining effective control. This ASU is effective for interim and annual reporting periods beginning on or after December 31, 2011, and requires prospective application to transactions or modifications of transactions which occur on or after the effective date. Early adoption is not permitted. The implementation of the new pronouncement did not have a material impact on the Company's consolidated financial position or results of operations.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 3 – Recent Accounting Pronouncements (continued)

In June 2011, the FASB issued Accounting Standards Update 2011-05 which amends FASB ASC Topic 220, Comprehensive Income, to facilitate the continued alignment of U.S. GAAP with International Accounting Standards. The ASU prohibits the presentation of the components of comprehensive income in the statement of stockholder's equity. Reporting entities are allowed to present either: a statement of comprehensive income, which reports both net income and other comprehensive income; or separate, but consecutive, statements of net income and other comprehensive income. Under previous GAAP, all three presentations were acceptable. Regardless of the presentation selected, the Reporting Entity is required to present all reclassifications between other comprehensive and net income on the face of the new statement or statements. The provisions of this ASU are effective for fiscal years, and interim periods within those years, beginning after December 31, 2011 for public entities. As the two remaining options for presentation existed prior to the issuance of this ASU, early adoption is permitted. The Company is currently evaluating the potential impact the new pronouncement will have on its consolidated financial statements.

In September 2011, the FASB issued Accounting Standards Update 2011-08, Testing Goodwill for Impairment. The purpose of this ASU is to simplify how entities test goodwill for impairment by adding a new first step to the preexisting goodwill impairment test under ASC Topic 350, Intangibles – Goodwill and Other. This amendment gives the entity the option to first assess a variety of qualitative factors such as economic conditions, cash flows, and competition to determine whether it was more likely than not that the fair value of goodwill has fallen below its carrying value. If the entity determines that it is not likely that the fair value has fallen below its carrying value, then the entity will not have to complete the original two-step test under Topic 350. The amendments in this ASU are effective for impairment tests performed for fiscal years beginning after December 15, 2011. Early adoption is permitted. The Company is currently evaluating the potential impact the new pronouncement will have on its consolidated financial statements.

In September 2011, the FASB issued Accounting Standards Update 2011-09, Disclosures about an Employer's Participation in a Multiemployer Plan. This update creates additional disclosures for employers participating in multiemployer pension plans to provide clarity with regard to the employer's involvement in the plan, as well as the financial health of the plan itself. Participating employers will now be required to disclose plan names, contribution amounts, funded status, minimum contribution requirements, and other relevant plan information for all years presented on the statement of income. The ASU does not amend the accounting requirements for such contributions and liabilities, and as such will only impact the level of disclosure made with regard to the plan. For public companies, the amendments of this ASU are effective for annual periods for fiscal years ending after December 15, 2011. Early adoption by both public and nonpublic entities is permitted. The implementation of the new pronouncement did not have a material impact on the Company's consolidated financial position or results of operations.

In December 2011, the FASB issued ASU 2011-12, Deferral of the Effective Date to the Presentation of Reclassifications of Items Out of Accumulated Other Comprehensive Income in Accounting Standards Update 2011-05. In response to stakeholder concerns regarding the operational ramifications of the presentation of these reclassifications for current and previous years, the FASB has deferred the implementation date of this provision to allow time for further consideration. The requirement in ASU 2011-05, Presentation of Comprehensive Income, for the presentation of a combined statement of comprehensive income or separate, but consecutive, statements of net income and other comprehensive income is still effective for fiscal years, and interim periods within those years, beginning after December 15, 2011 for public companies. The Company is currently evaluating the potential impact the new pronouncement will have on its consolidated financial statements.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 4 – Stock Offering and Stock Repurchase Plans

On June 7, 2004, the Board of Directors of the Company and the Bank adopted a plan of stock issuance pursuant to which the Company subsequently sold common stock representing a minority ownership of the estimated pro forma market value of the Company to eligible depositors of the Bank. Kearny MHC (the "MHC") retained 70% of the outstanding common stock, or 50,916,250 shares. The MHC is a federally-chartered mutual holding company organized on March 30, 2001, and was previously subject to regulation by the Office of Thrift Supervision. Concurrent with the elimination of the Office of Thrift Supervision on July 21, 2011, the Federal Reserve became the primary regulator of the MHC. So long as the MHC is in existence, it will continue to own a majority of the outstanding common stock of the Company.

On March 23, 2012, the Company announced that the Board of Directors authorized a stock repurchase plan to acquire up to 802,780 shares, or 5% of the Company's outstanding stock held by persons other than Kearny MHC. Through June 30, 2012 the Company has repurchased a total of 35,800 shares in accordance with this repurchase plan at a total cost of $335,000 and at an average cost per share of $9.35.

During the years ended June 30, 2012, 2011 and 2010, the federally chartered mutual holding company of the Company, Kearny MHC, waived its right, upon non-objection from the Office of Thrift Supervision to receive cash dividends of $7,187,000, $10,183,000 and $9,883,000, respectively, declared by the Company during the year. The MHC elected to receive $450,000, $-0- and $300,000 of such dividends during the fiscal years ended June 30, 2012, 2011 and 2010, respectively.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 5 - Securities Available for Sale

Amortized cost, gross unrealized gains and losses and estimated fair value of securities at June 30, 2012 and 2011 and stratification by contractual maturity of securities at June 30, 2012 are presented below:

	June 30, 2012			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Carrying Value
	(In Thousands)			
Securities:				
Debt securities:				
Trust preferred securities	$8,871	$-	$2,158	$6,713
U.S. agency securities	5,742	148	1	5,889
Total securities	14,613	148	2,159	12,602
Mortgage-backed securities:				
Collateralized mortgage obligations:				
Federal National Mortgage Association	2,493	30	-	2,523
Total collateralized mortgage obligations	2,493	30	-	2,523
Mortgage pass-through securities:				
Government National Mortgage Association	10,804	903	17	11,690
Federal Home Loan Mortgage Corporation	447,173	13,357	21	460,509
Federal National Mortgage Association	727,903	27,512	33	755,382
Total mortgage pass-through securities	1,185,880	41,772	71	1,227,581
Total mortgage-backed securities	1,188,373	41,802	71	1,230,104
Total securities available for sale	$1,202,986	$41,950	$2,230	$1,242,706

	At June 30, 2012	
	Amortized Cost	Fair Value
	(In Thousands)	
Debt securities available for sale:		
Due in one year or less	$ -	$ -
Due after one year through five years	-	-
Due after five years through ten years	44	44
Due after ten years	14,569	12,558

	$ 14,613	$ 12,602

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 5 - Securities Available for Sale (continued)

	June 30, 2011			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Carrying Value
	(In Thousands)			
Securities:				
Debt securities:				
Trust preferred securities	$8,863	$-	$1,416	$7,447
U.S. agency securities	6,657	-	66	6,591
Obligations of state and political subdivisions	30,625	10	-	30,635
Total securities	46,145	10	1,482	44,673
Mortgage-backed securities:				
Collateralized mortgage obligations:				
Federal National Mortgage Association	3,437	28	-	3,465
Total collateralized mortgage obligations	3,437	28	-	3,465
Mortgage pass-through securities:				
Government National Mortgage Association	12,614	991	24	13,581
Federal Home Loan Mortgage Corporation	380,387	10,092	31	390,448
Federal National Mortgage Association	635,969	17,175	391	652,753
Total mortgage pass-through securities	1,028,970	28,258	446	1,056,782
Total mortgage-backed securities	1,032,407	28,286	446	1,060,247
Total securities available for sale	$1,078,552	$28,296	$1,928	$1,104,920

During the years ended June 30, 2012, 2011 and 2010, proceeds from sales of securities available for sale totaled $51.3 million, $26.5 million and $34.2 million and resulted in gross gains of $53,000, $784,000 and $1.5 million and gross losses of $-0-, $7,000 and $-0-, respectively.

At June 30, 2102 and 2011, securities available for sale with carrying value of approximately $292.8 million and $317.8 million, respectively, were utilized as collateral for borrowings through the FHLB of New York. As of those same dates, securities available for sale with carrying value of approximately $7.2 million and $10.6 million, respectively, were pledged to secure public funds on deposit.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 5 - Securities Available for Sale (continued)

The Company’s available for sale mortgage-backed securities are generally secured by residential mortgage loans with original contractual maturities of ten to thirty years. However, the effective lives of those securities are generally shorter than their contractual maturities due to principal amortization and prepayment of the mortgage loans comprised within those securities. Investors in mortgage pass-though securities generally share in the receipt of principal repayments on a pro-rata basis as paid by the borrowers. By comparison, collateralized mortgage obligations generally represent individual tranches within a larger investment vehicle that is designed to distribute cash flows received on securitized mortgage loans to investors in a manner determined by the overall terms and structure of the investment vehicle and those applying to the individual tranches within that structure.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 6 - Securities Held to Maturity

Amortized cost, gross unrealized gains and losses and estimated fair value of securities at June 30, 2012 and 2011 and stratification by contractual maturity of securities at June 30, 2012 are presented below:

	June 30, 2012			
	Carrying Value	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
	(In Thousands)			
Securities:				
Debt securities:				
U.S. agency securities	$32,426	$172	$-	$32,598
Obligations of state and political subdivisions	2,236	4	-	2,240
Total securities	34,662	176	-	34,838
Mortgage-backed securities:				
Collateralized mortgage obligations:				
Federal Home Loan Mortgage Corporation	38	5	-	43
Federal National Mortgage Association	511	62	-	573
Non-agency securities	146	-	13	133
Total collateralized mortgage obligations	695	67	13	749
Mortgage pass-through securities:				
Federal Home Loan Mortgage Corporation	120	5	-	125
Federal National Mortgage Association	275	10	-	285
Total mortgage pass-through securities	395	15	-	410
Total mortgage-backed securities	1,090	82	13	1,159
Total securities held to maturity	$35,752	$258	$13	$35,997

	At June 30, 2012	
	Amortized Cost	Fair Value
	(In Thousands)	
Debt securities held to maturity:		
Due in one year or less	$ 2,236	$ 2,240
Due after one year through five years	32,426	32,598

Due after five years through ten years	-	-
Due after ten years	-	-
	$ 34,662	$ 34,838

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Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 6 – Securities Held to Maturity (continued)

	June 30, 2011			
	Carrying Value	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
	(In Thousands)			
Securities:				
Debt securities:				
U.S. agency securities	$103,458	$576	$1	$104,033
Obligations of state and political subdivisions	3,009	10	-	3,019
Total securities	106,467	586	1	107,052
Mortgage-backed securities:				
Collateralized mortgage obligations:				
Federal Home Loan Mortgage Corporation	67	5	-	72
Federal National Mortgage Association	618	68	-	686
Non-agency securities	203	1	17	187
Total collateralized mortgage obligations	888	74	17	945
Mortgage pass-through securities:				
Federal Home Loan Mortgage Corporation	145	4	-	149
Federal National Mortgage Association	312	10	-	322
Total mortgage pass-through securities	457	14	-	471
Total mortgage-backed securities	1,345	88	17	1,416
Total securities held to maturity	$107,812	$674	$18	$108,468

During the years ended June 30, 2012, 2011 and 2010, proceeds from sales of securities held to maturity totaled $32,000, $34,000 and $1.1 million, respectively, resulting in gross losses of $6,000, $28,000 and $1.0 million, respectively. The proceeds and losses for each year were fully attributable to the sale of the Company's non-investment grade, non-agency collateralized mortgage obligations. These securities were originally acquired as investment grade securities upon the in-kind redemption of the Bank's interest in the AMF Fund during the first quarter of fiscal 2009. The ratings of these securities subsequently declined below investment grade with most ultimately being identified as other-than-temporarily impaired resulting in their eligibility for sale from the held-to-maturity portfolio.

At June 30, 2012 and 2011, held to maturity securities were not utilized as collateral for borrowings nor pledged to secure public funds on deposit.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 6 – Securities Held to Maturity (continued)

The Company's held to maturity mortgage-backed securities are generally secured by residential mortgage loans with original contractual maturities of ten to thirty years. However, the effective lives of those securities are generally shorter than their contractual maturities due to principal amortization and prepayment of the mortgage loans comprised within those securities. Investors in mortgage pass-though securities generally share in the receipt of principal repayments on a pro-rata basis as paid by the borrowers. By comparison, collateralized mortgage obligations generally represent individual tranches within a larger investment vehicle that is designed to distribute cash flows received on securitized mortgage loans to investors in a manner determined by the overall terms and structure of the investment vehicle and those applying to the individual tranches within that structure.

Note 7 – Impairment of Securities

The following two tables summarize the fair values and gross unrealized losses within the available for sale and held to maturity portfolios. The gross unrealized losses, presented by security type, represent temporary impairments of value within each portfolio as of the dates presented. Temporary impairments within the available for sale portfolio have been recognized through other comprehensive income as reductions in stockholders' equity on a tax-effected basis.

The tables are followed by a discussion that summarizes the Company's rationale for recognizing certain impairments as "temporary" versus those identified as "other-than-temporary". Such rationale is presented by investment type and generally applies consistently to both the "available for sale" and "held to maturity" portfolios, except where specifically noted.

	Less than 12 Months		12 Months or More		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
	(In Thousands)					
Securities available for sale:						
June 30, 2012:						
Trust preferred securities	$-	$-	$5,713	$2,158	$5,713	$2,158
U.S. agency securities	-	-	116	1	116	1
Mortgage pass-through securities	3,173	13	922	58	4,095	71
Total	$3,173	$13	$6,751	$2,217	$9,924	$2,230
June 30, 2011:						
Trust preferred securities	$-	$-	$6,447	$1,416	$6,447	$1,416
U.S. agency securities	3,631	63	2,896	3	6,527	66
	85,831	366	1,221	80	87,052	446

Mortgage pass-through securities						
Total	$89,462	$429	$10,564	$1,499	$100,026	$1,928

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 7 – Impairment of Securities (continued)

The number of available for sale securities with unrealized losses at June 30, 2012 totaled 22 and included four trust preferred securities, one U.S. agency security, and 17 mortgage-backed securities. The number of available for sale securities with unrealized losses at June 30, 2011 totaled 42 and included four trust preferred securities, six U.S. agency securities, and 32 mortgage-backed securities.

	Less than 12 Months		12 Months or More		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
			(In Thousands)			
Securities held to maturity:						
June 30, 2012:						
Collateralized mortgage obligations	$13	$1	$120	$12	$133	$13
Total	$13	$1	$120	$12	$133	$13
June 30, 2011:						
U.S. agency securities	$13,388	$1	$-	$-	$13,388	$1
Collateralized mortgage obligations	-	-	149	17	149	17
Total	$13,388	$1	$149	$17	$13,537	$18

The number of held to maturity securities with unrealized losses at June 30, 2012 totaled ten collateralized mortgage obligations. The number of held to maturity securities with unrealized losses at June 30, 2011 totaled 13 and included 11 collateralized mortgage obligations and two U.S. agency securities.

Mortgage-backed Securities.

The carrying value of the Company's mortgage-backed securities totaled $1.23 billion at June 30, 2012 and comprised 96.3% of total investments and 41.9% of total assets as of that date. This category of securities primarily includes mortgage pass-through securities and collateralized mortgage obligations issued by U.S. government-sponsored entities such as Ginnie Mae, Fannie Mae and Freddie Mac who guarantee the contractual cash flows associated with those securities. Those guarantees were strengthened during the 2008-2009 financial crisis during which time Fannie Mae and Freddie Mac were placed into receivership by the federal government. Through those actions, the U.S. government effectively reinforced the guarantees of their agencies thereby strengthening the creditworthiness of the mortgage-backed securities issued by those agencies.

With credit risk being reduced to negligible levels due primarily to the U.S. government's support of most of these agencies, the unrealized losses on the Company's investment in U.S. agency mortgage-backed securities are due largely to the combined effects of several market-related factors. First, movements in market interest rates significantly impact the average lives of mortgage-backed securities by influencing the rate of principal prepayment attributable to refinancing activity. Changes in the expected average lives of such securities significantly impact their fair values due to the extension or contraction of the cash flows that an investor expects to receive over the life of the security.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 7 – Impairment of Securities (continued)

Generally, lower market interest rates prompt greater refinancing activity thereby shortening the average lives of mortgage-backed securities and vice-versa. The historically low mortgage rates currently prevalent in the marketplace have created significant refinancing incentive for qualified borrowers. However, prepayment rates are also influenced by fluctuating real estate values and the overall availability of credit in the marketplace which significantly impacts the ability of borrowers to qualify for refinancing. The deteriorating real estate market values and reduced availability of credit that have characterized the residential real estate marketplace in recent years have stifled demand for residential real estate while reducing the ability of certain borrowers to qualify for the refinancing of existing loans. To some extent, these factors have offset the effects of historically low interest rates on mortgage-backed security prepayment rates.

The market price of mortgage-backed securities, being the key measure of the fair value to an investor in such securities, is also influenced by the overall supply and demand for such securities in the marketplace. Absent other factors, an increase in the demand for, or a decrease in the supply of a security increases its price. Conversely, a decrease in the demand for, or an increase in the supply of a security decreases its price. During fiscal 2008 and fiscal 2009, the volatility and uncertainty in the marketplace had reduced the overall level of demand for mortgage-backed securities which generally had an adverse impact on their prices in the open market. This was further exacerbated by many larger institutions shedding mortgage-related assets to shrink their balance sheets for capital adequacy purposes thereby increasing the supply of such securities.

From fiscal 2010 through fiscal 2012, however, institutional demand for mortgage-backed securities increased reflecting greater stability and liquidity in the financial markets coupled with the intervention of the Federal Reserve as a buyer/holder of such securities. Moreover, many financial institutions, including the Bank, are experiencing the effect of diminished loan origination volume resulting in increased institutional demand for mortgage-backed securities as investment alternatives to loans with market prices of agency mortgage-backed securities generally reflecting that increased institutional demand.

In sum, the factors influencing the fair value of the Company’s U.S. agency mortgage-backed securities, as described above, generally result from movements in market interest rates and changing real estate and financial market conditions which affect the supply and demand for such securities. Inasmuch as such market conditions fluctuate over time, the impairments of value arising from these changing market conditions are both “noncredit-related” and “temporary” in nature.

The Company has the stated ability and intent to “hold to maturity” those securities so designated. Moreover, the Company has both the ability and intent, as of the periods presented, to hold the temporarily impaired available for sale securities until the fair value of the securities recovers to a level equal to or greater than the Company’s amortized cost. As such, the Company has not decided to sell the securities as of June 30, 2012 and has further concluded that the possibility of being required to sell the securities prior to their anticipated recovery is unlikely based upon its strong liquidity, asset quality and capital position as of that date. Moreover, the Company purchased these securities at either par or nominal premiums. Accordingly, the Company expects that the securities will not be settled for a price less than its amortized cost.

In light of the factors noted above, the Company does not consider its U.S. agency mortgage-backed securities with unrealized losses at June 30, 2012 to be “other-than-temporarily” impaired as of that date.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 7 – Impairment of Securities (continued)

In addition to those mortgage-backed securities issued by U.S. agencies, the Company held $146,000 of non-agency mortgage-backed securities at June 30, 2012. Unlike agency mortgage-backed securities, non-agency collateralized mortgage obligations are not explicitly guaranteed by a U.S. government sponsored entity. Rather, such securities generally utilize the structure of the larger investment vehicle to reallocate credit risk among the individual tranches comprised within that vehicle. Through this process, investors in different tranches are subject to varying degrees of risk that the cash flows of their tranche will be adversely impacted by borrowers defaulting on the underlying mortgage loans. The creditworthiness of certain tranches may also be further enhanced by additional credit insurance protection embedded within the terms of the total investment vehicle.

The fair values of the non-agency mortgage-backed securities are subject to many of the factors applicable to the agency securities that may result in “temporary” impairments in value. However, due to the lack of agency guaranty, the Company also monitors the general level of credit risk for each of its non-agency mortgage-backed securities based upon the ratings assigned to its specific tranches by one or more credit rating agencies. The level of such ratings, and changes thereto, is one of several factors considered by the Company in identifying those securities that may be other-than-temporarily impaired.

The classification of impairment as “temporary” is generally reinforced by the Company’s stated intent and ability to “hold to maturity” all of its non-agency mortgage-backed securities which allows for an adequate timeframe during which the fair values of the impaired securities are expected to recover to the level of their amortized cost. However, in the event of a severe deterioration of a security’s credit characteristics – including, but not limited to, a reduction in credit rating from investment grade to below investment grade and/or the recognition of credit-related impairment resulting from actual or expected deterioration of cash flows - the Company may re-evaluate and restate its intent to hold an impaired security until the expected recovery of its amortized cost.

For example, during both fiscal 2012 and 2011, the Company re-evaluated its intent regarding the retention or sale of its impaired, non-agency collateralized mortgage obligations whose credit-ratings had fallen below investment grade. The Company considered the combined effects of the severe deterioration of the securities’ credit ratings since their acquisition as investment grade securities and the actual and anticipated cash flow losses that characterized most of the securities. Based on these factors, the Company modified its intent regarding these impaired securities from “hold to recovery of amortized cost” to “sell” and sold such securities during the periods noted.

At June 30, 2012, the Company's remaining portfolio of ten non-agency CMOs held-to-maturity totaling $146,000 were impaired but retained their investment grade rating by one or more rating agencies as of that date. The Company has not decided to sell the impaired securities as of June 30, 2012 and has further concluded that the possibility of being required to sell the securities prior to their anticipated recovery is unlikely based upon its strong liquidity, asset quality and capital position as of that date.

In light of the factors noted above, the Company does not consider its balance of non-agency mortgage-backed securities with unrealized losses at June 30, 2012 to be “other-than-temporarily” impaired as of that date.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 7 – Impairment of Securities (continued)

U.S. Agency Securities.

The carrying value of the Company’s U.S. agency debt securities totaled $38.3 million at June 30, 2012 and comprised 3.0% of total investments and 1.3% of total assets as of that date. Such securities are comprised of $32.4 million of U.S. agency debentures and $5.9 million of securitized pools of loans issued and fully guaranteed by the Small Business Administration (“SBA”), a U.S. government sponsored entity.

With credit risk being reduced to negligible levels due to the issuer’s guarantee, the unrealized losses on the Company’s investment in U.S. agency debt securities are due largely to the combined effects of several market-related factors including movements in market interest rates and general level of liquidity of such securities in the marketplace based on supply and demand.

With regard to interest rates, a majority of the Company’s SBA securities are variable rate investments whose interest coupons are generally based on the Prime index minus a margin. Based upon the historically low level of short term market interest rates, of which the Prime index is one measure, the current yields on these securities are comparatively low. Consequently, the fair value of the variable rate SBA securities, as determined based upon the market price of these securities, reflects the adverse effects of the historically low short term, market interest rates at June 30, 2012.

Like the mortgage-backed securities described earlier, the currently diminished fair value of the Company’s SBA securities also reflects the extended average lives of the underlying loans resulting from loan prepayment prohibitions that may be embedded in the underlying loans coupled with the generally reduced availability of credit in the marketplace reducing borrower refinancing opportunities. Such influences extend the timeframe over which an investor would anticipate holding the security at a “below market” yield. Similarly, the price of securitized SBA loan pools also reflects fluctuating supply and demand in the marketplace attributable to similar factors as those applying to mortgage-backed securities, as presented above.

Unlike its SBA securities, the Company’s U.S. agency debentures are fixed rate investments whose fair values over time generally reflect movements in comparatively longer term market interest rates. At June 30, 2012, there were no unrealized losses applicable to the Company’s fixed rate, U.S. agency debentures.

In sum, the factors influencing the fair value of the Company’s U.S. agency securities, as described above, generally result from movements in market interest rates and changing market conditions which affect the supply and demand for such securities. Inasmuch as such market conditions fluctuate over time, the “noncredit-related” impairments of value arising from these changing market conditions are “temporary” in nature.

The Company has the stated ability and intent to “hold to maturity” those securities so designated. Moreover, the Company has both the ability and intent, as of the periods presented, to hold the temporarily impaired available for sale securities until the fair value of the securities recovers to a level equal to or greater than the Company’s amortized cost. As such, the Company has not decided to sell the securities as of June 30, 2012 and has further concluded that the possibility of being required to sell the securities prior to their anticipated recovery is unlikely based upon its strong liquidity, asset quality and capital position as of that date. Moreover, the Company purchased these securities at either par or nominal premiums. Accordingly, the Company expects that the securities will not be settled for a price less than its amortized cost.

In light of the factors noted above, the Company does not consider its balance of U.S. agency securities with unrealized losses at June 30, 2012 to be "other-than-temporarily" impaired as of that date.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 7 – Impairment of Securities (continued)

Trust Preferred Securities.

The outstanding balance of the Company's trust preferred securities totaled $6.7 million at June 30, 2012 and comprised less than one percent of total investments and total assets as of that date. The category comprises a total of five "single-issuer" (i.e. non-pooled) trust preferred securities, four of which are impaired as of June 30, 2012, that were originally issued by four separate financial institutions. As a result of bank mergers involving the issuers of these securities, the Company's five trust preferred securities currently represent the de-facto obligations of three separate financial institutions.

The Company generally evaluates the level of credit risk for each of its trust preferred securities based upon ratings assigned by one or more credit rating agencies where such ratings are available. For those trust preferred securities that are impaired, the Company uses such ratings as a practical expedient to identify those securities whose impairments are potentially "credit-related" versus "noncredit-related".

Specifically, impairments associated with investment-grade trust preferred securities are generally categorized as "noncredit-related" given the nominal level of credit losses that would be expected based upon such ratings. At June 30, 2012, the Company owned two securities at an amortized cost of $2.9 million that were consistently rated as investment grade by Moody's and Standard & Poor's Financial Services ("S&P"). The securities were originally issued through Chase Capital II and currently represent de-facto obligations of JPMorgan Chase & Co.

The Company has attributed the unrealized losses on these securities to the combined effects of several market-related factors including movements in market interest rates and general level of liquidity of such securities in the marketplace based on overall supply and demand.

With regard to interest rates, the Company's impaired trust preferred securities are variable rate securities whose interest rates generally float with three month Libor plus a margin. Based upon the historically low level of short term market interest rates, the current yield on these securities is comparatively low. Consequently, the fair value of the securities, as determined based upon their market price, reflects the adverse effects of the historically low market interest rates at June 30, 2012.

More significantly, the market prices of the impaired trust preferred securities also currently reflect the effect of reduced demand for such securities given the increasingly credit risk-averse nature of financial institutions in the current marketplace. Additionally, such prices reflect the effects of increased supply arising from financial institutions selling such investments and reducing assets for capital adequacy purposes, as noted earlier.

In sum, the factors influencing the fair value of the Company's investment-grade trust preferred securities, as described above, generally result from movements in market interest rates and changing market conditions which affect the supply and demand for such securities. Inasmuch as such market conditions fluctuate over time, the "noncredit-related" impairments of value arising from these changing market conditions are "temporary" in nature.

The impairments of the Company's trust preferred securities with one or more non-investment grade ratings are further evaluated to determine if such impairments are "credit-related". Factors considered in this evaluation include, but may not be limited to, the financial strength and viability of the issuer and its parent company, the security's historical performance through prior business and economic cycles, rating consistency or variability among rating companies, the security's current and anticipated status regarding payment default or deferral of contractual payments to investors and the impact of these factors on the present value of the security's expected future cash flows in relation to its amortized cost basis.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 7 – Impairment of Securities (continued)

At June 30, 2012, the Company owned two securities at an amortized cost of $4.9 million that were rated as below investment grade by both S&P and Moody's. The securities were originally issued through BankBoston Capital Trust IV and MBNA Capital B and currently represent de-facto obligations of Bank of America Corporation.

In evaluating the impairment associated with these securities, the Company noted the overall financial strength and continuing expected viability of the issuing entity's parent, particularly given their systemically critical role in the marketplace. The Company noted the security's absence of historical defaults or payment deferrals throughout prior business cycles including the recent fiscal crisis that triggered the current economic weaknesses prevalent in the marketplace. Given these factors, the Company had no basis upon which to estimate an adverse change in the expected cash flows over the securities' remaining terms to maturity.

While all of its trust preferred securities are classified as available for sale, the Company has both the ability and intent, as of the periods presented, to hold the impaired securities until their fair values recover to a level equal to or greater than the Company's amortized cost. As such, the Company has not decided to sell the securities as of June 30, 2012 and has further concluded that the possibility of being required to sell the securities prior to their anticipated recovery is unlikely based upon its strong liquidity, asset quality and capital position as of that date. Moreover, the Company purchased these securities at nominal discounts. Accordingly, the Company expects that the securities will not be settled for a price less than their amortized cost.

In light of the factors noted above, the Company does not consider its investments in trust preferred securities with unrealized losses at June 30, 2012 to be "other-than-temporarily" impaired as of that date.

At June 30, 2012, 2011 and 2010, the Company held no securities on which credit-related OTTI had been recognized in earnings.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 8 – Loans Receivable

	June 30, 2012	June 30, 2011
	(In Thousands)	
Real estate mortgage		
One-to-four family residential	$ 562,846	$ 610,901
Commercial mortgage	484,934	383,690
	1,047,780	994,591
Commercial business	88,414	105,001
Consumer:		
Home equity loans	95,832	111,478
Home equity lines of credit	29,530	32,925
Passbook or certificate	3,638	2,753
Other	404	1,026
	129,404	148,182
Construction	20,292	21,598
Total Loans	1,285,890	1,269,372
Unamortized yield adjustments including net premiums on purchased loans and net deferred loan costs and fees	(1,654)	(1,021)
	$ 1,284,236	$ 1,268,351

The Bank has granted loans to officers and directors of the Company and its Subsidiaries and to their associates. Related party loans are made on substantially the same terms, including interest rates and collateral, as those prevailing at the time for comparable transactions with unrelated persons and do not involve more than normal risk of collectability. As of June 30, 2012 and 2011 such loans totaled approximately $3.5 million and $2.8 million, respectively. During the year ended June 30, 2012, the Bank granted two new loans to related parties totaling $781,000 while repayments on such loans totaled approximately $760,000. In addition, $602,000 of loans were added due to additional borrowers being considered as related parties at June 30, 2012.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 8 – Loans Receivable (continued)

A summary of the activity in the allowance for loan losses for the years ended June 30, 2012, 2011 and 2010 is presented below followed by aggregate information regarding nonperforming and impaired loans as of those same dates. Additional information regarding loan quality and the allowance for loan losses at and for the year ended June 30, 2012 is presented in Note 9:

	Years Ended June 30,		
	2012	2011	2010
	(In Thousands)		
Balance – beginning	$ 11,767	$ 8,561	$ 6,434
Provisions charged to operations	5,750	4,628	2,616
Loans charged off	(7,480)	(1,442)	(541)
Loans recovered	80	20	52
Balance – ending	$ 10,117	$ 11,767	$ 8,561

At June 30, 2012, 2011 and 2010, non-accrual loans for which the accrual of interest had been discontinued totaled approximately $32.8 million, $18.3 million and $9.2 million, respectively. Had these loans been performing in accordance with their original terms, the interest income recognized for the years ended June 30, 2012, 2011 and 2010, would have been $1,697,000, $591,000 and $629,000, respectively. Interest income recognized on such loans was $134,000, $289,000 and $233,000, respectively.

At June 30, 2012, 2011 and 2010, accruing loans which are contractually 90 days or more past due totaled approximately $691,000, $16.6 million and $12.3 million, respectively.

The comparative increase in non-accrual loans and corresponding decline in accruing loans 90 days or more past due between June 30, 2012 and 2011 generally reflects the reclassification of certain nonperforming residential mortgage loans serviced by others for which the servicer advances all delinquent principal and interest payments. The accrual status of such loans, whose balances totaled $14.9 million at June 30, 2011, was reclassified from accrual to non-accrual during fiscal 2012.

At June 30, 2012, 2011 and 2010, total impaired loans were $42.0 million, $37.3 million and $20.5 million, respectively. As of those same dates, the balance of impaired loans with an allowance for impairment totaled $10.1 million, $16.2 million and $14.1 million, respectively, with the balance of the allowance for loan losses attributable to such impairment totaling $2.8 million, $6.4 million and $4.3 million, respectively. The portion of impaired loans with no allowance for impairment totaled $31.9 million, $21.1 million and $6.4 million at June 30, 2012, 2011 and 2010. During the years ended June 30, 2012, 2011 and 2010, the average balance of impaired loans was $42.6 million, $32.9 million and $17.9 million, respectively, and interest income recognized during the periods of impairment totaled $897,000, $944,000 and $826,000, respectively.

Note 9 – Loan Quality and the Allowance for Loan Losses

The following table presents the balance of the allowance for loan losses at June 30, 2012 and 2011 based upon the calculation methodology described Note 1. The table identifies the valuation allowances attributable to specifically identified impairments on individually evaluated loans, including those acquired with deteriorated credit quality, as well as valuation allowances for impairments on loans evaluated collectively. The underlying balance of loans receivable applicable to each category is also presented. Unless otherwise noted, the balance of loans reported in the tables below excludes yield adjustments and the allowance for loan loss.

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 9 – Loan Quality and the Allowance for Loan Losses (continued)

Allowance for Loan Losses and Loans Receivable
at June 30, 2012

	Residential Mortgage	Commercial Mortgage	Construction	Commercial Business	Home Equity Loans	Home Equity Lines of Credit	Other Consumer	Total
				(in Thousands)				
Balance of allowance for loan losses:								
Originated and purchased loans								
Loans individually evaluated for impairment	$1,240	$ 424	$ -	$ -	$105	$-	$ -	$1,769
Loans collectively evaluated for impairment	3,330	2,594	264	223	278	34	13	6,736
Allowance for loan losses on originated and purchased loans	4,570	3,018	264	223	383	34	13	8,505
Loans acquired at fair value								
Loans acquired with deteriorated credit quality	-	-	-	59	-	-	-	59
Other acquired loans individually evaluated for impairment	-	243	-	717	22	-	-	982
Loans collectively evaluated for impairment	2	182	13	311	42	20	1	571
Allowance for loan losses on loans acquired at fair value	2	425	13	1,087	64	20	1	1,612
	$4,572	$ 3,443	$ 277	$ 1,310	$447	$54	$ 14	$10,117

Total allowance for loan losses

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Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 9 – Loan Quality and the Allowance for Loan Losses (continued)

Allowance for Loan Losses and Loans Receivable
at June 30, 2012 (continued)

	Residential Mortgage	Commercial Mortgage	Construction	Commercial Business	Home Equity Loans	Home Equity Lines of Credit	Other Consumer	Total
				(in Thousands)				
Changes in the allowance for loan losses for the year ended June 30, 2012:								
At June 30, 2011:								
Allocated	$6,644	$ 3,336	$ 289	$ 880	$322	$49	$ 14	$11,534
Unallocated	-	-	-	-	-	-	-	233
Total allowance for loan losses	6,644	3,336	289	880	322	49	14	11,767
Total charge offs	(6,398)	(483)	(106)	(349)	(135)	-	(9)	(7,480)
Total recoveries	6	37	33	-	2	-	2	80
Total allocated provisions	4,320	553	61	779	258	5	7	5,983
Total unallocated provisions	-	-	-	-	-	-	-	(233)
At June 30, 2012:								
Allocated	4,572	3,443	277	1,310	447	54	14	10,117
Unallocated	-	-	-	-	-	-	-	-
Total allowance for loan losses	$4,572	$ 3,443	$ 277	$ 1,310	$447	$54	$ 14	$10,117

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 9 – Loan Quality and the Allowance for Loan Losses (continued)

Allowance for Loan Losses and Loans Receivable
at June 30, 2012 (continued)

	Residential Mortgage	Commercial Mortgage	Construction	Commercial Business	Home Equity Loans	Home Equity Lines of Credit	Other Consumer	Total
				(in Thousands)				
Balance of loans receivable:								
Originated and purchased loans								
Loans individually evaluated for impairment	$16,383	$ 7,979	$ 507	$ 1,068	$880	$25	$ -	$26,842
Loans collectively evaluated for impairment	544,514	330,871	11,737	23,432	75,827	10,016	3,840	1,000,237
Total originated and purchased loans	560,897	338,850	12,244	24,500	76,707	10,041	3,840	1,027,079
Loans acquired at fair value								
Loans acquired with deteriorated credit quality	-	1,513	480	6,446	-	-	-	8,439
Other acquired loans individually evaluated for impairment	417	3,066	935	1,288	850	168	-	6,724
Loans collectively evaluated for impairment	1,532	141,505	6,633	56,180	18,275	19,321	202	243,648
Total loans acquired at fair value	1,949	146,084	8,048	63,914	19,125	19,489	202	258,811
Total loans	$562,846	$ 484,934	$ 20,292	$ 88,414	$95,832	$29,530	$4,042	1,285,890
Unamortized yield adjustments								(1,654)

Loans receivable	$1,284,236

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 9 – Loan Quality and the Allowance for Loan Losses (continued)

Allowance for Loan Losses and Loans Receivable
at June 30, 2011

	Residential Mortgage	Commercial Mortgage	Construction	Commercial Business	Home Equity Loans	Home Equity Lines of Credit	Other Consumer	Total
				(in Thousands)				
Balance of allowance for loan losses:								
Originated and purchased loans								
Loans individually evaluated for impairment	$4,061	$ 1,503	$ 105	$ 275	$-	$-	$ -	$5,944
Loans collectively evaluated for impairment	2,581	1,738	177	147	304	36	10	4,993
Allowance for loan losses on originated and purchased loans	6,642	3,241	282	422	304	36	10	10,937
Loans acquired at fair value								
Loans acquired with deteriorated credit quality	-	-	-	40	-	-	-	40
Other acquired loans individually evaluated for impairment	-	-	-	377	-	-	-	377
Loans collectively evaluated for impairment	2	95	7	41	18	13	4	180
Allowance for loan losses on loans acquired at fair value	2	95	7	458	18	13	4	597
Allocated allowance for loan losses	$6,644	$ 3,336	$ 289	$ 880	$322	$49	$ 14	11,534
Unallocated allowance for loan losses								233
Total allowance for loan losses								$11,767

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 9 – Loan Quality and the Allowance for Loan Losses (continued)

Allowance for Loan Losses and Loans Receivable
at June 30, 2011 (continued)

	Residential Mortgage	Commercial Mortgage	Construction	Commercial Business	Home Equity Loans	Home Equity Lines of Credit	Other Consumer	Total
				(in Thousands)				
Changes in the allowance for loan losses:								
At June 30, 2010:								
Allocated	$4,302	$ 3,315	$ 245	$ 108	$313	$34	$ 13	$8,330
Unallocated	-	-	-	-	-	-	-	231
Total allowance for loan losses	4,302	3,315	245	108	313	34	13	8,561
Charge offs gainst general valuation allowances	(203)	-	(2)	-	(7)	-	(7)	(219)
Charge offs against specific valuation allowances	(728)	-	(490)	(5)	-	-	-	(1,223)
Total charge offs	(931)	-	(492)	(5)	(7)	-	(7)	(1,442)
Total recoveries	6	2	-	11	-	-	1	20
Allocated provisions	3,267	19	536	766	16	15	7	4,626
Unallocated provisions	-	-	-	-	-	-	-	2
Total provisions	3,267	19	536	766	16	15	7	4,628
At June 30, 2011:								
Allocated	6,644	3,336	289	880	322	49	14	11,534
Unallocated	-	-	-	-	-	-	-	233
Total allowance for loan losses	$6,644	$ 3,336	$ 289	$ 880	$322	$49	$ 14	$11,767

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 9 – Loan Quality and the Allowance for Loan Losses (continued)

Allowance for Loan Losses and Loans Receivable
at June 30, 2011 (continued)

	Residential Mortgage	Commercial Mortgage	Construction	Commercial Business	Home Equity Loans	Home Equity Lines of Credit	Other Consumer	Total
				(in Thousands)				
Balance of loans receivable:								
Originated and purchased loans								
Loans individually evaluated for impairment	$16,051	$ 3,064	$ 612	$ 2,625	$167	$93	$ -	$22,612
Loans collectively evaluated for impairment	592,209	216,885	7,666	20,203	81,731	9,874	3,288	931,856
Total originated and purchased loans	608,260	219,949	8,278	22,828	81,898	9,967	3,288	954,468
Loans acquired at fair value								
Loans acquired with deteriorated credit quality	-	2,583	316	7,737	-	-	-	10,636
Other acquired loans individually evaluated for impairment	-	2,123	726	1,198	37	-	-	4,084
Loans collectively evaluated for impairment	2,641	159,035	12,278	73,238	29,543	22,958	491	300,184
Total loans acquired at fair value	2,641	163,741	13,320	82,173	29,580	22,958	491	314,904
Total loans	$610,901	$ 383,690	$ 21,598	$ 105,001	$111,478	$32,925	$ 3,779	1,269,372
								(1,021)

Unamortized yield adjustments	
Loans receivable	$1,268,351

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Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 9 – Loan Quality and the Allowance for Loan Losses (continued)

The following tables present key indicators of credit quality regarding the Company's loan portfolio based upon loan classification and contractual payment status at June 30, 2012 and 2011.

Credit-Rating Classification of Loans Receivable
at June 30, 2012

	Residential Mortgage	Commercial Mortgage	Construction	Commercial Business	Home Equity Loans	Home Equity Lines of Credit	Other Consumer	Total
	(in Thousands)							
Originated and purchased loans								
Non-classified	$ 542,704	$ 324,501	$ 11,588	$ 23,114	$ 75,602	$ 9,897	$ 3,837	$ 991,243
Classified:								
Special mention	971	3,925	149	318	225	30	2	5,620
Substandard	17,222	10,099	507	1,068	880	114	1	29,891
Doubtful	-	325	-	-	-	-	-	325
Loss	-	-	-	-	-	-	-	-
Total classified loans	18,193	14,349	656	1,386	1,105	144	3	35,836
Total originated and purchased loans	560,897	338,850	12,244	24,500	76,707	10,041	3,840	1,027,079
Loans acquired at fair value								
Non-classified	1,532	132,810	5,062	48,131	18,275	19,321	196	225,327
Classified:								
Special mention	-	5,791	1,571	7,314	-	-	1	14,677
Substandard	417	7,483	1,415	7,902	850	168	5	18,240
Doubtful	-	-	-	567	-	-	-	567
Loss	-	-	-	-	-	-	-	-
Total classified loans	417	13,274	2,986	15,783	850	168	6	33,484
Total loans acquired at fair value	1,949	146,084	8,048	63,914	19,125	19,489	202	258,811
Total loans	$ 562,846	$ 484,934	$ 20,292	$ 88,414	$ 95,832	$ 29,530	$ 4,042	$ 1,285,890

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 9 – Loan Quality and the Allowance for Loan Losses (continued)

Credit-Rating Classification of Loans Receivable
at June 30, 2011

	Residential Mortgage	Commercial Mortgage	Construction	Commercial Business	Home Equity Loans	Home Equity Lines of Credit	Other Consumer	Total
				(in Thousands)				
Originated and purchased loans								
Non-classified	$586,813	$ 213,042	$ 7,666	$ 20,203	$81,454	$9,850	$3,284	$922,312
Classified:								
Special mention	1,084	1,052	-	151	277	24	-	2,588
Substandard	16,302	4,352	507	2,199	167	93	4	23,624
Doubtful	-	-	-	-	-	-	-	-
Loss	4,061	1,503	105	275	-	-	-	5,944
Total classified loans	21,447	6,907	612	2,625	444	117	4	32,156
Total originated and purchased loans	608,260	219,949	8,278	22,828	81,898	9,967	3,288	954,468
Loans acquired at fair value								
Non-classified	2,641	153,231	11,698	70,544	29,136	22,111	490	289,851
Classified:								
Special mention	-	4,791	580	2,135	200	847	-	8,553
Substandard	-	5,719	1,042	8,463	244	-	1	15,469
Doubtful	-	-	-	614	-	-	-	614
Loss	-	-	-	417	-	-	-	417
Total classified loans	-	10,510	1,622	11,629	444	847	1	25,053
Total loans acquired at fair value	2,641	163,741	13,320	82,173	29,580	22,958	491	314,904
Total loans	$610,901	$ 383,690	$ 21,598	$ 105,001	$111,478	$32,925	$3,779	$1,269,372

Kearny Financial Corp. and Subsidiaries

Notes to Consolidated Financial Statements

Note 9 – Loan Quality and the Allowance for Loan Losses (continued)

Contractual Payment Status of Loans Receivable