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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

AMENDMENT NO. 1 TO THE FORM SE



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Clifton Savings Bancorp, Inc.  
Exact Name of Registrant as Specified in Charter

0001240581  
Registrant CIK Number

THOMSON  
FINANCIAL

Exhibit 99.1 to the Form S-1/A  
Electronic Report, Schedule or Registration  
Statement of Which the Documents Are a Part give  
period of report)

333-106116  
SEC File Number, if available

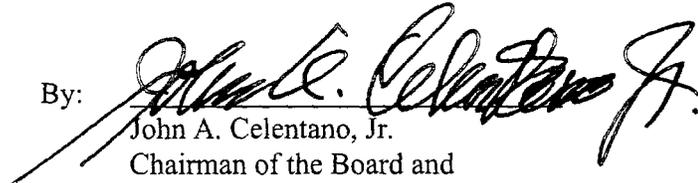
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Name of Person Filing the Document  
(If Other than the Registrant)

**SIGNATURES**

The Registrant has duly caused this form to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Clifton, State of New Jersey, on September 24, 2003.

**CLIFTON SAVINGS BANCORP, INC.**

By:

  
John A. Celentano, Jr.  
Chairman of the Board and  
Chief Executive Officer

Clifton Savings  
Bancorp, Inc.  
Conversion  
Valuation  
Appraisal  
Update As Amended

September 11, 2003

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Clifton Savings Bancorp, Inc.  
Clifton, New Jersey

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Clifton, New Jersey

Exhibit

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## **Introduction**

This report represents FinPro, Inc.'s ("FinPro") updated independent appraisal of the estimated pro forma market value of the common stock (the "Common Stock") of Clifton Savings Bancorp, Inc. (the "Company") in connection with the Plan of Conversion (the "Conversion") of Clifton Savings Bank, S.L.A., (the "Bank" or "Clifton Savings") from a state chartered mutual savings and loan association to a stock savings and loan association. As part of the Conversion, the Bank will become a wholly owned subsidiary of Clifton Savings Bancorp, Inc.

In compiling the pro forma financials, FinPro relied upon the assumptions provided by the Bank and its agents. The pro forma assumptions are as follows:

- 100% of the stock will be offered to the public,
- the stock will be issued at \$10.00 per share,
- the conversion expenses will be \$3.3 million at the midpoint,
- there will be an 8% ESOP funded internally, amortized over 20 years straight-line,
- there will be a 4% MRP, amortized over 5 years straight-line,
- the tax rate is assumed at 39.94%, and
- the net proceeds will be invested at the three-year treasury rate of 1.95%, pre-tax.

It is our understanding that the Company will offer its stock in a subscription and community offering to Eligible Account Holders, to the tax qualified Employee Plans, to Supplemental Eligible Account Holders, and to Other Members. This appraisal has been prepared in accordance with the "Guidelines for Appraisal Reports for the Valuation of Savings and Loan Associations Converting from Mutual to Stock Form of Organization" of the Office of Thrift Supervision ("OTS") which have been adopted in practice by the Federal Deposit Insurance Corporation ("FDIC"), including the most recent revisions as of October 21, 1994, and applicable regulatory interpretations thereof.

In the course of preparing our report, we reviewed the financial statements of the Bank's operations for the three months ended June 30, 2003, and the Bank's audited financials for the years ended March 31, 2003 and March 31, 2002. We also reviewed the Bank's Application for Approval of Conversion including the Proxy Statement and the Company's Form S-1 registration statement as filed with the Securities and Exchange Commission ("SEC"). We have conducted due diligence analysis of the Bank and the Company (hereinafter, collectively referred to as "the Bank") and held due diligence related discussions with the Bank's management and board, Radics & Co., LLC (the Bank's independent auditor), Keefe Bruyette & Woods, Inc. (the Bank's underwriter), and Muldoon Murphy & Faucette LLP (the Bank's special counsel). The valuation parameters set forth in the appraisal were predicated on these discussions but all conclusions related to the valuation were reached and made independent of such discussions.

Where appropriate, we considered information based upon other publicly available sources, which we believe to be reliable; however, we cannot guarantee the accuracy or completeness of such information. We visited the Bank's primary market area and reviewed the market area economic condition. We also reviewed the competitive environment in which the Bank operates and its relative strengths and weaknesses. We compared the Bank's performance with selected publicly traded thrift institutions. We reviewed conditions in the securities markets in general and in the market for savings institutions in particular. Our analysis included a review of the estimated effects of the Conversion of the Bank on the operations and expected financial performance as they related to the Bank's estimated pro forma value.

In preparing our valuation, we relied upon and assumed the accuracy and completeness of financial and other information provided to us by the Bank and its independent accountants. We did not independently verify the financial statements and other information provided by the Bank and its independent accountants, nor did we independently value any of the Bank's assets or liabilities. This estimated valuation considers the Bank only as a going concern and should not be considered as an indication of its liquidation value.

**Our valuation is not intended, and must not be construed, to be a recommendation of any kind as the advisability of purchasing shares of Common Stock in the stock issuance. Moreover, because such valuation is necessarily based upon estimates and projections of a number of matters, all of which are subject to change from time to time, no assurance can be given that persons who purchase shares of Common Stock in the stock issuance will thereafter be able to sell such shares at prices related to the foregoing valuation of the pro forma market value thereof. FinPro is not a seller of securities within the meaning of any federal or state securities laws and any report prepared by FinPro shall not be used as an offer or solicitation with respect to the purchase or sale of any securities.**

The estimated valuation herein will be updated as appropriate. These updates will consider, among other factors, any developments or changes in the Bank's financial condition, operating performance, management policies and procedures and current conditions in the securities market for thrift institution common stock. Should any such developments or changes, in our opinion, be material to the estimated pro forma market value of the Bank, appropriate adjustments to the estimated pro forma market value will be made. The reasons for any such adjustments will be explained at that time.

## 1. Overview and Financial Analysis

### GENERAL OVERVIEW

The Bank, after the Conversion, will be a state chartered stock savings and loan association. As of June 30, 2003, the Bank had \$589.2 million in total assets, \$510.6 million in deposits, \$199.6 million in net loans and \$74.1 million in equity.

The following table shows the Bank's facilities as of June 30, 2003.

**FIGURE 1 – CURRENT FACILITIES LIST**

| Location               | Year Opened | Net Book Value |               | Square Footage | Owned/Leased |
|------------------------|-------------|----------------|---------------|----------------|--------------|
|                        |             | as of          | June 30, 2003 |                |              |
| (Dollars in thousands) |             |                |               |                |              |
| <b>Main Office:</b>    |             |                |               |                |              |
| 1433 Van Houten Avenue | 1981        | \$             | 2,681         | 10,460         | Owned        |
| <b>Branches:</b>       |             |                |               |                |              |
| <b>Clifton:</b>        |             |                |               |                |              |
| 1055 Clifton Avenue    | 1956        |                | 881           | 2,484          | Owned        |
| 1 Village Square West  | 1928        |                | 80            | 1,550          | Owned        |
| 319 Lakeview Avenue    | 1970        |                | 31            | 3,311          | Owned        |
| 646 Van Houten Avenue  | 1968        |                | 145           | 1,081          | Owned        |
| 387 Valley Road        | 1971        |                | 1             | 995            | Leased (1)   |
| <b>Garfield:</b>       |             |                |               |                |              |
| 253 Palisade Avenue    | 1975        |                | -             | 685            | Leased (2)   |
| 369 Lanza Avenue       | 1977        |                | 1,133         | 2,174          | Owned        |
| <b>Wallington:</b>     |             |                |               |                |              |
| 163 Maple Avenue (3)   | 2003        |                | 465           | 680            | Owned        |
| <b>Wayne:</b>          |             |                |               |                |              |
| 1158 Hamburg Turnpike  | (4)         |                | -             | 1,617          | Leased (5)   |

(1) The current lease expires in 2006 with an option for an additional 5 years.

(2) This branch is currently leased on a month to month basis. Clifton Savings owns land with a book value of \$344,000 for a future branch site at 247 Palisade Avenue to replace this branch.

(3) This is a temporary facility. The permanent facility is scheduled to open in the fourth quarter of 2003.

(4) This office is scheduled to open in the third quarter of 2003.

(5) The current lease expires in 2008 with an option for an additional 5 years.

Source: Offering Prospectus

**HISTORY**

Clifton Savings was formed as a New Jersey building and loan association in 1928 under the name Botany Building and Loan Association. Clifton Savings has changed its name several times since and has done business under the names East Clifton Building and Loan Association, East Clifton Savings and Loan Association and Clifton Savings and Loan Association and since 1989 under its current name Clifton Savings Bank, S.L.A.

The Bank operates as a community-oriented financial institution offering traditional financial services to consumers and businesses in the Bank's market area. The Bank attracts deposits from the general public and uses those funds to originate one-to-four-family, multi-family and commercial real estate, and consumer loans, which the Bank holds for investment.

|                            |
|----------------------------|
| <b>STRATEGIC DIRECTION</b> |
|----------------------------|

The Bank's mission is to operate and grow a profitable community-oriented financial institution serving primarily retail customers in the Bank's market area. The Bank plans to achieve this by executing a strategy of:

- continuing to serve as a community-oriented financial institution;
- expanding the branch network into new market areas;
- pursuing opportunities to increase multi-family and commercial real estate lending in the market area where there are many multi-family and commercial real estate properties;
- continuing to use conservative underwriting practices to maintain the high quality of the loan portfolio;
- managing the net interest margin and net interest spread by seeking to increase lending levels;
- managing the investment and borrowings portfolios to provide liquidity, enhance income and manage interest rate risk; and
- seeking opportunities to increase deposits by continuing to offer exceptional customer service and expanding products and services offered to the Bank's customers.

*Continuing to serve as a community-oriented financial institution*

The Bank has a long tradition of focusing on the needs of consumers in the Bank's community and being an active corporate citizen. The Bank delivers personalized service and responds with flexibility to customer needs. The Bank believes the community orientation is attractive to the Bank's customers and distinguishes the Bank from the large regional banks that operate in the Bank's market area, and the Bank intends to maintain this focus as it grows.

*Expand the Bank's branch network into new market areas*

In April 2003, the Bank opened a new branch in Wallington, New Jersey and the Bank expects to open a new branch in Wayne, New Jersey in the third quarter of the 2003 calendar year. The Bank intends to continue to pursue expansion in Bergen and Passaic Counties in future years and the Bank also may consider exploring expansion opportunities in Essex County and in surrounding counties.

*Pursue opportunities to increase multi-family and commercial real estate lending*

Many multi-family and commercial properties are located in the Bank's market area and with the additional capital raised in the offering, the Bank may pursue the larger lending relationships associated with these multi-family and commercial properties, while continuing to originate any such loans in accordance with the Bank's conservative underwriting guidelines.

*Continue conservative underwriting practices and maintain high quality loan portfolio*

The Bank believes that high asset quality is a key to long-term financial success. The Bank has sought to maintain a high level of asset quality and moderate credit risk by using underwriting standards, which the Bank believes are conservative. At June 30, 2003, the Bank's nonperforming loans (loans which are 90 or more days delinquent) were only 0.01% of the Bank's total loan portfolio and 0.00% of the Bank's total assets. Although the Bank intends to increase the Bank's multi-family and commercial real estate lending after the conversion, the Bank intends to continue the Bank's philosophy of managing large loan exposures through the Bank's conservative approach to lending.

*Manage net interest margin and net interest spread*

The Bank intends to continue to manage its interest margin and net interest spread by seeking to increase lending levels. Loans secured by multi-family and commercial real estate are generally larger and involve a greater degree of risk than one-to-four family residential mortgage loans. As a result, however, multi-family and commercial real estate loans typically have higher yields, which increase the Bank's net interest margin and net interest spread.

*Manage investment and borrowings portfolios*

The Bank's liquidity, income and interest rate risk are affected by the management of the Bank's investment and borrowings portfolios. After the conversion, the Bank may leverage the additional capital the Bank raises in the offering by borrowing funds from the Federal Home Loan Bank and investing the funds in loans and investment securities in a manner consistent with the Bank's current portfolio. This leverage strategy, if implemented and assuming favorable market conditions, will provide the Bank with additional liquidity, enhance earnings and help to manage the Bank's interest rate risk.

*Increase deposits*

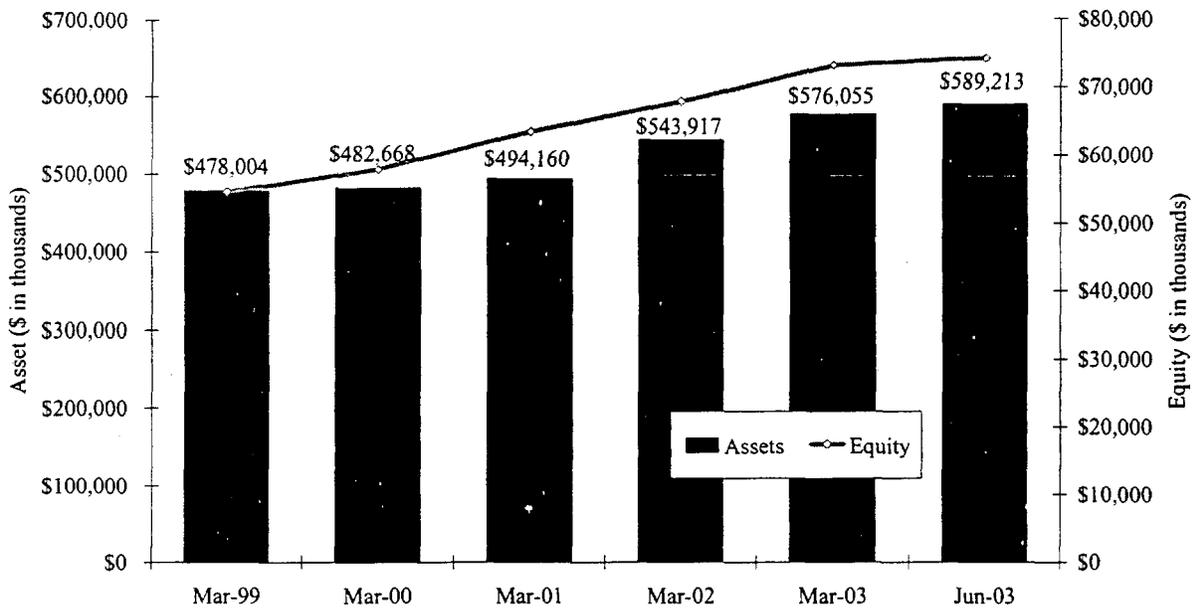
The Bank's primary source of funds is the Bank's deposit accounts. Deposits increased \$39.2 million, or 8.3%, in fiscal 2003 primarily due to competitive interest rates, the movement of customer funds out of riskier investments, including the stock market, and the Bank's history of paying interest on deposit accounts since 1928. The Bank intends to continue to increase the Bank's deposits by continuing to offer exceptional customer service, as well as enhancing products and services offered to the Bank's customers.

**BALANCE SHEET TRENDS**

The Bank's balance sheet increased by \$13.2 million, or 2.28%, from \$576.1 million at March 31, 2003 to \$589.2 million at June 30, 2003.

Equity has increased \$1.1 million, or 1.48%, from \$73.0 million at March 31, 2003 to \$74.1 million at June 30, 2003. The equity to assets ratio is currently 12.58%.

**FIGURE 2 - ASSET AND RETAINED EARNINGS CHART**



Source: Offering Prospectus

The following tables set forth certain information concerning the financial position of the Bank at the dates indicated.

**FIGURE 3 - KEY BALANCE SHEET DATA**

|  | June 30,   | At March 31,                  |            |            |            |            |
|--|------------|-------------------------------|------------|------------|------------|------------|
|  | 2003       | 2003                          | 2002       | 2001       | 2000       | 1999       |
| <b>Financial Condition Data:</b>         |            | <b>(Dollars in thousands)</b> |            |            |            |            |
| Total assets                             | \$ 589,213 | \$ 576,055                    | \$ 543,917 | \$ 494,160 | \$ 482,639 | \$ 478,004 |
| Loans receivable, net                    | 199,614    | 214,219                       | 251,021    | 228,996    | 202,804    | 162,144    |
| Cash and cash equivalents and securities | 374,245    | 347,613                       | 280,543    | 253,009    | 267,741    | 304,225    |
| Deposits                                 | 510,558    | 497,495                       | 471,318    | 426,155    | 420,441    | 419,310    |
| Total equity                             | 74,098     | 73,020                        | 67,804     | 63,402     | 58,009     | 54,592     |

Source: Offering Prospectus

FIGURE 4 - KEY RATIOS

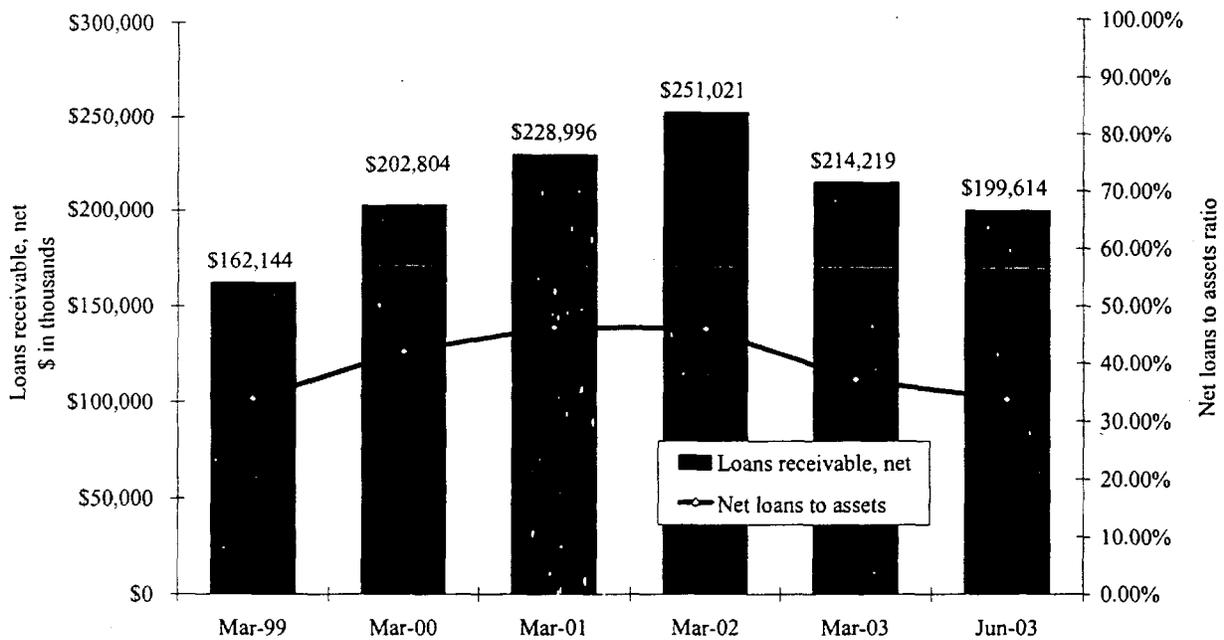
|   | At or For the Three<br>Months Ended June 30, |         | At or For the Year Ended March 31, |         |         |        |        |
|---|--|---------|------------------------------------|---------|---------|--------|--------|
|   | 2003   | 2002    | 2003                               | 2002    | 2001    | 2000   | 1999   |
| <b>Performance Ratios:</b>  |  |         |                                    |         |         |        |        |
| Return on average assets  | 0.75%  | 1.03%   | 0.94%                              | 0.86%   | 0.91%   | 0.92%  | 0.73%  |
| Return on average equity  | 5.91%  | 8.19%   | 7.41%                              | 6.75%   | 7.34%   | 7.82%  | 6.21%  |
| Interest rate spread (1)  | 2.25%  | 2.32%   | 2.34%                              | 1.94%   | 2.05%   | 2.18%  | 1.89%  |
| Net interest margin (2)   | 2.49%  | 2.70%   | 2.67%                              | 2.41%   | 2.58%   | 2.65%  | 2.37%  |
| Noninterest expense to average assets                                   | 1.27%  | 1.05%   | 1.07%                              | 1.06%   | 1.13%   | 1.10%  | 1.24%  |
| Efficiency ratio (3)  | 52.02%                                       | 39.33%  | 40.33%                             | 43.98%  | 43.91%  | 41.77% | 52.51% |
| Average interest earning assets to average interest bearing liabilities | 1.11x  | 1.12x   | 1.12x                              | 1.13x   | 1.12x   | 1.11x  | 1.11x  |
| Average equity to average assets  | 12.66%                                       | 12.59%  | 12.68%                             | 12.67%  | 12.45%  | 11.75% | 11.69% |
| <b>Capital Ratios:</b>  |  |         |                                    |         |         |        |        |
| Tangible capital  | 12.59%                                       | 12.66%  | 12.69%                             | 12.47%  | 12.83%  | 12.17% | 11.41% |
| Core capital  | 12.57%                                       | 12.66%  | 12.69%                             | 12.47%  | 12.83%  | 12.17% | 11.41% |
| Risk-based capital  | 41.05%                                       | 35.91%  | 40.47%                             | 35.64%  | 36.82%  | 36.62% | 37.70% |
| <b>Asset Quality Ratios:</b>  |  |         |                                    |         |         |        |        |
| Allowance for loan losses as a percent of total gross loans             | 0.42%  | 0.36%   | 0.44%                              | 0.37%   | 0.38%   | 0.38%  | 0.42%  |
| loans   | 3360.00%                                     | 334.52% | 537.14%                            | 186.51% | 306.23% | 69.35% | 91.64% |
| period  | 0.00%  | 0.00%   | 0.00%                              | 0.00%   | 0.00%   | 0.00%  | 0.00%  |
| Nonperforming loans as a percent of total loans                         | 0.01%  | 0.11%   | 0.08%                              | 0.20%   | 0.13%   | 0.55%  | 0.45%  |
| Nonperforming assets as a percent of total assets                       | 0.00%  | 0.05%   | 0.03%                              | 0.09%   | 0.09%   | 0.23%  | 0.16%  |
| <b>Other Data:</b>  |  |         |                                    |         |         |        |        |
| Number of:  |  |         |                                    |         |         |        |        |
| Real estate loans outstanding   | 1,780  | 2,245   | 1,905                              | 2,263   | 2,369   | 2,317  | 2,172  |
| Deposit accounts  | 35,547                                       | 36,741  | 35,171                             | 37,005  | 37,190  | 37,274 | 37,553 |
| Full service customer service facilities                                | 9  | 8       | 8                                  | 8       | 8       | 8      | 8      |

Source: Offering Prospectus

**LOAN PORTFOLIO**

The Bank's loan portfolio has decreased by \$14.6 million from March 31, 2003 to June 30, 2003, and as a percent of assets, the loan portfolio has decreased from 37.19% to 33.88%. High prepayment speeds and the low volume of loan originations at the Bank caused this decline over the last quarter.

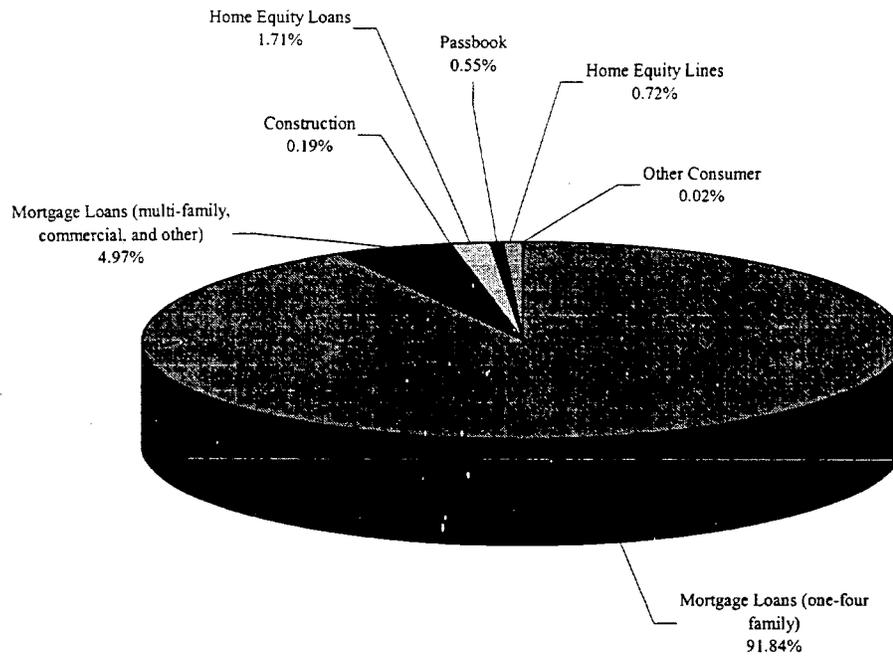
**FIGURE 5 - NET LOANS RECEIVABLE CHART**



Source: Offering Prospectus

The Bank is primarily a 1-4 family mortgage lender.

**FIGURE 6 - LOAN MIX AS OF JUNE 30, 2003 CHART**



Source: Offering Prospectus

The Bank's loan mix remains primarily real estate-oriented in its composition. The mix has remained relatively stable since 1999.

**FIGURE 7 - LOAN MIX**

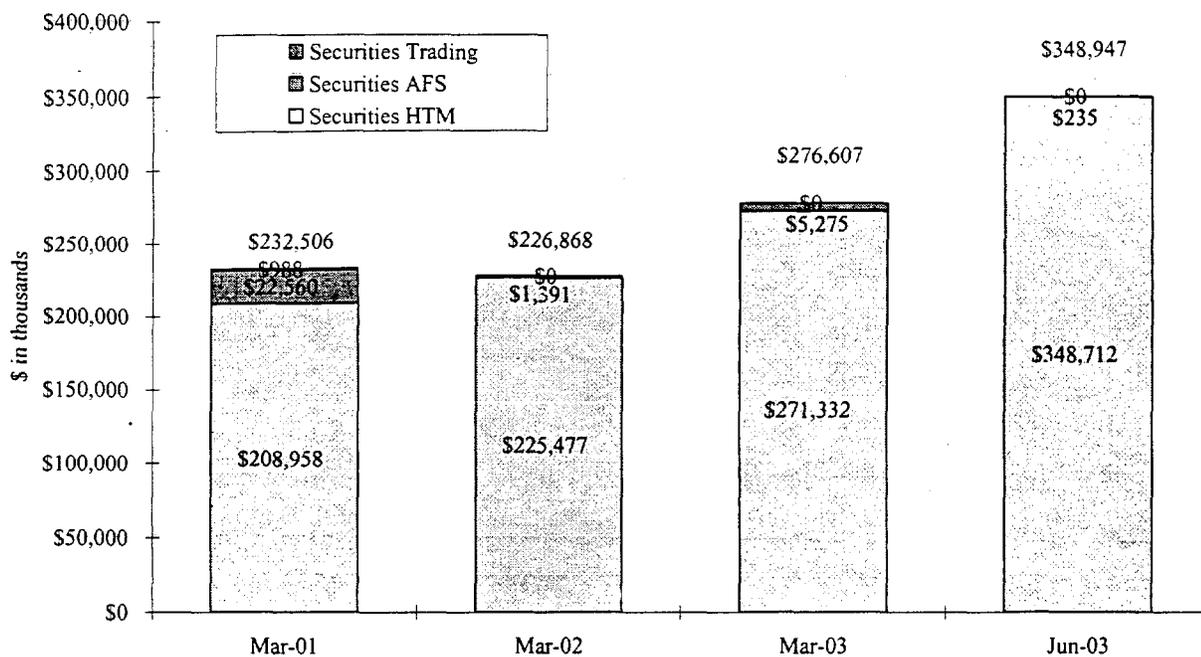
|                               | At June 30,<br>2003   |                | 2003              |                | 2002              |                | 2001              |                | 2000              |                | 1999              |                |
|-------------------------------|-----------------------|----------------|-------------------|----------------|-------------------|----------------|-------------------|----------------|-------------------|----------------|-------------------|----------------|
|                               | Amount                | Percent        | Amount            | Percent        | Amount            | Percent        | Amount            | Percent        | Amount            | Percent        | Amount            | Percent        |
|                               | (Dollar in Thousands) |                |                   |                |                   |                |                   |                |                   |                |                   |                |
| Real estate loans:            |                       |                |                   |                |                   |                |                   |                |                   |                |                   |                |
| One-to-four family            | \$ 184,526            | 91.84%         | \$ 198,957        | 92.26%         | \$ 236,967        | 93.93%         | \$ 214,349        | 93.11%         | \$ 187,736        | 91.90%         | \$ 149,618        | 91.59%         |
| Multi-family and commercial   | 9,977                 | 4.97%          | 10,127            | 4.70%          | 8,753             | 3.47%          | 8,977             | 3.90%          | 10,345            | 5.06%          | 9,043             | 5.54%          |
| Construction                  | 382                   | 0.19%          | 382               | 0.18%          | 450               | 0.18%          | -                 | 0.00%          | 956               | 0.47%          | 200               | 0.12%          |
| Total real estate loans       | <u>194,885</u>        | <u>97.00%</u>  | <u>209,466</u>    | <u>97.13%</u>  | <u>246,170</u>    | <u>97.58%</u>  | <u>223,326</u>    | <u>97.01%</u>  | <u>199,037</u>    | <u>97.43%</u>  | <u>158,861</u>    | <u>97.25%</u>  |
| Consumer loans:               |                       |                |                   |                |                   |                |                   |                |                   |                |                   |                |
| Second mortgage loans         | 3,442                 | 1.71%          | 3,319             | 1.54%          | 3,828             | 1.52%          | 4,682             | 2.04%          | 3,276             | 1.61%          | 2,855             | 1.75%          |
| Passbook or certificate loans | 1,106                 | 0.55%          | 1,188             | 0.55%          | 976               | 0.39%          | 996               | 0.43%          | 1,151             | 0.56%          | 1,027             | 0.63%          |
| Equity lines of credit        | 1,444                 | 0.72%          | 1,639             | 0.76%          | 1,256             | 0.50%          | 1,161             | 0.50%          | 783               | 0.38%          | 594               | 0.36%          |
| Other consumer loans          | 35                    | 0.02%          | 35                | 0.02%          | 35                | 0.01%          | 35                | 0.02%          | 36                | 0.02%          | 13                | 0.01%          |
| Total consumer loans          | <u>6,027</u>          | <u>3.00%</u>   | <u>6,181</u>      | <u>2.87%</u>   | <u>6,095</u>      | <u>2.42%</u>   | <u>6,874</u>      | <u>2.99%</u>   | <u>5,246</u>      | <u>2.57%</u>   | <u>4,489</u>      | <u>2.75%</u>   |
| Total gross loans             | <u>200,912</u>        | <u>100.00%</u> | <u>215,647</u>    | <u>100.00%</u> | <u>252,265</u>    | <u>100.00%</u> | <u>230,200</u>    | <u>100.00%</u> | <u>204,283</u>    | <u>100.00%</u> | <u>163,350</u>    | <u>100.00%</u> |
| Loans in process              | 183                   |                | 252               |                | 80                |                | -                 |                | 196               |                | 102               |                |
| Deferred loan fees, net       | 276                   |                | 236               |                | 224               |                | 319               |                | 469               |                | 424               |                |
| Allowance for loan losses     | 840                   |                | 940               |                | 940               |                | 885               |                | 785               |                | 680               |                |
| Total loans receivable, net   | <u>\$ 199,613</u>     |                | <u>\$ 214,219</u> |                | <u>\$ 251,021</u> |                | <u>\$ 228,996</u> |                | <u>\$ 202,833</u> |                | <u>\$ 162,144</u> |                |

Source: Offering Prospectus

**INVESTMENTS**

The Bank increased its portfolio from \$276.6 million at March 31, 2003, to \$348.9 million at June 30, 2003.

**FIGURE 8 - SECURITIES CHART**



Source: Offering Prospectus

Note: Values graphed are the fair value of investments.

|  |
|--|
| <b>INVESTMENTS AND MORTGAGE-<br/>BACKED SECURITIES</b> |
|--|

The following table illustrates the Bank's investment portfolio.

**FIGURE 9 - INVESTMENT MIX**

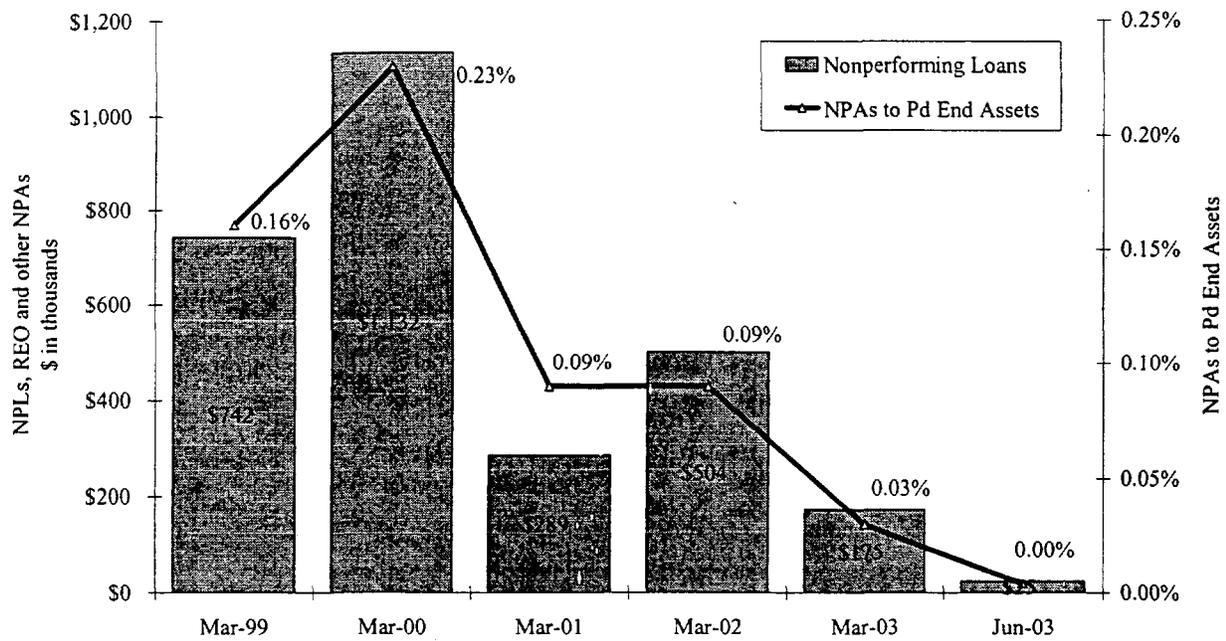
|                                | At June 30,       |            | At March 31,      |            |                   |            |                   |            |
|--------------------------------|-------------------|------------|-------------------|------------|-------------------|------------|-------------------|------------|
|                                | 2003              |            | 2003              |            | 2002              |            | 2001              |            |
|                                | Amortized<br>Cost | Fair Value |
| (Dollars in thousands)         |                   |            |                   |            |                   |            |                   |            |
| Trading account securities:    |                   |            |                   |            |                   |            |                   |            |
| Federal agency securities:     | \$ -              | \$ -       | \$ -              | \$ -       | \$ -              | \$ -       | \$ 979            | \$ 988     |
| Securities available for sale: |                   |            |                   |            |                   |            |                   |            |
| Federal agency securities:     | -                 | -          | 5,000             | 5,011      | 1,000             | 1,014      | 22,002            | 22,062     |
| Freddie Mac                    | 219               | 235        | 246               | 264        | 354               | 377        | 479               | 498        |
|                                | 219               | 235        | 5,246             | 5,275      | 1,354             | 1,391      | 22,481            | 22,560     |
| Securities held-to-maturity:   |                   |            |                   |            |                   |            |                   |            |
| Federal agency securities:     | 150,865           | 153,149    | 120,862           | 123,115    | 110,255           | 109,425    | 80,321            | 80,564     |
| Fannie Mae                     | 89,044            | 90,199     | 47,290            | 48,846     | 53,861            | 53,879     | 46,567            | 46,970     |
| Freddie Mac                    | 69,738            | 71,064     | 57,940            | 59,695     | 53,667            | 53,961     | 48,788            | 49,417     |
| Ginnie Mae                     | 38,846            | 39,395     | 39,994            | 40,406     | 6,340             | 6,511      | 9,822             | 10,035     |
|                                | 348,493           | 353,807    | 266,086           | 272,062    | 224,123           | 223,776    | 185,498           | 186,986    |
| Total                          | \$ 348,712        | \$ 354,042 | \$ 271,332        | \$ 277,337 | \$ 225,477        | \$ 225,167 | \$ 208,958        | \$ 210,534 |

Source: Offering Prospectus

**ASSET QUALITY**

The Bank's level of nonperforming loans has decreased from \$175 thousand at March 31, 2003 to \$25 thousand at June 30, 2003. The nonperforming assets as a percentage of total assets also decreased.

**FIGURE 10 - ASSET QUALITY CHART**



Source: Offering Prospectus

At June 30, 2003, the Bank's nonperforming loans to loan ratio was 0.01% and the nonperforming assets to total assets ratio was 0.00%.

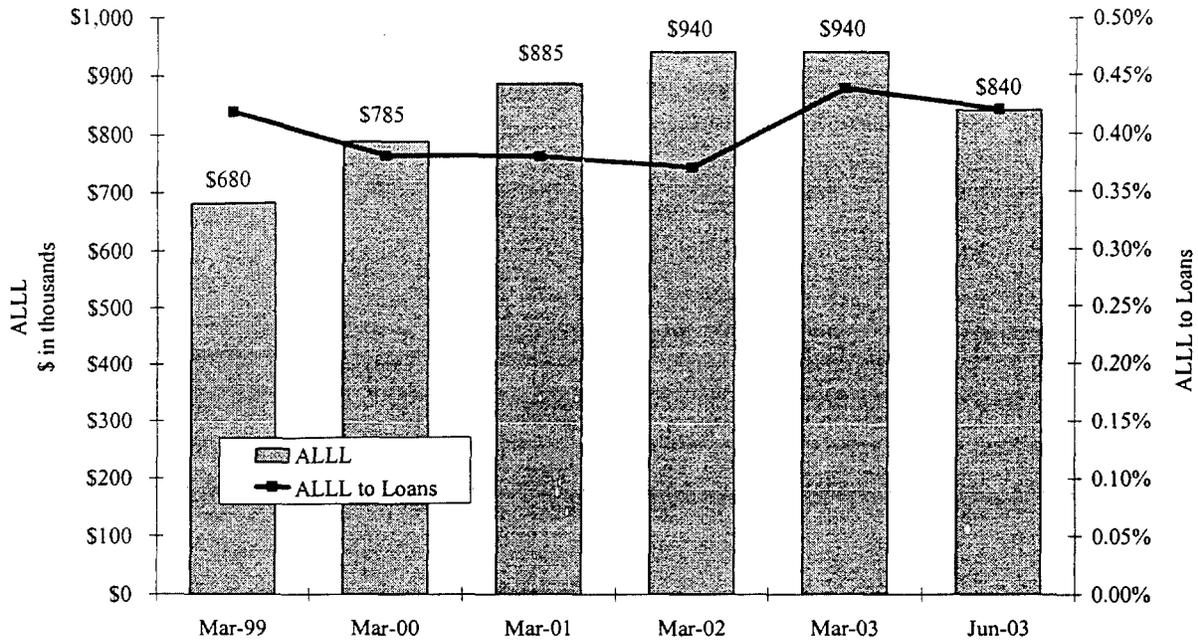
**FIGURE 11 - NON-PERFORMING LOANS**

|  | At June 30,            |               | Year Ended March 31, |               |                 |               |
|--|------------------------|---------------|----------------------|---------------|-----------------|---------------|
|  | 2003                   | 2003          | 2002                 | 2001          | 2000            | 1999          |
| Nonaccrual loans:                                      | (Dollars in thousands) |               |                      |               |                 |               |
| Real estate  | \$ 25                  | \$ 175        | \$ 504               | \$ 289        | \$ 1,104        | \$ 742        |
| Total  | <u>25</u>              | <u>175</u>    | <u>504</u>           | <u>289</u>    | <u>1,104</u>    | <u>742</u>    |
| Accruing loans past due 90 days or more:               |                        |               |                      |               |                 |               |
| Consumer   | -                      | -             | -                    | -             | 28              | -             |
| Total  | <u>-</u>               | <u>-</u>      | <u>-</u>             | <u>-</u>      | <u>28</u>       | <u>-</u>      |
| Total of nonaccrual and 90 days or more past due loans | <u>25</u>              | <u>175</u>    | <u>504</u>           | <u>289</u>    | <u>1,132</u>    | <u>742</u>    |
| Real estate owned                                      | -                      | -             | -                    | 168           | -               | -             |
| Total nonperforming assets                             | <u>\$ 25</u>           | <u>\$ 175</u> | <u>\$ 504</u>        | <u>\$ 457</u> | <u>\$ 1,132</u> | <u>\$ 742</u> |
| Total nonperforming loans to total loans               | 0.01%                  | 0.08%         | 0.20%                | 0.13%         | 0.55%           | 0.45%         |
| Total nonperforming loans to total assets              | 0.00%                  | 0.03%         | 0.09%                | 0.06%         | 0.23%           | 0.16%         |
| Total nonperforming assets to total assets             | 0.00%                  | 0.03%         | 0.09%                | 0.09%         | 0.23%           | 0.16%         |

Source: Offering Prospectus

The ALLL declined \$100 thousand from March 31, 2003 to June 30, 2003, as the Bank recaptured a portion of its ALLL. The Bank's ALLL to loans ratio decreased from 0.44% at March 31, 2003 to 0.42% at June 30, 2003.

**FIGURE 12 - ALLOWANCE FOR POSSIBLE LOAN AND LEASE LOSSES CHART**

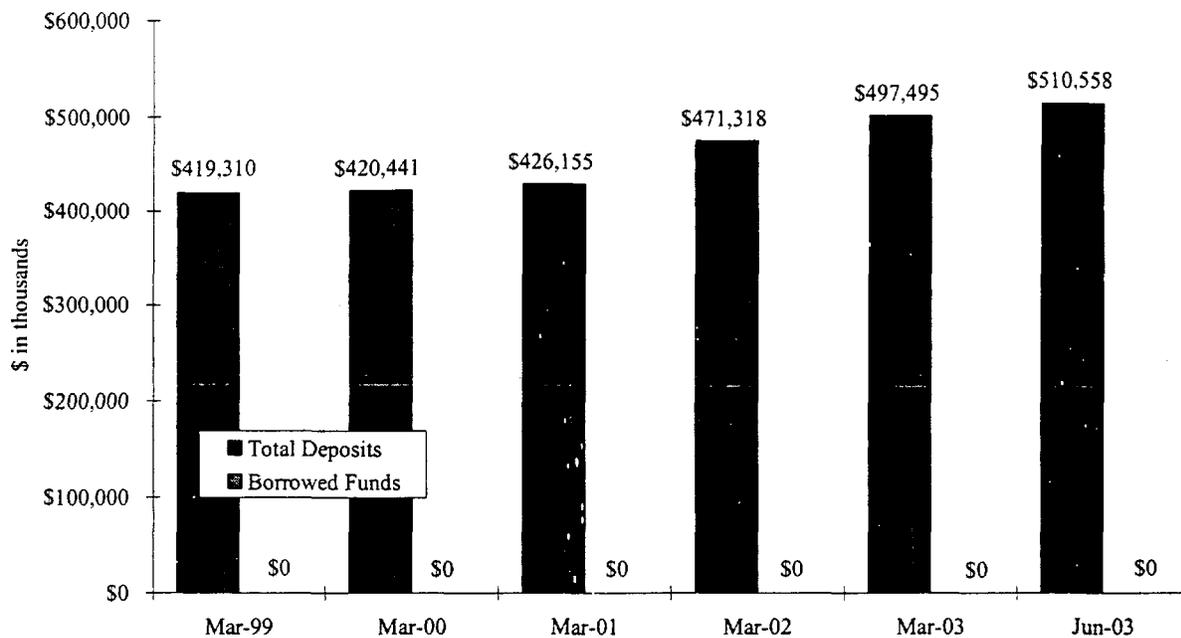


Source: Offering Prospectus

**FUNDING COMPOSITION**

Deposits have increased from \$497.5 million at March 31, 2003 to \$510.6 million at June 30, 2003. The Bank has no outstanding borrowings.

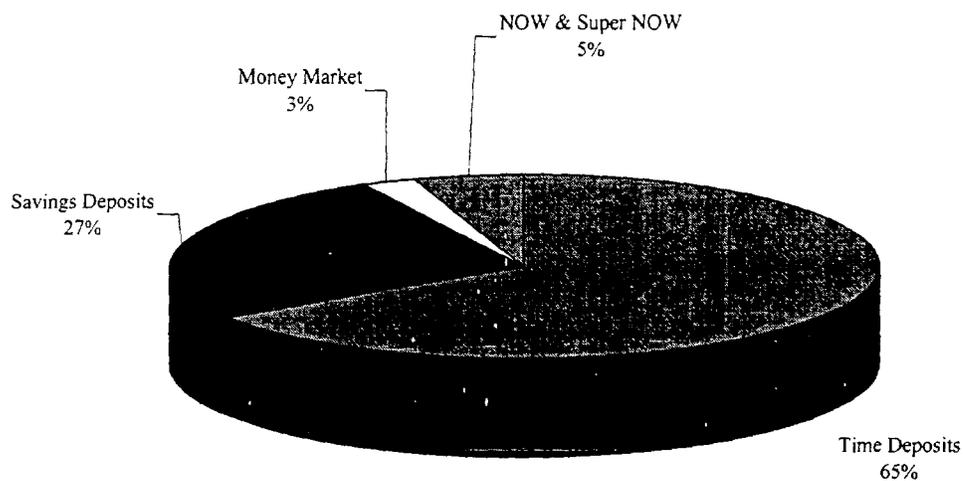
**FIGURE 13 - DEPOSIT AND BORROWING TREND CHART**



Source: Offering Prospectus

The Bank's deposit mix as of June 30, 2003 is heavily weighted in time deposits.

**FIGURE 14 - DEPOSIT MIX**



Source: Offering Prospectus



|                              |
|------------------------------|
| <b>NET WORTH AND CAPITAL</b> |
|------------------------------|

At June 30, 2003, the Bank had capital in excess of the minimum requirements for all capital ratios.

**FIGURE 16 - CAPITAL ANALYSIS**

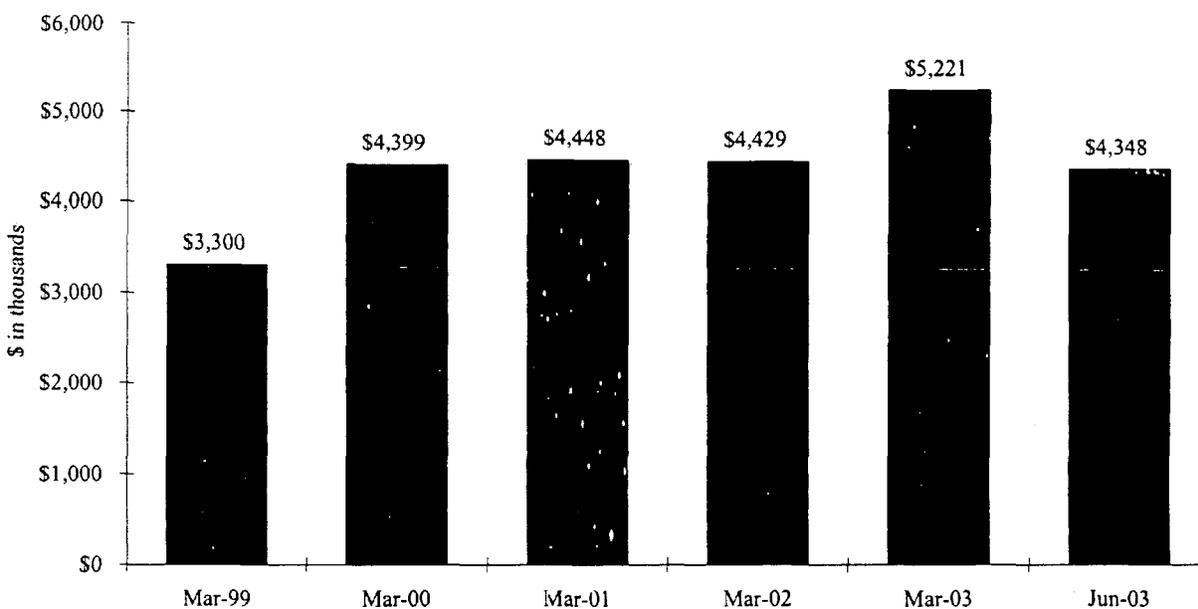
| Regulatory Capital Position     | Historical at June 30, 2003 |                      |
|---------------------------------|-----------------------------|----------------------|
|                                 | Amount                      | Percentage of Assets |
| <b>GAAP Capital</b>             | \$ 74,098                   | 12.58%               |
| <b>Tier 1 (Core) Capital</b>    |                             |                      |
| Capital Level                   | \$ 74,089                   | 12.57%               |
| Requirement                     | 23,577                      | 4.00%                |
| Excess                          | \$ 50,512                   | 8.57%                |
| <b>Total Risk-Based Capital</b> |                             |                      |
| Capital Level                   | \$ 74,929                   | 41.05%               |
| Requirement                     | 14,603                      | 8.00%                |
| Excess                          | \$ 60,326                   | 33.05%               |

Source: Offering Prospectus

**INCOME AND EXPENSE TRENDS**

The Bank posted net income of \$5.2 million for the year ended March 31, 2003, up \$792 thousand from the year ended March 31, 2002. The increase was primarily attributable to higher net interest income, resulting from lower interest expense. The net income for the three months ended June 30, 2003, declined from the prior period due to lower net interest income and higher noninterest expense.

**FIGURE 17 - NET INCOME CHART**



Note: The June 2003 figure is the annualized three months ended June 30,

Source: Offering Prospectus

The net interest spread and margin decreased between the three months ended June 30, 2002 and the three months ended March 31, 2003.

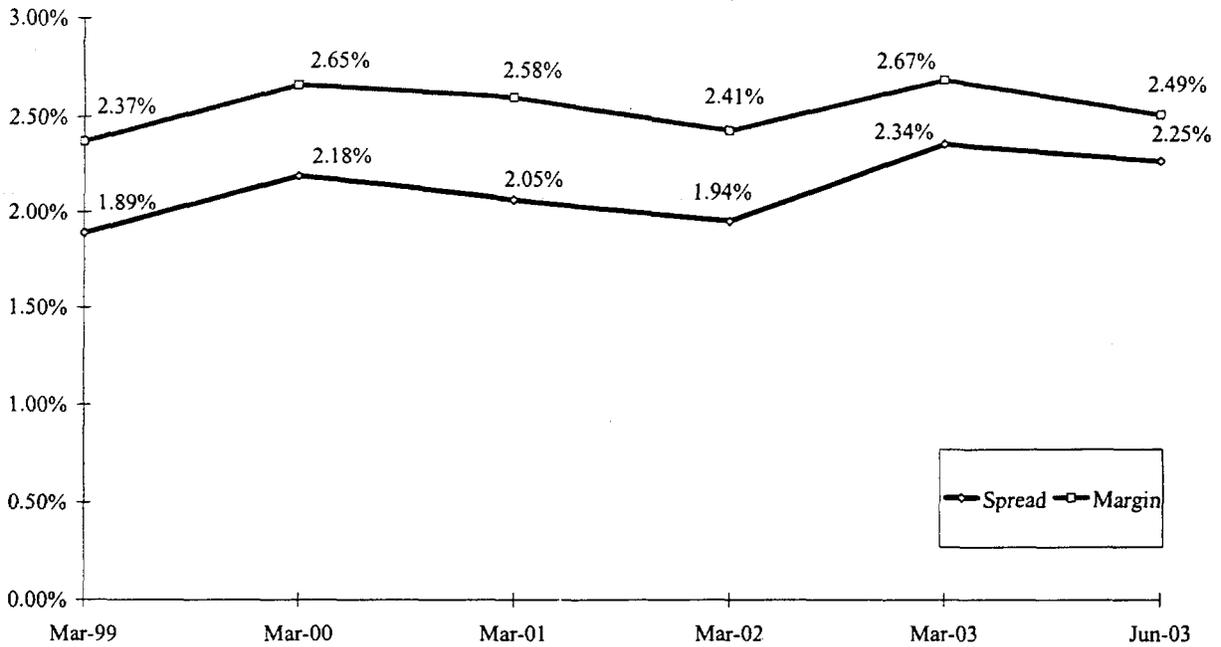
**FIGURE 18 - AVERAGE YIELDS AND COSTS**

|   | Three Months Ended June 30, |                        |            |                   |                        |            |
|---|-----------------------------|------------------------|------------|-------------------|------------------------|------------|
|   | 2003                        |                        |            | 2002              |                        |            |
|   | Average Balance             | Interest and Dividends | Yield/Cost | Average Balance   | Interest and Dividends | Yield/Cost |
| (Dollars in thousands)  |                             |                        |            |                   |                        |            |
| <b>Assets:</b>  |                             |                        |            |                   |                        |            |
| Interest-earning assets:  |                             |                        |            |                   |                        |            |
| Loans receivable  | \$ 205,956                  | \$ 3,232               | 6.28%      | \$ 253,124        | \$ 4,332               | 6.85%      |
| Mortgage-backed securities  | 179,883                     | 1,970                  | 4.38%      | 110,486           | 1,722                  | 6.23%      |
| Investment securities   | 132,119                     | 1,165                  | 3.53%      | 117,166           | 1,365                  | 4.66%      |
| Other interest-earning assets   | 40,381                      | 171                    | 1.69%      | 47,621            | 196                    | 1.65%      |
| Total interest-earning assets   | 558,339                     | 6,538                  | 4.68%      | 528,397           | 7,615                  | 5.76%      |
| Noninterest-earning assets  | 22,773                      |                        |            | 15,734            |                        |            |
| Total assets  | <u>\$ 581,112</u>           |                        |            | <u>\$ 544,131</u> |                        |            |
| <b>Liabilities and equity:</b>  |                             |                        |            |                   |                        |            |
| Interest-bearing liabilities:   |                             |                        |            |                   |                        |            |
| Demand accounts   | \$ 38,746                   | \$ 123                 | 1.27%      | \$ 36,590         | \$ 142                 | 1.55%      |
| Savings and club accounts   | 131,167                     | 474                    | 1.45%      | 114,838           | 651                    | 2.27%      |
| Certificates of deposit   | 332,771                     | 2,459                  | 2.96%      | 319,422           | 3,261                  | 4.08%      |
| Total interest-bearing deposits   | 502,684                     | 3,056                  | 2.43%      | 470,850           | 4,054                  | 3.44%      |
| Noninterest-bearing liabilities   | 4,883                       |                        |            | 4,786             |                        |            |
| Total liabilities   | 507,567                     |                        |            | 475,636           |                        |            |
| Equity  | 73,545                      |                        |            | 68,495            |                        |            |
| Total liabilities and equity  | <u>\$ 581,112</u>           |                        |            | <u>\$ 544,131</u> |                        |            |
| Net interest income   |                             | <u>\$ 3,482</u>        |            |                   | <u>\$ 3,561</u>        |            |
| Interest rate spread  |                             |                        | 2.25%      |                   |                        | 2.32%      |
| Net interest margin   |                             |                        | 2.49%      |                   |                        | 2.70%      |
| Average interest-earning assets to average interest-bearing liabilities | 1.11x                       |                        |            | 1.12x             |                        |            |

Source: Offering Prospectus

The following chart illustrates that the Bank's spread and margin declined between 2000 and 2002. Between the twelve months ended March 31, 2002 and the twelve months ended March 31, 2003, spread and margin increased. Spread and margin declined during the three months ended June 30, 2003, as the decline in yield was only partially offset by the decline in cost of funds.

**FIGURE 19 - SPREAD AND MARGIN CHART**



Source: Offering Prospectus

The Bank posted net income of \$1.1 million for the three months ended June 30, 2003, compared with \$1.4 million for the three months ended June 30, 2002. The decline is primarily attributable to lower net interest income and higher noninterest expense.

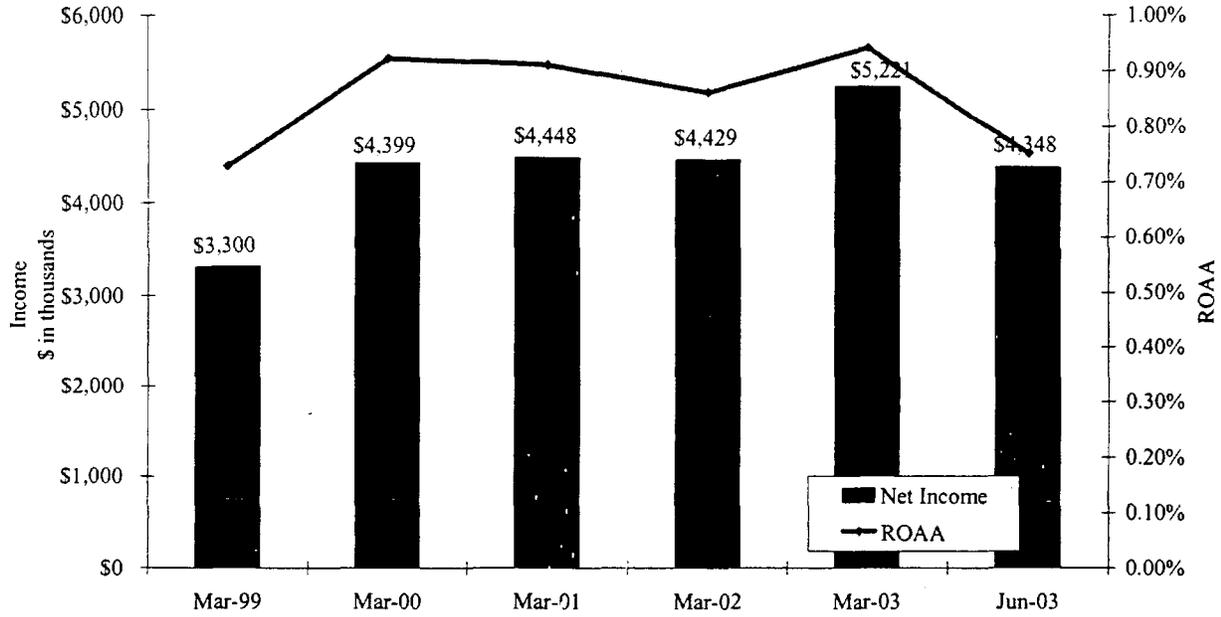
**FIGURE 20 - INCOME STATEMENT TRENDS**

|   | Three Months Ended |          | Year Ended March 31,   |           |           |           |           |
|---|--------------------|----------|------------------------|-----------|-----------|-----------|-----------|
|   | June 30,           |          | 2003                   | 2002      | 2001      | 2000      | 1999      |
|   | 2003               | 2002     | (Dollars in thousands) |           |           |           |           |
| <b>Operating Data:</b>                              |                    |          |                        |           |           |           |           |
| Interest Income                                     | \$ 6,538           | \$ 7,615 | \$ 29,253              | \$ 31,290 | \$ 32,437 | \$ 30,958 | \$ 29,354 |
| Interest Expense                                    | 3,056              | 4,054    | 14,856                 | 19,136    | 20,237    | 18,612    | 18,855    |
| Net interest income                                 | 3,482              | 3,561    | 14,397                 | 12,154    | 12,200    | 12,346    | 10,499    |
| Provisions for loan losses                          | (100)              | -        | -                      | 55        | 100       | 105       | 90        |
| Net interest income after provision for loan losses | 3,582              | 3,561    | 14,397                 | 12,099    | 12,100    | 12,241    | 10,409    |
| Noninterest income                                  | 76                 | 72       | 296                    | 284       | 360       | 56        | 181       |
| Noninterest expense                                 | 1,851              | 1,429    | 5,926                  | 5,478     | 5,487     | 5,269     | 5,654     |
| Earnings before income taxes                        | 1,807              | 2,204    | 8,767                  | 6,905     | 6,973     | 7,028     | 4,936     |
| Total income taxes                                  | 720                | 802      | 3,546                  | 2,476     | 2,525     | 2,629     | 1,636     |
| Net earnings  | \$ 1,087           | \$ 1,402 | \$ 5,221               | \$ 4,429  | \$ 4,448  | \$ 4,399  | \$ 3,300  |

Source: Offering Prospectus

The ROAA, consistent with net income, decreased for the three months ended June 30, 2002 to the three months ended June 30, 2003.

**FIGURE 21 - PROFITABILITY TREND CHART**



Note: The June 2003 figure is for the three months ended June 30, 2003,

Source: Offering Prospectus

**LEGAL PROCEEDINGS**

Periodically, there have been various claims and lawsuits against the Bank, such as claims to enforce liens, condemnation proceedings on properties in which the Bank holds security interests, claims involving the making and servicing of real property loans and other issues incident to the Bank's business. The Bank is not a party to any pending legal proceedings that management believes would have a material adverse effect on the Bank's financial condition, results of operations or cash flows.

**SUBSIDIARIES**

The Bank does not have any subsidiaries.

## 2. Market Area Analysis

The following maps delineate the market area for each of the Bank's branches based upon the geographic distribution of accounts.

**FIGURE 22 – MARKET AREA MAPS**



**MARKET AREA DEMOGRAPHICS**

The following tables summarize the demographics for the Bank's markets.

**FIGURE 23 - POPULATION DEMOGRAPHICS**

|   | Lakeview Ave. & INDEX | Clifton Ave Branch INDEX | Lakeview Ave. & INDEX | Lanza Ave. Branch INDEX | Palisades Ave. INDEX | Valley Rd. Branch INDEX |
|---|-----------------------|--------------------------|-----------------------|-------------------------|----------------------|-------------------------|
| <b>POPULATION CHARACTERISTICS</b>           |                       |                          |                       |                         |                      |                         |
| LAND AREA (miles)                           | 2.13                  | 1.48                     | 2.13                  | 1.20                    | 1.10                 | 0.67                    |
| <b>POPULATION</b>                           |                       |                          |                       |                         |                      |                         |
| 2000 CENSUS                                 | 26,468                | 8,420                    | 26,468                | 12,732                  | 15,630               | 3,797                   |
| 2002 ESTIMATE                               | 26,855                | 8,411                    | 26,855                | 12,960                  | 15,974               | 3,778                   |
| 2007 PROJECTION                             | 27,974                | 8,443                    | 27,974                | 13,544                  | 16,849               | 3,750                   |
| GROWTH 2000 TO 2002                         | 1.46%                 | -0.11%                   | 1.46%                 | 1.79%                   | 2.20%                | -0.50%                  |
| PROJECTED GROWTH 2002 TO 2007               | 4.17%                 | 0.38%                    | 4.17%                 | 4.51%                   | 5.48%                | -0.73%                  |
| POPULATION DENSITY 2002 (persons / sq mile) | 12,620.7              | 5,886.0                  | 12,620.7              | 10,762.8                | 14,460.3             | 5,613.6                 |
| <b>POPULATION BY SEX - 2002 EST</b>         |                       |                          |                       |                         |                      |                         |
| MALE  | 26,855                | 8,411                    | 26,855                | 12,960                  | 15,974               | 3,778                   |
| FEMALE                                      | 47.99% 0.99           | 47.65% 0.98              | 47.99% 0.99           | 48.29% 1.00             | 48.87% 1.01          | 47.88% 0.99             |
| <b>MARITAL STATUS (POP AGE 15+)</b>         |                       |                          |                       |                         |                      |                         |
| PERSONS SINGLE                              | 52.01% 1.01           | 52.35% 1.02              | 52.01% 1.01           | 51.71% 1.00             | 51.13% 0.99          | 52.12% 1.01             |
| PERSONS MARRIED                             | 21.312                | 7,206                    | 21,312                | 10,704                  | 12,918               | 3,107                   |
| PERSONS WIDOWED/DIVORCED/SEPARATED          | 28.39% 0.99           | 25.22% 0.88              | 28.39% 0.99           | 27.75% 0.97             | 29.11% 1.01          | 24.63% 0.86             |
| FEMALES NEVER MARRIED                       | 51.37% 0.95           | 54.56% 1.00              | 51.37% 0.95           | 53.30% 0.98             | 51.56% 0.95          | 58.64% 1.10             |
| FEMALES MARRIED                             | 20.24% 1.19           | 20.22% 1.19              | 20.24% 1.19           | 18.95% 1.12             | 19.33% 1.14          | 15.73% 0.93             |
| FEMALES WIDOWED/DIVORCED/SEPARATED          | 12.78% 0.96           | 11.67% 0.88              | 12.78% 0.96           | 12.34% 0.93             | 13.16% 0.99          | 11.24% 0.85             |
| MALES NEVER MARRIED                         | 25.28% 0.93           | 27.01% 1.00              | 25.28% 0.93           | 26.10% 0.97             | 25.03% 0.93          | 29.60% 1.09             |
| MALES MARRIED                               | 14.65%                | 14.38%                   | 14.65%                | 13.89% 1.16             | 13.57%               | 12.00% 1.01             |
| MALES WIDOWED/DIVORCED/SEPARATED            | 15.61% 1.01           | 13.55% 0.88              | 15.61% 1.01           | 15.41% 1.00             | 15.95% 1.03          | 13.40% 0.87             |
| <b>POPULATION BY AGE - 2002 EST</b>         |                       |                          |                       |                         |                      |                         |
| UNDER 4 YEARS                               | 26.09% 0.96           | 27.55% 1.01              | 26.09% 0.96           | 27.20% 1.00             | 26.53% 0.97          | 30.04% 1.10             |
| 5 TO 9 YEARS                                | 5.59% 1.11            | 5.83% 1.16               | 5.59% 1.11            | 5.05% 1.01              | 5.76% 1.15           | 3.72%                   |
| 10 TO 14 YEARS                              | 26.855                | 8,411                    | 26,855                | 12,960                  | 15,974               | 3,778                   |
| 15 TO 19 YEARS                              | 6.65% 1.01            | 5.20%                    | 6.65% 1.01            | 5.47% 0.83              | 6.28% 0.95           | 5.60% 0.85              |
| 20 TO 24 YEARS                              | 7.03% 1.01            | 4.47%                    | 7.03% 1.01            | 5.80% 0.83              | 6.46% 0.93           | 5.59% 0.80              |
| 25 TO 34 YEARS                              | 6.97% 0.97            | 4.65%                    | 6.97% 0.97            | 6.14% 0.86              | 6.38% 0.89           | 6.57% 0.92              |
| 35 TO 44 YEARS                              | 6.26% 1.00            | 4.46%                    | 6.26% 1.00            | 5.87% 0.94              | 6.29% 1.01           | 5.39% 0.86              |
| 45 TO 54 YEARS                              | 7.16%                 | 4.78% 0.81               | 7.16%                 | 7.22%                   | 7.49%                | 4.70%                   |
| 55 TO 59 YEARS                              | 15.22% 1.11           | 14.53% 1.06              | 15.22% 1.11           | 15.88% 1.16             | 16.83%               | 12.60% 0.92             |
| 60 TO 64 YEARS                              | 16.25% 0.99           | 15.83% 0.96              | 16.25% 0.99           | 15.94% 0.97             | 15.52% 0.94          | 15.46% 0.94             |
| 65 TO 74 YEARS                              | 13.38% 0.94           | 14.78% 1.03              | 13.38% 0.94           | 14.25% 1.00             | 13.24% 0.93          | 15.16% 1.06             |
| 75 TO 84 YEARS                              | 4.73% 0.86            | 5.48% 1.00               | 4.73% 0.86            | 5.00% 0.91              | 4.52% 0.83           | 6.04% 1.10              |
| 85 + YEARS                                  | 3.51% 0.85            | 4.16% 1.01               | 3.51% 0.85            | 3.74% 0.91              | 3.70% 0.90           | 4.26% 1.04              |
| MEDIAN AGE                                  | 5.67% 0.85            | 9.59%                    | 5.67% 0.85            | 6.70% 1.01              | 6.13% 0.92           | 8.60%                   |
| <b>EDUCATION ATTAINMENT (POP AGE 25+)</b>   |                       |                          |                       |                         |                      |                         |
| ELEMENTARY                                  | 5.05% 1.06            | 8.81%                    | 5.05% 1.06            | 6.18%                   | 5.54%                | 7.94%                   |
| SOME HIGH SCHOOL                            | 2.13%                 | 3.25%                    | 2.13%                 | 1.81% 1.05              | 1.61% 0.93           | 2.07%                   |
| HIGH SCHOOL GRADUATE                        | 36.2 0.97             | 43.0 1.16                | 36.2 0.97             | 37.5 1.01               | 35.5 0.95            | 41.1 1.10               |
| SOME COLLEGE                                | 17.707                | 6,429                    | 17,707                | 9,007                   | 10,717               | 2,726                   |
| COLLEGE ASSOCIATES DEGREE                   | 16.60%                | 9.50%                    | 16.60%                | 21.21%                  | 22.77%               | 7.66% 0.85              |
| COLLEGE BACHELORS DEGREE                    | 17.07%                | 11.48% 0.85              | 17.07%                | 17.60%                  | 17.26%               | 15.44% 1.14             |
| COLLEGE GRADUATE DEGREE                     | 32.22% 1.04           | 34.53% 1.12              | 32.22% 1.04           | 32.13% 1.04             | 32.68% 1.06          | 35.69% 1.15             |
| <b>POPULATION BY RACE - 2002 EST</b>        |                       |                          |                       |                         |                      |                         |
| WHITE                                       | 13.74% 0.88           | 16.51% 1.06              | 13.74% 0.88           | 12.97% 0.83             | 12.71% 0.82          | 16.00% 1.03             |
| BLACK                                       | 4.35% 0.83            | 3.34%                    | 4.35% 0.83            | 3.87%                   | 3.37%                | 4.94% 0.94              |
| INDIAN                                      | 11.84%                | 17.38% 1.07              | 11.84%                | 7.62%                   | 8.09%                | 15.19% 0.93             |
| ASIAN                                       | 4.17%                 | 7.26% 0.81               | 4.17%                 | 4.60%                   | 3.13%                | 4.88%                   |
| PACIFIC ISLANDER                            | 26.855                | 8,411                    | 26,855                | 12,960                  | 15,974               | 3,778                   |
| OTHER                                       | 50.29%                | 73.51% 1.13              | 50.29%                | 79.51%                  | 64.95% 1.00          | 77.78% 1.20             |
| MULTIPLE RACE                               | 4.08%                 | 3.47%                    | 4.08%                 | 1.58%                   | 3.20%                | 1.01%                   |
| HISPANIC                                    | 0.13% 0.92            | 0.02%                    | 0.13% 0.92            | 0.07%                   | 0.19%                | 0.06%                   |
| <b>POPULATION BY RACE - 2007 EST</b>        |                       |                          |                       |                         |                      |                         |
| WHITE                                       | 3.87%                 | 11.02%                   | 3.87%                 | 2.98%                   | 3.06%                | 7.23% 1.20              |
| BLACK                                       | 0.01%                 | 0.01%                    | 0.01%                 | 0.01%                   | 0.00%                | 0.01%                   |
| INDIAN                                      | 0.42%                 | 0.16%                    | 0.42%                 | 0.08%                   | 0.16%                | 0.36%                   |
| ASIAN                                       | 5.54%                 | 1.77%                    | 5.54%                 | 1.39% 0.84              | 2.54%                | 1.65% 1.00              |
| PACIFIC ISLANDER                            | 35.64%                | 10.05%                   | 35.64%                | 14.38% 1.04             | 25.90%               | 11.90% 0.86             |
| OTHER                                       | 26.855                | 8,411                    | 26,855                | 12,960                  | 15,974               | 3,778                   |
| MULTIPLE RACE                               | 44.54%                | 68.42% 1.06              | 44.54%                | 79.47%                  | 62.92% 0.97          | 72.43% 1.12             |
| HISPANIC                                    | 4.86%                 | 4.19%                    | 4.86%                 | 1.91%                   | 3.67%                | 1.23%                   |
| ASIAN                                       | 0.16% 1.00            | 0.03%                    | 0.16% 1.00            | 0.10%                   | 0.24%                | 0.06%                   |
| PACIFIC ISLANDER                            | 4.44%                 | 13.37%                   | 4.44%                 | 3.62%                   | 3.59%                | 8.64%                   |
| OTHER                                       | 0.02%                 | 0.02%                    | 0.02%                 | 0.01%                   | 0.00%                | 0.03% 0.87              |
| MULTIPLE RACE                               | 0.51%                 | 0.22%                    | 0.51%                 | 0.13%                   | 0.21%                | 0.45%                   |
| HISPANIC                                    | 6.23%                 | 2.03% 1.10               | 6.23%                 | 1.72% 0.91              | 3.01%                | 1.89% 1.00              |
|   | 43.40%                | 12.15%                   | 43.40%                | 17.55% 1.12             | 31.83%               | 14.53% 0.93             |

Source: Claritas

**FIGURE 23 - POPULATION DEMOGRAPHICS 2**

|   | 1433 Van Houten<br>INDEX | Wallington Branch<br>INDEX | 626 Van Houten<br>INDEX | New Jersey |
|---|--------------------------|----------------------------|-------------------------|------------|
| <b>POPULATION CHARACTERISTICS</b>           |                          |                            |                         |            |
| LAND AREA (miles)                           | 1.16                     | 1.04                       | 0.81                    | 7,417.34   |
| <b>POPULATION</b>                           |                          |                            |                         |            |
| 2000 CENSUS                                 | 5,808                    | 9,179                      | 6,790                   | 8,414,350  |
| 2002 ESTIMATE                               | 5,767                    | 9,295                      | 6,898                   | 8,521,678  |
| 2007 PROJECTION                             | 5,689                    | 9,608                      | 7,207                   | 8,802,920  |
| GROWTH 2000 TO 2002                         | -0.72%                   | 1.26%                      | 1.59%                   | 1.28%      |
| PROJECTED GROWTH 2002 TO 2007               | -1.34%                   | 3.37%                      | 4.48%                   | 3.30%      |
| POPULATION DENSITY 2002 (persons / sq mile) | 4,990.5                  | 8,954.3                    | 8,524.8                 | 1,148.9    |
| <b>POPULATION BY SEX - 2002 EST</b>         |                          |                            |                         |            |
| MALE  | 47.35%                   | 48.25%                     | 47.54%                  | 48.47%     |
| FEMALE                                      | 52.65%                   | 51.75%                     | 52.46%                  | 51.53%     |
| <b>MARITAL STATUS (POP AGE 15+)</b>         |                          |                            |                         |            |
| PERSONS SINGLE                              | 23.91%                   | 28.54%                     | 26.18%                  | 28.72%     |
| PERSONS MARRIED                             | 60.57%                   | 52.75%                     | 55.39%                  | 54.33%     |
| PERSONS WIDOWED/DIVORCED/SEPARATED          | 15.53%                   | 18.70%                     | 18.43%                  | 16.95%     |
| FEMALES NEVER MARRIED                       | 10.75%                   | 13.56%                     | 12.31%                  | 13.26%     |
| FEMALES MARRIED                             | 30.58%                   | 25.41%                     | 27.41%                  | 27.05%     |
| FEMALES WIDOWED/DIVORCED/SEPARATED          | 11.80%                   | 13.37%                     | 13.61%                  | 11.93%     |
| MALES NEVER MARRIED                         | 13.16%                   | 14.98%                     | 13.87%                  | 15.45%     |
| MALES MARRIED                               | 29.99%                   | 27.35%                     | 27.98%                  | 27.28%     |
| MALES WIDOWED/DIVORCED/SEPARATED            | 3.72%                    | 5.33%                      | 4.82%                   | 5.02%      |
| <b>POPULATION BY AGE - 2002 EST</b>         |                          |                            |                         |            |
| UNDER 4 YEARS                               | 4.58%                    | 4.98%                      | 6.54%                   | 6.60%      |
| 5 TO 9 YEARS                                | 5.13%                    | 4.79%                      | 6.76%                   | 6.96%      |
| 10 TO 14 YEARS                              | 6.30%                    | 5.21%                      | 6.99%                   | 7.15%      |
| 15 TO 19 YEARS                              | 4.98%                    | 5.38%                      | 6.42%                   | 6.25%      |
| 20 TO 24 YEARS                              | 4.16%                    | 7.09%                      | 6.20%                   | 5.89%      |
| 25 TO 34 YEARS                              | 10.49%                   | 16.25%                     | 14.27%                  | 13.68%     |
| 35 TO 44 YEARS                              | 14.74%                   | 15.58%                     | 15.02%                  | 16.49%     |
| 45 TO 54 YEARS                              | 15.38%                   | 15.27%                     | 13.50%                  | 14.29%     |
| 55 TO 59 YEARS                              | 5.75%                    | 5.41%                      | 5.11%                   | 5.48%      |
| 60 TO 64 YEARS                              | 4.60%                    | 4.30%                      | 3.75%                   | 4.10%      |
| 65 TO 74 YEARS                              | 10.97%                   | 7.22%                      | 6.64%                   | 6.63%      |
| 75 TO 84 YEARS                              | 9.97%                    | 6.43%                      | 6.68%                   | 4.76%      |
| 85 + YEARS                                  | 2.95%                    | 2.09%                      | 2.12%                   | 1.73%      |
| MEDIAN AGE                                  | 45.0                     | 39.1                       | 37.7                    | 37.2       |
| <b>EDUCATION ATTAINMENT (POP AGE 25+)</b>   |                          |                            |                         |            |
| ELEMENTARY                                  | 6.66%                    | 15.81%                     | 14.56%                  | 9.29%      |
| SOME HIGH SCHOOL                            | 15.51%                   | 15.92%                     | 16.24%                  | 13.59%     |
| HIGH SCHOOL GRADUATE                        | 40.38%                   | 36.93%                     | 32.50%                  | 30.95%     |
| SOME COLLEGE                                | 12.87%                   | 12.25%                     | 13.13%                  | 15.59%     |
| COLLEGE ASSOCIATES DEGREE                   | 4.06%                    | 3.22%                      | 3.94%                   | 5.26%      |
| COLLEGE BACHELORS DEGREE                    | 13.37%                   | 10.13%                     | 13.81%                  | 16.31%     |
| COLLEGE GRADUATE DEGREE                     | 7.14%                    | 5.74%                      | 5.81%                   | 9.01%      |
| <b>POPULATION BY RACE - 2002 EST</b>        |                          |                            |                         |            |
| WHITE                                       | 80.77%                   | 85.20%                     | 56.29%                  | 64.89%     |
| BLACK                                       | 1.07%                    | 1.88%                      | 5.81%                   | 13.14%     |
| INDIAN                                      | 0.09%                    | 0.04%                      | 0.13%                   | 0.14%      |
| ASIAN                                       | 8.92%                    | 4.56%                      | 7.71%                   | 6.04%      |
| PACIFIC ISLANDER                            | 0.04%                    | 0.00%                      | 0.00%                   | 0.03%      |
| OTHER                                       | 0.16%                    | 0.07%                      | 0.29%                   | 0.26%      |
| MULTIPLE RACE                               | 1.08%                    | 1.51%                      | 2.15%                   | 1.64%      |
| <b>POPULATION BY RACE - 2007 EST</b>        |                          |                            |                         |            |
| WHITE                                       | 75.46%                   | 86.17%                     | 53.84%                  | 64.58%     |
| BLACK                                       | 1.35%                    | 1.99%                      | 6.31%                   | 13.63%     |
| INDIAN                                      | 0.11%                    | 0.06%                      | 0.18%                   | 0.16%      |
| ASIAN                                       | 10.58%                   | 5.36%                      | 8.34%                   | 7.00%      |
| PACIFIC ISLANDER                            | 0.06%                    | 0.00%                      | 0.00%                   | 0.03%      |
| OTHER                                       | 0.23%                    | 0.09%                      | 0.32%                   | 0.32%      |
| MULTIPLE RACE                               | 1.31%                    | 1.81%                      | 2.42%                   | 1.90%      |
| HISPANIC                                    | 9.57%                    | 7.90%                      | 33.06%                  | 15.68%     |

Source: Claritas

**FIGURE 24 - HOUSEHOLD CHARACTERISTICS**

|   | Lakeview Ave. & INDEX | Clifton Ave Branch INDEX | Lakeview Ave. & INDEX | Lanza Ave. Branch INDEX | Paisades Ave. INDEX | Valley Rd. Branch INDEX |
|---|-----------------------|--------------------------|-----------------------|-------------------------|---------------------|-------------------------|
| <b>HOUSEHOLD CHARACTERISTICS</b>        |                       |                          |                       |                         |                     |                         |
| <b>HOUSEHOLDS</b>                       |                       |                          |                       |                         |                     |                         |
| 1990 CENSUS                             | 9,036                 | 3,788                    | 9,036                 | 4,634                   | 5,719               | 1,404                   |
| 2000 CENSUS                             | 9,329                 | 3,821                    | 9,329                 | 4,820                   | 5,862               | 1,434                   |
| 2002 ESTIMATE                           | 9,298                 | 3,813                    | 9,298                 | 4,838                   | 5,897               | 1,427                   |
| 2007 PROJECTION                         | 9,386                 | 3,789                    | 9,386                 | 4,931                   | 6,056               | 1,407                   |
| GROWTH 2000 TO 2002                     | -0.33%                | -0.22%                   | -0.33%                | 0.36%                   | 0.59%               | -0.47%                  |
| PROJECTED GROWTH 2002 TO 2007           | 0.94%                 | -0.63%                   | 0.94%                 | 1.93%                   | 2.71%               | -1.38%                  |
| <b>HOUSEHOLD SIZE</b>                   |                       |                          |                       |                         |                     |                         |
| HHS WITH 1 PERSON                       | 24.59% 0.99           | 37.45% 1.03              | 24.59% 0.99           | 26.04% 1.05             | 26.62% 1.08         | 22.34% 0.90             |
| HHS WITH 2 PERSONS                      | 25.70% 0.85           | 31.06% 1.03              | 25.70% 0.85           | 28.58% 0.95             | 27.44% 0.91         | 33.25% 1.10             |
| HHS WITH 3 PERSONS                      | 17.42% 1.00           | 14.90% 0.86              | 17.42% 1.00           | 17.72% 1.02             | 17.40% 1.00         | 17.63% 1.01             |
| HHS WITH 4 PERSONS                      | 16.32% 1.03           | 10.74%                   | 16.32% 1.03           | 15.26% 0.96             | 15.16% 0.96         | 16.48% 1.04             |
| HHS WITH 5 PERSONS                      | 8.89% 1.19            | 3.66%                    | 8.89% 1.19            | 7.52% 1.01              | 8.13% 1.09          | 6.47% 0.87              |
| HHS WITH 6 PERSONS                      | 4.05%                 | 1.35%                    | 4.05%                 | 2.88% 1.05              | 3.15% 1.15          | 2.64% 0.97              |
| HHS WITH 7+ PERSONS                     | 3.03%                 | 0.83%                    | 3.03%                 | 1.90% 1.12              | 2.10%               | 1.19%                   |
| AVG PERSONS PER HH 2000                 | 2.84 1.03             | 2.20 0.80                | 2.84 1.03             | 2.64 0.96               | 2.67 0.97           | 2.65 0.96               |
| AVG PERSONS PER HH 2002 EST             | 2.89 1.05             | 2.21 0.80                | 2.89 1.05             | 2.68 0.98               | 2.71 0.99           | 2.65 0.97               |
| AVG PERSONS PER HH 2007 PROJ            | 2.98 1.09             | 2.23 0.82                | 2.98 1.09             | 2.75 1.01               | 2.78 1.02           | 2.66 0.98               |
| CHANGE 2000 TO 2002                     | 0.05                  | 0.00                     | 0.05                  | 0.04                    | 0.04                | 0.00                    |
| <b>HOUSEHOLDS BY TYPE - 2002 EST</b>    |                       |                          |                       |                         |                     |                         |
| FAMILY HOUSEHOLDS                       | 68.91% 0.99           | 57.78% 0.83              | 68.91% 0.99           | 66.58% 0.95             | 65.82% 0.94         | 73.29% 1.05             |
| NON-FAMILY HOUSEHOLDS                   | 31.09% 1.03           | 42.22%                   | 31.09% 1.03           | 33.42% 1.11             | 34.18% 1.13         | 26.71% 0.89             |
| <b>PERSONS IN GROUP QUARTERS</b>        |                       |                          |                       |                         |                     |                         |
|   | 0.69%                 | 0.17%                    | 0.69%                 | 0.20%                   | 0.24%               | 0.00%                   |
| <b>HOUSEHOLDS BY INCOME - 2001 EST</b>  |                       |                          |                       |                         |                     |                         |
| UNDER \$15,000                          | 10.12%                | 10.06% 1.12              | 10.12%                | 9.72% 1.08              | 10.35%              | 8.05% 0.89              |
| \$15,000 TO \$25,000                    | 9.72% 1.17            | 10.67%                   | 9.72% 1.17            | 11.21%                  | 9.60% 1.15          | 7.40% 0.89              |
| \$25,000 TO \$35,000                    | 10.61%                | 11.36%                   | 10.61%                | 10.41%                  | 9.68% 1.13          | 8.24% 0.96              |
| \$35,000 TO \$50,000                    | 13.96% 1.09           | 15.89%                   | 13.96% 1.09           | 15.43%                  | 16.27%              | 10.02%                  |
| \$50,000 TO \$75,000                    | 21.09% 1.04           | 21.11% 1.04              | 21.09% 1.04           | 20.89% 1.03             | 24.38%              | 23.76% 1.17             |
| \$75,000 TO \$100,000                   | 16.79% 1.14           | 12.77% 0.87              | 16.79% 1.14           | 14.81% 1.01             | 15.01% 1.02         | 16.15% 1.10             |
| \$100,000 TO \$150,000                  | 12.46% 0.87           | 10.32%                   | 12.46% 0.87           | 11.43%                  | 11.43%              | 15.93% 1.11             |
| \$150,000 TO \$250,000                  | 4.86%                 | 6.49%                    | 4.86%                 | 5.07%                   | 2.85%               | 8.72% 0.97              |
| \$250,000 TO \$500,000                  | 0.30%                 | 0.95%                    | 0.30%                 | 0.84%                   | 0.29%               | 1.24%                   |
| \$500,000 OR MORE                       | 0.09%                 | 0.38%                    | 0.09%                 | 0.19%                   | 0.15%               | 0.50%                   |
| AVERAGE HOUSEHOLD INCOME - 1990         | \$39,824              | \$47,472 0.93            | \$39,824              | \$38,962                | \$36,175            | \$54,968 1.07           |
| AVERAGE HOUSEHOLD INCOME - 2002 EST     | \$62,054              | \$68,960 0.82            | \$62,054              | \$60,167                | \$58,473            | \$84,778 1.01           |
| GROWTH 1990 TO 2002                     | 55.82% 0.87           | 45.27%                   | 55.82% 0.87           | 54.43% 0.85             | 61.64% 0.96         | 54.23% 0.85             |
| <b>HOUSEHOLDS BY POVERTY LEVEL</b>      |                       |                          |                       |                         |                     |                         |
| MARRIED HOUSEHOLDS ABOVE POVERTY LEVEL  | 68.19% 0.92           | 77.99% 1.05              | 68.19% 0.92           | 70.42% 0.95             | 67.18% 0.90         | 77.66% 1.04             |
| OTHER HOUSEHOLDS ABOVE POVERTY LEVEL    | 25.65%                | 19.35% 0.98              | 25.65%                | 23.25% 1.18             | 26.88%              | 20.29% 1.03             |
| MARRIED HOUSEHOLDS BELOW POVERTY LEVEL  | 2.52%                 | 1.23%                    | 2.52%                 | 1.94% 1.07              | 2.64%               | 1.16%                   |
| OTHER HOUSEHOLDS BELOW POVERTY LEVEL    | 3.64% 0.87            | 1.43%                    | 3.64% 0.87            | 4.39% 1.05              | 3.30%               | 0.89%                   |
| <b>HOUSEHOLDS BY INCOME SOURCE</b>      |                       |                          |                       |                         |                     |                         |
| AGGREGATE INCOME - 2001 (IN MILLIONS)   | \$115                 | \$124                    | \$115                 | \$125                   | \$102               | \$229                   |
| AGG HH INC: SELF-EMPLOYMENT             | 5.37% 0.84            | 5.60% 0.87               | 5.37% 0.84            | 3.56%                   | 6.58% 1.03          | 7.94%                   |
| AGG HH INC: WAGES OR SALARY             | 87.28% 1.02           | 83.20% 0.97              | 87.28% 1.02           | 87.90% 1.02             | 86.00% 1.00         | 84.42% 0.98             |
| AGG HH INC: INT/DIV/RENT/ROYALTY        | 7.35% 0.94            | 11.19%                   | 7.35% 0.94            | 8.55% 1.09              | 7.42% 0.95          | 7.65% 0.98              |
| <b>HOUSEHOLDS BY NUMBER OF VEHICLES</b> |                       |                          |                       |                         |                     |                         |
| NO VEHICLES                             | 14.72%                | 9.15%                    | 14.72%                | 12.94% 1.05             | 14.21% 1.16         | 4.81%                   |
| 1 VEHICLE                               | 41.13%                | 44.11%                   | 41.13%                | 41.89% 0.83             | 44.31%              | 34.00% 1.00             |
| 2 VEHICLES                              | 33.57% 0.89           | 35.05% 0.93              | 33.57% 0.89           | 32.59% 0.87             | 31.12% 0.83         | 40.31% 1.07             |
| 3 VEHICLES                              | 7.87%                 | 8.99% 0.80               | 7.87%                 | 9.39% 0.83              | 7.59%               | 14.69%                  |
| 4 VEHICLES                              | 2.27%                 | 2.18%                    | 2.27%                 | 2.22%                   | 2.22%               | 5.29%                   |
| 5+ VEHICLES                             | 0.44%                 | 0.52%                    | 0.44%                 | 0.98%                   | 0.55%               | 0.90%                   |

Source: Claritas

**FIGURE 24 - HOUSEHOLD CHARACTERISTICS 2**

|   | 1433 Van Houten<br>INDEX | Wallington Branch<br>INDEX | 626 Van Houten<br>INDEX | New Jersey |
|---|--------------------------|----------------------------|-------------------------|------------|
| <b>HOUSEHOLD CHARACTERISTICS</b>        |                          |                            |                         |            |
| <b>HOUSEHOLDS</b>                       |                          |                            |                         |            |
| 1990 CENSUS                             | 2,174                    | 3,575                      | 2,298                   | 2,794,711  |
| 2000 CENSUS                             | 2,230                    | 3,681                      | 2,421                   | 3,064,645  |
| 2002 ESTIMATE                           | 2,215                    | 3,697                      | 2,427                   | 3,108,745  |
| 2007 PROJECTION                         | 2,174                    | 3,769                      | 2,459                   | 3,224,545  |
| GROWTH 2000 TO 2002                     | -0.64%                   | 0.44%                      | 0.24%                   | 1.44%      |
| PROJECTED GROWTH 2002 TO 2007           | -1.85%                   | 1.93%                      | 1.33%                   | 3.72%      |
| <b>HOUSEHOLD SIZE</b>                   |                          |                            |                         |            |
| 2,215                                   |                          | 3,697                      | 2,427                   | 3,108,745  |
| HHs WITH 1 PERSON                       | 22.90% 0.93              | 28.29% 1.14                | 25.57% 1.03             | 24.74%     |
| HHs WITH 2 PERSONS                      | 34.35% 1.14              | 30.35% 1.01                | 27.67% 0.92             | 30.14%     |
| HHs WITH 3 PERSONS                      | 16.81% 0.97              | 17.96% 1.03                | 15.87% 0.91             | 17.42%     |
| HHs WITH 4 PERSONS                      | 15.91% 1.01              | 14.29% 0.90                | 14.88% 0.94             | 15.83%     |
| HHs WITH 5 PERSONS                      | 7.05% 0.95               | 5.74%                      | 8.15% 1.09              | 7.45%      |
| HHs WITH 6 PERSONS                      | 2.15%                    | 2.19% 0.80                 | 3.98%                   | 2.73%      |
| HHs WITH 7+ PERSONS                     | 0.81%                    | 1.18%                      | 3.88%                   | 1.70%      |
| AVG PERSONS PER HH 2000                 | 2.60 0.95                | 2.49 0.91                  | 2.80 1.02               | 2.75       |
| AVG PERSONS PER HH 2002 EST             | 2.60 0.95                | 2.51 0.92                  | 2.84 1.04               | 2.74       |
| AVG PERSONS PER HH 2007 PROJ            | 2.62 0.96                | 2.55 0.93                  | 2.93 1.07               | 2.73       |
| CHANGE 2000 TO 2002                     | 0.00                     | 0.02                       | 0.04                    | 0.00       |
| <b>HOUSEHOLDS BY TYPE - 2002 EST</b>    |                          |                            |                         |            |
| FAMILY HOUSEHOLDS                       | 73.53% 1.05              | 64.70% 0.93                | 69.03% 0.99             | 69.83%     |
| NON-FAMILY HOUSEHOLDS                   | 26.47% 0.88              | 35.30% 1.17                | 30.97% 1.03             | 30.17%     |
| PERSONS IN GROUP QUARTERS               | 0.00%                    | 0.19%                      | 0.05%                   | 2.29%      |
| <b>HOUSEHOLDS BY INCOME - 2001 EST</b>  |                          |                            |                         |            |
| 2,215                                   |                          | 3,697                      | 2,427                   | 3,108,745  |
| UNDER \$15,000                          | 8.60% 0.96               | 10.48% 1.16                | 10.81%                  | 9.00%      |
| \$15,000 TO \$25,000                    | 8.74% 1.05               | 11.81%                     | 10.67%                  | 8.32%      |
| \$25,000 TO \$35,000                    | 10.08% 1.18              | 13.63%                     | 9.05% 1.06              | 8.57%      |
| \$35,000 TO \$50,000                    | 12.37% 0.97              | 14.56% 1.14                | 12.52% 0.98             | 12.77%     |
| \$50,000 TO \$75,000                    | 18.68% 0.92              | 23.87% 1.18                | 21.00% 1.04             | 20.23%     |
| \$75,000 TO \$100,000                   | 16.75% 1.14              | 11.50%                     | 14.99% 1.02             | 14.69%     |
| \$100,000 TO \$150,000                  | 17.64%                   | 9.83%                      | 13.06% 0.91             | 14.38%     |
| \$150,000 TO \$250,000                  | 5.61%                    | 3.93%                      | 6.40%                   | 8.99%      |
| \$250,000 TO \$500,000                  | 1.23%                    | 0.38%                      | 1.23%                   | 2.15%      |
| \$500,000 OR MORE                       | 0.30%                    | 0.00%                      | 0.27%                   | 0.90%      |
| AVERAGE HOUSEHOLD INCOME - 1990         | \$53,549 1.05            | \$39,302                   | \$45,534 0.89           | \$51,234   |
| AVERAGE HOUSEHOLD INCOME - 2002 EST     | \$78,112 0.93            | \$58,954                   | \$68,642 0.82           | \$83,997   |
| GROWTH 1990 TO 2002                     | 45.87%                   | 50.00%                     | 50.75%                  | 63.95%     |
| <b>HOUSEHOLDS BY POVERTY LEVEL</b>      |                          |                            |                         |            |
| 1,629                                   |                          | 2,392                      | 1,675                   | 2,170,878  |
| MARRIED HOUSEHOLDS ABOVE POVERTY LEVEL  | 81.51% 1.10              | 73.56% 0.99                | 72.08% 0.97             | 74.35%     |
| OTHER HOUSEHOLDS ABOVE POVERTY LEVEL    | 16.84% 0.86              | 21.28% 1.08                | 24.66%                  | 19.68%     |
| MARRIED HOUSEHOLDS BELOW POVERTY LEVEL  | 0.78%                    | 2.20%                      | 1.94% 1.07              | 1.80%      |
| OTHER HOUSEHOLDS BELOW POVERTY LEVEL    | 0.87%                    | 2.95%                      | 1.33%                   | 4.17%      |
| <b>HOUSEHOLDS BY INCOME SOURCE</b>      |                          |                            |                         |            |
| \$158                                   |                          | \$130                      | \$170                   | \$261,125  |
| AGG HH INC: SELF-EMPLOYMENT             | 6.47% 1.01               | 2.86%                      | 7.12% 1.11              | 6.42%      |
| AGG HH INC: WAGES OR SALARY             | 82.91% 0.97              | 90.81% 1.06                | 83.73% 0.98             | 85.77%     |
| AGG HH INC: INT/DIV/RENT/ROYALTY        | 10.62%                   | 6.33% 0.81                 | 9.15% 1.17              | 7.81%      |
| <b>HOUSEHOLDS BY NUMBER OF VEHICLES</b> |                          |                            |                         |            |
| 2,215                                   |                          | 3,697                      | 2,427                   | 3,108,745  |
| NO VEHICLES                             | 5.89%                    | 10.68% 0.87                | 13.82% 1.13             | 12.28%     |
| 1 VEHICLE                               | 31.62% 0.93              | 49.77%                     | 37.25% 1.09             | 34.08%     |
| 2 VEHICLES                              | 40.55% 1.08              | 26.53%                     | 35.96% 0.96             | 37.57%     |
| 3 VEHICLES                              | 14.00%                   | 8.91%                      | 9.62% 0.86              | 11.24%     |
| 4 VEHICLES                              | 7.25%                    | 2.97% 0.83                 | 2.98% 0.83              | 3.58%      |
| 5+ VEHICLES                             | 0.69%                    | 1.14% 0.91                 | 0.38%                   | 1.25%      |

Source: Claritas

**MARKET AREA DEPOSIT  
CHARACTERISTICS**

Due to the nature of the Bank's service area, the competition was defined as all branches within the radii defined in the Market Area Demographics section.

**FIGURE 25 - 1433 VAN HOUTEN MARKET SHARE**

**1433 Van Houten: Market Share by Institution Type**

| Institution      | Total<br>2002    | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count    | Branch Perf<br>Index |
|------------------|------------------|-------------------|--------------------------|-------------------------|--------------------|----------|----------------------|
| <b>Total</b>     | <b>\$210,929</b> | <b>100.00%</b>    | <b>\$19,982</b>          | <b>10.46%</b>           | <b>\$105,465</b>   | <b>2</b> | <b>1.00</b>          |
| Commercial Banks | \$132,220        | 62.68%            | (\$8,898)                | -6.31%                  | \$132,220          | 1        |                      |
| Savings Banks    | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0        |                      |
| Thriffs          | \$78,709         | 37.32%            | \$28,880                 | 57.96%                  | \$78,709           | 1        |                      |
| Credit Unions    | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0        |                      |

**1433 Van Houten: Market Share by Institution**

| Institution                  | Total<br>2002    | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count    | Branch Perf<br>Index |
|------------------------------|------------------|-------------------|--------------------------|-------------------------|--------------------|----------|----------------------|
| <b>Total</b>                 | <b>\$210,929</b> | <b>100.00%</b>    | <b>\$19,982</b>          | <b>10.46%</b>           | <b>\$105,465</b>   | <b>2</b> | <b>1.00</b>          |
| Clifton Savings Bank, S.L.A. | \$78,709         | 37.32%            | \$28,880                 | 57.96%                  | \$78,709           | 1        |                      |
| Valley National Bank         | \$132,220        | 62.68%            | (\$8,898)                | -6.31%                  | \$132,220          | 1        |                      |

Source: SNL Securities data, FinPro calculations.

**FIGURE 26 - 646 VAN HOUTEN AVE MARKET SHARE**

**646 Van Houten Ave: Market Share by Institution Type**

| Institution      | Total<br>2002    | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count    | Branch Perf<br>Index |
|------------------|------------------|-------------------|--------------------------|-------------------------|--------------------|----------|----------------------|
| <b>Total</b>     | <b>\$110,278</b> | <b>100.00%</b>    | <b>\$16,677</b>          | <b>17.82%</b>           | <b>\$36,759</b>    | <b>3</b> | <b>1.00</b>          |
| Commercial Banks | \$72,149         | 65.42%            | \$12,566                 | 21.09%                  | \$36,075           | 2        | 0.98                 |
| Savings Banks    | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0        |                      |
| Thriffs          | \$38,129         | 34.58%            | \$4,111                  | 12.08%                  | \$38,129           | 1        | 1.04                 |
| Credit Unions    | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0        |                      |

**646 Van Houten Ave: Market Share by Institution**

| Institution                  | Total<br>2002    | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count    | Branch Perf<br>Index |
|------------------------------|------------------|-------------------|--------------------------|-------------------------|--------------------|----------|----------------------|
| <b>Total</b>                 | <b>\$110,278</b> | <b>100.00%</b>    | <b>\$16,677</b>          | <b>17.82%</b>           | <b>\$36,759</b>    | <b>3</b> | <b>1.00</b>          |
| Clifton Savings Bank, S.L.A. | \$38,129         | 34.58%            | \$4,111                  | 12.08%                  | \$38,129           | 1        | 1.04                 |
| PNC Bank, NA                 | \$35,430         | 32.13%            | \$7,076                  | 24.96%                  | \$35,430           | 1        | 0.96                 |
| Valley National Bank         | \$36,719         | 33.30%            | \$5,490                  | 17.58%                  | \$36,719           | 1        | 1.00                 |

Source: SNL Securities data, FinPro calculations.

**FIGURE 27 – CLIFTON AVE MARKET SHARE**

**Clifton Ave: Market Share by Institution Type**

| Institution      | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total            | \$1,057,365   | 100.00%           | \$122,025                | 13.05%                  | \$132,171          | 8     | 1.00                 |
| Commercial Banks | \$546,096     | 51.65%            | \$22,808                 | 4.36%                   | \$109,219          | 5     | 0.83                 |
| Savings Banks    | \$282,785     | 26.74%            | \$61,961                 | 28.06%                  | \$282,785          | 1     |                      |
| Thriffs          | \$163,496     | 15.46%            | \$18,503                 | 12.76%                  | \$163,496          | 1     |                      |
| Credit Unions    | \$64,988      | 6.15%             | \$18,753                 | 40.56%                  | \$64,988           | 1     |                      |

**Clifton Ave: Market Share by Institution**

| Institution                    | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|--------------------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total                          | \$1,057,365   | 100.00%           | \$122,025                | 13.05%                  | \$132,171          | 8     | 1.00                 |
| Clifton Savings Bank, S.L.A.   | \$163,496     | 15.46%            | \$18,503                 | 12.76%                  | \$163,496          | 1     |                      |
| Fleet National Bank            | \$59,339      | 5.61%             | \$5,919                  | 11.08%                  | \$59,339           | 1     |                      |
| PNC Bank, NA                   | \$154,753     | 14.64%            | \$25,239                 | 19.49%                  | \$77,377           | 2     |                      |
| Bank of New York               | \$40,141      | 3.80%             | \$3,744                  | 10.29%                  | \$40,141           | 1     |                      |
| Valley National Bank           | \$291,863     | 27.60%            | \$40,439                 | 16.08%                  | \$291,863          | 1     |                      |
| Hudson City Savings Bank (MHC) | \$282,785     | 26.74%            | \$61,961                 | 28.06%                  | \$282,785          | 1     |                      |
| Wachovia Bank NA               | \$0           | 0.00%             | (\$52,533)               | -100.00%                | \$0                | 0     |                      |
| Self Reliance (NJ) FCU         | \$64,988      | 6.15%             | \$18,753                 | 40.56%                  | \$64,988           | 1     |                      |

Source: SNL Securities data, FinPro calculations.

**FIGURE 28 – LANZA AVE MARKET SHARE**

**Lanza Ave.: Market Share by Institution Type**

| Institution      | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total            | \$447,978     | 100.00%           | \$87,931                 | 24.42%                  | \$74,663           | 6     | 1.00                 |
| Commercial Banks | \$73,744      | 16.46%            | \$8,862                  | 13.66%                  | \$73,744           | 1     | 0.99                 |
| Savings Banks    | \$99,133      | 22.13%            | \$35,096                 | 54.81%                  | \$99,133           | 1     |                      |
| Thriffs          | \$268,063     | 59.84%            | \$43,141                 | 19.18%                  | \$89,354           | 3     | 1.20                 |
| Credit Unions    | \$7,038       | 1.57%             | \$832                    | 13.41%                  | \$7,038            | 1     |                      |

**Lanza Ave.: Market Share by Institution**

| Institution                    | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|--------------------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total                          | \$447,978     | 100.00%           | \$87,931                 | 24.42%                  | \$74,663           | 6     | 1.00                 |
| Clifton Savings Bank, S.L.A.   | \$49,977      | 11.16%            | \$15,173                 | 43.60%                  | \$49,977           | 1     |                      |
| Spencer Savings Bank, SLA      | \$218,086     | 48.68%            | \$27,968                 | 14.71%                  | \$109,043          | 2     |                      |
| PNC Bank, NA                   | \$73,744      | 16.46%            | \$8,862                  | 13.66%                  | \$73,744           | 1     | 0.99                 |
| Hudson City Savings Bank (MHC) | \$99,133      | 22.13%            | \$35,096                 | 54.81%                  | \$99,133           | 1     |                      |
| South Bergen FCU               | \$7,038       | 1.57%             | \$832                    | 13.41%                  | \$7,038            | 1     |                      |
| Garden State Paper Emps FCU    | \$0           | 0.00%             | \$0                      | 0.00%                   | \$0                | 0     |                      |

Source: SNL Securities data, FinPro calculations.

**FIGURE 29 – LAKEVIEW AVE AND VILLAGE SQUARE MARKET SHARE**

**Lakeview Ave and Village Square: Market Share by Institution Type**

| Institution      | Total<br>2002    | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count     | Branch Per<br>Index |
|------------------|------------------|-------------------|--------------------------|-------------------------|--------------------|-----------|---------------------|
| <b>Total</b>     | <b>\$476,177</b> | <b>100.00%</b>    | <b>(\$2,156)</b>         | <b>-0.45%</b>           | <b>\$43,289</b>    | <b>11</b> | <b>1.00</b>         |
| Commercial Banks | \$292,257        | 61.38%            | (\$34,082)               | -10.44%                 | \$36,532           | 8         | 0.84                |
| Savings Banks    | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0         |                     |
| Thriffs          | \$183,920        | 38.62%            | \$31,926                 | 21.00%                  | \$61,307           | 3         | 1.12                |
| Credit Unions    | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0         |                     |

**Lakeview Ave and Village Square: Market Share by Institution**

| Institution                  | Total<br>2002    | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count     | Branch Per<br>Index |
|------------------------------|------------------|-------------------|--------------------------|-------------------------|--------------------|-----------|---------------------|
| <b>Total</b>                 | <b>\$476,177</b> | <b>100.00%</b>    | <b>(\$2,156)</b>         | <b>-0.45%</b>           | <b>\$43,289</b>    | <b>11</b> | <b>1.00</b>         |
| Clifton Savings Bank, S.L.A. | \$79,242         | 16.64%            | \$7,370                  | 10.25%                  | \$39,621           | 2         | 0.92                |
| Spencer Savings Bank, SLA    | \$104,678        | 21.98%            | \$24,556                 | 30.65%                  | \$104,678          | 1         |                     |
| PNC Bank, NA                 | \$67,708         | 14.22%            | \$2,907                  | 4.49%                   | \$67,708           | 1         |                     |
| Hudson United Bank           | \$65,403         | 13.74%            | (\$17,754)               | -21.35%                 | \$32,702           | 2         |                     |
| Interchange Bank             | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0         |                     |
| Wachovia Bank NA             | \$73,593         | 15.45%            | (\$22,543)               | -23.45%                 | \$36,797           | 2         | 0.85                |
| Greater Community Bank       | \$43,509         | 9.14%             | (\$1,531)                | -3.40%                  | \$21,755           | 2         |                     |
| JPMorgan Chase Bank          | \$42,044         | 8.83%             | \$4,839                  | 13.01%                  | \$42,044           | 1         | 0.97                |

Source: SNL Securities data, FinPro calculations.

**FIGURE 30 – PALISADE AVE MARKET SHARE**

**Palisade Ave.: Market Share by Institution Type**

| Institution      | Total<br>2002    | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count    | Branch Per<br>Index |
|------------------|------------------|-------------------|--------------------------|-------------------------|--------------------|----------|---------------------|
| <b>Total</b>     | <b>\$201,549</b> | <b>100.00%</b>    | <b>\$271</b>             | <b>0.13%</b>            | <b>\$40,310</b>    | <b>5</b> | <b>1.00</b>         |
| Commercial Banks | \$110,057        | 54.61%            | \$3,408                  | 3.20%                   | \$36,686           | 3        | 0.91                |
| Savings Banks    | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0        |                     |
| Thriffs          | \$91,492         | 45.39%            | (\$3,137)                | -3.32%                  | \$45,746           | 2        | 1.13                |
| Credit Unions    | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0        |                     |

**Palisade Ave.: Market Share by Institution**

| Institution                  | Total<br>2002    | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count    | Branch Per<br>Index |
|------------------------------|------------------|-------------------|--------------------------|-------------------------|--------------------|----------|---------------------|
| <b>Total</b>                 | <b>\$201,549</b> | <b>100.00%</b>    | <b>\$271</b>             | <b>0.13%</b>            | <b>\$40,310</b>    | <b>5</b> | <b>1.00</b>         |
| Clifton Savings Bank, S.L.A. | \$30,166         | 14.97%            | \$2,113                  | 7.53%                   | \$30,166           | 1        |                     |
| Spencer Savings Bank, SLA    | \$61,326         | 30.43%            | (\$5,250)                | -7.89%                  | \$61,326           | 1        |                     |
| Bank of New York             | \$55,990         | 27.78%            | (\$7,014)                | -11.13%                 | \$55,990           | 1        |                     |
| Interchange Bank             | \$49,529         | 24.57%            | \$10,922                 | 28.29%                  | \$49,529           | 1        |                     |
| Wachovia Bank NA             | \$0              | 0.00%             | \$0                      | 0.00%                   | \$0                | 0        |                     |
| Bergen Commercial Bank       | \$4,538          | 2.25%             | (\$500)                  | -9.92%                  | \$4,538            | 1        |                     |

Source: SNL Securities data, FinPro calculations.

### FIGURE 31 – VALLEY ROAD MARKET SHARE

#### Valley Rd: Market Share by Institution Type

| Institution      | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total            | \$33,334      | 100.00%           | \$7,584                  | 29.45%                  | \$33,334           | 1     | 1.00                 |
| Commercial Banks | \$0           | 0.00%             | \$0                      | 0.00%                   | \$0                | 0     |                      |
| Savings Banks    | \$0           | 0.00%             | \$0                      | 0.00%                   | \$0                | 0     |                      |
| Thrifts          | \$33,334      | 100.00%           | \$7,584                  | 29.45%                  | \$33,334           | 1     | 1.00                 |
| Credit Unions    | \$0           | 0.00%             | \$0                      | 0.00%                   | \$0                | 0     |                      |

#### Valley Rd: Market Share by Institution

| Institution                  | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|------------------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total                        | \$33,334      | 100.00%           | \$7,584                  | 29.45%                  | \$33,334           | 1     | 1.00                 |
| Clifton Savings Bank, S.L.A. | \$33,334      | 100.00%           | \$7,584                  | 29.45%                  | \$33,334           | 1     | 1.00                 |
| Hudson United Bank           | \$0           | 0.00%             | \$0                      | 0.00%                   | \$0                | 0     |                      |

Source: SNL Securities data, FinPro calculations.

### FIGURE 32 – WAYNE MARKET SHARE

#### Wayne: Market Share by Institution Type

| Institution      | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total            | \$1,494,790   | 100.00%           | \$674,195                | 82.16%                  | \$135,890          | 11    | 1.00                 |
| Commercial Banks | \$1,099,707   | 73.57%            | \$636,001                | 137.16%                 | \$137,463          | 8     | 1.01                 |
| Savings Banks    | \$158,370     | 10.59%            | \$62,304                 | 64.86%                  | \$158,370          | 1     | 1.17                 |
| Thrifts          | \$236,713     | 15.84%            | (\$24,110)               | -9.24%                  | \$118,357          | 2     | 0.87                 |
| Credit Unions    | \$0           | 0.00%             | \$0                      | 0.00%                   | \$0                | 0     |                      |

#### Wayne: Market Share by Institution

| Institution                    | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|--------------------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total                          | \$1,494,790   | 100.00%           | \$672,202                | 81.72%                  | \$135,890          | 11    | 1.00                 |
| Valley National Bank           | \$802,647     | 53.70%            | \$478,330                | 147.49%                 | \$267,549          | 3     |                      |
| Columbia Bank (MHC)            | \$72,053      | 4.82%             | \$18,159                 | 33.69%                  | \$72,053           | 1     |                      |
| Fleet National Bank            | \$106,595     | 7.13%             | \$54,140                 | 103.21%                 | \$106,595          | 1     |                      |
| PNC Bank, NA                   | \$31,989      | 2.14%             | \$7,780                  | 32.14%                  | \$31,989           | 1     |                      |
| Hudson City Savings Bank (MHC) | \$158,370     | 10.59%            | \$62,304                 | 64.86%                  | \$158,370          | 1     | 1.17                 |
| Washington Mutual Bank, FA     | \$164,660     | 11.02%            | (\$42,269)               | -20.43%                 | \$164,660          | 1     |                      |
| Atlantic Stewardship Bank      | \$50,211      | 3.36%             | \$24,692                 | 96.76%                  | \$50,211           | 1     |                      |
| JPMorgan Chase Bank            | \$71,226      | 4.76%             | \$34,020                 | 91.44%                  | \$71,226           | 1     |                      |
| Paragon Federal Credit Union   | \$0           | 0.00%             | (\$1,993)                | -100.00%                | \$0                | 0     |                      |
| Commerce Bank North            | \$37,039      | 2.48%             | \$37,039                 | 0.00%                   | \$37,039           | 1     |                      |

Note: The Bank's Wayne branch was not opened at June 30, 2002.

Source: SNL Securities data, FinPro calculations.

**FIGURE 33 – WALLINGTON AVE MARKET SHARE**

**Wallington: Market Share by Institution Type**

| Institution      | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total            | \$306,236     | 100.00%           | \$38,701                 | 14.47%                  | \$51,039           | 6     | 1.00                 |
| Commercial Banks | \$94,050      | 30.71%            | (\$1,145)                | -1.20%                  | \$31,350           | 3     |                      |
| Savings Banks    | \$0           | 0.00%             | \$0                      | 0.00%                   | \$0                | 0     |                      |
| Thrifs           | \$212,186     | 69.29%            | \$39,846                 | 23.12%                  | \$70,729           | 3     |                      |
| Credit Unions    | \$0           | 0.00%             | \$0                      | 0.00%                   | \$0                | 0     |                      |

**Wallington: Market Share by Institution**

| Institution               | Total<br>2002 | Mkt Share<br>2002 | \$ Growth<br>1998 - 2002 | % Growth<br>1998 - 2002 | Avg Branch<br>2002 | Count | Branch Perf<br>Index |
|---------------------------|---------------|-------------------|--------------------------|-------------------------|--------------------|-------|----------------------|
| Total                     | \$306,236     | 100.00%           | \$38,701                 | 14.47%                  | \$51,039           | 6     | 1.00                 |
| Kearny FSB                | \$57,247      | 18.69%            | \$8,301                  | 16.96%                  | \$57,247           | 1     | 1.12                 |
| Spencer Savings Bank, SLA | \$101,970     | 33.30%            | \$15,883                 | 18.45%                  | \$101,970          | 1     |                      |
| Wavel SB, SLA             | \$52,969      | 17.30%            | \$15,662                 | 41.98%                  | \$52,969           | 1     | 1.04                 |
| Bank of New York          | \$81,063      | 26.47%            | (\$1,396)                | -1.69%                  | \$40,532           | 2     |                      |
| Hudson United Bank        | \$12,987      | 4.24%             | \$251                    | 1.97%                   | \$12,987           | 1     |                      |

Note: The Bank's Wallington branch was not opened at June 30, 2002.

Source: SNL Securities data, FinPro calculations.

### **3. Comparisons With Publicly Traded Thrifts**

|                     |
|---------------------|
| <b>INTRODUCTION</b> |
|---------------------|

This chapter presents an analysis of the Bank's operations against a Comparable Group of publicly traded savings institutions. The Comparable Group was selected from a universe of 225 public thrifts as of September 11, 2003. The Comparable Group was selected based upon similarity of characteristics to the Bank. The Comparable Group multiples provide the basis for the fair market valuation of the Bank. Factors that influence the Bank's value such as balance sheet structure and size, profitability, income and expense trends, capital levels, credit risk, and recent operating results can be measured against the Comparable Group. The Comparable Group current market pricing, coupled with the appropriate adjustments for differences between the Bank and the Comparable Group, will then be utilized as the basis for the pro forma valuation of the Bank to-be-issued common stock.

**SELECTION SCREENS AND CRITERIA**

When selecting the Comparable Group FinPro determined that the three most important factors that will influence the Bank’s valuation are: geographic location for its franchise, its asset size and its capital levels.

The selection screens utilized to identify possible Comparables from the list of 225 public thrifts at September 11, 2003 included:

Query: SEC/Public Companies

Step 1: Start with only those companies that meet the following criteria: (Leave blank to include ALL companies)

|   | Connector | Field                                      | Comparison            | Value             |              |
|---|-----------|--|-----------------------|-------------------|--------------|
| 1 |           | Conversion Type                            | Does Not Equal (<>)   | Mutual Holding Co | Add Line     |
| 2 | And       | Merger or Acquisition Target?              | Is (=)                | False             | Insert Line  |
| 3 | And       | IPD Date                                   | Earlier Than or Equal | 6/30/2002         | Delete Line  |
| 4 | And       | Region                                     | In                    | MA, NE            | Group Line   |
| 5 | And       | Total Assets.MstRetQtr.Restated            | Greater Than or Equal | 300000            | Delete Query |
| 6 | And       | Total Assets.MstRetQtr.Restated            | Less Than or Equal    | 1000000           |              |
| 7 | And       | Tangible Equity/ Tangible Assets.MstRetQtr | Greater Than or Equal | 8                 | Help         |

Step 2: From the group of companies determined by Step 1, limit my list to:

Do Not Limit - Return the Entire Set

The selection of the Comparable Group was an iterative process. The first step was to prioritize the elements utilized in the screening process. FinPro believes that the most important screen is geography in this case. This is because the Northeast region is trading at premiums to the rest of the market. The second highest prioritization was put on the size followed by the level of tangible equity capital.

If the geography element is eliminated and the entire focus is placed on size and tangible capital, the resultant Comparable Group would include only two Northeast Companies. If tangible capital were placed in a higher priority and raised in level, an insufficient number of Comparables emerges. As such, FinPro is comfortable with the Comparables and the screening process utilized to identify them.

Applying these criteria against the 225 public thrifts resulted in 11 institutions. One of the institutions, Carver Bancorp, Inc. has a strategy that focuses on an ethnic niche and its strategy and market area differentiate it from the Bank, so Carver Bancorp, Inc. was excluded as a Comparable.

**FIGURE 34 - COMPARABLE GROUP**

|        |                                 | <i>Corporate</i> |               |       |                         |             |                    |
|--------|---------------------------------|------------------|---------------|-------|-------------------------|-------------|--------------------|
| Ticker | Short Name                      | Exchange         | City          | State | Number<br>of<br>Offices | IPO<br>Date | Conversion<br>Type |
|        | <i>Comparable Thrift Data</i>   |                  |               |       |                         |             |                    |
| CEBK   | Central Bancorp, Inc.           | NASDAQ           | Somerville    | MA    | 9                       | 10/24/1986  | Standard           |
| GAF    | GA Financial, Inc.              | AMEX             | Pittsburgh    | PA    | 13                      | 03/26/1996  | Standard           |
| HIFS   | Hingham Institution for Savings | NASDAQ           | Hingham       | MA    | 7                       | 12/20/1988  | Standard           |
| LSBX   | LSB Corporation                 | NASDAQ           | North Andover | MA    | 6                       | 05/02/1986  | Standard           |
| PHSB   | PHSB Financial Corp.            | NASDAQ           | Beaver Falls  | PA    | 10                      | 12/21/2001  | Second-Stage       |
| THRD   | TF Financial Corporation        | NASDAQ           | Newtown       | PA    | 13                      | 07/13/1994  | Standard           |
| WGBC   | Willow Grove Bancorp, Inc.      | NASDAQ           | Maple Glen    | PA    | 13                      | 04/04/2002  | Second-Stage       |
| WRO    | Woronoco Bancorp, Inc.          | AMEX             | Westfield     | MA    | 9                       | 03/19/1999  | Standard           |
| WSBI   | Warwick Community Bancorp, Inc. | NASDAQ           | Warwick       | NY    | 9                       | 12/23/1997  | Standard           |
| WVFC   | WVS Financial Corp.             | NASDAQ           | Pittsburgh    | PA    | 6                       | 11/29/1993  | Standard           |

The Comparable Group as of September 11, 2003 contains six of the Comparables from the August 5, 2003 valuation and four of the original Comparables from the June 3, 2003 valuation. The reason for the shift in the membership is the modest changes made to the selection screens and criteria.

Excluded from the Comparable Group were institutions that were involved in pending mergers or acquisitions. Also, institutions that completed their conversions within the last year were also excluded as the earnings of newly converted institutions do not reflect a full years benefit from the reinvestment of proceeds, and thus the price/earnings multiples and return on equity measures for these institutions tend to be skewed upward and downward respectively.

In an ideal world, all of the Comparable Group would contain the exact characteristics of the Bank. The goal of the selection criteria process is to find those institutions that most closely match those of the Bank. None of the Comparables selected will be exact clones of the Bank.

The members of the Comparable Group were reviewed against the Bank to ensure comparability based upon the following criteria:

1. Asset size
2. Profitability
3. Capital Level
4. Balance Sheet Mix
5. Operating Strategy
6. Date of conversion

**1. Asset Size** The Comparable Group should have a similar asset size to the Bank. The Comparable Group ranged in size from \$320.8 million to \$903.7 million in total assets with a median of \$595.3 million. The Bank's asset size was \$589.2 million as of June 30, 2003 and is projected to be \$735.5 million on a pro forma basis at the midpoint of the estimated valuation range.

**2. Profitability** The Comparable Group had a median ROAA of 0.81% and a median ROAE of 7.90% for the most recent quarter. The Comparable Group profitability measures had a dispersion about the mean for the ROAA measure ranging from a low of 0.24% to a high of 1.97% while the ROAE measure ranged from a low of 2.76% to a high of 22.00%. The Bank had a ROAA of 0.75% and ROAE of 5.91% for the three months ended June 30, 2003. On a pro forma basis, the ROAA is projected at .74% and the ROAE is projected at 2.46% at the midpoint of the range.

**3. Capital Level** The median equity to assets ratio for the Comparable Group was 9.49% with a high of 14.76% and a low of 8.18%. At June 30, 2003, the Bank had an equity to assets ratio of 12.58%. On a pro forma basis, at the midpoint, the Bank would have an equity to assets ratio of 29.96%.

**4. Balance Sheet Mix** At June 30, 2003, the Bank had a net loan to asset ratio of 33.88%. The median loan to asset ratio for the Comparables was 50.15%, ranging from a low of 30.01% to a high of 78.00%. On the liability side, the Bank's deposit to asset ratio was 86.65% at June 30, 2003 while the Comparable median was 60.97%, ranging from 44.81% to 69.44%. Additionally, the Bank had no borrowings at June 30, 2003 and the Comparable median borrowings to assets ratio was 27.59% with a range of 15.69% to 44.24%.

**5. Operating strategy** An institution's operating characteristics are important because they determine future performance. They also affect expected rates of return and investor's general perception of the quality, risk and attractiveness of a given company. Specific operating characteristics include profitability, balance sheet growth, asset quality, capitalization, and non-financial factors such as management strategies and lines of business.

**6. Date of conversion** Recent conversions, those completed on or after June 30, 2002, were excluded since the earnings of a newly converted institution do not reflect a full year's benefits of reinvestment of conversion proceeds. Additionally, new issues tend to trade at a discount to the market averages.

All Comparable Group data presented in Figure 35 is from SNL Securities utilizing the most recent quarter for balance sheet and income statement related items. All data for the Bank is from the offering circular.

**FIGURE 35 - KEY FINANCIAL INDICATORS**

|                                   | <i>The Bank</i> | <i>Comparable Group<br/>Median</i> |
|-----------------------------------|-----------------|------------------------------------|
| <b>Balance Sheet Data</b>         |                 |                                    |
| Gross Loans to Deposits           | 39.26%          | 79.10%                             |
| Total Net Loans to Assets         | 33.88%          | 50.15%                             |
| Deposits to Assets                | 86.65%          | 60.97%                             |
| Borrowed Funds to Assets          | 0.00%           | 27.59%                             |
| <b>Balance Sheet Growth</b>       |                 |                                    |
| Asset Growth Rate                 | 9.14%           | -0.35%                             |
| Loan Growth Rate                  | -27.27%         | -22.18%                            |
| Deposit Growth Rate               | 10.50%          | -0.38%                             |
| <b>Capital</b>                    |                 |                                    |
| Equity to Assets                  | 12.58%          | 9.49%                              |
| Tangible Equity to Assets         | 12.58%          | 9.24%                              |
| Intangible Assets to Equity       | 0.00%           | 0.48%                              |
| Regulatory Core Capital to Assets | 12.57%          | 9.04%                              |
| Equity + Reserves to Assets       | 12.72%          | 9.99%                              |

|  | <i>The Bank</i> | <i>Comparable Group<br/>Median</i> |
|--|-----------------|------------------------------------|
| <b>Asset Quality</b>                             |                 |                                    |
| Non-Performing Loans to Loans                    | 0.01%           | 0.39%                              |
| Reserves to Non-Performing Loans                 | NM              | 215.69%                            |
| Non-Performing Assets to Assets                  | 0.00%           | 0.18%                              |
| Non-Performing Assets to Equity                  | 0.03%           | 1.23%                              |
| Reserves to Net Loans                            | 0.42%           | 1.02%                              |
| Reserves to Non-Performing Assets + 90 Days Del. | NM              | 205.98%                            |
| <b>Profitability</b>                             |                 |                                    |
| Return on Average Assets                         | 0.75%           | 0.81%                              |
| Return on Average Equity                         | 5.91%           | 7.90%                              |
| <b>Income Statement</b>                          |                 |                                    |
| Yield on Average Earning Assets                  | 4.68%           | 5.31%                              |
| Cost of Interest Bearing Liabilities             | 2.43%           | 2.81%                              |
| Net Interest Spread                              | 2.25%           | 2.38%                              |
| Net Interest Margin                              | 2.49%           | 2.74%                              |
| Noninterest Income to Average Assets             | 0.05%           | 0.33%                              |
| Noninterest Expense to Average Assets            | 1.27%           | 2.16%                              |
| Efficiency Ratio                                 | 52.02%          | 68.15%                             |
| Overhead Ratio                                   | 50.98%          | 64.52%                             |

Source: The Bank Offering Circular, FinPro calculations and SNL Securities

Note: All of the Bank data is at or for the three months ended June 30, 2003.

Note: All of the Comparable data is for the most recent quarter.

#### **4. Market Value Determination**

|  |
|--|
| <p style="text-align: center;"><b>COMPARABLE GROUP<br/>ADJUSTMENTS</b></p> |
|--|

The estimated pro forma market value of the Bank, along with certain adjustments to its value relative to market values for the Comparable Group are delineated in this section. The adjustments delineated in this section are made from potential investors' viewpoint and are adjustments necessary when comparing the Bank to the Comparable Group. A potential investor includes depositors holding subscription rights and unrelated parties who may purchase stock in the community offering and who are assumed to be aware of all relevant and necessary facts as they pertain to the value of the Bank relative to other publicly traded thrift institutions and relative to alternative investment opportunities.

The screens to determine the Comparable Group included: geography, asset size, capital levels, not merger targets and not recent IPOs. Therefore, there should not be material adjustments relative to the Comparable Group for these factors.

There are numerous criteria on which the market value adjustments are based, but the major ones utilized for purposes of this report include:

- Balance Sheet Strength
- Asset Quality
- Profitability and Growth
- Earnings Quality
- Dividends
- Liquidity of the Issue/Size of the Offering
- Recent Regulatory Matters
- Market for Seasoned Thrift Stocks
- Acquisition Market
- Management
- Market Area
- Subscription Interest

To ascertain the market value of the Bank, the median trading multiple values for the Comparable Group are utilized as the starting point. Adjustments, up or down, to the Comparable Group median multiple values are made based on the comparison of the Bank to the Comparable Group.

The Bank's value is further adjusted for other adjustments as shown in Section 5. The resultant values are then compared to recent conversions, state totals, and national totals for reasonableness and appropriateness.

After adjusting the Bank's market value in relation to the Comparable Group, consideration was given to the type of conversion the Bank is undertaking. In this particular case it was appropriate to compare and adjust the Bank's market value in relation to the performance of other fully converted institutions.

|                               |
|-------------------------------|
| <b>BALANCE SHEET STRENGTH</b> |
|-------------------------------|

The balance sheet strength of an institution is an important market value determinant, as the investment community considers such factors as bank liquidity, capitalization, asset composition, funding mix and intangible levels in assessing the attractiveness of investing in the common stock of a thrift. The following tables summarize the key financial elements of the Bank measured against the Comparable Group.

**FIGURE 36 - KEY BALANCE SHEET DATA**

|                               |  | <i>Key Financial Data for the Most Recent Quarter</i> |                           |                         |                            |                              |
|-------------------------------|--|---|---------------------------|-------------------------|----------------------------|------------------------------|
| Ticker                        | Short Name                               | Total<br>Assets<br>(\$000)                            | Loans/<br>Deposits<br>(%) | Loans/<br>Assets<br>(%) | Deposits/<br>Assets<br>(%) | Borrowings/<br>Assets<br>(%) |
| <i>Comparable Thrift Data</i> |  |   |                           |                         |                            |                              |
| CEBK                          | Central Bancorp, Inc.                    | 478,057   | 129.99                    | 78.00                   | 60.00                      | 30.21                        |
| GAF                           | GA Financial, Inc.                       | 903,656   | 84.18                     | 51.79                   | 61.52                      | 25.51                        |
| HIFS                          | Hingham Institution for Savings          | 459,806   | 127.08                    | 75.43                   | 59.35                      | 31.55                        |
| LSBX                          | LSB Corporation                          | 428,991   | 75.38                     | 49.26                   | 65.35                      | 21.24                        |
| PHSB                          | PHSB Financial Corp.                     | 320,797   | 68.55                     | 46.62                   | 68.01                      | 16.48                        |
| THRD                          | TF Financial Corporation                 | 712,636   | 80.58                     | 50.68                   | 62.88                      | 26.99                        |
| WGBC                          | Willow Grove Bancorp, Inc.               | 844,787   | 71.44                     | 49.61                   | 69.44                      | 15.69                        |
| WRO                           | Woronoco Bancorp, Inc.                   | 800,766   | 116.36                    | 60.33                   | 51.84                      | 37.52                        |
| WSBI                          | Warwick Community Bancorp, Inc.          | 827,842   | 77.62                     | 46.89                   | 60.41                      | 28.18                        |
| WVFC                          | WVS Financial Corp.                      | 368,242   | 66.97                     | 30.01                   | 44.81                      | 44.24                        |
|                               | Average                                  | 614,558   | 89.82                     | 53.86                   | 60.36                      | 27.76                        |
|                               | Median                                   | 595,347   | 79.10                     | 50.15                   | 60.97                      | 27.59                        |
|                               | Maximum                                  | 903,656   | 129.99                    | 78.00                   | 69.44                      | 44.24                        |
|                               | Minimum                                  | 320,797   | 66.97                     | 30.01                   | 44.81                      | 15.69                        |
| TBD                           | Clifton Savings Bancorp, Inc.            | 589,213   | 39.26                     | 33.88                   | 86.65                      | -                            |
|                               | <b>Variance to the Comparable Median</b> | (6,134)   | (39.84)                   | (16.27)                 | 25.69                      | (27.59)                      |

Sources: SNL and Offering Circular Data, FinPro Computations

**Asset Composition** - The Bank's net loan to asset ratio of 33.88% is substantially below the Comparable Group median of 50.15%.

**Funding Mix** - The Bank is funded primarily through deposits, 86.65% of assets, and retained earnings, 12.58% of assets. The Comparable Group has a deposits to assets ratio of 60.97% and an equity to assets ratio of 9.49%. The Comparable Group's funding includes 27.59% of assets in borrowings. The Bank does not have any borrowings.

**Liquidity** - The liquidity of the Bank and the Comparable Group appear similar and adequate.

FIGURE 37 - BALANCE SHEET GROWTH DATA

| Ticker                        | Short Name                               | <i>Balance Sheet Growth as of the MRQ</i> |                      |                         |
|-------------------------------|--|---|----------------------|-------------------------|
|                               |  | Asset Growth Rate (%)                     | Loan Growth Rate (%) | Deposit Growth Rate (%) |
| <i>Comparable Thrift Data</i> |  |   |                      |                         |
| CEBK                          | Central Bancorp, Inc.                    | 0.71                                      | -17.38               | -1.53                   |
| GAF                           | GA Financial, Inc.                       | 16.50                                     | 5.94                 | 13.16                   |
| HIFS                          | Hingham Institution for Savings          | 24.54                                     | 16.10                | -9.74                   |
| LSBX                          | LSB Corporation                          | -6.24                                     | -26.97               | 0.77                    |
| PHSB                          | PHSB Financial Corp.                     | -26.46                                    | -45.44               | -32.42                  |
| THRD                          | TF Financial Corporation                 | -4.21                                     | -16.16               | 1.23                    |
| WGBC                          | Willow Grove Bancorp, Inc.               | 7.42                                      | -41.43               | 15.02                   |
| WRO                           | Woronoco Bancorp, Inc.                   | 40.87                                     | 7.87                 | 17.57                   |
| WSBI                          | Warwick Community Bancorp, Inc.          | -1.40                                     | -41.66               | -17.58                  |
| WVFC                          | WVS Financial Corp.                      | -39.19                                    | -58.99               | -2.04                   |
|                               | Average                                  | 1.25                                      | (21.81)              | (1.56)                  |
|                               | Median                                   | (0.35)                                    | (22.18)              | (0.38)                  |
|                               | Maximum                                  | 40.87                                     | 16.10                | 17.57                   |
|                               | Minimum                                  | (39.19)                                   | (58.99)              | (32.42)                 |
| TBD                           | Clifton Savings Bancorp, Inc.            | 9.14                                      | (27.27)              | 10.50                   |
|                               | <b>Variance to the Comparable Median</b> | <b>9.48</b>                               | <b>(5.10)</b>        | <b>10.88</b>            |

Sources: SNL and Offering Circular Data, FinPro Computations

Both the Bank and the Comparables are experiencing declining loan levels, however, the Bank's loans are declining faster. The Bank's deposit and asset growth rates are above the Comparable Group.

FIGURE 38 - CAPITAL DATA

| Ticker                        | Short Name                               | Capital for the Most Recent Quarter |   |  |  |  |
|-------------------------------|--|-------------------------------------|---|--|--|--|
|                               |  | Equity/<br>Assets<br>(%)            | Tangible<br>Equity/<br>Tang Assets<br>(%) | Intangible<br>Assets/<br>Equity<br>(%) | Core Capital/<br>Tangible<br>Assets<br>(%) | Equity +<br>Reserves/<br>Assets<br>(%) |
| <i>Comparable Thrift Data</i> |  |                                     |   |  |  |  |
| CEBK                          | Central Bancorp, Inc.                    | 8.74                                | 8.31                                      | 5.34                                   | 7.92                                       | 9.44                                   |
| GAF                           | GA Financial, Inc.                       | 10.68                               | 10.67                                     | 0.08                                   | 9.24                                       | 11.11                                  |
| HIFS                          | Hingham Institution for Savings          | 8.58                                | 8.58                                      | 0.00                                   | 9.04                                       | 9.21                                   |
| LSBX                          | LSB Corporation                          | 12.44                               | 12.44                                     | 0.00                                   | 12.18                                      | 13.42                                  |
| PHSB                          | PHSB Financial Corp.                     | 14.76                               | 14.76                                     | 0.00                                   | NA   | 15.29                                  |
| THRD                          | TF Financial Corporation                 | 8.96                                | 8.35                                      | 7.48                                   | 7.16                                       | 9.23                                   |
| WGBC                          | Willow Grove Bancorp, Inc.               | 13.83                               | 13.72                                     | 0.87                                   | 10.17                                      | 14.45                                  |
| WRO                           | Woronoco Bancorp, Inc.                   | 9.69                                | 9.48                                      | 2.40                                   | 9.54                                       | 10.09                                  |
| WSBI                          | Warwick Community Bancorp, Inc.          | 9.28                                | 9.00                                      | 3.26                                   | 8.98                                       | 9.88                                   |
| WVFC                          | WVS Financial Corp.                      | 8.18                                | 8.18                                      | 0.00                                   | 7.97                                       | 8.91                                   |
|                               | Average                                  | 10.51                               | 10.35                                     | 1.94                                   | 9.13                                       | 11.10                                  |
|                               | Median                                   | 9.49                                | 9.24                                      | 0.48                                   | 9.04                                       | 9.99                                   |
|                               | Maximum                                  | 14.76                               | 14.76                                     | 7.48                                   | 12.18                                      | 15.29                                  |
|                               | Minimum                                  | 8.18                                | 8.18                                      | -                                      | 7.16                                       | 8.91                                   |
| TBD                           | Clifton Savings Bancorp, Inc.            | 12.58                               | 12.58                                     | -                                      | 12.57                                      | 12.72                                  |
|                               | <b>Variance to the Comparable Median</b> | 3.09                                | 3.34                                      | (0.48)                                 | 3.53                                       | 2.73                                   |

Sources: SNL and Offering Circular Data, FinPro Computations

**Capitalization** - The Comparable Group's median equity to assets ratio of 9.49% is lower than the Bank's ratio of 12.58%. The Bank's pro forma equity to assets ratio is projected to be 29.96% at the midpoint of the valuation range.

**Intangible Levels** - One factor influencing market values is the level of intangibles that an institution carries on its books. Thrifts trade more on tangible book than on book. The Bank does not have any intangibles while the Comparable Group median intangibles to equity ratio is 0.48%.

The Bank's loan levels are very weak relative to deposits and assets. This weakness is offset by the Bank's lower level of borrowings relative to the Comparable Group and by the fact that the Bank is fully funded by deposits. The weakness in the asset side is offset by the strength on the funding side. Furthermore, the Bank is experiencing rapid loan runoff, but has been able to grow deposits faster than the Comparables. As such, no adjustment is warranted.

|                      |
|----------------------|
| <b>ASSET QUALITY</b> |
|----------------------|

The asset quality of an institution is an important determinant of market value. The investment community considers levels of nonperforming loans (“NPLs”, real estate owned (“REO”) and levels of allowance for loan and lease losses (“ALLL”) in assessing the attractiveness of investing in the common stock of an institution.

**FIGURE 39 - ASSET QUALITY TABLE**

|                               |  | <i>Asset Quality for the Most Recent Quarter</i> |                          |                        |                        |                           |                               |
|-------------------------------|--|--|--------------------------|------------------------|------------------------|---------------------------|-------------------------------|
| Ticker                        | Short Name                               | NPLs/<br>Loans<br>(%)                            | Reserves/<br>NPLs<br>(%) | NPAs/<br>Assets<br>(%) | NPAs/<br>Equity<br>(%) | Reserves/<br>Loans<br>(%) | Reserves/<br>NPAs + 90<br>(%) |
| <i>Comparable Thrift Data</i> |  |  |                          |                        |                        |                           |                               |
| CEBK                          | Central Bancorp, Inc.                    | 0.00   | NM                       | 0.00                   | 0.00                   | 0.90                      | NM                            |
| GAF                           | GA Financial, Inc.                       | 0.56   | 152.15                   | 0.29                   | 2.72                   | 0.85                      | 150.82                        |
| HIFS                          | Hingham Institution for Savings          | 0.12   | 700.48                   | 0.09                   | 1.05                   | 0.84                      | 700.48                        |
| LSBX                          | LSB Corporation                          | 0.01   | NM                       | 0.01                   | 0.06                   | 1.98                      | NM                            |
| PHSB                          | PHSB Financial Corp.                     | 0.39   | 294.66                   | 0.18                   | 1.23                   | 1.14                      | 280.66                        |
| THRD                          | TF Financial Corporation                 | 0.62   | 86.19                    | 0.57                   | 6.40                   | 0.53                      | 47.04                         |
| WGBC                          | Willow Grove Bancorp, Inc.               | NA   | NA                       | NA                     | NA                     | 1.27                      | NA                            |
| WRO                           | Woronoco Bancorp, Inc.                   | 0.15   | 443.05                   | 0.09                   | 0.94                   | 0.67                      | 443.05                        |
| WSBI                          | Warwick Community Bancorp, Inc.          | 0.60   | 215.69                   | 0.29                   | 3.14                   | 1.29                      | 205.98                        |
| WVFC                          | WVS Financial Corp.                      | 3.30   | 73.78                    | 1.15                   | 14.04                  | 2.43                      | 63.52                         |
|                               | Average                                  | 0.64   | 280.86                   | 0.30                   | 3.29                   | 1.19                      | 270.22                        |
|                               | Median                                   | 0.39   | 215.69                   | 0.18                   | 1.23                   | 1.02                      | 205.98                        |
|                               | Maximum                                  | 3.30   | 700.48                   | 1.15                   | 14.04                  | 2.43                      | 700.48                        |
|                               | Minimum                                  | -  | 73.78                    | -                      | -                      | 0.53                      | 47.04                         |
| TBD                           | Clifton Savings Bancorp, Inc.            | 0.01   | NM                       | -                      | 0.03                   | 0.42                      | NM                            |
|                               | <b>Variance to the Comparable Median</b> | (0.38)   | NM                       | (0.18)                 | (1.20)                 | (0.60)                    | NM                            |

Sources: SNL and Offering Circular Data, FinPro Computations

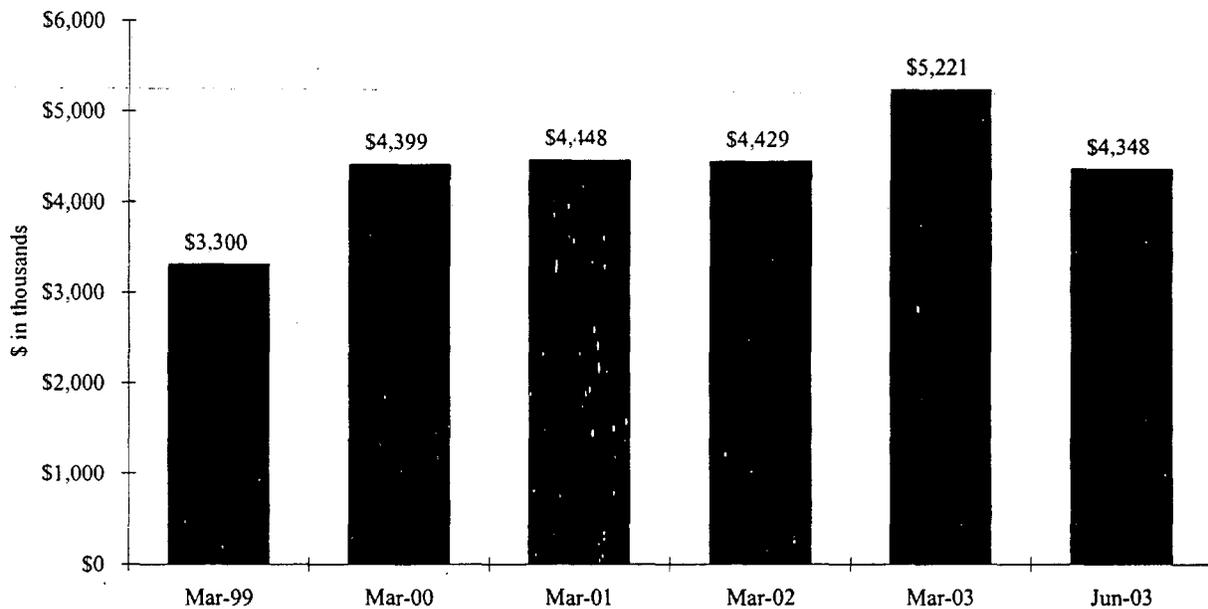
The Bank has a lower level of non-performing loans (“NPLs”) to total loans at 0.01% when compared to the Comparable Group median at 0.39%. The Bank’s ALLL level, 0.42% of total loans, is lower than the Comparable median of 1.02% of loans but is the result of better asset quality. Taken collectively, an upward adjustment is warranted for asset quality.

**PROFITABILITY AND GROWTH**

The profitability and growth are critical components in the establishment of market values for thrifts.

The Bank posted net income of \$5.2 million for the year ended March 31, 2003, up \$792 thousand from the year ended March 31, 2002. The increase was primarily attributable to higher net interest income, resulting from lower interest expense.

The net income for the three months ended June 30, 2003, declined from the prior period due to lower net interest income and higher noninterest expense.

**FIGURE 40 - NET INCOME TREND**

Note: The June 2003 figure is the annualized three months ended June 30,

Sources: Offering Circular

The Bank's ROAA and ROAE are both below the Comparable Group median.

### FIGURE 41 - PROFITABILITY DATA

|                               |  | <i>Profitability for the Most Recent Quarter</i> |                                |
|-------------------------------|--|--|--------------------------------|
| Ticker                        | Short Name                               | Return on<br>Avg Assets<br>(%)                   | Return on<br>Avg Equity<br>(%) |
| <i>Comparable Thrift Data</i> |  |  |                                |
| CEBK                          | Central Bancorp, Inc.                    | 1.08   | 12.69                          |
| GAF                           | GA Financial, Inc.                       | 0.78   | 7.02                           |
| HIFS                          | Hingham Institution for Savings          | 1.97   | 22.00                          |
| LSBX                          | LSB Corporation                          | 0.59   | 4.78                           |
| PHSB                          | PHSB Financial Corp.                     | 0.78   | 5.64                           |
| THRD                          | TF Financial Corporation                 | 0.24   | 2.76                           |
| WGBC                          | Willow Grove Bancorp, Inc.               | 0.87   | 5.99                           |
| WRO                           | Woronoco Bancorp, Inc.                   | 1.14   | 10.99                          |
| WSBI                          | Warwick Community Bancorp, Inc.          | 0.83   | 8.77                           |
| WVFC                          | WVS Financial Corp.                      | 0.75   | 9.73                           |
|                               | Average                                  | 0.90   | 9.04                           |
|                               | Median                                   | 0.81   | 7.90                           |
|                               | Maximum                                  | 1.97   | 22.00                          |
|                               | Minimum                                  | 0.24   | 2.76                           |
| TBD                           | Clifton Savings Bancorp, Inc.            | 0.75   | 5.91                           |
|                               | <b>Variance to the Comparable Median</b> | <b>(0.05)</b>                                    | <b>(1.99)</b>                  |

Sources: SNL and Offering Circular Data, FinPro Computations

The Bank's earnings for the annualized quarter ended June 30, 2003, declined relative to the earnings for the year ended March 31, 2003. The annualized net income for the quarter ended June 30, 2003 was in-line with the earnings for the years 2000, 2001 and 2002. The Bank's ROAA and ROAE are both below the Comparable Group median. On a pro forma basis, the Bank is projected to have a .74% ROAA and an 2.46% ROAE. The pro forma ROAE is lower than any of the Comparable Group. Investors in public thrifts focus on ROAE not ROAA. Therefore, a downward adjustment is warranted.

|                         |
|-------------------------|
| <b>EARNINGS QUALITY</b> |
|-------------------------|

Thrift earnings are primarily a function of:

- net interest income
- loan loss provision
- non-interest income
- non-interest expense

The quality and predictability of earnings is dependent on both internal and external factors. Some internal factors include the mix of the balance sheet, the interest rate sensitivity of the balance sheet, the asset quality, and the infrastructure in place to deliver the assets and liabilities to the public. External factors include the competitive market for both assets and liabilities, the global interest rate scenario, local economic factors and regulatory issues.

Each of these factors can influence the earnings of an institution, and each of these factors is volatile. Investors prefer stability and consistency. As such, solid, consistent earnings are preferred to high but risky earnings. Investors also prefer earnings to be diversified and not entirely dependent on net interest income.

FIGURE 42 - INCOME STATEMENT DATA

|                               |                                   | Income Statement for the Most Recent Quarter |         |          |          |             |             |            |          |
|-------------------------------|-----------------------------------|--|---------|----------|----------|-------------|-------------|------------|----------|
| Ticker                        | Short Name                        | Yield on                                     | Cost of | Net      | Net      | Noninterest | Noninterest | Efficiency | Overhead |
|                               |                                   | Ave Earn                                     | Funds   | Interest | Interest | Income/     | Expense/    | Ratio      | Ratio    |
|                               |                                   | Assets                                       | Funds   | Spread   | Margin   | Avg Assets  | Avg Assets  | (%)        | (%)      |
|                               |                                   | (%)  | (%)     | (%)      | (%)      | (%)         | (%)         | (%)        | (%)      |
| <i>Comparable Thrift Data</i> |                                   |  |         |          |          |             |             |            |          |
| CEBK                          | Central Bancorp, Inc.             | 6.07   | 2.70    | 3.37     | 3.55     | 0.35        | 2.51        | 66.32      | 62.89    |
| GAF                           | GA Financial, Inc.                | 5.56   | 3.30    | 2.26     | 2.69     | 0.31        | 2.09        | 71.32      | 67.90    |
| HIFS                          | Hingham Institution for Savings   | 6.14   | 2.44    | 3.70     | 4.02     | 0.31        | 1.96        | 47.03      | 42.77    |
| LSBX                          | LSB Corporation                   | 5.06   | 2.55    | 2.51     | 2.85     | 0.35        | 2.19        | 69.98      | 66.14    |
| PHSB                          | PHSB Financial Corp.              | 5.39   | 3.12    | 2.27     | 2.65     | 0.33        | 2.12        | 73.11      | 69.71    |
| THRD                          | TF Financial Corporation          | 4.80   | 2.81    | 1.99     | 2.14     | 0.32        | 2.02        | 84.55      | 82.13    |
| WGBC                          | Willow Grove Bancorp, Inc.        | 5.22   | 2.47    | 2.75     | 3.09     | 0.22        | 2.42        | 74.09      | 72.18    |
| WRO                           | Woronoco Bancorp, Inc.            | 5.50   | 3.09    | 2.41     | 2.72     | 1.43        | 2.38        | 59.08      | 36.38    |
| WSBI                          | Warwick Community Bancorp, Inc.   | 5.14   | 2.80    | 2.34     | 2.76     | 0.81        | 2.24        | 64.30      | 53.25    |
| WVFC                          | WVS Financial Corp.               | 4.82   | 3.32    | 1.50     | 1.87     | 0.16        | 1.00        | 50.08      | 45.85    |
|                               | Average                           | 5.37   | 2.86    | 2.51     | 2.83     | 0.46        | 2.09        | 65.99      | 59.92    |
|                               | Median                            | 5.31   | 2.81    | 2.38     | 2.74     | 0.33        | 2.16        | 68.15      | 64.52    |
|                               | Maximum                           | 6.14   | 3.32    | 3.70     | 4.02     | 1.43        | 2.51        | 84.55      | 82.13    |
|                               | Minimum                           | 4.80   | 2.44    | 1.50     | 1.87     | 0.16        | 1.00        | 47.03      | 36.38    |
| TBD                           | Clifton Savings Bancorp, Inc.     | 4.68   | 2.43    | 2.25     | 2.49     | 0.05        | 1.27        | 52.02      | 50.98    |
|                               | Variance to the Comparable Median | (0.63)                                       | (0.38)  | (0.13)   | (0.25)   | (0.27)      | (0.88)      | (16.13)    | (13.54)  |

Sources: SNL and Offering Circular Data, FinPro Computations

Compared to the Comparable Group *median*, the Bank's yield on assets was 63 basis points worse and the cost of funds was 38 basis points better. The 25 basis point disadvantage in net interest margin is compounded by a 27 basis point disadvantage in noninterest income. However, the disadvantages in net interest margin and noninterest income are offset by the 88 basis point advantage in noninterest expense.

Taken collectively, the income of the Bank can be measured by the efficiency ratio, where the Bank has an efficiency ratio of 52.02%, while the Comparable Group has a median ratio of 68.15%.

Currently, investors are focusing on earnings sustainability as the interest rate volatility has caused a wide variation in income levels. With the intense competition for both assets and deposits, banks cannot easily replace lost spread and margin with balance sheet growth.

The Bank's earnings are dependent upon net interest income and a low expense structure. The Bank's low expense structure is evident in its strong efficient ratio. Due primarily to the lower efficiency ratio, a slight upward adjustment is warranted.

|                  |
|------------------|
| <b>DIVIDENDS</b> |
|------------------|

Historically, banks have not established dividend policies immediately at or after conversion to stock ownership. Rather, newly converted institutions, in general, have preferred to establish an earnings track record, fully invest the conversion proceeds, and allow for seasoning of the stock before establishing a dividend policy. In the late 1980's and early 1990's however, there was a tendency toward initiating dividend policies concurrent with the conversion as a means of increasing the attractiveness of the issue and to utilize the proceeds.

The last few years have seen yet another shift away from dividend policies concurrent with conversion. Pressure on ROE and on internal rate of returns to investors prompted the industry toward cash dividends. This trend was accelerated by the decrease in the tax rate on dividend income. This trend is exacerbated by the lack of growth potential. Typically, when institutions are in a growth mode, they issue stock dividends or do not declare a dividend. When growth is stunted, these institutions shift toward reducing equity levels and thus utilize cash dividends as a tool in this regard.

**FIGURE 43 - DIVIDEND DATA**

| Ticker                        | Short Name                      | <i>Dividends</i>            |                               |
|-------------------------------|---------------------------------|-----------------------------|-------------------------------|
|                               |                                 | Current Dividend Yield (\$) | LTM Dividend Payout Ratio (%) |
| <i>Comparable Thrift Data</i> |                                 |                             |                               |
| CEBK                          | Central Bancorp, Inc.           | 1.39                        | 29.49                         |
| GAF                           | GA Financial, Inc.              | 2.92                        | 52.78                         |
| HIFS                          | Hingham Institution for Savings | 1.82                        | 33.46                         |
| LSBX                          | LSB Corporation                 | 2.83                        | 76.67                         |
| PHSB                          | PHSB Financial Corp.            | 2.16                        | 32.58                         |
| THRD                          | TF Financial Corporation        | 1.91                        | 40.00                         |
| WGBC                          | Willow Grove Bancorp, Inc.      | 2.13                        | 42.25                         |
| WRO                           | Woronoco Bancorp, Inc.          | 2.43                        | 33.74                         |
| WSBI                          | Warwick Community Bancorp, Inc. | 2.02                        | 28.41                         |
| WVFC                          | WVS Financial Corp.             | 3.88                        | 46.72                         |
|                               | Average                         | 2.35                        | 41.61                         |
|                               | Median                          | 2.15                        | 36.87                         |
|                               | Maximum                         | 3.88                        | 76.67                         |
|                               | Minimum                         | 1.39                        | 28.41                         |
| TBD                           | Clifton Savings Bancorp, Inc.   | NA                          | NA                            |

Sources: SNL Data, FinPro Computations

All ten Comparable institutions paid dividends. The median dividend payout ratio for the Comparable Group was 36.87%, ranging from a high of 76.67% to a low of 28.41%. After the conversion, the Bank will be able to pay dividends. As such, no adjustment is indicated for this factor.

|  |
|--|
| <b>LIQUIDITY OF THE ISSUE/SIZE OF<br/>THE OFFERING</b> |
|--|

The Comparable Group is by definition composed only of companies that trade in the public markets with all of the Comparables trading on NASDAQ. Typically, the number of shares outstanding and the market capitalization provides an indication of how much liquidity there will be in a given stock. The actual liquidity can be measured by volume traded over a given period of time.

**FIGURE 44 - MARKET CAPITALIZATION DATA**

| Ticker                        | Short Name                        | Market Data as of The Most Recent Quarter |                                   |                              |                             |  |  |
|-------------------------------|-----------------------------------|---|-----------------------------------|------------------------------|-----------------------------|--|--|
|                               |                                   | MRQ<br>Market<br>Value<br>(\$)            | MRQ<br>Price<br>Per Share<br>(\$) | MRQ<br>Price<br>High<br>(\$) | MRQ<br>Price<br>Low<br>(\$) | MRQ Publicly<br>Reported<br>Book Value<br>(\$) | MRQ Tangible<br>Publicly Rep<br>Book Value<br>(\$) |
| <i>Comparable Thrift Data</i> |                                   |   |                                   |                              |                             |  |  |
| CEBK                          | Central Bancorp, Inc.             | 57.63                                     | 34.6500                           | 35.7390                      | 33.9000                     | 25.11  | 23.77  |
| GAF                           | GA Financial, Inc.                | 137.59                                    | 27.3800                           | 29.0500                      | 24.8500                     | 19.51  | 19.49  |
| HIFS                          | Hingham Institution for Savings   | 81.77                                     | 39.4900                           | 40.0500                      | 34.7600                     | 19.06  | 19.06  |
| LSBX                          | LSB Corporation                   | 71.43                                     | 16.9900                           | 17.5200                      | 13.6000                     | 12.70  | 12.70  |
| PHSB                          | PHSB Financial Corp.              | 54.10                                     | 13.5290                           | 19.0890                      | 17.4900                     | 16.21  | 16.21  |
| THRD                          | TF Financial Corporation          | 87.82                                     | 31.3600                           | 32.7500                      | 28.0000                     | 24.90  | 23.04  |
| WGBC                          | Willow Grove Bancorp, Inc.        | 176.02                                    | 16.8800                           | 17.2500                      | 15.7000                     | 11.20  | 11.10  |
| WRO                           | Woronoco Bancorp, Inc.            | 100.94                                    | 27.9500                           | 29.6400                      | 25.7200                     | 21.52  | 21.00  |
| WSBI                          | Warwick Community Bancorp, Inc.   | 135.26                                    | 29.6700                           | 30.4900                      | 28.5000                     | 16.94  | 16.39  |
| WVFC                          | WVS Financial Corp.               | 42.61                                     | 16.5000                           | 18.9300                      | 16.5000                     | 11.65  | 11.65  |
|                               | Average                           | 94.5                                      | 25.94                             | 27.05                        | 23.90                       | 17.88  | 17.44  |
|                               | Median                            | 84.8                                      | 27.67                             | 29.35                        | 25.29                       | 18.00  | 17.73  |
|                               | Maximum                           | 176.0                                     | 39.49                             | 40.05                        | 34.76                       | 25.11  | 23.77  |
|                               | Minimum                           | 42.6                                      | 16.50                             | 17.25                        | 13.60                       | 11.20  | 11.10  |
| TBD                           | Clifton Savings Bancorp, Inc.     | 170.0                                     | NA                                | NA                           | NA                          | NA   | NA   |
|                               | Variance to the Comparable Median | 85.2                                      | NA                                | NA                           | NA                          | NA   | NA   |

Sources: SNL and Offering Circular Data, FinPro Computations

The market capitalization values of the Comparable Group range from a low of \$46.5 million to a high of \$172.1 million with a median market capitalization of \$86.0 million. The Bank expects to have \$170.0 million of market capital at the midpoint on a pro forma basis. Additionally, the Bank will trade on NASDAQ.

The amount of market capitalization affects the pricing of an institution as small cap companies suffer from weak liquidity, limited research and press coverage, limited resources and the lack of economies of scale. The following figure illustrates that there is a clear correlation between the amounts of market capitalization and the price to book and price to tangible book multiples.

**FIGURE 45 - INDUSTRY MULTIPLES BY MARKET CAPITALIZATION**

| Short Name | Current Market Count | Current Price/Value (\$M)    | Current Price in Relation to |             |             |                  |                |                |                         |            | Current Dividend Yield (%) | LTM Dividend Payout Ratio (%) |
|------------|----------------------|------------------------------|------------------------------|-------------|-------------|------------------|----------------|----------------|-------------------------|------------|----------------------------|-------------------------------|
|            |                      |                              | Earnings Core (x)            | EPS LTM (x) | EPS LTM (x) | Core EPS LTM (x) | Book Value (x) | Book Value (%) | Tangible Book Value (%) | Assets (%) |                            |                               |
|            | 30.00                | <25                          | 19.20                        | 18.06       | 17.19       | 17.92            | 110.89         | 112.63         | 11.68                   | 2.58       | 40.00                      |                               |
|            | 48.00                | >=25 - <50                   | 14.94                        | 15.34       | 15.57       | 15.27            | 121.95         | 124.15         | 11.65                   | 2.09       | 31.00                      |                               |
|            | 45.00                | >=50 - <150                  | 14.53                        | 14.79       | 15.21       | 15.35            | 134.70         | 140.65         | 13.15                   | 2.11       | 31.16                      |                               |
|            | 60.00                | > 155                        | 12.48                        | 13.86       | 13.63       | 14.37            | 172.68         | 209.06         | 15.85                   | 1.93       | 23.13                      |                               |
|            |                      | National Standard Conversion | 14.53                        | 15.34       | 14.78       | 15.24            | 137.62         | 145.52         | 13.25                   | 2.12       | 29.74                      |                               |

Source: SNL Securities, FinPro calculations

The Bank is expected to have market capitalization of \$170.0 million, which is above the Comparable median of \$86.0 million.

The Bank is expected to have higher levels of market capital initially, but will reduce its market capital through judicious use of capital market tools. As such, an upward adjustment for this factor is warranted.

**RECENT REGULATORY MATTERS**

Regulatory matters influence the market for thrift conversions. Currently, there are two differences in regulation between the Bank and the Comparable Group. First, the OTS is enforcing a three year merger moratorium. Nine of the ten Comparables are not covered by the moratorium. FinPro attempted to screen out companies that had acquisition speculation built into their pricing, however, in a mature consolidating industry, some speculation persists.

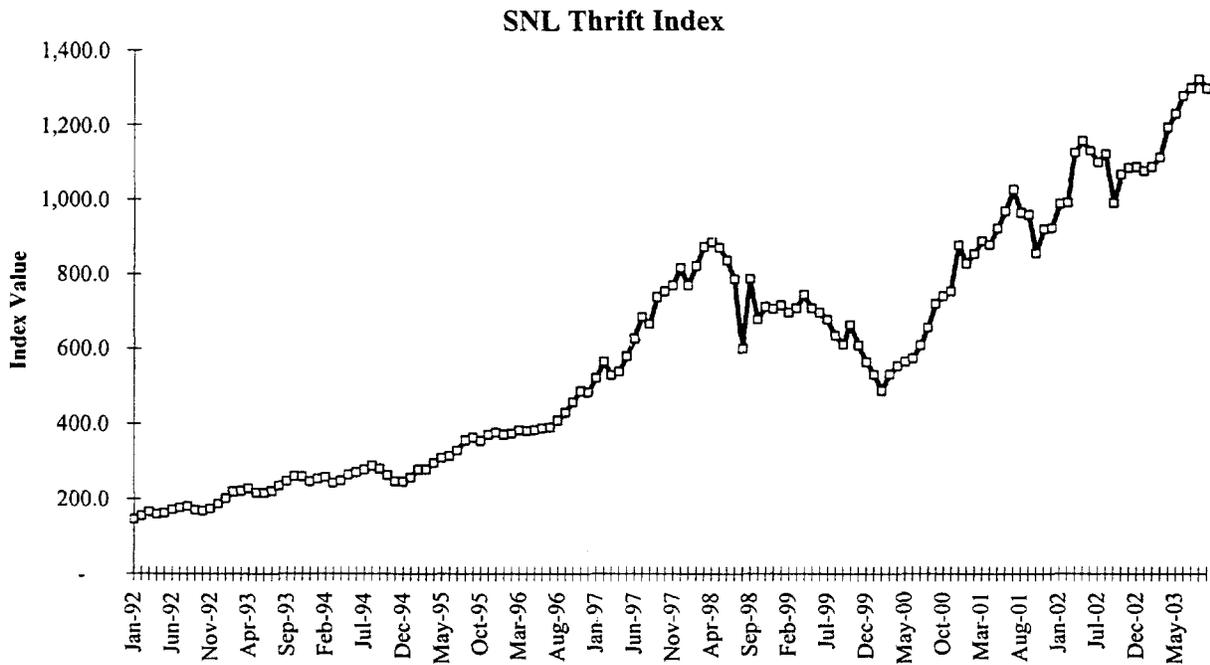
Secondly, the Bank will not be able to repurchase its share in the open market for one year. Currently, all of the Comparables have this ability.

As such, a downward adjustment is warranted.

**MARKET FOR SEASONED THRIFT STOCKS**

Trading multiples for all public thrifts as of September 11, 2003 are provided in Exhibit 8. A common measure utilized as a proxy for the performance of the thrift industry is the SNL Thrift Index, graphically shown below and tabularly shown on the following page:

**FIGURE 46 - SNL THRIFT INDEX CHART**



Source: SNL Securities

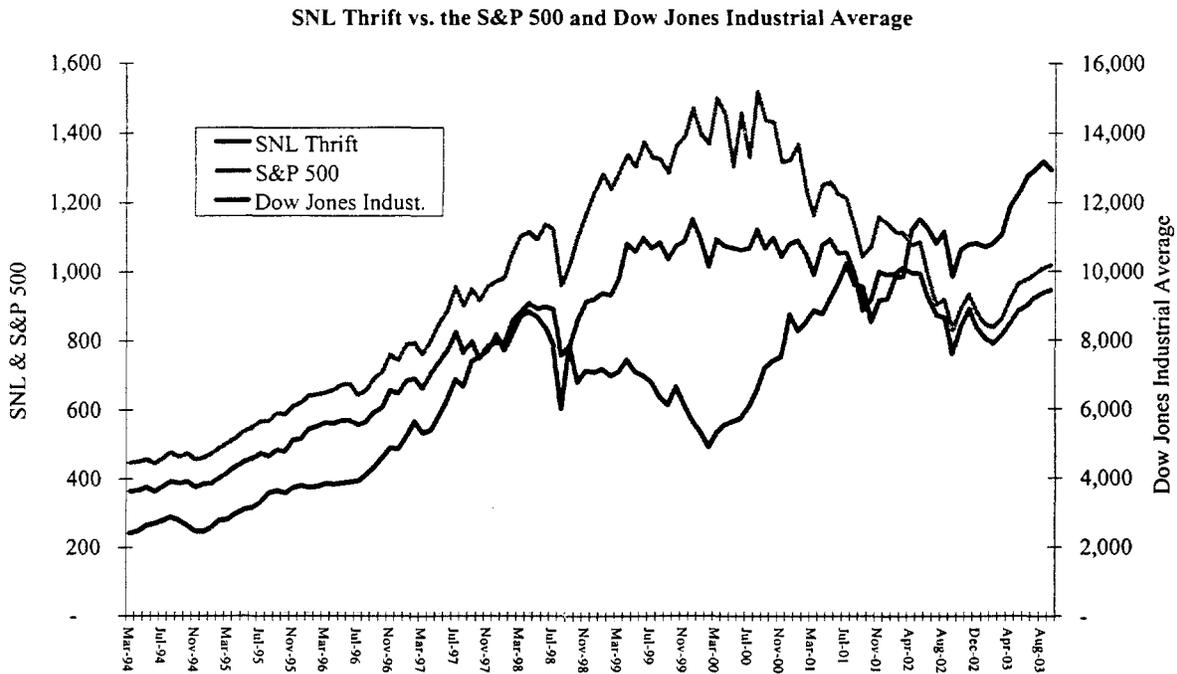
FIGURE 47 - HISTORICAL SNL THRIFT INDEX

| SNL THRIFT INDEX MONTHLY PERFORMANCE    |                  |                         |                         |                         |                           |                           |                           |                           |                           |                           |                           |                           |                           |
|---|------------------|-------------------------|-------------------------|-------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|
| December 31, 1991 to September 11, 2003 |                  |                         |                         |                         |                           |                           |                           |                           |                           |                           |                           |                           |                           |
|   | SNL Thrift Index | % Change Since 1/2/1992 | % Change Since 1/4/1993 | % Change Since 1/3/1994 | % Change Since 12/30/1994 | % Change Since 12/29/1995 | % Change Since 12/31/1996 | % Change Since 12/31/1997 | % Change Since 12/31/1998 | % Change Since 12/31/1999 | % Change Since 12/31/2000 | % Change Since 12/31/2001 | % Change Since 12/31/2002 |
| 1992                                    | Jan-92           | 143.9                   | -                       | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Feb-92           | 153.3                   | 6.5%                    | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Mar-92           | 164.3                   | 14.2%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Apr-92           | 157.6                   | 9.5%                    | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | May-92           | 160.8                   | 11.7%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jun-92           | 170.4                   | 18.4%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jul-92           | 175.1                   | 21.7%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Aug-92           | 179.7                   | 24.9%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Sep-92           | 169.6                   | 17.9%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Oct-92           | 167.0                   | 16.1%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Nov-92           | 172.4                   | 19.8%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Dec-92           | 186.2                   | 29.4%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
| 1993                                    | Jan-93           | 201.1                   | 39.7%                   | -                       | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Feb-93           | 219.1                   | 52.3%                   | 9.0%                    | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Mar-93           | 221.1                   | 53.6%                   | 9.9%                    | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Apr-93           | 228.2                   | 58.6%                   | 13.5%                   | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | May-93           | 215.9                   | 50.0%                   | 7.4%                    | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jun-93           | 214.7                   | 49.2%                   | 6.8%                    | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jul-93           | 220.5                   | 53.2%                   | 9.6%                    | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Aug-93           | 234.7                   | 63.1%                   | 16.7%                   | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Sep-93           | 246.7                   | 71.4%                   | 22.7%                   | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Oct-93           | 259.9                   | 80.6%                   | 29.2%                   | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Nov-93           | 258.6                   | 79.7%                   | 28.6%                   | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Dec-93           | 245.7                   | 70.7%                   | 22.2%                   | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
| 1994                                    | Jan-94           | 252.5                   | 75.5%                   | 25.6%                   | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Feb-94           | 257.2                   | 78.7%                   | 27.9%                   | 1.9%                      | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Mar-94           | 241.6                   | 67.9%                   | 20.1%                   | -4.3%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Apr-94           | 247.5                   | 72.0%                   | 23.1%                   | -2.0%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | May-94           | 263.3                   | 83.0%                   | 30.9%                   | 4.3%                      | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jun-94           | 269.6                   | 87.4%                   | 34.1%                   | 6.8%                      | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jul-94           | 276.7                   | 92.3%                   | 37.6%                   | 9.6%                      | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Aug-94           | 287.2                   | 99.6%                   | 42.8%                   | 13.7%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Sep-94           | 278.8                   | 93.7%                   | 38.6%                   | 10.4%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Oct-94           | 263.1                   | 82.8%                   | 30.8%                   | 4.2%                      | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Nov-94           | 245.8                   | 70.8%                   | 22.2%                   | -2.7%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Dec-94           | 244.7                   | 70.0%                   | 21.7%                   | -3.1%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
| 1995                                    | Jan-95           | 256.1                   | 78.0%                   | 27.3%                   | 1.4%                      | 4.7%                      | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Feb-95           | 277.0                   | 92.5%                   | 37.7%                   | 9.7%                      | 13.2%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Mar-95           | 278.4                   | 93.5%                   | 38.4%                   | 10.3%                     | 13.8%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Apr-95           | 295.4                   | 105.3%                  | 46.9%                   | 17.0%                     | 20.7%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | May-95           | 307.6                   | 113.8%                  | 53.0%                   | 21.8%                     | 25.7%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jun-95           | 313.5                   | 117.9%                  | 55.9%                   | 24.2%                     | 28.1%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jul-95           | 328.2                   | 128.1%                  | 63.2%                   | 30.0%                     | 34.1%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Aug-95           | 355.5                   | 147.0%                  | 76.8%                   | 40.8%                     | 45.3%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Sep-95           | 362.3                   | 151.8%                  | 80.2%                   | 43.5%                     | 48.1%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Oct-95           | 354.1                   | 146.1%                  | 76.1%                   | 40.2%                     | 44.7%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Nov-95           | 370.2                   | 157.3%                  | 84.1%                   | 46.6%                     | 51.3%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Dec-95           | 376.5                   | 161.6%                  | 87.2%                   | 49.1%                     | 53.9%                     | -                         | -                         | -                         | -                         | -                         | -                         | -                         |
| 1996                                    | Jan-96           | 370.7                   | 157.6%                  | 84.3%                   | 46.8%                     | 51.5%                     | -1.5%                     | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Feb-96           | 373.6                   | 159.6%                  | 85.8%                   | 48.0%                     | 52.7%                     | -0.8%                     | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Mar-96           | 382.1                   | 165.5%                  | 90.0%                   | 51.3%                     | 56.2%                     | 1.5%                      | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Apr-96           | 380.3                   | 164.3%                  | 89.1%                   | 50.6%                     | 55.4%                     | 1.0%                      | -                         | -                         | -                         | -                         | -                         | -                         |
|   | May-96           | 383.0                   | 166.2%                  | 90.5%                   | 51.7%                     | 56.5%                     | 1.7%                      | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jun-96           | 387.2                   | 169.1%                  | 92.5%                   | 53.3%                     | 58.2%                     | 2.8%                      | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Jul-96           | 389.9                   | 171.0%                  | 93.9%                   | 54.4%                     | 59.3%                     | 3.6%                      | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Aug-96           | 408.3                   | 183.7%                  | 103.0%                  | 61.7%                     | 66.9%                     | 8.4%                      | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Sep-96           | 429.3                   | 198.3%                  | 113.5%                  | 70.0%                     | 75.4%                     | 14.0%                     | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Oct-96           | 456.7                   | 217.4%                  | 127.1%                  | 80.9%                     | 86.6%                     | 21.3%                     | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Nov-96           | 485.8                   | 237.6%                  | 141.6%                  | 92.4%                     | 98.5%                     | 29.0%                     | -                         | -                         | -                         | -                         | -                         | -                         |
|   | Dec-96           | 483.6                   | 236.1%                  | 140.5%                  | 91.5%                     | 97.6%                     | 28.4%                     | -                         | -                         | -                         | -                         | -                         | -                         |
| 1997                                    | Jan-97           | 520.1                   | 261.4%                  | 158.6%                  | 106.0%                    | 112.5%                    | 38.1%                     | 7.5%                      | -                         | -                         | -                         | -                         | -                         |
|   | Feb-97           | 563.1                   | 291.3%                  | 180.0%                  | 123.0%                    | 130.1%                    | 49.6%                     | 16.4%                     | -                         | -                         | -                         | -                         | -                         |
|   | Mar-97           | 527.7                   | 266.7%                  | 162.4%                  | 109.0%                    | 115.7%                    | 40.2%                     | 9.1%                      | -                         | -                         | -                         | -                         | -                         |
|   | Apr-97           | 537.2                   | 273.3%                  | 167.1%                  | 112.8%                    | 119.5%                    | 42.7%                     | 11.1%                     | -                         | -                         | -                         | -                         | -                         |
|   | May-97           | 577.9                   | 301.6%                  | 187.4%                  | 128.9%                    | 136.2%                    | 53.5%                     | 19.5%                     | -                         | -                         | -                         | -                         | -                         |
|   | Jun-97           | 624.5                   | 334.0%                  | 210.5%                  | 147.3%                    | 155.2%                    | 65.9%                     | 29.1%                     | -                         | -                         | -                         | -                         | -                         |
|   | Jul-97           | 684.5                   | 375.7%                  | 240.4%                  | 171.1%                    | 179.7%                    | 81.8%                     | 41.5%                     | -                         | -                         | -                         | -                         | -                         |
|   | Aug-97           | 664.6                   | 361.8%                  | 230.5%                  | 163.2%                    | 171.6%                    | 76.5%                     | 37.4%                     | -                         | -                         | -                         | -                         | -                         |
|   | Sep-97           | 737.5                   | 412.5%                  | 266.7%                  | 192.1%                    | 201.4%                    | 95.9%                     | 52.5%                     | -                         | -                         | -                         | -                         | -                         |
|   | Oct-97           | 752.4                   | 422.9%                  | 274.1%                  | 198.0%                    | 207.5%                    | 99.8%                     | 55.6%                     | -                         | -                         | -                         | -                         | -                         |
|   | Nov-97           | 767.4                   | 433.3%                  | 281.6%                  | 203.9%                    | 213.6%                    | 103.8%                    | 58.7%                     | -                         | -                         | -                         | -                         | -                         |
|   | Dec-97           | 814.1                   | 465.7%                  | 304.8%                  | 222.4%                    | 232.7%                    | 116.2%                    | 68.3%                     | -                         | -                         | -                         | -                         | -                         |

| SNL THRIFT INDEX MONTHLY PERFORMANCE    |                  |                         |                         |                         |                           |                           |                           |                           |                           |                           |                           |                           |                           |
|---|------------------|-------------------------|-------------------------|-------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|
| December 31, 1991 to September 11, 2003 |                  |                         |                         |                         |                           |                           |                           |                           |                           |                           |                           |                           |                           |
|   | SNL Thrift Index | % Change Since 1/2/1992 | % Change Since 1/4/1993 | % Change Since 1/3/1994 | % Change Since 12/30/1994 | % Change Since 12/29/1995 | % Change Since 12/31/1996 | % Change Since 12/31/1997 | % Change Since 12/31/1998 | % Change Since 12/31/1999 | % Change Since 12/31/2000 | % Change Since 12/31/2001 | % Change Since 12/31/2002 |
| 1998                                    | Jan-98           | 768.3                   | 433.9%                  | 282.0%                  | 204.3%                    | 214.0%                    | 104.1%                    | 58.9%                     | -5.6%                     | -                         | -                         | -                         | -                         |
|   | Feb-98           | 818.7                   | 468.9%                  | 307.1%                  | 224.2%                    | 234.6%                    | 117.5%                    | 69.3%                     | 0.6%                      | -                         | -                         | -                         | -                         |
|   | Mar-98           | 869.3                   | 504.1%                  | 332.3%                  | 244.3%                    | 255.3%                    | 130.9%                    | 79.8%                     | 6.8%                      | -                         | -                         | -                         | -                         |
|   | Apr-98           | 882.1                   | 513.0%                  | 338.6%                  | 249.3%                    | 260.5%                    | 134.3%                    | 82.4%                     | 8.4%                      | -                         | -                         | -                         | -                         |
|   | May-98           | 867.4                   | 502.8%                  | 331.3%                  | 243.5%                    | 254.5%                    | 130.4%                    | 79.4%                     | 6.5%                      | -                         | -                         | -                         | -                         |
|   | Jun-98           | 833.5                   | 479.2%                  | 314.5%                  | 230.1%                    | 240.6%                    | 121.4%                    | 72.4%                     | 2.4%                      | -                         | -                         | -                         | -                         |
|   | Jul-98           | 783.7                   | 444.6%                  | 289.7%                  | 210.4%                    | 220.3%                    | 108.2%                    | 62.1%                     | -3.7%                     | -                         | -                         | -                         | -                         |
|   | Aug-98           | 598.6                   | 316.0%                  | 197.7%                  | 137.1%                    | 144.6%                    | 59.0%                     | 23.8%                     | -26.5%                    | -                         | -                         | -                         | -                         |
|   | Sep-98           | 784.2                   | 445.0%                  | 290.0%                  | 210.6%                    | 220.5%                    | 108.3%                    | 62.2%                     | -3.7%                     | -                         | -                         | -                         | -                         |
|   | Oct-98           | 676.3                   | 370.0%                  | 236.3%                  | 167.8%                    | 176.4%                    | 79.6%                     | 39.8%                     | -16.9%                    | -                         | -                         | -                         | -                         |
|   | Nov-98           | 710.6                   | 393.8%                  | 253.4%                  | 181.4%                    | 190.4%                    | 88.7%                     | 46.9%                     | -12.7%                    | -                         | -                         | -                         | -                         |
|   | Dec-98           | 705.9                   | 390.3%                  | 251.0%                  | 179.6%                    | 188.5%                    | 87.5%                     | 46.0%                     | -13.3%                    | -                         | -                         | -                         | -                         |
| 1999                                    | Jan-99           | 715.4                   | 397.2%                  | 255.7%                  | 183.3%                    | 192.4%                    | 90.0%                     | 47.9%                     | -12.1%                    | 1.3%                      | -                         | -                         | -                         |
|   | Feb-99           | 695.4                   | 383.3%                  | 245.8%                  | 175.4%                    | 184.2%                    | 84.7%                     | 43.8%                     | -14.6%                    | -1.5%                     | -                         | -                         | -                         |
|   | Mar-99           | 707.6                   | 391.7%                  | 251.9%                  | 180.2%                    | 189.2%                    | 87.9%                     | 46.3%                     | -13.1%                    | 0.2%                      | -                         | -                         | -                         |
|   | Apr-99           | 743.0                   | 416.3%                  | 269.5%                  | 194.3%                    | 203.6%                    | 97.3%                     | 53.6%                     | -8.7%                     | 5.3%                      | -                         | -                         | -                         |
|   | May-99           | 707.2                   | 391.5%                  | 251.7%                  | 180.1%                    | 189.0%                    | 87.8%                     | 46.2%                     | -13.1%                    | 0.2%                      | -                         | -                         | -                         |
|   | Jun-99           | 695.6                   | 383.4%                  | 245.9%                  | 175.5%                    | 184.3%                    | 84.8%                     | 43.8%                     | -14.6%                    | -                         | -                         | -                         | -                         |
|   | Jul-99           | 676.3                   | 370.0%                  | 236.3%                  | 167.8%                    | 176.4%                    | 79.6%                     | 39.8%                     | -16.9%                    | -4.2%                     | -                         | -                         | -                         |
|   | Aug-99           | 632.2                   | 339.3%                  | 214.4%                  | 150.4%                    | 158.4%                    | 67.9%                     | 30.7%                     | -22.3%                    | -10.4%                    | -                         | -                         | -                         |
|   | Sep-99           | 609.2                   | 323.3%                  | 202.9%                  | 141.2%                    | 148.9%                    | 61.8%                     | 26.0%                     | -25.2%                    | -13.7%                    | -                         | -                         | -                         |
|   | Oct-99           | 662.4                   | 360.3%                  | 229.4%                  | 162.3%                    | 170.7%                    | 75.9%                     | 37.0%                     | -18.6%                    | -6.2%                     | -                         | -                         | -                         |
|   | Nov-99           | 607.3                   | 322.0%                  | 202.0%                  | 140.5%                    | 148.2%                    | 61.3%                     | 25.6%                     | -25.4%                    | -14.0%                    | -                         | -                         | -                         |
|   | Dec-99           | 562.4                   | 290.8%                  | 179.7%                  | 122.7%                    | 129.8%                    | 49.4%                     | 16.3%                     | -30.9%                    | -20.3%                    | -                         | -                         | -                         |
| 2000                                    | Jan-00           | 529.6                   | 268.0%                  | 163.4%                  | 109.7%                    | 116.4%                    | 40.7%                     | 9.5%                      | -34.9%                    | -25.0%                    | -                         | -5.83%                    | -                         |
|   | Feb-00           | 487.0                   | 238.4%                  | 142.2%                  | 92.9%                     | 99.0%                     | 29.3%                     | 0.7%                      | -40.2%                    | -31.0%                    | -13.41%                   | -                         | -                         |
|   | Mar-00           | 530.0                   | 268.3%                  | 163.6%                  | 109.9%                    | 116.6%                    | 40.8%                     | 9.6%                      | -34.9%                    | -24.9%                    | -5.76%                    | -                         | -                         |
|   | Apr-00           | 552.7                   | 284.1%                  | 174.8%                  | 118.9%                    | 125.9%                    | 46.8%                     | 14.3%                     | -32.1%                    | -21.7%                    | -1.72%                    | -                         | -                         |
|   | May-00           | 563.2                   | 291.4%                  | 180.1%                  | 123.0%                    | 130.2%                    | 49.6%                     | 16.5%                     | -30.8%                    | -20.2%                    | 0.14%                     | -                         | -                         |
|   | Jun-00           | 571.7                   | 297.3%                  | 184.3%                  | 126.4%                    | 133.6%                    | 51.8%                     | 18.2%                     | -29.8%                    | -19.0%                    | 1.65%                     | -                         | -                         |
|   | Jul-00           | 606.3                   | 321.3%                  | 201.5%                  | 140.1%                    | 147.8%                    | 61.0%                     | 25.4%                     | -25.5%                    | -14.1%                    | 7.81%                     | -                         | -                         |
|   | Aug-00           | 654.3                   | 354.7%                  | 225.4%                  | 159.1%                    | 167.4%                    | 73.8%                     | 35.3%                     | -19.6%                    | -7.3%                     | 16.34%                    | -                         | -                         |
|   | Sep-00           | 718.3                   | 399.2%                  | 257.2%                  | 184.5%                    | 193.5%                    | 90.8%                     | 48.5%                     | -11.8%                    | 1.8%                      | 27.72%                    | -                         | -                         |
|   | Oct-00           | 739.0                   | 413.6%                  | 267.5%                  | 192.7%                    | 202.0%                    | 96.3%                     | 52.8%                     | -9.2%                     | 4.7%                      | 31.40%                    | -                         | -                         |
|   | Nov-00           | 751.1                   | 422.0%                  | 273.5%                  | 197.5%                    | 206.9%                    | 99.5%                     | 55.3%                     | -7.7%                     | 6.4%                      | 33.55%                    | -                         | -                         |
|   | Dec-00           | 874.3                   | 507.6%                  | 334.8%                  | 246.3%                    | 257.3%                    | 132.2%                    | 80.8%                     | 7.4%                      | 23.9%                     | 55.46%                    | -                         | -                         |
| 2001                                    | Jan-01           | 825.1                   | 473.4%                  | 310.3%                  | 226.8%                    | 237.2%                    | 119.2%                    | 70.6%                     | 1.4%                      | 16.9%                     | 46.71%                    | -5.63%                    | -                         |
|   | Feb-01           | 850.7                   | 491.2%                  | 323.0%                  | 236.9%                    | 247.7%                    | 125.9%                    | 75.9%                     | 4.5%                      | 20.5%                     | 51.26%                    | -2.70%                    | -                         |
|   | Mar-01           | 885.2                   | 515.1%                  | 340.2%                  | 250.6%                    | 261.7%                    | 135.1%                    | 83.0%                     | 8.7%                      | 25.4%                     | 57.39%                    | 1.24%                     | -                         |
|   | Apr-01           | 875.3                   | 508.3%                  | 335.3%                  | 246.7%                    | 257.7%                    | 132.5%                    | 81.0%                     | 7.5%                      | 24.0%                     | 55.64%                    | 0.11%                     | -                         |
|   | May-01           | 919.5                   | 539.0%                  | 357.2%                  | 264.2%                    | 275.8%                    | 144.2%                    | 90.1%                     | 12.9%                     | 30.3%                     | 63.50%                    | 5.17%                     | -                         |
|   | Jun-01           | 964.5                   | 570.3%                  | 379.6%                  | 282.0%                    | 294.2%                    | 156.2%                    | 99.4%                     | 18.5%                     | 36.6%                     | 71.50%                    | 10.32%                    | -                         |
|   | Jul-01           | 1020.9                  | 609.5%                  | 407.7%                  | 304.3%                    | 317.2%                    | 171.2%                    | 111.1%                    | 25.4%                     | 44.6%                     | 81.53%                    | 16.77%                    | -                         |
|   | Aug-01           | 960.4                   | 567.4%                  | 377.6%                  | 280.4%                    | 292.5%                    | 155.1%                    | 98.6%                     | 18.0%                     | 36.1%                     | 70.77%                    | 9.85%                     | -                         |
|   | Sep-01           | 953.9                   | 562.9%                  | 374.3%                  | 277.8%                    | 289.8%                    | 153.3%                    | 97.2%                     | 17.2%                     | 35.1%                     | 69.61%                    | 9.10%                     | -                         |
|   | Oct-01           | 851.6                   | 491.8%                  | 323.5%                  | 237.3%                    | 248.0%                    | 126.2%                    | 76.1%                     | 4.6%                      | 20.6%                     | 51.42%                    | -2.60%                    | -                         |
|   | Nov-01           | 915.7                   | 536.3%                  | 355.3%                  | 262.7%                    | 274.2%                    | 143.2%                    | 89.4%                     | 12.5%                     | 29.7%                     | 62.82%                    | 4.74%                     | -                         |
|   | Dec-01           | 918.2                   | 538.1%                  | 356.6%                  | 263.6%                    | 275.2%                    | 143.9%                    | 89.9%                     | 12.8%                     | 30.1%                     | 63.26%                    | 5.02%                     | -                         |
| 2002                                    | Jan-02           | 982.4                   | 582.7%                  | 388.5%                  | 289.1%                    | 301.5%                    | 160.9%                    | 103.1%                    | 20.7%                     | 39.2%                     | 74.68%                    | 12.36%                    | 6.99%                     |
|   | Feb-02           | 985.2                   | 584.6%                  | 389.9%                  | 290.2%                    | 302.6%                    | 161.7%                    | 103.7%                    | 21.0%                     | 39.6%                     | 75.18%                    | 12.68%                    | 7.30%                     |
|   | Mar-02           | 1006.7                  | 599.6%                  | 400.6%                  | 298.7%                    | 311.4%                    | 167.4%                    | 108.2%                    | 23.7%                     | 42.6%                     | 79.00%                    | 15.14%                    | 9.64%                     |
|   | Apr-02           | 1117.8                  | 676.8%                  | 455.8%                  | 342.7%                    | 356.8%                    | 196.9%                    | 131.1%                    | 37.3%                     | 58.4%                     | 98.76%                    | 27.85%                    | 21.74%                    |
|   | May-02           | 1150.1                  | 699.2%                  | 471.9%                  | 355.5%                    | 370.0%                    | 205.5%                    | 137.8%                    | 41.3%                     | 62.9%                     | 104.50%                   | 31.55%                    | 25.26%                    |
|   | Jun-02           | 1123.0                  | 680.4%                  | 458.4%                  | 344.8%                    | 358.9%                    | 198.3%                    | 132.2%                    | 37.9%                     | 59.1%                     | 99.68%                    | 28.45%                    | 22.30%                    |
|   | Jul-02           | 1079.6                  | 650.2%                  | 436.8%                  | 327.6%                    | 341.2%                    | 186.7%                    | 123.2%                    | 32.6%                     | 52.9%                     | 91.96%                    | 23.48%                    | 17.58%                    |
|   | Aug-02           | 1113.8                  | 674.0%                  | 453.9%                  | 341.1%                    | 355.2%                    | 195.8%                    | 130.3%                    | 36.8%                     | 57.8%                     | 98.04%                    | 27.39%                    | 21.30%                    |
|   | Sep-02           | 984.7                   | 584.3%                  | 389.7%                  | 290.0%                    | 302.4%                    | 161.5%                    | 103.6%                    | 21.0%                     | 39.5%                     | 75.09%                    | 12.63%                    | 7.24%                     |
|   | Oct-03           | 1060.5                  | 637.0%                  | 427.3%                  | 320.0%                    | 333.4%                    | 181.7%                    | 119.3%                    | 30.3%                     | 50.2%                     | 88.57%                    | 21.30%                    | 15.50%                    |
|   | Nov-02           | 1077.5                  | 648.8%                  | 435.8%                  | 326.7%                    | 340.3%                    | 186.2%                    | 122.8%                    | 32.4%                     | 52.6%                     | 91.59%                    | 23.24%                    | 17.35%                    |
|   | Dec-02           | 1079.9                  | 650.5%                  | 437.0%                  | 327.7%                    | 341.3%                    | 186.8%                    | 123.3%                    | 32.6%                     | 53.0%                     | 92.02%                    | 23.52%                    | 17.61%                    |
| 2003                                    | Jan-03           | 1070.3                  | 643.8%                  | 432.2%                  | 323.9%                    | 337.4%                    | 184.3%                    | 121.3%                    | 31.5%                     | 51.6%                     | 90.31%                    | 22.42%                    | 16.57%                    |
|   | Feb-03           | 1081.3                  | 651.4%                  | 437.7%                  | 328.2%                    | 341.9%                    | 187.2%                    | 123.6%                    | 32.8%                     | 53.2%                     | 92.27%                    | 23.68%                    | 17.76%                    |
|   | Mar-03           | 1106.3                  | 668.8%                  | 450.1%                  | 338.1%                    | 352.1%                    | 193.8%                    | 128.8%                    | 35.9%                     | 56.7%                     | 96.71%                    | 26.54%                    | 20.49%                    |
|   | Apr-03           | 1188.0                  | 725.6%                  | 490.8%                  | 370.5%                    | 385.5%                    | 215.5%                    | 145.7%                    | 45.9%                     | 68.3%                     | 111.24%                   | 35.88%                    | 29.38%                    |
|   | May-03           | 1223.7                  | 750.4%                  | 508.5%                  | 384.6%                    | 400.1%                    | 225.0%                    | 153.0%                    | 50.3%                     | 73.4%                     | 117.59%                   | 39.96%                    | 33.27%                    |
|   | Jun-03           | 1273.0                  | 784.6%                  | 533.0%                  | 404.2%                    | 420.2%                    | 238.1%                    | 163.2%                    | 56.4%                     | 80.3%                     | 126.35%                   | 45.60%                    | 38.64%                    |
|   | Jul-03           | 1292.7                  | 798.3%                  | 542.8%                  | 412.0%                    | 428.3%                    | 243.3%                    | 167.3%                    | 58.8%                     | 83.1%                     | 129.85%                   | 47.86%                    | 40.79%                    |
|   | Aug-03           | 1315.9                  | 814.5%                  | 554.4%                  | 421.1%                    | 437.8%                    | 249.5%                    | 172.1%                    | 61.6%                     | 86.4%                     | 133.98%                   | 50.51%                    | 43.31%                    |
|   | Sep-03           | 1292.2                  | 798.0%                  | 542.6%                  | 411.8%                    | 428.1%                    | 243.2%                    | 167.2%                    | 58.7%                     | 83.1%                     | 129.77%                   | 47.80%                    | 40.73%                    |

Source: SNL Securities

**FIGURE 48 - EQUITY INDICES**



Source: SNL Securities

As the preceding figures demonstrate, the SNL Thrift Index materially diverged from the S&P 500 and DJIA during the late 1998 to early 2000 period, reflecting the investment community’s apparent disfavor with thrift stocks during that time period. However, during 2000, 2001 and 2002, the SNL thrift index substantially outperformed the S&P and DJIA.

It is FinPro’s belief that as the economy strengthens so will the broader market. Historically, sector rotation occurs from defensive stocks, such as thrifts, to cyclical stocks during an economic recovery. This could negatively impact the performance of the thrift industry.

**FIGURE 49 - HISTORICAL MARKET INDICES**

| Date     | SNL     | S&P     | DJIA     |
|----------|---------|---------|----------|
| 06/30/94 | 269.6   | 444.3   | 3,625.0  |
| 12/30/94 | 244.7   | 459.3   | 3,834.4  |
| 06/30/95 | 313.5   | 544.8   | 4,556.1  |
| 12/29/95 | 376.5   | 615.9   | 5,117.1  |
| 06/28/96 | 387.2   | 670.6   | 5,654.6  |
| 12/31/96 | 483.6   | 740.7   | 6,448.3  |
| 06/30/97 | 624.5   | 885.2   | 7,672.8  |
| 12/30/97 | 814.1   | 970.4   | 7,908.3  |
| 06/30/98 | 833.5   | 1,133.8 | 8,952.0  |
| 12/31/98 | 705.9   | 1,229.2 | 9,181.4  |
| 06/30/99 | 695.6   | 1,372.7 | 10,970.8 |
| 12/31/99 | 562.4   | 1,469.3 | 11,497.1 |
| 06/30/00 | 571.7   | 1,457.0 | 10,614.1 |
| 12/31/00 | 874.3   | 1,320.0 | 10,788.0 |
| 06/30/01 | 964.5   | 1,224.4 | 10,502.4 |
| 12/31/01 | 918.2   | 1,137.1 | 9,894.8  |
| 06/28/02 | 1,123.0 | 989.8   | 9,243.3  |
| 12/31/02 | 1,079.9 | 879.4   | 8,341.6  |
| 06/30/03 | 1,273.0 | 974.5   | 8,985.4  |
| 09/11/03 | 1,292.2 | 1,016.4 | 9,459.8  |

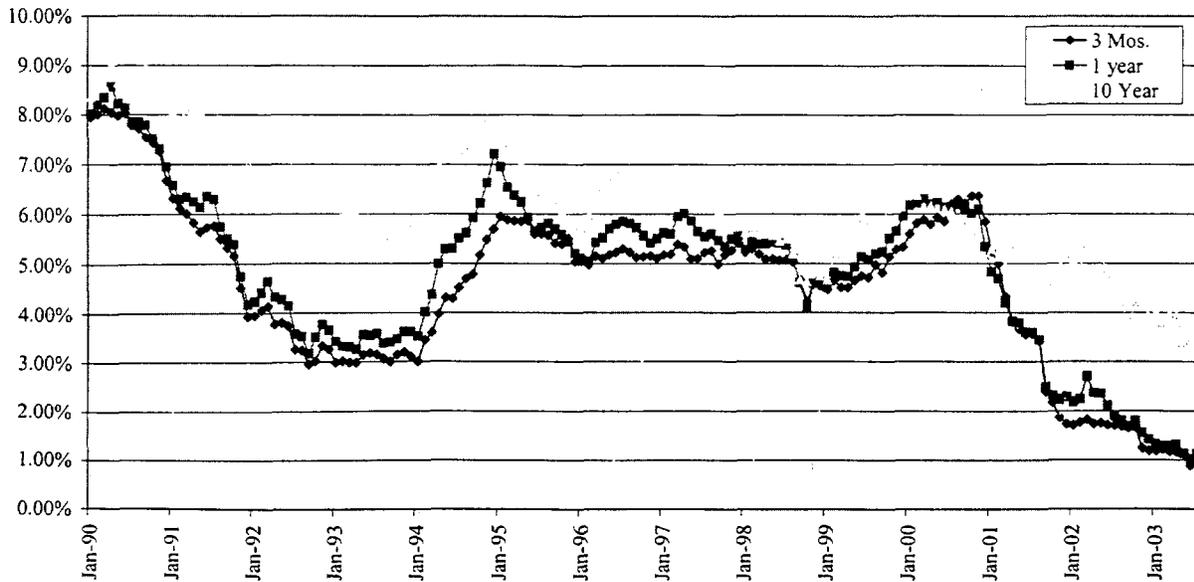
Source: SNL Securities

As Figures 46, 47, 48 and 49 illustrate, the performance of the SNL index was robust through 1994, 1995, 1996, 1997 and the first half of 1998. The dip in the index, occurring in late 1994, was the product of the interest rate rise during that period along with the overall uneasiness in the stock market in general. In August and October 1998, the indices experienced a dramatic drop in value. In 2001, the SNL Thrift Index rebounded due to the rapidly decreasing rate environment. The S&P 500 Index and the Dow Jones Industrial Average lost 22.66% and 15.70%, respectively, during 2002, however the SNL Thrift Index increased 17.61% over the same time period. During this timeframe, investor preference shifted from a growth to a value orientation. During 2003, the SNL Thrift Index continues to outperform, however, the gap has narrowed.

The increase in the SNL Thrift Index and the overall "hot" market for thrift stocks is embedded in the price multiples of the Comparable Group.

**FIGURE 50 - HISTORICAL RATES**

Historical Treasury Rates



Source: Federal Reserve Bank of New York

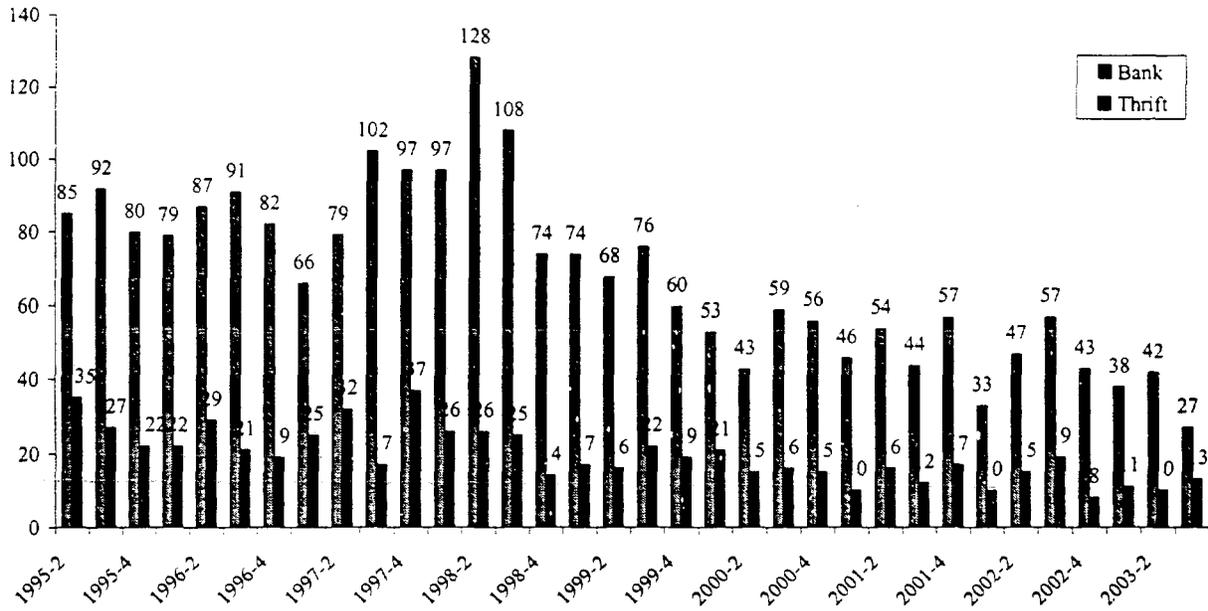
As the Figures 48 and 50 demonstrate, the rate rise in late 1994 correlates closely to the fall in thrift prices. The drop in rates in 1995 was one of the primary drivers of the rapid rise in the SNL Thrift Index. Likewise the drop in interest rates during 2001, lead to rising thrift values while the broader market declined. Rates are at the low point in the cycle however, and the economic news points toward an economic recovery, however, job data is still weak. Historically, financial stocks outperform in a falling rate environment and underperform in a rising rate environment.

No adjustment is warranted for this factor as the market levels are incorporated in the Comparable pricing levels.

**ACQUISITION MARKET**

The following chart illustrates that acquisitions have dwindled. Lower acquisition pricing multiples reduced the incentive for potential targets to sell during 2000 and 2001. The pool of potential targets has declined since the mid-1990's.

**FIGURE 51 - DEALS FOR LAST THIRTY THREE QUARTERS**



Source: SNL Securities

In general, deal multiples have declined between 1999 and 2000. However, multiples have trended upward during 2001 and 2002. Between 2002 and 2003 YTD, the price to earnings multiple declined while the price to tangible book and core deposit premium increase.

**FIGURE 52 - DEAL MULTIPLES**

| <b>Median Price to LTM Earnings</b>         | <b>1999</b> | <b>2000</b> | <b>2001</b> | <b>2002</b> | <b>2003 YTD</b> |
|---|-------------|-------------|-------------|-------------|-----------------|
| Thrifts - Nationwide                        | 24.0        | 20.0        | 28.0        | 25.9        | 19.9            |
| Thrifts - Mid Atlantic                      | 27.6        | 27.5        | 26.8        | 52.4        | 32.6            |
| Thrifts - Deal Values \$100 - \$500 Million | 24.0        | 16.0        | 17.7        | 19.1        | 18.8            |
| <b>Average Price to Book</b>                | <b>1999</b> | <b>2000</b> | <b>2001</b> | <b>2002</b> | <b>2003 YTD</b> |
| Thrifts - Nationwide                        | 185.3       | 142.5       | 160.8       | 161.8       | 180.6           |
| Thrifts - Mid Atlantic                      | 166.3       | 140.7       | 174.2       | 184.9       | 205.1           |
| Thrifts - Deal Values \$100 - \$500 Million | 294.1       | 155.6       | 178.3       | 225.4       | 209.0           |
| <b>Average Price to Tangible Book</b>       | <b>1999</b> | <b>2000</b> | <b>2001</b> | <b>2002</b> | <b>2003 YTD</b> |
| Thrifts - Nationwide                        | 191.5       | 148.8       | 166.2       | 169.3       | 193.0           |
| Thrifts - Mid Atlantic                      | 179.1       | 152.5       | 194.1       | 199.4       | 213.6           |
| Thrifts - Deal Values \$100 - \$500 Million | 314.9       | 162.0       | 188.0       | 236.0       | 237.9           |
| <b>Median Core Deposit Premium</b>          | <b>1999</b> | <b>2000</b> | <b>2001</b> | <b>2002</b> | <b>2003 YTD</b> |
| Thrifts - Nationwide                        | 11.4        | 7.5         | 7.0         | 8.6         | 11.8            |
| Thrifts - Mid Atlantic                      | 11.5        | 7.4         | 6.8         | 11.4        | 20.4            |
| Thrifts - Deal Values \$100 - \$500 Million | 32.0        | 8.9         | 11.5        | 19.4        | 17.7            |

Source: SNL Securities

Five thrift acquisitions have occurred in New Jersey since January 1, 2001. One of the deals was a mutual merger and three were "remutualizations".

**FIGURE 53 -NEW JERSEY THRIFT DEALS SINCE ANNOUNCED AFTER 2000**

| Buyer Name                      | Target Name                   | Target State | Announced  | Deal Value      | Price/ LTM EPS | Price/ Book   | Price/ Tang Book | Franch Prem/ Core Deposits |
|---------------------------------|-------------------------------|--------------|------------|-----------------|----------------|---------------|------------------|----------------------------|
|                                 |                               |              |            | Announced (\$M) | Announced (x)  | Announced (%) | Announced (%)    | Announced (%)              |
| Kearny, MHC                     | Pulaski Bancorp. Inc. (MHC)   | NJ           | 01/10/2002 | 27.5            | NM             | 253.27        | 253.27           | 23.60                      |
| Kearny, MHC                     | West Essex Bancorp Inc.,(MHC) | NJ           | 09/11/2002 | 72.2            | 52.39          | 334.60        | 356.71           | 60.83                      |
| NSB Holding Corp.               | Liberty Bancorp. Inc. (MHC)   | NJ           | 05/16/2002 | 34.6            | NM             | 276.62        | 276.62           | 25.15                      |
| Oritani Financial Corp., M.H.C. | Hamilton Bancorp. MHC         | NJ           | 10/18/2001 | NA              | NA             | NA            | NA               | NA                         |
| Pacific Mutual Holding Company  | College Savings Bank          | NJ           | 10/17/2001 | NA              | NA             | NA            | NA               | NA                         |

The OTS is currently enforcing the three-year prohibition on mergers following a mutual-to-stock conversion. The Comparable Group has been screened to eliminate stocks with speculation included in their pricing, however, some general market speculation persists. This factor was adjusted for in the "Recent Regulatory" section. Therefore, no adjustment is warranted for this factor.

|  |
|--|
| <p style="text-align: center;"><b>ADJUSTMENTS TO VALUE IN<br/>RELATION TO THE COMPARABLE<br/>GROUP</b></p> |
|--|

Overall, FinPro believes that the Bank pro forma market value should be discounted relative to the Comparable Group, reflecting the following adjustments.

| <u>Key Valuation Parameters</u>             | <u>Valuation Adjustment</u> |
|---|-----------------------------|
| Balance Sheet Strength                      | No Adjustment               |
| Asset Quality                               | Upward                      |
| Profitability                               | Downward                    |
| Earnings Quality                            | Slight Upward               |
| Dividends                                   | No Adjustment               |
| Liquidity of the Issue/Size of the Offering | Upward                      |
| Recent Regulatory Matters                   | Downward                    |
| Market for Seasoned Thrift Stocks           | No Adjustment               |
| Acquisition Market                          | No Adjustment               |

## 5. Other Factors

|                   |
|-------------------|
| <b>MANAGEMENT</b> |
|-------------------|

The Bank has developed a good management team with considerable banking experience. The Bank's organizational chart is reasonable for an institution of its size and complexity. The Board is active and oversees and advises on all key strategic and policy decisions and holds the management to high performance standards.

As such, no adjustment appears to be warranted for this factor.

|                    |
|--------------------|
| <b>MARKET AREA</b> |
|--------------------|

The market area that an institution serves has a significant impact on value, as future success is interrelated with the economic, demographic and competitive aspects of the market. The location of an institution will have an impact on the trading value of an institution, as many analysts compare the pricing of institutions relative to a state or regional multiples in investor presentations. Furthermore, many investors like to invest in organizations that can be easily followed through the local newspapers and “word-of-mouth”, and the sophistication and financial resources vary from state to state.

Specifics on the Bank’s markets were delineated in Section 2 - Market Area Analysis. The following figure compares the demographic data for the county serviced by the Bank, to the county data of the Comparable Group members.

**FIGURE 54 – COUNTY DEMOGRAPHIC DATA**

| Holding Company                | County       | Population               | Expected                          | Household                | Expected                 | Median                      | Exp. Med.                   | Per Capita     | Per Capita     |
|--------------------------------|--------------|--------------------------|-----------------------------------|--------------------------|--------------------------|-----------------------------|-----------------------------|----------------|----------------|
|                                |              | Growth<br>1990 -<br>2002 | Population<br>Growth<br>2002-2007 | Growth<br>1990 -<br>2002 | Growth<br>2002 -<br>2007 | Household<br>Income<br>2002 | Household<br>Income<br>2007 | Income<br>2002 | Income<br>2007 |
| Central Bancorp Inc.           | Middlesex    | 5.29%                    | 1.42%                             | 9.03%                    | 2.58%                    | 76,242                      | 94,126                      | 37,824         | 47,589         |
| GA Financial Inc.              | Allegheny    | -5.41%                   | -3.25%                            | -1.54%                   | -1.82%                   | 44,914                      | 52,739                      | 26,504         | 32,511         |
| Hingham Instit. for Savings    | Norfolk      | 5.97%                    | 1.31%                             | 10.23%                   | 2.65%                    | 74,496                      | 89,476                      | 36,972         | 45,329         |
| Hingham Instit. for Savings    | Plymouth     | 10.01%                   | 3.29%                             | 14.67%                   | 4.76%                    | 62,545                      | 71,847                      | 27,825         | 33,534         |
| LSB Corp.                      | Essex        | 8.97%                    | 2.55%                             | 10.94%                   | 3.28%                    | 62,494                      | 74,111                      | 30,850         | 37,835         |
| PHSB Financial Corp.           | Beaver       | -3.85%                   | -3.09%                            | 0.10%                    | -1.60%                   | 38,964                      | 45,318                      | 20,810         | 25,700         |
| PHSB Financial Corp.           | Lawrence     | -2.85%                   | -2.63%                            | 1.38%                    | -1.20%                   | 31,836                      | 35,684                      | 17,280         | 20,371         |
| TF Financial Corp.             | Bucks        | 11.67%                   | 3.15%                             | 16.81%                   | 4.77%                    | 68,045                      | 79,649                      | 31,350         | 38,080         |
| TF Financial Corp.             | Mercer       | 9.60%                    | 4.09%                             | 9.82%                    | 4.75%                    | 69,514                      | 84,249                      | 33,721         | 41,601         |
| TF Financial Corp.             | Philadelphia | -5.59%                   | -3.27%                            | -3.10%                   | -2.28%                   | 36,357                      | 40,886                      | 18,946         | 22,172         |
| Warwick Community Bancorp      | Bergen       | 8.12%                    | 2.47%                             | 8.14%                    | 2.56%                    | 77,373                      | 90,710                      | 39,459         | 46,989         |
| Warwick Community Bancorp      | Orange       | 12.18%                   | 3.18%                             | 14.59%                   | 3.80%                    | 56,473                      | 63,009                      | 23,578         | 27,456         |
| Warwick Community Bancorp      | Putnam       | 16.43%                   | 5.17%                             | 19.42%                   | 6.50%                    | 79,068                      | 90,237                      | 32,653         | 38,404         |
| Willow Grove Bncp Inc.         | Bucks        | 11.67%                   | 3.15%                             | 16.81%                   | 4.77%                    | 68,045                      | 79,649                      | 31,350         | 38,080         |
| Willow Grove Bncp Inc.         | Montgomery   | 11.65%                   | 2.78%                             | 13.55%                   | 3.49%                    | 69,011                      | 80,950                      | 36,484         | 43,712         |
| Willow Grove Bncp Inc.         | Philadelphia | -5.59%                   | -3.27%                            | -3.10%                   | -2.28%                   | 36,357                      | 40,886                      | 18,946         | 22,172         |
| Woronoco Bancorp Inc.          | Hampden      | -0.20%                   | -0.34%                            | 3.45%                    | 0.79%                    | 42,411                      | 46,619                      | 21,350         | 24,684         |
| Woronoco Bancorp Inc.          | Hampshire    | 4.19%                    | 1.05%                             | 13.29%                   | 3.60%                    | 47,472                      | 53,177                      | 22,971         | 27,057         |
| WVS Financial Corp.            | Allegheny    | -5.41%                   | -3.25%                            | -1.54%                   | -1.82%                   | 44,914                      | 52,739                      | 26,504         | 32,511         |
| WVS Financial Corp.            | Butler       | 16.42%                   | 4.47%                             | 21.84%                   | 6.27%                    | 44,644                      | 51,000                      | 21,847         | 26,536         |
| <b>Comparable Group Median</b> |              | <b>7.04%</b>             | <b>1.94%</b>                      | <b>10.03%</b>            | <b>2.97%</b>             | <b>59,484</b>               | <b>67,428</b>               | <b>27,165</b>  | <b>33,023</b>  |
| Clifton Savings Bank, S.L.A.   | Passaic      | 8.37%                    | 1.68%                             | 5.57%                    | 0.78%                    | 56,617                      | 63,709                      | 24,306         | 28,035         |
| Clifton Savings Bank, S.L.A.   | Bergen       | 8.12%                    | 2.47%                             | 8.14%                    | 2.56%                    | 77,373                      | 90,710                      | 39,459         | 46,989         |
| Clifton Savings Bank, S.L.A.   | Median       | 8.25%                    | 2.08%                             | 6.86%                    | 1.67%                    | 66,995                      | 77,210                      | 31,883         | 37,512         |

Source: SNL Securities, FinPro calculations

Passaic County's population has grown faster than the Comparable Group's markets and has a higher level of income than the Comparable Group's markets. Bergen County's population has grown faster than the Comparable Group's markets, and has a higher level of income than the Comparable Group's markets.

The following figure displays the recent performance of each of the Bank's and the Comparable Group's branches on a county level.

**FIGURE 55 – BRANCH PERFORMANCE BY COUNTY**

| Holding Company                            | County       | Number of Branches | Avg. Branch Size | Amount of Deposit Growth |               | Percentage of Deposit Growth |                |                |                |                |                |
|--|--------------|--------------------|------------------|--------------------------|---------------|------------------------------|----------------|----------------|----------------|----------------|----------------|
|  |              |                    |                  | 06/98 - 06/02            | 06/98 - 06/02 | 06/02                        | 06/01          | 06/00          | 06/99          | 06/98          |                |
| Central Bancorp Inc.                       | Middlesex    | 9                  | 30.417           | (7,097)                  | -2.53%        | 273,757                      | 287,437        | 269,524        | 270,330        | 280,854        |                |
| GA Financial Inc.                          | Allegheny    | 13                 | 40.367           | 66,974                   | 14.63%        | 524,771                      | 511,984        | 482,112        | 463,716        | 457,797        |                |
| Hingham Instit. for Savings                | Norfolk      | 2                  | 23,549           | 37,583                   | 394.99%       | 47,098                       | 39,596         | 32,975         | 15,442         | 9,515          |                |
| Hingham Instit. for Savings                | Plymouth     | 4                  | 52,475           | 48,519                   | 30.06%        | 209,900                      | 197,874        | 185,669        | 172,502        | 161,381        |                |
| LSB Corp.                                  | Essex        | 6                  | 46,467           | 21,112                   | 8.19%         | 278,800                      | 281,773        | 254,362        | 250,598        | 257,688        |                |
| PHSB Financial Corp.                       | Beaver       | 9                  | 22,103           | 40,241                   | 25.36%        | 198,924                      | 182,588        | 177,693        | 165,580        | 158,683        |                |
| PHSB Financial Corp.                       | Lawrence     | 1                  | 20,047           | 937                      | 4.90%         | 20,047                       | 19,616         | 19,810         | 20,425         | 19,110         |                |
| TF Financial Corp.                         | Bucks        | 5                  | 29,042           | 22,966                   | 18.79%        | 145,210                      | 120,851        | 130,264        | 125,200        | 122,244        |                |
| TF Financial Corp.                         | Mercer       | 3                  | 30,148           | (7,724)                  | -7.88%        | 90,444                       | 80,140         | 79,558         | 76,135         | 98,178         |                |
| TF Financial Corp.                         | Philadelphia | 5                  | 41,872           | (7,087)                  | -3.27%        | 209,362                      | 198,419        | 200,586        | 208,852        | 216,449        |                |
| Warwick Community Bancorp                  | Bergen       | 2                  | 17,370           | 34,739                   | NA            | 34,739                       | 29,220         | 10,300         | -              | -              |                |
| Warwick Community Bancorp                  | Orange       | 6                  | 64,001           | 131,160                  | 51.87%        | 384,006                      | 331,057        | 329,449        | 280,042        | 252,846        |                |
| Warwick Community Bancorp                  | Putnam       | 1                  | 49,834           | (6,444)                  | -11.45%       | 49,834                       | 46,339         | 53,671         | 58,883         | 56,278         |                |
| Willow Grove Bncp Inc.                     | Bucks        | 4                  | 20,622           | 23,873                   | 40.73%        | 82,488                       | 74,891         | 70,262         | 64,427         | 58,615         |                |
| Willow Grove Bncp Inc.                     | Montgomery   | 7                  | 56,260           | 79,141                   | 25.15%        | 393,819                      | 380,375        | 357,710        | 353,256        | 314,678        |                |
| Willow Grove Bncp Inc.                     | Philadelphia | 2                  | 27,344           | 9,628                    | 21.37%        | 54,688                       | 43,057         | 25,461         | 42,468         | 45,060         |                |
| Woronoco Bancorp Inc.                      | Hampden      | 7                  | 47,743           | 122,351                  | 57.75%        | 334,199                      | 283,156        | 271,802        | 246,679        | 211,848        |                |
| Woronoco Bancorp Inc.                      | Hampshire    | 2                  | 18,231           | (421)                    | -1.14%        | 36,461                       | 35,548         | 38,389         | 38,662         | 36,882         |                |
| WVS Financial Corp.                        | Allegheny    | 4                  | 39,234           | 8,456                    | 5.70%         | 156,935                      | 158,903        | 152,219        | 151,257        | 148,479        |                |
| WVS Financial Corp.                        | Butler       | 2                  | 13,475           | 1,729                    | 6.85%         | 26,950                       | 25,914         | 25,541         | 25,253         | 25,221         |                |
| <b>Comparable Group Median</b>             |              |                    | <b>30,283</b>    | <b>22,939</b>            | <b>14.63%</b> | <b>151,073</b>               | <b>139,877</b> | <b>141,242</b> | <b>138,229</b> | <b>135,362</b> |                |
| Clifton Savings Bank, S.L.A.               | Passaic      | 6                  | 65,485           | 66,448                   | 20.35%        | 392,910                      | 363,976        | 349,890        | 353,079        | 326,462        |                |
| Clifton Savings Bank, S.L.A.               | Bergen       | 2                  | 40,072           | 17,286                   | 27.50%        | 80,143                       | 73,540         | 68,174         | 67,671         | 62,857         |                |
| <b>Clifton Savings Bank, S.L.A. Median</b> |              |                    | <b>4</b>         | <b>52,779</b>            | <b>41,867</b> | <b>23.93%</b>                | <b>236,527</b> | <b>218,758</b> | <b>209,032</b> | <b>210,375</b> | <b>194,660</b> |

Source: SNL Securities, FinPro calculations

The Bank has a larger average branch size than the Comparable Group.

The following figure illustrates that, according to the New Jersey and the regional medians, fully converted New Jersey thrifts trade in-line with the Northeast median price to LTM earnings and at a slight discount on a price to LTM core earnings basis. New Jersey trades at a premium on a price to tangible book basis.

**FIGURE 56 – NEW JERSEY RELATIVE TO THE REGION**

| Ticker            | Short Name                                | Current Stock Price (\$) | Current Market Value (\$M) | Current Price in Relation to |              |             |                  |                |                         |            |
|-------------------|---|--------------------------|----------------------------|------------------------------|--------------|-------------|------------------|----------------|-------------------------|------------|
|                   |   |                          |                            | Earnings (x)                 | Core EPS (x) | LTM EPS (x) | LTM Core EPS (x) | Book Value (%) | Tangible Book Value (%) | Assets (%) |
| <b>New Jersey</b> |   |                          |                            |                              |              |             |                  |                |                         |            |
| FMCO              | FMS Financial Corporation                 | 18.18                    | 117.83                     | 22.73                        | 25.25        | 17.65       | 17.48            | 196.33         | 200.44                  | 9.97       |
| OCFC              | OceanFirst Financial Corp.                | 25.62                    | 348.78                     | 16.86                        | 16.86        | 16.86       | 17.08            | 258.79         | 261.70                  | 19.81      |
| PBCI              | Pamrapo Bancorp, Inc.                     | 20.40                    | 101.50                     | 14.17                        | 14.17        | 14.78       | 15.45            | 205.85         | 205.85                  | 15.93      |
| PFSB              | PennFed Financial Services, Inc.          | 29.18                    | 199.53                     | 21.46                        | 15.52        | 15.95       | 14.89            | 167.60         | 172.26                  | 11.01      |
| PFS               | Provident Financial Services, Inc.        | 20.52                    | 1,262.77                   | 34.20                        | 30.18        | NA          | NA               | 144.61         | 148.37                  | 30.17      |
|                   | <b>New Jersey Fully Converted Average</b> |                          | 406.08                     | 21.88                        | 20.40        | 16.31       | 16.23            | 194.64         | 197.72                  | 17.38      |
|                   | <b>New Jersey Fully Converted Median</b>  |                          | 199.53                     | 21.46                        | 16.86        | 16.41       | 16.27            | 196.33         | 200.44                  | 15.93      |
|                   | <b>Northeast Fully Converted Average</b>  |                          | 581.43                     | 18.59                        | 19.35        | 19.75       | 18.19            | 173.34         | 199.16                  | 14.80      |
|                   | <b>Northeast Fully Converted Median</b>   |                          | 134.73                     | 14.99                        | 16.76        | 15.95       | 16.58            | 159.42         | 172.26                  | 13.41      |

Source: SNL Securities, FinPro calculations

Based on the strength of the Bank's markets, a moderate upward adjustment is warranted for the market area.

**SUBSCRIPTION INTEREST**

The appreciation of both thrift stocks and the U.S. equity market in general, through the first half of 1998, shifted a significant level of attention to the market for initial public offerings ("IPO's"). Thrift IPO's received a greater amount of attention due to the price "pops" of standard conversions. With the market downturn of latter 1998, the number of thrift conversions and subsequent interest in thrift conversions declined through 2000.

This drop in interest created a corresponding drop in conversion pricing in order to entice interest in the thrift IPO's. During 1996, rates increased slightly and then remained stable, fueling the rise in the conversion prices. 1997 saw a continuation of this trend, with the median IPO pricing at 71.1%, 71.4%, 73.0%, and 77.2% of book value for the first, second, third, and fourth quarters of 1997, respectively. Pricing peaked during 1998 with 78.4%, 76.0%, 77.8%, and 63.4% of book value in the first, second, third, and fourth quarters of that year, respectively. The pro forma price to book multiples started to decline during 1999 and the first, second, and fourth quarters of 1999 were 69.58%, 62.45%, and 56.46%, respectively (there were no institutions that began trading in the third quarter). Pricing multiples also fell through the second quarter in 2000. Multiple began to rise in the third quarter of 2000 and continued to rise through 2002. As the median pro forma price to book multiples for the first, second, third and fourth quarters of 2002 were 62.46%, 66.30%, 71.22% and 72.04%, respectively. The multiples for 2003 were off slightly, however, there have been only four completed standard conversions.

FIGURE 57 - STANDARD CONVERSION PRO FORMA PRICING MULTIPLES

| Ticker   | Short Name                        | IPO Date   | IPO Price (\$) | Gross Proceeds (\$mm) | Conversion Assets (\$mm) | Pre-Forma Total Equity (\$mm) | Price to Pre-Forma       |                          |                        |                    |
|----------|-----------------------------------|------------|----------------|-----------------------|--------------------------|-------------------------------|--------------------------|--------------------------|------------------------|--------------------|
|          |                                   |            |                |                       |                          |                               | Pre-Forma Book Value (%) | Pre-Forma Tang. Book (%) | Pre-Forma Earnings (x) | Adjusted Asset (x) |
| CFBC     | Community First Bancorp. Inc      | 06/27/2003 | 10.0000        | 2,777                 | 29,966                   | 4,130                         | 67.24                    | 67.24                    | NA                     | 8.5                |
| RFBK     | Ranigou First Bank, SB            | 04/02/2003 | 10.0000        | 1,910                 | 30,563                   | 3,267                         | 58.46                    | 58.46                    | NA                     | 5.9                |
| Q1'03    | Average                           |            |                |                       |                          |                               | 62.85                    | 62.85                    | NA                     | 7.20               |
|          | Median                            |            |                |                       |                          |                               | 62.85                    | 62.85                    | NA                     | 7.20               |
| PFS      | Provident Financial Services, Inc | 01/16/2003 | 10.0000        | 596,183               | 3,066,277                | 826,469                       | 72.14                    | 74.17                    | 17.50                  | 16.3               |
| CCFC     | CCSB Financial Corp               | 01/09/2003 | 10.0000        | 9,787                 | 77,572                   | 14,570                        | 67.17                    | 67.17                    | 94.20                  | 11.2               |
| Q1'03    | Average                           |            |                |                       |                          |                               | 69.66                    | 70.67                    | 55.85                  | 13.75              |
|          | Median                            |            |                |                       |                          |                               | 69.66                    | 70.67                    | 55.85                  | 13.75              |
| 2003 YTD | Average                           |            |                |                       |                          |                               | 66.25                    | 66.76                    | 55.85                  | 10.48              |
|          | Median                            |            |                |                       |                          |                               | 67.21                    | 67.21                    | 55.85                  | 9.85               |
| ALFC     | Atlantic Liberty Financial Corp   | 10/23/2002 | 10.0000        | 17,110                | 124,044                  | 23,096                        | 74.08                    | 74.08                    | 14.60                  | 12.1               |
| TONE     | TierOne Corporation               | 10/03/2002 | 10.0000        | 220,751               | 1,543,512                | 315,372                       | 70.00                    | 70.00                    | 12.70                  | 12.5               |
| Q4'02    | Average                           |            |                |                       |                          |                               | 72.04                    | 72.04                    | 13.65                  | 13.30              |
|          | Median                            |            |                |                       |                          |                               | 72.04                    | 72.04                    | 13.65                  | 12.30              |
| MCBF     | Monarch Community Bancorp. Inc    | 08/30/2002 | 10.0000        | 23,144                | 172,658                  | 34,972                        | 66.18                    | 66.18                    | 41.50                  | 11.8               |
| FPFB     | First PacTrust Bancorp. Inc       | 08/23/2002 | 12.0000        | 63,480                | 349,349                  | 83,253                        | 76.25                    | 76.25                    | 28.20                  | 15.4               |
| Q3'01    | Average                           |            |                |                       |                          |                               | 71.22                    | 71.22                    | 34.85                  | 13.60              |
|          | Median                            |            |                |                       |                          |                               | 71.22                    | 71.22                    | 34.85                  | 13.60              |
| RSVB     | Reserve Bancorp. Inc              | 04/08/2002 | 10.0000        | 7,575                 | 44,855                   | 11,426                        | 66.30                    | 66.30                    | 17.30                  | 14.4               |
| Q2'02    | Average                           |            |                |                       |                          |                               | 66.30                    | 66.30                    | 17.30                  | 14.40              |
|          | Median                            |            |                |                       |                          |                               | 66.30                    | 66.30                    | 17.30                  | 14.40              |
| HRGB     | Heritage Bancshares, Inc          | 02/26/2002 | 10.0000        | 4,915                 | 40,351                   | 7,869                         | 62.46                    | 62.46                    | 11.60                  | 10.9               |
| Q1'02    | Average                           |            |                |                       |                          |                               | 62.46                    | 62.46                    | 11.60                  | 10.90              |
|          | Median                            |            |                |                       |                          |                               | 62.46                    | 62.46                    | 11.60                  | 10.90              |
| 2002     | Average                           |            |                |                       |                          |                               | 69.21                    | 69.21                    | 20.98                  | 12.85              |
|          | Median                            |            |                |                       |                          |                               | 68.15                    | 68.15                    | 15.95                  | 12.30              |
| AFBA     | Allied First Bancorp. Inc.        | 12/31/2001 | 10.0000        | 6,094                 | 82,195                   | 9,525                         | 63.98                    | 63.98                    | 7.50                   | 6.9                |
| CSFC     | City Savings Financial Corp       | 12/28/2001 | 10.0000        | 5,555                 | 66,253                   | 9,517                         | 58.37                    | 58.37                    | 9.10                   | 7.7                |
| PBNC     | PFS Bancorp. Inc                  | 10/12/2001 | 10.0000        | 15,209                | 113,387                  | 26,475                        | 57.45                    | 57.45                    | 16.20                  | 11.8               |
| Q4'01    | Average                           |            |                |                       |                          |                               | 59.93                    | 59.93                    | 10.93                  | 8.80               |
|          | Median                            |            |                |                       |                          |                               | 58.37                    | 58.37                    | 9.10                   | 7.70               |
| GLBP     | Globe Bancorp. Inc                | 07/10/2001 | 10.0000        | 3,042                 | 24,797                   | 5,625                         | 54.08                    | 54.08                    | 26.60                  | 10.9               |
| Q3'01    | Average                           |            |                |                       |                          |                               | 54.08                    | 54.08                    | 26.60                  | 10.90              |
|          | Median                            |            |                |                       |                          |                               | 54.08                    | 54.08                    | 26.60                  | 10.90              |
| BAFI     | BancAffiliated, Inc.              | 06/01/2001 | 10.0000        | 2,645                 | 28,031                   | 4,415                         | 59.91                    | 59.91                    | 11.30                  | 8.6                |
| CTSL     | Chesterfield Financial Corp       | 05/02/2001 | 10.0000        | 43,047                | 305,480                  | 71,863                        | 59.90                    | 60.47                    | 11.00                  | 12.4               |
| FBTC     | First BancTrust Corporation       | 04/19/2001 | 10.0000        | 15,209                | 170,466                  | 25,599                        | 59.41                    | 59.41                    | 10.40                  | 8.2                |
| Q2'01    | Average                           |            |                |                       |                          |                               | 59.74                    | 59.93                    | 10.90                  | 9.73               |
|          | Median                            |            |                |                       |                          |                               | 59.90                    | 59.91                    | 11.00                  | 8.60               |
| BUCS     | BUCS Financial Corp               | 03/15/2001 | 10.0000        | 4,051                 | 70,370                   | 8,942                         | 45.30                    | 45.30                    | 13.40                  | 5.4                |
| CTZN     | Citizens First Bancorp. Inc       | 03/07/2001 | 10.0000        | 88,211                | 741,570                  | 137,363                       | 64.22                    | 64.22                    | 9.60                   | 10.6               |
| Q1'01    | Average                           |            |                |                       |                          |                               | 54.76                    | 54.76                    | 11.50                  | 8.00               |
|          | Median                            |            |                |                       |                          |                               | 54.76                    | 54.76                    | 11.50                  | 8.00               |
| 2001     | Average                           |            |                |                       |                          |                               | 58.07                    | 58.13                    | 11.79                  | 9.17               |
|          | Median                            |            |                |                       |                          |                               | 59.41                    | 59.41                    | 11.00                  | 8.60               |
| LWFH     | Lawrence Financial Holdings, Inc  | 12/29/2000 | 10.0000        | 7,758                 | 113,865                  | 14,369                        | 53.99                    | 53.99                    | 9.20                   | 6.4                |
| Q4'00    | Average                           |            |                |                       |                          |                               | 53.99                    | 53.99                    | 9.20                   | 6.40               |
|          | Median                            |            |                |                       |                          |                               | 53.99                    | 53.99                    | 9.20                   | 6.40               |
| FFBI     | First Federal Bancshares, Inc     | 09/08/2000 | 10.0000        | 22,425                | 213,187                  | 42,776                        | 52.42                    | 52.42                    | 10.70                  | 9.5                |
| DFBS     | DutchFork Bancshares, Inc         | 07/06/2000 | 10.0000        | 15,606                | 211,151                  | 29,613                        | 52.70                    | 52.70                    | 10.40                  | 6.9                |
| Q3'00    | Average                           |            |                |                       |                          |                               | 52.56                    | 52.56                    | 10.55                  | 8.20               |
|          | Median                            |            |                |                       |                          |                               | 52.56                    | 52.56                    | 10.55                  | 8.20               |
| BHL      | Berkshire Hills Bancorp. Inc      | 06/28/2000 | 10.0000        | 71,050                | 841,651                  | 147,702                       | 48.10                    | 48.10                    | 9.50                   | 7.8                |
| Q2'00    | Average                           |            |                |                       |                          |                               | 48.10                    | 48.10                    | 9.50                   | 7.80               |
|          | Median                            |            |                |                       |                          |                               | 48.10                    | 48.10                    | 9.50                   | 7.80               |
| PCBI     | Peoples Community Bancorp. Inc.   | 03/30/2000 | 10.0000        | 11,900                | 90,299                   | 30,457                        | 39.07                    | 39.07                    | 13.80                  | 11.6               |
| SBMC     | Connecticut Bancshares, Inc       | 03/02/2000 | 10.0000        | 104,000               | 1,108,287                | 199,044                       | 52.25                    | 52.25                    | 9.70                   | 8.6                |
| Q1'00    | Average                           |            |                |                       |                          |                               | 45.66                    | 45.66                    | 11.75                  | 10.10              |
|          | Median                            |            |                |                       |                          |                               | 45.66                    | 45.66                    | 11.75                  | 10.10              |
| 2000     | Average                           |            |                |                       |                          |                               | 49.76                    | 49.76                    | 10.55                  | 8.47               |
|          | Median                            |            |                |                       |                          |                               | 52.34                    | 52.34                    | 10.05                  | 8.20               |

Source: SNL Securities and FinPro calculations

Despite the rise in multiples between 2000 and 2003, the first day pop rose over that time period.

**FIGURE 58 – AFTER MARKET PERFORMANCE**

| Ticker   | Short Name                         | IPO Date   | IPO Price (\$) | Percent Change from IPO |                  |                   |                    | To date (%) | Current Stock Price 9/11/2003 |
|----------|------------------------------------|------------|----------------|-------------------------|------------------|-------------------|--------------------|-------------|-------------------------------|
|          |                                    |            |                | After 1 Day (%)         | After 1 Week (%) | After 1 Month (%) | After 3 Months (%) |             |                               |
| CFBC     | Community First Bancorp. Inc.      | 06/17/2003 | 10.0000        | 20.00                   | 20.30            | 20.50             | NA                 | 22.00       | 12.20                         |
| RFBK     | Rantoul First Bank, SB             | 04/02/2003 | 10.0000        | 15.10                   | 20.00            | 23.50             | 28.00              | 26.60       | 12.66                         |
| Q2'03    | Average                            |            |                | 20.00                   | 20.30            | 20.50             | 28.00              | 22.00       | 12.15                         |
|          | Median                             |            |                | 20.00                   | 20.30            | 20.50             | 28.00              | 22.00       | 12.75                         |
| PFS      | Provident Financial Services, Inc. | 01/16/2003 | 10.0000        | 55.00                   | 55.20            | 51.50             | 61.10              | 105.20      | 20.52                         |
| CCFC     | CCSB Financial Corp.               | 01/09/2003 | 10.0000        | 20.00                   | 23.10            | 25.00             | 25.00              | 33.00       | 13.30                         |
| Q1'03    | Average                            |            |                | 37.50                   | 39.15            | 38.25             | 43.05              | 69.10       | 16.91                         |
|          | Median                             |            |                | 37.50                   | 39.15            | 38.25             | 43.05              | 69.10       | 16.91                         |
| 2003 YTD | Average                            |            |                | 27.53                   | 29.65            | 30.13             | 38.03              | 46.70       | 14.67                         |
|          | Median                             |            |                | 20.00                   | 21.70            | 24.25             | 28.00              | 29.80       | 12.98                         |
| ALFC     | Atlantic Liberty Financial Corp.   | 10/23/2002 | 10.0000        | 30.20                   | 31.60            | 33.30             | 40.00              | 80.00       | 18.0000                       |
| TONC     | TierOne Corporation                | 10/02/2002 | 10.0000        | 40.00                   | 37.00            | 39.20             | 51.60              | 123.60      | 22.3600                       |
| Q4'02    | Average                            |            |                | 35.10                   | 34.30            | 36.25             | 45.80              | 101.80      | 20.18                         |
|          | Median                             |            |                | 35.10                   | 34.30            | 36.25             | 45.80              | 101.80      | 20.18                         |
| MCFB     | Monarch Community Bancorp. Inc.    | 08/30/2002 | 10.0000        | 16.80                   | 14.00            | 1.10              | 14.10              | 49.10       | 14.9100                       |
| FPTB     | First PacTrust Bancorp. Inc.       | 08/23/2002 | 12.0000        | 18.58                   | 21.50            | 18.75             | 28.33              | 67.92       | 20.1500                       |
| Q3'02    | Average                            |            |                | 17.69                   | 17.75            | 9.93              | 21.22              | 58.51       | 17.53                         |
|          | Median                             |            |                | 17.69                   | 17.75            | 9.93              | 21.22              | 58.51       | 17.53                         |
| RSVB     | Reserve Bancorp. Inc.              | 04/08/2002 | 10.0000        | 25.00                   | 28.00            | 29.00             | 29.00              | 65.50       | 16.5500                       |
| Q2'02    | Average                            |            |                | 25.00                   | 28.00            | 29.00             | 29.00              | 65.50       | 16.55                         |
|          | Median                             |            |                | 25.00                   | 28.00            | 29.00             | 29.00              | 65.50       | 16.55                         |
| HRGB     | Heritage Bancshares, Inc.          | 02/26/2002 | 10.0000        | 20.50                   | 17.50            | 15.10             | 22.00              | 31.00       | 13.1000                       |
| Q1'02    | Average                            |            |                | 20.50                   | 17.50            | 15.10             | 22.00              | 31.00       | 13.10                         |
|          | Median                             |            |                | 20.50                   | 17.50            | 15.10             | 22.00              | 31.00       | 13.10                         |
| 2002     | Average                            |            |                | 25.18                   | 24.93            | 22.74             | 30.84              | 69.52       | 17.51                         |
|          | Median                             |            |                | 22.75                   | 24.75            | 23.88             | 28.67              | 66.71       | 17.28                         |
| AFBA     | Allied First Bancorp. Inc.         | 12/31/2001 | 10.0000        | 19.00                   | 18.50            | 19.20             | 21.00              | 40.00       | 14.0000                       |
| CSFC     | City Savings Financial Corp.       | 12/28/2001 | 10.0000        | 22.00                   | 22.50            | 27.50             | 40.00              | 115.00      | 21.5000                       |
| PBNC     | PFS Bancorp. Inc.                  | 10/12/2001 | 10.0000        | 21.50                   | 24.50            | 24.50             | 36.10              | 76.10       | 17.6100                       |
| Q4'01    | Average                            |            |                | 20.83                   | 21.83            | 23.73             | 32.37              | 77.03       | 17.70                         |
|          | Median                             |            |                | 21.50                   | 22.50            | 24.50             | 36.10              | 76.10       | 17.61                         |
| GLBP     | Globe Bancorp. Inc.                | 07/10/2001 | 10.0000        | 13.12                   | 10.60            | 11.00             | 8.50               | 80.00       | 18.0000                       |
| Q3'01    | Average                            |            |                | 13.12                   | 10.60            | 11.00             | 8.50               | 80.00       | 18.00                         |
|          | Median                             |            |                | 13.12                   | 10.60            | 11.00             | 8.50               | 80.00       | 18.00                         |
| BAFI     | BancAffiliated, Inc.               | 06/01/2001 | 10.0000        | 0.00                    | 0.00             | 7.50              | 7.50               | 87.50       | 18.7500                       |
| CFSL     | Chesterfield Financial Corp.       | 05/02/2001 | 10.0000        | 36.50                   | 39.90            | 43.50             | 57.00              | 125.50      | 22.5500                       |
| FBTC     | First BancTrust Corporation        | 04/19/2001 | 10.0000        | 13.20                   | 12.90            | 21.10             | 31.00              | 133.10      | 23.3100                       |
| Q2'01    | Average                            |            |                | 16.57                   | 17.60            | 24.03             | 31.83              | 115.37      | 21.54                         |
|          | Median                             |            |                | 13.20                   | 12.90            | 21.10             | 31.00              | 125.50      | 22.55                         |
| BUCS     | BUCS Financial Corp.               | 03/15/2001 | 10.0000        | 30.00                   | 36.25            | 36.88             | 52.50              | 126.50      | 22.6500                       |
| CTZN     | Citizens First Bancorp. Inc.       | 03/07/2001 | 10.0000        | 38.13                   | 35.00            | 32.50             | 50.60              | 107.50      | 20.7500                       |
| Q1'01    | Average                            |            |                | 34.07                   | 35.63            | 34.69             | 51.55              | 117.00      | 21.70                         |
|          | Median                             |            |                | 34.07                   | 35.63            | 34.69             | 51.55              | 117.00      | 21.70                         |
| 2001     | Average                            |            |                | 21.49                   | 22.24            | 24.85             | 33.80              | 99.02       | 19.90                         |
|          | Median                             |            |                | 21.50                   | 22.50            | 24.50             | 36.10              | 107.50      | 20.75                         |
| LWFH     | Lawrence Financial Holdings, Inc.  | 12/29/2000 | 10.0000        | 10.00                   | 10.94            | 12.50             | 15.00              | 128.00      | 22.8000                       |
| Q4'00    | Average                            |            |                | 10.00                   | 10.94            | 12.50             | 15.00              | 128.00      | 22.80                         |
|          | Median                             |            |                | 10.00                   | 10.94            | 12.50             | 15.00              | 128.00      | 22.80                         |
| FFBI     | First Federal Bancshares, Inc.     | 09/28/2000 | 10.0000        | 26.88                   | 27.50            | 26.88             | 33.75              | 220.00      | 32.0000                       |
| DFBS     | DutchFork Bancshares, Inc.         | 07/06/2000 | 10.0000        | 0.00                    | 0.00             | 3.13              | 21.88              | 259.00      | 35.9000                       |
| Q3'00    | Average                            |            |                | 13.44                   | 13.75            | 15.01             | 27.82              | 239.50      | 33.95                         |
|          | Median                             |            |                | 13.44                   | 13.75            | 15.01             | 27.82              | 239.50      | 33.95                         |
| BHL      | Berkshire Hills Bancorp. Inc.      | 06/28/2000 | 10.0000        | 23.13                   | 26.25            | 28.13             | 41.25              | 219.20      | 31.92                         |
| Q2'00    | Average                            |            |                | 23.13                   | 26.25            | 28.13             | 41.25              | 219.20      | 31.92                         |
|          | Median                             |            |                | 23.13                   | 26.25            | 28.13             | 41.25              | 219.20      | 31.92                         |
| PCBI     | Peoples Community Bancorp. Inc.    | 03/30/2000 | 10.0000        | 14.38                   | 14.38            | 5.63              | 5.00               | 115.51      | 21.5510                       |
| SBMC     | Connecticut Bancshares, Inc.       | 03/02/2000 | 10.0000        | 2.50                    | -0.63            | 8.13              | 37.50              | 412.30      | 51.2300                       |
| Q1'00    | Average                            |            |                | 8.44                    | 6.88             | 6.88              | 21.25              | 263.91      | 36.39                         |
|          | Median                             |            |                | 8.44                    | 6.88             | 6.88              | 21.25              | 263.91      | 36.39                         |
| 2000     | Average                            |            |                | 12.82                   | 13.07            | 14.07             | 25.73              | 211.99      | 32.57                         |
|          | Median                             |            |                | 12.19                   | 12.66            | 10.32             | 27.82              | 219.20      | 31.96                         |

Source: SNL Securities and FinPro calculations

Based on the above, an upward adjustment for subscription interest is warranted at this time.

**ADJUSTMENTS TO VALUE IN  
RELATION TO OTHER FACTORS**

| <u>Key Valuation Parameters</u> | <u>Valuation Adjustment</u> |
|---------------------------------|-----------------------------|
| Management                      | No Adjustment               |
| Market Area                     | Moderate Upward             |
| Subscription Interest           | Upward                      |

## 6. Valuation

In applying the accepted valuation methodology promulgated by the regulators, i.e., the pro forma market value approach, four key pricing multiples were considered. The four multiples include:

Price to core earnings ("P/E")

Price to tangible book value ("P/TB")

Price to book value ("P/B")

Price to assets ("P/A")

All of the approaches were calculated on a pro forma basis including the effects of the conversion proceeds. All of the assumptions utilized are presented in Exhibit 11.

|  |
|--|
| <b>DISCUSSION OF WEIGHT GIVEN TO<br/>VALUATION MULTIPLES</b> |
|--|

To ascertain the pro forma estimated market value of the Bank, the market multiples for the Comparable Group were utilized. As a secondary check, all New Jersey public thrifts, all publicly traded thrifts and the recent (2000 to date) and historical standard conversions were assessed. The multiples for the Comparable Group, all publicly traded thrifts, and New Jersey publicly traded thrifts are shown in Exhibit 8.

Price to Earnings – According to the OTS Appraisal Guidelines: “When both the converting institution and the comparable companies are recording “normal” earnings. A P/E approach may be the simplest and most direct method of valuation. When earnings are low or negative, however, this approach may not be appropriate and the greater consideration should be given to the P/BV approach.” In this particular case, the Bank’s earnings are “normal” and closely approximate historical levels dating back to 2000. As a basis for comparison, the price to core earnings was utilized for both the Bank and the Comparable Group to eliminate any nonrecurring items. As such, this approach is applicable, meaningful and appropriate in this appraisal.

Price to Book/Price to Tangible Book - According to the OTS Appraisal Guidelines: “The P/BV approach works best when the converting institution and the Comparables have a normal amount of book value. The P/BV approach could seriously understate the value of an institution that has almost no book value but has an outstanding future earnings potential. For converting institutions with high net worth, the appraiser may have difficulty in arriving at a pro forma market value because of pressure placed on the P/E multiple as higher P/BV levels are required to reflect a similar P/BV ratio as the peer group average. The P/BV approach also suffers from the use of historical cost accounting data.”

Since thrift earnings in general have had a high degree of volatility over the past decade, the P/B is utilized frequently as the benchmark for market value. A better approach is the P/TB approach. In general, investors tend to price financial institutions on a tangible book basis, because it incorporates the P/B approach adjusted for intangibles. Initially following conversion, FinPro feels that thrifts often trade on a price to tangible book basis. However, in this particular case, the Bank with a pro forma tangible equity to tangible assets ratio of 29.96% at the midpoint, does not have a normal level of tangible book value relative to the Comparable Group, with a tangible equity to tangible assets ratio of 9.24%.

Price to Assets - According to the OTS Appraisal Guidelines: “This approach remedies the problems of a small base that can occur with the P/BV approach, but the approach has many of the other limitations of the latter approach (the P/BV approach).” FinPro places little weight on this valuation approach due to the lack of consideration of asset and funding mixes and the resulting earnings impact.

In conclusion, in estimating the market value for the Bank, the most weight was placed on the P/TB approach followed closely by the P/E approach. The P/B was given much less weight and the P/A ratio was not given much weight at all.

**FULL OFFERING VALUE IN  
RELATION TO COMPARABLES**

Based upon the premiums and discounts defined in the section above, the Bank pricing at the midpoint for a full standard conversion is estimated to be \$170,000,000. Based upon a range below and above the midpoint value, the relative values are \$144,500,000 at the minimum and \$195,500,000 at the maximum, respectively. At the super maximum of the estimated value range, the offering value would be \$224,825,000.

At the various levels of the estimated value range, the full offering would result in the following offering data:

**FIGURE 59 - VALUE RANGE - FULL OFFERING**

| <u>Conclusion</u>          | <u>Total Shares</u><br><u>Shares</u> | <u>Price</u><br><u>Per Share</u> | <u>Total</u><br><u>Value</u> |
|----------------------------|--------------------------------------|----------------------------------|------------------------------|
| Appraised Value - Midpoint | 17,000,000                           | \$ 10.00                         | \$ 170,000,000               |
| Range:                     |                                      |                                  |                              |
| - Minimum                  | 14,450,000                           | 10.00                            | 144,500,000                  |
| - Maximum                  | 19,550,000                           | 10.00                            | 195,500,000                  |
| - Super Maximum            | 22,482,500                           | 10.00                            | 224,825,000                  |

Source: FinPro Inc. Pro Forma Model

This equates to the following multiples:

**FIGURE 60 - VALUE RANGE PRICING MULTIPLES**

|  | Bank | Comparables |         | State   |         | National |         |
|--|------|-------------|---------|---------|---------|----------|---------|
|  |      | Mean        | Median  | Mean    | Median  | Mean     | Median  |
| <u>Price-Core Earnings Ratio P/E</u>     | Min  | 25.00       |         |         |         |          |         |
|  | Mid  | 29.41       | 21.88   | 20.95   | 16.23   | 16.27    | 18.86   |
|  | Max  | 33.33       |         |         |         |          |         |
|  | Smax | 37.04       |         |         |         |          |         |
|  |      |             |         |         |         |          |         |
| <u>Price-to-Book Ratio P/B</u>           | Min  | 72.89%      |         |         |         |          |         |
|  | Mid  | 77.10%      | 145.69% | 139.17% | 194.64% | 196.33%  | 150.88% |
|  | Max  | 80.65%      |         |         |         |          |         |
|  | Smax | 83.89%      |         |         |         |          |         |
|  |      |             |         |         |         |          |         |
| <u>Price-to-Tangible Book Ratio P/TB</u> | Min  | 72.89%      |         |         |         |          |         |
|  | Mid  | 77.10%      | 148.55% | 141.06% | 197.72% | 200.44%  | 163.61% |
|  | Max  | 80.65%      |         |         |         |          |         |
|  | Smax | 83.89%      |         |         |         |          |         |
|  |      |             |         |         |         |          |         |
| <u>Price-to-Assets Ratio P/A</u>         | Min  | 20.26%      |         |         |         |          |         |
|  | Mid  | 23.11%      | 15.19%  | 15.62%  | 17.38%  | 15.93%   | 14.32%  |
|  | Max  | 25.80%      |         |         |         |          |         |
|  | Smax | 28.71%      |         |         |         |          |         |
|  |      |             |         |         |         |          |         |

Source: FinPro Inc. Pro Forma Model

**FIGURE 61 - COMPARABLE PRICING MULTIPLES TO THE BANK'S PRO FORMA MIDPOINT**

|  | Price Relative to |               |         |               |        |
|--|-------------------|---------------|---------|---------------|--------|
|  | Earnings          | Core Earnings | Book    | Tangible Book | Assets |
| The Bank (at midpoint) Full Conversion | 29.41             | 29.41         | 77.10%  | 77.10%        | 23.11% |
| Comparable Group Median                | 20.31             | 20.95         | 139.17% | 141.06%       | 15.62% |
| (Discount) Premium                     | 44.84%            | 40.42%        | -44.60% | -45.34%       | 48.00% |

Source: FinPro Calculations

As Figure 61 demonstrates, at the midpoint of the estimated valuation range the Bank is priced at a 40.42% premium to the Comparable median price to core earnings multiple. On a tangible book basis, the Bank is priced at a 45.34% discount. Although the price to tangible book discount appears high at 45.34%, it is greatly offset by the 40.42% premium on a price to core earnings basis. As such, FinPro feels it is fairly valued.

**FIGURE 62 - COMPARABLE PRICING MULTIPLES TO THE BANK'S PRO FORMA SUPER MAXIMUM**

|  | Price Relative to |               |         |               |        |
|--|-------------------|---------------|---------|---------------|--------|
|  | Earnings          | Core Earnings | Book    | Tangible Book | Assets |
| The Bank (at the supermax) Full Conversion | 37.04             | 37.04         | 83.89%  | 83.89%        | 28.71% |
| Comparable Group Median                    | 20.31             | 20.95         | 139.17% | 141.06%       | 15.62% |
| (Discount) Premium                         | 82.42%            | 76.84%        | -39.72% | -40.53%       | 83.86% |

Source: FinPro Calculations

As Figure 62 demonstrates, at the super maximum of the estimated valuation range the Bank is priced at a 76.84% premium to the Comparable median price to core earnings multiple. On a tangible book basis, the Bank is priced at a 40.53% discount. As it is likely that the conversion could close at the super maximum, FinPro had to consider that the price to core earnings premium of 76.84% was far greater than the price to tangible book discount of 40.53%.

FinPro recognizes that the discount to tangible book is high. However, due to the high pro forma capital levels relative to the Comparable Group and the regulatory prescribed offering structure, it is not possible to reach the ideal discount on a price to tangible book basis, without putting substantial pressure on the price to earnings ratio. Weighing these two approaches against each other, FinPro believes the valuation range is appropriate.

Taken in its entirety, FinPro believes that the discount relative to the Comparable Group on a book and tangible book basis is offset by the premium relative to the Comparable Group on an earnings basis.

|   |
|---|
| <b>COMPARISON TO RECENT AND<br/>HISTORICAL STANDARD<br/>CONVERSIONS</b> |
|---|

To verify and validate that the range created on a comparable basis is appropriate, FinPro compared the pricing of this deal relative to the other standard conversions. As shown below, the Bank will be priced at a significant premium to the other standard conversions on a tangible book basis.

**FIGURE 63 – PENDING STANDARD CONVERSION APPLICATIONS**

| Ticker | Thrift             | Holding Co.            | State | Type | Status          | At Supermaximum |       |
|--------|--------------------|------------------------|-------|------|-----------------|-----------------|-------|
|        |                    |                        |       |      |                 | Gross Proceeds  | P/TB  |
| RPFQ   | Rainier Pacific Bk | Rainier Pacific Finl   | WA    | STD  | In Subscription | 79,350          | 76.15 |
| CHEV   | Cheviot SB         | Cheviot Financial Corp | OH    | STD  | Application     | 33,172          | 76.01 |
| CSBK   | Clifton SB         | Clifton Savings Bncp   | NJ    | STD  | Application     | 224,825         | 83.89 |

Source: SNL Conversion Watch September 8, 2003, FinPro

This is further fortified when recognizing that this valuation is the highest priced full standard conversion ever on a price to tangible book basis. The following table illustrates all the standard conversions that went off above 80% of tangible book value. Note, none of the other highly priced institutions had a price to earnings multiple anywhere near the Bank's at either the midpoint or the super maximum.

**FIGURE 64 – HIGHEST PRICED STANDARD CONVERSIONS**

| Company Name                                 | IPO Date   | IPO Gross Proceeds<br>(\$000) | Price to Pro Forma |                      |
|--|------------|-------------------------------|--------------------|----------------------|
|  |            |                               | Earnings<br>(x)    | Tangible Book<br>(%) |
| First Federal Bancshares of Eau Claire, Inc. | 10/12/1994 | 72,162                        | 14.70              | 80.29                |
| Independence Community Bank Corp.            | 03/17/1998 | 704,109                       | 17.90              | 82.65                |
| NSS Bancorp, Inc.                            | 06/16/1994 | 24,267                        | NA                 | 81.85                |
| Southern Missouri Bancorp, Inc.              | 04/13/1994 | 17,854                        | 8.00               | 82.51                |
| Staten Island Bancorp, Inc.                  | 12/22/1997 | 515,775                       | 14.10              | 83.01                |
| Timberland Bancorp, Inc.                     | 01/13/1998 | 66,125                        | 10.50              | 81.54                |
| Maximum:                                     |            | 704,109                       | 17.90              | 83.01                |
| Minimum:                                     |            | 17,854                        | 8.00               | 80.29                |
| Average:                                     |            | 233,382                       | 13.04              | 81.98                |
| Median:                                      |            | 69,144                        | 14.10              | 82.18                |
| Clifton Savings Bancorp, Inc. (Supermax)     | NA         | 224,825                       | 37.04              | 83.89                |
| Clifton Savings Bancorp, Inc. (Midpoint)     | NA         | 170,000                       | 29.41              | 77.10                |

Source: SNL DataSource

As Figure 65 shows, those fully converted thrifts with high tangible equity ratios have low return on equity and trade at low price to book and tangible book multiples and high price to earnings multiples. On a pro forma basis, at the midpoint and super maximum of the range respectively, the Bank is priced at a 36.09% and 30.46% discount on a price to tangible book basis and is priced at a 17.45% and 47.92% premium on a price to core earnings basis.

**FIGURE 65 – HIGH TANGIBLE EQUITY ANALYSIS**

|                                    |  | For the most recent quarter            |                                |                          | Pricing data as of 9/11/93       |   |   |                         |
|------------------------------------|--|--|--------------------------------|--------------------------|----------------------------------|---|---|-------------------------|
| Ticker                             | Short Name                             | Tangible Equity/<br>Tang Assets<br>(%) | Return on<br>Avg Equity<br>(%) | Price/<br>LTM EPS<br>(x) | Price/<br>LTM<br>Core EPS<br>(x) | Price/<br>Publicly Rep<br>Book Value<br>(%) | Price/<br>Publicly Rep<br>Book Value<br>(%) | Price/<br>Assets<br>(%) |
| BRKL                               | Brookline Bancorp. Inc.                | 43.48                                  | 4.36                           | 49.65                    | NA                               | 144.24                                      | 144.24                                      | 62.70                   |
| PBNC                               | PFS Bancorp. Inc.                      | 22.43                                  | 2.99                           | 32.61                    | 32.02                            | 91.72                                       | 91.72                                       | 22.02                   |
| PFS                                | Provident Financial Services, Inc.     | 20.45                                  | 3.97                           | NA                       | NA                               | 144.61                                      | 148.37                                      | 30.17                   |
| CFSL                               | Chesterfield Financial Corp.           | 19.77                                  | 3.23                           | 29.29                    | 29.29                            | 119.31                                      | 120.14                                      | 23.71                   |
| GCFC                               | Central Federal Corporation            | 18.94                                  | 1.11                           | NM                       | 89.28                            | 116.60                                      | 116.60                                      | 22.09                   |
| ALFC                               | Atlantic Liberty Financial Corp        | 18.35                                  | 5.84                           | NA                       | NA                               | 120.64                                      | 120.64                                      | 22.14                   |
| KYF                                | Kentucky First Bancorp. Inc.           | 17.77                                  | 4.93                           | 23.82                    | 23.82                            | 161.16                                      | 161.16                                      | 27.37                   |
| CSBC                               | Citizens South Banking Corporation     | 17.70                                  | 4.72                           | 27.55                    | 27.55                            | 136.83                                      | 149.28                                      | 26.00                   |
| FNFG                               | First Niagara Financial Group, Inc.    | 17.68                                  | 5.08                           | 31.08                    | 31.73                            | 140.37                                      | 165.18                                      | 30.27                   |
| TSBK                               | Timberland Bancorp. Inc.               | 17.41                                  | 7.91                           | 13.92                    | 13.77                            | 133.17                                      | 133.17                                      | 23.18                   |
| FNFI                               | First Niles Financial, Inc.            | 17.29                                  | 5.66                           | 20.76                    | 23.43                            | 134.87                                      | 134.87                                      | 23.32                   |
| PEDE                               | Great Pee Dee Bancorp. Inc.            | 17.23                                  | 4.24                           | 19.41                    | 19.19                            | 113.25                                      | 118.96                                      | 20.32                   |
| MCBF                               | Monarch Community Bancorp. Inc.        | 17.17                                  | 0.39                           | NA                       | NA                               | 96.38                                       | 96.38                                       | 16.55                   |
| SRN                                | Southern Banc Company, Inc. (The)      | 16.89                                  | 3.39                           | 15.75                    | 21.28                            | 80.28                                       | 80.28                                       | 13.56                   |
| CRZY                               | Crazy Woman Creek Bancorp Incorporated | 16.83                                  | 3.12                           | 44.70                    | 32.07                            | 87.95                                       | 89.45                                       | 15.01                   |
| FSFF                               | First SecurityFed Financial, Inc.      | 16.70                                  | 10.29                          | 13.00                    | 13.00                            | 128.88                                      | 128.99                                      | 23.59                   |
| OTFC                               | Oregon Trail Financial Corp.           | 16.56                                  | 8.40                           | 15.34                    | 14.97                            | 121.18                                      | 121.30                                      | 20.54                   |
| FPTB                               | First PacTrust Bancorp, Inc.           | 16.28                                  | 4.69                           | NA                       | NA                               | 109.87                                      | 109.87                                      | 19.85                   |
| TONE                               | TierOne Corporation                    | 15.43                                  | 7.04                           | NA                       | NA                               | 143.33                                      | 143.33                                      | 22.12                   |
| SFFS                               | Sound Federal Bancorp, Inc.            | 15.32                                  | 4.97                           | 25.11                    | 25.11                            | 149.95                                      | 166.53                                      | 25.08                   |
| FBEI                               | First Bancorp of Indiana, Inc.         | 14.92                                  | 7.17                           | 19.44                    | 19.44                            | 108.48                                      | 116.68                                      | 17.21                   |
| PHSB                               | PHSB Financial Corp.                   | 14.76                                  | 5.64                           | 20.82                    | 25.04                            | 114.31                                      | 114.31                                      | 16.87                   |
| DFBS                               | DutchFork Bancshares, Inc.             | 14.69                                  | 16.38                          | 12.21                    | 30.68                            | 129.98                                      | 129.98                                      | 19.09                   |
| HLFC                               | Home Loan Financial Corporation        | 14.69                                  | 10.07                          | 13.51                    | 13.63                            | 124.44                                      | 124.44                                      | 18.28                   |
| CTZN                               | Citizens First Bancorp, Inc.           | 14.38                                  | 8.71                           | 12.81                    | NA                               | 114.77                                      | 114.77                                      | 16.49                   |
| GSLA                               | GS Financial Corp.                     | 14.26                                  | 0.08                           | 28.58                    | 171.45                           | 82.50                                       | 82.50                                       | 11.76                   |
| SFFC                               | StateFed Financial Corporation         | 14.12                                  | 6.86                           | 80.33                    | NA                               | 108.36                                      | 108.36                                      | 15.30                   |
| Overall Medians                    |  | 16.89                                  | 4.97                           | 20.82                    | 25.04                            | 120.64                                      | 120.64                                      | 22.02                   |
| The Bank (Pro forma midpoint)      |  | 29.96                                  | 2.46                           | 29.41                    | 29.41                            | 77.10                                       | 77.10                                       | 23.11                   |
| Premium/Discount                   |  | 77.38%                                 | -50.50%                        | 41.26%                   | 17.45%                           | -36.09%                                     | -36.09%                                     | 4.95%                   |
| Overall Medians                    |  | 16.89                                  | 4.97                           | 20.82                    | 25.04                            | 120.64                                      | 120.64                                      | 22.02                   |
| The Bank (Pro forma super maximum) |  | 34.22                                  | 2.09                           | 37.04                    | 37.04                            | 83.89                                       | 83.89                                       | 28.71                   |
| Premium/Discount                   |  | 102.61%                                | -57.95%                        | 77.91%                   | 47.92%                           | -30.46%                                     | -30.46%                                     | 30.38%                  |

Source: SNL DataSource

**VALUATION CONCLUSION**

Based on the pricing of the Bank relative to the Comparable Group on an earnings and book basis; a comparison to other current standard conversions; and a comparison to other high tangible equity full conversions, FinPro believes that the valuation range recommended is appropriate.

It is, therefore, our opinion that as of September 11, 2003, the estimated pro forma market value of the Bank, in a full offering, is \$170,000,000 at the midpoint of a range, with a minimum of \$144,500,000 to a maximum of \$195,500,000 at 15% below and 15% above the midpoint of the range respectively. Assuming an adjusted maximum value of 15% above the maximum value, the adjusted maximum value, or super maximum value, in a full offering is \$224,825,000. The stock will be issued at \$10.00 per share.

Pro forma comparisons of the Bank's value range with the Comparable Group, all public thrifts, and New Jersey public thrifts are shown in Exhibit 11.

## About the Firm

FinPro, Inc. was established in 1987 as a full service investment banking and management consulting firm specializing in providing advisory services to the Financial Institutions Industry. FinPro has performed work for the Federal Bankruptcy Court, Federal Deposit Insurance Corporation, Office of Thrift Supervision and the Resolution Trust Corporation. FinPro is recognized as an expert in banking and in loan analysis by the Federal Bankruptcy Court.

FinPro is independently owned, not associated or affiliated with any transaction oriented firm. This provides FinPro with an unbiased platform from which to make analytical recommendations. FinPro believes that a client deserves to be told of all the alternatives, along with their associated benefits and downsides and that a decision should be made on its merits. This uniquely positions FinPro as an objective third party willing to suggest the unpopular strategies, unlike its competitors who rely on a transaction to get paid.

FinPro is headquartered in Liberty Corner, New Jersey and has a branch office in Buffalo, New York.

FinPro principals are frequent speakers and presenters at financial institution trade association functions. In addition, FinPro has taught strategic planning to examiners from the FDIC, OTS and the New Jersey State Department of Banking and Insurance.

FinPro maintains a library of databases encompassing bank and thrift capital markets data, census data, branch deposit data, national peer data, market research data along with many other related topics. As such, FinPro can provide quick, current and precise analytical assessments based on timely data. In addition, FinPro's geographic mapping capabilities give it a unique capability to thematically illustrate multiple issues and to provide targeted marketing opportunities to its clients.

FinPro has also designed and built PC-based software programs to utilize as tools in its work. Examples include:

- A proprietary software program (LaRS ®) to perform loan review analytics.
- A duration based asset/liability model.
- A five year strategic planning, three year business planning, and one year budgetary model that completely simulates an entire institution.
- A branch and product profitability model.
- A market performance grid and branch improvement grid model.
- A criteria based market feasibility model.

Using systems such as these, FinPro provides state-of-the-art end products in all of its product and service areas.

### LISTING OF SERVICES

FinPro offers a full array of products and services including:

Asset/Liability Management

Capital Markets

- Corporate Finance
- Deposit Studies and Valuations
- Mergers and Acquisitions

Compliance

- Compliance Reviews

CRA Analysis and Improvement

Financial

- Balance Sheet Restructuring
- Earnings Improvement Studies

Loan Review

Market Feasibility Studies

- Market Studies and Market Area Evaluations
- Site Studies
- Branch Applications

Market Research

- Branch Acquisitions, Sales, Consolidations, Swaps and Applications
- Branch and Product Profitability
- Branch Network Evaluations
- Competitive Analysis and Positioning
- Customer Segmentation and Profiling

Operations

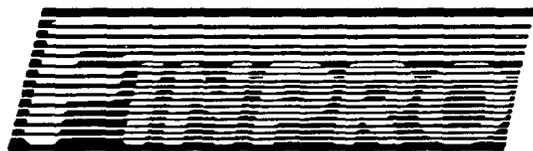
- Financial Reporting
- Operational and Systems Consulting

Planning

- Budgeting
- Segment Planning
- Strategic and Business Planning

Valuation

- Bank Appraisals and Fairness Opinions
- Bank Valuations and Franchise Value Enhancement



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## Exhibit 1

# About the Firm

Donald founded FinPro, Inc. in 1987 as a consulting and investment banking firm located in New Jersey that specializes in providing advisory services to the financial institutions industry.

Mr. Musso has a broad background in capital markets, bank valuations, enhancing franchise value, corporate finance, mergers and acquisitions, asset/liability management, strategic planning, market feasibility and differentiation, branch acquisition and sales, branch profitability, financial modeling and analysis, balance sheet restructuring, product and segment profitability, business development and project management. Besides his consulting experience, he has solid industry experience, having worked for two multi billion asset, east coast financial institutions.

Mr. Musso has provided expert testimony on financial institutions matters for the Federal Bankruptcy Court, the Office of Thrift Supervision and the United States Attorney's Office.

He is a frequent speaker on Financial Institution related topics and has assisted trade groups in various activities. Mr. Musso is also on the faculty of Stonier Graduate School of Banking, teaching Strategic Planning and Mergers and Acquisitions.

Prior to establishing FinPro, Donald had direct industry experience having managed the Corporate Planning and Mergers and Acquisitions departments for Meritor Financial Group, a \$20 billion institution in Philadelphia. Before that, he had responsibility for the banking, thrift and real estate consulting practice in the State of New Jersey for Deloitte Haskins & Sells. Donald began his career with Goldome Savings Bank.

Donald has a B.S. in Finance from Villanova University and a M.B.A. in Finance from Fairleigh Dickinson University.



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**Exhibit 2**  
**Clifton Savings Bank, S.L.A.**  
**Statements of Financial Condition**

| <u>ASSETS</u>   | <u>June 30</u>        | <u>March 31,</u>      |                       |
|---|-----------------------|-----------------------|-----------------------|
|   | <u>2003</u>           | <u>2003</u>           | <u>2002</u>           |
| Cash and due from banks                               | \$ 10,689,755         | \$ 11,256,351         | \$ 6,744,364          |
| Interest-bearing deposits in other banks              | 13,827,076            | 63,994,712            | 22,533,656            |
| Federal funds sold                                    | <u>1,000,000</u>      | <u>1,000,000</u>      | <u>25,750,000</u>     |
| Total cash and cash equivalents                       | 25,516,831            | 76,251,063            | 55,028,020            |
| Securities available for sale:                        |                       |                       |                       |
| Investment  | -                     | 5,011,200             | 1,014,060             |
| Mortgage-backed                                       | 234,550               | 264,306               | 376,899               |
| Securities held to maturity:                          |                       |                       |                       |
| Investment  | 150,865,415           | 120,862,150           | 110,255,208           |
| Mortgage-backed                                       | 197,627,882           | 145,223,848           | 113,868,766           |
| Loans receivable                                      |                       |                       |                       |
| loans receivable                                      | 2,000,453,913         | 215,159,332           | 251,360,891           |
| allowance for loan losses                             | 840,000               | 940,000               | 940,000               |
| net loans   | 199,613,913           | 214,219,332           | 251,020,891           |
| <br>  |                       |                       |                       |
| Premises and equipment                                | 7,108,193             | 6,536,424             | 5,177,756             |
| Federal Home Loan Bank of New York stock, at cost     | 5,639,400             | 3,382,900             | 3,382,900             |
| Interest receivable                                   | 2,927,771             | 3,010,902             | 3,193,203             |
| Other assets  | <u>1,678,616</u>      | <u>1,292,506</u>      | <u>599,407</u>        |
| Total assets  | <u>\$ 589,212,571</u> | <u>\$ 792,153,963</u> | <u>\$ 796,218,001</u> |
| <br>  |                       |                       |                       |
| <b><u>LIABILITIES AND RETAINED EARNINGS</u></b>       |                       |                       |                       |
| <u>Liabilities</u>                                    |                       |                       |                       |
| Deposits  | \$ 510,558,126        | \$ 497,495,227        | \$ 471,317,824        |
| Advance payments by borrowers for taxes and insurance | 2,643,346             | 2,671,468             | 2,856,487             |
| Other liabilities and accrued expenses                | <u>1,913,100</u>      | <u>2,868,312</u>      | <u>1,938,533</u>      |
| Total liabilities                                     | 515,114,572           | 503,035,007           | 476,112,844           |
| Commitments and contingencies                         | -                     | -                     | -                     |
| <u>Retained earnings</u>                              |                       |                       |                       |
| Retained earnings, substantially restricted           | 74,088,528            | 73,001,777            | 67,781,202            |
| Accumulated other comprehensive income                | <u>9,479</u>          | <u>17,847</u>         | <u>23,064</u>         |
| Total retained earnings                               | 74,097,999            | 73,019,624            | 67,804,266            |
| Total liabilities and retained earnings               | <u>\$ 589,212,571</u> | <u>\$ 576,054,631</u> | <u>\$ 543,917,110</u> |

**Exhibit 3**  
**Clifton Savings Bank, S.L.A.**  
**Statements of Income**

|   | Three months ended June 30. |                     | Year Ended March 31. |                     |                     |
|---|-----------------------------|---------------------|----------------------|---------------------|---------------------|
|   | 2003                        | 2002                | 2003                 | 2002                | 2001                |
| <b>Interest income:</b>                             |                             |                     |                      |                     |                     |
| Loans   | \$ 3,231,735                | \$ 4,332,208        | \$ 15,951,620        | \$ 16,951,158       | \$ 16,109,534       |
| Mortgage-backed securities                          | 1,969,881                   | 1,721,894           | 6,918,176            | 7,292,993           | 7,634,635           |
| Investment securities                               | 1,165,035                   | 1,365,204           | 5,612,364            | 5,768,489           | 6,912,243           |
| Other interest-earning assets                       | 171,062                     | 196,100             | 770,538              | 1,277,695           | 1,780,361           |
| Total interest income                               | <u>6,537,713</u>            | <u>7,615,406</u>    | <u>29,252,698</u>    | <u>31,290,335</u>   | <u>32,436,773</u>   |
| <b>Interest expense:</b>                            |                             |                     |                      |                     |                     |
| Deposits:   |                             |                     |                      |                     |                     |
| Savings   | 122,932                     | 142,291             | 563,117              | 619,552             | 731,075             |
| Time  | 473,813                     | 651,619             | 2,532,805            | 2,639,228           | 2,765,224           |
| Total interest expense                              | <u>2,459,009</u>            | <u>3,260,234</u>    | <u>11,760,192</u>    | <u>15,877,280</u>   | <u>16,740,969</u>   |
|   | <u>3,055,754</u>            | <u>4,054,144</u>    | <u>14,856,114</u>    | <u>19,136,060</u>   | <u>20,237,268</u>   |
| Net interest income                                 | 3,481,959                   | 3,561,262           | 14,396,584           | 12,154,275          | 12,199,505          |
| Provision for loan losses                           | <u>1,000,000</u>            | <u>-</u>            | <u>-</u>             | <u>55,000</u>       | <u>100,000</u>      |
| Net interest income after provision for loan losses | 3,587,959                   | 3,561,262           | 14,396,584           | 12,099,275          | 12,099,505          |
| <b>Noninterest income:</b>                          |                             |                     |                      |                     |                     |
| Fees and service charges                            | 62,357                      | 54,664              | 230,607              | 244,953             | 243,397             |
| Trading account (loss) income                       | -                           | -                   | -                    | (17,147)            | 65,390              |
| Miscellaneous                                       | <u>19,357</u>               | <u>16,996</u>       | <u>65,629</u>        | <u>55,917</u>       | <u>51,213</u>       |
| Total noninterest income                            | 75,749                      | 71,660              | 296,236              | 283,723             | 360,000             |
| <b>Noninterest expense:</b>                         |                             |                     |                      |                     |                     |
| Salaries and employee benefits                      | 946,035                     | 716,864             | 2,969,126            | 2,760,245           | 2,711,911           |
| Net occupancy expense of premises                   | 173,307                     | 129,354             | 582,307              | 547,809             | 531,443             |
| Equipment   | 188,630                     | 209,122             | 755,897              | 767,591             | 734,122             |
| Directors compensation                              | 127,064                     | 93,641              | 408,088              | 296,748             | 275,813             |
| Advertising   | 133,222                     | 50,127              | 252,629              | 183,411             | 164,537             |
| Federal insurance premium                           | 19,603                      | 20,239              | 80,595               | 80,618              | 85,082              |
| Miscellaneous                                       | <u>263,091</u>              | <u>209,998</u>      | <u>877,426</u>       | <u>841,277</u>      | <u>983,159</u>      |
| Total noninterest expenses                          | <u>1,850,952</u>            | <u>1,429,345</u>    | <u>5,926,068</u>     | <u>5,477,699</u>    | <u>5,486,067</u>    |
| Income before income taxes                          | 1,806,751                   | 2,203,577           | 8,766,752            | 6,905,299           | 6,973,438           |
| Income taxes  | <u>720,000</u>              | <u>802,222</u>      | <u>3,546,177</u>     | <u>2,476,314</u>    | <u>2,525,474</u>    |
| Net income  | <u>\$ 1,086,751</u>         | <u>\$ 1,401,577</u> | <u>\$ 5,220,575</u>  | <u>\$ 4,428,985</u> | <u>\$ 4,447,964</u> |

**Exhibit 4**  
**Clifton Savings Bank, S.L.A.**  
**OTS Docket # : 01997**  
**Reconciliation of the TFR Schedule SO and the Audited Income Statement**  
**For the Twelve Months Ended June 30, 2003**

| <u>Description</u>                     | <u>Net Income</u><br><u>(\$ in 000's)</u> |
|--|---|
| 09/30/02 TFR SO net income             | \$ 1,229                                  |
| 12/31/02 TFR SO net income             | 1,318                                     |
| 03/31/03 TFR SO net income             | 1,272                                     |
| 06/30/03 TFR SO net income             | 1,087                                     |
| Net income for 12 months ended 3/31/03 | \$ 4,906                                  |
| Financial Statements:                  |   |
| Net income for 12 Months ended 3/31/03 | \$ 4,906                                  |
| Variance                               | \$ -                                      |

**Exhibit 5**  
**Clifton Savings Bank, S.L.A.**  
**Statements of Retained Earnings**

|  | Retained<br>Earnings | Accumulated<br>Other<br>Comprehensive<br>Income<br>(Loss) | Total            |
|--|----------------------|---|------------------|
| Balance - March 31, 2000   | \$ 58,904,253        | \$ (895,283)  | \$ 58,008,970    |
| Net income   | 4,447,964            | -   | \$ 4,447,964     |
| Other comprehensive income:  |                      |   |                  |
| Unrealized gain on securities available for sale, net of<br>income taxes \$555,019           | -                    | 945,031   | 945,031          |
| Comprehensive income   |                      |   | <u>5,392,995</u> |
| Balance - March 31, 2001   | 63,352,217           | 49,748  | 63,401,965       |
| Net income   | 4,428,985            | -   | 4,428,985        |
| Other comprehensive income:  |                      |   |                  |
| Unrealized gain on securities available for sale, net of<br>income taxes \$15,672            | -                    | (26,684)  | (26,684)         |
| Comprehensive income   |                      |   | <u>4,402,301</u> |
| Balance - March 31, 2002   | 67,781,202           | 23,064  | 67,804,266       |
| Net income   | 5,220,575            | -   | 5,220,575        |
| Other comprehensive income:  |                      |   |                  |
| Unrealized gain on securities available for sale, net of<br>income taxes \$1,647             | -                    | (5,217)   | (5,217)          |
| Comprehensive income   |                      |   | <u>5,215,358</u> |
| Balance - March 31, 2003   | \$ 73,001,777        | \$ 17,847   | \$ 73,019,624    |
| Net Income (unaudited)   | 1,086,751            | -   | 1,086,751        |
| Other comprehensive income:  |                      |   |                  |
| Unrealized loss on securities available for sale, net of<br>income taxes \$5,585 (unaudited) | -                    | (8,376)   | (8,376)          |
| Comprehensive income   |                      |   | <u>1,078,375</u> |
| Balance - June 30, 2003 (unaudited)  | \$ 74,088,528        | \$ 9,471  | \$ 74,097,999    |

**Exhibit 6**  
**Clifton Savings Bank, S.L.A.**  
**Statements of Cash Flows**

|   | Three Months Ended June 30. |                   | Year Ended March 31. |                   |                   |
|---|-----------------------------|-------------------|----------------------|-------------------|-------------------|
|   | 2003                        | 2002              | 2003                 | 2002              | 2002              |
| <b>Cash flows from operating activities</b>                                       |                             |                   |                      |                   |                   |
| Net income  | \$ 1,086,751                | \$ 1,401,577      | \$ 5,220,575         | \$ 4,428,985      | \$ 4,447,964      |
| Adjustments to reconcile net income to net cash provided by operating activities: |                             |                   |                      |                   |                   |
| Depreciation and amortization of premises and equipment                           | 39,828                      | 75,087            | 349,509              | 394,730           | 372,244           |
| Amortization of premiums, accretion of discounts and fees, net                    | 77,922                      | (53,883)          | 9,000                | (94,823)          | (162,612)         |
| Loss on disposal of premises and equipment  | -                           | -                 | 354                  | -                 | 115,491           |
| Unrealized (gain) on trading account securities                                   | -                           | -                 | -                    | -                 | (81,400)          |
| Loss on sale of trading account securities  | -                           | -                 | -                    | -                 | 16,010            |
| Proceeds from sales of trading account securities                                 | -                           | -                 | -                    | -                 | 10,677,077        |
| Loss on call of trading account securities  | -                           | -                 | -                    | 17,147            | -                 |
| Proceeds from calls of trading account securities                                 | -                           | -                 | -                    | 997,703           | -                 |
| Provision for loan losses   | (100,000)                   | -                 | -                    | 55,000            | 100,000           |
| Gain on sale of foreclosed real estate  | -                           | -                 | (3,446)              | (320)             | (22,099)          |
| (Increase) decrease in interest receivable  | 83,131                      | 44,366            | 182,301              | (127,176)         | 297,933           |
| Deferred income taxes   | (98,088)                    | (132,380)         | (299,659)            | (213,373)         | (196,204)         |
| (Increase) in other assets  | (282,437)                   | 352,968           | (391,793)            | (32,894)          | (36,471)          |
| (Decrease) increase in accrued interest payable on deposits                       | (7,311)                     | (11,219)          | (15,290)             | (34,446)          | 5,235             |
| Increase in other liabilities   | (947,901)                   | (910,901)         | 945,069              | 29,751            | 179,862           |
| Net cash provided by operating activities   | (148,105)                   | 765,615           | 5,996,620            | 5,420,284         | 15,713,030        |
| <b>Cash flows from investing activities</b>                                       |                             |                   |                      |                   |                   |
| Proceeds from calls, maturities, and repayments of investment securities:         |                             |                   |                      |                   |                   |
| Available for sale  | 5,000,000                   | -                 | 6,000,000            | *****             | *****             |
| Held to maturity  | 30,000,000                  | 16,134,553        | *****                | *****             | *****             |
| Purchases of mortgage-backed securities held to maturity                          | (73,135,595)                | -                 | (78,579,142)         | (46,872,817)      | (4,943,838)       |
| Purchases of investment securities:   |                             |                   |                      |                   |                   |
| Held to maturity  | (60,000,000)                | (25,000,000)      | (102,998,437)        | (112,842,599)     | (36,000,000)      |
| Available for sale  | -                           | -                 | (10,000,000)         | -                 | -                 |
| Proceeds from principal repayments of mortgage-backed securities:                 |                             |                   |                      |                   |                   |
| Held to maturity  | 27,181                      | 30,637            | 109,371              | 125,258           | 2,692,261         |
| Available for sale  | 20,693,398                  | 7,239,192         | 47,114,075           | 38,154,554        | 25,679,359        |
| Net change in loans receivable  | -                           | (62,832)          | 36,774,569           | (22,002,231)      | (26,443,854)      |
| Additions to foreclosed real estate   | -                           | -                 | -                    | (4,695)           | -                 |
| Proceeds from sales of foreclosed real estate                                     | -                           | -                 | 66,278               | 172,954           | 138,115           |
| Purchases of premises and equipment   | (677,597)                   | (55,130)          | (1,708,531)          | (334,624)         | (873,773)         |
| Purchase of Federal Home Loan Bank of New York stock                              | (256,500)                   | -                 | -                    | (57,400)          | (107,100)         |
| Net cash (used in) provided by investing activities                               | (63,620,904)                | (7,030,169)       | (10,765,961)         | (39,735,233)      | 8,973,550         |
| <b>Cash flows from financing activities</b>                                       |                             |                   |                      |                   |                   |
| Net increase in deposits  | 13,062,899                  | 1,734,692         | 26,177,403           | 45,163,284        | 5,713,325         |
| (Decrease) increase in advance payments by borrowers for taxes and insurance      | (28,122)                    | 211,145           | (185,019)            | 216,225           | 180,460           |
| Net cash provided by financing activities   | 13,034,777                  | 1,945,837         | 25,992,384           | 45,379,509        | 5,893,785         |
| Net increase in cash and cash equivalents   | (50,734,232)                | (4,318,717)       | 21,223,043           | 11,064,560        | 30,580,365        |
| Cash and cash equivalents - beginning   | 76,251,063                  | 55,028,020        | 55,028,020           | 43,963,460        | 13,383,095        |
| <b>Cash and cash equivalents - ending</b>   | <b>25,516,831</b>           | <b>50,709,303</b> | <b>76,251,063</b>    | <b>55,028,020</b> | <b>43,963,460</b> |
| <b>Supplemental disclosure cash flow information</b>                              |                             |                   |                      |                   |                   |
| Cash paid during the period for:  |                             |                   |                      |                   |                   |
| Interest on deposits  | 3,063,065                   | 4,065,363         | 14,871,404           | 19,170,506        | 20,232,033        |
| Income taxes  | 1,745,000                   | 1,563,377         | 3,669,899            | 2,640,757         | 2,707,230         |
| Transfer of loans receivable to foreclosed real estate                            | -                           | 62,832            | 62,832               | -                 | 283,955           |

**Exhibit 7  
Selected Financial Data**

*Key Financial Data for the Most Recent Quarter*

| Ticker | Company Name                      | City          | State | Number of Offices | IPV Date   | Conversion Type | Total Assets (\$MM) | Total Deposits (%) | Total Assets (\$M) | Total Deposits (%) | Deposits/Assets (%) | Deposits/Assets (%) | Return on Assets (%) |
|--------|-----------------------------------|---------------|-------|-------------------|------------|-----------------|---------------------|--------------------|--------------------|--------------------|---------------------|---------------------|----------------------|
| CEBK   | Central Bancorp, Inc.             | Somerville    | MA    | 9                 | 10/24/1986 | Standard        | 478,057             | 129.99             | 78.00              | 60.00              | 60.00               | 30.21               |                      |
| GAF    | GA Financial, Inc.                | Pittsburgh    | PA    | 13                | 03/26/1996 | Standard        | 903,656             | 84.18              | 51.79              | 61.52              | 61.52               | 25.51               |                      |
| HIFS   | Hingham Institution for Savings   | Hingham       | MA    | 7                 | 12/20/1988 | Standard        | 459,806             | 127.08             | 75.43              | 59.35              | 59.35               | 31.55               |                      |
| LSBX   | LSB Corporation                   | North Andover | MA    | 6                 | 05/02/1986 | Standard        | 428,991             | 75.38              | 49.26              | 65.35              | 65.35               | 21.24               |                      |
| PHSB   | PHSB Financial Corp               | Beaver Falls  | PA    | 10                | 12/17/2001 | Second-Stage    | 320,797             | 68.55              | 46.62              | 68.01              | 68.01               | 16.48               |                      |
| THRD   | TF Financial Corporation          | Newtown       | PA    | 13                | 07/13/1994 | Standard        | 712,636             | 80.58              | 50.68              | 62.88              | 62.88               | 26.99               |                      |
| WGBC   | Willow Grove Bancorp, Inc.        | Maple Glen    | PA    | 13                | 04/04/2002 | Second-Stage    | 844,787             | 71.44              | 49.61              | 69.44              | 69.44               | 15.69               |                      |
| WRO    | Woroco Bancorp, Inc.              | Westfield     | MA    | 9                 | 03/19/1999 | Standard        | 806,766             | 116.36             | 60.33              | 51.84              | 51.84               | 37.52               |                      |
| WSBI   | Warwick Community Bancorp, Inc.   | Warwick       | NY    | 9                 | 12/23/1997 | Standard        | 827,842             | 77.62              | 46.89              | 60.41              | 60.41               | 28.18               |                      |
| WVFC   | WVS Financial Corp                | Pittsburgh    | PA    | 6                 | 11/29/1993 | Standard        | 368,242             | 66.97              | 30.01              | 44.81              | 44.81               | 44.24               |                      |
|        | Average                           |               |       |                   |            |                 | 614,538             | 89.82              | 53.86              | 60.36              | 60.36               | 27.76               |                      |
|        | Median                            |               |       |                   |            |                 | 595,347             | 79.10              | 50.15              | 60.97              | 60.97               | 27.59               |                      |
|        | Maximum                           |               |       |                   |            |                 | 903,656             | 129.99             | 78.00              | 69.44              | 69.44               | 44.24               |                      |
|        | Minimum                           |               |       |                   |            |                 | 320,797             | 66.97              | 30.01              | 44.81              | 44.81               | 15.69               |                      |
| TBD    | Clifton Savings Bancorp, Inc.     | Clifton       | NJ    | 10                |            | Standard        | 588,213             | 39.26              | 33.88              | 86.65              | 86.65               |                     |                      |
|        | Variance to the Comparable Median |               |       |                   |            |                 | (6,134)             | (39.84)            | (16.27)            | 25.89              | 25.89               | (27.59)             |                      |



**Exhibit 7  
Selected Financial Data**

| Ticker | Share Name                        | Income Statement for the Most Recent Quarter |                                  |                                     |  | Balance Sheet Growth as of the MRQ |                                      |                       |                               | Market Data as of the Most Recent Quarter |                             |                            |                                     | MRQ Longable<br>Publicly Rep<br>Book Value<br>(B) |
|--------|-----------------------------------|--|----------------------------------|-------------------------------------|--|------------------------------------|--------------------------------------|-----------------------|-------------------------------|---|-----------------------------|----------------------------|-------------------------------------|---|
|        |                                   | Yield on<br>Assets<br>(%)                    | Net<br>Interest<br>Spread<br>(%) | Net<br>Income/<br>Avg Assets<br>(%) | Noninterest<br>Expense/<br>Avg Assets<br>(%) | Assets<br>Growth<br>Rate<br>(%)    | Liabilities<br>Growth<br>Rate<br>(%) | Depend<br>Rate<br>(%) | MRQ<br>Market<br>Value<br>(B) | MRQ<br>Per Share<br>Price<br>(B)          | MRQ<br>High<br>Price<br>(B) | MRQ<br>Low<br>Price<br>(B) | MRQ<br>Revised<br>Book Value<br>(B) |   |
| CEBK   | Central Bancorp, Inc              | 6.07   | 3.37                             | 0.35                                | 2.51   | 0.71                               | -17.38                               | -1.53                 | 57.63                         | 34.6500                                   | 35.7390                     | 33.9000                    | 25.11                               | 23.77   |
| GAF    | GA Financial, Inc.                | 5.36   | 2.26                             | 0.31                                | 2.09   | 16.50                              | 5.94                                 | 13.16                 | 137.59                        | 27.1800                                   | 29.0500                     | 24.8500                    | 19.51                               | 19.49   |
| HIFS   | Hingham Institution for Savings   | 6.14   | 3.70                             | 0.31                                | 1.96   | 24.54                              | 16.10                                | -9.74                 | 81.77                         | 39.4900                                   | 40.0500                     | 34.7600                    | 19.06                               | 19.06   |
| LSBX   | LSB Corporation                   | 5.06   | 2.55                             | 0.35                                | 2.19   | -6.24                              | -26.97                               | 0.77                  | 71.43                         | 16.9800                                   | 17.5200                     | 13.6800                    | 12.70                               | 12.70   |
| PHSB   | PHSB Financial Corp               | 5.39   | 3.12                             | 0.33                                | 2.12   | -26.46                             | -43.44                               | -32.42                | 54.10                         | 18.5200                                   | 19.0800                     | 17.4900                    | 16.21                               | 16.21   |
| THRD   | TF Financial Corporation          | 4.80   | 2.81                             | 0.32                                | 2.02   | -4.21                              | -16.16                               | 1.23                  | 87.82                         | 31.3600                                   | 32.7500                     | 28.0600                    | 24.90                               | 23.04   |
| WGBC   | Willow Grove Bancorp, Inc.        | 5.22   | 2.47                             | 0.32                                | 2.42   | 7.42                               | -41.43                               | 15.02                 | 176.02                        | 16.8800                                   | 17.5000                     | 15.7000                    | 11.20                               | 11.10   |
| WRO    | Woromoco Bancorp, Inc.            | 5.50   | 3.09                             | 1.43                                | 3.09   | 40.87                              | 7.87                                 | 17.57                 | 100.94                        | 27.9500                                   | 29.6400                     | 25.7200                    | 21.52                               | 21.00   |
| WSBI   | Warwick Community Bancorp, Inc    | 5.14   | 2.34                             | 0.81                                | 2.24   | -1.69                              | -41.66                               | -17.58                | 135.26                        | 29.6700                                   | 30.4900                     | 28.0900                    | 16.94                               | 16.39   |
| WVFC   | WVS Financial Corp                | 4.82   | 3.32                             | 0.16                                | 1.00   | -39.19                             | -58.99                               | -2.04                 | 42.01                         | 16.5000                                   | 18.9100                     | 16.5000                    | 11.65                               | 11.65   |
|        | Average                           | 5.37   | 2.86                             | 0.46                                | 2.09   | 1.75                               | (21.81)                              | (1.56)                | 94.5                          | 25.94                                     | 27.05                       | 23.90                      | 17.88                               | 17.44   |
|        | Median                            | 5.31   | 2.81                             | 0.33                                | 2.16   | (0.35)                             | (22.18)                              | (0.38)                | 84.8                          | 27.67                                     | 29.35                       | 25.29                      | 18.00                               | 17.73   |
|        | Maximum                           | 6.14   | 3.32                             | 1.43                                | 2.51   | 40.87                              | 16.10                                | 17.57                 | 176.0                         | 39.49                                     | 40.05                       | 34.76                      | 25.11                               | 23.77   |
|        | Minimum                           | 4.80   | 2.44                             | 0.16                                | 1.00   | (39.19)                            | (58.99)                              | (32.42)               | 42.6                          | 16.50                                     | 17.25                       | 13.60                      | 11.20                               | 11.10   |
| TBD    | Citlon Savings Bancorp, Inc       | 4.68   | 2.43                             | 0.05                                | 1.27   | 9.14                               | (27.27)                              | 10.50                 | 170.0                         | NA  | NA                          | NA                         | NA                                  | NA  |
|        | Variance to the Comparable Median | (0.63)                                       | (0.38)                           | (0.27)                              | (0.88)                                       | 9.48                               | (5.10)                               | 10.88                 | 85.2                          | NA  | NA                          | NA                         | NA                                  | NA  |





Exhibit 8  
Industry Multiples  
Pricing Data as of September 11, 2003

| Ticker | Short Name                                | Current Stock Price (\$) | Current Price in Relation to |              |              |             |                 |                |                         |            |       |      | Current Dividend Yield (%) | LTM Dividend Payout Ratio (%) |
|--------|---|--------------------------|------------------------------|--------------|--------------|-------------|-----------------|----------------|-------------------------|------------|-------|------|----------------------------|-------------------------------|
|        |   |                          | Current Market Value (\$M)   | Earnings (x) | Core EPS (x) | LTM EPS (x) | TM Core EPS (x) | Book Value (%) | Tangible Book Value (%) | Assets (%) |       |      |                            |                               |
| AAAC   | Access Anytime Bancorp, Inc.              | 12.5000                  | 16.93                        | 8.93         | 8.93         | 12.76       | 13.16           | 13.16          | 115.10                  | 129.67     | 8.25  | 0.00 | 0.00                       |                               |
| ABBK   | Abington Bancorp, Inc.                    | 31.8500                  | 123.23                       | 44.24        | 46.84        | 25.28       | 25.48           | 206.95         | 206.95                  | 250.00     | 12.81 | 1.38 | 34.13                      |                               |
| ABCW   | Anchor Bancorp Wisconsin, Inc.            | 24.2600                  | 569.05                       | 10.28        | 11.13        | 10.46       | 11.13           | 193.46         | 193.46                  | 208.60     | 16.01 | 1.81 | 17.43                      |                               |
| AF     | Astoria Financial Corporation             | 31.6100                  | 2,542.56                     | 12.35        | 13.86        | 11.37       | 12.16           | 162.19         | 162.19                  | 185.40     | 11.44 | 2.78 | 29.50                      |                               |
| AFBC   | Advance Financial Bancorp                 | 25.6000                  | 23.87                        | 9.14         | 15.61        | 12.13       | 12.86           | 123.14         | 123.14                  | 184.70     | 7.36  | 2.34 | 24.12                      |                               |
| ALFC   | Atlantic Liberty Financial Corp           | 18.0000                  | 30.80                        | 19.57        | 19.57        | NA          | NA              | 120.64         | 120.64                  | 22.14      | 22.14 | 1.11 | NA                         |                               |
| AMFC   | AMB Financial Corp.                       | 15.0000                  | 14.24                        | 12.50        | 12.93        | 13.39       | 13.51           | 119.05         | 119.05                  | 9.23       | 9.23  | 1.33 | 17.14                      |                               |
| ANE    | Alliance Bancorp of New England, Inc.     | 33.3500                  | 89.33                        | 26.05        | 26.05        | 25.85       | 25.27           | 294.09         | 294.09                  | 294.61     | 20.81 | 0.90 | 23.26                      |                               |
| ASBI   | Ameriana Bancorp                          | 15.2500                  | 48.01                        | 127.08       | 127.08       | NA          | NA              | 122.69         | 122.69                  | 127.40     | 10.18 | 4.20 | NA                         |                               |
| ASBP   | ASB Financial Corp.                       | 19.7200                  | 32.12                        | 14.94        | 16.43        | 15.29       | 16.85           | 204.14         | 204.14                  | 212.24     | 21.24 | 2.84 | 114.29                     |                               |
| BBX    | BankAtlantic Bancorp, Inc.                | 14.5000                  | 782.26                       | 12.95        | 12.08        | 14.08       | 13.55           | 171.39         | 171.39                  | 209.24     | 14.63 | 0.86 | 12.04                      |                               |
| BFD    | BostonFed Bancorp, Inc.                   | 30.1400                  | 134.20                       | 22.83        | 22.83        | NA          | NA              | 145.18         | 145.18                  | 164.52     | 8.66  | 2.12 | NA                         |                               |
| BHL    | Berkshire Hills Bancorp, Inc.             | 31.4300                  | 184.54                       | 20.68        | 17.86        | 112.25      | 112.25          | 156.06         | 156.06                  | 171.00     | 16.50 | 1.53 | 171.43                     |                               |
| BKUNA  | BankUnited Financial Corporation          | 22.0000                  | 639.51                       | 16.67        | 23.91        | 16.92       | 18.80           | 148.05         | 148.05                  | 158.27     | 9.33  | 0.00 | 0.00                       |                               |
| BRBI   | Blue River Bancshares, Inc.               | 5.0010                   | 12.03                        | NA           | NA           | NA          | NA              | 98.64          | 98.64                   | 98.64      | 11.32 | 0.00 | NA                         |                               |
| BYFC   | Broadway Financial Corporation            | 13.0000                  | 23.67                        | 18.06        | 18.06        | 16.67       | 16.67           | 145.58         | 145.58                  | 10.93      | 10.93 | 1.15 | 17.63                      |                               |
| CAFI   | Camco Financial Corporation               | 16.2000                  | 121.10                       | 13.97        | 15.00        | 12.86       | 13.06           | 125.48         | 125.48                  | 129.50     | 11.35 | 3.46 | 43.65                      |                               |
| CASH   | First Midwest Financial, Inc.             | 21.8600                  | 54.52                        | 15.18        | 15.61        | 15.96       | 17.21           | 122.60         | 122.60                  | 132.73     | 7.04  | 2.38 | 37.96                      |                               |
| CBSA   | Coastal Bancorp, Inc.                     | 31.3900                  | 162.13                       | 14.53        | 14.53        | 11.05       | 13.59           | 128.33         | 128.33                  | 153.50     | 6.36  | 1.91 | 16.30                      |                               |
| CBBI   | Commercial Capital Bancorp Inc.           | 22.6000                  | 333.13                       | 18.83        | 22.60        | NA          | NA              | 362.18         | 362.18                  | 422.43     | 23.43 | 0.00 | NA                         |                               |
| CEBK   | Central Bancorp, Inc.                     | 34.6500                  | 57.63                        | 10.44        | 10.44        | 22.21       | 20.50           | 137.99         | 137.99                  | 145.77     | 12.05 | 1.39 | 29.49                      |                               |
| CFB    | Commercial Federal Corporation            | 24.6500                  | 1,084.97                     | 12.08        | NA           | 11.31       | 28.33           | 144.91         | 144.91                  | 191.53     | 8.37  | 1.62 | 16.97                      |                               |
| CFCP   | Coastal Financial Corporation             | 13.9600                  | 179.99                       | 16.62        | 17.45        | 16.62       | 17.67           | 249.29         | 249.29                  | 15.91      | 15.91 | 1.56 | 23.01                      |                               |
| CFCC   | Community Financial Corporation           | 17.5000                  | 36.31                        | 9.31         | 10.94        | 11.90       | 12.50           | 132.18         | 132.18                  | 132.38     | 11.78 | 2.29 | 24.49                      |                               |
| CF-SB  | Citizens First Financial Corp.            | 24.5200                  | 36.64                        | 13.62        | 13.62        | 19.77       | 19.77           | 110.40         | 110.40                  | 110.40     | 10.39 | 1.63 | 29.84                      |                               |
| CFSL   | Chesterfield Financial Corp.              | 22.5500                  | 87.48                        | 35.23        | 35.23        | 29.29       | 29.29           | 119.31         | 119.31                  | 120.14     | 23.71 | 1.42 | 22.08                      |                               |
| CIBI   | Community Investors Bancorp, Inc.         | 13.1500                  | 14.14                        | 13.70        | 14.29        | 13.02       | 12.64           | 111.35         | 111.35                  | 111.35     | 11.59 | 2.59 | 30.29                      |                               |
| CITZ   | CFS Bancorp, Inc.                         | 14.0500                  | 170.86                       | 58.54        | 58.54        | 33.45       | 39.03           | 110.72         | 110.72                  | 10.99      | 10.99 | 3.13 | 100.00                     |                               |
| CKFB   | CKF Bancorp, Inc.                         | 24.3000                  | 17.28                        | 12.15        | 12.15        | 12.15       | 12.15           | 120.66         | 120.66                  | 130.72     | 12.23 | 3.95 | 40.00                      |                               |
| CNY    | Carver Bancorp, Inc.                      | 17.3100                  | 39.51                        | 10.30        | 10.30        | 10.89       | 10.89           | 100.93         | 100.93                  | 101.23     | 7.67  | 1.16 | 6.29                       |                               |
| CRZY   | Crazy Woman Creek Bancorp Incorporated    | 14.7500                  | 11.97                        | 28.37        | 28.37        | 44.70       | 32.07           | 87.95          | 87.95                   | 69.45      | 15.01 | 3.25 | 145.45                     |                               |
| CTZN   | Citizens First Bancorp, Inc.              | 20.7500                  | 176.05                       | 12.35        | NA           | 12.81       | NA              | 114.77         | 114.77                  | 114.77     | 16.49 | 1.73 | 19.75                      |                               |
| DCOM   | Dime Community Bancshares, Inc.           | 23.2100                  | 589.55                       | 11.38        | 11.38        | 11.66       | 11.43           | 214.91         | 214.91                  | 18.62      | 18.62 | 2.93 | 26.13                      |                               |
| DFBS   | DutchFork Bancshares, Inc.                | 35.9000                  | 40.69                        | 8.89         | 12.29        | 12.21       | 30.68           | 129.98         | 129.98                  | 129.98     | 19.09 | 0.00 | 0.00                       |                               |
| DSL    | Downey Financial Corp.                    | 44.2700                  | 1,236.40                     | 16.77        | 17.03        | 12.00       | 12.23           | 142.21         | 142.21                  | 142.71     | 10.35 | 0.81 | 9.76                       |                               |
| EFC    | EFC Bancorp, Inc.                         | 20.6100                  | 94.29                        | 11.20        | 13.56        | 13.93       | 14.72           | 123.04         | 123.04                  | 123.04     | 11.01 | 2.77 | 37.50                      |                               |
| ESBK   | Elmira Savings Bank, FSB                  | 30.7500                  | 31.87                        | 12.81        | 16.71        | 13.37       | 14.57           | 146.71         | 146.71                  | 151.03     | 11.28 | 2.65 | 42.00                      |                               |
| EVRT   | EverTrust Financial Group, Inc.           | 28.1000                  | 136.03                       | 18.01        | 18.01        | 19.65       | 19.51           | 145.52         | 145.52                  | 19.06      | 19.06 | 2.14 | 32.87                      |                               |
| FAB    | FIRSTFED AMERICA BANCORP, INC.            | 21.2000                  | 368.44                       | 14.72        | 17.67        | 14.42       | 16.65           | 179.66         | 179.66                  | 244.80     | 13.55 | 2.45 | 23.13                      |                               |
| FBC    | Flagstar Bancorp, Inc.                    | 19.9900                  | 1,201.80                     | 3.73         | 3.73         | 6.15        | 6.87            | 222.36         | 222.36                  | 222.36     | 11.69 | 3.00 | 8.00                       |                               |
| FBEI   | First Bancorp of Indiana, Inc.            | 20.2200                  | 32.44                        | 14.87        | 14.87        | 19.44       | 19.44           | 108.46         | 108.46                  | 116.68     | 17.21 | 2.67 | 38.46                      |                               |
| FBNW   | FirstBank NW Corp.                        | 28.0300                  | 38.75                        | 12.08        | 12.08        | 12.80       | 12.80           | 118.27         | 118.27                  | 118.27     | 11.26 | 2.14 | 26.03                      |                               |
| FBSI   | First Bancshares, Inc.                    | 17.5000                  | 28.43                        | 12.50        | 12.50        | 13.26       | 13.26           | 109.72         | 109.72                  | 112.18     | 10.71 | 0.91 | 12.12                      |                               |
| FBTC   | First BancTrust Corporation               | 23.3100                  | 29.78                        | 15.34        | 15.34        | 18.50       | 19.59           | 111.58         | 111.58                  | 13.73      | 13.73 | 1.72 | 19.84                      |                               |
| FGBL   | Falmouth Bancorp, Inc.                    | 26.2500                  | 25.58                        | 11.39        | 23.54        | 45.56       | NA              | 147.21         | 147.21                  | 15.60      | 15.60 | 1.84 | 83.87                      |                               |
| FCFL   | First Community Bank Corporation of Am    | 14.7500                  | 29.35                        | 14.18        | NA           | NA          | NA              | 151.59         | 151.59                  | 17.90      | 17.90 | 0.00 | NA                         |                               |
| FDT    | Federal Trust Corporation                 | 7.2500                   | 47.79                        | 18.13        | 20.14        | 19.08       | 21.97           | 181.25         | 181.25                  | 11.00      | 11.00 | 0.55 | 5.26                       |                               |
| FED    | First Fed Financial Corp.                 | 41.0000                  | 696.76                       | 11.39        | 11.39        | 11.55       | 11.55           | 173.07         | 173.07                  | 176.72     | 15.62 | 0.00 | 0.00                       |                               |
| FESX   | First Essex Bancorp, Inc.                 | 50.8300                  | 393.16                       | 20.83        | 18.69        | 19.86       | 19.33           | 261.34         | 261.34                  | 289.46     | 22.12 | 1.89 | 36.72                      |                               |
| FFBH   | First Federal Bancshares of Arkansas, Inc | 35.1500                  | 93.81                        | 12.38        | 12.38        | 11.76       | 11.76           | 130.04         | 130.04                  | 130.04     | 13.41 | 2.05 | 20.07                      |                               |

**Exhibit 8**  
**Industry Multiples**  
**Pricing Data as of September 11, 2003**

| Ticker | Short Name                                 | Current Stock Price (\$) | Current Price in Relation to |              |          |             |                  |            |            |            |            |            | Current Dividend Yield (%) | LTM Dividend Payout Ratio (%) |
|--------|--|--------------------------|------------------------------|--------------|----------|-------------|------------------|------------|------------|------------|------------|------------|----------------------------|-------------------------------|
|        |  |                          | Current Market Value (\$M)   | Earnings (x) | Core EPS | LTM EPS (x) | LTM Core EPS (x) | Book Value | Book Value | Book Value | Assets (%) | Assets (%) |                            |                               |
| FFBI   | First Federal Bancshares, Inc.             | 32.0000                  | 58.91                        | 20.00        | 40.00    | 25.40       | 31.07            | 136.23     | 141.53     | 19.56      | 1.36       | 27.78      |                            |                               |
| FFBZ   | First Federal Bancorp, Inc.                | 8.0800                   | 26.01                        | 16.83        | 11.22    | 18.36       | 14.43            | 124.86     | 124.88     | 11.06      | 2.72       | 48.86      |                            |                               |
| FFCH   | First Financial Holdings, Inc.             | 29.1200                  | 367.09                       | 14.56        | 14.34    | 15.09       | 15.09            | 226.79     | 251.69     | 16.18      | 2.61       | 36.45      |                            |                               |
| FFDF   | FFD Financial Corporation                  | 14.7500                  | 18.04                        | 15.36        | 15.36    | 19.10       | 19.16            | 106.88     | 106.88     | 13.56      | 2.71       | 50.65      |                            |                               |
| FFED   | Fidelity Federal Bancorp                   | 1.5500                   | 14.91                        | 38.75        | 38.75    | NM          | NM               | 108.39     | 108.39     | 10.08      | 0.00       | NM         |                            |                               |
| FFHH   | FSF Financial Corp.                        | 30.8600                  | 71.89                        | 11.35        | 11.35    | 10.90       | 10.90            | 139.39     | 154.53     | 13.23      | 3.89       | 40.64      |                            |                               |
| FFHS   | First Franklin Corporation                 | 18.2500                  | 29.87                        | 21.73        | 30.42    | 15.87       | 21.47            | 124.15     | 124.15     | 10.74      | 1.64       | 26.09      |                            |                               |
| FFIC   | Flushing Financial Corporation             | 21.4500                  | 275.28                       | 12.47        | 12.47    | 12.69       | 12.69            | 193.94     | 199.35     | 14.95      | 2.05       | 22.49      |                            |                               |
| FFLC   | FFLC Bancorp, Inc.                         | 29.8200                  | 160.82                       | 17.34        | 17.34    | 17.86       | 17.86            | 215.93     | 215.93     | 17.42      | 1.74       | 23.15      |                            |                               |
| FFWC   | FFW Corporation                            | 21.0100                  | 27.56                        | 12.22        | 12.22    | 12.14       | 12.22            | 114.87     | 119.72     | 11.34      | 3.05       | 34.68      |                            |                               |
| FKAN   | First Kansas Financial Corporation         | 17.3900                  | 15.79                        | 33.44        | 33.44    | 28.51       | 31.05            | 92.70      | 92.70      | 10.42      | 1.15       | 32.79      |                            |                               |
| FKFS   | First Keystone Financial, Inc.             | 24.4900                  | 48.54                        | 18.55        | 23.55    | 17.75       | 20.58            | 145.77     | 145.77     | 8.81       | 1.63       | 28.26      |                            |                               |
| FKKY   | Frankfort First Bancorp, Inc.              | 19.8700                  | 24.92                        | 21.60        | 21.60    | 19.48       | 19.87            | 137.32     | 137.32     | 17.81      | 5.64       | 112.00     |                            |                               |
| FMCQ   | FMS Financial Corporation                  | 18.1800                  | 117.83                       | 22.73        | 25.25    | 17.65       | 17.48            | 196.33     | 200.44     | 9.97       | 0.66       | 11.65      |                            |                               |
| FMSB   | First Mutual Bancshares, Inc.              | 19.6500                  | 92.58                        | 11.70        | 11.98    | 12.06       | 12.93            | 192.65     | 192.65     | 11.41      | 1.42       | 16.00      |                            |                               |
| FNFI   | First Niles Financial, Inc.                | 16.4000                  | 23.38                        | 22.78        | 24.12    | 20.75       | 23.43            | 134.87     | 134.87     | 23.32      | 3.41       | 69.62      |                            |                               |
| FPFC   | First Security Fed Financial, Inc.         | 17.5800                  | 233.97                       | 11.27        | 11.88    | 13.63       | 14.29            | 128.04     | 146.74     | 15.01      | 3.19       | 38.76      |                            |                               |
| FPFB   | First PacTrust Bancorp, Inc.               | 20.1500                  | 105.65                       | 23.99        | 23.99    | NA          | NA               | 109.87     | 109.87     | 19.85      | 1.39       | NA         |                            |                               |
| FSBI   | Fidelity Bancorp, Inc.                     | 23.7500                  | 60.09                        | 16.49        | 17.99    | 15.94       | 17.21            | 140.62     | 152.63     | 9.60       | 2.02       | 30.02      |                            |                               |
| FSTF   | First Security Fed Financial, Inc.         | 28.4690                  | 112.53                       | 13.18        | 13.18    | 13.00       | 13.00            | 128.88     | 128.99     | 23.59      | 2.25       | 25.11      |                            |                               |
| FTFC   | First Federal Capital Corp                 | 20.8500                  | 412.61                       | 11.85        | 11.85    | 11.65       | 11.65            | 187.33     | 233.48     | 12.99      | 2.69       | 29.61      |                            |                               |
| GAF    | GA Financial, Inc.                         | 27.3800                  | 137.59                       | 19.56        | 24.45    | 19.01       | 21.39            | 140.34     | 140.48     | 14.98      | 2.92       | 52.78      |                            |                               |
| GAFG   | Greater Atlantic Financial Corp.           | 7.3200                   | 22.05                        | 20.33        | 22.88    | 15.25       | 15.91            | 101.95     | 108.44     | 4.18       | 0.00       | 0.00       |                            |                               |
| GAFC   | Central Federal Corporation                | 12.4950                  | 24.68                        | 104.16       | NM       | NM          | 89.28            | 116.60     | 116.60     | 22.09      | 2.88       | NM         |                            |                               |
| GDW    | Golden West Financial Corporation          | 85.4500                  | 13,016.35                    | 12.14        | 12.79    | 12.97       | 13.56            | 240.70     | 240.70     | 18.04      | 0.40       | 4.97       |                            |                               |
| GPTA   | GreenPoint Financial Corporation           | 30.1400                  | 4,139.04                     | 7.32         | 7.32     | 7.63        | 7.79             | 196.35     | 247.25     | 18.36      | 3.19       | 18.99      |                            |                               |
| GSLA   | GS Financial Corp.                         | 18.8600                  | 25.31                        | NM           | NM       | 28.58       | 17.14            | 82.50      | 82.50      | 11.76      | 2.12       | 57.58      |                            |                               |
| GTPS   | Great American Bancorp, Inc.               | 33.1500                  | 25.15                        | 15.94        | 15.94    | 16.01       | 16.01            | 143.44     | 147.46     | 15.13      | 1.33       | 21.26      |                            |                               |
| GUPB   | GFSB Bancorp, Inc.                         | 17.2000                  | 19.72                        | 17.92        | 17.92    | 13.03       | 13.03            | 113.91     | 113.91     | 9.14       | 2.56       | 31.82      |                            |                               |
| HARB   | Harleysville Savings Financial Corporation | 25.8900                  | 58.62                        | 13.48        | 13.48    | 13.01       | 13.01            | 146.27     | 146.27     | 8.91       | 2.78       | 31.16      |                            |                               |
| HCBH   | HCB Bancshares, Inc.                       | 18.6300                  | 27.22                        | 46.58        | 31.05    | 25.52       | 32.68            | 96.73      | 96.73      | 10.65      | 1.93       | 45.33      |                            |                               |
| HCBC   | High Country Bancorp, Inc.                 | 30.0000                  | 26.85                        | 13.89        | 13.89    | 14.29       | 14.29            | 154.72     | 154.72     | 14.66      | 1.67       | 23.81      |                            |                               |
| HCFC   | Home City Financial Corporation            | 13.9900                  | 10.97                        | 14.57        | 15.21    | 17.71       | 19.43            | 93.83      | 96.55      | 7.39       | 3.15       | 55.70      |                            |                               |
| HFCB   | HopFed Bancorp, Inc.                       | 16.5100                  | 59.94                        | 29.48        | 31.75    | 16.19       | 18.55            | 126.42     | 144.82     | 12.22      | 2.91       | 44.12      |                            |                               |
| HFFB   | Harrodsburg First Financial Bancorp, Inc.  | 19.7500                  | 24.16                        | 27.43        | 30.86    | 22.19       | 24.09            | 117.98     | 121.61     | 14.01      | 3.04       | 67.42      |                            |                               |
| HFFC   | HF Financial Corp.                         | 17.9000                  | 57.66                        | 34.42        | 34.42    | 12.09       | 12.09            | 116.84     | 130.56     | 7.20       | 2.63       | 31.08      |                            |                               |
| HIFS   | Hingham Institution for Savings            | 39.4900                  | 81.77                        | 9.68         | 9.68     | 15.19       | 16.08            | 207.19     | 207.19     | 17.78      | 1.82       | 33.46      |                            |                               |
| HILFC  | Home Loan Financial Corporation            | 16.3510                  | 27.01                        | 11.68        | 11.68    | 13.51       | 13.63            | 124.44     | 124.44     | 18.28      | 4.28       | 50.41      |                            |                               |
| HMLK   | Hemlock Federal Financial Corp.            | 31.7500                  | 30.91                        | 18.46        | 29.40    | 16.37       | 17.17            | 132.73     | 141.55     | 9.52       | 2.02       | 31.96      |                            |                               |
| HMMF   | HMN Financial, Inc.                        | 20.8800                  | 499.59                       | 10.04        | 10.88    | 15.24       | 16.33            | 174.59     | 238.81     | 11.81      | 3.83       | 52.55      |                            |                               |
| HRBT   | Hudson River Bancorp, Inc.                 | 32.9800                  | 177.78                       | 13.63        | 13.63    | 14.44       | 14.44            | 165.36     | 166.18     | 21.61      | 2.84       | 39.32      |                            |                               |
| HRZB   | Horizon Financial Corp.                    | 16.9000                  | 281.15                       | 10.98        | NA       | 12.03       | NA               | 161.64     | 167.79     | 10.72      | 0.00       | 0.00       |                            |                               |
| HTHR   | Hawthorne Financial Corporation            | 36.4500                  | 7.26                         | 26.76        | 26.76    | 19.82       | 14.46            | 107.88     | 107.88     | 11.77      | 2.24       | 44.44      |                            |                               |
| HWEN   | Home Financial Bancorp                     | 5.3510                   | 65.22                        | 9.42         | 9.19     | NA          | NA               | 145.32     | 164.34     | 7.55       | 2.12       | NA         |                            |                               |
| HWFG   | Harrington West Financial Group, Inc.      | 15.0700                  | 1,859.50                     | 13.08        | 13.08    | 14.05       | 14.17            | 198.77     | 247.89     | 20.65      | 2.00       | 23.97      |                            |                               |
| ICBS   | Independence Community Bank Corp.          | 34.0100                  | 27.54                        | NM           | 63.36    | NM          | NM               | 124.40     | 124.40     | 11.25      | 0.00       | NM         |                            |                               |
| IFSB   | Independence Federal Savings Bank          | 17.7400                  | 152.18                       | NM           | 41.92    | 36.33       | 25.65            | 118.80     | 171.92     | 10.50      | 2.39       | 86.67      |                            |                               |
| KFBI   | Klamath First Bancorp, Inc.                | 21.8000                  | 47.33                        | NM           | 32.10    | NM          | NA               | 152.27     | 174.70     | 9.16       | 1.18       | NM         |                            |                               |
| KNK    | Kankakee Bancorp, Inc.                     | 50.7500                  | 20.40                        | 32.10        | 32.10    | 23.82       | 23.82            | 161.16     | 161.16     | 27.37      | 2.77       | 65.98      |                            |                               |
| KYF    | Kentucky First Bancorp, Inc.               | 23.1100                  | 37.76                        | 17.91        | 17.91    | 15.67       | 15.67            | 136.37     | 136.37     | 11.70      | 3.99       | 59.38      |                            |                               |
| LARL   | Laurel Capital Group, Inc.                 | 20.0600                  | 37.76                        | 17.91        | 17.91    | 15.67       | 15.67            | 136.37     | 136.37     | 11.70      | 3.99       | 59.38      |                            |                               |

**Exhibit 8**  
**Industry Multiples**  
**Pricing Data as of September 11, 2003**

| Ticker | Short Name                              | Current Stock Price (\$) | Current Market Value (\$M) | Current Price in Relation to |              |             |              |                |                         |            |                            |        |  | LTM Dividend Payout Ratio (%) |
|--------|---|--------------------------|----------------------------|------------------------------|--------------|-------------|--------------|----------------|-------------------------|------------|----------------------------|--------|--|-------------------------------|
|        |   |                          |                            | Earnings (x)                 | Core EPS (x) | LTM EPS (x) | Core EPS (x) | Book Value (%) | Tangible Book Value (%) | Assets (%) | Current Dividend Yield (%) |        |  |                               |
| LNCB   | Lincoln Bancorp                         | 19.2500                  | 85.40                      | 18.51                        | 18.51        | 18.69       | 18.51        | 108.70         | 111.92                  | 15.40      | 2.49                       | 44.66  |  |                               |
| LOGN   | Logansport Financial Corp.              | 20.1000                  | 17.63                      | 10.05                        | 13.58        | 11.17       | 12.97        | 108.01         | 108.01                  | 10.77      | 2.79                       | 30.56  |  |                               |
| LSBI   | LSB Financial Corp.                     | 24.2300                  | 32.86                      | 13.46                        | 13.46        | 12.43       | 12.43        | 121.15         | 121.15                  | 10.57      | 2.06                       | 24.10  |  |                               |
| LSBX   | LSB Corporation                         | 16.9900                  | 71.43                      | 28.32                        | 28.32        | 28.32       | 28.32        | 133.78         | 133.78                  | 16.65      | 2.83                       | 76.67  |  |                               |
| MAFB   | MAF Bancorp, Inc.                       | 38.1600                  | 983.50                     | 11.63                        | 11.78        | 11.43       | 11.36        | 168.40         | 208.87                  | 14.83      | 1.89                       | 19.76  |  |                               |
| MASB   | MASSBANK Corp.                          | 37.1900                  | 162.68                     | 21.13                        | 20.21        | 20.78       | 20.55        | 147.58         | 149.06                  | 16.11      | 2.47                       | 50.28  |  |                               |
| MCBF   | Monarch Community Bancorp, Inc.         | 14.9100                  | 35.83                      | 186.38                       | 186.38       | NA          | NA           | 96.38          | 96.38                   | 16.55      | 1.34                       | NA     |  |                               |
| MFCB   | MFB Corp.                               | 26.8600                  | 34.16                      | 134.30                       | 134.30       | 19.32       | 18.92        | 103.99         | 103.99                  | 7.99       | 1.64                       | 30.94  |  |                               |
| MFLR   | Mayflower Co-operative Bank             | 20.2500                  | 27.58                      | 14.06                        | 12.35        | 15.46       | 13.87        | 162.65         | 163.70                  | 13.26      | 2.96                       | 45.80  |  |                               |
| MFSF   | MutualFirst Financial, Inc.             | 26.3800                  | 138.97                     | 14.03                        | 14.03        | 15.25       | 15.25        | 146.31         | 147.70                  | 17.37      | 1.67                       | 22.54  |  |                               |
| MSBF   | MSB Financial, Inc.                     | 18.4400                  | 23.99                      | 14.41                        | 14.41        | 12.99       | 13.08        | 157.47         | 178.34                  | 23.24      | 2.49                       | 172.54 |  |                               |
| MTXC   | Malix Bancorp, Inc.                     | 9.1400                   | 59.39                      | 10.39                        | 10.39        | NM          | NM           | 84.40          | 84.40                   | 3.40       | 0.00                       | NM     |  |                               |
| MYST   | Mystic Financial, Inc.                  | 23.7500                  | 36.63                      | 24.74                        | 15.63        | 20.30       | 17.72        | 131.94         | 131.94                  | 8.53       | 1.66                       | 29.30  |  |                               |
| NASB   | NASB Financial, Inc.                    | 34.9790                  | 294.94                     | 10.93                        | 11.07        | 11.94       | 12.02        | 240.57         | 242.57                  | 26.26      | 1.94                       | 21.84  |  |                               |
| NBN    | Northeast Bancorp                       | 16.8000                  | 43.29                      | 11.67                        | 16.80        | 11.67       | 14.87        | 118.64         | 121.92                  | 9.26       | 1.90                       | 22.22  |  |                               |
| NBSI   | North Bancshares, Inc.                  | 16.0000                  | 18.30                      | 66.67                        | 100.00       | 32.00       | 40.00        | 134.23         | 134.23                  | 13.74      | 2.00                       | 88.00  |  |                               |
| NDE    | IndyMac Bancorp Inc.                    | 22.7300                  | 1,261.86                   | 7.78                         | 7.89         | 8.55        | 8.55         | 137.92         | 143.32                  | 11.80      | 2.64                       | 7.52   |  |                               |
| NEIB   | Northeast Indiana Bancorp, Inc.         | 20.2510                  | 29.67                      | 11.51                        | 11.51        | 14.36       | 14.36        | 110.78         | 110.78                  | 13.48      | 2.57                       | 36.17  |  |                               |
| NEPF   | Northeast Pennsylvania Financial Corp.  | 16.8000                  | 70.17                      | NM                           | NM           | 43.08       | 44.21        | 108.88         | 134.94                  | 7.92       | 2.66                       | 123.08 |  |                               |
| NHTB   | New Hampshire Thrift Bancshares, Inc.   | 25.1110                  | 49.65                      | 8.48                         | 9.51         | 10.13       | 10.60        | 135.01         | 201.53                  | 10.01      | 2.87                       | 27.42  |  |                               |
| NMIL   | NewMill Bancorp, Inc.                   | 24.3900                  | 99.84                      | 14.52                        | 13.85        | 15.44       | 15.44        | 193.73         | 233.84                  | 14.66      | 2.46                       | 34.81  |  |                               |
| NTBK   | NetBank, Inc.                           | 12.1900                  | 583.02                     | 10.51                        | 13.85        | 13.11       | 18.47        | 138.84         | 155.88                  | 12.93      | 0.66                       | 4.30   |  |                               |
| NYB    | New York Community Bancorp, Inc.        | 30.2500                  | 4,186.06                   | 14.27                        | 15.76        | 15.59       | 16.71        | 305.86         | 621.15                  | 33.86      | 3.04                       | 35.95  |  |                               |
| OCFC   | OceanFirst Financial Corp.              | 25.6200                  | 348.78                     | 16.86                        | 16.86        | 16.86       | 17.08        | 258.79         | 261.70                  | 19.81      | 3.12                       | 48.68  |  |                               |
| OIFC   | Oregon Trail Financial Corp.            | 25.0000                  | 77.70                      | 15.63                        | 16.89        | 15.34       | 14.97        | 121.18         | 121.30                  | 20.54      | 1.76                       | 26.38  |  |                               |
| PBCI   | Parmeco Bancorp, Inc.                   | 20.4000                  | 101.50                     | 14.17                        | 29.35        | 32.61       | 32.02        | 205.85         | 205.85                  | 15.93      | 3.92                       | 56.16  |  |                               |
| PBNC   | PFS Bancorp, Inc.                       | 17.6100                  | 25.95                      | 29.35                        | 29.35        | 32.61       | 32.02        | 91.72          | 91.72                   | 22.02      | 1.70                       | 46.30  |  |                               |
| PCBI   | Peoples Community Bancorp, Inc.         | 21.5510                  | 54.34                      | 14.18                        | 21.55        | 14.66       | 17.38        | 118.35         | 132.38                  | 8.74       | 0.00                       | 0.00   |  |                               |
| PEDE   | Great Pee Dee Bancorp, Inc.             | 16.5000                  | 29.10                      | 25.78                        | 25.78        | 19.41       | 19.19        | 113.25         | 118.96                  | 20.32      | 3.39                       | 64.12  |  |                               |
| PFB    | PFF Bancorp, Inc.                       | 30.9000                  | 511.55                     | 13.79                        | 13.79        | 14.86       | 15.22        | 178.72         | 179.55                  | 16.42      | 2.07                       | 13.05  |  |                               |
| PFDC   | Peoples Bancorp                         | 24.0600                  | 82.43                      | 13.99                        | 13.99        | 14.67       | 14.85        | 129.91         | 136.32                  | 16.45      | 2.83                       | 39.02  |  |                               |
| PFED   | Park Bancorp, Inc.                      | 27.2000                  | 32.37                      | 20.61                        | 22.67        | 16.89       | 18.26        | 100.07         | 100.07                  | 11.93      | 2.21                       | 37.27  |  |                               |
| PFNC   | Progress Financial Corporation          | 26.7800                  | 183.99                     | 20.29                        | 23.09        | 31.51       | 50.53        | 284.59         | 289.20                  | 16.95      | 1.19                       | 24.64  |  |                               |
| PFS    | Provident Financial Services, Inc.      | 20.5200                  | 1,262.77                   | 34.20                        | 30.18        | NA          | NA           | 144.61         | 148.37                  | 30.17      | 0.97                       | NA     |  |                               |
| PFSB   | PennFed Financial Services, Inc.        | 29.1800                  | 199.53                     | 21.46                        | 15.52        | 15.95       | 14.89        | 167.60         | 172.26                  | 11.01      | 1.37                       | 21.86  |  |                               |
| PHFC   | Pittsburgh Financial Corp.              | 19.4300                  | 27.69                      | 69.39                        | NM           | 40.48       | NA           | 121.21         | 122.05                  | 7.35       | 1.96                       | NA     |  |                               |
| PPBI   | Pacific Premier Bancorp, Inc.           | 6.9500                   | 9.27                       | 5.11                         | 5.11         | 7.16        | 9.03         | 151.42         | 151.42                  | 3.70       | 0.00                       | 0.00   |  |                               |
| PROV   | Provident Financial Holdings, Inc.      | 30.4100                  | 151.64                     | 8.00                         | 8.00         | 9.22        | 9.50         | 141.90         | 142.17                  | 12.02      | 1.32                       | 6.06   |  |                               |
| PSFC   | Peoples-Sidney Financial Corporation    | 13.2500                  | 19.12                      | 20.70                        | 22.08        | 21.72       | 21.37        | 110.42         | 110.42                  | 13.34      | 3.92                       | 74.19  |  |                               |
| PVFC   | PVF Capital Corp.                       | 14.7500                  | 93.89                      | 11.52                        | 11.52        | 11.80       | 12.09        | 164.80         | 164.80                  | 13.49      | 1.83                       | 21.57  |  |                               |
| PVSA   | Parkvale Financial Corporation          | 25.3500                  | 140.65                     | 14.74                        | 20.44        | 13.63       | 14.85        | 141.38         | 160.04                  | 8.56       | 2.84                       | 38.71  |  |                               |
| QCBC   | Quaker City Bancorp, Inc.               | 39.8800                  | 253.87                     | 11.59                        | 11.59        | 11.63       | 11.63        | 182.43         | 182.94                  | 15.65      | 2.01                       | 0.00   |  |                               |
| RVR    | River Valley Bancorp                    | 39.5100                  | 32.16                      | 12.05                        | 12.05        | 12.62       | NA           | 148.26         | 148.48                  | 13.36      | 3.04                       | 31.95  |  |                               |
| RSLN   | Roslyn Bancorp, Inc.                    | 22.5100                  | 1,706.86                   | 11.48                        | 12.51        | 11.54       | 12.51        | 317.94         | 317.94                  | 15.79      | 2.75                       | 29.74  |  |                               |
| SBMC   | Connecticut Bancshares, Inc.            | 51.2300                  | 561.31                     | 18.30                        | 19.41        | 19.04       | 19.86        | 220.82         | 249.05                  | 21.04      | 1.41                       | 24.54  |  |                               |
| SCFS   | Seacoast Financial Services Corporation | 21.2410                  | 557.40                     | 9.48                         | 9.16         | 17.41       | 16.47        | 143.33         | 209.27                  | 12.56      | 2.45                       | 37.70  |  |                               |
| SFFC   | StateFed Financial Corporation          | 12.0500                  | 15.56                      | 15.86                        | 15.86        | 80.33       | NA           | 108.36         | 108.36                  | 15.30      | 3.32                       | NA     |  |                               |
| SIB    | Staten Island Bancorp, Inc.             | 20.8700                  | 1,222.47                   | 12.13                        | 12.13        | 9.99        | 10.33        | 197.26         | 216.27                  | 17.15      | 2.68                       | 24.40  |  |                               |
| SMBC   | Southern Missouri Bancorp, Inc.         | 26.5000                  | 30.40                      | 11.04                        | 11.04        | 11.57       | 11.57        | 121.12         | 138.24                  | 10.88      | 2.72                       | 24.45  |  |                               |
| SOBI   | Sobieski Bancorp, Inc.                  | 12.5600                  | 8.43                       | NM                           | NM           | NM          | NM           | 88.26          | 88.26                   | 6.45       | 2.71                       | NM     |  |                               |
| SOV    | Sovereign Bancorp, Inc.                 | 18.4700                  | 5,395.11                   | 12.48                        | 13.99        | 14.21       | 15.92        | 172.29         | 299.84                  | 13.22      | 0.54                       | 7.69   |  |                               |

**Exhibit 8**  
**Industry Multiples**  
**Pricing Data as of September 11, 2003**

| Ticker | Short Name                            | Current Stock Price (\$) | Current Market Value (\$M) | Earnings (\$) | Core EPS (\$) | LTM EPS (\$) | Current Price in Relation to |                 |                |                         | Current Dividend Yield (%) | LTM Dividend Payout Ratio (%) |
|--------|---------------------------------------|--------------------------|----------------------------|---------------|---------------|--------------|------------------------------|-----------------|----------------|-------------------------|----------------------------|-------------------------------|
|        |                                       |                          |                            |               |               |              | LTM Core EPS (\$)            | Book Value (\$) | Book Value (%) | Tangible Book Value (%) |                            |                               |
| SRN    | Southern Banc Company, Inc. (The)     | 15,7500                  | 15.14                      | 21.88         | 26.25         | 15.75        | 21.28                        | 80.28           | 80.28          | 13.56                   | 2.22                       | 35.00                         |
| SSFC   | South Street Financial Corp.          | 10,1000                  | 31.11                      | 18.04         | NA            | 17.41        | NA                           | 123.32          | 123.32         | 14.52                   | 3.96                       | 68.97                         |
| STBI   | Sturgis Bancorp, Inc.                 | 12,0000                  | 33.70                      | 15.00         | 15.00         | 12.00        | 12.00                        | 118.81          | 118.81         | 14.52                   | 3.00                       | 31.00                         |
| STFR   | St. Francis Capital Corporation       | 29,7100                  | 281.42                     | 11.25         | 12.38         | 11.79        | 12.59                        | 153.70          | 153.70         | 12.48                   | 2.69                       | 29.76                         |
| STSA   | Stetling Financial Corporation        | 28,4700                  | 420.83                     | 11.30         | 12.71         | 12.77        | 13.89                        | 170.79          | 170.79         | 10.28                   | 0.00                       | 0.00                          |
| SVBI   | Severn Bancorp, Inc.                  | 28,9300                  | 119.85                     | 10.96         | 10.96         | 11.81        | 11.81                        | 272.92          | 272.92         | 23.71                   | 1.11                       | 11.43                         |
| SZB    | SouthFirst Bancshares, Inc.           | 15,0000                  | 10.89                      | 34.09         | 34.09         | 25.00        | 45.45                        | 85.28           | 85.28          | 7.76                    | 4.00                       | 100.00                        |
| THRD   | TF Financial Corporation              | 31,3600                  | 87.82                      | 49.00         | 56.00         | 20.91        | 29.31                        | 125.94          | 136.11         | 12.30                   | 1.91                       | 40.00                         |
| TONE   | TierOne Corporation                   | 22,3600                  | 504.78                     | 19.28         | 19.28         | NA           | NA                           | 143.33          | 143.33         | 22.12                   | 0.00                       | NA                            |
| TRST   | TrustCo Bank Corp NY                  | 12,7800                  | 949.24                     | 17.75         | 19.97         | 18.52        | 20.95                        | 404.43          | 405.71         | 35.30                   | 4.69                       | 86.96                         |
| TRYP   | Troy Financial Corporation            | 35,3600                  | 327.23                     | 22.67         | 23.26         | 23.42        | 23.57                        | 211.61          | 265.07         | 26.22                   | 1.81                       | 43.05                         |
| TSBK   | Timberland Bancorp, Inc.              | 24,0900                  | 102.86                     | 15.85         | 15.06         | 13.92        | 13.77                        | 133.17          | 133.17         | 23.18                   | 2.32                       | 27.75                         |
| TSH    | Teche Holding Co                      | 34,7500                  | 80.23                      | 11.74         | 11.74         | 13.26        | 13.31                        | 136.54          | 136.54         | 15.50                   | 1.96                       | 20.42                         |
| UCBC   | Union Community Bancorp               | 17,0000                  | 35.70                      | 15.18         | 15.18         | 14.66        | 14.66                        | 102.16          | 111.18         | 13.03                   | 3.53                       | 50.86                         |
| UCFC   | United Community Financial Corp.      | 9,7000                   | 334.05                     | 11.02         | 11.02         | 13.66        | 14.48                        | 120.95          | 140.17         | 16.87                   | 3.09                       | 42.25                         |
| UPFC   | United PanAm Financial Corp.          | 18,8000                  | 298.66                     | 20.43         | 21.36         | 22.38        | 24.10                        | 306.19          | 306.19         | 22.11                   | 0.00                       | 0.00                          |
| UTBI   | United Tennessee Bankshares, Inc.     | 13,9000                  | 17.70                      | 11.21         | 11.21         | 10.61        | 10.69                        | 110.32          | 116.32         | 15.41                   | 2.37                       | 25.19                         |
| WBS    | Webster Financial Corporation         | 39,8000                  | 1,816.47                   | 11.31         | 13.09         | 11.60        | 12.90                        | 165.21          | 232.21         | 12.57                   | 2.11                       | 22.74                         |
| WEFC   | Wells Financial Corp.                 | 27,2300                  | 30.86                      | 7.62          | 7.62          | 8.73         | 8.73                         | 115.48          | 115.48         | 13.74                   | 2.94                       | 24.36                         |
| WES    | Westcorp                              | 35,2200                  | 1,563.02                   | 11.01         | NA            | 14.43        | NA                           | 212.68          | 212.81         | 10.11                   | 1.48                       | 20.49                         |
| WFI    | Winton Financial Corporation          | 13,0000                  | 59.24                      | 10.16         | 10.48         | 10.16        | 10.74                        | 134.02          | 134.30         | 11.46                   | 3.15                       | 31.25                         |
| WFSL   | Washington Federal, Inc.              | 25,3300                  | 1,765.76                   | 12.18         | 12.18         | 11.95        | 12.12                        | 175.66          | 182.10         | 24.36                   | 3.47                       | 40.01                         |
| WM     | Washington Mutual, Inc.               | 36,9200                  | 33,471.76                  | 8.39          | 10.14         | 8.75         | 10.92                        | 159.00          | 230.46         | 11.83                   | 4.33                       | 27.01                         |
| WOFB   | Western Ohio Financial Corporation    | 26,8000                  | 46.86                      | 19.14         | 19.14         | 18.74        | 20.15                        | 108.55          | 108.55         | 13.17                   | 3.73                       | 69.93                         |
| WRO    | Woronoco Bancorp, Inc.                | 27,9500                  | 100.94                     | 11.84         | 11.84         | 17.15        | 19.82                        | 129.88          | 133.10         | 12.59                   | 2.43                       | 33.74                         |
| WSB    | Washington Savings Bank, F.S.B. (The) | 9,4400                   | 65.18                      | 9.44          | 10.73         | 10.49        | 11.95                        | 172.89          | 172.89         | 17.92                   | 2.12                       | 10.38                         |
| WSBI   | Warwick Community Bancorp, Inc.       | 29,6700                  | 135.26                     | 20.05         | 21.82         | 16.86        | 17.66                        | 175.15          | 181.03         | 16.25                   | 2.02                       | 28.41                         |
| WSFS   | WSFS Financial Corporation            | 42,6300                  | 319.23                     | 15.23         | 15.91         | 2.93         | NA                           | 165.94          | 165.94         | 16.15                   | 0.47                       | 1.37                          |
| WVFC   | WVS Financial Corp.                   | 16,5000                  | 42.61                      | 14.73         | 14.73         | 12.04        | 12.22                        | 141.63          | 141.63         | 11.59                   | 3.88                       | 46.72                         |

**Exhibit 8**  
**Industry Multiples**  
**Pricing Data as of September 11, 2003**

| Ticker | Short Name                                | Current Stock Price (\$) | Current Market Value (\$M) | Earnings (\$) | Core EPS (\$) | LTM EPS (x) | Current Price in Relation to |                      |                 |                         | Current Dividend Yield (%) | LTM Dividend Payout Ratio (%) |
|--------|---|--------------------------|----------------------------|---------------|---------------|-------------|------------------------------|----------------------|-----------------|-------------------------|----------------------------|-------------------------------|
|        |   |                          |                            |               |               |             | Core EPS (\$)                | LTM EPS Core EPS (x) | Book Value (\$) | Tangible Book Value (%) |                            |                               |
|        | All Fully Converted Average               | 23.30                    | 555.26                     | 20.01         | 20.88         | 17.49       | 18.86                        | 150.88               | 163.61          | 14.32                   | 2.12                       | 35.69                         |
|        | All Fully Converted Median                | 21.50                    | 70.80                      | 14.53         | 15.34         | 14.78       | 15.24                        | 137.62               | 145.52          | 13.25                   | 2.12                       | 29.74                         |
|        | <b>All Mutual Holding Companies</b>       |                          |                            |               |               |             |                              |                      |                 |                         |                            |                               |
| BKMU   | Bank Mutual Corporation (MHC)             | 38.7000                  | 829.15                     | 40.31         | 40.31         | 33.95       | 33.95                        | 257.31               | 313.87          | 28.94                   | 1.14                       | 33.33                         |
| BCSB   | BCSB Bancorp. Inc. (MHC)                  | 16.2500                  | 95.46                      | NM            | NA            | 47.79       | NA                           | 207.27               | 220.49          | 14.92                   | 3.08                       | NA                            |
| CFEN   | Capitol Federal Financial (MHC)           | 29.1500                  | 2,136.69                   | 66.25         | 66.25         | 28.03       | 28.03                        | 208.96               | 208.96          | 24.76                   | 3.29                       | 200.00                        |
| CHFN   | Charter Financial Corp. (MHC)             | 31.3990                  | 613.51                     | NM            | NM            | 241.53      | NM                           | 270.22               | 277.87          | 60.53                   | 2.55                       | 384.82                        |
| GOV    | Gouverneur Bancorp Inc. (MHC)             | 10.9000                  | 24.83                      | 38.93         | 38.93         | 41.92       | 41.92                        | 141.37               | 141.37          | 27.95                   | 2.39                       | 96.15                         |
| ALLB   | Greater Delaware Valley Savings Bank (I)  | 22.7000                  | 78.12                      | 37.83         | 37.83         | 75.67       | 75.67                        | 222.99               | 222.99          | 20.31                   | 1.59                       | 150.00                        |
| GCBC   | Greene County Bancorp Inc. (MHC)          | 28.2100                  | 57.59                      | 28.21         | 28.39         | 26.12       | 26.36                        | 193.75               | 193.75          | 22.41                   | 2.55                       | 61.11                         |
| HCBK   | Hudson City Bancorp. Inc. (MHC)           | 29.3300                  | 5,612.55                   | 26.19         | 29.33         | 26.91       | 28.20                        | 394.75               | 394.75          | 36.33                   | 1.91                       | 38.53                         |
| JXSB   | Jacksonville Bancorp. Inc. (MHC)          | 16.0000                  | 31.05                      | 50.00         | NM            | 44.44       | NM                           | 149.81               | 176.41          | 11.89                   | 1.88                       | 83.33                         |
| NWSB   | Northwest Bancorp. Inc. (MHC)             | 16.9500                  | 808.41                     | 21.19         | 22.30         | 19.48       | 19.94                        | 226.60               | 291.74          | 15.48                   | 2.36                       | 36.78                         |
| ONFC   | Oneida Financial Corp. (MHC)              | 24.9100                  | 123.00                     | 36.63         | 36.63         | 35.08       | 37.74                        | 244.22               | 323.51          | 29.53                   | 2.25                       | 74.65                         |
| PRTR   | Partners Trust Financial Group, Inc. (MH) | 21.6800                  | 307.94                     | 20.85         | 20.85         | 24.36       | 22.35                        | 179.47               | 230.64          | 23.62                   | 1.85                       | 26.97                         |
| PBHC   | Pathfinder Bancorp. Inc. (MHC)            | 17.0000                  | 41.34                      | 20.24         | 26.56         | 31.00       | 35.42                        | 192.31               | 247.81          | 14.60                   | 2.35                       | 72.00                         |
| PBCT   | People's Bank (MHC)                       | 30.3900                  | 1,879.44                   | 30.39         | 34.53         | 29.50       | 28.40                        | 193.69               | 219.90          | 15.90                   | 5.13                       | 142.72                        |
| PBCP   | Provident Bancorp. Inc. (MHC)             | 37.0000                  | 295.11                     | 23.19         | 28.11         | 26.50       | 29.21                        | 254.98               | 292.13          | 26.47                   | 1.62                       | 38.57                         |
| ROME   | Rome Bancorp. Inc. (MHC)                  | 26.2300                  | 112.11                     | 43.72         | 43.72         | 44.46       | 44.46                        | 306.43               | 306.43          | 43.59                   | 1.12                       | 45.19                         |
| SKBO   | Skibo Financial Corp. (MHC)               | 13.4600                  | 42.44                      | NM            | NM            | 168.25      | 168.25                       | 180.43               | 180.43          | 26.86                   | 3.57                       | NM                            |
| WCFB   | Webster City Federal Bancorp (MHC)        | 24.2600                  | 45.76                      | 37.91         | 40.43         | 34.66       | 35.16                        | 203.18               | 204.21          | 43.07                   | 4.12                       | 142.86                        |
| WFD    | Westfield Financial Inc. (MHC)            | 21.0400                  | 210.64                     | 19.48         | 19.48         | 72.55       | 60.11                        | 169.00               | 169.00          | 26.08                   | 0.95                       | 51.72                         |
|        | All MHC's Average                         | 23.98                    | 702.38                     | 33.83         | 34.31         | 55.54       | 45.04                        | 220.88               | 242.96          | 27.01                   | 2.41                       | 98.74                         |
|        | All MHC's Median                          | 24.26                    | 123.00                     | 33.51         | 34.53         | 34.66       | 34.56                        | 207.27               | 222.99          | 26.08                   | 2.35                       | 72.00                         |
|        | <b>All Second Step Conversions</b>        |                          |                            |               |               |             |                              |                      |                 |                         |                            |                               |
| BRKL   | Brookline Bancorp. Inc.                   | 15.3900                  | 887.14                     | 32.06         | 32.06         | 49.65       | NA                           | 144.24               | 144.24          | 62.70                   | 2.21                       | NA                            |
| CSBC   | Citizens South Banking Corporation        | 14.6000                  | 130.33                     | 28.08         | 28.08         | 27.55       | 27.55                        | 136.83               | 149.28          | 26.00                   | 1.64                       | 39.13                         |
| FFFL   | Fidelity Bankshares, Inc.                 | 26.5300                  | 398.41                     | 19.51         | 19.51         | 20.73       | 20.73                        | 224.64               | 227.34          | 14.08                   | 1.51                       | 31.25                         |
| FCAP   | First Capital, Inc.                       | 21.2390                  | 60.02                      | 14.75         | 14.75         | 16.21       | 16.34                        | 136.64               | 160.90          | 15.14                   | 2.64                       | 40.46                         |
| FDEF   | First Defiance Financial Corp.            | 25.0300                  | 157.47                     | 13.60         | 14.55         | 17.26       | 17.38                        | 129.29               | 155.37          | 14.99                   | 2.40                       | 40.00                         |
| FFSX   | First Federal Bankshares, Inc.            | 22.2400                  | 184.70                     | 19.17         | 19.86         | 15.77       | 16.35                        | 121.60               | 166.47          | 13.49                   | 1.44                       | 22.70                         |
| FNFG   | First Niagara Financial Group, Inc.       | 15.2300                  | 1,078.18                   | 29.29         | 29.29         | 31.08       | 31.73                        | 140.37               | 165.18          | 30.27                   | 1.58                       | 37.76                         |
| FSLA   | First Sentinel Bancorp. Inc.              | 17.2600                  | 477.19                     | 18.76         | 19.61         | 17.98       | 19.61                        | 220.15               | 224.45          | 21.00                   | 2.43                       | 41.67                         |
| FFBK   | FloridaFirst Bancorp. Inc.                | 25.9600                  | 139.63                     | 19.09         | 28.22         | 23.60       | 26.76                        | 136.34               | 151.72          | 16.78                   | 1.08                       | 23.64                         |
| GFED   | Guaranty Federal Bankshares, Inc.         | 17.1900                  | 51.51                      | 13.02         | 13.02         | 13.64       | 13.64                        | 130.82               | 130.92          | 13.20                   | 3.49                       | 47.62                         |
| HARB   | Harbor Florida Bankshares, Inc.           | 26.2600                  | 623.98                     | 15.63         | 16.01         | 16.52       | 16.83                        | 244.51               | 248.44          | 27.51                   | 2.21                       | 30.50                         |
| HFWA   | Heritage Financial Corporation            | 21.6500                  | 139.03                     | 16.91         | 16.91         | 16.78       | 16.78                        | 214.36               | 236.96          | 23.61                   | 2.59                       | 41.09                         |
| JXVL   | Jacksonville Bancorp. Inc.                | 37.1600                  | 66.81                      | 10.93         | 10.93         | 10.56       | 10.56                        | 152.11               | 164.79          | 14.16                   | 1.61                       | 16.34                         |
| JFBI   | Jefferson Bankshares, Inc.                | 13.3800                  | 107.05                     | 33.45         | 33.45         | 29.73       | 29.73                        | 292.14               | 292.14          | 29.44                   | 1.20                       | 36.47                         |
| FFFD   | North Central Bankshares, Inc.            | 36.1800                  | 57.95                      | 9.83          | 9.83          | 9.91        | 9.91                         | 147.61               | 168.99          | 13.46                   | 2.32                       | 21.37                         |
| PHSB   | PHSB Financial Corp.                      | 18.5290                  | 54.10                      | 19.30         | 30.88         | 20.82       | 25.04                        | 114.31               | 131.31          | 16.87                   | 2.16                       | 32.58                         |
| PFSL   | Pocahontas Bancorp. Inc.                  | 13.1000                  | 59.60                      | 12.60         | 14.89         | 12.72       | 15.23                        | 112.93               | 169.25          | 8.04                    | 2.44                       | 30.58                         |
| PULB   | Pulaski Financial Corp.                   | 14.5300                  | 79.87                      | 12.97         | 13.45         | 14.68       | 14.83                        | 221.49               | 221.49          | 17.17                   | 1.65                       | 19.70                         |
| RVSB   | Riverbank Bancorp. Inc.                   | 18.6500                  | 89.64                      | 13.71         | 17.27         | 17.27       | NA                           | 147.90               | 148.72          | 18.54                   | 3.00                       | NA                            |
| SFFS   | Sound Federal Bancorp. Inc.               | 15.8200                  | 209.57                     | 28.25         | 28.25         | 25.11       | 25.11                        | 149.95               | 166.53          | 25.08                   | 1.26                       | 26.19                         |
| THTL   | Thistle Group Holdings, Co.               | 18.7000                  | 97.70                      | 22.26         | 42.50         | 19.68       | 23.67                        | 127.99               | 142.31          | 10.69                   | 1.93                       | 37.89                         |

**Exhibit 8**  
**Industry Multiples**  
**Pricing Data as of September 11, 2003**

| Ticker | Short Name                         | Current Stock Price (\$) | Current Market Value (\$M) | Earnings (x) | Core EPS (x) | Current Price in Relation to |                  |                |                         |            |       | Current Dividend Yield (%) | LTM Dividend Payout Ratio (%) |
|--------|------------------------------------|--------------------------|----------------------------|--------------|--------------|------------------------------|------------------|----------------|-------------------------|------------|-------|----------------------------|-------------------------------|
|        |                                    |                          |                            |              |              | LTM EPS (x)                  | LTM Core EPS (x) | Book Value (%) | Tangible Book Value (%) | Assets (%) |       |                            |                               |
|        | All Second Steps Average           |                          | 246.73                     | 19.15        | 21.81        | 20.18                        | 20.05            | 161.35         | 174.33                  | 19.96      | 2.111 | 34.08                      |                               |
|        | All Second Steps Median            |                          | 118.69                     | 18.20        | 18.57        | 17.63                        | 17.97            | 145.93         | 162.85                  | 16.83      | 2.185 | 34.53                      |                               |
|        | All MHC's Average                  |                          | 702.38                     | 33.83        | 34.31        | 55.54                        | 45.04            | 220.88         | 242.96                  | 27.01      | 2.405 | 98.74                      |                               |
|        | All MHC's Median                   |                          | 123.00                     | 33.51        | 34.53        | 34.66                        | 34.56            | 207.27         | 222.99                  | 26.08      | 2.350 | 72.00                      |                               |
|        | New Jersey Fully Converted Average |                          | 406.08                     | 21.88        | 20.40        | 16.31                        | 16.23            | 194.64         | 197.72                  | 17.38      | 2.008 | 34.59                      |                               |
|        | New Jersey Fully Converted Median  |                          | 199.53                     | 21.46        | 16.86        | 16.41                        | 16.27            | 196.33         | 200.44                  | 15.93      | 1.370 | 35.27                      |                               |
|        | New Jersey MHC's Average           |                          | 5,612.55                   | 26.19        | 29.33        | 26.91                        | 28.20            | 394.75         | 394.75                  | 36.33      | 1.910 | 38.53                      |                               |
|        | New Jersey MHC's Median            |                          | 5,612.55                   | 26.19        | 29.33        | 26.91                        | 28.20            | 394.75         | 394.75                  | 36.33      | 1.910 | 38.53                      |                               |
|        | New Jersey Second Steps Average    |                          | 477.19                     | 18.76        | 19.61        | 17.98                        | 19.61            | 220.15         | 224.45                  | 21.00      | 2.43  | 41.67                      |                               |
|        | New Jersey Second Steps Median     |                          | 477.19                     | 18.76        | 19.61        | 17.98                        | 19.61            | 220.15         | 224.45                  | 21.00      | 2.43  | 41.67                      |                               |

**Exhibit 9**  
**Industry Multiples by Size**  
**Pricing Data as of September 11, 2003**

| Current Market Value (\$M)    | Earnings (x) | Price/ Core EPS (x) | Current Price in Relation to |                     |                |                         | Current Dividend Yield (%) | LTM Dividend Payout Ratio (%) |            |       |
|-------------------------------|--------------|---------------------|------------------------------|---------------------|----------------|-------------------------|----------------------------|-------------------------------|------------|-------|
|                               |              |                     | LTM EPS (x)                  | Price/ Core EPS (x) | Book Value (x) | Tangible Book Value (%) |                            |                               | Assets (%) |       |
| 30.00                         | <25          | 19.20               | 18.06                        | 17.19               | 17.92          | 110.89                  | 112.63                     | 11.68                         | 2.58       | 40.00 |
| 48.00                         | >=25 - <50   | 14.94               | 15.34                        | 15.57               | 15.27          | 121.95                  | 124.15                     | 11.65                         | 2.09       | 31.00 |
| 45.00                         | >=50 - <150  | 14.53               | 14.79                        | 15.21               | 15.35          | 134.70                  | 140.65                     | 13.15                         | 2.11       | 31.16 |
| 60.00                         | > 155        | 12.48               | 13.86                        | 13.63               | 14.37          | 172.68                  | 209.06                     | 15.85                         | 1.93       | 23.13 |
| National Standard Conversions |              |                     |                              |                     |                |                         |                            |                               |            |       |
|                               |              | 14.53               | 15.34                        | 14.78               | 15.24          | 137.62                  | 145.52                     | 13.25                         | 2.12       | 29.74 |

Exhibit 10  
Standard Conversions - 2000 to Date  
Selected Market Data  
Market Data as of 9/11/2003

| Ticker                | Short Name                         | IPO Date   | IPO Price (\$) | IPO Proceeds (\$MM) | Conversion Assets (\$MM) | Total Equity (\$MM) | Pre-Conversion Book Value (\$) | Price to Pre-Earnings |                   |                   | Price to Pre-Earnings |            |             | To date (%) |
|-----------------------|------------------------------------|------------|----------------|---------------------|--------------------------|---------------------|--------------------------------|-----------------------|-------------------|-------------------|-----------------------|------------|-------------|-------------|
|                       |                                    |            |                |                     |                          |                     |                                | Pre Earnings (\$)     | Pre Earnings (\$) | Pre Earnings (\$) | 1 Day (%)             | 1 Week (%) | 1 Month (%) |             |
| CFBC                  | Community First Bancorp, Inc.      | 06/27/2003 | 10.0000        | 2,777               | 29,968                   | 4,139               | 67.24                          | 8.5                   | 20.00             | 20.30             | 20.50                 | 20.50      | N/A         | 22.00       |
| RFBA                  | Ranbanc First Bank, S/B            | 04/02/2003 | 10.0000        | 1,910               | 30,563                   | 3,267               | 58.46                          | 5.9                   | 15.10             | 20.00             | 20.30                 | 20.50      | 28.00       | 26.60       |
| QZ'03                 | Average                            |            |                |                     |                          |                     | 62.85                          | 7.20                  | 20.00             | 20.30             | 20.50                 | 20.50      | 28.00       | 22.00       |
|                       | Median                             |            |                |                     |                          |                     | 62.85                          | 7.20                  | 20.00             | 20.30             | 20.50                 | 20.50      | 28.00       | 22.00       |
| PFS                   | Provident Financial Services, Inc. | 01/16/2003 | 10.0000        | 596,183             | 3,066,277                | 826,469             | 72.14                          | 16.3                  | 55.00             | 55.20             | 51.50                 | 51.50      | 61.10       | 105.20      |
| CCFC                  | CCSB Financial Corp.               | 01/09/2003 | 10.0000        | 9,787               | 77,872                   | 14,570              | 67.17                          | 11.2                  | 20.00             | 21.10             | 25.00                 | 25.00      | 31.00       | 31.00       |
| QZ'03                 | Average                            |            |                |                     |                          |                     | 70.67                          | 13.75                 | 37.50             | 39.15             | 38.25                 | 43.05      | 43.05       | 69.10       |
|                       | Median                             |            |                |                     |                          |                     | 69.66                          | 13.75                 | 37.50             | 39.15             | 38.25                 | 43.05      | 43.05       | 69.10       |
|                       | Average                            |            |                |                     |                          |                     | 66.25                          | 10.48                 | 27.53             | 29.65             | 30.13                 | 38.03      | 46.70       | 46.70       |
|                       | Median                             |            |                |                     |                          |                     | 67.21                          | 9.85                  | 20.00             | 21.70             | 24.25                 | 28.00      | 29.80       | 29.80       |
| ALFC                  | Atlantic Liberty Financial Corp    | 10/23/2002 | 10.0000        | 17,110              | 124,044                  | 23,096              | 74.08                          | 12.1                  | 30.20             | 31.60             | 33.30                 | 33.30      | 40.00       | 80.00       |
| TONE                  | TierOne Corporation                | 10/02/2002 | 10.0000        | 220,751             | 1,543,512                | 315,172             | 70.00                          | 12.5                  | 40.00             | 37.00             | 39.20                 | 51.60      | 123.60      | 123.60      |
| QZ'02                 | Average                            |            |                |                     |                          |                     | 72.04                          | 13.65                 | 35.10             | 34.30             | 36.25                 | 45.80      | 101.80      | 101.80      |
|                       | Median                             |            |                |                     |                          |                     | 72.04                          | 13.65                 | 35.10             | 34.30             | 36.25                 | 45.80      | 101.80      | 101.80      |
| MCBF                  | Monarch Community Bancorp, Inc.    | 08/10/2002 | 10.0000        | 23,144              | 172,688                  | 34,972              | 66.18                          | 11.8                  | 16.80             | 14.00             | 14.10                 | 14.10      | 49.10       | 49.10       |
| EPFB                  | First PacTrust Bancorp, Inc.       | 08/21/2002 | 12.0000        | 63,480              | 349,349                  | 83,253              | 76.25                          | 15.4                  | 18.58             | 21.50             | 18.25                 | 28.13      | 67.92       | 67.92       |
| QZ'02                 | Average                            |            |                |                     |                          |                     | 71.22                          | 13.60                 | 17.69             | 17.75             | 9.93                  | 21.22      | 58.51       | 58.51       |
|                       | Median                             |            |                |                     |                          |                     | 71.22                          | 13.60                 | 17.69             | 17.75             | 9.93                  | 21.22      | 58.51       | 58.51       |
| RSVB                  | Reserve Bancorp, Inc.              | 04/08/2002 | 10.0000        | 7,575               | 44,855                   | 11,426              | 66.30                          | 14.4                  | 25.00             | 28.00             | 29.00                 | 29.00      | 65.50       | 65.50       |
| QZ'02                 | Average                            |            |                |                     |                          |                     | 66.30                          | 14.40                 | 25.00             | 28.00             | 29.00                 | 29.00      | 65.50       | 65.50       |
|                       | Median                             |            |                |                     |                          |                     | 66.30                          | 14.40                 | 25.00             | 28.00             | 29.00                 | 29.00      | 65.50       | 65.50       |
| HRGB                  | Heritage Bancshares, Inc.          | 02/26/2002 | 10.0000        | 4,915               | 40,351                   | 7,869               | 62.46                          | 10.9                  | 20.50             | 17.50             | 15.10                 | 22.00      | 31.00       | 31.00       |
| QZ'02                 | Average                            |            |                |                     |                          |                     | 62.46                          | 10.90                 | 20.50             | 17.50             | 15.10                 | 22.00      | 31.00       | 31.00       |
|                       | Median                             |            |                |                     |                          |                     | 62.46                          | 10.90                 | 20.50             | 17.50             | 15.10                 | 22.00      | 31.00       | 31.00       |
| 2002                  | Average                            |            |                |                     |                          |                     | 69.21                          | 12.85                 | 25.18             | 24.93             | 23.74                 | 30.84      | 69.82       | 69.82       |
|                       | Median                             |            |                |                     |                          |                     | 68.15                          | 12.30                 | 22.75             | 24.75             | 23.88                 | 28.67      | 66.71       | 66.71       |
| AFBA                  | Allied First Bancorp, Inc.         | 12/31/2001 | 10.0000        | 6,094               | 82,195                   | 9,525               | 63.98                          | 6.9                   | 19.00             | 18.50             | 19.20                 | 21.00      | 40.00       | 40.00       |
| CFSC                  | Chemstar Financial Corp.           | 12/28/2001 | 10.0000        | 5,555               | 66,253                   | 9,517               | 58.37                          | 7.7                   | 22.00             | 22.50             | 27.50                 | 40.00      | 115.00      | 115.00      |
| PRNC                  | PFS Bancorp, Inc.                  | 10/12/2001 | 10.0000        | 15,209              | 113,387                  | 26,475              | 57.45                          | 11.8                  | 21.50             | 24.50             | 24.50                 | 16.10      | 76.10       | 76.10       |
| QZ'01                 | Average                            |            |                |                     |                          |                     | 59.93                          | 8.80                  | 20.83             | 21.83             | 23.73                 | 32.37      | 77.03       | 77.03       |
|                       | Median                             |            |                |                     |                          |                     | 58.37                          | 7.70                  | 21.50             | 22.50             | 24.50                 | 36.10      | 76.10       | 76.10       |
| GLBP                  | Globe Bancorp, Inc.                | 07/10/2001 | 10.0000        | 3,042               | 24,797                   | 5,625               | 54.08                          | 10.9                  | 13.12             | 10.60             | 11.00                 | 8.50       | 80.00       | 80.00       |
| QZ'01                 | Average                            |            |                |                     |                          |                     | 54.08                          | 10.90                 | 13.12             | 10.60             | 11.00                 | 8.50       | 80.00       | 80.00       |
|                       | Median                             |            |                |                     |                          |                     | 54.08                          | 10.90                 | 13.12             | 10.60             | 11.00                 | 8.50       | 80.00       | 80.00       |
| BAFI                  | BancAffiliated, Inc.               | 06/01/2001 | 10.0000        | 2,645               | 28,031                   | 4,415               | 59.91                          | 8.6                   | 0.00              | 0.00              | 7.50                  | 7.50       | 87.50       | 87.50       |
| FBFL                  | First Banc Financial Corp.         | 05/02/2001 | 10.0000        | 43,047              | 305,480                  | 71,863              | 59.90                          | 12.4                  | 36.50             | 39.90             | 43.50                 | 57.00      | 125.50      | 125.50      |
| FBTC                  | First BancTrust Corporation        | 04/19/2001 | 10.0000        | 15,209              | 170,466                  | 25,599              | 59.41                          | 8.2                   | 13.20             | 12.90             | 21.10                 | 31.00      | 133.10      | 133.10      |
| QZ'01                 | Average                            |            |                |                     |                          |                     | 59.74                          | 9.73                  | 16.57             | 17.60             | 24.03                 | 31.83      | 115.37      | 115.37      |
|                       | Median                             |            |                |                     |                          |                     | 59.90                          | 8.60                  | 13.20             | 12.90             | 21.10                 | 31.00      | 135.50      | 135.50      |
| BUCS                  | BUCS Financial Corp                | 03/15/2001 | 10.0000        | 4,051               | 70,370                   | 8,942               | 45.30                          | 5.4                   | 30.00             | 36.25             | 36.88                 | 52.50      | 126.50      | 126.50      |
| CTZN                  | Citizens First Bancorp, Inc.       | 03/07/2001 | 10.0000        | 88,211              | 741,570                  | 137,363             | 64.22                          | 10.6                  | 38.13             | 35.00             | 32.50                 | 50.60      | 107.50      | 107.50      |
| QZ'01                 | Average                            |            |                |                     |                          |                     | 54.76                          | 8.00                  | 34.07             | 35.63             | 34.69                 | 51.55      | 117.00      | 117.00      |
|                       | Median                             |            |                |                     |                          |                     | 54.76                          | 8.00                  | 34.07             | 35.63             | 34.69                 | 51.55      | 117.00      | 117.00      |
| 2001                  | Average                            |            |                |                     |                          |                     | 58.07                          | 9.17                  | 21.49             | 22.74             | 24.85                 | 33.80      | 99.02       | 99.02       |
|                       | Median                             |            |                |                     |                          |                     | 59.41                          | 8.60                  | 21.50             | 22.50             | 24.50                 | 36.10      | 107.50      | 107.50      |
| LWFH                  | Lawrence Financial Holdings, Inc.  | 12/29/2000 | 10.0000        | 7,758               | 113,865                  | 14,369              | 53.99                          | 6.4                   | 10.00             | 10.94             | 12.50                 | 15.00      | 128.00      | 128.00      |
| QZ'00                 | Average                            |            |                |                     |                          |                     | 53.99                          | 6.40                  | 10.00             | 10.94             | 12.50                 | 15.00      | 128.00      | 128.00      |
|                       | Median                             |            |                |                     |                          |                     | 53.99                          | 6.40                  | 10.00             | 10.94             | 12.50                 | 15.00      | 128.00      | 128.00      |
| FFBI                  | First Federal Bancshares, Inc.     | 09/28/2000 | 10.0000        | 22,425              | 213,187                  | 42,776              | 52.42                          | 9.5                   | 26.88             | 27.50             | 26.88                 | 33.75      | 220.00      | 220.00      |
| DFBS                  | DutchBank Bancshares, Inc.         | 07/06/2000 | 10.0000        | 15,606              | 211,151                  | 29,613              | 52.70                          | 6.9                   | 0.00              | 0.00              | 3.13                  | 21.88      | 259.00      | 259.00      |
| QZ'00                 | Average                            |            |                |                     |                          |                     | 52.56                          | 8.20                  | 13.44             | 13.75             | 15.01                 | 21.82      | 239.40      | 239.40      |
|                       | Median                             |            |                |                     |                          |                     | 52.56                          | 8.20                  | 13.44             | 13.75             | 15.01                 | 21.82      | 239.40      | 239.40      |
| BHL                   | BankShire Hills Bancorp, Inc.      | 06/28/2000 | 10.0000        | 71,050              | 841,651                  | 147,702             | 48.10                          | 7.8                   | 23.13             | 26.25             | 28.13                 | 41.25      | 219.20      | 219.20      |
| QZ'00                 | Average                            |            |                |                     |                          |                     | 48.10                          | 7.80                  | 23.13             | 26.25             | 28.13                 | 41.25      | 219.20      | 219.20      |
|                       | Median                             |            |                |                     |                          |                     | 48.10                          | 7.80                  | 23.13             | 26.25             | 28.13                 | 41.25      | 219.20      | 219.20      |
| PCBI                  | Peoples Community Bancorp, Inc.    | 03/10/2000 | 10.0000        | 11,900              | 90,299                   | 30,457              | 39.07                          | 11.6                  | 14.38             | 14.38             | 5.63                  | 5.00       | 135.51      | 135.51      |
| SIBC                  | Connecticut Bancshares, Inc.       | 03/02/2000 | 10.0000        | 104,000             | 1,108,287                | 199,044             | 52.25                          | 8.6                   | 2.50              | -0.63             | 8.13                  | 37.50      | 412.10      | 412.10      |
| QZ'00                 | Average                            |            |                |                     |                          |                     | 45.66                          | 10.10                 | 8.44              | 6.88              | 6.88                  | 21.25      | 263.91      | 263.91      |
|                       | Median                             |            |                |                     |                          |                     | 45.66                          | 10.10                 | 8.44              | 6.88              | 6.88                  | 21.25      | 263.91      | 263.91      |
| 2000                  | Average                            |            |                |                     |                          |                     | 49.76                          | 10.55                 | 12.82             | 13.07             | 14.07                 | 25.73      | 211.99      | 211.99      |
|                       | Median                             |            |                |                     |                          |                     | 52.34                          | 8.20                  | 12.19             | 13.66             | 10.32                 | 27.82      | 219.20      | 219.20      |
| 1/5/2000 to 9/11/2003 | Average                            |            |                |                     |                          |                     | 60.06                          | 10.99                 | 23.26             | 21.87             | 22.60                 | 31.57      | 131.54      | 131.54      |
|                       | Median                             |            |                |                     |                          |                     | 59.90                          | 10.60                 | 20.00             | 21.50             | 23.50                 | 30.00      | 111.25      | 111.25      |

Exhibit 10  
Standard Conversions - 2000 to Date  
Selected Market Data  
Market Data as of 9/11/2003

| Ticker                | Short Name                         | Current Stock Price 9/11/2003 | Book Value (\$) | Tangible Book Value (\$) | Earnings (\$) | Core EPS (\$) | LTW EPS (\$) | Assets (\$) |
|-----------------------|------------------------------------|-------------------------------|-----------------|--------------------------|---------------|---------------|--------------|-------------|
| CFHC                  | Community First Bancorp. Inc.      | 12.20                         | 77.22           | 77.22                    | NA            | NA            | NA           | 9.54        |
| RFHK                  | Rainou First Bank, SB              | 12.66                         | NA              | NA                       | NA            | NA            | NA           | 9.80        |
| Q2 '03                | Average                            | 12.15                         | 76.90           | 76.90                    | NA            | NA            | NA           | 9.80        |
|                       | Median                             | 12.75                         | NA              | NA                       | NA            | NA            | NA           | NA          |
| PFS                   | Provident Financial Services, Inc. | 20.52                         | 144.61          | 148.37                   | NA            | 34.20         | 30.18        | 30.17       |
| CCFC                  | CCSB Financial Corp.               | 13.30                         | 86.20           | 86.20                    | NA            | 47.50         | 47.50        | 15.32       |
| Q1 '03                | Average                            | 16.91                         | 115.41          | 117.29                   | NA            | 40.85         | 38.84        | 22.75       |
|                       | Median                             | 16.91                         | 115.41          | 117.29                   | NA            | 40.85         | 38.84        | 22.75       |
| 2003 YTD              | Average                            | 14.67                         | 102.68          | 103.93                   | NA            | 40.85         | 38.84        | 18.34       |
|                       | Median                             | 12.98                         | 86.20           | 86.20                    | NA            | 40.85         | 38.84        | 15.32       |
| ALFC                  | Atlantic Liberty Financial Corp    | 18.0000                       | 120.64          | 120.64                   | NA            | 19.57         | 19.57        | 22.14       |
| TONE                  | TierOne Corporation                | 22.3600                       | 143.33          | 143.33                   | NA            | 19.28         | 19.28        | 22.12       |
| Q4 '02                | Average                            | 20.18                         | 131.99          | 131.99                   | NA            | 19.43         | 19.43        | 22.13       |
|                       | Median                             | 20.18                         | 131.99          | 131.99                   | NA            | 19.43         | 19.43        | 22.13       |
| MCBF                  | Monarch Community Bancorp. Inc.    | 14.9100                       | 96.38           | 96.38                    | NA            | 186.38        | 186.38       | 16.55       |
| FPTB                  | First Pac Trust Bancorp. Inc.      | 20.1500                       | 109.87          | 109.87                   | NA            | 23.99         | 23.99        | 19.85       |
| Q3 '02                | Average                            | 17.53                         | 103.13          | 103.13                   | NA            | 105.19        | 105.19       | 18.20       |
|                       | Median                             | 17.53                         | 103.13          | 103.13                   | NA            | 105.19        | 105.19       | 18.20       |
| RSVB                  | Rensselaer Bancorp. Inc.           | 16.5500                       | 98.57           | 98.57                    | 17.80         | 18.81         | 18.81        | 18.60       |
| Q2 '02                | Average                            | 16.55                         | 98.57           | 98.57                    | 17.80         | 18.81         | 18.81        | 18.60       |
|                       | Median                             | 16.55                         | 98.57           | 98.57                    | 17.80         | 18.81         | 18.81        | 18.60       |
| HRGB                  | Heritage Bancshares, Inc.          | 13.1000                       | 78.16           | 78.16                    | 65.50         | 40.94         | 40.94        | 10.68       |
| Q1 '02                | Average                            | 13.10                         | 78.16           | 78.16                    | 65.50         | 40.94         | 40.94        | 10.68       |
|                       | Median                             | 13.10                         | 78.16           | 78.16                    | 65.50         | 40.94         | 40.94        | 10.68       |
| 2002                  | Average                            | 17.51                         | 107.83          | 107.83                   | 41.65         | 51.50         | 51.50        | 18.60       |
|                       | Median                             | 17.28                         | 104.22          | 104.22                   | 41.65         | 51.50         | 51.50        | 18.55       |
| AFBA                  | Allied First Bancorp. Inc.         | 14.0000                       | 81.73           | 81.73                    | 20.90         | 14.58         | 14.58        | 20.90       |
| CSFC                  | City Savings Financial Corp.       | 21.5000                       | 111.69          | 111.69                   | 8.21          | 6.80          | 10.34        | 12.57       |
| PBNC                  | PFS Bancorp. Inc.                  | 17.6100                       | 91.72           | 91.72                    | 32.61         | 29.35         | 29.35        | 22.02       |
| Q4 '01                | Average                            | 17.70                         | 95.05           | 95.05                    | 20.57         | 16.91         | 16.09        | 21.83       |
|                       | Median                             | 17.61                         | 91.72           | 91.72                    | 20.90         | 14.52         | 14.52        | 20.50       |
| GLBP                  | Globe Bancorp. Inc.                | 18.0000                       | 89.20           | 89.20                    | 25.71         | 28.13         | 28.13        | 25.71       |
| Q3 '01                | Average                            | 18.00                         | 89.20           | 89.20                    | 25.71         | 28.13         | 28.13        | 25.71       |
|                       | Median                             | 18.00                         | 89.20           | 89.20                    | 25.71         | 28.13         | 28.13        | 25.71       |
| BAFI                  | BancAffiliated, Inc.               | 18.7500                       | 92.50           | 92.50                    | 9.06          | 7.84          | 9.06         | 7.89        |
| CFSL                  | Chesterfield Financial Corp.       | 22.5000                       | 119.31          | 120.14                   | 29.29         | 35.23         | 35.23        | 29.29       |
| FBTC                  | First Banc Trust Corporation       | 23.3100                       | 111.58          | 111.58                   | 18.50         | 15.34         | 19.59        | 13.73       |
| Q2 '01                | Average                            | 21.54                         | 107.80          | 108.07                   | 18.95         | 19.50         | 19.50        | 19.31       |
|                       | Median                             | 21.54                         | 111.58          | 111.58                   | 18.50         | 15.34         | 15.34        | 15.11       |
| BUCS                  | BUCS Financial Corp                | 22.6500                       | 83.12           | 86.45                    | 16.90         | 16.18         | 16.18        | 17.98       |
| CTZN                  | Citizens First Bancorp. Inc.       | 20.7500                       | 114.77          | 114.77                   | 12.35         | NA            | NA           | 16.49       |
| Q1 '01                | Average                            | 21.70                         | 98.95           | 100.61                   | 14.86         | 14.27         | 16.18        | 17.98       |
|                       | Median                             | 21.70                         | 98.95           | 100.61                   | 14.86         | 14.27         | 16.18        | 17.98       |
| 2001                  | Average                            | 19.90                         | 99.51           | 99.98                    | 19.33         | 18.43         | 19.64        | 20.89       |
|                       | Median                             | 20.75                         | 92.50           | 92.50                    | 18.50         | 15.34         | 15.76        | 20.25       |
| LWFH                  | Lawrence Financial Holdings, Inc.  | 22.8000                       | 106.74          | 106.74                   | 31.67         | 28.50         | 33.53        | 47.50       |
| Q4 '00                | Average                            | 22.80                         | 106.74          | 106.74                   | 31.67         | 28.50         | 33.53        | 47.50       |
|                       | Median                             | 22.80                         | 106.74          | 106.74                   | 31.67         | 28.50         | 33.53        | 47.50       |
| FFBI                  | First Federal Bancshares, Inc.     | 32.0000                       | 136.23          | 141.53                   | 25.40         | 20.00         | 40.00        | 31.07       |
| DFBS                  | DutchFork Bancshares, Inc.         | 35.9000                       | 129.98          | 129.98                   | 12.21         | 8.89          | 12.29        | 30.68       |
| Q3 '00                | Average                            | 33.95                         | 133.11          | 135.76                   | 18.81         | 14.45         | 26.15        | 30.88       |
|                       | Median                             | 33.95                         | 133.11          | 135.76                   | 18.81         | 14.45         | 26.15        | 30.88       |
| BHIL                  | Berkshire Hills Bancorp. Inc.      | 31.92                         | 31.4300         | 356.06                   | 171.00        | 112.25        | 20.68        | 17.86       |
| Q2 '00                | Average                            | 31.92                         | 31.43           | 356.06                   | 171.00        | 112.25        | 20.68        | 17.86       |
|                       | Median                             | 31.92                         | 31.43           | 356.06                   | 171.00        | 112.25        | 20.68        | 17.86       |
| PCBI                  | Peoples Community Bancorp. Inc.    | 21.5510                       | 118.35          | 132.38                   | 14.86         | 14.18         | 21.55        | 17.38       |
| SBMC                  | Connecticut Bancshares, Inc.       | 51.2300                       | 220.82          | 249.05                   | 19.04         | 18.30         | 19.41        | 19.86       |
| Q1 '00                | Average                            | 36.39                         | 169.59          | 190.72                   | 16.95         | 16.24         | 20.48        | 18.62       |
|                       | Median                             | 36.39                         | 169.59          | 190.72                   | 16.95         | 16.24         | 20.48        | 18.62       |
| 2000                  | Average                            | 31.57                         | 123.93          | 152.62                   | 45.70         | 33.69         | 24.58        | 27.39       |
|                       | Median                             | 31.96                         | 124.17          | 136.96                   | 32.22         | 19.15         | 21.12        | 25.27       |
| 1/2/2000 to 9/11/2003 | Average                            | 21.53                         | 108.09          | 115.99                   | 31.26         | 32.99         | 31.42        | 33.34       |
|                       | Median                             | 20.52                         | 108.31          | 110.73                   | 19.04         | 19.57         | 21.12        | 19.86       |

**Clifton Savings Bancorp, Inc.**  
**Pro Forma Analysis Sheet - Twelve Months Ended**  
**June 30, 2003**  
**Includes SOP 93-6**

|  | Bank   | Comparables |         | State   |         | National |         |
|--|--------|-------------|---------|---------|---------|----------|---------|
|  |        | Mean        | Median  | Mean    | Median  | Mean     | Median  |
| <u>Price-Core Earnings Ratio P/E</u>     |        |             |         |         |         |          |         |
| Min                                      | 25.00  |             |         |         |         |          |         |
| Mid                                      | 29.41  | 21.88       | 20.95   | 16.23   | 16.27   | 18.86    | 15.24   |
| Max                                      | 33.33  |             |         |         |         |          |         |
| Smax                                     | 37.04  |             |         |         |         |          |         |
| <u>Price-to-Book Ratio P/B</u>           |        |             |         |         |         |          |         |
| Min                                      | 72.89% |             |         |         |         |          |         |
| Mid                                      | 77.10% | 145.69%     | 139.17% | 194.64% | 196.33% | 150.88%  | 137.62% |
| Max                                      | 80.65% |             |         |         |         |          |         |
| Smax                                     | 83.89% |             |         |         |         |          |         |
| <u>Price-to-Tangible Book Ratio P/TB</u> |        |             |         |         |         |          |         |
| Min                                      | 72.89% |             |         |         |         |          |         |
| Mid                                      | 77.10% | 148.55%     | 141.06% | 197.72% | 200.44% | 163.61%  | 145.52% |
| Max                                      | 80.65% |             |         |         |         |          |         |
| Smax                                     | 83.89% |             |         |         |         |          |         |
| <u>Price-to-Assets Ratio P/A</u>         |        |             |         |         |         |          |         |
| Min                                      | 20.26% |             |         |         |         |          |         |
| Mid                                      | 23.11% | 15.19%      | 15.62%  | 17.38%  | 15.93%  | 14.32%   | 13.25%  |
| Max                                      | 25.80% |             |         |         |         |          |         |
| Smax                                     | 28.71% |             |         |         |         |          |         |

| Valuation Parameters                                      |     | Y  |             |
|---|-----|----|-------------|
| Prior Twelve Mos. Earning Base Period Ended June 30, 2003 |     | \$ | 4,906 (1)   |
| Pre-Conversion Book Value As of June 30, 2003             | B   | \$ | 74,098      |
| Pre-Conversion Assets As of June 30, 2003                 | A   | \$ | 589,213     |
| Return on Money   | R   |    | 1.17% (2)   |
| Conversion Expenses                                       | X   | \$ | 3,307       |
|   |     |    | 1.95% (3)   |
| Proceeds Not Invested                                     |     | \$ | 20,400 (4)  |
| Estimated ESOP Borrowings                                 |     | \$ | 13,600      |
| ESOP Purchases  | E   | \$ | 8.00% (5)   |
| Cost of ESOP Borrowings                                   | S   | \$ | 680 (5)     |
| Cost of ESOP Borrowings                                   | S   | \$ | 0.00% (5)   |
| Amort of ESOP Borrowings                                  | T   |    | 20 Years    |
| Amort of MRP Amount                                       | N   |    | 5 Years     |
| Estimated MRP Amount                                      |     | \$ | 6,800 (6)   |
| MRP Purchases   | M   |    | 4.00%       |
| MRP Expense   |     | \$ | 1,360       |
| Foundation Amount   |     | \$ | - (7)       |
| Foundation Amount   | F   | \$ | 0.00% 0.00% |
| Foundation Opportunity Cost                               |     | \$ | -           |
| Tax Benefit   | Z   | \$ | - (8)       |
| Tax Rate  | TAX |    | 39.94%      |
| Percentage Sold   | PCT |    | 100.00%     |
| Amount to be issued to Public                             |     | \$ | 170,000 (9) |
| Earnings Multiple   |     |    | 12          |

- (1) Net income for the twelve months ended June 30, 2003.
- (2) Net Return assumes a reinvestment rate of 1.95 percent (the 1 year Treasury at June 30, 2003), and a tax rate of 40%.
- (3) Conversion expenses reflect estimated expenses as presented in the offering document.
- (4) Includes Stock from ESOP and MRP.
- (5) Assumes ESOP is amortized straight line over 20 years.
- (6) Assumes MRP is amortized straight line over 5 years.
- (7) Not applicable.
- (8) Not Applicable.
- (9) The amount to be offered to public.

**Pro Forma Calculation**

Calculation of Estimated Value (V) at Midpoint Value

$$\begin{aligned}
 3. \quad V &= \frac{P/E*Y}{1-P/E*PCT*(1-X-E-M-F)*R-(1-TAX)*E/T-(1-TAX)*M/N} &&= \$170,000,000 \\
 2. \quad V &= \frac{P/B*(B+Z)}{1-P/B*PCT*(1-X-E-M-F)} &&= \$170,000,000 \\
 1. \quad V &= \frac{P/A*A}{1-P/A*PCT*(1-X-E-M-F)} &&= \$170,000,000
 \end{aligned}$$

The appraisal was performed on a market basis and not on the above formulas.

| <u>Conclusion</u>          | <u>Total Shares</u><br>Shares | <u>Price</u><br>Per Share | <u>Total</u><br><u>Value</u> |
|----------------------------|-------------------------------|---------------------------|------------------------------|
| Appraised Value - Midpoint | 17,000,000                    | \$ 10.00                  | \$ 170,000,000               |
| Range:                     |                               |                           |                              |
| - Minimum                  | 14,450,000                    | 10.00                     | 144,500,000                  |
| - Maximum                  | 19,550,000                    | 10.00                     | 195,500,000                  |
| - Super Maximum            | 22,482,500                    | 10.00                     | 224,825,000                  |

**Pre Foundation**

| <u>Conclusion</u>     | <u>Appraised Value</u> |                 |                |
|-----------------------|------------------------|-----------------|----------------|
|                       | <u>Minimum</u>         | <u>Midpoint</u> | <u>Maximum</u> |
| Total Shares          | 14,450,000             | 17,000,000      | 19,550,000     |
| Price per Share       | \$ 10                  | \$ 10           | \$ 10          |
| Full Conversion Value | \$ 144,500,000         | \$ 170,000,000  | \$ 195,500,000 |
| Exchange Shares       | 0                      | 0               | 0              |
| Exchange Percent      | 0.00%                  | 0.00%           | 0.00%          |
| Conversion Shares     | 14,450,000             | 17,000,000      | 19,550,000     |
| Conversion Percent    | 100.00%                | 100.00%         | 100.00%        |
| Gross Proceeds        | \$ 144,500,000         | \$ 170,000,000  | \$ 195,500,000 |
| Exchange Value        | \$ -                   | \$ -            | \$ -           |
| Exchange Ratio        | 0.0000                 | 0.0000          | 0.0000         |
| SuperMaximum *        |                        |                 | 22,482,500     |

\* SuperMaximum is an overallotment option that is 15% above the maximum amount.

**Pro Forma Effect of Conversion Proceeds**  
As of June 30, 2003  
(Dollars in Thousands)

|                                      | Minimum    | Midpoint   | Maximum    | SuperMax   |
|--------------------------------------|------------|------------|------------|------------|
| Conversion Proceeds                  | 14,450,000 | 17,000,000 | 19,550,000 | 22,482,500 |
| Total Shares Offered                 | 14,450,000 | 17,000,000 | 19,550,000 | 22,482,500 |
| Conversion Shares Offered            | 10         | 10         | 10         | 10         |
| Price Per Share                      | \$ 144,500 | \$ 170,000 | \$ 195,500 | \$ 224,825 |
| Gross Proceeds                       | 144,500    | 170,000    | 195,500    | 224,825    |
| Plus: Value issued to Foundation     | -          | -          | -          | -          |
| Pro Forma Market Capitalization      | 144,500    | 170,000    | 195,500    | 224,825    |
| Gross Proceeds                       | 144,500    | 170,000    | 195,500    | 224,825    |
| Less: Est. Conversion Expenses       | 2,990      | 3,307      | 3,624      | 3,988      |
| Cash issued to foundation            | -          | -          | -          | -          |
| Net Proceeds                         | \$ 141,510 | \$ 166,693 | \$ 191,876 | \$ 220,837 |
| Estimated Income from Proceeds       |            |            |            |            |
| Net Conversion Proceeds              | \$ 141,510 | \$ 166,693 | \$ 191,876 | \$ 220,837 |
| Less: ESOP Adjustment                | 11,560     | 13,600     | 15,640     | 17,986     |
| Less: MRP Adjustment                 | 5,780      | 6,800      | 7,820      | 8,993      |
| Net Proceeds Reinvested              | \$ 124,170 | \$ 146,293 | \$ 168,416 | \$ 193,858 |
| Estimated Incremental Rate of Return | 1.17%      | 1.17%      | 1.17%      | 1.17%      |
| Estimated Incremental Return         | \$ 1,453   | \$ 1,712   | \$ 1,970   | \$ 2,268   |
| Less: Cost of ESOP                   | -          | -          | -          | -          |
| Less: Amortization of ESOP           | 347        | 408        | 470        | 540        |
| Less: MRP Adjustment                 | 694        | 817        | 939        | 1,080      |
| Pro-forma Net Income                 | 412        | 487        | 561        | 648        |
| Earnings Before Conversion           | 4,906      | 4,906      | 4,906      | 4,906      |
| Earnings Excluding Adjustment        | 5,318      | 5,393      | 5,467      | 5,554      |
| Earnings Adjustment                  | (60)       | (60)       | (60)       | (60)       |
| Earnings After Conversion            | \$ 5,258   | \$ 5,333   | \$ 5,407   | \$ 5,494   |

(9)

(3)

(3)

(4)

(7)

(7)

(6)

**Pro Forma Effect of Conversion Proceeds  
As of June 30, 2003  
(Dollars in Thousands)**

|  | Minimum    | Midpoint   | Maximum    | SuperMax   |
|--|------------|------------|------------|------------|
| Pro-forma Net Worth                    | \$ 74,098  | \$ 74,098  | \$ 74,098  | \$ 74,098  |
| Net Worth at June 30, 2003             | 141,510    | 166,693    | 191,876    | 220,837    |
| Net Conversion Proceeds                | -          | -          | -          | -          |
| Plus: MHC Adjustment                   | -          | -          | -          | -          |
| Plus: Value issued to Foundation       | -          | -          | -          | -          |
| Less: After Tax Expense of Foundation  | (11,560)   | (13,600)   | (15,640)   | (17,986)   |
| Less: ESOP Adjustment                  | (5,780)    | (6,800)    | (7,820)    | (8,993)    |
| Less: MRP Adjustment                   | 198,268    | 220,391    | 242,514    | 267,956    |
| Pro-forma Net Worth                    | \$ 198,268 | \$ 220,391 | \$ 242,514 | \$ 267,956 |
| Pro-forma Tangible Net Worth           | -          | -          | -          | -          |
| Pro-forma Net Worth                    | \$ 198,268 | \$ 220,391 | \$ 242,514 | \$ 267,956 |
| Less: Intangible                       | -          | -          | -          | -          |
| Pro-forma Tangible Net Worth           | \$ 198,268 | \$ 220,391 | \$ 242,514 | \$ 267,956 |
| Pro-forma Assets                       | \$ 589,213 | \$ 589,213 | \$ 589,213 | \$ 589,213 |
| Total Assets at June 30, 2003          | 141,510    | 166,693    | 191,876    | 220,837    |
| Net Conversion Proceeds                | -          | -          | -          | -          |
| Plus: MHC Adjustment                   | -          | -          | -          | -          |
| Plus: Value issued to Foundation       | -          | -          | -          | -          |
| Less: After Tax Expense of Foundation  | -          | -          | -          | -          |
| Less: ESOP Adjustment                  | (11,560)   | (13,600)   | (15,640)   | (17,986)   |
| Less: MRP Adjustment                   | (5,780)    | (6,800)    | (7,820)    | (8,993)    |
| Pro-forma Assets Excluding Adjustment  | 713,383    | 735,506    | 757,629    | 783,071    |
| Plus: Adjustment                       | -          | -          | -          | -          |
| Pro-forma Total Assets                 | \$ 713,383 | \$ 735,506 | \$ 757,629 | \$ 783,071 |
| Stockholder's Equity Per Share         |            |            |            |            |
| Net Worth at June 30, 2003             | \$ 5.13    | \$ 4.36    | \$ 3.79    | \$ 3.30    |
| Estimated Net Proceeds                 | 9.79       | 9.81       | 9.81       | 9.82       |
| Plus: MHC Adjustment                   | -          | -          | -          | -          |
| Plus: Value issued to Foundation       | -          | -          | -          | -          |
| Less: After Tax Expense of Foundation  | (0.80)     | (0.80)     | (0.80)     | (0.80)     |
| Less: ESOP Stock                       | (0.40)     | (0.40)     | (0.40)     | (0.40)     |
| Less: MRP Stock                        | 13.72      | 12.97      | 12.40      | 11.92      |
| Pro-forma Net Worth Per Share          | \$ 13.72   | \$ 12.97   | \$ 12.40   | \$ 11.92   |
| Less: Intangible                       | -          | -          | -          | -          |
| Pro-forma Tangible Net Worth Per Share | \$ 13.72   | \$ 12.97   | \$ 12.40   | \$ 11.92   |

**Pro Forma Effect of Conversion Proceeds**  
**As of June 30, 2003**  
**(Dollars in Thousands)**

|                                   | Minimum | Midpoint | Maximum | SuperMax |
|-----------------------------------|---------|----------|---------|----------|
| Net Earnings Per Share            |         |          |         |          |
| (8) Historical Earnings Per Share | \$ 0.37 | \$ 0.31  | \$ 0.27 | \$ 0.24  |
| (8) Incremental return Per Share  | 0.11    | 0.11     | 0.11    | 0.11     |
| (8) ESOP Adjustment Per Share     | (0.03)  | (0.03)   | (0.03)  | (0.03)   |
| (8) MRP Adjustment Per Share      | (0.05)  | (0.05)   | (0.05)  | (0.05)   |
| Normalizing Adjustment Per Share  | -       | -        | -       | -        |
| (8) Pro Forma Earnings Per Share  | \$ 0.40 | \$ 0.34  | \$ 0.30 | \$ 0.27  |
| Shares Utilized                   |         |          |         |          |
| Shares Utilized                   | 13,352  | 15,708   | 18,064  | 20,774   |
| Pro-forma Ratios                  |         |          |         |          |
| Price/EPS without Adjustment      | 25.00   | 29.41    | 33.33   | 37.04    |
| Price/EPS with Adjustment         | 25.00   | 29.41    | 33.33   | 37.04    |
| Price/Book Value per Share        | 72.89%  | 77.10%   | 80.65%  | 83.89%   |
| Price/Tangible Book Value         | 72.89%  | 77.10%   | 80.65%  | 83.89%   |
| Market Value/Assets               | 20.26%  | 23.11%   | 25.80%  | 28.71%   |

- (1) ESOP Borrowings are deducted from net worth and assets, and amortized over 20 years.
- (2) MRP Borrowings are omitted from net worth and assets, and amortized over 5 years.
- (3) Consists of ESOP and MRP amortization.
- (4) The ESOP loan is from the Holding Company and therefore, there are no costs.
- (5) Not applicable.
- (6) ALLL Recapture tax impacted at 40%.
- (7) ESOP and MRP are amortized over 20 and 5 years respectively, and tax impacted at 40%.
- (8) All EPS computations are done in accordance with SOP 93-6.
- (9) Not applicable.

**Expense Calculations**

|                             |            |            |            |            |
|-----------------------------|------------|------------|------------|------------|
| Total Shares Offered        | 14,450     | 17,000     | 19,550     | 22,483     |
| Price Per Share             | \$ 10      | \$ 10      | \$ 10      | \$ 10      |
| Gross Proceeds              | \$ 144,500 | \$ 170,000 | \$ 195,500 | \$ 224,825 |
| Estimated Insider Purchases | (3,875)    | (3,875)    | (3,875)    | (3,875)    |
| ESOP Purchases              | (11,560)   | (13,600)   | (15,640)   | (17,986)   |
| Proceeds to Base Fee On     | \$ 129,065 | \$ 152,525 | \$ 175,985 | \$ 202,964 |
| Underwriters Percentage     | 1.35%      | 1.35%      | 1.35%      | 1.35%      |
| Underwriters Fee            | \$ 1,742   | \$ 2,059   | \$ 2,376   | \$ 2,740   |
| Advisory Fee                | -          | -          | -          | -          |
| Total Underwriters Fee      | 1,742      | 2,059      | 2,376      | 2,740      |
| All Other Expenses          | 1,248      | 1,248      | 1,248      | 1,248      |
| Total Expense               | \$ 2,990   | \$ 3,307   | \$ 3,624   | \$ 3,988   |

**Shares Calculations**

|                                     |        |        |        |        |
|-------------------------------------|--------|--------|--------|--------|
| Shares Outstanding (used for BV/Sh) | 14,450 | 17,000 | 19,550 | 22,483 |
| Less: New ESOP Adjustment           | 1,156  | 1,360  | 1,564  | 1,799  |
| Less: Old ESOP Adjustment           | 0      | 0      | 0      | 0      |
| Plus: New SOP 93-6 ESOP Shares      | 58     | 68     | 78     | 90     |
| Plus: Old SOP 93-6 ESOP Shares      | 0      | 0      | 0      | 0      |
| Shares for all EPS Calculations     | 13,352 | 15,708 | 18,064 | 20,774 |

- (1)
- (2)
- (2)

|                                 |            |            |            |            |
|---------------------------------|------------|------------|------------|------------|
| Actual number of shares for EPS | 13,351,800 | 15,708,000 | 18,064,200 | 20,773,830 |
| Actual foundation shares        | 0          | 0          | 0          | 0          |

**Post Foundation**

|                             | Appraised Value |                |                |                |
|-----------------------------|-----------------|----------------|----------------|----------------|
|                             | Minimum         | Midpoint       | Maximum        | SuperMaximum   |
| Shares Issued and Exchanged | 14,450,000      | 17,000,000     | 19,550,000     | 22,482,500     |
| Price per Share             | \$ 10           | \$ 10          | \$ 10          | \$ 10          |
| Shares Issued to Foundation | -               | -              | -              | -              |
| Total Shares                | 14,450,000      | 17,000,000     | 19,550,000     | 22,482,500     |
| Exchange Shares             | -               | -              | -              | -              |
| Conversion Shares           | 14,450,000      | 17,000,000     | 19,550,000     | 22,482,500     |
| Implied Exchange Ratio      | -               | -              | -              | -              |
| Gross Proceeds              | \$ 144,500,000  | \$ 170,000,000 | \$ 195,500,000 | \$ 224,825,000 |
| Exchange Value              | \$ -            | \$ -           | \$ -           | \$ -           |

**Conclusion**

Shares Issued and Exchanged  
 Price per Share  
 Shares Issued to Foundation  
 Total Shares  
 Exchange Shares  
 Conversion Shares  
 Implied Exchange Ratio  
 Gross Proceeds  
 Exchange Value

| MRP Dilution                    |     |            |            |            |            |  |  |  |  |
|---------------------------------|-----|------------|------------|------------|------------|--|--|--|--|
| Shares Outstanding              |     | 14,450,000 | 17,000,000 | 19,550,000 | 22,482,500 |  |  |  |  |
| Less: New ESOP Adjustment       |     | 1,156,000  | 1,360,000  | 1,564,000  | 1,798,600  |  |  |  |  |
| Less: Old ESOP Adjustment       |     | 0          | 0          | 0          | 0          |  |  |  |  |
| Plus: New MRP issued            | (1) | 578,000    | 680,000    | 782,000    | 899,300    |  |  |  |  |
| Plus: New SOP 93-6 ESOP Shares  | (2) | 57,800     | 68,000     | 78,200     | 89,930     |  |  |  |  |
| Plus: Old SOP 93-6 ESOP Shares  |     | 0          | 0          | 0          | 0          |  |  |  |  |
| Shares for Book Value Dilution  | (2) | 15,028,000 | 17,680,000 | 20,332,000 | 23,381,800 |  |  |  |  |
| Shares for all EPS Calculations |     | 13,929,800 | 16,388,000 | 18,846,200 | 21,673,130 |  |  |  |  |
| EPS                             |     | \$ 9.38    | \$ 0.33    | \$ 0.29    | \$ 0.26    |  |  |  |  |
| Shares for Book Value Dilution  |     | 15,028,000 | 17,680,000 | 20,332,000 | 23,381,800 |  |  |  |  |
| BV/Share                        |     | \$ 13.19   | \$ 12.47   | \$ 11.93   | \$ 11.46   |  |  |  |  |
| Pre-Tax MRP Expense             |     | 1,156      | 1,360      | 1,563      | 1,798      |  |  |  |  |
| Option Dilution                 |     |            |            |            |            |  |  |  |  |
| Shares Outstanding              |     | 14,450,000 | 17,000,000 | 19,550,000 | 22,482,500 |  |  |  |  |
| Less: New ESOP Adjustment       |     | 1,156,000  | 1,360,000  | 1,564,000  | 1,798,600  |  |  |  |  |
| Less: Old ESOP Adjustment       |     | 0          | 0          | 0          | 0          |  |  |  |  |
| Plus: Options                   | (1) | 1,445,000  | 1,700,000  | 1,955,000  | 2,248,250  |  |  |  |  |
| Plus: New SOP 93-6 ESOP Shares  | (2) | 57,800     | 68,000     | 78,200     | 89,930     |  |  |  |  |
| Plus: Old SOP 93-6 ESOP Shares  |     | 0          | 0          | 0          | 0          |  |  |  |  |
| Shares for Book Value Dilution  | (2) | 15,895,000 | 18,700,000 | 21,505,000 | 24,730,750 |  |  |  |  |
| Shares for all EPS Calculations |     | 14,796,800 | 17,408,000 | 20,019,200 | 23,022,080 |  |  |  |  |
| EPS                             |     | \$ 0.36    | \$ 0.31    | \$ 0.27    | \$ 0.24    |  |  |  |  |
| BV/Share                        |     | \$ 13.38   | \$ 12.69   | \$ 12.19   | \$ 11.74   |  |  |  |  |
| Voting Dilution                 |     | 10.82%     | 10.82%     | 10.82%     | 10.82%     |  |  |  |  |

**Clifton Savings Bancorp, Inc.**  
**Pro Forma Analysis Sheet - Twelve Months Ended**  
**March 31, 2003**  
**Includes SOP 93-6**

|  | Bank   | Comparables |         | State   |         | National |         |
|--|--------|-------------|---------|---------|---------|----------|---------|
|  |        | Mean        | Median  | Mean    | Median  | Mean     | Median  |
| <u>Price-Core Earnings Ratio P/E</u>     |        |             |         |         |         |          |         |
| Min                                      | 23.81  |             |         |         |         |          |         |
| Mid                                      | 27.78  | 21.88       | 20.95   | 16.23   | 16.27   | 18.86    | 15.24   |
| Max                                      | 31.25  |             |         |         |         |          |         |
| Smax                                     | 35.71  |             |         |         |         |          |         |
| <u>Price-to-Book Ratio P/B</u>           |        |             |         |         |         |          |         |
| Min                                      | 73.31% |             |         |         |         |          |         |
| Mid                                      | 77.46% | 145.69%     | 139.17% | 194.64% | 196.33% | 150.88%  | 137.62% |
| Max                                      | 80.97% |             |         |         |         |          |         |
| Smax                                     | 84.25% |             |         |         |         |          |         |
| <u>Price-to-Tangible Book Ratio P/TB</u> |        |             |         |         |         |          |         |
| Min                                      | 73.31% |             |         |         |         |          |         |
| Mid                                      | 77.46% | 148.55%     | 141.06% | 197.72% | 200.44% | 163.61%  | 145.52% |
| Max                                      | 80.97% |             |         |         |         |          |         |
| Smax                                     | 84.25% |             |         |         |         |          |         |
| <u>Price-to-Assets Ratio P/A</u>         |        |             |         |         |         |          |         |
| Min                                      | 20.64% |             |         |         |         |          |         |
| Mid                                      | 23.53% | 15.19%      | 15.62%  | 17.38%  | 15.93%  | 14.32%   | 13.25%  |
| Max                                      | 26.26% |             |         |         |         |          |         |
| Smax                                     | 29.20% |             |         |         |         |          |         |

| Valuation Parameters                                       |     | Y  |             |
|--|-----|----|-------------|
| Prior Twelve Mos. Earning Base Period Ended March 31, 2003 |     | \$ | 5,221 (1)   |
| Pre-Conversion Book Value As of March 31, 2003             | B   | \$ | 73,020      |
| Pre-Conversion Assets As of March 31, 2003                 | A   | \$ | 576,055     |
| Return on Money  | R   |    | 1.17% (2)   |
| Conversion Expenses  | X   | \$ | 3,307       |
|  |     |    | 1.95% (3)   |
| Proceeds Not Invested                                      |     | \$ | 20,400 (4)  |
| Estimated ESOP Borrowings                                  |     | \$ | 13,600      |
| ESOP Purchases   | E   |    | 8.00% (5)   |
| Cost of ESOP Borrowings                                    | S   | \$ | 680 (5)     |
| Cost of ESOP Borrowings                                    | T   |    | 0.00% (5)   |
| Amort of ESOP Borrowings                                   |     |    | 20 Years    |
| Amort of MRP Amount  | N   |    | 5 Years     |
| Estimated MRP Amount                                       |     | \$ | 6,800 (6)   |
| MRP Purchases  | M   |    | 4.00%       |
| MRP Expense  |     | \$ | 1,360       |
| Foundation Amount  |     | \$ | - (7)       |
| Foundation Amount  | F   |    | 0.00% 0.00% |
| Foundation Opportunity Cost                                |     | \$ | -           |
| Tax Benefit  | Z   | \$ | - (8)       |
| Tax Rate   | TAX |    | 39.94%      |
| Percentage Sold  | PCT |    | 100.00%     |
| Amount to be issued to Public                              |     | \$ | 170,000 (9) |
| Earnings Multiple  |     |    | 12          |

(1) Net income for the twelve months ended March 31, 2003.

(2) Net Return assumes a reinvestment rate of 1.95 percent (the 1 year Treasury at June 30, 2003), and a tax rate of 40%.

(3) Conversion expenses reflect estimated expenses as presented in the offering document.

(4) Includes Stock from ESOP and MRP.

(5) Assumes ESOP is amortized straight line over 20 years.

(6) Assumes MRP is amortized straight line over 5 years.

(7) Not applicable.

(8) Not Applicable.

(9) The amount to be offered to public.

**Pro Forma Calculation**

Calculation of Estimated Value (V) at Midpoint Value

$$3. \quad V = \frac{P/E*Y}{1-P/E*PCT*(1-X-E-M-F)*R-(1-TAX)*E/T-(1-TAX)*M/N} = \$170,000,000$$

$$2. \quad V = \frac{P/B*(B+Z)}{1-P/B*PCT*(1-X-E-M-F)} = \$170,000,000$$

$$1. \quad V = \frac{P/A*A}{1-P/A*PCT*(1-X-E-M-F)} = \$170,000,000$$

The appraisal was performed on a market basis and not on the above formulas.

| Conclusion                 | Total Shares<br>Shares | Price<br>Per Share | Total<br>Value |
|----------------------------|------------------------|--------------------|----------------|
| Appraised Value - Midpoint | 17,000,000             | \$ 10              | \$ 170,000,000 |
| Range:                     |                        |                    |                |
| - Minimum                  | 14,450,000             | \$ 10              | 144,500,000    |
| - Maximum                  | 19,550,000             | 10                 | 195,500,000    |
| - Super Maximum            | 22,482,500             | 10                 | 224,825,000    |

**Pre Foundation**

| Conclusion            | Appraised Value |                |                |
|-----------------------|-----------------|----------------|----------------|
|                       | Minimum         | Midpoint       | Maximum        |
| Total Shares          | 14,450,000      | 17,000,000     | 19,550,000     |
| Price per Share       | \$ 10           | \$ 10          | \$ 10          |
| Full Conversion Value | \$ 144,500,000  | \$ 170,000,000 | \$ 195,500,000 |
| Exchange Shares       | 0               | 0              | 0              |
| Exchange Percent      | 0.00%           | 0.00%          | 0.00%          |
| Conversion Shares     | 14,450,000      | 17,000,000     | 19,550,000     |
| Conversion Percent    | 100.00%         | 100.00%        | 100.00%        |
| Gross Proceeds        | \$ 144,500,000  | \$ 170,000,000 | \$ 195,500,000 |
| Exchange Value        | \$ -            | \$ -           | \$ -           |
| Exchange Ratio        | 0.0000          | 0.0000         | 0.0000         |
| SuperMaximum *        |                 |                | 22,482,500     |

\* SuperMaximum is an overallocation option that is 15% above the maximum amount.

**Pro Forma Effect of Conversion Proceeds**

As of March 31, 2003

(Dollars in Thousands)

|                                      | Minimum    | Midpoint   | Maximum    | SuperMax   |
|--------------------------------------|------------|------------|------------|------------|
| Conversion Proceeds                  |            |            |            |            |
| Total Shares Offered                 | 14,450,000 | 17,000,000 | 19,550,000 | 22,482,500 |
| Conversion Shares Offered            | 14,450,000 | 17,000,000 | 19,550,000 | 22,482,500 |
| Price Per Share                      | \$ 10      | \$ 10      | \$ 10      | \$ 10      |
| Gross Proceeds                       | \$ 144,500 | \$ 170,000 | \$ 195,500 | \$ 224,825 |
| Plus: Value issued to Foundation     | -          | -          | -          | -          |
| Pro Forma Market Capitalization      | 144,500    | 170,000    | 195,500    | 224,825    |
| Gross Proceeds                       | 144,500    | 170,000    | 195,500    | 224,825    |
| Less: Est. Conversion Expenses       | 2,990      | 3,307      | 3,624      | 3,988      |
| Less: Cash issued to the Foundation  | -          | -          | -          | -          |
| Net Proceeds                         | \$ 141,510 | \$ 166,693 | \$ 191,876 | \$ 220,837 |
| Estimated Income from Proceeds       |            |            |            |            |
| Net Conversion Proceeds              | \$ 141,510 | \$ 166,693 | \$ 191,876 | \$ 220,837 |
| Less: ESOP Adjustment                | 11,560     | 13,600     | 15,640     | 17,986     |
| Less: MRP Adjustment                 | 5,780      | 6,800      | 7,820      | 8,993      |
| Net Proceeds Reinvested              | \$ 124,170 | \$ 146,293 | \$ 168,416 | \$ 193,858 |
| Estimated Incremental Rate of Return | 1.17%      | 1.17%      | 1.17%      | 1.17%      |
| Estimated Incremental Return:        |            |            |            |            |
| Less: Cost of ESOP                   | \$ 1,453   | \$ 1,712   | \$ 1,970   | \$ 2,268   |
| Less: Amortization of ESOP           | -          | -          | -          | -          |
| Less: MRP Adjustment                 | 347        | 408        | 470        | 540        |
| Less: MRP Adjustment                 | 694        | 817        | 939        | 1,080      |
| Pro Forma Net Income                 | 412        | 487        | 561        | 648        |
| Earnings Before Conversion           | 5,221      | 5,221      | 5,221      | 5,221      |
| Earnings Excluding Adjustment        | 5,633      | 5,708      | 5,782      | 5,869      |
| Earnings Adjustment                  | -          | -          | -          | -          |
| Earnings After Conversion            | \$ 5,633   | \$ 5,708   | \$ 5,782   | \$ 5,869   |

(9)

(3)

(3)

(4)

(7)

(7)

(6)

**Pro Forma Effect of Conversion Proceeds  
As of March 31, 2003  
(Dollars in Thousands)**

|  | Minimum    | Midpoint   | Maximum    | SuperMax   |
|--|------------|------------|------------|------------|
| Pro Forma Net Worth                    | \$ 73,020  | \$ 73,020  | \$ 73,020  | \$ 73,020  |
| Net Worth at March 31, 2003            | 141,510    | 166,693    | 191,876    | 220,837    |
| Net Conversion Proceeds                | -          | -          | -          | -          |
| Plus: MHC Adjustment                   | -          | -          | -          | -          |
| Plus: Value issued to Foundation       | -          | -          | -          | -          |
| Less: After Tax Expense of Foundation  | (11,560)   | (13,600)   | (15,640)   | (17,986)   |
| Less: ESOP Adjustment                  | (5,780)    | (6,800)    | (7,820)    | (8,993)    |
| Less: MRP Adjustment                   | -          | -          | -          | -          |
| Pro Forma Net Worth                    | \$ 197,190 | \$ 219,313 | \$ 241,436 | \$ 266,878 |
| Pro Forma Tangible Net Worth           | \$ 197,190 | \$ 219,313 | \$ 241,436 | \$ 266,878 |
| Less: Intangible                       | -          | -          | -          | -          |
| Pro Forma Tangible Net Worth           | \$ 197,190 | \$ 219,313 | \$ 241,436 | \$ 266,878 |
| Pro Forma Assets                       | \$ 576,055 | \$ 576,055 | \$ 576,055 | \$ 576,055 |
| Total Assets at March 31, 2003         | 141,510    | 166,693    | 191,876    | 220,837    |
| Net Conversion Proceeds                | -          | -          | -          | -          |
| Plus: MHC Adjustment                   | -          | -          | -          | -          |
| Plus: Value issued to Foundation       | -          | -          | -          | -          |
| Less: After Tax Expense of Foundation  | -          | -          | -          | -          |
| Less: ESOP Adjustment                  | (11,560)   | (13,600)   | (15,640)   | (17,986)   |
| Less: MRP Adjustment                   | (5,780)    | (6,800)    | (7,820)    | (8,993)    |
| Pro Forma Assets Excluding Adjustment  | 700,225    | 722,348    | 744,471    | 769,913    |
| Plus: Adjustment                       | -          | -          | -          | -          |
| Pro Forma Total Assets                 | \$ 700,225 | \$ 722,348 | \$ 744,471 | \$ 769,913 |
| Stockholder's Equity Per Share         | \$ 5.05    | \$ 4.30    | \$ 3.74    | \$ 3.25    |
| Net Worth at March 31, 2003            | 9.79       | 9.81       | 9.81       | 9.82       |
| Estimated Net Proceeds                 | -          | -          | -          | -          |
| Plus: MHC Adjustment                   | -          | -          | -          | -          |
| Plus: Value issued to Foundation       | -          | -          | -          | -          |
| Less: After Tax Expense of Foundation  | (0.80)     | (0.80)     | (0.80)     | (0.80)     |
| Less: ESOP Stock                       | (0.40)     | (0.40)     | (0.40)     | (0.40)     |
| Less: MRP Stock                        | -          | -          | -          | -          |
| Pro Forma Net Worth Per Share          | 13.64      | 12.91      | 12.35      | 11.87      |
| Less: Intangible                       | -          | -          | -          | -          |
| Pro Forma Tangible Net Worth Per Share | \$ 13.64   | \$ 12.91   | \$ 12.35   | \$ 11.87   |

**Pro Forma Effect of Conversion Proceeds**  
**As of March 31, 2003**  
**(Dollars in Thousands)**

|                                  | Minimum | Midpoint | Maximum | SuperMax |
|----------------------------------|---------|----------|---------|----------|
| Net Earnings Per Share           |         |          |         |          |
| Historical Earnings Per Share    | \$ 0.39 | \$ 0.33  | \$ 0.29 | \$ 0.25  |
| Incremental return Per Share     | 0.11    | 0.11     | 0.11    | 0.11     |
| ESOP Adjustment Per Share        | (0.03)  | (0.03)   | (0.03)  | (0.03)   |
| MRP Adjustment Per Share         | (0.05)  | (0.05)   | (0.05)  | (0.05)   |
| Normalizing Adjustment Per Share | -       | -        | -       | -        |
| Pro Forma Earnings Per Share     | \$ 0.42 | \$ 0.36  | \$ 0.32 | \$ 0.28  |
| Shares Utilized                  | 13,352  | 15,708   | 18,064  | 20,774   |
| Pro Forma Ratios                 |         |          |         |          |
| Price/EPS without Adjustment     | 23.81   | 27.78    | 31.25   | 35.71    |
| Price/EPS with Adjustment        | 23.81   | 27.78    | 31.25   | 35.71    |
| Price/Book Value per Share       | 73.31%  | 77.46%   | 80.97%  | 84.25%   |
| Price/Tangible Book Value        | 73.31%  | 77.46%   | 80.97%  | 84.25%   |
| Market Value/Assets              | 20.64%  | 23.53%   | 26.26%  | 29.20%   |

(8) Net Earnings Per Share

(8) Historical Earnings Per Share

(8) Incremental return Per Share

(8) ESOP Adjustment Per Share

(8) MRP Adjustment Per Share

(8) Normalizing Adjustment Per Share

(8) Pro Forma Earnings Per Share

Shares Utilized

Pro Forma Ratios

Price/EPS without Adjustment

Price/EPS with Adjustment

Price/Book Value per Share

Price/Tangible Book Value

Market Value/Assets

(1) ESOP Borrowings are deducted from net worth and assets, and amortized over 20 years.

(2) MRP Borrowings are omitted from net worth and assets, and amortized over 5 years.

(3) Consists of ESOP and MRP amortization.

(4) The ESOP loan is from the Holding Company and therefore, there are no costs.

(5) Not applicable.

(6) Not applicable.

(7) ESOP and MRP are amortized over 20 and 5 years respectively, and tax impacted at 40%.

(8) All EPS computations are done in accordance with SOP 93-6.

(9) Not applicable.

**Expense Calculations**

|                             |            |            |            |            |
|-----------------------------|------------|------------|------------|------------|
| Total Shares Offered        | 14,450     | 17,000     | 19,550     | 22,483     |
| Price Per Share             | \$ 10      | \$ 10      | \$ 10      | \$ 10      |
| Gross Proceeds              | \$ 144,500 | \$ 170,000 | \$ 195,500 | \$ 224,825 |
| Estimated Insider Purchases | (3,875)    | (3,875)    | (3,875)    | (3,875)    |
| ESOP Purchases              | (11,560)   | (13,600)   | (15,640)   | (17,986)   |
| Proceeds to Base Fee On     | \$ 129,065 | \$ 152,525 | \$ 175,985 | \$ 202,964 |
| Underwriters Percentage     | 1.35%      | 1.35%      | 1.35%      | 1.35%      |
| Underwriters Fee            | \$ 1,742   | \$ 2,059   | \$ 2,376   | \$ 2,740   |
| Advisory Fee                | -          | -          | -          | -          |
| Total Underwriters Fee      | 1,742      | 2,059      | 2,376      | 2,740      |
| All Other Expenses          | 1,248      | 1,248      | 1,248      | 1,248      |
| Total Expense               | \$ 2,990   | \$ 3,307   | \$ 3,624   | \$ 3,988   |

**Shares Calculations**

|                                 |        |        |        |        |
|---------------------------------|--------|--------|--------|--------|
| Shares Outstanding              | 14,450 | 17,000 | 19,550 | 22,483 |
| Less: New ESOP Adjustment       | 1,156  | 1,360  | 1,564  | 1,799  |
| Less: Old ESOP Adjustment       | 0      | 0      | 0      | 0      |
| Plus: New SOP 93-6 ESOP Shares  | 58     | 68     | 78     | 90     |
| Plus: Old SOP 93-6 ESOP Shares  | 0      | 0      | 0      | 0      |
| Shares for all EPS Calculations | 13,352 | 15,708 | 18,064 | 20,774 |

Actual number of shares for EPS  
Actual foundation shares

|            |            |            |            |
|------------|------------|------------|------------|
| 13,351,800 | 15,708,000 | 18,064,200 | 20,773,830 |
| 0          | 0          | 0          | 0          |

**Post Foundation**

|                             | Appraised Value |                |                |
|-----------------------------|-----------------|----------------|----------------|
|                             | Minimum         | Midpoint       | Maximum        |
| Shares Issued and Exchanged | 14,450,000      | 17,000,000     | 19,550,000     |
| Price per Share             | \$ 10           | \$ 10          | \$ 10          |
| Shares Issued to Foundation | -               | -              | -              |
| Total Shares                | 14,450,000      | 17,000,000     | 19,550,000     |
| Exchange Shares             | -               | -              | -              |
| Conversion Shares           | 14,450,000      | 17,000,000     | 19,550,000     |
| Implied Exchange Ratio      | -               | -              | -              |
| Gross Proceeds              | \$ 144,500,000  | \$ 170,000,000 | \$ 195,500,000 |
| Exchange Value              | \$ -            | \$ -           | \$ -           |
|                             |                 |                | 22,482,500     |
|                             |                 |                | 22,482,500     |
|                             |                 |                | 22,482,500     |
|                             |                 |                | 224,825,000    |

**Conclusion**

Shares Issued and Exchanged  
Price per Share  
Shares Issued to Foundation  
Total Shares  
Exchange Shares  
Conversion Shares  
Implied Exchange Ratio  
Gross Proceeds  
Exchange Value

| MRP Dilution                    |            |            |            |            |  |  |
|---------------------------------|------------|------------|------------|------------|--|--|
| Shares Outstanding              | 14,450,000 | 17,000,000 | 19,550,000 | 22,482,500 |  |  |
| Less: New ESOP Adjustment       | 1,156,000  | 1,360,000  | 1,564,000  | 1,798,600  |  |  |
| Less: Old ESOP Adjustment       | 0          | 0          | 0          | 0          |  |  |
| Plus: New MRP issued            | 578,000    | 680,000    | 782,000    | 899,300    |  |  |
| Plus: New SOP 93-6 ESOP Shares  | (2) 57,800 | 68,000     | 78,200     | 89,930     |  |  |
| Plus: Old SOP 93-6 ESOP Shares  | (2) 0      | 0          | 0          | 0          |  |  |
| Shares for all EPS Calculations | 13,929,800 | 16,388,000 | 18,846,200 | 21,673,130 |  |  |
| EPS                             | \$ 0.41    | \$ 0.35    | \$ 0.31    | \$ 0.28    |  |  |
| BV/Share                        | \$ 13.12   | \$ 12.40   | \$ 11.87   | \$ 11.41   |  |  |
| Voting Dilution                 | 4.33%      | 4.33%      | 4.33%      | 4.33%      |  |  |

| Option Dilution                 |            |            |            |            |  |  |
|---------------------------------|------------|------------|------------|------------|--|--|
| Shares Outstanding              | 14,450,000 | 17,000,000 | 19,550,000 | 22,482,500 |  |  |
| Less: New ESOP Adjustment       | 1,156,000  | 1,360,000  | 1,564,000  | 1,798,600  |  |  |
| Less: Old ESOP Adjustment       | 0          | 0          | 0          | 0          |  |  |
| Plus: Options                   | 1,445,000  | 1,700,000  | 1,955,000  | 2,248,250  |  |  |
| Plus: New SOP 93-6 ESOP Shares  | (2) 57,800 | 68,000     | 78,200     | 89,930     |  |  |
| Plus: Old SOP 93-6 ESOP Shares  | (2) 0      | 0          | 0          | 0          |  |  |
| Shares for all EPS Calculations | 14,796,800 | 17,408,000 | 20,019,200 | 23,022,080 |  |  |
| EPS                             | \$ 0.38    | \$ 0.33    | \$ 0.29    | \$ 0.25    |  |  |
| BV/Share                        | \$ 13.31   | \$ 12.64   | \$ 12.14   | \$ 11.70   |  |  |
| Voting Dilution                 | 10.82%     | 10.82%     | 10.82%     | 10.82%     |  |  |