

MALVERN BANCORP, INC.
Form 10-Q
February 13, 2015

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

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended December 31, 2014

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number: 000-54835

MALVERN BANCORP, INC.
(Exact Name of Registrant as Specified in Its Charter)

Pennsylvania
(State or Other Jurisdiction of
Incorporation or Organization)

45-5307782
(IRS Employer
Identification No.)

42 Lancaster Avenue, Paoli, Pennsylvania
(Address of Principal Executive Offices)

19301
(Zip Code)

(610) 644-9400
(Registrant's Telephone Number, Including Area Code)

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

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or smaller reporting company. See definition of “large accelerated filer”, “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act (check one):

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

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

Yes No

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

Common Stock, no par value:
(Title of Class)

6,558,473 shares
(Outstanding as of February 11, 2015)

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PART I – FINANCIAL INFORMATION

The following unaudited consolidated financial statements have been prepared in accordance with U.S. generally accepted accounting principles for interim financial information and with the instructions to Form 10-Q and Rule 10-01 of Regulation S-X, and, accordingly, do not include all of the information and footnotes required by U.S. generally accepted accounting principles for complete financial statements. However, in the opinion of management, all adjustments (consisting only of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three months ended December 31, 2014 are not necessarily indicative of the results that may be expected for the full year ending September 30, 2015, or for any other interim period. The Malvern Bancorp, Inc. 2014 Annual Report on Form 10-K should be read in conjunction with these financial statements.

Item 1. Financial Statements

MALVERN BANCORP, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL CONDITION

| (in thousands, except for share and per share data) | December 31, 2014 (Unaudited) | September 30, 2014 |
|--|--|--------------------------|
| ASSETS | | |
| Cash and due from depository institutions | \$ 1,404 | \$ 1,203 |
| Interest bearing deposits in depository institutions | 46,648 | 17,984 |
| Cash and cash equivalents | 48,052 | 19,187 |
| Investment securities available for sale, at fair value | 135,786 | 100,943 |
| Restricted stock, at cost | 3,805 | 3,503 |
| Loans receivable, net of allowance for loan losses of \$4,600 and \$4,589, respectively | 383,389 | 386,074 |
| Other real estate owned | 1,494 | 1,964 |
| Accrued interest receivable | 1,623 | 1,322 |
| Property and equipment, net | 6,718 | 6,823 |
| Deferred income taxes, net | 2,419 | 2,376 |
| Bank-owned life insurance | 18,397 | 18,264 |
| Other assets | 1,487 | 1,808 |
| Total Assets | \$ 603,170 | \$ 542,264 |
| LIABILITIES | | |
| Deposits: | | |
| Deposits – noninterest-bearing | \$ 22,342 | \$ 23,059 |
| Deposits – interest-bearing | 418,283 | 389,894 |
| Total Deposits | 440,625 | 412,953 |
| FHLB advances | 78,000 | 48,000 |
| Advances from borrowers for taxes and insurance | 3,134 | 1,786 |
| Accrued interest payable | 251 | 149 |
| Other liabilities | 3,275 | 2,604 |
| Total Liabilities | 525,285 | 465,492 |
| Commitments and Contingencies | - | - |
| SHAREHOLDERS' EQUITY | | |
| Preferred stock, \$0.01 par value, 10,000,000 shares authorized, none issued | - | - |
| Common stock, \$0.01 par value, 40,000,000 shares authorized, issued and outstanding: 6,558,473 | 66 | 66 |
| Additional paid-in capital | 60,322 | 60,317 |
| Retained earnings | 20,437 | 20,116 |
| Unearned Employee Stock Ownership Plan (ESOP) shares | (1,885) | (1,922) |
| Accumulated other comprehensive income | (1,055) | (1,805) |
| Total Shareholders' equity | 77,885 | 76,772 |
| Total Liabilities and Shareholders' equity | \$ 603,170 | \$ 542,264 |

See accompanying notes to unaudited consolidated financial statements.

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MALVERN BANCORP, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

| | Three Months Ended December 31, | |
|---|------------------------------------|----------|
| (in thousands, except for share and per share data) | 2014 | 2013 |
| Interest and Dividend Income | | |
| Loans, including fees | \$ 4,202 | \$ 4,527 |
| Investment securities, taxable | 514 | 555 |
| Investment securities, tax-exempt | 37 | 54 |
| Dividends, restricted stock | 37 | 14 |
| Interest-bearing cash accounts | 23 | 15 |
| Total Interest and Dividend Income | 4,813 | 5,165 |
| Interest Expense | | |
| Deposits | 859 | 1,067 |
| Long-term borrowings | 393 | 263 |
| Total Interest Expense | 1,252 | 1,330 |
| Net Interest Income | 3,561 | 3,835 |
| Provision for Loan Losses | 90 | 80 |
| Net Interest Income after Provision for Loan Losses | 3,471 | 3,755 |
| Other Income | | |
| Service charges and other fees | 270 | 258 |
| Rental income-other | 64 | 64 |
| Gain on sale of investments, net | 26 | 14 |
| Gain on sale of loans, net | 19 | 27 |
| Earnings on bank-owned life insurance | 132 | 145 |
| Total Other Income | 511 | 508 |
| Other Expense | | |
| Salaries and employee benefits | 1,728 | 2,067 |
| Occupancy expense | 424 | 516 |
| Federal deposit insurance premium | 167 | 191 |
| Advertising | 85 | 158 |
| Data processing | 302 | 330 |
| Professional fees | 343 | 485 |
| Other real estate owned (income)/expense, net | (36) | 13 |
| Other operating expenses | 648 | 436 |
| Total Other Expenses | 3,661 | 4,196 |
| Income before income tax expense | 321 | 67 |
| Income tax expense | - | 3 |
| Net Income | \$ 321 | \$ 64 |
| Basic Earnings Per Share | \$ 0.05 | \$ 0.01 |
| Dividends Declared Per Share | \$ 0.00 | \$ 0.00 |

See accompanying notes to unaudited consolidated financial statements.

MALVERN BANCORP, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
(Unaudited)

| | Three Months Ended December 31, | |
|---|------------------------------------|-----------|
| (in thousands, except for share and per share data) | 2014 | 2013 |
| Net Income | \$ 321 | \$ 64 |
| Other Comprehensive Income (Loss): | | |
| Changes in net unrealized net gains and losses on securities available for sale | 1,163 | (1,354) |
| Gains realized on sale of securities in net income (1) | (26) | (14) |
| | 1,137 | (1,368) |
| Deferred income tax effect | (387) | 465 |
| Total other comprehensive income (loss) | 750 | (903) |
| Total comprehensive income (loss) | \$ 1,071 | \$ (839) |

(1) Amounts are included in nets gains on sales of securities on the Consolidated Statements of Operations in total other income. Related income tax expense in the amount of \$9 and \$4, respectively, are included in income tax expense.

See accompanying notes to unaudited consolidated financial statements.

MALVERN BANCORP, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Unaudited)

| | Common Stock | Additional Paid-In Capital | Retained Earnings | Treasury Stock | Unearned ESOP Shares | Accumulated Other Comprehensive Loss | Total Shareholders' Equity |
|---|---|----------------------------------|----------------------|-------------------|----------------------------|---|----------------------------------|
| | (in thousands, except share and per share data) | | | | | | |
| Balance, October 1, 2013 | \$66 | \$60,302 | \$19,793 | \$- | \$(2,067) | \$(2,688) | \$75,406 |
| Net Income | - | - | 64 | - | - | - | 64 |
| Other comprehensive loss | - | - | - | - | - | (903) | (903) |
| Committed to be released ESOP shares (3,600 shares) | - | 9 | - | - | 37 | - | 46 |
| Balance, December 31, 2013 | \$ 66 | \$ 60,311 | \$ 19,857 | \$ - | \$ (2,030) | \$ (3,591) | \$ 74,613 |
| Balance, October 1, 2014 | \$ 66 | \$ 60,317 | \$ 20,116 | \$ - | \$ (1,922) | \$ (1,805) | \$ 76,772 |
| Net Income | - | - | 321 | - | - | - | 321 |
| Other comprehensive income | - | - | - | - | - | 750 | 750 |
| Committed to be released ESOP shares (3,600 shares) | - | 5 | - | - | 37 | - | 42 |
| Balance, December 31, 2014 | \$ 66 | \$ 60,322 | \$ 20,437 | \$ - | \$ (1,885) | \$ (1,055) | \$ 77,885 |

See accompanying notes to unaudited consolidated financial statements.

MALVERN BANCORP, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

| | Three Months Ended December | |
|---|-----------------------------|-----------|
| | 31, | |
| | 2014 | 2013 |
| (in thousands) | | |
| Cash Flows from Operating Activities | | |
| Net income | \$ 321 | \$ 64 |
| Adjustments to reconcile net income to net cash (used in) operating activities: | | |
| Depreciation expense | 159 | 163 |
| Provision for loan losses | 90 | 80 |
| Deferred income taxes (benefit) expense | (430) | 419 |
| ESOP expense | 42 | 46 |
| Accretion of premiums and discounts on investment securities, net | (2,596) | (657) |
| Amortization (accretion) of loan origination fees and costs | 136 | (87) |
| Amortization (accretion) of mortgage service rights | 20 | (2) |
| Net gain on sale of investment securities available for sale | (26) | (14) |
| Net gain on sale of secondary market loans | (19) | (27) |
| Proceeds on sale of secondary market loans | 982 | 2,007 |
| Originations of secondary market loans | (963) | (1,980) |
| Gain on sale of other real estate owned | (53) | (6) |
| Write down of other real estate owned | 19 | 11 |
| Earnings on bank-owned life insurance | (132) | (145) |
| Increase in accrued interest receivable | (301) | (34) |
| Increase (decrease) in accrued interest payable | 102 | (6) |
| Increase in other liabilities | 671 | 88 |
| Decrease (increase) in other assets | 310 | (434) |
| Net Cash Used in Operating Activities | (1,668) | (514) |
| Cash Flows from Investing Activities | | |
| Proceeds from maturities and principal collections: | | |
| Investment securities available for sale | 5,034 | 3,586 |
| Proceeds from sale of investment securities available for sale | 21,051 | 824 |
| Purchases of investment securities available for sale | (57,169) | (4,266) |
| Proceeds from sale of loans | - | 10,367 |
| Loan buyback for sale of loans | - | (1,117) |
| Loan purchases | - | (6,747) |
| Loan originations and principal collections, net | 2,459 | 2,411 |
| Proceeds from sale of other real estate owned | 503 | 1,496 |
| Additions to mortgage servicing rights | (8) | (13) |
| Net increase in restricted stock | (302) | (198) |
| Purchases of property and equipment | (55) | (44) |
| Net Cash (Used in) Provided by Investing Activities | (28,487) | 6,299 |
| Cash Flows from Financing Activities | | |
| Net increase (decrease) in deposits | 27,672 | (13,595) |
| Proceeds for long-term borrowings | 30,000 | 5,000 |

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| | | |
|---|-----------|-----------|
| Increase in advances from borrowers for taxes and insurance | 1,348 | 1,793 |
| Net Cash Provided by (Used in) Financing Activities | 59,020 | (6,802) |
| Net Increase (Decrease) in Cash and Cash Equivalents | 28,865 | (1,017) |
| Cash and Cash Equivalent – Beginning | 19,187 | 23,687 |
| Cash and Cash Equivalent – Ending | \$ 48,052 | \$ 22,670 |
| Supplementary Cash Flows Information | | |
| Interest paid | \$ 1,150 | \$ 1,336 |
| Income taxes paid | \$ 0.00 | \$ 17 |
| Non-cash transfer of loans to other real estate owned | \$ 0.00 | \$ 11 |

See accompanying notes to unaudited consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 1 – Basis of Presentation

The consolidated financial statements of Malvern Bancorp, Inc. (the “Company” or “Malvern Bancorp”) include the accounts of the Company and its wholly-owned subsidiary, Malvern Federal Savings Bank (“Malvern Federal Savings” or the “Bank”) and the Bank’s subsidiary, Strategic Asset Management Group, Inc. All significant intercompany accounts and transactions have been eliminated from the accompanying consolidated financial statements.

The Bank is a federally chartered stock savings bank which was originally organized in 1887. The Bank operates from its headquarters in Paoli, Pennsylvania and through its seven full service financial center offices in Chester and Delaware Counties, Pennsylvania.

In preparing the consolidated financial statements, management has made estimates and assumptions that affect the reported amounts of assets and liabilities as of the dates of the consolidated statements of condition and that affect the results of operations for the periods presented. Actual results could differ significantly from those estimates. Material estimates that are particularly susceptible to change in the near term relate to the determination of the allowance for loan losses, other real estate owned, the evaluation of deferred tax assets and the other-than-temporary impairment evaluation of securities.

The consolidated financial statements have been prepared in conformity with U.S. generally accepted accounting principles (“U.S. GAAP”).

Note 2 – Recent Accounting Pronouncements

In January 2015, Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2015-01, “Income Statement — Extraordinary and Unusual Items (Subtopic 225-20)”. This Update eliminates from GAAP the concept of extraordinary items. Subtopic 225-20, Income Statement—Extraordinary and Unusual Items, required that an entity separately classify, present, and disclose extraordinary events and transactions. Presently, an event or transaction is presumed to be an ordinary and usual activity of the reporting entity unless evidence clearly supports its classification as an extraordinary item. Paragraph 225-20-45-2 contains the following criteria that must both be met for extraordinary classification, (1) unusual nature - the underlying event or transaction should possess a high degree of abnormality and be of a type clearly unrelated to, or only incidentally related to, the ordinary and typical activities of the entity, taking into account the environment in which the entity operates; and (2) infrequency of occurrence - the underlying event or transaction should be of a type that would not reasonably be expected to recur in the foreseeable future, taking into account the environment in which the entity operates. The amendments in ASU 2015-01 are effective for public business entities for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2015. Early adoption is permitted. The adoption of this ASU is not expected to have a material impact on the Company’s financial statements.

In August 2014, the FASB issued ASU No. 2014-14, “Receivables — Troubled Debt Restructurings by Creditors”. The amendment requires that a mortgage loan be derecognized and that a separate other receivable be recognized upon foreclosure if the following conditions are met, (1) the loan has a government guarantee that is not separable from the loan before foreclosure; (2) at the time of foreclosure, the creditor has the intent to convey the real estate property to the guarantor and make a claim on the guarantee, and the creditor has the ability to recover under that claim; and (3) at the time of foreclosure, any amount of the claim that is determined on the basis of the fair value of the real estate is fixed. Upon foreclosure, the separate other receivable should be measured based on the amount of the loan balance

(principal and interest) expected to be recovered from the guarantor. The amendments in ASU 2014-14 are effective for public business entities for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2014. Early adoption is permitted. The adoption of this ASU is not expected to have a material impact on the Company's financial statements.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 2 – Recent Accounting Pronouncement–(continued)

In June 2014, the FASB issued ASU No. 2014-12, “Compensation — Stock Compensation (Topic 718): Accounting for Share-Based Payments When the Terms of an Award Provide That a Performance Target Could Be Achieved after the Requisite Service Period.” The amendments require that a performance target that affects vesting and that could be achieved after the requisite service period be treated as a performance condition. Specifically, if the performance target becomes probable of being achieved before the end of the requisite service period, the remaining unrecognized compensation cost should be recognized prospectively over the remaining requisite service period. Further, the total amount of compensation cost recognized during and after the requisite service period should reflect the number of awards that are expected to vest and should be adjusted to reflect those awards that ultimately vest. The amendments are effective for annual periods and interim periods within those annual periods beginning after December 15, 2015 with early adoption permitted. The Company is currently evaluating the effect that ASU 2014-12 will have on its consolidated financial statements.

In June 2014, the FASB issued ASU No. 2014-11, “Transfers and Servicing (Topic 860): Repurchase-to-Maturity Transactions, Repurchase Financings, and Disclosures.” The amendments in the ASU require repurchase-to-maturity transactions to be recorded and accounted for as secured borrowings. Amendments to Topic 860 also require separate accounting for a transfer of a financial asset executed contemporaneously with a repurchase agreement with the same counterparty (i.e., a repurchase financing), which will result in secured borrowing accounting for the repurchase agreement. Additionally, the amendments require an entity to disclose information on transfers accounted for as sales in transactions that are economically similar to repurchase agreements, and provide increased transparency about the types of collateral pledged in repurchase agreements and similar transactions accounted for as secured borrowings. The accounting amendments related to repurchase-to-maturity and repurchase financing transactions, and disclosures for certain transactions accounted for as a sale are effective for interim and annual periods beginning after December 15, 2014. The disclosures for repurchase agreements, securities lending transactions, and repurchase-to-maturity transactions accounted for as secured borrowings are required to be presented for annual periods beginning after December 15, 2014, and for interim periods beginning after March 15, 2015. The Company is currently evaluating the effect that ASU 2014-11 will have on its consolidated financial statements.

In May 2014, the FASB issued ASU No. 2014-09, “Revenue from Contracts with Customers (Topic 606): The amendments in ASU 2014-09 supersede the revenue recognition requirements in Topic 605, Revenue Recognition, and most industry-specific guidance.” The core principle of the amendments require an entity to recognize revenue upon the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The guidance provides five steps to be analyzed to accomplish the core principle. The amendments are effective for annual reporting periods beginning after December 15, 2016, including interim periods within that reporting period. The Company is currently evaluating the effect and method of adoption that ASU 2014-09 will have on its consolidated financial statements.

In January 2014, the FASB issued ASU No. 2014-04, “Receivables — Troubled Debt Restructurings by Creditors (Subtopic 310-40) — Reclassification of Residential Real Estate Collateralized Consumer Mortgage Loans upon Foreclosure.” The amendments are intended to clarify when a creditor should be considered to have received physical possession of residential real estate property collateralizing a consumer mortgage loan such that the loan should be derecognized and the real estate recognized. These amendments clarify that an in substance repossession or foreclosure occurs, and a creditor is considered to have received physical possession of residential real estate property

collateralizing a consumer mortgage loan, upon either: (a) the creditor obtaining legal title to the residential real estate property upon completion of a foreclosure; or (b) the borrower conveying all interest in the residential real estate property to the creditor to satisfy that loan through completion of a deed in lieu of foreclosure or through a similar legal agreement. Additional disclosures are required. The amendments are effective for annual periods and interim periods within those annual periods beginning after December 15, 2014. The adoption of this ASU is not expected to have a material impact on our financial position or results of operations.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 3 – Earnings Per Share

Basic earnings per common share is computed based on the weighted average number of shares outstanding reduced by unearned ESOP shares. Diluted earnings per share is computed based on the weighted average number of shares outstanding and common stock equivalents (“CSEs”) that would arise from the exercise of dilutive securities reduced by unearned ESOP shares. As of December 31, 2014 and for the three months ended December 31, 2014 and 2013 the Company had not issued and did not have any outstanding CSEs and, at the present time, the Company’s capital structure has no potential dilutive securities.

The following table sets forth the composition of the weighted average shares (denominator) used in the earnings per share computations.

| | Three Months Ended December 31, | |
|---|------------------------------------|------------|
| | 2014 | 2013 |
| (in thousands, except per share data) | | |
| Net Income | \$ 321 | \$ 64 |
| Weighted average shares outstanding | 6,558,473 | 6,558,473 |
| Average unearned ESOP shares | (170,541) | (184,941) |
| Weighted average shares outstanding – basic | 6,387,932 | 6,373,532 |
| Earnings per share – basic | \$ 0.05 | \$ 0.01 |

Note 4 – Employee Stock Ownership Plan

The Company established an employee stock ownership plan (“ESOP”) for substantially all of its full-time employees. The current ESOP trustee is Pentegra. Shares of the Company’s common stock purchased by the ESOP are held until released for allocation to participants. Shares released are allocated to each eligible participant based on the ratio of each such participant’s base compensation to the total base compensation of all eligible plan participants. As the unearned shares are committed to be released and allocated among participants, the Company recognizes compensation expense equal to the fair value of the ESOP shares during the periods in which they become committed to be released. To the extent that the fair value of the ESOP shares released differs from the cost of such shares, the difference is charged or credited to additional paid-in capital. During the period from May 20, 2008 to September 30, 2008, the ESOP purchased 241,178 shares of the common stock for approximately \$2.6 million, an average price of \$10.86 per share, which was funded by a loan from Malvern Federal Bancorp, Inc. The ESOP loan is being repaid principally from the Bank’s contributions to the ESOP. The loan, which bears an interest rate of 5%, is being repaid in quarterly installments through 2026. Shares are released to participants proportionately as the loan is repaid. During the three months ended December 31, 2014 and 2013, there were 3,600 and 3,600 shares, respectively, committed to be released. At December 31, 2014, there were 168,765 unallocated shares and 90,453 allocated shares held by the ESOP which had an aggregate fair value of approximately \$2.0 million.

Note 5 - Investment Securities

The Company’s investment securities are all classified as available-for-sale at December 31, 2014 and September 30, 2014. Investment securities available-for-sale are reported at fair value with unrealized gains or losses included in

equity, net of tax. Accordingly, the carrying value of such securities reflects their fair value at the balance sheet date. Fair value is based upon either quoted market prices, or in certain cases where there is limited activity in the market for a particular instrument, assumptions are made to determine their fair value.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Investment securities available for sale at December 31, 2014 and September 30, 2014 consisted of the following:

| | December 31, 2014 | | | |
|--|--------------------|------------|------------|-------------|
| | Amortized | Gross | Gross | Fair |
| | Cost | Unrealized | Unrealized | Value |
| | (In thousands) | | | |
| U.S. government agencies | \$16,693 | \$- | \$(314) |) \$16,379 |
| State and municipal obligations | 18,815 | 60 | (51) |) 18,824 |
| Single issuer trust preferred security | 1,000 | - | (150) |) 850 |
| Corporate debt securities | 34,512 | 94 | (135) |) 34,471 |
| | 71,020 | 154 | (650) |) 70,524 |
| Mortgage-backed securities: | | | | |
| Federal National Mortgage Association (FNMA), fixed-rate | 17,015 | - | (229) |) 16,786 |
| Federal Home Loan Mortgage Company (FHLMC), fixed-rate | 15,039 | 7 | (123) |) 14,923 |
| Collateralized mortgage obligations (CMO), fixed-rate | 34,311 | 29 | (787) |) 33,553 |
| | 66,365 | 36 | (1,139) |) 65,262 |
| | \$137,385 | \$190 | \$(1,789) |) \$135,786 |
| | September 30, 2014 | | | |
| | Amortized | Gross | Gross | Fair |
| | Cost | Unrealized | Unrealized | Value |
| | (In thousands) | | | |
| U.S. government agencies | \$19,719 | \$1 | \$(464) |) \$19,256 |
| State and municipal obligations | 2,543 | - | (43) |) 2,500 |
| Single issuer trust preferred security | 1,000 | - | (120) |) 880 |
| Corporate debt securities | 1,504 | 21 | - |) 1,525 |
| | 24,766 | 22 | (627) |) 24,161 |
| Mortgage-backed securities: | | | | |
| Federal National Mortgage Association (FNMA): | | | | |
| Adjustable-rate | 403 | 15 | - |) 418 |
| Fixed-rate | 17,390 | 9 | (591) |) 16,808 |
| Federal Home Loan Mortgage Company (FHLMC): | | | | |
| Adjustable-rate | 3,562 | 33 | - |) 3,595 |
| Fixed-rate | 12,336 | - | (340) |) 11,996 |
| Collateralized mortgage obligations (CMO), fixed-rate | 45,222 | 46 | (1,303) |) 43,965 |
| | 78,913 | 103 | (2,234) |) 76,782 |
| | \$103,679 | \$125 | \$(2,861) |) \$100,943 |

For the three months ended December 31, 2014, proceeds of available for sale investment securities sold amounted to approximately \$21.1 million. Gross realized gains on investment securities sold amounted to approximately \$99,000, while gross realized losses amounted to approximately \$73,000, for the period. For the three months ended December 31, 2013, proceeds of investment securities sold amounted to approximately \$824,000. Gross realized gains on

investment securities sold amounted to approximately \$14,000, while there were no gross realized losses, for the period.

The varying amount of sales from the available-for-sale portfolio over the past few years, reflect the significant volatility present in the market. Given the historic low interest rates prevalent in the market, it is necessary for the Company to protect itself from interest rate exposure. Securities that once appeared to be sound investments can, after changes in the market, become securities that the Company has the flexibility to sell to avoid losses and mismatches of interest-earning assets and interest-bearing liabilities at a later time.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 5 - Investment Securities – (continued)

The following tables indicate gross unrealized losses not recognized in income and fair value, aggregated by investment category and the length of time individual securities have been in a continuous unrealized loss position at December 31, 2014 and September 30, 2014:

| | December 31, 2014 | | | | | |
|--|--------------------------------------|----------------------|--------------------------------------|----------------------|------------------------|----------------------|
| | Less than 12 Months Fair Value | Unrealized Losses | More than 12 Months Fair Value | Unrealized Losses | Total Fair value | Unrealized Losses |
| | (In thousands) | | | | | |
| Investment Securities Available for Sale: | | | | | | |
| U.S. government agencies | \$541 | \$(4) | \$15,839 | \$(310) | \$16,380 | \$(314) |
| State and municipal obligations | 6,479 | (32) | 1,483 | (19) | 7,962 | (51) |
| Single issuer trust preferred security | - | - | 850 | (150) | 850 | (150) |
| Corporate securities | 20,170 | (135) | - | - | 20,170 | (135) |
| Mortgage-backed securities: | | | | | | |
| FNMA, fixed-rate | - | - | 16,786 | (229) | 16,786 | (229) |
| FHLMC, fixed-rate | 1,738 | (18) | 6,350 | (105) | 8,088 | (123) |
| CMO, fixed-rate | 2,557 | (47) | 26,964 | (740) | 29,521 | (787) |
| | \$31,485 | \$(236) | \$68,272 | \$(1,553) | \$99,757 | \$(1,789) |