

TF FINANCIAL CORP
Form 10-Q
August 14, 2014

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

FORM 10-Q

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

For the period ended June 30, 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: 1-35163

TF FINANCIAL CORPORATION
(Exact Name of Registrant as Specified in Its Charter)

Pennsylvania
(State or Other Jurisdiction of Incorporation
or Organization)

74-2705050
(I.R.S. Employer Identification No.)

3 Penns Trail, Newtown, Pennsylvania
(Address of Principal Executive Offices)

18940
(Zip Code)

Registrant's telephone number, including area code: (215) 579-4000

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

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

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Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting
company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 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: August 14, 2014

Class	Outstanding
\$.10 par value common stock	3,155,762 shares

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Exhibits

31.1	<u>Certification of CEO pursuant to Section 302 of the Sarbanes-Oxley Act of 2002</u>
31.2	<u>Certification of CFO pursuant of Section 302 of the Sarbanes-Oxley Act of 2002</u>
32.	<u>Certification pursuant of Section 906 of the Sarbanes-Oxley Act of 2002</u>

The following Exhibits are being furnished as part of this report:

101.INS	XBRL Instance Document
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document
101.DEF	XBRL Taxonomy Definition Linkbase Document

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TF FINANCIAL CORPORATION AND SUBSIDIARIES

PART I-CONSOLIDATED FINANCIAL INFORMATION
ITEM 1. CONSOLIDATED FINANCIAL STATEMENTSCONSOLIDATED BALANCE SHEETS
(Unaudited)

	At	
	June 30, 2014	December 31, 2013
	(in thousands)	
ASSETS		
Cash and cash equivalents	\$48,291	\$45,310
Investment securities		
Available for sale	129,686	124,012
Held to maturity (fair value of \$1,515 and \$1,680 as of June 30, 2014 and December 31, 2013, respectively)	1,340	1,490
Loans receivable, net	610,097	614,168
Loans receivable, held for sale	129	349
Federal Home Loan Bank ("FHLB") stock — at cost	3,544	3,370
Accrued interest receivable	2,523	2,520
Premises and equipment, net	8,351	8,616
Goodwill	4,324	4,324
Core deposit intangible	453	503
Bank owned life insurance	18,851	18,586
Other assets	11,977	12,441
TOTAL ASSETS	\$839,566	\$835,689
LIABILITIES AND STOCKHOLDERS' EQUITY		
Liabilities		
Deposits	\$685,988	\$683,902
Advances from the FHLB	47,120	49,605
Advances from borrowers for taxes and insurance	3,284	3,228
Accrued interest payable	725	671
Other liabilities	4,274	3,408
Total liabilities	741,391	740,814
Stockholders' equity		
Preferred stock, no par value; 2,000,000 shares authorized at June 30, 2014 and December 31, 2013, none issued	—	—
Common stock, \$0.10 par value; 10,000,000 shares authorized, 5,290,000 shares issued, 3,151,562 and 3,149,239 shares outstanding at June 30, 2014 and December 31, 2013, respectively, net of shares in treasury of 2,138,438 and 2,140,761, respectively.	529	529
Additional paid-in capital	56,546	56,197
Unearned ESOP shares	(784)	(846)
Treasury stock — at cost	(44,454)	(44,502)

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Retained earnings	85,907	84,675
Accumulated other comprehensive income (loss)	431	(1,178)
Total stockholders' equity	98,175	94,875
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$839,566	\$835,689

The accompanying notes are an integral part of these statements

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TF FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

	For the three months ended June 30,		For the six months ended June 30,	
	2014	2013	2014	2013
	(in thousands, except share and per share data)			
Interest income				
Loans, including fees	\$6,636	\$5,963	\$13,313	\$12,029
Investment securities				
Fully taxable	550	355	1,051	724
Exempt from federal taxes	410	412	828	830
Interest-bearing deposits and other	4	14	7	18
TOTAL INTEREST INCOME	7,600			