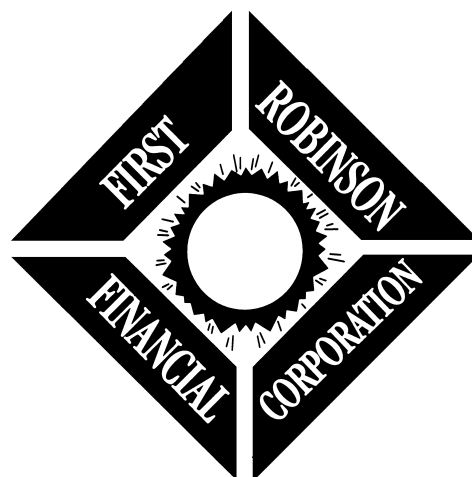


**FIRST  
ROBINSON  
FINANCIAL  
CORPORATION**



**PROXY STATEMENT  
and  
2019 ANNUAL REPORT**



# **FIRST ROBINSON FINANCIAL CORPORATION**

501 E. MAIN ST.

P.O. BOX 8598

ROBINSON, IL 62454

618-544-8621

June 14, 2019

Dear Fellow Stockholder:

On behalf of the Board of Directors and management of First Robinson Financial Corporation (the "Company"), I cordially invite you to attend the annual meeting of stockholders. The meeting will be held at 10:00 a.m., central time, on July 16, 2019 at Country View Inn & Suites, located at 100 Abraham Lincoln, Robinson, Illinois.

An important aspect of the meeting process is the stockholder vote on corporate business items. I urge you to exercise your rights as a stockholder to vote and participate in this process. This year stockholders are being asked to vote on the election of two directors and the ratification of the appointment of BKD, LLP as the independent registered public accounting firm for First Robinson Financial Corporation for the fiscal year ending March 31, 2020. The Board of Directors unanimously recommends that you cast your vote **"FOR"** with respect to these two matters.

In addition to the annual stockholder vote on corporate business items, the meeting will include management's report to you on First Robinson Financial Corporation's 2019 financial and operating performance.

I encourage you to attend the meeting in person. Whether or not you attend the meeting, please read the proxy statement and then complete, sign and date the enclosed proxy card and return it in the postage prepaid envelope provided. This will save the Company additional expense in soliciting proxies and will ensure that your shares are represented. You may vote in person at the meeting even if you have previously returned a proxy.

Our commitment to being a conservatively managed community bank has served us well. Our 2019 budget called for modest asset growth of approximately 3.0%, which we achieved. Our total assets increased to \$336,832,000 at the end of our March 31, 2019 fiscal year, which was an increase of approximately \$17.6 million, or 5.5%, over our past fiscal year. We believe our consistent growth is a reflection of customer confidence and preference for a community bank staffed by local people. The annual total of our quarterly dividends increased to a record \$1.16 per share for the 2019 fiscal year. We are pleased that our total annual dividends have increased each year since our Company's inception. Management and the Board of Directors evaluate our dividend policy quarterly and will make adjustments as necessary to ensure you are receiving a reasonable return on your investment.

The Board of Directors and management would also like to share with you the Annual Report of First Robinson Financial Corporation for our fiscal year ended March 31, 2019. We are reporting earnings for the Company of \$2,338,000 for our fiscal year ending March 31, 2019, an increase of 20.5%, from last year's earnings of \$1,940,000. I am also pleased to report that the book value of your shares increased from \$44.09 per share to \$48.22 per share during the past fiscal year. I would encourage you to review the attached annual report for more detailed financial information.

This IS your Company and we want you to have confidence and pride in it; therefore, we would encourage your questions, comments and suggestions. We thank you for your patronage and support.

Sincerely,



RICK L. CATT

*President and Chief Executive Officer*



***First Robinson Financial Corporation***

501 East Main Street  
Robinson, Illinois 62454  
(618) 544-8621

**NOTICE OF ANNUAL MEETING OF STOCKHOLDERS**

To be Held on July 16, 2019

Notice is hereby given that the annual meeting of stockholders (the "Meeting") of First Robinson Financial Corporation (the "Company") will be held at Country View Inn & Suites, located at 100 Abraham Lincoln, Robinson, Illinois at 10:00 a.m., central time, on July 16, 2019.

**A proxy card and a proxy statement for the Meeting are enclosed.**

The Meeting is for the purpose of considering and acting upon:

1. The election of two (2) directors of the Company; and
2. The ratification of the appointment of BKD, LLP as the independent registered public accounting firm for the Company for the fiscal year ending March 31, 2020;

and such other matters as may properly come before the Meeting, or any adjournments or postponements thereof. The Board of Directors is not aware of any other business to come before the Meeting.

As set forth in the Company's bylaws, action may be taken on the foregoing proposals at the Meeting on the date specified above, or on any date or dates to which the Meeting may be adjourned or postponed. Stockholders of record at the close of business on May 24, 2019 are the stockholders entitled to vote at the Meeting and any adjournments or postponements thereof. A complete list of stockholders entitled to vote at the Meeting will be available at the main office of the Company during the ten days prior to the Meeting, as well as at the Meeting.

Please complete and sign the enclosed form of proxy, which is solicited on behalf of the Board of Directors, and mail it promptly in the enclosed envelope. The proxy will not be used if you attend and vote at the Meeting in person.

BY ORDER OF THE BOARD OF DIRECTORS



Rick L. Catt  
*President and Chief Executive Officer*

Robinson, Illinois  
June 14, 2019

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**IMPORTANT: THE PROMPT RETURN OF PROXIES WILL SAVE THE COMPANY THE EXPENSE  
OF FURTHER REQUESTS FOR PROXIES TO ENSURE A QUORUM AT THE MEETING.  
A SELF-ADDRESSED ENVELOPE IS ENCLOSED FOR YOUR CONVENIENCE.  
NO POSTAGE IS REQUIRED IF MAILED WITHIN THE UNITED STATES.**

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**Important Notice Regarding the Availability of Proxy Materials for the  
Stockholder Meeting to be Held on July 16, 2019**

**This Proxy Statement, the Proxy Card and our Annual Report to Stockholders are available at <http://www.frsb.net/about-us/proxy-information.html>**

A stockholder may request an additional copy of the proxy statement, proxy card, and annual report to stockholders relating to all of First Robinson Financial Corporation's future stockholder meetings and for the annual stockholder meeting to be held on Tuesday, July 16, 2019, to which the proxy materials being furnished relate, by calling (618) 544-8621, or via email to [jamie24fan@frsb.net](mailto:jamie24fan@frsb.net) or [rlcatt@frsb.net](mailto:rlcatt@frsb.net) or at [www.frsb.net](http://www.frsb.net). You may obtain directions to attend the meeting and vote in person by contacting Jamie McReynolds or Rick Catt at (618) 544-8621.

***First Robinson Financial Corporation***

501 East Main Street  
Robinson, Illinois 62454  
(618) 544-8621  
[www.frsb.net](http://www.frsb.net)

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PROXY STATEMENT

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ANNUAL MEETING OF STOCKHOLDERS

To be held on July 16, 2019

This proxy statement is furnished in connection with the solicitation, on behalf of the Board of Directors of First Robinson Financial Corporation (the “Company”), the parent company of First Robinson Savings Bank, National Association (the “Bank”), of proxies to be used at the annual meeting of stockholders of the Company (the “Meeting”) which will be held at Country View Inn & Suites, located at 100 Abraham Lincoln, Robinson, Illinois on July 16, 2019, at 10:00 a.m., central time, and all adjournments or postponements of the Meeting. The accompanying Notice of Annual Meeting of Stockholders and this proxy statement are first being mailed to stockholders on or about June 14, 2019.

At the Meeting, stockholders of the Company are being asked to consider and vote upon the election of two directors and the ratification of the appointment of BKD, LLP (“BKD”) as the independent registered public accounting firm for the Company for the fiscal year ending March 31, 2020.

**Your Voting Rights**

We have fixed the close of business on May 24, 2019 as the record date for the Meeting. Only stockholders of record of Company common stock on that date are entitled to notice of and to vote at the Meeting. You are entitled to one vote for each share of the Company’s common stock you own. On May 24, 2019, 573,758 shares of the Company’s common stock were outstanding and entitled to vote at the Meeting.

If you are the beneficial owner of shares held in “street name” by a broker, bank or other nominee, your nominee, as the record holder of the shares, is required to vote the shares in accordance with your instructions. If you do not give instructions to your nominee, your nominee will nevertheless be entitled to vote the shares with respect to “discretionary” items, but will not be permitted to vote your shares with respect to “non-discretionary” items. In the case of non-discretionary items, the shares will be treated as “broker non-votes.” The election of directors is considered a “non-discretionary” item and, therefore, your broker may not vote your shares without instructions from you.

We maintain an Employee Stock Ownership Plan (“ESOP”) which, as of May 24, 2019, owned approximately 10.8% of the Company’s outstanding common stock. We also maintain a 401(k) plan (the “401(k)”) which, as of May 24, 2019, owned approximately 2.7% of the Company’s outstanding common stock. We refer to the ESOP and the 401(k) in this proxy statement collectively as the “Plans.” Employees of the Company and the Bank participate in the Plans. First Bankers Trust Services, Inc. is the trustee of the Plans (“Trustee”). Each Plan participant may instruct the Trustee how to vote the shares of the Company’s common stock allocated to his or her account(s) under the Plans. If a Plan participant properly executes the voting instruction card distributed by the Trustee, the Trustee will vote such participant’s shares in accordance with the participant’s instructions. If properly executed voting instruction cards are returned to the Trustee with no specific instruction as to how to vote at the Meeting, the Trustee may vote such shares in its discretion. In the event a Plan participant fails to give timely voting instructions to the Trustee with respect to the voting of the common stock that is allocated to his or her Plan account(s), the Trustee may vote such shares in its discretion. The Trustee will vote the shares of Company common stock held in the ESOP but not allocated to any participant’s account in the manner directed with respect to the majority of the shares allocated to ESOP participants who instructed the Trustee how to vote their allocated ESOP shares on each such proposal.

## **Votes Required to Approve the Proposals**

Directors are elected by a plurality of the votes present in person or represented by proxy at the Meeting and entitled to vote on the election of directors. The two director nominees with the most affirmative votes will be elected to fill the two available director positions. If you vote “Withheld” with respect to the election of one or more director nominees, your shares will not be voted with respect to the person or persons indicated, although they will be counted for purposes of determining whether there is a quorum.

Ratification of the appointment of BKD as our independent registered public accounting firm for the fiscal year ending March 31, 2020 requires the affirmative vote of the majority of shares cast, in person or by proxy, at the Meeting. Stockholder abstentions on the proposal to ratify the appointment of BKD as our independent registered public accounting firm will have the same effect as a vote against the proposal, while broker non-votes will have no effect on the outcome of the vote.

One-third of the shares of the common stock entitled to vote at the Meeting, present in person or represented by proxy, shall constitute a quorum for purposes of the Meeting. Abstentions and broker non-votes are counted for purposes of determining a quorum.

***The Board of Directors unanimously recommends that you vote “FOR” the election of each of the director nominees and “FOR” the proposal to ratify BKD as our independent registered public accounting firm for the fiscal year ending March 31, 2020.***

## **How to Vote**

You may vote in person at the Meeting or by proxy. To ensure your representation at the Meeting, we recommend you vote as soon as possible by proxy even if you plan to attend the Meeting. If you plan to attend the Meeting and wish to vote in person, we will give you a ballot at the Meeting. However, if your shares are held in the name of your broker, bank or other nominee, you must bring a letter from the nominee indicating that you were the beneficial owner of the Company’s common stock on May 24, 2019, the record date for voting at the Meeting. See “How to Revoke Your Proxy and Change Your Vote” below.

Shares of the Company’s common stock represented by properly executed proxies will be voted by the individuals named in such proxy in accordance with the stockholder’s instructions. Where properly executed proxies are returned to the Company with no specific instruction as how to vote at the Meeting, the persons named in the proxy will vote the shares “FOR” the election of each of the director nominees and “FOR” the proposal to ratify the appointment of BKD as our independent registered public accounting firm for the fiscal year ending March 31, 2020. Voting instructions are included on your proxy card. If your shares are registered in the name of a broker, bank or other nominee, you should follow the instructions set forth on the voting instruction form provided to you.

In accordance with the Company’s bylaws, the persons named in the proxy will have the discretion to vote on any other business properly presented for consideration at the Meeting in accordance with their best judgment. We are not aware of any other matters to be presented at the Meeting other than those described in the Notice of Annual Meeting of Stockholders accompanying this document.

You may receive more than one proxy card depending on how your shares are held. For example, you may hold some of your shares individually, some jointly with your spouse and some in trust for your children — in which case you will receive three separate proxy cards to vote.

## **How to Revoke Your Proxy and Change Your Vote**

If you are a registered stockholder, you may revoke your proxy and change your vote at any time before your proxy is voted at the Meeting by: (i) filing with the Secretary of the Company at or before the Meeting a written notice of revocation bearing a later date than the proxy, (ii) duly executing a subsequent proxy relating to the same shares and delivering it to the Secretary of the Company at or before the Meeting, or (iii) attending the Meeting and voting in person (although attendance at the Meeting will not in and of itself constitute revocation of a proxy). Any written



notice revoking a proxy should be delivered to the Secretary, First Robinson Financial Corporation, P.O. Box 8598, 501 East Main Street, Robinson, Illinois, 62454. If your shares are registered in the name of a broker, bank or other nominee, you should follow the instructions set forth on the voting instruction form provided to you.

### Proxy Solicitation Costs

We will pay our own costs of soliciting proxies. In addition to this mailing, our directors, officers and employees may also solicit proxies personally, electronically or by telephone; they will receive no additional compensation for such efforts. We will also reimburse brokers and other nominees for their expenses in sending these materials to you and obtaining your voting instructions.

## PROPOSAL I - ELECTION OF DIRECTORS

The Company's Board of Directors is presently composed of eight members. The members are classified into three groups, each of whom is also a director of the Bank. Directors of the Company are generally elected to serve for a three-year term or until their respective successors shall have been elected and qualified. Approximately one-third of the directors are elected annually.

The following table sets forth certain information regarding the composition of the Company's Board of Directors, including their terms of office and the nominees for election as directors. The nominating committee has recommended and approved the nominees identified below. It is intended that the proxies solicited on behalf of the Board of Directors (other than proxies in which the vote is withheld as to the nominees) will be voted at the Meeting "FOR" the election of the nominees identified in the following table. If such nominees are unable to serve, the shares represented by all such proxies will be voted for the election of such substitutes as the Board of Directors may recommend. At this time, the Board of Directors knows of no reason why any of the nominees might be unable to serve, if elected. Except as described herein, there are no arrangements or understandings between any director or nominee and any other person pursuant to which such director or nominee was selected.

Name	Age <sup>(1)</sup>	Position(s) Held	Director Since <sup>(2)</sup>	Term to Expire
<b><u>NOMINEES</u></b>				
Scott F. Pulliam	62	Director	1985	2022
William K. Thomas	74	Director	1988	2022
<b><u>DIRECTORS CONTINUING IN OFFICE</u></b>				
Rick L. Catt	66	Director, President, Chief Executive Officer	1989	2020
Steven E. Neeley	65	Director, Chairman of the Board	2001	2020
Eli J. McCormick	35	Director	2016	2020
J. Douglas Goodwine	57	Director	1993	2021
Robin E. Guyer	71	Director	2001	2021
Eric J. Niehaus	49	Director	2015	2021

(1) At March 31, 2019

(2) Includes service as a director of the Bank

## COMMUNICATING WITH OUR DIRECTORS

Although the Company has not to date developed formal processes by which stockholders may communicate directly with directors, it believes that the informal process, pursuant to which any communication addressed to the Board at the Company's offices at P.O. Box 8598, 501 East Main Street, Robinson, Illinois 62454, in care of Investor Relations, the Chairman of the Board, President or other corporate officer is forwarded to the Board, has served the Board's and stockholders' needs.

## PROPOSAL II - RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors of the Company has appointed BKD, LLP ("BKD") to be the Company's independent registered public accounting firm for the fiscal year ending March 31, 2020. Representatives of BKD are not expected to be present at the Meeting to respond to questions.

**The Board of Directors recommends that stockholders vote "FOR" the ratification of the appointment of BKD, LLP as the Company's independent registered public accounting firm for the fiscal year ending March 31, 2020.**

## ANNUAL REPORTS

A copy of the Annual Report for the Company's fiscal year ended March 31, 2019 is included with this proxy statement and will be furnished without charge to stockholders of record as of the May 24, 2019 voting record date upon written request to Investor Relations, First Robinson Financial Corporation, P.O. Box 8598, 501 East Main Street, Robinson, Illinois 62454.

## OTHER MATTERS

The Board of Directors is not aware of any business to come before the Meeting other than those matters described above in this proxy statement. However, if any other matter should properly come before the Meeting, it is intended that holders of the proxies will act in accordance with their best judgment.

Robinson, Illinois  
June 14, 2019

## SELECTED CONSOLIDATED FINANCIAL INFORMATION

The following table sets forth selected consolidated financial data of First Robinson Financial Corporation and its subsidiary, First Robinson Savings Bank, National Association, at and for the fiscal years ended March 31, 2019 and March 31, 2018. The Selected Financial Condition Data and the Selected Operations Data are in thousands, except per share data.

	Years Ended at March 31,	
	2019	2018
	(In thousands)	
<u>Selected Financial Condition Data:</u>		
Total assets	\$ 336,832	\$ 319,204
Loans, held for sale	612	461
Loans receivable, net	194,958	184,210
Mortgage-backed securities	55,369	57,744
Interest bearing deposits	23,972	19,583
Available-for-sale investment securities excluding mortgage-backed securities	28,790	33,285
Held-to-maturity investment securities	2,712	1,751
Deposits	281,115	264,999
Total borrowings	23,867	25,489
Stockholders' equity	27,667	25,297
<u>Selected Operations Data:</u>		
Total interest and dividend income	\$ 12,379	\$ 10,818
Total interest expense	2,148	1,653
Net interest income	10,231	9,165
Provision for loan losses	215	130
Net interest income after provision for loan losses	10,016	9,035
Fees and service charges on deposits	1,193	1,192
Net gain on sales of loans	453	446
Other non-interest income	1,876	1,745
Total non-interest expense	10,489	9,264
Income before taxes	3,049	3,154
Income tax provision	711	1,214
Net income	<u>\$ 2,338</u>	<u>\$ 1,940</u>
Earnings per common share:		
Basic	\$ 4.24	\$ 3.52
Diluted	\$ 4.08	\$ 3.38
Book value per common share	\$ 48.22	\$ 44.09
Dividends per common share	\$ 1.16	\$ 1.14

Years Ended at March 31,	
2019	2018
(In thousands)	

Selected Financial Ratios and Other Data:

Performance Ratios:

Return on average assets (ratio of net income to average total assets)	0.73%	0.62%
Return on average equity (ratio of net income to average equity)	8.92	7.59
Interest rate spread during period <sup>(1)</sup>	2.97	2.97
Net interest margin <sup>(2)</sup>	3.23	3.07
Efficiency ratio <sup>(3)</sup>	76.23	73.25
Ratio of non-interest expense to average total assets	3.26	2.94
Ratio of average interest-earning assets to average interest-bearing liabilities	119.95	119.46
Average equity to average total assets	8.16	8.11

Quality Ratios:

Non-performing assets to total assets at end of period	0.92	0.47
Allowance for loan losses to non-performing loans	177.75	157.71
Allowance for loan losses to loans receivable, net	1.01	1.12

Capital Ratios: <sup>(4)</sup>

Common Equity Tier I capital (to risk-weighted assets)	15.1	15.7
Total capital (to risk-weighted assets)	16.1	16.8
Tier I capital (to risk-weighted assets)	15.1	15.7
Tier I capital (to average assets)	9.4	9.2

Other Data:

Number of full-service offices	5	4
Number of full-time employees	81	81
Number of deposit accounts	17,516	17,427
Number of loan accounts	5,451	5,329

- (1) Interest rate spread represents the difference between the weighted-average yield on interest-earning assets and the weighted-average cost of interest-bearing liabilities for the period.
- (2) Net interest margin represents income divided by average interest-earning assets.
- (3) Efficiency ratio represents non-interest expense divided by the sum of net-interest income and non-interest income.
- (4) Capital ratios presented are those of the Bank.

## **Independent Auditor's Report**

Audit Committee, Board of Directors  
and Stockholders  
First Robinson Financial Corporation  
Robinson, Illinois

We have audited the accompanying consolidated financial statements of First Robinson Financial Corporation ("Company"), which comprise the consolidated balance sheets as of March 31, 2019 and 2018, and the related consolidated statements of income and comprehensive income, stockholders' equity and cash flows for the years then ended, and the related notes to the consolidated financial statements.

### **Management's Responsibility for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Audit Committee, Board of Directors  
and Stockholders  
First Robinson Financial Corporation  
Page 2

### **Opinion**

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of First Robinson Financial Corporation as of March 31, 2019 and 2018, and the results of its operations and its cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

*BKD, LLP*

Decatur, Illinois  
June 3, 2019

# First Robinson Financial Corporation

## Consolidated Balance Sheets

March 31, 2019 and 2018

(In Thousands, Except Share Data)

### Assets

	2019	2018
Cash and due from banks	\$ 13,854	\$ 7,569
Interest-bearing demand deposits	23,972	19,583
Cash and cash equivalents	37,826	27,152
Available -for-sale securities	84,159	91,029
Held-to-maturity securities (fair values of \$2,781 and \$1,784 at March 31, 2019 and 2018, respectively)	2,712	1,751
Loans, held for sale	612	461
Loans, net of allowance for loan losses of \$1,985 and \$2,059 at March 31, 2019 and 2018, respectively	194,958	184,210
Premises and equipment, net of accumulated depreciation of \$6,370 and \$6,126 at March 31, 2019 and 2018, respectively	7,329	6,961
Federal Reserve and Federal Home Loan Bank stock	949	831
Foreclosed assets held for sale, net	1,873	188
Interest receivable	1,637	1,475
Prepaid income taxes	168	272
Deferred income taxes	580	740
Cash surrender value of life insurance	1,981	1,930
Other assets	2,048	2,204
Total assets	\$ 336,832	\$ 319,204

### Liabilities and Stockholders' Equity

#### Liabilities

Deposits		
Demand	\$ 84,853	\$ 66,998
Savings, NOW and money market	152,046	146,643
Time deposits	44,216	51,358
Total deposits	281,115	264,999
Other borrowings	21,944	22,781
Short-term borrowings	—	320
Long-term borrowings	1,923	2,388
Advances from borrowers for taxes and insurance	660	670
Interest payable	203	197
Deferred compensation	1,563	984
Other liabilities	1,757	1,568
Total liabilities	309,165	293,907

#### Commitments and Contingencies

#### Stockholders' Equity

Preferred stock, \$.01 par value, authorized 500,000 shares, no shares issued and outstanding at March 31, 2019 and 2018	—	—
Common stock, \$.01 par value; authorized 2,000,000 shares; issued – 1,018,853 shares at March 31, 2019 and 2018; outstanding – 2019 and 2018 – 573,758 shares	10	10
Additional paid-in capital	13,859	13,908
Retained earnings	22,975	21,298
Accumulated other comprehensive loss	(646)	(1,388)
Treasury stock, at cost - Common: March 31, 2019 and 2018 – 445,095 shares	(8,531)	(8,531)
Total stockholders' equity	27,667	25,297
Total liabilities and stockholders' equity	\$ 336,832	\$ 319,204

See Notes to Consolidated Financial Statements

**First Robinson Financial Corporation**  
**Consolidated Statements of Income and Comprehensive Income**  
**Years Ended March 31, 2019 and 2018**  
**(In Thousands, Except Per Share Data)**

	<u>2019</u>	<u>2018</u>
<b>Interest and Dividend Income</b>		
Loans	\$ 9,997	\$ 8,909
Securities:		
Taxable	1,731	1,503
Tax-exempt	267	135
Other interest income	350	247
Dividends on Federal Reserve Bank and Federal Home Loan Bank stock	<u>34</u>	<u>24</u>
Total Interest and Dividend Income	<u>12,379</u>	<u>10,818</u>
<b>Interest Expense</b>		
Deposits	1,847	1,461
Other borrowings	<u>301</u>	<u>192</u>
Total Interest Expense	<u>2,148</u>	<u>1,653</u>
<b>Net Interest Income</b>	10,231	9,165
<b>Provision for Loan Losses</b>	<u>215</u>	<u>130</u>
<b>Net Interest Income After Provision for Loan Losses</b>	<u>10,016</u>	<u>9,035</u>
<b>Non-Interest Income</b>		
Charges and other fees on loans	502	464
Charges and fees on deposit accounts	1,193	1,192
Net gain on sale of loans	453	446
Net gain on sale of securities	—	85
Other	<u>1,374</u>	<u>1,196</u>
Total Non-Interest Income	<u>3,522</u>	<u>3,383</u>
<b>Non-Interest Expense</b>		
Compensation and employee benefits	6,401	5,579
Occupancy and equipment	1,044	899
Data processing and telecommunications	891	810
Audit, legal and other professional services	288	242
Advertising	258	242
Postage	92	91
FDIC insurance	92	125
Foreclosed property expense	183	110
Net loss on sale of foreclosed property	2	—
Other	<u>1,238</u>	<u>1,166</u>
Total Non-Interest Expense	<u>10,489</u>	<u>9,264</u>



**First Robinson Financial Corporation**  
**Consolidated Statements of Income and Comprehensive Income**  
**(Continued)**  
**Years Ended March 31, 2019 and 2018**  
**(In Thousands, Except Per Share Data)**

	<u>2019</u>	<u>2018</u>
Income Before Income Taxes	\$ 3,049	\$ 3,154
Provision for Income Taxes	<u>711</u>	<u>1,214</u>
<b>Net Income</b>	<u>\$ 2,338</u>	<u>\$ 1,940</u>
Basic Earnings Per Common Share	<u>\$ 4.24</u>	<u>\$ 3.52</u>
Diluted Earnings Per Common Share	<u>\$ 4.08</u>	<u>\$ 3.38</u>
Common Dividends Paid Per Share	<u>\$ 1.16</u>	<u>\$ 1.14</u>
 <b>Comprehensive Income:</b>		
Net income	\$ 2,338	\$ 1,940
Other comprehensive income/(loss), net of tax:		
Change in unrealized gains/(losses) on securities available for sale, net of taxes of \$295 and \$(411) for the years ended March 31, 2019 and 2018, respectively	746	(866)
Less reclassification adjustment for realized gains included in net income, net of taxes of \$0 and \$32, for the years ended March 31, 2019, and 2018, respectively.	<u>—</u>	<u>53</u>
	<u>746</u>	<u>(919)</u>
<b>Total Comprehensive Income</b>	<u>\$ 3,084</u>	<u>\$ 1,021</u>

*See Notes to Consolidated Financial Statements*

**First Robinson Financial Corporation**  
**Consolidated Statements of Stockholders' Equity**  
**Years Ended March 31, 2019 and 2018**  
(In Thousands, Except Share Data)

	Common Stock		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock	Total
	Shares	Amount					
<b>Balance, April 1, 2017</b>	573,758	10	\$ 13,949	\$ 19,896	\$ (353)	\$ (8,531)	\$ 24,971
Net income				1,940			1,940
Other comprehensive loss					(919)		(919)
Reclassification of income tax effect on accumulated other comprehensive loss due to change in enacted tax law				116	(116)		—
Dividends on common stock, \$1.14 per share				(654)			(654)
Purchase of incentive shares			(41)				(41)
<b>Balance, March 31, 2018</b>	573,758	\$ 10	\$ 13,908	\$ 21,298	\$ (1,388)	\$ (8,531)	\$ 25,297
Net income				2,338			2,338
Other comprehensive income					746		746
Reclassification of equity security upon adoption of ASU 2016-01				4	(4)		—
Dividends on common stock, \$1.16 per share				(665)			(665)
Purchase of incentive shares			(49)				(49)
<b>Balance, March 31, 2019</b>	<u>573,758</u>	<u>\$ 10</u>	<u>\$ 13,859</u>	<u>\$ 22,975</u>	<u>\$ (646)</u>	<u>\$ (8,531)</u>	<u>\$ 27,667</u>

*See Notes to Consolidated Financial Statements*

**First Robinson Financial Corporation**  
**Consolidated Statements of Cash Flows**  
**Years Ended March 31, 2019 and 2018**  
**(In Thousands)**

	<b>2019</b>	<b>2018</b>
<b>Operating Activities</b>		
Net income	\$ 2,338	\$ 1,940
Items not requiring (providing) cash		
Depreciation	469	394
Provision for loan losses	215	130
Amortization of premiums and discounts on securities	869	968
Amortization of loan servicing rights	261	237
Deferred income taxes	(135)	109
Originations of mortgage loans held for sale	(24,414)	(21,186)
Proceeds from the sale of mortgage loans	24,716	21,761
Net gain on sale of loans	(453)	(446)
Net loss on sale of other real estate owned	2	—
Net realized gain on sale of securities	—	(85)
Cash surrender value of life insurance	(51)	(53)
Changes in:		
Interest receivable	(162)	(247)
Other assets	(111)	(393)
Interest payable	6	43
Deferred compensation	579	97
Other liabilities	189	217
Prepaid income taxes	104	(316)
Net cash provided by operating activities	<u>4,422</u>	<u>3,170</u>
<b>Investing Activities</b>		
Purchases of available-for-sale securities	(16,875)	(46,326)
Purchase of held-to-maturity securities	(1,498)	—
Proceeds from maturities of available-for-sale securities	4,343	8,175
Proceeds from maturities of held to maturity securities	528	760
Proceeds from sales of available-for-sale securities	—	6,228
Repayment of principal on available-for-sale securities	19,589	17,296
Purchase of Federal Home Loan Bank and Federal Reserve Bank stock	(118)	(61)
Net change in loans	(13,131)	1,768
Purchase of premises and equipment	(710)	(1,682)
Proceeds from sale of other real estate owned	481	378
Net cash used in investing activities	<u>(7,391)</u>	<u>(13,464)</u>

**First Robinson Financial Corporation**  
**Consolidated Statements of Cash Flows (Continued)**  
**Years Ended March 31, 2019 and 2018**  
**(In Thousands)**

	<b>2019</b>	<b>2018</b>
<b>Financing Activities</b>		
Net increase in demand deposits, money market, NOW and savings accounts	\$ 23,258	\$ 19,685
Net (decrease) increase in time deposits	(7,142)	2,773
Proceeds from FHLB advances	11,040	17,040
Repayment of FHLB advances	(11,040)	(17,040)
Proceeds from other borrowings	144,895	97,605
Repayment of other borrowings	(145,859)	(111,468)
Net change in short-term borrowings	(320)	20
Proceeds from long-term borrowings	—	2,500
Repayment in long-term borrowings	(465)	(112)
Purchase of incentive plan shares	(49)	(41)
Dividends paid on common shares	(665)	(654)
Net (decrease) increase in advances from borrowers for taxes and insurance	(10)	29
Net cash provided by financing activities	<u>13,643</u>	<u>10,337</u>
<b>Increase in Cash and Cash Equivalents</b>	10,674	43
<b>Cash and Cash Equivalents, Beginning of Year</b>	<u>27,152</u>	<u>27,109</u>
<b>Cash and Cash Equivalents, End of Year</b>	<u>\$ 37,826</u>	<u>\$ 27,152</u>
<b>Supplemental Cash Flows Information</b>		
Interest paid	\$ 2,142	\$ 1,610
Income taxes paid (net of refunds)	743	1,306
Real estate acquired in settlement of loans	2,168	426
Internally financed sales of foreclosed assets	—	33
Premises financed with capital lease	130	—

*See Notes to Consolidated Financial Statements*

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

### **March 31, 2019 and 2018**

#### **Note 1: Nature of Operations and Summary of Significant Accounting Policies**

##### ***Nature of Operations***

First Robinson Financial Corporation (the “Company”) is a bank holding company whose principal activity is the ownership and management of its wholly-owned subsidiary, First Robinson Savings Bank, N.A. (the “Bank”). The Bank is primarily engaged in providing a full range of banking and financial services to individual and corporate customers in Crawford and surrounding counties in Illinois, and Knox and surrounding counties in Indiana. The Bank is subject to competition from other financial institutions. The Company and the Bank are subject to the regulation of certain federal and state agencies and undergo periodic examinations by those regulatory authorities.

##### ***Principles of Consolidation and Financial Statement Presentation***

The consolidated financial statements include the accounts of the Company and the Bank. All significant inter-company accounts and transactions have been eliminated in consolidation.

##### ***Use of Estimates***

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Material estimates that are particularly susceptible to significant change relate to the determination of the allowance for loan losses, valuation of deferred tax assets, and loan servicing rights.

##### ***Cash Equivalents***

The Company considers all liquid investments with original maturities of three months or less to be cash equivalents. At March 31, 2019 and 2018, cash equivalents consisted primarily of interest-earning and non-interest earning demand deposits in banks.

##### ***Securities***

Certain debt securities that management has the positive intent and ability to hold to maturity are classified as “held-to-maturity” and recorded at amortized cost. Securities not classified as held-to-maturity are classified as “available-for-sale” securities and recorded at fair value with unrealized gains and losses excluded from earnings and reported in other comprehensive income (loss). Purchase premiums and discounts are recognized in interest income using the interest method over the terms of the securities. Gains and losses on the sale of securities are recorded on the trade date and are determined using the specific identification method.

For debt securities with fair value below amortized costs when the Company does not intend to sell a debt security, and it is more-likely-than-not, the Company will not have to sell the security before recovery of its cost basis, it recognizes the credit component of an other-than-temporary

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

**March 31, 2019 and 2018**

impairment of a debt security in earnings and the remaining portion in other comprehensive income (loss). For held-to-maturity debt securities, the amount of an other-than-temporary impairment recorded in other comprehensive income (loss) for the noncredit portion of a previous other-than-temporary impairment is amortized prospectively over the remaining life of the security on the basis of the timing of future estimated cash flows of the security.

### ***Loans Held for Sale***

Mortgage loans originated and intended for sale on the secondary market are carried at the lower of cost or fair value in the aggregate. Net realized losses, if any, are recognized through a valuation allowance by charges to income. Gains and losses on loan sales are recorded in non-interest income, and direct loan origination costs and fees are recognized at origination of the loan and are recognized in non-interest income upon sale of the loan.

### ***Loans***

Loans that management has the intent and ability to hold for the foreseeable future or until maturity or payoffs are reported at their outstanding principal balances adjusted for charge-offs, the allowance for loan losses, and any unamortized deferred fees or costs on originated loans.

For loans amortized at cost, interest income is accrued based on the unpaid principal balance. Loan origination fees, net of certain direct origination costs, as well as premiums and discounts, are deferred and amortized as a level yield adjustment over the respective term of the loan.

The accrual of interest on mortgage and commercial loans is discontinued at the time the loan is 90 days past due unless the credit is well-secured and in process of collection. Past due status is based on contractual terms of the loan. In all cases, loans are placed on nonaccrual or charged off at an earlier date if collection of principal or interest is considered doubtful.

All interest accrued but not collected for loans that are placed on nonaccrual or charged off are reversed against interest income. The interest on these loans is accounted for on the cash-basis or cost-recovery method, until qualifying for return to accrual. Loans are returned to accrual status when all the principal and interest amounts contractually due are brought current and future payments are reasonably assured.

### ***Allowance for Loan Losses***

The allowance for loan losses is established as losses are estimated to have occurred through a provision for loan losses charged to income. Loan losses are charged against the allowance when management believes the uncollectability of a loan balance is confirmed. Subsequent recoveries, if any, are credited to the allowance.

The allowance for loan losses is evaluated on a regular basis by management and is based upon management's periodic review of the collectability of the loans in light of historical experience, the nature and volume of the loan portfolio, adverse situations that may affect the borrower's ability to repay, estimated value of any underlying collateral, and prevailing economic conditions. This evaluation is inherently subjective, as it requires estimates that are susceptible to significant revision as more information becomes available. Management's evaluation is also subject to review and potential change, by bank regulatory authorities.

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

**March 31, 2019 and 2018**

The allowance consists of allocated and general components. The allocated component relates to loans that are classified as impaired. For those loans that are classified as impaired, an allowance is established when the discounted cash flows (or collateral value or observable market price) of the impaired loan is lower than the carrying value of that loan. The general component covers nonclassified loans and is based on historical charge-off experience and expected loss given default derived from the Company's internal risk rating process. Other adjustments may be made to the allowance for pools of loans after an assessment of internal and external influences on credit quality that are not fully reflected in the historical loss or risk rating data.

A loan is considered impaired when, based on current information and events, it is probable that the Company will be unable to collect the scheduled payments of principal or interest when due, according to the contractual terms of the loan agreement. Factors considered by management in determining impairment include payment status, collateral value, and the probability of collecting scheduled principal and interest payments when due. Loans that experience insignificant payment delays and payment shortfalls generally are not classified as impaired. Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, the reasons for the delay, the borrower's prior payment record, and the amount of the shortfall in relation to the principal and interest owed. Impairment is measured on a loan-by-loan basis for commercial and construction loans by either the present value of expected future cash flows discounted at the loan's effective interest rate, the loan's obtainable market price, or the fair value of the collateral if the loan is collateral dependent.

Groups of loans with similar risk characteristics, including individually evaluated loans not determined to be impaired, are collectively evaluated for impairment based on the group's historical loss experience adjusted for changes in trends, conditions, and other relevant factors that affect repayment of the loans. Accordingly, the Company does not separately identify individual consumer and residential loans for impairment measurements, unless such loans are the subject of a restructuring agreement due to financial difficulties of the borrower.

### ***Premises and Equipment***

Depreciable assets are stated at cost less accumulated depreciation. Depreciation is charged to expense using the straight-line method over the estimated useful lives of the assets. Estimated lives are generally 30 to 40 years for premises and 3 to 5 years for equipment.

### ***Transfers of Financial Assets***

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

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

**March 31, 2019 and 2018**

### ***Federal Reserve and Federal Home Loan Bank Stock***

Federal Reserve and Federal Home Loan Bank stock are required investments for institutions that are members of the Federal Reserve and Federal Home Loan Bank systems. The required investment in the common stock is based on a predetermined formula, carried at cost and evaluated for impairment.

### ***Bank Owned Life Insurance***

The Bank has purchased life insurance policies on certain key executives. Bank-owned life insurance is recorded at the amount that can be realized under the insurance contract at the balance sheet date which is the surrender value adjusted for other charges or other amounts due that are probable at settlement.

### ***Foreclosed Assets Held for Sale***

Assets acquired through, or in lieu of, loan foreclosure are held for sale and are initially recorded at fair value less the cost to sell at the date of foreclosure, establishing a new cost basis. Subsequent to foreclosure, management periodically performs valuations and the assets are carried at the lower of carrying amount or fair value less cost to sell. Revenue and expenses from operations and changes in the valuation allowance are included in net income or expense from foreclosed assets.

### ***Mortgage Servicing Rights***

Mortgage servicing assets are recognized separately when rights are acquired through purchase or through sale of financial assets. Under the servicing assets and liabilities accounting guidance (ASC 860-50), servicing rights resulting from the sale or securitization of loans originated by the Company are initially measured at fair value at the date of transfer. The Company subsequently measures each class of servicing asset using the amortization method. Under the amortization method, servicing rights are amortized in proportion to, and over the period of, estimated net servicing income. The amortized assets are assessed for impairment or increased obligation based on fair value at each reporting date.

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

Each class of separately recognized servicing assets subsequently measured using the amortization method are evaluated and measured for impairment. Impairment is determined by stratifying rights into tranches based on predominant characteristics, such as interest rate, loan type and investor type. Impairment is recognized through a valuation allowance for an individual tranche, to the extent that fair value is less than the carrying amount of the servicing assets for that tranche. The valuation allowance is adjusted to reflect changes in measurement of impairment after the initial measurement of impairment. Changes in valuation allowances are reported with charges



# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

**March 31, 2019 and 2018**

and other fees on loans on the income statement. Fair value in excess of the carrying amount of servicing assets for that stratum is not recognized.

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

### ***Incentive Plans***

The Company has a Director's Retirement Plan (DRP) deferred compensation plan where certain directors' fees earned are deferred and placed in a "Rabbi Trust". The DRP purchases stock of the Company with the funds. The deferred liability is equal to the shares owned multiplied by the market value at year-end. The deferred value of the shares purchased is netted from additional paid in capital. The change in share price is reflected as compensation expense.

### ***Treasury Stock***

Treasury stock is stated at cost. Cost is determined by the first-in, first-out method.

### ***Income Taxes***

The Company accounts for income taxes in accordance with income tax accounting guidance (ASC 740, *Income Taxes*). The income tax accounting guidance results in two components of income tax expense: current and deferred. Current income tax expense reflects taxes to be paid or refunded for the current year by applying the provisions of the enacted tax law to the taxable income or excess of deductions over revenues. The Company determines deferred income taxes using the balance sheet method. Under this method, the net deferred tax asset or liability is based on the tax effects of the differences between the book and tax bases of assets and liabilities, and enacted changes in tax rates and laws are recognized in the period in which they occur. Deferred income tax expense results from changes in deferred tax assets and liabilities between periods. Deferred tax assets are reduced by a valuation allowance if, based on the weight of evidence available, it is more likely than not that some portion or all of a deferred tax asset will not be realized.

Tax positions are recognized if it is more likely than not, based on the technical merits, that the tax position will be realized or sustained upon examination. The term more likely than not means a likelihood of more than 50 percent; the terms examined and upon examination also include resolution of the related appeals or litigation processes, if any. A tax position that meets the more-likely-than-not recognition threshold is initially and subsequently measured as the largest amount of tax benefit that has a greater than 50 percent likelihood of being realized upon settlement with a taxing authority that has full knowledge of all relevant information. The determination of whether or not a tax position has met the more-likely-than-not recognition threshold considers the facts, circumstances and information available at the reporting date is subject to management's judgment.

The Company files consolidated income tax returns with its subsidiary.

On December 22, 2017, the Tax Cuts & Jobs Act was signed into law and reduced the corporate income tax rate from 34% to 21%, effective January 1, 2018. As a result, generally accepted

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

### **March 31, 2019 and 2018**

accounting principles required the revaluation of the Company's deferred tax assets and liabilities at the lower statutory tax rate during the fourth quarter of 2017. This revaluation resulted in an additional \$183,000 in tax expense in federal income tax expense for the fiscal year ending March 31, 2018. As of December 31, 2017, the difference in the tax rate that was lodged in accumulated other comprehensive income related to investment fair values was reclassified to retained earnings.

#### ***Earnings Per Common Share***

Basic earnings per common share represent income available to common stockholders divided by the weighted-average number of common shares outstanding during each period. Diluted earnings per common share reflect additional potential common shares that would have been outstanding if dilutive potential common shares had been issued, as well as any adjustment to income that would result from the assumed issuance. Potential common shares that may be issued by the Company relate solely to outstanding incentive plan shares and are determined using the treasury stock method.

Treasury stock shares are not deemed outstanding for earnings per share calculations.

#### ***Comprehensive Income***

Comprehensive income consists of net income and other comprehensive income (loss), net of applicable income taxes. Other comprehensive income (loss) includes unrealized appreciation (depreciation) on available for sale securities.

#### ***Reclassifications***

Certain reclassifications have been made to the 2018 consolidated financial statements to conform to the 2019 financial statement presentation. These reclassifications had no effect on net income.

#### ***Change in Accounting Principle***

On April 1, 2018, the Company adopted the Financial Accounting Standards Board Accounting Standards Update 2014-09, *Revenue from Contracts with Customers (Topic 606)*. Topic 606 creates a single framework for recognizing revenue from contracts with customers that fall within its scope and revised when it is appropriate to recognize a gain (loss) from the transfer of nonfinancial assets, such as foreclosed assets. The majority of the Company's revenues come from interest income and other sources, including loans and securities that are outside the scope of Topic 606. The Company's services that fall within the scope of Topic 606 are presented within noninterest income in the accompanying consolidated statements of income and comprehensive income and are recognized as revenue as the Company satisfies its obligation to the customer. Services within the scope of Topic 606 include charges and fees on deposit accounts, asset management fees, investment brokerage fees, debit card interchange and ATM fee income, and gains/losses on sales of foreclosed assets. See Note 14 for additional information about the Company's revenues that are within the scope of Topic 606.

The Company adopted Topic 606 using the modified retrospective approach applied to all contracts at the date of adoption. The adoption of Topic 606 did not materially change the method in which the Company recognizes revenue for these revenue streams. Therefore, there was no cumulative effect of initially applying the new standard recognized in retained earnings at the

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

**March 31, 2019 and 2018**

beginning of the year of adoption. Comparative prior period information has not been adjusted and continues to be reported in accordance with previous revenue recognition guidance in ASC Topic 605, *Revenue Recognition*. The company's adoption of Topic 606 did not result in a change to the timing of revenue recognition.

### **Note 2: Restriction on Cash and Due From Banks**

The Company is required to maintain reserve funds in cash and/or on deposit with the Federal Reserve Bank. The reserve required at March 31, 2019, was \$6,750,000.

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

March 31, 2019 and 2018

### Note 3: Investment Securities

The amortized cost and approximate fair values, together with gross unrealized gains and losses, of securities are as follows:

	<b>Amortized Cost</b>	<b>Gross Unrealized Gains</b>	<b>Gross Unrealized Losses</b>	<b>Fair Value</b>
	<b>(In thousands)</b>			
<b>Available-For-Sale Securities:</b>				
<b>March 31, 2019</b>				
U.S. Treasury securities	\$ 4,987	\$ —	\$ (114)	\$ 4,873
U.S. government sponsored enterprises (GSE)	15,422	37	(159)	15,300
Mortgage-backed securities, GSE, residential	56,125	111	(867)	55,369
State and political subdivisions	<u>8,529</u>	<u>111</u>	<u>(23)</u>	<u>8,617</u>
Totals	<u>\$ 85,063</u>	<u>\$ 259</u>	<u>\$ (1,163)</u>	<u>\$ 84,159</u>
<b>March 31, 2018</b>				
U.S. Treasury securities	\$ 4,980	\$ —	\$ (184)	\$ 4,796
U.S. government sponsored enterprises (GSE)	21,989	19	(420)	21,588
Mortgage-backed securities, GSE, residential	59,057	64	(1,377)	57,744
State and political subdivisions	<u>6,950</u>	<u>7</u>	<u>(56)</u>	<u>6,901</u>
Totals	<u>\$ 92,976</u>	<u>\$ 90</u>	<u>\$ (2,037)</u>	<u>\$ 91,029</u>
	<b>Amortized Cost</b>	<b>Gross Unrealized Gains</b>	<b>Gross Unrealized Losses</b>	<b>Fair Value</b>
	<b>(In thousands)</b>			
<b>Held-to-Maturity Securities:</b>				
<b>March 31, 2019</b>				
State and political subdivisions	<u>\$ 2,712</u>	<u>\$ 69</u>	<u>\$ —</u>	<u>\$ 2,781</u>
<b>March 31, 2018</b>				
State and political subdivisions	<u>\$ 1,751</u>	<u>\$ 34</u>	<u>\$ (1)</u>	<u>\$ 1,784</u>

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

March 31, 2019 and 2018

The amortized cost and fair value of available-for-sale and held-to-maturity securities at March 31, 2019, by contractual maturity, are shown below. Expected maturities will differ from contractual maturities as issuers may have the right to call or prepay obligations with or without call or prepayment penalties.

	Available-for-sale		Held-to-maturity	
	Amortized Cost	Fair Value	Amortized cost	Maturity fair value
	(In thousands)			
Within one year	\$ 428	\$ 428	\$ 432	\$ 433
One to five years	8,815	8,711	783	811
Five to ten years	9,984	10,096	1,132	1,165
Over ten years	<u>9,711</u>	<u>9,555</u>	<u>365</u>	<u>372</u>
	28,938	28,790	2,712	2,781
Mortgage-backed securities, GSE's	<u>56,125</u>	<u>55,369</u>	<u>—</u>	<u>—</u>
Totals	\$ <u>85,063</u>	\$ <u>84,159</u>	\$ <u>2,712</u>	\$ <u>2,781</u>

The carrying value of securities pledged as collateral, to secure public deposits and for other purposes, was \$28,766,000 at March 31, 2019, and \$23,472,000 at March 31, 2018.

The book value of securities sold under agreements to repurchase amounted to \$22,944,000 and \$26,923,000 at March 31, 2019 and 2018, respectively.

During fiscal year ended March 31, 2019, the Company did not sell any securities. During the fiscal year ended March 31, 2018, the Company sold available-for-sale securities resulting in realized gross gains of \$86,000 and gross losses of \$(1,000). The tax provision applicable to these net realized gains amounted to \$32,000.

Certain investments in debt securities are reported in the consolidated financial statements at an amount less than their historical cost. Total fair value of these investments at March 31, 2019 and 2018, was \$53,292,000 and \$79,507,000, respectively, which is approximately 61.3% and 85.6%, respectively, of the Company's available-for-sale and held-to-maturity investment portfolio. These declines primarily resulted from recent changes in market interest rates.

Management believes the declines in fair value for these securities are temporary. The following table shows our investments' gross unrealized losses and fair value of the Company's investments with unrealized losses that are not deemed to be other-than-temporarily impaired, (in thousands), aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position at March 31, 2019 and 2018.

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

March 31, 2019 and 2018

Description of Securities	Less than 12 Months		More than 12 Months		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
(In Thousands)						
<b>As of March 31, 2019</b>						
US Treasury securities	\$ —	\$ —	\$ 4,873	\$ (114)	4,873	\$ (114)
US government sponsored enterprises, GSE	—	—	7,257	(159)	7,257	(159)
Mortgage-backed securities, GSE, residential	2,151	(1)	38,061	(866)	40,212	(867)
State and political subdivisions	—	—	950	(23)	950	(23)
Total temporarily impaired securities	<u>\$ 2,151</u>	<u>\$ (1)</u>	<u>\$ 51,141</u>	<u>\$ (1,162)</u>	<u>\$ 53,292</u>	<u>\$ (1,163)</u>
<b>As of March 31, 2018</b>						
US Treasury securities	\$ 1,933	\$ (54)	\$ 2,863	\$ (130)	4,796	\$ (184)
US government sponsored enterprises, GSE	6,037	(69)	12,028	(351)	18,065	(420)
Mortgage-backed securities, GSE, residential	42,694	(923)	10,792	(454)	53,486	(1,377)
State and political subdivisions	<u>2,670</u>	<u>(55)</u>	<u>490</u>	<u>(2)</u>	<u>3,160</u>	<u>(57)</u>
Total temporarily impaired securities	<u>\$ 53,334</u>	<u>\$ (1,101)</u>	<u>\$ 26,173</u>	<u>\$ (937)</u>	<u>\$ 79,507</u>	<u>\$ (2,038)</u>

### ***U. S. Treasury Securities and U.S. Government Sponsored Enterprises, GSE***

The unrealized losses on the Company's investments in direct obligations of U.S. Treasury Securities and U.S. government sponsored enterprises, GSE's, were caused by interest rate increases. The contractual terms of those investments do not permit the issuer to settle the securities at a price less than the amortized cost bases of the investments. Because the Company does not intend to sell the investments and it is not more likely than not the Company will be required to sell the investments before recovery of their amortized cost bases, which may be maturity, the Company does not consider those investments to be other-than-temporarily impaired at March 31, 2019.

### ***Residential Mortgage-backed Securities***

The unrealized losses on the Company's investment in residential mortgage-backed securities were caused by changes in interest rates and liquidity. The Company expects to recover the amortized cost basis over the term of the securities. Because the decline in market value is attributable to changes in interest rates and liquidity and not credit quality, and because the Company does not intend to sell the investments and it is not more likely than not the Company will be required to sell the investments before recovery of their amortized cost bases, which may be maturity, the Company does not consider those investments to be other-than-temporarily impaired at March 31, 2019.

### ***State and Political Subdivisions***

The unrealized losses on the Company's investments in securities of state and political subdivisions were caused by changes in interest rates and liquidity. The contractual terms of those investments do not permit the issuer to settle the securities at a price less than the amortized cost basis of the investments. Because the Company does not intend to sell the investments and it is

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

March 31, 2019 and 2018

not more likely than not the Company will be required to sell the investments before recovery of their amortized cost basis, which may which may be maturity, the Company does not consider those investments to be other-than-temporarily impaired at March 31, 2019.

### Note 4: Loans and Allowance for Loan Losses

Categories of loans, including loans held for sale, at March 31 include:

	2019	2018
	(In thousands)	
Mortgage loans on real estate:		
Residential:		
1-4 Family	\$ 63,716	\$ 65,363
Second mortgages	2,970	2,172
Construction	14,212	9,757
Equity lines of credit	10,368	9,092
Commercial	68,829	64,096
Total mortgage loans on real estate	160,095	150,480
Commercial loans	24,254	23,236
Consumer/other loans	14,259	12,722
Municipal government loans	3,537	2,708
Total Loans	202,145	189,146
Less		
Net deferred loan fees, premiums and discounts	26	23
Undisbursed portion of loans	4,564	2,393
Allowance for loan losses	1,985	2,059
Net loans	\$ 195,570	\$ 184,671

The Company is a community-oriented financial institution that seeks to serve the financial needs of the residents and businesses in its market area. The Company considers Crawford County and surrounding counties in Illinois, and Knox County and surrounding counties in Indiana, as its market area. The principal business of the Company has historically consisted of attracting retail deposits from the general public and primarily investing those funds in one- to four-family residential real estate loans, commercial, multi-family and agricultural real estate loans, consumer loans, and commercial business and agricultural finance loans. For the most part, loans are collateralized by assets, primarily real estate, of the borrowers and guaranteed by individuals. Repayment of the loans is expected to come from cash flows of the borrowers or from proceeds from the sale of selected assets of the borrowers.

Loan originations are developed from continuing business with (i) depositors and borrowers, (ii) real estate broker referrals, (iii) customer referrals, and (iv) walk-in customers. All of the Company's lending is subject to its written underwriting standards and loan origination procedures. Upon receipt of a loan application, it is first reviewed by a loan officer in the loan department who checks applications for accuracy and completeness. The Company's underwriting department then gathers the required information to assess the borrower's ability to repay the loan, the adequacy of the proposed collateral, the employment stability, and the credit-worthiness of the borrower. The financial resources of the borrower and the borrower's credit history, as well as the collateral securing the loan, are considered an integral part of each risk evaluation prior to approval. A credit report is obtained to verify specific information relating to the applicant's credit standing. Income is verified using W-2 information, tax returns, or pay-stubs of the potential

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borrower. In the case of a real estate loan, an appraisal of the real estate intended to secure the proposed loan is undertaken by an independent appraiser approved by the Company. The board of directors has established secured, unsecured and one- to- four- family lending authorities for each loan officer. Loans over an individual officer's lending limits must be approved by a loan officer with a higher lending limit. The highest individual lending limit being \$500,000 on one- to- four- family residential properties for the senior loan officer and one real estate loan officer. The highest secured limit is also \$500,000, but on a combined basis of the president and senior loan officer. Loans with a principal balance over this limit must be approved by the directors' loan committee, which meets weekly and consists of the chairman of the board, all outside directors, the president, the senior loan officer and loan officers. The senior loan officer and loan officers do not vote on the loans presented. The board of directors ratifies all loans that are originated. Once the loan is approved, the applicant is informed and a closing date is scheduled. Loan commitments are typically funded within 45 days.

The Company requires evidence of marketable title and lien position or appropriate title insurance on all loans secured by real property. The Company also requires fire and extended coverage casualty insurance in amounts at least equal to the lesser of the principal amount of the loan or the value of improvements on the property, depending on the type of loan. As required by federal regulations, the Company also requires flood insurance to protect the property securing its interest if such property is located in a designated flood area.

Management reserves the right to change the amount or type of lending in which it engages to adjust to market or other factors.

***Residential Real Estate Lending.*** Residential mortgages include first liens on one- to- four-family properties, second mortgages, home equity lines of credit, and construction loans to individuals for the construction of one- to- four-family residences. Residential loan originations are generated by the Company's marketing efforts, its present customers, walk-in customers, and referrals from real estate brokers. Historically, the Company has focused its lending efforts primarily on the origination of loans secured by one- to four-family residential mortgages in its market area. The Company offers both adjustable and fixed rate mortgage loans. Substantially all of the Company's one- to four-family residential mortgage originations are secured by properties located in its market area.

The Company offers adjustable-rate mortgage loans at rates and on terms determined in accordance with market and competitive factors. The Company currently originates adjustable-rate mortgage loans with a term of up to 30 years. The Company offers residential mortgage loans that are fixed for three years and seven years, then adjustable annually after that, with a stated interest rate margin generally over the one-year Treasury Bill Index. Increases or decreases in the interest rate at any adjustment date is generally limited to 100 basis points for those loans that are fixed for three years then annually adjustable with a maximum adjustment of 600 basis over the life of the loan, or 200 basis points for those loans that are fixed for seven years then annually adjustable with a maximum adjustment of 600 basis points over the life of the loan. As a consequence of using caps, the interest rates on these loans may not be as rate sensitive as the Company's liabilities. The Company qualifies borrowers for adjustable-rate loans based on the initial interest rate of the loan and by reviewing the highest possible payment in the first 61 months of the loan. As a result, the risk of default on these loans may increase as interest rates increase.



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The Company offers fixed-rate mortgage loans with a term of up to 30 years. The majority of the fixed rate loans currently originated by the Company are underwritten and documented pursuant to the guidelines of the Federal Home Loan Bank of Chicago's (the "FHLB") Mortgage Partnership Finance ("MPF") program.

The Company will generally lend up to 80% of the lesser of the appraised value or purchase price of the security property on owner occupied one- to four-family loans. Residential loans do not include prepayment penalties, are non-assumable (other than government-insured or guaranteed loans), and do not produce negative amortization. Real estate loans originated by the Company contain a "due on sale" clause allowing the Company to declare the unpaid principal balance due and payable upon the sale of the security property. The Company utilizes private mortgage insurance.

The Company also offers home equity loans that are secured by the underlying equity in the borrower's residence, and accordingly, are reported with the one- to four- family real estate loans. As a result, the Company generally requires loan-to-value ratios of 90% or less after taking into consideration the first mortgage held by the Company. These loans typically have fifteen-year terms with an interest rate adjustment monthly.

The Company offers construction loans to individuals for the construction of one- to four-family residences. Following the construction period, these loans may become permanent loans. Construction lending is generally considered to involve a higher level of credit risk since the risk of loss on construction loans is dependent largely upon the accuracy of the initial estimate of the individual property's value upon completion of the project and the estimated cost (including interest) of the project. If the cost estimate proves to be inaccurate, the Company may be required to advance funds beyond the amount originally committed to permit completion of the project. The Company conducts periodic inspections of the construction project to help mitigate this risk.

***Commercial Real Estate Lending.*** The Company also originates commercial, multi-family and agricultural real estate loans. The Company will generally lend up to 80% of the value of the collateral securing the loan with varying maturities up to 20 years with re-pricing periods ranging from daily to one year. In underwriting these loans, the Company currently analyzes the financial condition of the borrower, the borrower's credit history, and the reliability and predictability of the cash flow generated by the business. The Company generally requires personal guaranties on corporate borrowers. Appraisals on properties securing commercial and agricultural real estate loans originated by the Company are primarily performed by independent appraisers. The Company also offers small business loans, which are generally guaranteed up to 90% by various governmental agencies.

Commercial, multi-family and agricultural real estate loans generally present a higher level of risk than loans secured by one- to four-family residences. This greater risk is due to several factors, including the concentration of principal in a limited number of loans and borrowers, the effect of general economic conditions on income and the increased difficulty of evaluating and monitoring these types of loans. Furthermore, the repayment of loans secured by commercial, multi-family and agricultural real estate is typically dependent upon the successful operation of the business. If the cash flow from the project is reduced, the borrower's ability to repay the loan may be impaired.

***Commercial Lending.*** The Company also originates commercial and agricultural business loans. Unlike residential mortgage loans, which generally are made on the basis of the borrower's ability

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to make repayment from his or her employment and other income and which are secured by real property whose value tends to be more easily ascertainable, commercial business and agricultural finance loans typically are made on the basis of the borrower's ability to make repayment from the cash flow of the borrower's business. As a result, the availability of funds for the repayment of commercial business and agricultural finance loans may be substantially dependent on the success of the business itself (which, in turn, is likely to be dependent upon the general economic environment). The Company's commercial business and agricultural finance loans are usually secured by business or personal assets. However, the collateral securing the loans may depreciate over time, may be difficult to appraise, and may fluctuate in value based on the success of the business.

The Company's commercial business and agricultural finance lending policy includes credit file documentation and analysis of the borrower's character, capacity to repay the loan, the adequacy of the borrower's capital and collateral, as well as an evaluation of conditions affecting the borrower. Analysis of the borrower's past, present, and future cash flows is also an important aspect of the Company's current credit analysis. Nonetheless, such loans are believed to carry higher credit risk than more traditional investments.

***Consumer and Other Lending.*** The Company offers secured and unsecured consumer and other loans. Secured loans may be collateralized by a variety of asset types, including automobiles, equity securities, and deposits. The Company currently originates substantially all of its consumer and other loans in its primary market area. A significant component of the Company's consumer loan portfolio consists of new and used automobile loans. These loans generally have terms that do not exceed six years. Generally, loans on vehicles are made in amounts up to 105% of the sales price or the value as quoted in BlackBook USA, whichever is least.

Consumer and other loan terms vary according to the type and value of collateral, length of contract, and creditworthiness of the borrower. The underwriting standards employed by the Bank for consumer loans include an application, a determination of the applicant's payment history on other debts, and an assessment of ability to meet existing obligations and payments on the proposed loan. Although creditworthiness of the applicant is a primary consideration, the underwriting process also includes a comparison of the value of the security, if any, in relation to the proposed loan amount.

Consumer and other loans may entail greater credit risk than do residential mortgage loans, particularly in the case of consumer loans which are unsecured or are secured by rapidly depreciable assets, such as automobiles. Further, any repossessed collateral for a defaulted consumer loan may not provide an adequate source of repayment of the outstanding loan balance as a result of the greater likelihood of damage, loss, or depreciation. In addition, consumer loan collections are dependent on the borrower's continuing financial stability, and thus are more likely to be affected by adverse personal circumstances. Furthermore, the application of various federal and state laws, including bankruptcy and insolvency laws, may limit the amount which can be recovered on such loans.

***Municipal Government Lending.*** The Bank originates both fixed and adjustable loans for municipal governments. Loans to municipal governments are generally at a lower rate than consumer or commercial loans due to the tax-free nature of municipal loans. For underwriting purposes, the Bank does not require financial documentation as long as the loan is to the general obligation of the local entity. However, proper documentation in the entity's minutes, from a

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board meeting when a quorum was present, that indicate the approval to seek a loan and for the authorized individuals to sign for the loan, is required.

The following tables present the balance in the allowance for loan losses and the recorded investment in loans based on portfolio segment and impairment method as of March 31, 2019 and 2018:

	2019					
	Residential Real Estate	Commercial Real Estate	Commercial	Consumer/ Other Loans	Municipal Government	Total
	(In thousands)					
<b>Allowance for loan losses:</b>						
Balance, beginning of year	\$ 935	\$ 692	\$ 223	\$ 185	\$ 24	\$ 2,059
Provision charged to expense	(128)	108	173	57	5	215
Losses charged off	(29)	(148)	(185)	(100)	—	(462)
Recoveries	100	—	7	66	—	173
Balance, end of period	<u>\$ 878</u>	<u>\$ 652</u>	<u>\$ 218</u>	<u>\$ 208</u>	<u>\$ 29</u>	<u>\$ 1,985</u>
Ending balance:						
individually evaluated for impairment	<u>\$ 113</u>	<u>\$ 65</u>	<u>\$ 1</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 179</u>
Ending balance:						
collectively evaluated for impairment	<u>\$ 765</u>	<u>\$ 587</u>	<u>\$ 217</u>	<u>\$ 208</u>	<u>\$ 29</u>	<u>\$ 1,806</u>
<b>Loans:</b>						
Ending balance	<u>\$ 91,266</u>	<u>\$ 68,829</u>	<u>\$ 24,254</u>	<u>\$ 14,259</u>	<u>\$ 3,537</u>	<u>\$ 202,145</u>
Ending balance:						
individually evaluated for impairment	<u>\$ 1,471</u>	<u>\$ 2,872</u>	<u>\$ 1,577</u>	<u>\$ 32</u>	<u>\$ —</u>	<u>\$ 5,952</u>
Ending balance:						
collectively evaluated for impairment	<u>\$ 89,795</u>	<u>\$ 65,957</u>	<u>\$ 22,677</u>	<u>\$ 14,227</u>	<u>\$ 3,537</u>	<u>\$ 196,193</u>

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	2018					
	Residential Real Estate	Commercial Real Estate	Commercial Commercial	Consumer/ Other Loans	Municipal Government	Total
<b>Allowance for loan losses:</b>	<b>(In thousands)</b>					
Balance, beginning of year	\$ 877	\$ 771	\$ 256	\$ 143	\$ 26	\$ 2,073
Provision charged to expense	62	(39)	(19)	128	(2)	130
Losses charged off	(14)	(40)	(159)	(153)	—	(366)
Recoveries	10	—	145	67	—	222
Balance, end of period	<u>\$ 935</u>	<u>\$ 692</u>	<u>\$ 223</u>	<u>\$ 185</u>	<u>\$ 24</u>	<u>\$ 2,059</u>
Ending balance: individually evaluated for impairment	<u>\$ 109</u>	<u>\$ 57</u>	<u>\$ 3</u>	<u>\$ 5</u>	<u>\$ —</u>	<u>\$ 174</u>
Ending balance: collectively evaluated for impairment	<u>\$ 826</u>	<u>\$ 635</u>	<u>\$ 220</u>	<u>\$ 180</u>	<u>\$ 24</u>	<u>\$ 1,885</u>
<b>Loans:</b>						
Ending balance	<u>\$ 86,384</u>	<u>\$ 64,096</u>	<u>\$ 23,236</u>	<u>\$ 12,722</u>	<u>\$ 2,708</u>	<u>\$ 189,146</u>
Ending balance: individually evaluated for impairment	<u>\$ 1,453</u>	<u>\$ 698</u>	<u>\$ 87</u>	<u>\$ 134</u>	<u>\$ —</u>	<u>\$ 2,372</u>
Ending balance: collectively evaluated for impairment	<u>\$ 84,931</u>	<u>\$ 63,398</u>	<u>\$ 23,149</u>	<u>\$ 12,588</u>	<u>\$ 2,708</u>	<u>\$ 186,774</u>

Management's opinion as to the ultimate collectability of loans is subject to estimates regarding future cash flows from operations and the value of property, real and personal, pledged as collateral. These estimates are affected by changing economic conditions and the economic prospects of borrowers.

There have been no changes to the Company's accounting policies or methodology from the prior periods.

### ***Credit Quality Indicators***

The Company categorizes loans into risk categories based on relevant information about the ability of borrowers to service their debt such as: current financial information, historical payment experience, credit documentation, public information, and current economic trends among other factors. The Company analyzes loans individually by classifying the loans as to credit risk. This analysis is performed on all loans at origination. In addition, commercial lending relationships over \$100,000 are reviewed annually by the credit analyst or senior loan officer in our loan department in order to verify risk ratings. The Company uses the following definitions for risk ratings:

***Watch*** – Loans classified as watch have minor weaknesses or negative trends. There is a possibility that some loss could be sustained.

***Special Mention*** – Loans classified as special mention have a potential weakness that deserves management's close attention. If left uncorrected, these potential weaknesses may result in

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deterioration of the repayment prospects for the loan or of the institution's credit position at some future date.

**Substandard** – Loans classified as substandard are inadequately protected by the current net worth and paying capacity of the obligor or of the collateral pledged, if any. Loans so classified have a well-defined weakness or weaknesses that jeopardize the liquidation of the debt. They are characterized by the distinct possibility that the institution will sustain some loss if the deficiencies are not corrected.

**Doubtful** – Loans classified as doubtful have all the weaknesses inherent in those classified as substandard, with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently existing facts, conditions, and values, highly questionable and improbable.

Loans not meeting the criteria above that are analyzed individually as part of the above described process are considered to be Pass rated loans.

The following tables present the credit risk profile of the Company's loan portfolio based on rating category and payment activity as of March 31, 2019 and 2018:

		2019					
		Residential Real Estate	Commercial Real Estate	Commercial	Consumer/ Other Loans	Municipal Government	Total
		(In thousands)					
<b>Rating:</b>							
Pass		\$ 89,209	\$ 56,170	\$ 20,616	\$ 14,163	\$ 3,456	\$ 183,614
Watch		1,471	6,955	1,420	90	81	10,017
Special Mention		—	721	273	—	—	994
Substandard		586	4,983	1,945	6	—	7,520
Doubtful		—	—	—	—	—	—
Total		<u>\$ 91,266</u>	<u>\$ 68,829</u>	<u>\$ 24,254</u>	<u>\$ 14,259</u>	<u>\$ 3,537</u>	<u>\$ 202,145</u>
		2018					
		Residential Real Estate	Commercial Real Estate	Commercial	Consumer/ Other Loans	Municipal Government	Total
		(In thousands)					
<b>Rating:</b>							
Pass		\$ 81,693	\$ 54,373	\$ 17,438	\$ 12,591	\$ 2,621	\$ 168,716
Watch		1,560	6,444	3,822	59	87	11,972
Special Mention		41	358	148	—	—	547
Substandard		3,090	2,835	1,828	72	—	7,825
Doubtful		—	86	—	—	—	86
Total		<u>\$ 86,384</u>	<u>\$ 64,096</u>	<u>\$ 23,236</u>	<u>\$ 12,722</u>	<u>\$ 2,708</u>	<u>\$ 189,146</u>

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The following tables present the Company's loan portfolio aging analysis as of March 31, 2019 and 2018:

2019									
	30-59 Days Past Due	60-89 Days Past Due	Greater Than 90 Days	Non- accrual	Total Loans Past Due and Non-accrual	Current	Total Loans Receivable	Total Loans > 90 Days & Accruing	
(In thousands)									
Real Estate:									
Residential:									
1-4 Family	\$ 261	\$ 54	\$ —	\$ 727	\$ 1,042	\$ 62,674	\$ 63,716	\$ —	
Second mortgages	—	—	—	48	48	2,922	2,970	—	
Construction	—	300	—	—	300	13,912	14,212	—	
Equity lines of credit	—	58	—	37	95	10,273	10,368	—	
Commercial real estate	1,609	—	—	274	1,883	66,946	68,829	—	
Commercial	4	—	—	—	4	24,250	24,254	—	
Consumer/other loans	91	1	—	31	123	14,136	14,259	—	
Municipal government loans	—	—	—	—	—	3,537	3,537	—	
Total	<u>\$ 1,965</u>	<u>\$ 413</u>	<u>\$ —</u>	<u>\$ 1,117</u>	<u>\$ 3,495</u>	<u>\$ 198,650</u>	<u>\$ 202,145</u>	<u>\$ —</u>	
2018									
	30-59 Days Past Due	60-89 Days Past Due	Greater Than 90 Days	Non- accrual	Total Loans Past Due and Non-accrual	Current	Total Loans Receivable	Total Loans > 90 Days & Accruing	
(In thousands)									
Real Estate:									
Residential:									
1-4 Family	\$ 295	\$ 31	\$ —	\$ 1,051	\$ 1,377	\$ 63,986	\$ 65,363	\$ —	
Second mortgages	—	—	—	53	53	2,119	2,172	—	
Construction	—	—	—	—	—	9,757	9,757	—	
Equity lines of credit	51	—	—	35	86	9,006	9,092	—	
Commercial real estate	113	—	—	150	263	63,833	64,096	—	
Commercial	14	88	—	—	102	23,134	23,236	—	
Consumer/other loans	31	85	—	27	143	12,579	12,722	—	
Municipal government loans	—	—	—	—	—	2,708	2,708	—	
Total	<u>\$ 504</u>	<u>\$ 204</u>	<u>\$ —</u>	<u>\$ 1,316</u>	<u>\$ 2,024</u>	<u>\$ 187,122</u>	<u>\$ 189,146</u>	<u>\$ —</u>	

A loan is considered impaired, in accordance with the impairment accounting guidance (ASC 310-10-35-16), when based on current information and events, it is probable the Company will be unable to collect all amounts due from the borrower in accordance with the contractual terms of the loan. Impaired loans include nonperforming loans but also include loans modified in troubled debt restructurings where concessions have been granted to borrowers experiencing financial difficulties. These concessions could include a reduction in the interest rate on the loan, payment extensions, forgiveness of principal, forbearance, or other actions intended to maximize collection.

Impairment is measured on a loan-by-loan basis by either the present value of the expected future cash flows, the loan's observable market value, or, for collateral-dependent loans, the fair value of the collateral adjusted for market conditions and selling expenses. Significant restructured loans are considered impaired in determining the adequacy of the allowance for loan losses.

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The Company actively seeks to reduce its investment in impaired loans. The primary tools to work through impaired loans are settlement with the borrowers or guarantors, foreclosure of the underlying collateral, or restructuring.

The Company will restructure loans when the borrower demonstrates the inability to comply with the terms of the loan, but can demonstrate the ability to meet acceptable restructured terms. Restructurings generally include one or more of the following restructuring options; reduction in the interest rate on the loan, payment extensions, forgiveness of principal, forbearance, or other actions intended to maximize collection. Restructured loans in compliance with modified terms are classified as impaired.

The following tables present impaired loans for the years ended March 31, 2019 and 2018:

2019							
	Recorded Balance	Unpaid Principal Balance	Specific Allowance	Average Investment in Impaired Loans	Interest Income Recognized	Interest Income Recognized on a Cash Basis	
(In thousands)							
Loans with a specific valuation allowance							
Residential	\$ 1,145	\$ 1,145	\$ 113	\$ 933	\$ 62	\$ 62	
Commercial real estate	1,817	1,817	65	388	90	90	
Commercial	82	82	1	33	3	3	
Consumer	—	—	—	42	—	—	
Loans without a specific valuation allowance							
Residential	\$ 326	\$ 326	\$ —	\$ 394	\$ 23	\$ 23	
Commercial real estate	1,055	1,144	—	1,096	44	44	
Commercial	1,495	1,495	—	158	62	62	
Consumer	32	32	—	49	3	3	
Total:							
Residential	\$ 1,471	\$ 1,471	\$ 113	\$ 1,327	\$ 85	\$ 85	
Commercial real estate	2,872	2,961	65	1,484	134	134	
Commercial	1,577	1,577	1	191	65	65	
Consumer	32	32	—	91	3	3	
Total	<u>\$ 5,952</u>	<u>\$ 6,041</u>	<u>\$ 179</u>	<u>\$ 3,093</u>	<u>\$ 287</u>	<u>\$ 287</u>	

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2018						
	Recorded Balance	Unpaid Principal Balance	Specific Allowance	Average Investment in Impaired Loans	Interest Income Recognized	Interest Income Recognized on a Cash Basis
(In thousands)						
Loans with a specific valuation allowance						
Residential	\$ 1,040	\$ 1,040	\$ 109	\$ 1,157	\$ 61	\$ 61
Commercial real estate	492	492	57	504	29	29
Commercial	87	87	3	40	6	6
Consumer	39	39	5	18	3	3
Loans without a specific valuation allowance						
Residential	\$ 413	\$ 413	\$ —	\$ 357	\$ 22	\$ 22
Commercial real estate	206	289	—	146	10	10
Commercial	—	—	—	2	—	—
Consumer	95	95	—	28	5	5
Total:						
Residential	\$ 1,453	\$ 1,453	\$ 109	\$ 1,514	\$ 83	\$ 83
Commercial real estate	698	781	57	650	39	39
Commercial	87	87	3	42	6	6
Consumer	134	134	5	46	8	8
Total	<u>\$ 2,372</u>	<u>\$ 2,455</u>	<u>\$ 174</u>	<u>\$ 2,252</u>	<u>\$ 136</u>	<u>\$ 136</u>

Included in certain loan categories in the impaired loans are troubled debt restructurings (TDR's), where economic concessions have been granted to borrowers who have experienced financial difficulties, that were classified as impaired. These concessions typically result from our loss mitigation activities and could include reductions in interest rate, payment extensions, forgiveness of principal, forbearance, or other actions. TDR's are considered impaired at the time of restructuring and typically are returned to accrual status after considering the borrower's sustained repayment performance for a reasonable period of at least six months.

When loans are modified into a TDR, the Company evaluates any possible impairment similar to other impaired loans based on the present value of expected cash flows, discounted at the contractual interest rate of the original loan agreement, or based upon the current fair value of the collateral, less selling costs for collateral dependent loans. If the Company determined that the value of the modified loan is less than the recorded investment in the loan (net of previous charge-offs, deferred loan fees or costs, and unamortized premium or discount), impairment is recognized through an allowance estimate or a charge-off to the allowance. In periods subsequent to modification, the Company evaluates all TDR's, including those that have payment defaults, for possible impairment and recognizes impairment through the allowance.



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The following table presents the recorded balance, at original cost, of troubled debt restructurings, as of March 31, 2019 and 2018.

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Residential	\$ 440	\$ 457
Commercial real estate	207	73
Consumer	<u>—</u>	<u>13</u>
Total	<u>\$ 647</u>	<u>\$ 543</u>

The following table presents the recorded balance, at original cost, of troubled debt restructurings, which were performing according to the terms of the restructuring, as of March 31, 2019 and 2018.

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Residential	\$ 238	\$ 205
Commercial real estate	<u>207</u>	<u>73</u>
Total	<u>\$ 445</u>	<u>\$ 278</u>

The following table presents loans modified as troubled debt restructuring during the years ended March 31, 2019 and 2018.

	<b>2019</b>			<b>2018</b>		
	<b>Number of</b>	<b>Pre-</b>	<b>Post</b>	<b>Number of</b>	<b>Pre-</b>	<b>Post</b>
	<b>Modifications</b>	<b>modification</b>	<b>Modification</b>	<b>Modifications</b>	<b>modification</b>	<b>Modification</b>
		<b>Recorded</b>	<b>Balance</b>		<b>Recorded</b>	<b>Balance</b>
		<b>Investment</b>			<b>Investment</b>	<b>Balance</b>
		<b>(In thousands)</b>				
Commercial real estate	1	\$ 152	\$ 152	—	\$ —	\$ —
Consumer	<u>—</u>	<u>—</u>	<u>—</u>	<u>1</u>	<u>13</u>	<u>13</u>
Total	<u>1</u>	<u>\$ 152</u>	<u>\$ 152</u>	<u>1</u>	<u>\$ 13</u>	<u>\$ 13</u>

For the fiscal year ending March 31, 2019, the Company restructured one commercial real estate loan with a recorded investment of \$152,000, compared to the modification of one residential real estate loan with a recorded investment of \$13,000 during the fiscal year ended March 31, 2018. The commercial real estate loan restructured in fiscal year 2019 was originally written as a one-year term but was refinanced into a twenty- year term with monthly payments. The borrower was having financial difficulties. On the residential real estate loan restructured during the fiscal year ended March 31, 2018, the residence securing the loan was sold with the mortgage being released. The loan was reclassified as an unsecured consumer loan. The interest rate was adjusted to a lower rate,

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

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and the payment amount was lowered, with no change from the original 30-year maturity. The borrower subsequently defaulted resulting in the loan being charged off.

The troubled debt restructurings disclosed above did not have a material effect on the allowance for loan losses. The troubled debt restructured loan that was modified during the fiscal 2019 is performing.

The following table presents the Company's nonaccrual loans at March 31, 2019 and 2018. This table excludes performing troubled debt restructurings.

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Residential:		
1-4 Family	\$ 727	\$ 1,051
Second mortgages	48	53
Construction	—	—
Equity Lines of Credit	37	35
Commercial real estate	274	150
Commercial	—	—
Consumer/other loans	31	27
Total	<u>\$ 1,117</u>	<u>\$ 1,316</u>

The following table presents the Company's foreclosed assets at March 31, 2019 and 2018.

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Residential:		
1-4 Family	\$ 304	\$ 188
Commercial real estate	1,569	—
Valuation allowance	—	—
Total	<u>\$ 1,873</u>	<u>\$ 188</u>

At March 31, 2019, the balance of real estate owned included \$304,000 of foreclosed one-to four family properties and \$1,569,000 in commercial real estate, recorded as a result of obtaining physical possession of the property, compared to \$188,000 in foreclosed real estate owned as of March 31, 2018. No valuation allowances were established for the one-to four family and commercial real estate foreclosed properties owned as of March 31, 2019 or 2018. Formal foreclosure proceedings are in the process on \$27,000 of residential real estate properties and \$163,000 in commercial real estate properties as of March 31, 2019, compared to formal foreclosure proceedings on \$103,000 in residential real estate mortgage loans and \$131,000 on a commercial real estate property as of March 31, 2018.

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**Note 5: Premises and Equipment**

Major classifications of premises and equipment stated at cost, are as follows:

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Land	\$ 1,259	\$ 1,259
Buildings and improvements	7,684	7,376
Capital lease	130	—
Equipment	4,626	4,382
Construction in process	—	70
	<u>13,699</u>	<u>13,087</u>
Less accumulated depreciation	<u>6,370</u>	<u>6,126</u>
Net premises and equipment	<u>\$ 7,329</u>	<u>\$ 6,961</u>

In November 2018, the Company entered into a fifty-four month capital lease in the amount of \$130,000 of a building previously owned by a financial institution. On April 1, 2023, at the termination of the lease, the Company will purchase the building for the unpaid balance of the lease, \$95,000.

During the fiscal year ended March 31, 2018 the Company purchased a building, previously owned by a financial institution in Vincennes, for \$675,000 as an additional branch. The branch opened in June 2018.

**Note 6: Loan Servicing**

Mortgage loans serviced for others are not included in the accompanying consolidated balance sheets. The unpaid principal balance of mortgage loans serviced for others was \$155,069,000 and \$149,940,000 at March 31, 2019 and 2018, respectively.

Custodial escrow balances maintained in connection with the foregoing loan servicing, and included in demand deposits, were approximately \$1,888,000 and \$1,942,000 at March 31, 2019 and 2018, respectively.

Capitalized mortgage servicing rights at March 31, 2019 and 2018 totaled \$1,395,000 and \$1,323,000, respectively, and are included in “other assets” on the consolidated balance sheets. Comparable market values and a valuation model that calculates the present value of future cash flows were used to estimate fair value. For purposes of measuring impairment, risk characteristics, including type of loan and origination date, were used to stratify the originated mortgage servicing rights.

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The following summarizes the activity pertaining to mortgage servicing rights:

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Mortgage servicing rights		
Balance, beginning of year	\$ 1,323	\$ 1,273
Servicing rights capitalized	333	287
Amortization of servicing rights	<u>(261)</u>	<u>(237)</u>
Balance, end of year	<u>\$ 1,395</u>	<u>\$ 1,323</u>

Fair value disclosure:

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Fair value as of the beginning of the period	\$ 1,497	\$ 1,388
Fair value as of the end of the period	1,524	1,497

At March 31, 2019 and 2018, no allowance for impairment in the Company's mortgage servicing rights was necessary.

For purposes of measuring impairment, risk characteristics (including product type, investor type, and interest rates) were used to stratify the originated mortgage servicing rights.

**Note 7: Interest-bearing Deposits**

Interest-bearing time deposits in denominations of \$250,000 or more were \$12,617,000 on March 31, 2019, and \$19,762,000 on March 31, 2018.

The following table represents deposit interest expense by deposit type at March 31:

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Savings, NOW, Money Market, Interest bearing demand	\$ 1,108	\$ 734
Certificates of deposit	<u>739</u>	<u>727</u>
Total	<u>\$ 1,847</u>	<u>\$ 1,461</u>

# First Robinson Financial Corporation

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### March 31, 2019 and 2018

At March 31, 2019, the scheduled maturities (in thousands) of time deposits are as follows:

2020	\$ 25,035
2021	9,021
2022	4,180
2023	2,384
2024	974
Thereafter	<u>2,622</u>
	<u>\$ 44,216</u>

#### **Note 8: Other Borrowings**

Other borrowings included the following at March 31:

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Securities sold under repurchase agreements	\$ 21,817	\$ 22,781
Lease agreement	127	—
Total	<u>\$ 21,944</u>	<u>\$ 22,781</u>

Securities sold under agreements to repurchase consist of obligations of the Company to other parties. The maximum amount of outstanding agreements at any month end during 2019 and 2018 totaled \$30,393,000 and \$36,194,000, respectively, and the monthly average of such agreements totaled \$22,565,000 and \$30,815,000 for 2019 and 2018, respectively. The average cost of funds on the agreements during 2019 and 2018 were 0.68% and 0.42%, respectively. The average rates at March 31, 2019 and 2018 were 0.91% and 0.49%. The agreements at March 31, 2019, are for overnight and short term borrowings.

Securities sold under agreements to repurchase are secured by U.S. government sponsored enterprises and mortgage-backed securities and such collateral is held by the Company in safekeeping at The Independent Bankers Bank (TIB) in a segregated custodial account. At March 31, 2019, the Company had \$10,547,000 of overnight repurchase agreements secured by government sponsored enterprises and \$9,270,000 of overnight repurchase agreements secured by mortgage-backed securities. A \$2,000,000 repurchase agreement, maturing within 30-60 days, was secured by mortgage-backed securities. The right of offset for a repurchase agreement resembles a secured borrowing, whereby the collateral pledged by the Company would be used to settle the fair value of the repurchase agreement should the Company be in default. In the event the collateral value falls below stipulated levels, the Company will pledge additional securities. The Company closely monitors collateral levels to ensure adequate levels are maintained.

At March 31, 2019, of the \$21,817,000 in repurchase agreements, \$12,353,000 relate to one borrower consisting of two repurchase agreements of which one was a \$2,000,000, 13 – week term, and the other a \$10,353,000 repurchase agreement that matures daily. See Note 5 for the lease agreement terms related to the capital lease.

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

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### Note 9: Lines of Credit

The Company maintains a \$2,500,000 revolving line of credit note payable, of which no amount was outstanding at March 31, 2019 and \$320,000 outstanding as of March 31, 2018, with an unaffiliated financial institution. The note payable bears interest tied to the prime commercial rate with a floor of 4.75%, matures on September 30, 2019, and is secured by the stock of the national bank owned by the Company. The rate at March 31, 2019 was 5.50%. Covenants attached to the line of credit are: (i) total risk-based capital of greater than or equal to 10%; (ii) allowance for loan and lease losses to total loans must be greater than or equal to 0.80%; and (iii) past due, 90 days and non-accrual loans to total average loans must be less than or equal to 2.0%. The Company is in compliance with all loan covenants.

In November 2017, the Company obtained a \$2,500,000 loan from an unaffiliated financial institution. The funds were used to pay the revolving line of credit to zero and to inject \$1,525,000 in capital into the bank. The loan is for a term of 3 years with quarterly payments of principal and interest and a balloon payment at maturity. The rate is fixed at 4.20% for the term of the loan. The balance outstanding at March 31, 2019 was \$1,923,000 and \$2,388,000 at March 31, 2018.

The following table represents annual principal payments due until maturity:

March 31, 2020	\$ 484
March 31, 2021	<u>1,439</u>
	<u>\$ 1,923</u>

The Company maintains a \$6,700,000 revolving line of credit, of which no amounts were outstanding at March 31, 2019 and 2018, with an unaffiliated financial institution. The line bears interest at the federal funds rate of the financial institution (3.40% at March 31, 2019), has an open-end maturity and is unsecured if used for less than thirty (30) consecutive business days.

The Company has also established borrowing capabilities at the Federal Reserve Bank of St. Louis discount window. Investment securities of \$4,844,000 have been pledged as collateral. As of March 31, 2019 and 2018, no amounts were outstanding. The primary credit borrowing rate at March 31, 2019 was 3.00%, has an overnight term, and has no restrictions on use of the funds borrowed.

In February 2017, the Company established a \$5,500,000 unsecured fed funds line with an unaffiliated financial institution. No amount was outstanding at March 31, 2019 and 2018. The interest rate charged on the line is equal to the unaffiliated financial institution's internal fed funds rate, which was 2.64% at March 31, 2019. The line must be paid to zero if in borrowing position for 20 consecutive days.

### Note 10: Federal Home Loan Bank Advances and Deposits

The Company maintains a borrowing capacity of \$44,813,000 with the Federal Home Loan Bank of Chicago ("FHLB"). As of March 31, 2019, the Company had no amounts outstanding in FHLB advances. The borrowing capacity is decreased by advances outstanding and credit enhancements of \$390,000 related to the Mortgage Partnership Program with the FHLB resulting in an available

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## Notes to Consolidated Financial Statements

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borrowing capacity of \$45,203,000. The borrowings are secured by one-to four-family and multi-family mortgage loans totaling \$63,136,000 at March 31, 2019. However, without purchasing additional shares of FHLB stock, the maximum amount available to borrow is 22 times the amount of FHLB Capital Stock of \$594,100. The FHLB advances are subject to restrictions or penalties in the event of prepayment.

At March 31, 2019 and 2018, the amount of interest bearing deposits invested with the Federal Home Loan Bank of Chicago was \$242,000 and \$1,086,000, respectively.

### Note 11: Income Taxes

The Company files income tax returns in the U.S. federal, state of Illinois, and state of Indiana jurisdictions. With a few exceptions, the Company is no longer subject to U.S. federal, Illinois, and Indiana income tax examinations by tax authorities for years before 2015. During the years ended March 31, 2019 and 2018, the Company did not recognize expense for interest or penalties, related to uncertain tax positions.

The provision for income taxes includes these components:

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Taxes currently payable	\$ 846	\$ 1,105
Adjustment of deferred tax for enacted changes in tax laws	—	183
Deferred income taxes	<u>(135)</u>	<u>(74)</u>
Income tax expense	<u>\$ 711</u>	<u>\$ 1,214</u>

A reconciliation of income tax expense at the statutory rate to the Company's actual income tax expense is shown below:

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Computed at the statutory rate (2019 – 21%; 2018 – 30.75%)	\$ 640	\$ 970
Increase (decrease) resulting from:		
Tax exempt interest	(71)	(64)
State income taxes	144	128
Life insurance cash value	(10)	(16)
Deferred tax adjustment for tax rate charge	—	183
Other	<u>8</u>	<u>13</u>
Actual tax expense	<u>\$ 711</u>	<u>\$ 1,214</u>

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

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The tax effects of temporary differences related to deferred taxes shown on the consolidated balance sheets were:

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Deferred tax assets:		
Unrealized loss on available-for-sale securities	\$ 258	\$ 553
Allowance for loan losses	582	602
Deferred compensation	446	281
Paid time off	118	104
Other	<u>15</u>	<u>15</u>
	<u>1,419</u>	<u>1,555</u>
Deferred tax liabilities:		
Depreciation	(398)	(399)
Mortgage servicing rights	(398)	(377)
Prepaid assets	<u>(43)</u>	<u>(39)</u>
	<u>(839)</u>	<u>(815)</u>
Net deferred tax asset	\$ <u>580</u>	\$ <u>740</u>

### Note 12: Accumulated Other Comprehensive Income (Loss)

The components of accumulated other comprehensive income (loss), included in stockholders' equity, are as follows:

	<b>2019</b>	<b>2018</b>
	<b>(In thousands)</b>	
Net unrealized gain (loss) on securities available for sale	\$ (904)	\$ (1,941)
Tax effect	<u>258</u>	<u>553</u>
Net-of-tax amount	\$ <u>(646)</u>	\$ <u>(1,388)</u>



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## Notes to Consolidated Financial Statements

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### Note 13: Changes in Accumulated Other Comprehensive Income (AOCI) by Component

No amounts were reclassified from AOCI during the fiscal year ended March 31, 2019. Amounts reclassified from AOCI and the affected line items in the Statements of Income during the year ended March 31, 2018 were as follows (in thousands):

Amounts Reclassified from AOCI	Affected Line Item in the Statements of Income
2018	
\$ 85	Net realized gain on sale of securities
<u>(32)</u>	Tax expense
\$ <u>53</u>	Net reclassified amount

### Note 14: Revenue from Contracts with Customers

All of the Company's revenue from contracts with customers in the scope of ASC 606 is recognized within Non-Interest Income. The following table presents the Company's sources of Non-Interest Income for the years ended March 31, 2019 and 2018. Items outside the scope of ASC 606 are Charges and other fees on loans, Net gain on sale of loans, and Net gain on sale of securities. The Other category includes income related to Asset management fees of \$144,000 and \$97,000 for fiscal years ended March 31, 2019 and 2018, respectively; Investment brokerage fees of \$254,000 and \$232,000 for the fiscal years ended March 31, 2019 and 2018, respectively; and Debit Card Interchange and ATM fee income of \$837,000 and \$756,000 for the fiscal years ended March 31, 2019 and 2018, respectively, which are within the scope of ASC 606. The remaining balance of the Other category is outside the scope of ASC 606.

	2019	2018
	(In thousands)	
Non-interest income		
Charges and other fees on loans	\$ 502	\$ 464
Charges and fees on deposit accounts	1,193	1,192
Net gain on sale of loans	453	446
Net gain on sale of securities	—	85
Other	<u>1,374</u>	<u>1,196</u>
Total non-interest income	\$ <u>3,522</u>	\$ <u>3,383</u>

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

### **March 31, 2019 and 2018**

A description of the Company's revenue streams accounted for under ASC 606 follows:

Charges and fees on deposit accounts: The Company earns fees from its customers for transaction-based, account maintenance, and overdraft services. Transaction-based fees, which include services such as stop payment charges, statement rendering, and ACH fees are recognized at the time the transaction is executed as that is the point in time the Company fulfills the customer's request. Account maintenance fees, which relate primarily to monthly maintenance are earned over the course of a month, representing the period over which the Company satisfies the performance obligation. Overdraft fees are recognized at the point in time that the overdraft occurs. Service charges on deposits are withdrawn from the customer's account balance.

Asset management fees: The Company earns asset management fees from its contracts with trust customers to manage assets for investment, and/or to transact business on their accounts. These fees are primarily earned over a time as the Company provides contracted monthly or quarterly services and are generally assessed based on a tiered scale of the market value of assets under management at month-end.

Investment brokerage fees: The Company earns fees from investment brokerage services provided to customers by a third-party service provider. The Company receives commissions from the third-party service provider on a monthly basis based upon customer activity for the month. The fees are recognized monthly. Because the Company provides an employee that (i) acts as an agent in arranging the relationship between the customers and the third-party service provider and (ii) does not control the services rendered to the customers, investment brokerage fees are presented net of related costs, including commission paid to the employee and advertising costs associated with promoting the investment brokerage services.

Debit Card interchange and ATM fee income: The Company earns interchange fees from debit cardholder transactions conducted through the Visa payment network. Interchange fees from cardholder transactions represent a percentage of the underlying transaction value and are recognized daily, concurrently with the transaction processing services provided to the cardholder. ATM use fee income is recognized at the time the transaction is executed as that is the point in time the Company fulfills the customer request.

Gains/Losses on sales of foreclosed assets: The Company records a gain or loss from the sale of foreclosed assets when control of the property transfers to the buyer, which generally occurs at the time of the executed deed. When the Company finances the sale of the foreclosed assets to the buyer, the Company assesses whether the buyer is committed to perform their obligations under the contract and whether the collectability of the transaction price is probable. Once these criteria are met, the foreclosed asset is derecognized and the gain or loss on sale is recorded upon the transfer of control of the property to the buyer. In determining the gain or loss on the sale, the Company adjusts the transaction price and related gain (loss) if a significant financing component is present. As of the fiscal years ended March 31, 2019 and 2018, the Company's net gain (loss) was immaterial.

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

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### **Note 15: Regulatory Matters**

The Bank is subject to various regulatory capital requirements administered by the federal banking agencies. Failure to meet minimum capital requirements can initiate certain mandatory and possibly additional discretionary actions by regulators that, if undertaken, could have a direct material effect on the Company's consolidated financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Bank must meet specific capital guidelines that involve quantitative measures of the Bank's assets, liabilities, and certain off-balance-sheet items as calculated under U.S. GAAP, regulatory reporting requirements, and regulatory capital standards. The Bank's capital amounts and classification are also subject to qualitative judgments by the regulators about components, risk weightings, and other factors. Furthermore, the Bank's regulators could require adjustments to regulatory capital not reflected in the financial statements.

Quantitative measures established by regulatory reporting standards to ensure capital adequacy require the Bank to maintain minimum amounts and ratios (set forth in the table below) of total and Tier 1 capital (as defined) to risk-weighted assets (as defined), common equity Tier 1 capital (as defined) to total risk-weighted assets (as defined), and of Tier 1 capital (as defined) to average assets (as defined). Management believes, as of March 31, 2019 and 2018, that the Bank met all capital adequacy requirements to which it is subject.

As of March 31, 2019, the most recent notification from the Comptroller of the Currency categorized the Bank as well capitalized under the regulatory framework for prompt corrective action. To be categorized as well capitalized, the Bank must maintain minimum total risk-based capital, Tier I risk-based capital, common equity Tier 1 risk-based capital, and Tier I leverage ratios as set forth in the table. There are no conditions or events since that notification that management believes have changed the Bank's category.

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## Notes to Consolidated Financial Statements

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The Bank's actual capital amounts and ratios are also presented in the table.

	Actual		Minimum Capital Requirement		Minimum to be Well Capitalized Under Prompt Corrective Action Provisions	
	Amount	Ratio	Amount	Ratio <sup>(1)</sup>	Amount	Ratio
<b>As of March 31, 2019</b>						
(Amounts in Thousands)						
Common equity Tier 1 capital (to risk-weighted assets)	\$30,413	15.1%	\$14,130	7.0%	\$13,120	6.5%
Total risk-based capital (to risk-weighted assets)	\$32,454	16.1%	\$21,194	10.5%	\$20,185	10.0%
Tier I capital (to risk-weighted assets)	\$30,413	15.1%	\$17,157	8.5%	\$16,148	8.0%
Tier I capital (to average assets)	\$30,413	9.4%	\$21,130	6.5%	\$16,254	5.0%
<b>As of March 31, 2018</b>						
Common equity Tier 1 capital (to risk-weighted assets)	\$29,202	15.7%	\$11,885	6.375%	\$12,118	6.5%
Total risk-based capital (to risk-weighted assets)	\$31,315	16.8%	\$18,410	9.875%	\$18,643	10.0%
Tier I capital (to risk-weighted assets)	\$29,202	15.7%	\$14,681	7.875%	\$14,914	8.0%
Tier I capital (to average assets)	\$29,202	9.2%	\$18,748	5.875%	\$15,956	5.0%

<sup>(1)</sup> Includes the 2.50% and 1.875% capital conservation buffers for 2019 and 2018, respectively.

The above minimum capital requirements include the capital conservation buffer required to avoid limitations on capital distributions, including dividend payments and certain discretionary bonus payments to executive officers. The capital conservation buffer is being phased in from 0.0 percent for 2015 to 2.5 percent by 2019. The capital conservation buffer was 2.50 percent and 1.875 percent at March 31, 2019 and 2018, respectively. The net unrealized gain or loss on available-for-sale securities is not included in computing regulatory capital.

The Bank is subject to certain restrictions on the amount of dividends that it may declare without prior regulatory approval. The Bank's ability to pay dividends on its common stock to the Company is restricted to maintain adequate capital as shown in the table above.

### **Basel III Capital Rules**

In July 2013, the three federal bank regulatory agencies jointly published final rules (the Basel III Capital Rules) establishing a new comprehensive capital framework for U.S. banking organizations. The rules implement the Basel Committee's December 2010 framework known as "Basel III" for strengthening international capital standards as well as certain provisions of the

# First Robinson Financial Corporation

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Dodd-Frank Act. These rules substantially revise the risk-based capital requirements applicable to bank holding companies and depository institutions, compared to the current U.S. risk-based capital rules. The Basel III Capital Rules define the components of capital and address other issues affecting the numerator in banking institutions' regulatory capital ratios. These rules also address risk weights and other issues affecting the denominator in banking institutions' regulatory capital ratios and replace the existing risk-weighting approach with a more risk-sensitive approach. The Basel III Capital Rules were effective for the Bank on January 1, 2015 (subject to a four-year phase-in period).

The Basel III Capital Rules, among other things, (i) introduce a new capital measure called "Common Equity Tier 1" (CET1), (ii) specify that Tier 1 capital consist of CET1 and "Additional Tier 1 Capital" instruments meeting specified requirements, (iii) define CET1 narrowly by requiring that most deductions/adjustments to regulatory capital measures be made to CET1 and not to the other components of capital and (iv) expand the scope of the deductions/adjustments as compared to existing regulations.

At the time of the conversion of the Bank to a stock organization, a special liquidation account was established for the benefit of eligible account holders and the supplemental eligible account holders in an amount equal to the net worth of the Bank. The special liquidation account will be maintained for the benefit of eligible account holders and the supplemental eligible account holders who continue to maintain their accounts in the Bank after June 27, 1997. The special liquidation account was \$5,070,000 as of that date. In the unlikely event of a complete liquidation, each eligible and supplemental eligible accounts holder will be entitled to receive a liquidation distribution from the liquidation account in an amount proportionate to the current adjusted qualifying balances for accounts then held. The Bank may not declare or pay cash dividends on, or repurchase any of its common stock, if stockholders' equity would be reduced below applicable regulatory capital requirements or below the special liquidation account.

### Note 16: Related Party Transactions

At March 31, 2019 and 2018, the Company had loans outstanding to executive officers, directors, and significant stockholders and their affiliates (related parties). Changes in loans to executive officers, directors, and significant stockholders and their affiliates, are as follows:

	2019	2018
	(In thousands)	
Balance, beginning of year	\$ 4,026	\$ 4,678
Additions	1,504	800
Repayments	<u>(337)</u>	<u>(1,452)</u>
Balance, end of year	\$ <u>5,193</u>	\$ <u>4,026</u>

Deposits from related parties held by the Company at March 31, 2019 and 2018 totaled approximately \$1,885,000 and \$1,496,000 respectively. Repurchase agreements from related

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

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parties held by the Company at March 31, 2019 and 2018 totaled approximately \$893,000 and \$397,000, respectively.

In management's opinion, such loans and other extensions of credit, repurchase agreements, and deposits were made in the ordinary course of business and were made on substantially the same terms (including interest rates and collateral) as those prevailing at the time for comparable transactions with other persons. Further, in management's opinion, these loans did not involve more than normal risk of collectability or present other unfavorable features.

#### **Note 17: Employee Benefits**

The Company has a defined contribution pension plan. Eligible employees must have worked at least 500 hours in a six month consecutive period from employment start date and be a minimum age of 21 to enroll in the plan. Employees may contribute up to the maximum amount allowed by law annually with the Bank, matching 100% of the employee's contribution on the first 5% of the employee's compensation. Employer matching contributions charged to expense for March 31, 2019 and 2018 were \$183,000 and \$176,000, respectively. The Company accrued for a profit sharing contribution that was paid in April 2019 based on the employee's compensation for the calendar year ended December 31, 2019. As of March 31, 2019 and 2018, the employer profit sharing contribution charged to expense was \$198,000 and \$190,000 respectively.

Also, the Company has a deferred compensation agreement with active Directors. The agreement provides annual contributions of \$2,000 per year, per director, to be paid on January 1<sup>st</sup> of each year. The contributions are used to purchase shares of the Company's stock which are held in trust for the Directors until retirement. The total number of shares in the plan as of March 31, 2019 and 2018 is 23,336 and 22,366, respectively. The difference between current year and prior year shares outstanding relate to awards of 970 shares. The cost of the shares held by the Trust is deducted from additional paid in capital on the consolidated balance sheets. The charge to expense for the annual contribution was \$16,000 for the fiscal year ended March 31, 2019 and 2018. Contribution expense was adjusted to reflect the fair value of the shares to the current market price for the years ended March 31, 2019 and 2018. Contribution expense was increased by \$531,000 for the year ended March 31, 2019 and by \$56,000 for the year ended March 31, 2018.

As part of the conversion in 1997, the Company established an ESOP covering substantially all employees of the Company. The ESOP acquired 68,770 shares of Company common stock at \$10 per share in the conversion with funds provided by a loan from the Company. Accordingly, \$688,000 of common stock acquired by the ESOP was shown as a reduction of stockholders' equity. Shares were released to participants proportionately as the loan was repaid. The loan was repaid in full and all shares were allocated to participants as of December 31, 2006. Dividends on allocated shares are recorded as dividends and charged to retained earnings.

	<u>2019</u>	<u>2018</u>	<u>2017</u>
Remaining allocated ESOP shares after participant withdrawals	62,234	62,434	62,434

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Employees that are age 55 or above and been enrolled in the plan for ten years have a six year period in which they are eligible to diversify a portion of their ESOP shares with the funds being rolled over to the Bank's 401(k) plan. The Company is required to fund the diversification of the shares. During the fiscal year ended March 31, 2019, cash held in the plan was adequate to fund a diversification of 441.9039 shares in April 2019. The shares will be reallocated to current employees participating in the plan.

The Company is obligated at the option of each beneficiary to repurchase shares of the ESOP upon the beneficiary's termination or after retirement. During the fiscal year ended March 31, 2019, cash held in the plan was adequate to fund the repurchase of shares of terminated participants. The shares will be reallocated to current employees. At March 31, 2019 the fair value of the 62,234 allocated shares held by the ESOP is \$4,170,000.

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

March 31, 2019 and 2018

### Note 18: Earnings Per Common Share

Earnings per common share were computed as follows:

Year Ended March 31, 2019			
	Income	Weighted-Average Shares	Per Share Amount
	(In thousands)		
Basic earnings per common share:			
Income available to common stockholders	\$ 2,338	550,966	\$ <u>4.24</u>
Effect of dilutive securities			
Incentive shares	<u>—</u>	<u>22,792</u>	
Diluted earnings per common share:			
Income available to common stockholders and assumed conversions	\$ <u>2,338</u>	<u>573,758</u>	\$ <u>4.08</u>
Year Ended March 31, 2018			
	Income	Weighted-Average Shares	Per Share Amount
	(In thousands)		
Basic earnings per common share:			
Income available to common stockholders	\$ 1,940	551,932	\$ <u>3.52</u>
Effect of dilutive securities			
Incentive shares	<u>—</u>	<u>21,826</u>	
Diluted earnings per common share:			
Income available to common stockholders and assumed conversions	\$ <u>1,940</u>	<u>573,758</u>	\$ <u>3.38</u>



# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

**March 31, 2019 and 2018**

### **Note 19: Disclosures about Fair Value of Assets and Liabilities**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- |                |   |
|----------------|---|
| <b>Level 1</b> | Quoted prices in active markets for identical assets and liabilities that the entity can access at the measurement date   |
| <b>Level 2</b> | Observable inputs other than Level 1 prices, such as quoted prices for similar assets and liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets and liabilities |
| <b>Level 3</b> | Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets and liabilities   |

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

March 31, 2019 and 2018

### Recurring Measurements

The following table presents the Company's assets that are measured at fair value on a recurring basis and the level within the hierarchy in which the fair value measurements fall as of March 31, 2019 and 2018 (in thousands):

Description	Fair Value Measurement Using			
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
<b>March 31, 2019</b>				
U.S. Treasury securities	\$ 4,873	\$ 4,873	\$ —	\$ —
U.S. government sponsored enterprises (GSE)	15,300	—	15,300	—
Mortgage-backed securities, GSE, residential	55,369	—	55,369	—
State and political subdivisions	8,617	—	8,617	—
Total available-for-sale securities	<u>\$ 84,159</u>	<u>\$ 4,873</u>	<u>\$ 79,286</u>	<u>\$ —</u>

Description	Fair Value Measurement Using			
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
<b>March 31, 2018</b>				
U.S. Treasury securities	\$ 4,796	\$ 4,796	\$ —	\$ —
U.S. government sponsored enterprises (GSE)	21,588	—	21,588	—
Mortgage-backed securities, GSE, residential	57,744	—	57,744	—
State and political subdivisions	6,901	—	6,901	—
Total available-for-sale securities	<u>\$ 91,029</u>	<u>\$ 4,796</u>	<u>\$ 86,233</u>	<u>\$ —</u>

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

March 31, 2019 and 2018

Following is a description of the valuation methodologies and inputs used for assets measured at fair value, on a recurring basis, and recognized in the accompanying consolidated balance sheets, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the period ended March 31, 2019.

### *Available-for-Sale Securities*

Where quoted market prices are available in an active market, securities are classified within Level 1. If quoted market prices are not available, then fair values are estimated using pricing models or quoted prices of securities with similar characteristics or discounted cash flows. For these investments, the inputs used by the pricing service to determine fair value may include one or a combination of observable inputs such as benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers, and reference data market research publications and are classified within Level 2 of the valuation hierarchy. Level 2 securities include obligations of U.S. government sponsored enterprises, mortgage-backed securities (government-sponsored enterprises-residential and commercial), and obligations of states and political subdivisions. In certain cases where Level 1 or Level 2 inputs are not available, securities are classified within Level 3 of the hierarchy.

### **Nonrecurring Measurements**

The following table presents the fair value measurement of assets measured at fair value on a nonrecurring basis and the level within the fair value hierarchy in which the fair value measurements fall at March 31, 2019 and 2018 (in thousands):

		<b>Fair Value Measurements at March 31, 2019</b>		
<b>Description</b>	<b>Fair Value</b>	<b>Quoted Prices in Active Markets for Identical Assets (Level 1)</b>	<b>Significant Other Observable Inputs (Level 2)</b>	<b>Significant Unobservable Inputs (Level 3)</b>
Collateral-dependent impaired loans	\$ 163	\$ —	\$ —	\$ 163

		<b>Fair Value Measurements at March 31, 2018</b>		
<b>Description</b>	<b>Fair Value</b>	<b>Quoted Prices in Active Markets for Identical Assets (Level 1)</b>	<b>Significant Other Observable Inputs (Level 2)</b>	<b>Significant Unobservable Inputs (Level 3)</b>
Collateral-dependent impaired loans	\$ 172	\$ —	\$ —	\$ 172

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a nonrecurring basis and recognized in the accompanying consolidated balance sheets, as well as the general classification of such assets pursuant to the valuation hierarchy. For

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

March 31, 2019 and 2018

assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

### *Collateral-dependent Impaired Loans*

The estimated fair value of collateral-dependent impaired loans is based on the appraised fair value of the collateral, less estimated cost to sell. Collateral-dependent impaired loans are classified within Level 3 of the fair value hierarchy.

The Company considers the appraisal or evaluation as the starting point for determining fair value and then considers other factors and events in the environment that may affect the fair value. Appraisals of the collateral underlying collateral-dependent loans are obtained when the loan is determined to be collateral-dependent and subsequently as deemed necessary. Appraisals are reviewed for accuracy and consistency. Appraisers are selected from the list of approved appraisers maintained by management. The appraised values are reduced by discounts to consider lack of marketability and estimated cost to sell if repayment or satisfaction of the loan is dependent on the sale of the collateral. These discounts and estimates are developed by comparison to historical results.

### *Unobservable (Level 3) Inputs*

The following table presents quantitative information about unobservable inputs used in recurring and nonrecurring Level 3 fair value measurements (in thousands):

	<b>Fair Value at March 31, 2019</b>	<b>Valuation Technique</b>	<b>Unobservable Inputs</b>	<b>Rate</b>
Collateral-dependent impaired loans	\$ 163	Market comparable properties	Marketability discount	10%
	<b>Fair Value at March 31, 2018</b>	<b>Valuation Technique</b>	<b>Unobservable Inputs</b>	<b>Rate</b>
Collateral-dependent impaired loans	\$ 172	Market comparable properties	Marketability discount	10%

# First Robinson Financial Corporation

## Notes to Consolidated Financial Statements

March 31, 2019 and 2018

### ***Fair Value of Financial Instruments***

The following table presents estimated fair values of the Company's other financial instruments at March 31, 2019 and 2018:

	<u>March 31, 2019</u>		<u>March 31, 2018</u>	
	<u>Carrying</u>	<u>Fair Value</u>	<u>Carrying</u>	<u>Fair Value</u>
	<u>Amount</u>	<u>Amount</u>	<u>Amount</u>	<u>Amount</u>
	<u>(In thousands)</u>			
<b>Financial assets</b>				
Cash and due from banks	\$ 13,854	\$ 13,854	\$ 7,569	\$ 7,569
Interest-bearing demand deposits	23,972	23,972	19,583	19,583
Held-to-maturity securities	2,712	2,781	1,751	1,784
Loans held for sale	612	612	461	461
Loans, net of allowance for loan losses	194,958	193,333	184,210	184,430
Federal Reserve and Federal Home Loan Bank stock	949	949	831	831
Interest receivable	1,637	1,637	1,475	1,475
<b>Financial liabilities</b>				
Deposits	281,115	247,369	264,999	232,738
Other borrowings	21,944	21,944	22,781	22,781
Short-term borrowings	—	—	320	320
Long-term borrowings	1,923	1,923	2,388	2,388
Advances from borrowers for taxes and insurance	660	660	670	670
Interest payable	203	203	197	197
<b>Unrecognized financial instruments (net of contract amount)</b>				
Commitments to originate loans	—	—	—	—
Letters of credit	—	—	—	—
Lines of credit	—	—	—	—

The following methods were used to estimate the fair value of all other financial instruments recognized in the accompanying consolidated balance sheet at amounts other than fair value.

### ***Cash and Due from Banks***

The carrying amount approximates fair value.

### ***Interest-bearing Demand Deposits***

The carrying amount approximates fair value.

### ***Held-to-maturity Securities***

Fair values equal quoted market prices, if available. If quoted market prices are not available, fair value is estimated based on quoted market prices of similar securities.

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

**March 31, 2019 and 2018**

### ***Loans Held for Sale***

The carrying amount approximates fair value due to the insignificant time between origination and date of sale.

### ***Loans, Net of Allowance***

Fair value is estimated by discounting the future cash flows using the market rates at which similar notes would be made to borrowers with similar credit ratings and for the same remaining maturities. The market rates used are based on current rates the Banks would impose for similar loans and reflect a market participant assumption about risks associated with nonperformance, illiquidity, and the structure and term of the loans along with local economic and market conditions.

### ***Federal Reserve and Federal Home Loan Bank Stock***

Fair value is estimated at book value due to restrictions that limit the sale or transfer of such securities.

### ***Accrued Interest Receivable and Payable***

The carrying amount approximates fair value. The carrying amount is determined using the interest rate, balance, and last payment date.

### ***Deposits***

Fair value of fixed-maturity time deposits is estimated by discounting the future cash flows using rates of similar deposits with similar maturities. The estimated fair value of demand, NOW, savings, and money market deposits, is the book value since rates are regularly adjusted to market rates and amounts are payable on demand at the reporting date.

### ***Other Borrowings, Short-term Borrowings, and Long-term Borrowings***

Fair value of other borrowings, short-term borrowings, and long-term borrowings is estimated based on current repurchase rates and borrowing rates currently available to the Company for repurchases, and borrowings with similar terms and maturities.

### ***Advances from Borrowers for Taxes and Insurance***

The carrying amount approximates fair value.

### ***Commitments to Originate Loans, Letters of Credit and Lines of Credit***

The fair value of commitments to originate loans is estimated using the fees currently charged to enter into similar agreements, taking into account the remaining terms of the agreements and the present creditworthiness of the counterparties. For fixed-rate loan commitments, fair value also considers the difference between current levels of interest rates and the committed rates.

The fair values of letters of credit and lines of credit are based on fees currently charged for similar agreements or on the estimated cost to terminate or otherwise settle the obligations with the counterparties at the reporting date.

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

**March 31, 2019 and 2018**

### **Note 20: Significant Estimates**

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates. Estimates related to the allowance for loan losses are reflected in the note regarding loans.

### **Note 21: Financial Instruments with Off-Balance Sheet Risk**

#### ***Standby Letters of Credit***

In the normal course of business, the Company issues various financial standby, performance standby, and commercial letters of credit for its customers. As consideration for the letters of credit, the institution charges letter of credit fees based on the face amount of the letters and the creditworthiness of the counterparties. These letters of credit are stand-alone agreements and are unrelated to any obligation the customer has to the Company.

Standby letters of credit are irrevocable conditional commitments issued by the Company to guarantee the performance of a customer to a third party. Financial standby letters of credit are primarily issued to support public and private borrowing arrangements, including commercial paper, bond financing, and similar transactions. Performance standby letters of credit are issued to guarantee performance of certain customers under non-financial contractual obligations. The credit risk involved in issuing standby letters of credit is essentially the same as that involved in extending loans to customers.

The Company had total outstanding standby letters of credit amounting to \$497,000 and \$340,000 at March 31, 2019 and 2018, respectively, with terms ranging from 12 to 18 months. At March 31, 2019 and 2018, the Bank's deferred revenue under standby letters of credit agreements was nominal.

#### ***Lines of Credit and Commitments to Fund Loans***

Lines of credit are agreements to lend to a customer as long as there is no violation of any condition established in the contract. Lines of credit generally have fixed expiration dates. Since a portion of the line may expire without being drawn upon, the total unused lines do not necessarily represent future cash requirements. Each customer's creditworthiness is evaluated on a case-by-case basis. The amount of collateral obtained, if deemed necessary, is based on management's credit evaluation of the counterparty. Collateral held varies but may include accounts receivable, inventory, property, plant, and equipment, commercial real estate, and residential real estate. Management uses the same credit policies in granting lines of credit as it does for on-balance-sheet instruments.

At March 31, 2019, the Company had granted unused lines of credit to borrowers aggregating approximately \$19,748,000, \$20,029,000, and \$5,500 for commercial lines, consumer lines, and municipal government lines, respectively. At March 31, 2018, unused lines of credit to borrowers aggregated approximately \$18,248,000 for commercial lines, \$17,222,000 for consumer lines, and \$2,000 for municipal government lines.

# **First Robinson Financial Corporation**

## **Notes to Consolidated Financial Statements**

### **March 31, 2019 and 2018**

Loans committed to, but not yet funded, as of March 31, 2019 and 2018 amounted to \$4,826,000 and \$7,812,000, respectively. As of March 31, 2019 and 2018, those loans at fixed rates amounted to \$2,204,000 and \$5,182,000, respectively, with \$1,338,000 at March 31, 2019 and \$3,410,000 at March 31, 2018 scheduled to be sold in the secondary market. The range of fixed rates was from 3.75% to 5.25% as of March 31, 2019. Commitments to fund loans with floating rates, to be held for investment, amounted to \$2,622,000, and \$2,631,000, at March 31, 2019 and 2018, respectively. Floating rates ranged from 4.50% to 7.30% as of March 31, 2019.

#### **Note 22: Subsequent Events**

Subsequent events have been evaluated through June 3, 2019, which is the date the financial statements were issued.

#### **Note 23: Future Change in Accounting Principles**

The Financial Accounting Standards Board issued Accounting Standards Update (ASU) No. 2016-13, *Financial Instruments-Credit Losses (Topic 326)*. The ASU introduces a new credit loss model, the current expected credit loss model (CECL), which requires earlier recognition of credit losses, while also providing additional transparency about credit risk.

The CECL model uses a lifetime “expected credit loss” measurement objective for the recognition of credit losses for loans, held-to-maturity securities and other receivables at the time the financial asset is originated or acquired. The expected credit losses are adjusted each period for changes in expected lifetime credit losses. For available-for-sale securities where fair value is less than cost, credit-related impairment, if any, will be recognized in an allowance for credit losses and adjusted each period for changes in expected credit risk. The model replaces multiple existing impairment models, which generally require that a loss be incurred before it is recognized.

The CECL model represents a significant change from existing practice and may result in material changes to the Bank’s accounting for financial instruments. The Company is evaluating the effect ASU 2016-13 will have on its consolidated financial statements and related disclosures. The impact of the ASU will depend upon the state of the economy and the nature of the Company’s portfolio at the date of adoption. The new standard is effective for annual periods beginning after December 15, 2020, and any interim periods within an annual reporting periods that begin after December 15, 2021.



## **FIRST ROBINSON FINANCIAL CORPORATION AND SUBSIDIARY**

### **STOCKHOLDER INFORMATION**

#### **ANNUAL MEETING**

The annual meeting of stockholders will be held at 10:00 a.m., central time, Tuesday, July 16, 2019, at Country View Inn & Suites, located at 100 Abraham Lincoln, Robinson, Illinois.

#### **STOCK LISTING**

The Company's stock is traded on the over-the-counter market with quotations available under the symbol "FRFC."

#### **PRICE RANGE OF COMMON STOCK**

The following table sets forth the high and low bid prices of the Company's Common Stock for the periods indicated. The information set forth in the table below was provided by Yahoo Finance. The information reflects interdealer prices, without retail mark-up, mark-down or commission, and may not represent actual transactions.

	Fiscal 2019			Fiscal 2018		
	High	Low	Dividends	High	Low	Dividends
First Quarter	\$45.00	\$42.76	\$0.29	\$42.25	\$40.09	\$0.29
Second Quarter	49.00	43.30	0.29	42.00	40.09	0.29
Third Quarter	60.00	47.25	0.29	42.00	40.50	0.27
Fourth Quarter	80.00	50.01	0.29	44.00	40.50	0.29

The Company declared and paid quarterly dividends as shown above during the fiscal year ending March 2019. Dividend payment decisions are made with consideration of a variety of factors including earnings, financial condition, market considerations and regulatory restrictions. Restrictions on dividend payments are described in Note 15 of the Notes to Financial Statements included in this Annual Report.

As of May 24, 2019, the Company had approximately 450 registered stockholders of record and 573,758 outstanding shares of Common Stock.

#### **SHAREHOLDERS AND GENERAL INQUIRIES**

Rick L. Catt  
President and Chief Executive Officer  
First Robinson Financial Corporation  
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Robinson, Illinois 62454  
(618) 544-8621

#### **TRANSFER AGENT**

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462 S. 4<sup>th</sup> Street  
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(502) 301-6107

## **FIRST ROBINSON FINANCIAL CORPORATION AND SUBSIDIARY CORPORATE INFORMATION**

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### **DIRECTORS OF THE BOARD**

SCOTT F. PULLIAM  
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Robinson, Illinois*

ROBIN E. GUYER  
*President - Agricultural Services Company  
Hutsonville, Illinois*

STEVEN E. NEELEY  
*Chairman of the Boards of Company and Bank  
Retired  
Previous Owner - Industrial Equipment Company  
Robinson, Illinois*

J. DOUGLAS GOODWINE  
*Funeral Director  
Robinson, Illinois*

WILLIAM K. THOMAS  
*Attorney  
Robinson, Illinois*

ELI J. McCORMICK  
*Owner – Trucking Companies  
Vincennes, Indiana*

RICK L. CATT  
*President and Chief Executive Officer  
First Robinson Financial Corporation  
Robinson, Illinois*

ERIC J. NIEHAUS  
*Owner – Wholesale and Retail Businesses  
Vincennes, Indiana*

### **EXECUTIVE OFFICERS**

RICK L. CATT  
*President and Chief Executive Officer*

JAMIE E. McREYNOLDS  
*Vice President, Chief Financial Officer and Secretary*

LESLIE TROTTER, III  
*Vice President*

WILLIAM D. SANDIFORD  
*Vice President*

MARK W. HILL  
*Vice President and Senior Loan Officer*

W.E. HOLT  
*Vice President*

STACIE D. OGLE  
*Vice President and Chief Operations Officer*

LORI S. WHITE  
*Vice President and Chief Compliance Officer*

BRAD HELM  
*Vice President and Information Technology Officer*

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