STERLING BANCORP Form 10-Q/A April 28, 2005

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

Amendment No.1 on FORM 10-Q/A

(Mark One)

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

For the quarterly period ended

March 31, 2004 or

or

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

For the transition period from

Commission File Number:

to 1-5273-1

Sterling Bancorp

13-2565216 (I.R.S. Employer

Identification)

10019-6108

(Zip Code)

(Exact name of registrant as specified in its charter)

New York (State or other jurisdiction of incorporation or organization)

650 Fifth Avenue, New York, N.Y. (Address of principal executive offices)

212-757-3300

(Registrant s telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

x Yes o No

Indicate by check mark whether the registrant is an accelerated filer as defined in Rule 12b-2 of the Exchange Act, x Yes o No

As of April 30, 2004 there were 15,341,208 shares of common stock, \$1.00 par value, outstanding.

STERLING BANCORP

Explanatory Note

This Amendment No. 1 on Form 10-Q/A includes restated unaudited consolidated financial statements for the three months ended March 31, 2004 and 2003 which supersede the Company s previously issued unaudited consolidated financial statements for those interim periods. For information regarding the restatement, see Note 2 to our unaudited consolidated financial statements statements contained herein. This Amendment No. 1 also includes related changes to the disclosures in Management s Discussion and Analysis of Financial Condition and Results of Operations and Controls and Procedures. Except as otherwise specifically noted, all information contained herein is as of March 31, 2004 and does not reflect any events or changes that have occurred subsequent to that date. For the convenience of readers, this Amendment No. 1 restates in its entirety the Company s Quarterly Report on Form 10-Q for the quarter ended March 31, 2004.

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STERLING BANCORP AND SUBSIDIARIES Consolidated Balance Sheets

(Unaudited & Restated)

		March 31, 2004	,	
ASSETS				
Cash and due from banks	\$	45,756,741	\$	63,947,722
Interest-bearing deposits with other banks	Ŷ	2,475,551	Ψ	1,656,338
Securities available for sale		198,355,342		195,477,473
Securities available for sale - pledged		130,493,321		117,250,082
Securities held to maturity		223,257,474		203,480,172
Securities held to maturity - pledged	_	160,737,934	_	166,910,347
Total investment securities		712,844,071		683,118,074
Loans held for sale		48,426,817		40,556,380
Loans held in portfolio, net of unearned discounts		853,007,704		900,556,215
Less allowance for loan losses		14,762,771		14,458,951
Loans, net		838,244,933		886,097,264
Customers liability under acceptances		1,413,995		953,571
Excess cost over equity in net assets of the		, -,		
banking subsidiary		21,158,440		21,158,440
Premises and equipment, net		9,704,799		9,226,183
Other real estate		1,292,078		829,856
Accrued interest receivable		5,419,115		5,069,423
Bank owned life insurance		22,105,961		21,872,266
Other assets		27,562,361		25,338,740
	\$	1,736,404,862	\$	1,759,824,257
LIABILITIES AND SHAREHOLDERS EQUITY				
Deposits	\$	120 206 562	¢	474 001 200
Noninterest-bearing deposits	\$	429,296,562	\$	474,091,890
Interest-bearing deposits		794,000,826		737,648,930
Total deposits		1,223,297,388		1,211,740,820
Securities sold under agreements to repurchase - customers		77,795,349		42,490,862
Securities sold under agreements to repurchase - dealers		35,392,079		51,327,944
Federal funds purchased				10,000,000
Commercial paper		24,401,800		28,799,055
Other short-term borrowings		15,416,233		56,871,359
Acceptances outstanding		1,413,995		953,571
Accrued expenses and other liabilities		74,646,729		78,604,639
Long-term debt		135,774,000		135,774,000
Total liabilities		1,588,137,573		1,616,562,250

Preferred stock, \$5 par value. Authorized		
644,389 shares; Series D issued 0		
and 224,432 shares, respectively		2,244,320
Common stock, \$1 par value. Authorized		
20,000,000 shares; issued 19,787,969		
and 19,275,964 shares, respectively	19,787,969	19,275,964
Capital surplus	144,213,560	141,179,832
Retained earnings	18,454,651	16,166,517
Accumulated other comprehensive loss, net of tax	349,746	(1,131,803)
		·
	182,805,926	177,734,830
Less		
Common shares in treasury at cost, 1,314,895		
and 1,306,587 shares, respectively	33,829,331	33,577,847
Unearned compensation	709,306	894,976
-		
Total shareholders equity	148,267,289	143,262,007
1 5		, ,
	\$ 1,736,404,862	\$ 1,759,824,257
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See Notes to Consolidated Financial Statements.

STERLING BANCORP AND SUBSIDIARIES

Consolidated Statements of Income

(Unaudited & Restated)

		Ionths Ended arch 31,
	2004	2003
INTEREST INCOME		
Loans	\$ 15,081,995	5 \$ 14,759,913
Investment securities		
Available for sale	3,691,820	
Held to maturity	4,706,408	
Federal funds sold	50,342	
Deposits with other banks	4,109	8,553
Total interest income	23,534,674	22,633,218
INTEREST EXPENSE		
Deposits	2,473,145	5 2,201,635
Securities sold under agreements	_,,_	_, ,
to repurchase	315,632	2 298,945
Federal funds purchased	15,890	
Commercial paper	62,762	
Other short-term borrowings	112,194	
Long-term debt	1,559,692	,
Total interest expense	4,539,315	4,376,789
Net interest income	18,995,359	18,256,429
Provision for loan losses	2,426,500	
Net interest income after provision		
for loan losses	16,568,859	16,465,129
NONINTEREST INCOME		
Factoring income	1,426,869	1,352,502
Mortgage banking income	3,631,391	
Service charges on deposit accounts	1,063,343	
Trade finance income	492,807	, ,
Trust fees	181,697	
Other service charges and fees	474,404	
Bank owned life insurance income	233,695	
Securities gains	536,304	
Other income	183,599	,
Total noninterest income	8,224,109	7,470,802
NONINTEREST EXPENSES		
Salaries	7,677,109	6,723,209
Employee benefits	1,926,138	
Total personnel expense	9,603,247	8,614,243
Occupancy expenses, net	1,229,638	
Equipment expenses	756,154	
Advertising and marketing	1,093,460	
Professional fees	913,671	

Data processing fees	287,460	265,032
Stationery and printing	266,571	208,318
Communications	406,727	442,690
Other expenses	1,392,302	1,532,838
Total noninterest expenses	15,949,230	14,505,952
Income before income taxes	8,843,738	9,429,979
Provision for income taxes	3,636,804	3,696,194
Net income	\$ 5,206,934	\$ 5,733,785
	- , ,	 - , ,
Average number of common shares outstanding		
Basic	18,220,065	17,870,743
Diluted	19,210,918	18,785,686
Earnings per average common share		
Basic	\$ 0.29	\$ 0.32
Diluted	0.27	0.30
Dividends per common share	0.16	0.12

See Notes to Consolidated Financial Statements.

STERLING BANCORP AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income (Unaudited & Restated)

	Three Months Ended March 31,			
		2004	,	2003
Net Income	\$	5,206,934	\$	5,733,785
Other comprehensive income, net of tax:				
Unrealized holding gains (losses) arising during the period		1,427,580		(519,808)
Reclassification adjustment for gains included in net income		(290,141)		(51,932)
Unrealized gains on supplemental pension		344,110		98,149
Other comprehensive income (loss)		1,481,549		(473,591)
Comprehensive income	\$	6,688,483	\$	5,260,194

See Notes to Consolidated Financial Statements.

STERLING BANCORP AND SUBSIDIARIES

Consolidated Statements of Changes in Shareholders Equity (Unaudited & Restated)

	Three Months Ended March 31,			
		2004		2003
Preferred Stock				
Balance at January 1	\$	2,244,320	\$	2,322,060
Conversions of Series D shares		(2,244,320)		(9,510)
Balance at March 31	\$		\$	2,312,550
Common Stock				
Balance at January 1	\$	19,275,964	\$	19,138,420
Conversions of preferred shares into common shares		428,304		1,450
Options exercised		83,701		11,207
Balance at March 31	\$	19,787,969	\$	19,151,077
Capital Surplus				
Balance at January 1	\$	141,179,832	\$	138,872,374
Conversions of preferred shares into common shares		1,816,016		8,060
Common shares issued under stock incentive plan and related tax benefits	_	1,217,712		697,798
Balance at March 31	\$	144,213,560	\$	139,578,232
Retained Earnings				
Balance at January 1	\$	16,166,517	\$	2,498,606
Net Income		5,206,934		5,733,785
Cash dividends paid - common shares		(2,918,800)		(2,231,362)
- preferred shares				(31,793)
Balance at March 31	\$	18,454,651	\$	5,969,236
Accumulated Other Comprehensive Income				
Balance at January 1	\$	(1,131,803)	\$	662,930
Unrealized holding gains (losses)				
arising during the period: Before tax		2,638,779		(960,829)
Tax effect		(1,211,199)		441,021
Tax encer		(1,211,199)		441,021
Net of tax		1,427,580		(519,808)
Reclassification adjustment for gains included in net income:				
Before tax		(536,304)		(95,992)
Tax effect		246,163		44,060
Net of tax		(290,141)		(51,932)
Unrealized gains on supplemental pension:				
Before tax		636,063		181,421

Tax effect		(291,953)		(83,272)
Net of tax		344,110		98,149
Balance at March 31	\$	349,746	\$	189,339
	_			
Treasury Stock	<i>.</i>		.	(22,400,070)
Balance at January 1	\$	(33,577,847)	\$	(32,400,952)
Purchase of common shares				(117,798)
Issuance of shares under incentive compensation plan Surrender of shares issued under				(493,654)
incentive compensation plan		(251,484)		
Balance at March 31	\$	(33,829,331)	\$	(33,012,404)
Unearned Compensation				
Balance at January 1	\$	(894,976)	\$	(1,873,926)
Amortization of unearned compensation		185,670		185,670
Balance at March 31	\$	(709,306)	\$	(1,688,256)
Datance at Watch 51	Ψ	(709,500)	ψ	(1,000,250)
Total Shareholders Equity				
Balance at January 1	\$	143,262,007	\$	129,219,512
Net changes during the period		5,005,282		3,280,262
Delayer of Marsh 21	¢	149 267 280	¢	122 400 774
Balance at March 31	\$	148,267,289	\$	132,499,774

See Notes to Consolidated Financial Statements.

STERLING BANCORP AND SUBSIDIARIES Consolidated Statements of Cash Flows

(Unaudited & Restated)

	Three Mon Marc	
	2004	2003
Operating Activities		
Net Income	\$ 5,206,934	\$ 5,733,785
Adjustments to reconcile net income to net cash provided		
by (used in) operating activities:		
Provision for loan losses	2,426,500	1,791,300
Depreciation and amortization of premises and equipment	419,137	420,313
Securities gains	(536,304)	(95,992)
Income from bank owned life insurance	(233,695)	(260,830)
Deferred income tax provision (benefit)	142,388	(121,687)
Net change in loans held for sale	(7,870,437)	(2,206,850)
Amortization of unearned compensation	185,670	185,670
Amortization of premiums on securities	333,904	487,138
Accretion of discounts on securities	(97,977)	(393,779)
Increase in accrued interest receivable	(349,692)	(413,416)
(Decrease) Increase in accrued expenses and	(349,092)	(415,410)
other liabilities	(3,957,910)	845,595
Increase in other assets		,
	(3,331,044)	(2,367,958)
Other, net	454,342	129,989
Net cash (used in) provided by operating activities	(7,208,184)	3,733,278
Investing Activities Purchase of premises and equipment (Increase) Decrease in interest-bearing deposits	(897,753)	(671,798)
with other banks	(819,213)	735,761
Decrease in Federal funds sold	(01),213)	5,000,000
Net decrease in loans held in portfolio	45,425,831	10,041,658
Increase in other real estate	(462,222)	(123,346)
Proceeds from prepayments, redemptions or maturities	(102,222)	(123,310)
of securities - held to maturity	29,621,561	46,132,302
Purchases of securities - held to maturity	(43,387,576)	(85,864,790)
Proceeds from sales of securities - available for sale	37,031,642	3,707,515
Proceeds from prepayments, redemptions or maturities	57,051,012	5,707,515
of securities - available for sale	12,592,171	117,120,717
Purchases of securities - available for sale	(63,180,944)	(94,236,576)
r dichases of securities - available for sale	(05,100,944)	()4,250,570)
Net cash provided by investing activities	15,923,497	1,841,443
Financing Activities		
Decrease in noninterest-bearing deposits	(44,795,328)	(47,409,517)
Increase in interest-bearing deposits	56,351,896	41,276,312
Net proceeds from issuance of Corporation Obligated		41,270,312
Decrease in Federal funds purchased	(10,000,000)	
Net increase in securities sold under agreements		
to repurchase	19,368,622	18,596,874
Decrease in commercial paper and		
other short-term borrowings	(45,852,381)	(17,738,302)
Purchase of treasury stock		(117,798)
Proceeds from exercise of stock options	939,697	183,510
Cash dividends paid on common and preferred stock	(2,918,800)	(2,263,155)

Net cash used in financing activities	(26,906,294)	(7,472,076)
Net decrease in cash and due from banks	(18,190,981)	(1,897,355)
Cash and due from banks - beginning of period	63,947,722	58,173,569
Cash and due from banks - end of period	\$ 45,756,741	\$ 56,276,214
Supplemental disclosures:		
Interest paid	\$ 4,479,390	\$ 3,846,231
Income taxes paid	5,942,600	2,346,594

See Notes to Consolidated Financial Statements.

STERLING BANCORP AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(Unaudited)

- 1. The consolidated financial statements include the accounts of Sterling Bancorp (the parent company) and its subsidiaries, principally Sterling National Bank and its subsidiaries (the bank), after elimination of material intercompany transactions. The term the Company refers to Sterling Bancorp and its subsidiaries. The consolidated financial statements as of and for the interim periods ended March 31, 2004 and 2003 are unaudited; however, in the opinion of management, all adjustments, consisting of normal recurring accruals, necessary for a fair presentation of such periods have been made. Certain reclassifications have been made to the 2003 consolidated financial statements to conform to the current presentation. The interim consolidated financial statements should be read in conjunction with the Company s annual report on Form 10-K for the year ended December 31, 2004. The Company effected a six-for-five stock split on December 8, 2004, a five-for-four stock split on September 10,2003 and paid stock dividends as follows: 20% on December 9, 2002; 10% on December 10, 2001; 10% on December 11, 2000; and 5% on December 14, 1999. Fractional shares were cashed-out and payments were made to shareholders in lieu of fractional shares. All capital and share amounts as well as basic and diluted average number of shares outstanding and earnings per average common share information for all reporting periods have been restated to reflect the effect of the stock splits and stock dividends.
- 2. The consolidated financial statements for the three months ended March 31, 2004 and 2003 have been restated to correct the accounting for employee benefits expense so as to comply with Accounting Principles Board (APB) Opinion No. 12, as amended by Financial Accounting Standards Board (FASB) Statement of Financial Accounting Standards (SFAS) No. 106, Employers Accounting for Postretirement Benefits Other Than Pensions, and FASB Technical Bulletin 85-4, Accounting for Purchases of Life Insurance, and, accordingly, these consolidated financial statements supersede the Company s previously issued unaudited consolidated financial statements for the three months ended March 31, 2004 and 2003. The adjustment to the accounting for employee benefits expense involved (a) the expensing of premiums paid for split-dollar life insurance policies on the lives of certain executive officers of the Company, (b) the expensing of the Company s obligations to pay future premiums on split-dollar life insurance policies issued as part of a transaction in which an executive officer relinquishes his right to receive pension payments in exchange for the insurance policy, and (c) the crediting of increases in the cash surrender values of these various policies. These changes comprise the restatement adjustments for employee benefits expense set forth below. The Company also restated certain other less significant items. Accordingly, the restated consolidated financial statements for the three months ended March 31, 2004 and 2003 also correct the accounting for (i) other income and unrealized holding (losses) gains (and thus other comprehensive (loss) income) so as to comply with SFAS No. 115, Accounting for Certain Investments in Debt and Equity Securities (changes to other income relate to the recognition of earnings on assets held in a trust established by the Company and changes to unrealized holding (losses) gains relate to the inclusion of unrealized holding (losses) gains on assets held in the trust), (ii) occupancy expense so as to comply with SFAS No. 13, Accounting for Leases (changes required to properly straight-line rent incentives), (iii) income tax benefit arising from the exercise of nonqualified stock options and the vesting of restricted stock so as to comply with SFAS No. 109, Accounting for Income Taxes (changes relate to the amounts credited directly to capital surplus), and (iv) minimum pension liability adjustment (and thus other comprehensive (loss) income) so as to comply with SFAS No. 87, Employers Accounting for Pensions (changes relate to the timing of adjustments).

STERLING BANCORP AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(Unaudited)

The table below shows the impact of these restatements on the bank and the parent company for other income, employee benefits expense, occupancy expense, net income and basic and diluted earnings per share and on other comprehensive income (loss):

Three Months Ended March 31,	2004	2003
Other Income:		*
Other income as previously reported	\$ 129,145	\$ 96,707
Restatement adjustment (bank)		16,505
Reclassification adjustment from		
interest income (bank)	54,454	
Other income as restated	\$ 183,599	\$ 113,212
Employee benefits expense:		
Employee benefits expense as previously reported	\$ 674,666	\$ 1,760,446
Restatement adjustment:		
Impact on bank	1,260,730	112,106
Impact on parent company	(9,258)	18,482
Total	1,251,472	130,588
	·	
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Employee benefits expense as restated	\$ 1,926,138	\$ 1,891,034
Occupancy expense, net:		
Occupancy expense, net as previously reported	\$ 1,225,730	\$ 1,295,721
Restatement adjustment (bank)	3,908	(16,854)
Occupancy expense, net as restated	\$ 1,229,638	\$ 1,278,867
Net Income:		
Net income as previously reported	\$ 6,460,509	\$ 5,846,423
Restatement adjustment:		
Impact on bank	(1,262,833)	(94,156)
Impact on parent company	9,258	(18,482)
Total	(1,253,575)	(112,638)
	(1,200,010)	(112,030)
Net income as restated	\$ 5,206,934	\$ 5,733,785
The meetic as restated	φ 5,200,934	ψ 5,155,105

Three Months Ended March 31,	20	04	20	03
Basic earnings per share:				
Net income attributable to common stock as previously reported [1]	\$	0.35	\$	0.32
Restatement adjustment		(0.06)		
Net income attributable to common stock as restated	\$	0. 29	\$	0.32
Diluted earnings per share:				
Net income attributable to common stock				
as previously reported [1]	\$	0.34	\$	0.31
Restatement adjustment		(0.07)		(0.01)
Net income attributable to common stock				
as restated	\$	0.27	\$	0.30

STERLING BANCORP AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(Unaudited)

Three Months Ended March 31,	2004		2004 2003	
Other comprehensive (loss) income net of tax:				
Other comprehensive income (loss) as				
previously reported	\$	773,041	\$	(571,740)
Restatement adjustment:				
Minimum pension liability adjustment, net of				
tax effect of \$309,165 (parent company)		364,398		
Unrealized gains on supplemental pension, net of tax effect of \$291,953 and \$83,272, respectively (bank)		344,110		98,149
Total		708,508		98,149
Other comprehensive income (loss) as restated	\$	1,481,549	\$	(473,591)
	Ψ	1,101,019	Ψ	(1.5,5)1)

[1] Restated to reflect the effect of the six-for-five stock split in the form of a stock dividend effected on December 8, 2004; see Note 1 above.

At December 31, 2003, other assets increased \$1,079,000, accrued expenses and other liabilities increased \$1,002,000, capital surplus decreased \$1,214,000 (which includes a reduction of \$3,031,000 for the effect of the six-for-five stock split), retained earnings decreased \$1,585,000, and accumulated other comprehensive loss increased \$155,000. At March 31, 2004, other assets increased \$1,039,000, accrued expenses and other liabilities increased \$1,146,000, capital surplus decreased \$852,000 (which includes a reduction of \$3,031,000 for the effect of the six-for-five stock split), retained earnings decreased \$2,839,000 and accumulated other comprehensive loss increased \$553,000.

3. At March 31, 2004, the Company has a stock-based employee compensation plan, which is described more fully in Note 1 and Note 15 of the Company s annual report on Form 10-K for the year ended December 31, 2004. The Company accounts for this plan under the recognition and measurement principles of APB Opinion No. 25, *Accounting for Stock Issued to Employees*, and related Interpretations. No stock-based employee compensation cost is reflected in net income, as all options granted under those plans had an exercise price equal to the market value of the underlying common stock on the date of grant. In accordance with SFAS No. 148, the following table illustrates the effect on net income and earnings per average common share if the Company had applied the fair value recognition provisions of SFAS No. 123, *Accounting for Stock-Based Compensation*, to the stock-based employee compensation plans.

Three Months Ended March 31,	2004 [1]		2003 [1]		
Net income available for common shareholders	\$	5,206,934	\$	5,701,992	
Deduct: Total stock-based employee compensation expense determined under fair value based method for all awards,		- , ,	·	- , - , -	
net of related tax effects		(59,488)		(149,824)	
Pro forma, net income	\$	5,147,446	\$	5,552,168	

Earnings per average common share:		
Basic- as reported	\$ 0.29	\$ 0.32
Basic- pro forma	0.28	0.31
Diluted- as reported	0.27	0.30
Diluted- pro forma	0.27	0.30

[1] Restated; see Notes 1 and 2 above.

STERLING BANCORP AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(Unaudited)

4. The major components of domestic loans held for sale and loans held in portfolio are as follows:

	March 31,				
		2004		2003	
Loans held for sale					
Real estate-mortgage	\$	48,426,817	\$	56,891,837	
Loans held in portfolio					
Commercial and industrial	\$	509,376,472	\$	481,855,068	
Lease financing		173,423,983		150,516,210	
Real estate-mortgage		163,288,645		133,891,771	
Real estate-construction		2,354,375		2,400,000	
Installment		16,012,469		9,582,449	
Loans to depository institutions		10,000,000		20,000,000	
Loong gross		874,455,944		798,245,498	
Loans, gross Less unearned discounts		21,448,240		18,493,727	
Less unearried discounts		21,440,240		10,495,727	
Loans, net of unearned discounts	\$	853,007,704	\$	779,751,771	

5.

SFAS No. 131, *Disclosures about Segments of an Enterprise and Related Information*, established standards for the way that public business enterprises report and disclose selected information about operating segments in interim financial statements provided to stockholders.

The Company provides a broad range of financial products and services, including commercial loans, asset-based financing, factoring and accounts receivable management services, trade financing, equipment leasing, corporate and consumer deposit services, commercial and residential mortgage lending and brokerage, trust and estate administration and investment management services. The Company s primary source of earnings is net interest income, which represents the difference between interest earned on interest-earning assets and the interest incurred on interest-bearing liabilities. The Company s 2004 year-to-date average interest-earning assets were 54.5% loans (corporate lending was 73.0% and real estate lending was 24.0% of total loans, respectively) and 43.9% investment securities and money market investments. There are no industry concentrations exceeding 10% of loans, gross, in the corporate loan portfolio. Approximately 67% of loans are to borrowers located in the metropolitan New York area. In order to comply with the provisions of SFAS No. 131, the Company has determined that it has three reportable operating segments: corporate lending, real estate lending and company-wide treasury.

STERLING BANCORP AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(Unaudited)

The following tables provide certain information regarding the Company s operating segments for the three-month periods ended March 31, 2004 and 2003:

		Corporate Lending		eal Estate Lending	Co	ompany-wide Treasury	Totals
Three Months Ended March 31, 2004							
Net interest income	\$	8,343,016	\$	3,806,233	\$	6,400,231[1]	\$ 18,549,480[1]
Noninterest income		2,925,051		3,703,428		849,373[1]	7,477,852
Depreciation and amortization		60,781		99,771			160,552
Segment income before taxes		2,623,245[1]		4,068,608		7,906,229	14,598,082[1]
Segment assets	e	577,522,971	2	221,637,058		801,324,440[1]	1,700,484,469[1]
Three Months Ended March 31, 2003							
Net interest income	\$	8,323,536	\$	3,752,090	\$	5,770,393	\$ 17,846,019
Noninterest income		3,004,572		3,305,157		377,133	6,686,862
Depreciation and amortization		50,165		76,256			126,421
Segment income before taxes		3,751,708[1]		3,321,350		6,536,128	13,609,186[1]
Segment assets	e	531,517,965	1	96,423,973		708,775,654[1]	1,536,717,592[1]

[1] Restated; see Note 2 above.

The following table sets forth reconciliations of net interest income, noninterest income, profits and assets of reportable operating segments to the Company s consolidated totals:

	Three Months Ended March 31,				
		2004		2003	
Net interest income:					
Total for reportable operating segments	\$	18,549,480[2]	\$	17,846,019	
Other ^[1]		445,879		410,410	
Consolidated net interest income	\$	18,995,359[2]	\$	18,256,429	
Noninterest income:					
Total for reportable operating segments	\$	7,477,852	\$	6,686,862	
Other ^{[1][2]}		746,257		783,940	
Consolidated noninterest income ^[2]	\$	8,224,109	\$	7,470,802	
Income before taxes: ^[2]					
Total for reportable operating segments	\$	14,598,082	\$	13,609,186	
Other ^[1]		(5,754,344)		(4,179,207)	
Consolidated income before income taxes	\$	8,843,738	\$	9,429,979	

Three Months Ended March 31,

Total for reportable operating segments	\$ 1,700,484,469	\$ 1,536,717,592
AQths: ^[2]]	35,920,393	27,520,896
Consolidated assets	\$ 1,736,404,862	\$ 1,564,238,488

[1] Represents operations not considered to be a reportable segment and/or general operating expenses of the Company

[2] Restated; see Note 2 above.

STERLING BANCORP AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(Unaudited)

6. The following information is provided in connection with the sales of available for sale securities:

Three Months Ended March 31,	 2004	 2003
Proceeds	\$ 37,031,642	\$ 3,707,515
Gross Gains	536,304	95,992
Gross Losses		

- 7. On December 31, 2003, the Company adopted FASB Interpretation No. 46R (FIN 46R), *Consolidation of Variable Interest Entities*, which clarified certain provisions of a previously released interpretation. Under the provisions of FIN 46R, Sterling deconsolidated the issuer trust and accounts for its investment in the trust as an asset, its junior subordinated debentures as long-term debt and the interest paid on those debentures as interest expense. As a result of the adoption of FIN 46R, the Company s prior period presentations have been restated to conform to the current presentation.
- 8. In February 2004, 224,432 Series D preferred shares were converted into 428,304 common shares.
- 9. The following tables set forth the disclosures required for net periodic benefit cost and net benefit cost:

Three Months Ended March 31,	2004		2003
COMPONENTS OF NET PERIODIC COST			
Service Cost	\$	410,546	\$ 271,815
Interest Cost		516,744	414,305
Expected return on plan assets		(452,029)	(342,613)
Amortization of prior service cost		19,331	19,331
Recognized actuarial loss		209,121	175,058
Net periodic benefit cost		703,713	537,896
Settlement gain		(1,331,190)	
Net benefit cost	\$	(627,477)	\$ 537,896

The Company previously disclosed in its financial statements for the year ended December 31,2003, that it expected to contribute approximately \$2,000,000 to the defined benefit pension plan in 2004. As of March 31, 2004, the expected contribution has decreased to \$1,000,000. No contribution has been made as of March 31, 2004.

ITEM 2. MANAGEMENT S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following commentary presents management s discussion and analysis of the financial condition and results of operations of Sterling Bancorp (the parent company), a financial holding company under the Gramm-Leach-Bliley Act of 1999, and its subsidiaries, principally Sterling National Bank (the bank). Throughout this discussion and analysis, the term the Company refers to Sterling Bancorp and its subsidiaries. This discussion and analysis should be read in conjunction with the consolidated financial statements and supplemental data contained elsewhere in this quarterly report and the Company s annual report on Form 10-K for the year ended December 31, 2004. As described in Note 2 to the consolidated financial statements, the financial statements have been restated. Certain reclassifications have been made to prior years financial data to conform to current financial statement presentations. All capital and share amounts as well as basic and diluted average number of shares outstanding and earnings per average common share information for all periods have been restated to reflect the effect of the six-for-five stock split effected on December 8, 2004 and all prior stock splits and stock dividends.

OVERVIEW

The Company provides a broad range of financial products and services, including business and consumer loans, commercial and residential mortgage lending and brokerage, asset-based financing, factoring/accounts receivable management services, deposit services, trade financing, equipment leasing, trust and estate administration, and investment management services. The Company has operations in New York, Virginia and North Carolina and conducts business throughout the United States. The general state of the U.S. economy and, in particular, economic and market conditions in the metropolitan New York area have a significant impact on loan demand, the ability of borrowers to repay these loans and the value of any collateral securing these loans and may also affect deposit levels. Accordingly, future general economic conditions are a key uncertainty that management expects will materially affect the Company s results of operations.

For the three months ended March 31, 2004, the bank s average earning assets represented approximately 97.5% of the Company s average earning assets. Loans represented 53.4% and investment securities represented 45.1% of the bank s average earning assets for the first quarter of 2004.

The Company s primary source of earnings is net interest income, and its principal market risk exposure is interest rate risk. The Company is not able to predict market interest rate fluctuations, and its asset-liability management strategy may not prevent interest rate changes from having a material adverse effect on the Company s results of operations and financial condition.

Although management endeavors to minimize the credit risk inherent in the Company s loan portfolio, it must necessarily make various assumptions and judgements about the collectibility of the loan portfolio based on its experience and evaluation of economic conditions. If such assumptions or judgements prove to be incorrect, the current allowance for loan losses may not be sufficient to cover loan losses and additions to the allowance may be necessary, which would have a negative impact on net income.

There is intense competition in all areas in which the Company conducts its business. The Company competes with banks and other financial institutions, including savings and loan associations, savings banks, finance companies and credit unions. Many of these competitors have substantially greater resources and lending limits and provide a wider array of banking services. To a limited extent, the Company also competes with other providers of financial services, such as money market mutual funds, brokerage firms, consumer finance companies and insurance companies. Competition is based on a number of factors, including prices, interest rates, service, availability of products, and geographic location.

The Company regularly evaluates acquisition opportunities and conducts due diligence activities in connection with possible acquisitions. As a result, acquisition discussions, and in some cases negotiations, regularly take place and future acquisitions could occur.

INCOME STATEMENT ANALYSIS

Net interest income, which represents the difference between interest earned on interest-earning assets and interest incurred on interest-bearing liabilities, is the Company s primary source of earnings. Net interest income can be affected by changes in market interest rates as well as the level and composition of assets, liabilities and shareholders equity. Net interest spread is the difference between the average rate earned, on a tax-equivalent basis, on interest-earning assets and the average rate paid on interest-bearing liabilities. The net yield on interest-earning assets (net interest margin) is calculated by dividing tax equivalent net interest income by average interest-earning assets. Generally, the net interest margin will exceed the net interest spread because a portion of interest-earning assets are funded by various noninterest-bearing sources, principally noninterest-bearing deposits and shareholders equity. The increases (decreases) in the components of interest income and interest expense, expressed in terms of fluctuation in average volume and rate, are provided in the Rate/Volume Analysis shown on Page 24. Information as to the components of interest income and interest expense and average rates is provided in the Average Balance Sheets shown on page 23.

Comparisons of the Three Months Ended March 31, 2004 and 2003

The Company reported net income for the three months ended March 31, 2004 of \$5.2 million, representing \$0.27 per share, calculated on a diluted basis, compared to \$5.7 million, or \$0.30 per share calculated on a diluted basis, for the first quarter of 2003. This decrease reflects increases in the provision for loan losses and noninterest expenses, which were partially offset by continued growth in both net interest income and noninterest income.



Net Interest Income

Net interest income on a tax equivalent basis, increased to \$19.2 million for the first quarter of 2004 from \$18.5 million for the 2003 period, due to higher average earning assets outstanding coupled with lower average cost of funding partially offset by a lower yield on earning assets and higher average interest-bearing deposit balances. The net interest margin, on a tax equivalent basis, was 4.90% for the first three months of 2004 compared to 5.47% for 2003. The decrease in the net interest margin was primarily the result of the impact of the lower interest rate environment in 2004, partially offset by the impact of an increase in average investment securities and loan outstandings.

Total interest income, on a tax-equivalent basis, aggregated \$23.8 million for the first three months of 2004, up from \$22.9 million for the 2003 period. The tax-equivalent yield on interest-earning assets was 6.09% for the first quarter of 2004 compared to 6.80% for the 2003 period.

Interest earned on the loan portfolio amounted to \$15.1 million for the first three months of 2004, up \$0.3 million from a year ago. Average loan balances amounted to \$862.6 million an increase of \$59.8 million from an average of \$802.8 million in the prior year period. The increase in the average loans, (across virtually all segments of the Company s loan portfolio), primarily due to the Company s business development activities and the ongoing consolidation of banks in the Company s marketing area, accounted for the increase in interest earned on loans. The decrease in the yield on the domestic loan portfolio to 7.22% for the first quarter of 2004 from 7.73% for 2003 was primarily attributable to the mix of outstanding balances on average among the components of the loan portfolio and lower interest rate environment in 2004.

Interest earned on the securities portfolio, on a tax-equivalent basis, increased to \$8.6 million for the first three months of 2004 from \$8.1 million in the prior year period. Average outstandings increased to \$695.1 million from \$568.0 million in the prior year period. The average life of the securities portfolio was approximately 3.4 years at March 31, 2004 compared to 2.7 years at March 31, 2003, reflecting the impact of purchases made in the second, third and fourth quarters of 2003 and the first quarter of 2004. The decrease in yields on most of the securities portfolio reflects the impact of purchases made during the lower rate environment on average in the 2004 period and of the principal prepayments primarily in the second, third and fourth quarters of 2003.

Total interest expense increased to \$4.5 million for the first three months of 2004 from \$4.4 million for the 2003 period, primarily due to higher average balances for interest-bearing deposits partially offset by lower rates paid for those balances and for borrowed funds.

Interest expense on deposits increased to \$2.5 million for the first quarter of 2004 from \$2.2 million for the 2003 period due to an increase in average balance partially offset by a decrease in the cost of those funds. Average interest- bearing deposit balances increased to \$793.7 million for the first quarter of 2004 from \$655.3 million in the 2003 period primarily the result of the Company s branching initiatives and other business development activities. Average rate paid on interest-bearing deposits was 1.25% which was 11 basis points lower than

the prior year period. The decrease in average cost of deposits reflects the lower interest rate environment in 2004.

Provision for Loan Losses

Based on management s continuing evaluation of the loan portfolio (discussed under Asset Quality below), the provision for loan losses for the first three months of 2004 increased to \$2.4 million from \$1.8 million for the prior year period. Factors affecting the level of provision included the growth in the loan portfolios, changes in general economic conditions and the amount of nonaccrual loans.

Noninterest Income

Noninterest income increased to \$8.2 million for the first quarter of 2004 from \$7.5 million in the 2003 period, primarily due to increased income from mortgage banking, principally the result of a change in the mix of loans sold due to a broader array of loan products and an increased focus on higher margin loans, and gains on sales of available for sale securities. Partially offsetting these increases were lower revenues from fees for deposit and various other services and from bank-owned life insurance programs.

Noninterest Expenses

Noninterest expenses increased \$1.4 million for the first quarter of 2004 when compared to the 2003 period. The increase was primarily due to investments in the Sterling franchise, including the new branches, with higher expenses related to salaries, advertising, professional fees and equipment.

BALANCE SHEET ANALYSIS

Securities

The Company s securities portfolios are comprised of principally U.S. government and U.S. government corporation and agency guaranteed mortgage-backed securities along with other debt and equity securities. At March 31, 2004, the Company s portfolio of securities totaled \$712.8 million, of which U.S. government corporation and agency guaranteed mortgage-backed securities and collateralized mortgage obligations having an average life of approximately 3.4 years amounted to \$630.1 million. The Company has the intent and ability to hold to maturity securities classified as held to maturity. These securities are carried at cost, adjusted for amortization of premiums and accretion of discounts. The gross unrealized gains and losses on held to maturity securities were \$7.8 million and \$1.4 million, respectively. Securities classified as available for sale may be sold in the future, prior to maturity. These securities are carried at market value. Net aggregate unrealized gains or losses on these securities are included in a valuation allowance account and are shown net of taxes, as a component of shareholders equity.

Available for sale securities included gross unrealized gains of \$6.8 million and gross unrealized losses of \$0.9 million. Given the generally high credit quality of the portfolio, management expects to realize all of its investment upon the maturity of such instruments and thus believes that any market value impairment is temporary.



The following table presents information regarding securities available for sale:

March 31, 2004	Gross Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Market Value
U.S. Treasury securities	\$ 2,497,497	\$ 3	\$	\$ 2,497,500
Obligations of U.S. govern- ment corporations and agencies mortgage-backed				
securities	183,670,329	4,302,020	79,276	187,893,073
Obligations of U.S. govern- ment corporations and agencies collateralized				
mortgage obligations	60,240,209	56,029	821,600	59,474,638
Obligations of state and			,	
political institutions	30,599,793	1,801,578		32,401,371
Trust preferred securities	3,221,206	557,526		3,778,732
Other debt securities	34,994,283	103,592		35,097,875
Federal Reserve Bank and				
other equity securities	7,685,142	20,531	199	7,705,474
Total	\$ 322,908,459	\$ 6,841,279	\$ 901,075	\$328,848,663

The following table presents information regarding securities held to maturity:

March 31, 2004	Carrying Value	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Market Value
Obligations of U.S. govern- ment corporations and agencies mortgage-backed securities	\$ 300,156,326	\$ 7,739,964	\$ 86,796	\$ 307,809,494
Obligations of U.S. govern- ment corporations and agencies collateralized mortgage obligations	82,589,082	105,273	1,349,894	81,344,461
Debt securities issued by Foreign governments	1,250,000	105,275	1,377,077	1,250,000
Total	\$ 383,995,408	\$ 7,845,237	\$ 1,436,690	\$ 390,403,955

Loan Portfolio

A management objective is to maintain the quality of the loan portfolio. The Company seeks to achieve this objective by maintaining rigorous underwriting standards coupled with regular evaluation of the creditworthiness of and the designation of lending limits for each borrower. The portfolio strategies include seeking industry and loan size diversification in order to minimize credit exposure and the origination of loans in markets with which the Company is familiar.

The Company s commercial and industrial loan portfolio represents approximately 57% of all loans. Loans in this category are typically made to small and medium-sized businesses and range between \$25,000 and \$10 million. Sources of repayment are from the borrower s operating profits, cash flows and liquidation of pledged collateral. Based on underwriting standards, loans may be secured in whole or in part by collateral such as liquid assets, accounts receivable, equipment, inventory, and real property. The Company s real estate loan portfolio, which represents approximately 24% of all loans, is secured by mortgages on real property located principally in the states of New York and Virginia. The Company s leasing portfolio, which consists of finance leases for various types of business equipment, represents approximately 17% of all loans. The collateral securing any loan may vary in value based on market conditions.

The following table sets forth the composition of the Company s loans held for sale and loans held in portfolio:

	March 31,							
	2004				2003			
		Balances	(\$ in thou % of Gross	usands) Balances		% of Gross		
Domestic								
Commercial and industrial	\$	508,879	56.4%	\$	481,183	57.5%		
Equipment lease financing		152,483	16.9		132,720	15.9		
Real estate - mortgage		211,712	23.5		190,774	22.8		
Real estate - construction		2,354	0.3		2,400	0.3		
Installment - individuals		16,007	1.8		9,567	1.1		
Loans to depository institutions		10,000	1.1		20,000	2.4		
Loans, net of unearned discounts	\$	901,435	100.0%	\$	836,644	100.0%		

Asset Quality

Intrinsic to the lending process is the possibility of loss. In times of economic slowdown, the risk of loss inherent in the Company s portfolio of loans may be increased. While management endeavors to minimize this risk, it recognizes that loan losses will occur and that the amount of these losses will fluctuate depending on the risk characteristics of the loan portfolio which in turn depend on current and expected economic conditions, the financial condition of borrowers, the realization of collateral, and the credit management process.

Management views the allowance for loan losses as a critical accounting policy due to its subjectivity. The allowance for loan losses is maintained through the

provision for loan losses, which is a charge to operating earnings. The adequacy of the provision and the resulting allowance for loan losses is determined by a management evaluation process of the loan portfolio, including identification and review of individual problem situations that may affect the borrower s ability to repay, review of overall portfolio quality through an analysis of current charge-offs, delinquency and nonperforming loan data, estimates of the value of any underlying collateral, an assessment of current and expected economic conditions and changes in the size and character of the loan portfolio. Other data utilized by management in determining the adequacy of the allowance for loan losses includes, but is not limited to, the results of regulatory reviews, the amount of, trend of and/or borrower characteristics on loans that are identified as requiring special attention as part of the credit review process, and peer group comparisons. The impact of this other data might result in an allowance which will be greater than that indicated by the evaluation process previously described. The allowance reflects management s evaluation both of loans presenting identified loss potential and of the risk inherent in various components of the loan portfolio, including loans identified as impaired as required by SFAS No. 114. Thus, an increase in the size of the portfolio or in any of its components could necessitate an increase in the allowance even though there may not be a decline in credit quality or an increase in potential problem loans. A significant change in any of the evaluation factors described above could result in future additions to the allowance. At March 31, 2004, the ratio of the allowance to loans held in portfolio, net of unearned discounts, was 1.73% and the allowance was \$14.8 million. At such date, the Company s nonaccrual loans amounted to \$2.7 million; \$1.4 million of such loans was judged to be impaired within the scope of SFAS No. 114. Nonaccrual and impaired loans at March 31, 2004 include one commercial loan in the amount of \$0.6 million. Based on the foregoing, as well as management s judgment as to the current risks inherent in loans held in portfolio, the Company s allowance for loan losses was deemed adequate to absorb all reasonably anticipated losses on specifically known and other possible credit risks associated with the portfolio as of March 31, 2004. Net losses within loans held in portfolio are not statistically predictable and changes in conditions in the next twelve months could result in future provisions for loan losses varying from the level taken in the first quarter of 2004. Potential problem loans, which are loans that are currently performing under present loan repayment terms but where known information about possible credit problems of borrowers causes management to have serious doubts as to the ability of the borrowers to continue to comply with the present repayment terms, aggregated \$1.0 million at March 31, 2004.

Deposits

A significant source of funds for the Company continues to be deposits, consisting of demand (noninterest-bearing), NOW, savings, money market and time deposits (principally certificates of deposit).

The following table provides certain information with respect to the Company s deposits:

	March 31,							
	2004				2003			
		Balances	(\$ in thousands % of Total		ds) Balances	% of Total		
Domestic								
Demand	\$	429,297	35.1%	\$	354,159	34.0%		
NOW		133,189	10.9		114,971	11.0		
Savings		34,216	2.8		26,959	2.6		
Money market		199,206	16.3		173,851	16.7		
Time deposits		424,389	34.7		368,035	35.4		
Total domestic deposits		1,220,297	99.8		1,037,975	99.7		
Foreign								
Time deposits		3,000	0.2		3,000	0.3		
Total deposits	\$	1,223,297	100.0%	\$	1,040,975	100.0%		

Fluctuations of balances in total or among categories at any date may occur based on the Company s mix of assets and liabilities as well as on customers balance sheet strategies. Historically, however, average balances for deposits have been relatively stable. Information regarding these average balances is presented on page 23.

CAPITAL

The Company and the bank are subject to risk-based capital regulations which quantitatively measure capital against risk-weighted assets, including certain off-balance sheet items. These regulations define the elements of the Tier 1 and Tier 2 components of Total Capital and establish minimum ratios of 4% for Tier 1 capital and 8% for Total Capital for capital adequacy purposes. Supplementing these regulations is a leverage requirement. This requirement establishes a minimum leverage ratio (at least 3% to 5%) which is calculated by dividing Tier 1 capital by adjusted quarterly average assets (after deducting goodwill). Information regarding the Company s and the bank s risk-based capital is presented on page 23. In addition, the bank is subject to the Federal Deposit Insurance Corporation Improvement Act of 1981 (FDICIA) which imposes a number of mandatory supervisory measures. Among other matters, five capital categories, ranging from well capitalized to critically under capitalized , are used by regulatory agencies to determine a bank s deposit insurance premium, approval of applications authorizing institutions to increase their asset size or otherwise expand business activities or acquire other institutions. Under FDICIA, a well capitalized bank must maintain minimum leverage, Tier 1 and Total Capital ratios of 5%, 6% and 10%, respectively. The Federal Reserve Board applies comparable tests for holding companies such as the Company. At March 31, 2004, the Company and the bank exceeded the requirements for well capitalized institutions.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

Certain statements contained in this quarterly report, including but not limited to, statements concerning future results of operations or financial position, borrowing capacity and future liquidity, future investment results, future credit exposure, future loan losses and plans and objectives for future operations, and other statements contained herein regarding matters that are not historical facts, are forward-looking statements as defined in the Securities Exchange Act of 1934. These statements are not historical facts but instead are subject to numerous assumptions, risks and uncertainties, and represent only our belief regarding future events, many of which, by their nature, are inherently uncertain and outside our control. Any forward-looking statements we may make speak only as of the date on which such statements are made. Our actual results and financial position may differ materially from the anticipated results and financial condition indicated in or implied by these forward-looking statements.

Factors that could cause our actual results to differ materially from those in the forward-looking statements include, but are not limited to, the following: inflation, interest rates, market and monetary fluctuations; geopolitical development including acts of war and terrorism and their impact on economic conditions; the effects of, and changes in, trade, monetary and fiscal policies and laws, including interest rate policies of the Board of Governors of the Federal Reserve System; changes particularly declines, in general economic conditions and in the local economies in which the Company operates; the financial condition of the Company s borrowers; competitive pressures on loan and deposit pricing and demand; changes in technology and their impact on the marketing of new products and services and the acceptance of these products and services by new and existing customers; the willingness of customers to substitute competitors products and services for the Company s product and services; the impact of changes in the financial services laws and regulations (including laws concerning taxes, banking, securities and insurance); changes in accounting principles, policies and guidelines; the success of the Company at managing the risks involved in the foregoing as well as other risks and uncertainties detailed from time to time in press releases and other public filings. The foregoing list of important factors is not exclusive, and we will not update any forward-looking statement, whether written or oral, that may be made from time to time.

STERLING BANCORP AND SUBSIDIARIES

Average Balance Sheets [1] Three Months Ended March 31, (Unaudited & Restated) (dollars in thousands)

		2004	2003			
	Average Balance	Interest	Average Rate	Average Balance	Interest	Average Rate
ASSETS						
Interest-bearing deposits with other banks	\$ 3.429	\$ 4 [2]	0.94%	\$ 3,700	\$ 8	0.94%
Securities available for sale	\$ 3,429	\$ 4 [2] 3,353	4.55	\$ 3,700 155,407	^{\$} 2,155	5.55
Securities held to maturity	374,141	4,706	4.33 5.09	379.948	5.331	5.61
Securities tax-exempt [3]	30,901	4,700	7.48	32,655	606	7.52
Federal funds sold	20,989	50	0.95	7,244	22	1.21
Loans, net of unearned discounts [4]	862,599	15,082	7.22	802,795	14,760	7.73
Loans, net of unearned discounts [4]	002,399	15,062	1.22	802,795	14,700	1.15
TOTAL INTEREST-EARNING ASSETS	1,582,158	23,770 [2]	6.09%	1,381,749	22,882	6.80%
Cash and due from banks	66.657			53,842		
Allowance for loan losses	(15,322)			(14,244)		
Goodwill	21,158			21,158		
Other assets	67,859			63,527		
TOTAL ASSETS	\$ 1,722,510			\$1,506,032		
LIABILITIES AND SHAREHOLDERS EQUITY						
Interest-bearing deposits						
Domestic						
Savings	\$ 32,947	32	0.39%		26	0.40%
NOW	134,021	154	0.46	114,727	137	0.48
Money market	209,946	370	0.71	151,143	175	0.47
Time	413,758	1,909	1.86	360,263	1,852	2.08
Foreign						
Time	3,000	8	1.07	3,000	12	1.66