WASHINGTON MUTUAL INC
Form 425
July 22, 2002

FILING PURSUANT TO RULE 425 OF THE
SECURITIES ACT OF 1933, AS AMENDED

FILER: FIRST STATE BANCORPORATION

SUBJECT COMPANY: FIRST COMMUNITY INDUSTRIAL BANK,
A SUBSIDIARY OF WASHINGTON MUTUAL, INC.

REGISTRATION STATEMENT NO. 333-91896

[LOGO] [LETTERHEAD]

NEWS RELEASE

H. Patrick Dee
Chief Operating Officer
(505) 241-7102

Brian C. Reinhardt
Chief Financial Officer
(505) 241-7598

FIRST STATE REPORTS RECORD EARNINGS;
LOANS INCREASE TO $605 MILLION
AND DEPOSITS TOP $731 MILLION

Albuquerque NM--July 19, 2002--First State Bancorporation (NASDAQ:FSNM) today announced second quarter 2002 earnings of $2.22 million or $0.44 per diluted share, compared to $1.96 million or $0.39 per diluted share for the second quarter of 2001, an increase of 13%. For the six months ended June 30, 2002, net income was $4.33 million or $0.85 per diluted share, compared to $3.9 million or $0.77 per diluted share for the six months ended June 30, 2001, an increase of 11%. At June 30, 2002, total assets were $883 million, loans were $605 million, and deposits were $731 million.

"The first half of 2002 has been excellent for building our balance sheet in the areas that are fundamental for our continued growth. Loans are up $56 million and deposits are up $46 million since December 31, 2001. Our model of attracting core customers and providing them with the complete array of banking services continues to have momentum in our New Mexico markets," stated Michael R. Stanford, President and Chief Executive Officer. "Our pending acquisition of First Community Industrial Bank should provide us with expanded opportunities to use this model into the future in the target rich environments of Colorado and Utah," continued Stanford.

First State's total assets increased 23% from $717 million at June 30, 2001, to $883 million at June 30, 2002. Included in this increase were the proceeds of $25 million of trust preferred securities issued in connection with First State's pending acquisition of First Community Industrial Bank. Total loans increased 23% from $493 million at June 30, 2001, to $605 million at June 30, 2002. Investment securities increased 8% from $157 million at June 30, 2001, to $169 million at June 30, 2002. Total deposits grew 25% from $586 million at June 30, 2001, to $731 million at June 30, 2002. Non-interest bearing deposits grew to $164 million at June 30, 2002, from $117 million at June 30, 2001, while interest bearing deposits grew to $567 million from $468 million for the same period.

"We are seeing outstanding loan demand in our core areas of real estate loans to business customers and single family residential construction, which are the core balance sheet assets that spur our earnings growth," stated H. Patrick Dee, Executive Vice President and Chief Operating Officer. "Not only has the growth been excellent so far, but we believe the pipeline for continued growth the rest of the year looks very promising."

Net interest income before provision for loan losses was $9.9 million for the second quarter of 2002 compared to $8.7 million for the second quarter of 2001. For the six months ended June 30, 2002 and 2001, net interest income before provision for loan losses was $19.3 million and $17.0 million, respectively. First State's net interest margin was 5.03% and 5.38% for the second quarter of 2002 and 2001, respectively. The net interest margin was 5.01% and

5.48% for the six months ended June 30, 2002 and 2001, respectively. The decrease in margin is largely due to lower interest rates resulting from the Federal Reserve Bank's rate reductions during 2001.

First State's provision for loan losses was $519,000 for the second quarter of 2002, compared to $627,000 for the same quarter of 2001. First State's allowance for loan losses was 1.28% and 1.37% of total loans at June 30, 2002 and 2001, respectively. The allowance for loan losses to non-performing loans was 277% at June 30, 2002, compared to 266% at June 30, 2001. Non-performing assets equaled 0.41% of total assets at June 30, 2002, compared to 0.58% at June 30, 2001.

Non-interest income for the second quarter of 2002 was $3.0 million, compared to $2.2 million for the second quarter of 2001, an increase of 35%. Non-interest income for the six months ended June 30, 2002 was $5.9 million, compared to $4.2 million for the six months ended June 30, 2001. The gains on sales of mortgage loans increased $150,000 over the second quarter of 2001, and $550,000 over the first six months of 2001. Credit card transaction fees increased $302,000 over the second quarter of 2001, and $557,000 over the first six months of 2001.

Non-interest expenses were $8.7 million and $7.2 million for the quarters ended June 30, 2002 and 2001, respectively and representing an increase of $1.5 million or 21%. Included in that increase were increased salary expense from mortgage operations of $110,000 and increased credit card interchange expense of $159,000. Each of these items had corresponding increases in non-interest income. Non-interest expenses for the six months ended June 30, 2002 were $17.0 million, compared to $14.0 million for the six months ended June 30, 2001. Included in that increase were increased salary expense from mortgage operations of $325,000, increased credit card interchange expense of $270,000, and $211,000 in non-interest expenses related to the new branches opened in 2001.

On Thursday, July 18, 2002, First State's Board of Directors declared a quarterly dividend of $0.10 per share. The dividend will be payable to shareholders of record on July 31, 2002, and will be paid September 4, 2002.

First State Bancorporation is the only publicly traded New Mexico based commercial bank holding company (NASDAQ:FSNM). First State provides services to customers from a total of 21 locations in Albuquerque, Taos, Rio Rancho, Santa Fe, Los Lunas, Bernalillo, Placitas, Questa, Belen, Moriarty, and Pojoaque, New Mexico. On Friday, July 19, 2002, First State's stock closed at $21.99 per share.

FINANCIAL HIGHLIGHTS (Dollars in thousands, except per share data)	Second Quarter Ended June 30, 2002	2001	
Interest income	$13,657	$13,967	
Interest expense	3,787	5,267	
Net interest income before provision for loan losses	9,870	8,700	
Provision for loan losses	519	627	
Net interest income after provision for loan losses	9,351	8,073	
Non-interest income	2,991	2,223	
Non-interest expenses	8,731	7,239	
Income tax expense	1,388	1,097	
Net income	$2,223	$1,960	
Basic earnings per share	$ 0.45	$ 0.40	
Diluted earnings per share	$ 0.44	$ 0.39	
Average basic shares outstanding	4,887,784	4,890,777	4,
Average diluted shares outstanding	5,092,180	5,035,064	5,

BALANCE SHEET HIGHLIGHTS:	June 30, 2002	December 31, 2001
Total assets	$882,890	$827,921
Loans receivable, net	$597,370	$541,515
Investment securities	$168,508	$187,422
Deposits	$730,820	$685,022
Long-term debt	$33,524	$8,781
Stockholders' equity	$61,890	$58,345
Book value per share	$12.66	$11.94
Tangible book value per share	$12.58	$11.87

FINANCIAL RATIOS:	Second Quarter Ended June 30, 2002	2001	Six 2002
Return on average assets	1.05%	1.14%	1.04%
Return on average equity	14.61%	14.38%	14.46%
Efficiency ratio	67.89%	66.27%	67.48%
Operating expenses to average assets	4.13%	4.20%	4.10%
Net interest margin	5.03%	5.38%	5.01%
Average equity to average assets	7.20%	7.90%	7.22%
Leverage ratio (end of period)	8.56%	7.48%	8.56%
Total risk based capital ratio (end of period)	15.17%	11.14%	15.17%

NON-INTEREST INCOME:	Second Quarter Ended June 30, 2002	2001	Six J 2002
Service charges on deposit accounts	$836,799	$719,077	$1,653,108

Other banking service fees	271,901	120,788	523,385
Credit and debit card transaction fees	1,060,386	758,341	1,974,975
Gain on sale of mortgage loans	526,300	376,141	1,123,940
Other	296,241	248,722	594,068
	$2,991,627	$2,223,069	$5,869,476

NON-INTEREST EXPENSE:	Second Quarter Ended June 30,		Six J
	2002	2001	2002
Salaries and employee benefits	$3,829,520	$3,304,262	$7,710,050
Occupancy	1,019,713	859,275	2,016,889
Data processing	501,937	328,947	890,551
Credit and debit card interchange	546,272	387,554	998,119
Equipment	665,357	492,948	1,299,037
Professional fees	157,092	135,010	357,937
Other real estate owned	26,743	56,382	83,557
Marketing	554,464	375,152	929,146
Other	1,430,151	1,299,623	2,704,574
	$8,731,249	$7,239,153	$16,989,860

AVERAGE BALANCES:	Second Quarter Ended June 30,		Six
	2002	2001	2002
Assets	$848,283	$691,713	$836,554
Earning assets	786,432	648,165	776,918
Loans	587,948	480,650	570,166
Investment securities	182,692	162,767	183,702
Deposits	712,350	567,867	699,837
Equity	61,045	54,662	60,414

LOANS:	June 30, 2002		December 31, 2001	
Commercial	$92,999	15.4%	$90,187	16.4%
Real estate - mortgage	383,410	63.3%	321,912	58.7%
Real estate - construction	98,465	16.3%	98,086	17.9%
Consumer and other	25,862	4.3%	25,557	4.6%
Mortgage loans available for sale	4,384	0.7%	12,980	2.4%
Total	$605,120	100.0%	$548,722	100.0%

DEPOSITS:	June 30, 2002		December 31, 2001	
Non-interest bearing	163,506	22.4%	$135,798	19.8%
Interest bearing demand	162,801	22.3%	144,728	21.1%

Money market savings accounts	36,908	5.1%	69,452	10.1%
Regular savings	48,248	6.6%	46,219	6.8%
Certificates of deposit less than $100,000	119,737	16.4%	112,720	16.5%
Certificates of deposit greater than $100,000	199,620	27.3%	176,105	25.7%
Total	$730,820	100.0%	$685,022	100.0%

ALLOWANCE FOR LOAN LOSSES:	June 30, 2002	December 31,2001
Balance beginning of period	$7,207	$6,308
Provision for loan losses	$1,188	$2,386
Net charge-offs	($645)	($1,487)
Balance end of period	$7,750	$7,207
Allowance for loan losses to total loans	1.28%	1.31%
Allowance for loan losses to non-performing loans	277%	290%

NON-PERFORMING ASSETS:	June 30, 2002	December 31, 2001
Accruing loans - 90 days past due	$297	$3
Non-accrual loans	2,503	$2,480
Total non-performing loans	2,800	$2,483
Other real estate owned	815	$272
Total non-performing assets	3,615	$2,755
Total non-performing assets to total assets	0.41%	0.33%

This news release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. For example, the discussions regarding prospects of the pending acquisition of First Community Industrial Bank and loan growth include forward-looking statements. Other forward-looking statements can be identified by the use of forward-looking words such as "believes," "expects," "may," "will," "should," "seeks," "approximately," "intends," "plans," "estimates," or "anticipates" or the negative of those words or other comparable terminology. Forward-looking statements involve inherent risks and uncertainties. A number of important factors could cause actual results to differ materially from those in the forward-looking statement. Some factors include fluctuations in interest rates, inflation, government regulations, loss of key personnel, faster or slower than anticipated growth, economic conditions, competition's responses to First State's marketing strategy, and competition in the geographic and business areas in which we conduct our operations. Other factors are described in First State's filings with the Securities and Exchange Commission. First State is under no obligation to update any forward-looking statements.

First State's news releases are available through the Investor Relations section of First State's website at www.fsbnm.com.