

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

FORM 10-K

(Mark one)

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

For the Fiscal Year Ended December 31, 2024

or

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

For the transition period from ____ to ____

Commission File Number: 001-38456

COLUMBIA FINANCIAL, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

22-3504946
(I.R.S. Employer Identification No)

19-01 Route 208 North,
(Address of principal executive offices)

Fair Lawn,

New Jersey

07410
(Zip Code)

(800) 522-4167
(Registrant's telephone number, including area code)

Securities Registered Pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol(s)	Name of exchange on which registered
Common stock, par value \$0.01 per share	CLBK	The Nasdaq Stock Market LLC

Securities Registered Pursuant to Section 12(g) of the Act: None.

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. ☒ Yes ☐ No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. ☐ Yes ☒ No

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

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files): ☒ Yes ☐ No

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

Large accelerated filer	☐	Accelerated filer	☒
Non-accelerated filer	☐	Smaller Reporting Company	☐
Emerging growth company	☐		

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report. ☒

If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. ☐

Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to § 240.10D-1(b). ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). ☐ Yes ☒ No

The aggregate market value of the voting and non-voting common equity held by non-affiliates as of June 28, 2024 (the last business day of the registrant's most recently completed second fiscal quarter) was \$359.8 million. The number of shares outstanding of the registrant's common stock as of February 26, 2025 was 104,730,129 (including 76,016,524 shares held by Columbia Bank, MHC).

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the Registrant's Proxy Statement for the 2025 Annual Meeting of Stockholders are incorporated by reference into Part III of this Form 10-K.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Index Annual Report on Form 10-K

<u>Item Number</u>		<u>Page Number</u>
	<u>PART I</u>	
Item 1.	Business	2
Item 1A.	Risk Factors	20
Item 1B.	Unresolved Staff Comments	26
Item 1C.	Cybersecurity	26
Item 2.	Properties	27
Item 3.	Legal Proceedings	27
Item 4.	Mine Safety Disclosures	27
	<u>PART II</u>	
Item 5.	Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities	28
Item 6.	Reserved	31
Item 7.	Management's Discussion and Analysis of Financial Condition and Results of Operations	32
Item 7A.	Quantitative and Qualitative Disclosures About Market Risk	68
Item 8.	Financial Statements and Supplementary Data	68
Item 9.	Changes in and Disagreements with Accountants on Accounting and Financial Disclosure	68
Item 9A.	Controls and Procedures	68
Item 9B.	Other Information	69
Item 9C.	Disclosure Regarding Foreign Jurisdictions that Prevent Inspections	69
	<u>PART III</u>	
Item 10.	Directors, Executive Officers and Corporate Governance	69
Item 11.	Executive Compensation	70
Item 12.	Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters	70
Item 13.	Certain Relationships and Related Transactions and Director Independence	70
Item 14.	Principal Accounting Fees and Services	70
	<u>PART IV</u>	
Item 15.	Exhibits and Financial Statement Schedules	71
Item 16.	Form 10-K Summary	73
	Signatures	177

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Annual Report on Form 10-K contains forward-looking statements, which can be identified by the use of words such as “believes,” “expects,” “anticipates,” “estimates” or similar expressions. Forward-looking statements include, but are not limited to:

- statements of our goals, intentions and expectations;
- statements regarding our business plans, prospects, growth and operating strategies;
- statements regarding the quality of our loan and securities portfolios; and
- estimates of our risks and future costs and benefits.

These forward-looking statements are subject to significant risks and uncertainties. Actual results may differ materially from those contemplated by the forward-looking statements due to, among other things, the following factors:

- general economic conditions, either nationally or in our market area, that are worse than expected;
- changes in the interest rate environment that reduce our net interest margin, reduce the fair value of financial instruments or reduce the demand for our loan products;
- increased competitive pressures among financial services companies;
- changes in consumer spending, borrowing and savings habits;
- changes in the quality and composition of our loan or securities portfolios;
- changes in real estate market values in our market area;
- decreased demand for loan products, deposit flows, competition, or demand for financial services in our market area;
- major catastrophes such as earthquakes, floods or other natural or human disasters and pandemics and infectious disease outbreaks, the related disruption to local, regional and global economic activity and financial markets, and the impact that any of the foregoing may have on us and our customers and other constituencies;
- legislative or regulatory changes that adversely affect our business or changes in the monetary and fiscal policies of the U.S. government, including policies of the U.S. Treasury and the Federal Reserve Board;
- our ability to enter new markets successfully and capitalize on growth opportunities;
- our ability to grow our franchise through acquisitions and to successfully integrate any acquired entities;
- technological changes that may be more difficult or expensive than expected, and our inability to respond to emerging technological trends in a timely manner could have a negative impact on our revenue;
- success or consummation of new business initiatives may be more difficult or expensive than expected;
- adverse changes in the securities markets;
- cyber attacks, computer viruses and other technological risks that may breach the security of our systems and allow unauthorized access to confidential information;
- the inability of third party service providers to perform;
- the impact of legal, judicial and regulatory proceedings or investigations, and
- changes in accounting policies and practices, as may be adopted by bank regulatory agencies or the Financial Accounting Standards Board, the Public Company Accounting Oversight Board and the Securities and Exchange Commission.

Any of the forward-looking statements that we make in this report and in other public statements we make may later prove incorrect because of inaccurate assumptions, the factors illustrated above or other factors that we cannot foresee. Consequently, no forward-looking statements can be guaranteed. Except as required by applicable law or regulation, we do not undertake, and we specifically disclaim any obligation, to release publicly the result of any revisions that may be made to any forward-looking statements to reflect events or circumstances after the date of the statements or to reflect the occurrence of anticipated or unanticipated events.

Further information on other factors that could affect us are included in the section of this Annual Report on Form 10-K captioned “Item 1A: Risk Factors.”

PART I

Item I. Business

General

Columbia Financial, Inc. ("Columbia Financial" or the "Company") is a Delaware corporation that was organized in March 1997 in connection with the mutual holding company reorganization of Columbia Bank. Columbia Financial is the holding company of Columbia Bank, which is a federally chartered stock savings bank. Columbia Bank, MHC (the "MHC") was also organized in March 1997 under the laws of the United States. In connection with the reorganization, Columbia Financial became the wholly-owned subsidiary of Columbia Bank MHC.

Columbia Bank is a federally chartered savings bank founded in 1927. Columbia Bank has elected and has received regulatory approval to operate as a "covered savings association" pursuant to Section 5A of the Home Owners' Loan Act, as amended, and the regulations of the Office of the Comptroller of the Currency promulgated thereunder. A covered savings association generally has the same rights and privileges as a national bank, and is subject to the same duties, restrictions, penalties, liabilities, conditions, and limitations that would apply to a national bank. Management believes that the key benefits of Columbia Bank's election to operate as a covered savings association include the elimination of the requirement to meet the qualified thrift lender test and that Columbia Bank is no longer subject to the limits on an aggregate amount of commercial loans that are applicable to savings associations.

Through Columbia Bank, we serve the financial needs of our depositors and the local community as community-minded, customer service-focused institutions. We offer traditional financial services to businesses and consumers in our market areas. We attract deposits from the general public and use those funds to originate a variety of loans, including multifamily and commercial real estate loans, commercial business loans, one-to-four family real estate loans, construction loans, home equity loans and advances, and other consumer loans. We offer title insurance through our wholly-owned subsidiary, First Jersey Title Services, Inc.. In addition, Columbia Insurance Services, Inc. (formerly known as "RSI Insurance Agency, Inc."), a wholly-owned subsidiary of Columbia Bank, is a full-service insurance agency that offers a broad range of insurance products and investment solutions, including personal and business lines of insurance, to our customers and primarily New Jersey residents. Wealth management services are also offered through a third-party relationship.

Our executive offices are located at 19-01 Route 208 North, Fair Lawn, New Jersey 07410 and our telephone number is (800) 522-4167. Our website address is www.columbiabankonline.com. Information on our website should not be considered a part of this report.

Throughout this report, references to "we," "us" or "our" refer to the Company and Columbia Bank collectively.

Acquisition History

Atlantic Stewardship Bank. On November 1, 2019, the Company completed its acquisition of Stewardship Financial Corporation ("Stewardship Financial") and Atlantic Stewardship Bank, the wholly-owned subsidiary of Stewardship Financial. At the effective time of the merger, Stewardship Financial merged with and into the Company in a series of transactions, with the Company as the surviving entity, and immediately thereafter, Atlantic Stewardship Bank merged with and into Columbia Bank, with Columbia Bank as the surviving institution. In addition, at the effective time of the merger, each outstanding share of Stewardship Financial common stock was converted into the right to receive from the Company a cash payment equal to \$15.75. The total consideration paid was \$136.3 million.

Roselle Bank. On April 1, 2020, the Company completed its acquisition of RSB Bancorp, MHC, RSB Bancorp, Inc. and Roselle Bank (collectively, the "Roselle Entities"). At the effective time of the merger, (i) RSB Bancorp, MHC merged with and into the MHC, with the MHC as the surviving entity, (ii) RSB Bancorp, Inc. merged with and into the Company, with the Company as the surviving entity; and (iii) Roselle Bank merged with and into Columbia Bank, with Columbia Bank as the surviving institution. In addition, at the effective time of the merger, depositors of Roselle Bank became depositors of Columbia Bank and were afforded the same rights and privileges in the MHC as if their accounts had been established at Columbia Bank on the date established at Roselle Bank. At the effective time of the merger, the Company also issued 4,759,048 additional shares of its common stock to the MHC, representing an amount equal to the fair value of the Roselle Entities, as determined by an independent appraiser.

Freehold Bank. On December 1, 2021, the Company completed its acquisition of Freehold Bancorp, MHC, Freehold Bancorp, Inc. and Freehold Bank (collectively, the "Freehold Entities" or "Freehold"). At the effective time of the merger, (i) Freehold Bancorp, MHC was merged with and into the MHC, with the MHC as the surviving entity, and (ii) Freehold Bancorp, Inc. was merged with and into the Company, with the Company as the surviving entity. To facilitate the transaction, Freehold Bank converted from a New Jersey chartered savings bank to a federally chartered savings bank. At the effective time of the merger, the Company also issued 2,591,007 additional shares of its common stock to the MHC, representing an amount equal to the fair value of the Freehold Entities, as determined by an independent appraiser. Following the acquisition of the Freehold Entities, Freehold Bank was maintained as a separate banking subsidiary of the Company until October 5, 2024, when it was merged with and into Columbia Bank. In addition, at the effective time of the merger of the two banks, depositors of Freehold Bank become depositors of Columbia Bank and

were afforded the same rights and privileges in the MHC as if their accounts had been established at Columbia Bank on the date established at Freehold Bank.

RSI Bank. On May 1, 2022, the Company completed its acquisition of RSI Bancorp, M.H.C., RSI Bancorp, Inc. and RSI Bank (collectively, the “RSI Entities” or “RSI”). At the effective time of the merger, (i) RSI Bancorp, M.H.C. merged with and into the MHC, with the MHC as the surviving entity, (ii) RSI Bancorp, Inc. merged with and into the Company, with the Company as the surviving entity; and (iii) RSI Bank merged with and into Columbia Bank, with Columbia Bank as the surviving institution. In addition, at the effective time of the merger, depositors of RSI Bank became depositors of Columbia Bank and were afforded the same rights and privileges in the MHC as if their accounts had been established at Columbia Bank on the date established at RSI Bank. At the effective time of the merger, the Company also issued 6,086,314 shares of its common stock to the MHC, representing an amount equal to the discounted fair value of the RSI Entities as determined by an independent appraiser.

Market Area

We are headquartered in Fair Lawn, New Jersey. As of December 31, 2024, Columbia Bank operated 68 full-service banking offices in twelve of New Jersey’s 21 counties. In addition, (i) First Jersey Title Services, Inc., a wholly-owned subsidiary of Columbia Bank, operates in one of Columbia Bank’s offices in Fair Lawn, New Jersey and (ii) Columbia Insurance Services, Inc., a wholly-owned subsidiary of Columbia Bank, operates in one of Columbia Bank’s offices in Rahway, New Jersey. We periodically evaluate our network of banking offices to optimize the penetration in our market area. Our business strategy currently includes opening new branches in and around our market area, which may include neighboring states.

We consider our market area to be the State of New Jersey and the suburbs surrounding both the New York City and Philadelphia metropolitan areas. This area has historically benefited from having a large number of corporate headquarters and a concentration of financial services-related industries located within it. The area also benefits from having a well-educated employment base and a large number of diverse industrial, service, retail and high technology businesses. Other employment is provided by a variety of wholesale trade, manufacturing, federal, state and local governments, hospitals and utilities.

According to S&P Global projections based on 2020 U.S. Census Data, the population of our twelve county primary market area totaled approximately 6.7 million and the total population for the entire state of New Jersey was 9.3 million. The population in our twelve county market area has increased by 0.39% from 2010 to 2025. According to S&P Global, the weighted average projected median household income for 2025 for the twelve New Jersey counties that we operate in was \$108,090. By contrast, the national projected median household income for 2025 is \$78,770 and the State of New Jersey projected median income is \$99,357. The unemployment rate, not seasonally adjusted, for the State of New Jersey was 3.4% in December 2022, 4.8% in December 2023, and 4.6% in December 2024, compared to the national unemployment rate of 3.5% in December 2022, 3.7% in December 2023, and 4.1% in December 2024.

Competition

We face significant competition in attracting deposits. Many of the nation’s largest financial institutions operate in our market area. Our most direct competition for deposits has historically come from the many banks, thrift institutions and credit unions operating in our market area and from other financial service companies such as brokerage firms and insurance companies. We also face competition for investors’ funds from money market funds, mutual funds and other corporate and government securities.

Our competition for loans comes primarily from the competitors referenced above and from other financial service providers, such as mortgage companies and mortgage brokers. Competition for loans also comes from the increasing number of non-depository financial service companies participating in the mortgage market, such as insurance companies, securities companies, financial technology companies and specialty finance firms, along with federal agencies.

We expect competition to remain intense in the future as a result of legislative, regulatory and technological changes and the continuing trend of consolidation in the financial services industry. Technological advances, for example, have lowered barriers to entry, allowed banks to expand their geographic reach by providing services over the internet and made it possible for non-depository institutions, including financial technology companies, to offer products and services that traditionally have been provided by banks. Competition for deposits and the origination of loans could limit our growth in the future.

Lending Activities

Through our banking subsidiary, Columbia Bank, we offer a variety of loans, including commercial, residential and consumer loans. Our commercial loan portfolio includes multifamily and commercial real estate loans, commercial business loans and construction loans. Our residential loan portfolio includes one-to-four family residential real estate loans and one-to-four family residential construction loans. Our consumer loan portfolio primarily includes home equity loans and advances, and to a lesser extent automobile, personal, unsecured and overdraft lines of credit.

We intend to continue to emphasize commercial lending. In the past five years, we have completed our acquisitions of Stewardship Financial, Roselle Bank, Freehold Bank and RSI Bank, and we have continued to invest in our lending staff, technology

and processes to position us for continued growth. Specifically, in the past three years, we have hired additional lenders with significant experience in our market area to expand our commercial real estate and commercial business lending efforts, including an asset based and equipment finance lending team with long-term existing relationships. In addition, we will continue to offer competitive pricing for our one-to-four family loan products and continue to market these products in New Jersey, New York and Pennsylvania.

Multifamily and Commercial Real Estate Loans. We originate mortgage loans for the acquisition and refinancing of multifamily properties and nonresidential real estate. At December 31, 2024, multifamily and commercial real estate loans totaled \$3.8 billion, or 48.3% of our total loan portfolio. Of this amount, \$3.0 billion of loans were used for the purchase, financing and/or refinancing of commercial real estate and the financing of income-producing real estate. The majority of these loans are generally non-owner-occupied properties in which 50% or more of the primary source of repayment is derived from rental income from unaffiliated third parties. Our multifamily loans include loans primarily to finance apartment buildings located in the State of New Jersey, and to a lesser extent, in New York and Pennsylvania. Our commercial real estate loans include loans secured by non-medical office buildings, retail shopping centers, medical office buildings, industrial, warehouses, hotels, assisted-living facilities and similar commercial properties.

We offer both fixed and adjustable rate multifamily and commercial real estate loans. We originate these loans generally for terms of up to ten years and with payments generally based on an amortization schedule of up to 30 years for multifamily and industrial commercial real estate properties, and up to 25 years for commercial properties. Our adjustable rate loans are typically fixed from three to ten years.

When making multifamily and commercial real estate loans, we consider the financial statements and tax returns of the borrower, the borrower's payment history of its debt, the debt service capabilities of the borrower, the projected cash flows of the real estate, leases for any of the tenants located at the collateral property and the value of the collateral and the strength of the guarantors, if any.

As of December 31, 2024, the average outstanding loan balance within our multifamily loan portfolio was \$3.4 million, and the average loan balance within our commercial real estate loan portfolio totaled \$1.5 million. At December 31, 2024, our largest multifamily loan was a \$48.7 million loan secured by three garden style apartment buildings located in Delaware County, Pennsylvania. The loan is well-collateralized and was performing in accordance with its original terms at December 31, 2024. As of December 31, 2024, our largest commercial real estate loan was a \$27.4 million participation loan made to fund a warehouse which consists of 62 units of industrial/flex office space located in Montgomery County, Pennsylvania. Columbia Bank is the lead lender and services this loan. The loan is well-collateralized and was performing in accordance with its original terms at December 31, 2024.

One-to-Four Family Residential Loans. We offer fixed-rate and adjustable-rate residential mortgage loans. Our fixed-rate mortgage loans have terms of up to 30 years. At December 31, 2024, one-to-four family residential loans totaled \$2.7 billion, or 34.4% of our total loan portfolio. We also offer adjustable-rate mortgage loans with interest rates and payments that adjust annually after an initial fixed period of up to seven years. Interest rates and payments on our adjustable-rate loans generally are adjusted to a rate equal to a spread above the U.S. Treasury security index. Our adjustable-rate single-family residential real estate loans generally have a cap of 2% on any increase or decrease in the interest rate at any adjustment date, and a maximum adjustment limit of 5% on any such increase or decrease over the life of the loan. To increase the originations of adjustable-rate loans, we have been originating loans that bear a fixed interest rate for a period of up to seven years (but historically as long as ten years) after which they convert to one-year adjustable-rate loans. Our adjustable-rate loans require that any payment adjustment resulting from a change in the interest rate be sufficient to result in full amortization of the loan by the end of the loan term and, thus, do not permit any of the increased payment to be added to the principal amount of the loan, creating negative amortization. Although we offer adjustable-rate loans with initial rates below the fully indexed rate, loans previously tied to the one-year constant maturity treasury, and beginning in 2024, based on the 30 day average Secured Overnight Financing Rate ("SOFR"), are underwritten using methods approved by the Federal Home Loan Mortgage Corporation ("Freddie Mac") or the Federal National Mortgage Association ("Fannie Mae"). We do not offer loans with negative amortization, and we do not currently offer interest-only residential mortgage loans.

Borrower demand for adjustable-rate loans compared to fixed-rate loans is a function of the level of interest rates, the expectations of changes in the level of interest rates, and the difference between the interest rates and loan fees offered for fixed-rate mortgage loans as compared to the interest rates and loan fees for adjustable-rate loans. At December 31, 2024, fixed-rate mortgage loans totaled approximately \$2.4 billion and adjustable-rate mortgage loans totaled approximately \$299.6 million. The loan fees, interest rates and other provisions of mortgage loans are determined by us on the basis of our own pricing criteria and competitive market conditions.

While one-to-four family residential real estate loans are normally originated with up to 30-year terms, such loans typically remain outstanding for substantially shorter periods because borrowers often prepay their loans in full either upon sale of the property pledged as security or upon refinancing the original loan. Therefore, average loan maturity is a function of, among other factors, the level of purchase and sale activity in the real estate market, prevailing interest rates and the interest rates payable on outstanding loans.

It is our general policy not to make high loan-to-value loans (defined as loans with a loan-to-value ratio of 80% or more) without private mortgage insurance. The maximum loan-to-value ratio we generally permit is 95% with private mortgage insurance,

although occasionally we do originate loans with loan-to-value ratios as high as 97.0% under special loan programs, including our first-time homeowner loan program. We require all properties securing mortgage loans to be appraised by an independent appraiser approved by our board of directors. We require title insurance on all purchase money and refinance mortgage loans. Borrowers must obtain hazard insurance, and flood insurance is required for loans on properties located in a flood zone.

As of December 31, 2024, the average outstanding loan balance within our one-to-four family residential real estate loan portfolio was \$287,000. As of December 31, 2024, our largest one-to-four family residential real estate loan was a \$4.7 million loan secured by a residential property located in Bergen County, New Jersey. The loan is well-collateralized and was performing in accordance with its original terms at December 31, 2024.

Commercial Business Loans. We make commercial business loans in our market area to a variety of professionals, sole proprietorships, partnerships and corporations. We offer a variety of commercial lending products such as secured and unsecured loans that include term loans for equipment financing and for business acquisitions, working capital loans, inventory financing and revolving lines of credit. In most cases, fixed-rate loans have terms up to ten years and are fully amortizing. Revolving and asset based lines of credit generally will have adjustable rates of interest and will be extended for periods of up to 24 months to support inventory and accounts receivable fluctuations and are subject to periodic review and renewal. Asset based lines require a higher level of monitoring and are governed by a borrowing base structure which requires the submission of monthly accounts receivable, accounts payable and inventory listing reports, annual collateral field examination and more frequent financial reporting. Business loans with variable rates of interest adjust on a daily basis and are generally indexed to the prime rate as published in The Wall Street Journal. Unsecured commercial business lending is generally considered to involve a higher degree of risk than secured lending. Risk of loss on an unsecured commercial business loan is dependent largely on the borrower's ability to remain financially able to repay the loan out of ongoing operations. If our estimate of the borrower's financial ability is inaccurate, we may be confronted with a loss of principal on the loan. Equipment financing lending terms are generally five to seven year fully amortizing loans.

In making commercial business loans, we consider a number of factors, including the financial condition of the borrower, the nature of the borrower's business, economic conditions affecting the borrower, our market area, the management experience of the borrower, the debt service capabilities of the borrower, the projected cash flows of the business and the collateral. Commercial loans are generally secured by a variety of collateral, including equipment, machinery, inventory and accounts receivable, and may be supported by personal guarantees.

We also originate commercial business and real estate loans under the Small Business Administration ("SBA"). Loans originated under this program are partially guaranteed by the SBA and are underwritten within the guidelines set forth by the SBA. As of December 31, 2024, the outstanding balance of our SBA loans was \$37.0 million, which is included in secured and unsecured commercial business loan amounts.

As of December 31, 2024, the average outstanding loan balance within our commercial business loan portfolio (excluding lines of credit with no outstanding balances) was \$535,000. At December 31, 2024, our largest balance commercial business loan was a \$23.2 million loan made to a distributor of medical and other disposable discount retail supplies located in Hudson County, New Jersey, and was secured by its business assets.

Construction Loans. We originate commercial construction loans primarily to professional builders for the construction and acquisition of personal residences, apartment buildings, retail, industrial, warehouse, office buildings and special purpose facilities. We will originate construction loans on unimproved land in amounts typically up to 65% of the lower of the appraised value or the cost of the land. We also originate loans for site improvements and construction costs in amounts generally up to 75% of as completed and stabilized appraised value. Our construction loans generally provide for the payment of interest only during the construction phase, which is usually six to 36 months. Many of our commercial construction loans are structured to convert to permanent financing upon completion and stabilization. Commercial real estate construction loans are typically based upon the prime rate as published in The Wall Street Journal. At December 31, 2024, we had an outstanding balance of \$473.6 million in construction loans for commercial development.

Before making a commitment to fund a construction loan, we require an appraisal of the property by a licensed appraiser. We also review and inspect each property before disbursement of funds during the term of the construction loan. Loan proceeds are disbursed after inspections based on the work completed.

Construction lending generally involves a higher degree of risk than permanent mortgage lending because funds are advanced upon the security of the project under construction prior to its completion. As a result, construction lending often involves the disbursement of substantial funds with repayment dependent on the success of the ultimate project and the ability of the borrower or guarantor to repay the loan. Because of these factors, the analysis of prospective construction loan projects requires an expertise that is different in significant respects from that which is required for other types of lending. We have addressed these risks through our underwriting procedures. Additionally, we have attempted to minimize the foregoing risks by, among other things, limiting our construction lending to experienced developers, by limiting the amount of speculative construction projects and requiring executed agreements of sales as conditions for draws of the commercial construction loans. When making commercial construction loans, we consider the financial statements of the borrower, the borrower's payment history, the projected cash flows from the proposed real estate collateral, and the value of the collateral. In general, our real estate construction loans are typically guaranteed by the principals

of the borrowers. We consider the financial statements and tax returns of the guarantors, along with the guarantors' payment history, when underwriting a commercial construction loan.

As of December 31, 2024, the average outstanding loan balance within our commercial construction loan portfolio was \$3.9 million. At December 31, 2024, our largest commercial construction loan exposure had an outstanding balance of \$32.0 million to finance a 120 unit independent living facility for senior citizens located in Medford, New Jersey. The loan payments are current and have been made in accordance with the loan terms at December 31, 2024.

We also originate residential construction loans primarily on a construction-to-permanent basis with such loans converting to an amortizing loan following the completion of the construction phase. Most of our residential construction loans are made to individuals building a personal residence. At December 31, 2024, residential construction loans totaled \$8.5 million. Construction lending, by its nature, entails additional risks compared to one-to-four family mortgage lending, attributable primarily to the fact that funds are advanced based upon a security interest in a project which is not yet complete. We address these risks through our established underwriting policies and procedures performed by our experienced staff.

Home Equity Loans and Advances. We offer consumer home equity loans and advances that are secured by one-to-four family residential real estate, where we may be in a first or second lien position. Historically, we offered home equity loans and advances with a lien junior to second position and some of these junior liens still reside in the loan portfolio at December 31, 2024. In addition, in prior years we also offered adjustable-rate home equity loans with fixed terms, although we no longer offer these loans. We generally offer home equity loans and advances with a maximum combined loan-to-value ratio of 80%. At December 31, 2024, home equity loans and advances totaled \$259.2 million, or 3.3%, of our total loan portfolio. Home equity loans have fixed rates of interest and are currently offered with terms of up to 20 years. Home equity advances have adjustable rates and are based upon the prime rate as published in The Wall Street Journal. Home equity advances can have repayment schedules of both principal and interest or interest only paid monthly. We held a first mortgage position on approximately 41.9% of the homes that secured our home equity loans and advances at December 31, 2024.

The procedures for underwriting consumer home equity loans and advances include an assessment of the applicant's payment history on other debts and ability to meet existing obligations and payments on the proposed loan. Although the applicant's creditworthiness is a primary consideration, the underwriting process also includes a comparison of the value of the collateral to the proposed loan amount.

Other Consumer Loans. We offer a variety of other consumer loans, including loans for automobiles, personal loans, unsecured lines of credit, and overdraft lines of credit. Our unsecured lines of credit bear a substantially higher interest rate than our secured loans and lines of credit. At December 31, 2024, other consumer loans totaled \$3.4 million.

For more information on our loan commitments, see "*Item 7: Management's Discussion and Analysis of Financial Condition and Results of Operations-Liquidity Management.*"

Credit Risks

Multifamily and Commercial Real Estate Loans. Loans secured by multifamily and commercial real estate loans generally have larger balances and involve a greater degree of risk than one-to-four family residential mortgage loans. Our primary concern in multifamily and commercial real estate lending is the borrower's creditworthiness and the feasibility and cash flow potential of the property that secures the loan. Additional considerations include: location, market and geographic concentrations, loan-to-value ratio, strength of guarantors and quality of tenants. Payments on loans secured by income properties often depend on successful operation and management of the properties. As a result, repayment of such loans may be subject to a greater extent than residential real estate loans to adverse conditions in the real estate market or the economy. To monitor cash flows on income properties, we require borrowers and loan guarantors, if any, to provide, at least, annual financial statements and rent rolls where applicable. In reaching a decision on whether to make a commercial real estate loan, we usually consider and review the net operating income of the property or, when applicable, a global cash flow analysis of the borrower the borrower's expertise, credit history, and profitability of the value of the underlying property. The global analysis is more typically performed for owner occupied commercial real estate transactions (an operating company with common ownership provides a corporate guaranty of the transaction and occupies more than 50% of the property) or when lending to real estate development and management companies that own multiple properties with financing from other creditors. The analysis takes into consideration all rental income and expenses from the borrower's real estate investments to determine if any other real estate holdings in the portfolio do not provide income levels to support the expenses of each property and debt service requirements for any third party financing secured by the properties held in the portfolio. We have generally required that the properties securing these real estate loans have debt service coverage ratios (the ratio of earnings before debt service to debt service) of at least 1.2x and a loan-to-value no greater than 75% for commercial properties and no greater than 80% for multifamily properties. An environmental report is obtained when the possibility exists that hazardous materials may have existed on the site, or the site may have been impacted by adjoining properties with known environmental concerns.

One-to-Four Family Real Estate Loans. While we anticipate that adjustable-rate loans will better offset the adverse effects of an increase in interest rates as compared to fixed-rate mortgages, the increased mortgage payments required of adjustable-rate loan borrowers in a rising interest rate environment could cause an increase in delinquencies and defaults. The marketability of the

underlying property also may be adversely affected in a high interest rate environment. In addition, although adjustable-rate mortgage loans help make our asset base more responsive to changes in interest rates, the extent of this interest sensitivity is limited by the annual and lifetime interest rate adjustment limits on such loans.

Commercial Business Loans. Unlike residential mortgage loans, which generally are made on the basis of the borrower's ability to make repayment from his or her employment or other income, and which are secured by real property, the value of which tends to be more easily ascertainable, commercial business loans are of higher risk and 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 loans may depend substantially on the success of the business itself and guarantors, if any. Therefore, we usually consider and review a global cash flow analysis of the borrower and guarantors, when applicable. Further, any collateral securing such loans may depreciate over time, may be difficult to appraise, may fluctuate in value and may depend on the borrower's ability to collect receivables.

Construction Loans. Loans made to facilitate construction are primarily short-term loans used to finance the construction of an owner-occupied residence or income producing assets. Generally, upon stabilization or upon completion and issuance of a certificate of occupancy, these loans often convert to permanent loans with long-term amortization. Payments during construction consist of an interest-only period funded generally by borrower or guarantor equity. As these loans represent higher risk, each project is monitored for progress throughout the life of the loan, and loan funding occurs through borrower draw requests. These requests are compared to project milestones and progress is verified by independent inspectors engaged by us.

Construction financing is generally considered to involve a higher degree of risk of loss than long-term financing on improved, occupied real estate. Risk of loss on a construction loan is dependent largely upon the accuracy of the initial estimate of the property's value at completion of construction or development and the estimated cost (including interest) of construction. During the construction phase, a number of factors could result in delays and cost overruns. If the estimate of construction costs proves to be inaccurate, business conditions may dictate that the borrower or guarantors, when applicable, contribute additional equity or we advance funds beyond the amount originally committed to permit completion of the project. If the estimate of value proves to be inaccurate, we may be confronted, at or before the maturity of the loan, with a project having a value which is insufficient to assure full repayment.

Home Equity Loans and Advances. Consumer home equity loans and advances are loans secured by one-to-four family residential real estate, where we may be in a first or junior lien position. In each instance, the value of the property is determined, and the loan is made against identified equity in the market value of the property. When a residential mortgage is not present on the property, a first lien position is secured against the property. In cases where a mortgage is present on the property, a junior lien position is established, subordinated to the first mortgage. As these subordinated liens represent higher risk, loan collection becomes more influenced by various factors, including job loss, divorce, illness or personal bankruptcy. Furthermore, the application of various federal and state laws, including federal and state bankruptcy and insolvency laws, may limit the amount that can be recovered on such loans.

Other Consumer Loans. Unlike consumer home equity loans, these loans are either unsecured or secured by rapidly depreciating assets such as autos. In such cases, repossessed collateral for a defaulted consumer loan may not provide an adequate source of repayment for the outstanding loan and a small remaining deficiency often does not warrant further substantial collection efforts against the borrower. Consumer loan collections depend on the borrower's continuing financial stability, and, therefore, are likely to be adversely affected by various factors, including job loss, divorce, illness or personal bankruptcy. Furthermore, the application of various federal and state laws, including federal and state bankruptcy and insolvency laws, may limit the amount that can be recovered on such loans.

Loan Originations and Purchases. Loan originations come from a number of sources. The primary sources of loan originations are existing customers, online channels, walk-in traffic, advertising and referrals from customers and other business contacts, including attorneys, accountants and other professionals. Residential mortgage loans are also sourced through mortgage brokers, although such loans are underwritten by us in accordance with our underwriting standards.

We purchase and have acquired participation interests in loans to supplement our lending portfolio. Loan participations purchased totaled \$174.2 million at December 31, 2024 and were comprised of 57 commercial real estate loans. Loan participations are subject to the same credit analysis and loan approvals as loans which we originate. We review all of the documentation relating to any loan in which we participate. However, for participation loans, we do not service the loan and, thus, are subject to the policies and practices of the lead lender with regard to monitoring delinquencies, pursuing collections and instituting foreclosure proceedings.

Loan Commitments. We issue commitments for residential mortgage, consumer, commercial real estate, commercial business loans and construction loans, conditioned upon the occurrence of certain events. Commitments to originate mortgage loans are legally binding agreements to lend to our customers. Generally, our loan commitments expire after 60 days.

Delinquent Loans. We identify loans that may need to be charged-off as a loss by reviewing all delinquent loans, classified loans and other loans for which management may have concerns about collectability. Loans individually analyzed are measured based on the fair value of collateral if the loan is collateral dependent, or cash flows discounted at the loan-level effective interest rate. The collateral or cash flow shortfall on all secured loans is charged-off when the loan becomes 90 days delinquent or earlier where management determines that the collection of loan principal is unlikely. In the case of unsecured consumer loans, the entire balance deemed uncollectible is charged-off when the loan becomes 90 days delinquent. For more information on how we address credit risk, see “Item 7: Management’s Discussion and Analysis of Financial Condition and Results of Operations-Risk Management.”

Securities Activities

We maintain a securities portfolio that consists of U.S. Government and agency obligations, mortgage-backed securities and collateralized mortgage obligations (“CMOs”), municipal obligations, corporate debt securities, equity securities, and trust preferred securities. We classify our securities as either held to maturity or available for sale. Management determines the appropriate classification of securities at the time of purchase. If we have the intent and the ability to hold the securities until maturity, they are classified as held to maturity. These securities are stated at amortized cost and adjusted for accretion of discounts over the estimated lives of the securities using the level-yield method. Premiums are amortized to the first (or earliest) call date instead of as an adjustment to the yield over the contractual life. Securities in the available for sale category are those for which we do not have the intent at purchase to hold to maturity. These securities are reported at fair value with any unrealized appreciation or depreciation, net of tax effects, reported as a separate component of accumulated other comprehensive income.

Mortgage-backed securities are a type of asset-backed security that is secured by a mortgage, or a collection of mortgages. These securities usually pay periodic payments that are similar to coupon payments. The contractual cash flows of securities in government sponsored enterprises’ mortgage-backed securities are debt obligations of Freddie Mac and Fannie Mae, both of which are currently under the conservatorship of the Federal Housing Finance Agency. The contractual cash flows related to Government National Mortgage Association (“Ginnie Mae”) securities are direct obligations of the U.S. Government. Mortgage-backed securities are also known as mortgage pass-throughs. CMOs are structured as pool mortgage-backed securities and redistribute principal and interest payments to predetermined groups (classes) of investors. The repayments from the pool of pass-through securities are used to retire the bonds in the order specified by the bonds’ prospectuses.

As part of the Company’s strategy to improve future earnings and expand its net interest margin, in December 2024 the Company sold \$352.3 million of debt securities available for sale, and the proceeds from the sale were used to fund loan growth of \$72.9 million, purchase \$78.1 million of higher yielding debt securities and prepay \$170.0 million of higher cost borrowings. This repositioning was immediately accretive to net interest income. The sale and prepayment resulted in a pre-tax loss of approximately \$37.9 million.

At December 31, 2024, 60.7% of the available for sale securities portfolio was comprised of mortgage-backed securities and CMOs issued by Freddie Mac, Fannie Mae and Ginnie Mae. These securities are guaranteed by the issuing agency and backed by residential and multifamily mortgages. These securities are comprised of fixed rate, adjustable-rate and hybrid securities that bear a fixed rate for a specific term and, thereafter, to the extent they are not prepaid, adjust periodically. At December 31, 2024, U.S. government and agency obligations comprised the next largest segment of the available for sale securities portfolio, totaling 30.7% of the portfolio. At December 31, 2024, the remainder of our available for sale securities portfolio consisted of corporate debt securities and municipal obligations which comprised 8.4% and 0.2%, respectively, of the portfolio.

At December 31, 2024, 88.6% of the held to maturity securities portfolio was comprised of mortgage-backed securities and CMOs issued by Freddie Mac, Fannie Mae and Ginnie Mae. These securities are guaranteed by the issuing agency and backed by residential and multifamily mortgages. These securities are comprised of fixed rate, adjustable-rate and hybrid securities that bear a fixed rate for a specific term and thereafter, to the extent they are not prepaid, adjust periodically. At December 31, 2024, the remainder of our held to maturity securities portfolio consisted of U.S. government and agency obligations which comprised 11.4% of the portfolio.

At December 31, 2024, we held \$6.7 million of securities in our equity portfolio comprised of Federal Home Loan Mortgage Corporation (“FHLMC”) and Federal National Mortgage Association (“FNMA”) preferred stock, stock in other financial institutions, and a Community Reinvestment Act qualifying bond fund. In addition, the equity portfolio includes Atlantic Community Bankers Bank (“ACBB”) stock, which is based on redemption at par value and can only be sold to the issuing ACBB or another institution that holds ACBB stock. Some of these securities receive dividends and all are carried at fair value.

To mitigate the credit risk related to our securities portfolio, we primarily invest in agency and highly rated securities. As of December 31, 2024, approximately 93.2% of the total portfolio consisted of direct government obligations or government sponsored enterprise obligations, approximately 5.6% of the remaining portfolio was rated at least investment grade and approximately 1.2% of the remaining portfolio was not rated. Securities not rated consist primarily of private placement municipal notes issued and/or guaranteed by local municipal authorities and equity securities.

Deposit Activities and Other Sources of Funds

General. Deposits, borrowings and loan and securities repayments are the major sources of our funds for lending and other investment purposes. Scheduled loan and securities repayments are a relatively stable source of funds, while deposit inflows and outflows and loan prepayments are significantly influenced by general interest rates and market conditions.

Deposit Accounts. Deposits are primarily attracted from within our market area through the offering of a broad selection of deposit products, including non-interest-bearing demand deposits (such as checking accounts to individuals and commercial checking accounts), interest-bearing demand accounts (such as interest-earning checking account products and most municipal accounts), savings and club deposits, money market accounts and certificates of deposit. In 2023, we began utilizing reciprocal and other deposit placement service companies, and in 2024, we began utilizing brokered deposits.

Our three primary categories of deposit customers consist of retail or individual customers, businesses and municipalities. Our business banking deposit products include a commercial checking account, a checking account specifically designed for small businesses and a money market product. Additionally, we offer cash management services, including remote deposit, lockbox service, sweep accounts, and escrow services.

Deposit account terms vary according to the minimum balance required, the time periods the funds must remain on deposit and the interest rate, among other factors. In determining the terms of our deposit accounts, we consider the rates offered by our competition, the rates on borrowings, our liquidity needs, profitability to us, and customer preferences and concerns. We generally review our deposit mix and pricing weekly. Our deposit pricing strategy has traditionally been to offer competitive rates on all types of deposit products, and to periodically offer special rates in order to attract deposits. Current strategies include changing the deposit mix to include more core deposits.

Borrowings. We have the ability to utilize advances and overnight lines of credit from the FHLB to supplement our liquidity. As a member bank, we are required to own capital stock in the FHLB and are authorized to apply for advances on the security of such stock and certain mortgage loans and other assets, provided certain standards related to creditworthiness have been met. Advances are made under several different programs, each having its own interest rate and range of maturities. We can also utilize securities sold under agreements to repurchase to provide funding. We maintain access to the Federal Reserve Bank's discount window and federal funds lines with correspondent banks to supplement our supply of investable funds and to meet deposit withdrawal and contingency funding requirements. At December 31, 2024, the Company had no outstanding borrowings from the Federal Reserve discount window. To secure our borrowings, we generally pledge securities and/or loans. The types of securities pledged for borrowings include, but are not limited to, government-sponsored enterprises ("GSE") including notes and government agency mortgage-backed securities and CMOs. The types of loans pledged for borrowings include, but are not limited to, one-to-four family real estate mortgage loans, home equity loans and multifamily and commercial real estate loans. At December 31, 2024, we had additional borrowing capacity from the FHLB, and the Federal Reserve Bank of New York based on our ability to collateralize such borrowings. Members in good standing with the FHLB can borrow up to 50% of their asset size as long as they have qualifying collateral to support the advance and purchase of FHLB capital.

Regulation and Supervision

General

As a federal savings bank, Columbia Bank is subject to examination, supervision and regulation, primarily by the Office of the Comptroller of the Currency, and, secondarily, by the Federal Deposit Insurance Corporation ("FDIC") as deposit insurer. Columbia Bank has elected and has received regulatory approval to operate as a "covered savings association" pursuant to Section 5A of the Home Owners' Loan Act, as amended, and the regulations of the Office of the Comptroller of the Currency promulgated thereunder. A covered savings association generally has the same rights and privileges as a national bank, and is subject to the same duties, restrictions, penalties, liabilities, conditions, and limitations that would apply to a national bank.

Columbia Bank is also regulated by the Federal Reserve Board, which governs the reserves to be maintained against deposits and other matters. In addition, Columbia Bank is a member of and owns stock in the FHLB of New York, which is one of the 11 regional banks in the Federal Home Loan Bank System. Columbia Bank's relationships with depositors and borrowers also are regulated to a great extent by federal law and, to a lesser extent, state law, including in matters concerning the ownership of deposit accounts and other contractual arrangements.

As savings and loan holding companies in the mutual holding company structure, the Company and the MHC are subject to examination and supervision by, and are required to file certain reports with the Federal Reserve Board and are treated by the Federal Reserve Board as bank holding companies, for certain regulatory purposes, as a result of Columbia Bank's election to operate as a "covered savings association." The Company is also subject to the rules and regulations of the Securities and Exchange Commission ("SEC") under the federal securities laws.

Set forth below are certain material regulatory requirements that are applicable to Columbia Bank and the Company. This description of statutes and regulations is not intended to be a complete description of such statutes and regulations and their effects on Columbia Bank and the Company. Any change in these laws or regulations, whether by Congress or the applicable regulatory agencies, could have a material adverse impact on the Company, Columbia Bank and their operations.

Federal Banking Regulations

Business Activities. A federal savings bank derives its lending and investment powers from the Home Owners' Loan Act, as amended, and applicable federal regulations. However, as a covered savings association, Columbia Bank generally has the same rights and privileges as a national bank, and is subject to the same duties, restrictions, penalties, liabilities, conditions, and limitations that would apply to a national bank.

Examinations and Assessments. Columbia Bank is primarily supervised by the Office of the Comptroller of the Currency. Columbia Bank is required to file reports with and is subject to periodic examination by the Office of the Comptroller of the Currency and is also required to pay assessments to the Office of the Comptroller of the Currency to fund the agency's operations.

Capital Requirements. Federal regulations require FDIC-insured depository institutions, including federal savings banks, to meet several minimum capital standards: a common equity Tier 1 capital to risk-based assets ratio, a Tier 1 capital to risk-based assets ratio, a total capital to risk-based assets and a Tier 1 capital to total assets leverage ratio.

The capital standards require the maintenance of common equity Tier 1 capital, Tier 1 capital and Total capital to risk-weighted assets of at least 4.5%, 6.0% and 8.0%, respectively. The regulations also establish a minimum required leverage ratio of at least 4.0% of Tier 1 capital. Common equity Tier 1 capital is generally defined as common stockholders' equity and retained earnings. Tier 1 capital is generally defined as common equity Tier 1 capital plus additional Tier 1 capital. Additional Tier 1 capital generally includes certain noncumulative perpetual preferred stock and related surplus and minority interests in equity accounts of consolidated subsidiaries. Total capital includes Tier 1 capital (common equity Tier 1 capital plus additional Tier 1 capital) and Tier 2 capital. Tier 2 capital is comprised of capital instruments and related surplus meeting specified requirements and may include cumulative preferred stock and long-term perpetual preferred stock, mandatory convertible securities, intermediate preferred stock and subordinated debt. Also included in Tier 2 capital is the allowance for credit losses limited to a maximum of 1.25% of risk-weighted assets and, for institutions that have exercised an opt-out election regarding the treatment of accumulated other comprehensive income such as Columbia Bank, up to 45% of net unrealized gains on available for sale equity securities with readily determinable fair market values. Institutions that have not exercised the accumulated other comprehensive income opt-out have accumulated other comprehensive income incorporated into common equity Tier 1 capital (including unrealized gains and losses on available for sale securities). Calculation of all types of regulatory capital is subject to deductions and adjustments specified in the regulations.

In determining the amount of risk-weighted assets for purposes of calculating risk-based capital ratios, an institution's assets, including certain off-balance sheet assets (e.g., recourse obligations, direct credit substitutes, residual interests), are multiplied by a risk weight factor assigned by the regulations based on the risk deemed inherent in the type of asset. Higher levels of capital are required for asset categories believed to present greater risk. For example, a risk weight of 0% is assigned to cash and U.S. government securities, a risk weight of 50% is generally assigned to prudently underwritten first lien one-to-four family residential mortgages, a risk weight of 100% is assigned to commercial and consumer loans, a risk weight of 150% is assigned to certain past due loans and a risk weight of between 0% to 600% is assigned to permissible equity interests, depending on certain specified factors.

In addition to establishing the minimum regulatory capital requirements, the regulations limit capital distributions and certain discretionary bonus payments to management if the institution does not hold a "capital conservation buffer" consisting of 2.5% of common equity Tier 1 capital to risk-weighted assets above the amount necessary to meet its minimum risk-based capital requirements.

At December 31, 2024, Columbia Bank's capital exceeded all applicable requirements.

Loans-to-One Borrower. Generally, a federal savings bank or national bank may not make a loan or extend credit to a single or related group of borrowers in excess of 15% of unimpaired capital and surplus. An additional amount may be lent, equal to 10% of unimpaired capital and surplus, if secured by "readily marketable collateral," which generally includes certain financial instruments (but not real estate). As of December 31, 2024, Columbia Bank was in compliance with the loans-to-one borrower limitations.

Standards for Safety and Soundness. Federal law requires each federal banking agency to prescribe certain standards for all insured depository institutions. These standards relate to, among other things, internal controls, information systems and audit systems, loan documentation, credit underwriting, interest rate risk exposure, asset growth, compensation and other operational and managerial standards as the agency deems appropriate. Interagency guidelines set forth the safety and soundness standards that the federal banking agencies use to identify and address problems at insured depository institutions before capital becomes impaired. If the appropriate federal banking agency determines that an institution fails to meet any standard prescribed by the guidelines, the agency may require the institution to submit to the agency an acceptable plan to achieve compliance with the standard. Failure to implement such a plan can result in further enforcement action, including the issuance of a cease and desist order or the imposition of civil money penalties.

Prompt Corrective Action. Under the federal prompt corrective action statute, the Office of the Comptroller of the Currency is required to take supervisory actions against undercapitalized institutions under its jurisdiction, the severity of which depends upon the institution's level of capital. An institution that has a total risk-based capital ratio of less than 8.0%, a Tier 1 risk-based capital ratio of less than 6.0%, a common equity Tier 1 ratio of less than 4.5% or a leverage ratio of less than 4.0% is considered to be "undercapitalized". An institution that has total risk-based capital of less than 6.0%, a Tier 1 risk-based capital ratio of less than 4.0%, a common equity Tier 1 ratio of less than 3.0% or a leverage ratio that is less than 3.0% is considered to be "significantly undercapitalized". An institution that has a tangible capital to assets ratio equal to or less than 2.0% is deemed to be "critically undercapitalized".

Generally, the Office of the Comptroller of the Currency is required to appoint a receiver or conservator for a federal savings bank or national bank that becomes "critically undercapitalized" within specific time frames. The regulations also provide that a capital restoration plan must be filed with the Office of the Comptroller of the Currency within 45 days of the date that a federal savings association is deemed to have received notice that it is "undercapitalized," "significantly undercapitalized" or "critically undercapitalized". Any holding company of a federal savings association that is required to submit a capital restoration plan must guarantee performance under the plan in an amount of up to the lesser of 5.0% of the savings association's assets at the time it was deemed to be undercapitalized by the Office of the Comptroller of the Currency or the amount necessary to restore the savings association to adequately capitalized status. This guarantee remains in place until the Office of the Comptroller of the Currency notifies the institution that it has maintained adequately capitalized status for each of four consecutive calendar quarters. Institutions that are undercapitalized become subject to certain mandatory measures such as restrictions on capital distributions and asset growth. The Office of the Comptroller of the Currency may also take any one of a number of discretionary supervisory actions against undercapitalized federal savings associations, including the issuance of a capital directive and the replacement of senior executive officers and directors.

At December 31, 2024, Columbia Bank met the criteria for being considered "well capitalized," which means that its total risk-based capital ratio exceeded 10.0%, its Tier 1 risk-based ratio exceeded 8.0%, its common equity Tier 1 ratio exceeded 6.5% and its leverage ratio exceeded 5.0%.

Capital Distributions. Federal regulations govern capital distributions by a federal savings bank, including a covered savings association, which include cash dividends, stock repurchases, and other transactions charged to the institution's capital account. A federal savings bank, including a covered savings association, must file an application with the Office of the Comptroller of the Currency for approval of a capital distribution if (i) the total capital distributions for the applicable calendar year exceed the sum of the institution's net income for that year to date plus the institution's retained net income for the preceding two years; (ii) the institution would not be at least adequately capitalized following the distribution; (iii) the distribution would violate an applicable statute, regulation, agreement or regulatory condition; or (iv) the institution is not eligible for expedited treatment of its filings. Even if an application is not otherwise required, every savings association that is a subsidiary of a savings and loan holding company must file a notice with the Federal Reserve Board at least 30 days before the board of directors declares a dividend. An application or notice related to a capital distribution may be disapproved if (i) the federal savings association would be undercapitalized following the distribution; (ii) the proposed capital distribution raises safety and soundness concerns or (iii) the capital distribution would violate a prohibition contained in any statute, regulation or agreement.

In addition, the Federal Deposit Insurance Act provides that an insured depository institution shall not make any capital distribution if, after making such distribution, the institution would fail to meet any applicable regulatory capital requirement.

Community Reinvestment Act and Fair Lending Laws. All financial institution banks have a responsibility under the Community Reinvestment Act and related regulations to help meet the credit needs of their communities, including low and moderate-income borrowers. In connection with its examination of a federal savings bank, the Office of the Comptroller of the Currency is required to assess the federal savings bank's record of compliance with the Community Reinvestment Act. A savings bank's failure to comply with the provisions of the Community Reinvestment Act could, at a minimum, result in denial of certain corporate applications such as branches or mergers, or in restrictions on its activities. In addition, the Equal Credit Opportunity Act and the Fair Housing Act prohibit lenders from discriminating in their lending practices on the basis of characteristics specified in those statutes. The failure to comply with the Equal Credit Opportunity Act and the Fair Housing Act could result in enforcement actions by the Office of the Comptroller of the Currency, as well as other federal regulatory agencies and the Department of Justice.

The Community Reinvestment Act requires all institutions insured by the FDIC to publicly disclose their rating. Columbia Bank received a "satisfactory" Community Reinvestment Act rating in its most recent federal examination.

Transactions with Related Parties. A federal savings bank's authority to engage in transactions with its affiliates is limited by Sections 23A and 23B of the Federal Reserve Act and federal regulation. An affiliate is generally any company that controls or is under common control with an insured depository institution such as Columbia Bank. The Company and the MHC are affiliates of Columbia Bank because of their direct and indirect control of Columbia Bank. In general, transactions between an insured depository institution and its affiliates are subject to certain quantitative limits and collateral requirements. In addition, federal regulations prohibit a savings association from lending to any of its affiliates that are engaged in activities that are not permissible for bank holding companies and from purchasing the securities of any affiliate, other than a subsidiary. Finally, transactions with affiliates must be consistent with safe and sound banking practices, not involve the purchase of low-quality assets and be on terms that are as favorable to the institution as comparable transactions with non-affiliates.

The authority of Columbia Bank to extend credit to their directors, executive officers and 10% stockholders, as well as to entities controlled by such persons, is currently governed by the requirements of Sections 22(g) and 22(h) of the Federal Reserve Act and Regulation O of the Federal Reserve Board. Among other things, these provisions generally require that extensions of credit to insiders:

- be made on terms that are substantially the same as, and follow credit underwriting procedures that are not less stringent than, those prevailing for comparable transactions with unaffiliated persons and that do not involve more than the normal risk of repayment or present other unfavorable features; and
- not exceed certain limitations on the amount of credit extended to such persons, individually and in the aggregate, which limits are based, in part, on the amount of the institution's capital.

In addition, extensions of credit in excess of certain limits must be approved by the board of directors of Columbia Bank. Extensions of credit to executive officers are subject to additional limits based on the type of extension involved.

Enforcement. The Office of the Comptroller of the Currency has primary enforcement responsibility over federal savings banks and has authority to bring enforcement action against all "institution-affiliated parties," including directors, officers, stockholders, attorneys, appraisers and accountants who knowingly or recklessly participate in wrongful action likely to have an adverse effect on a federal savings association. Formal enforcement action by the Office of the Comptroller of the Currency may range from the issuance of a capital directive or cease and desist order to removal of officers and/or directors of the institution to the appointment of a receiver or conservator. Civil penalties cover a wide range of violations and actions, and range up to \$25,000 per day, unless a finding of reckless disregard is made, in which case penalties may be as high as \$1.0 million per day. The FDIC also has the authority to terminate deposit insurance or recommend to the Office of the Comptroller of the Currency that enforcement action be taken with respect to a particular savings association. If such action is not taken, the FDIC has authority to take the action under specified circumstances.

Insurance of Deposit Accounts. The Deposit Insurance Fund of the FDIC insures deposits at FDIC-insured financial institutions such as Columbia Bank. Deposit accounts in Columbia Bank are insured by the FDIC generally up to a maximum of \$250,000 per separately insured depositor and up to a maximum of \$250,000 for self-directed retirement accounts.

The FDIC assesses insured depository institutions premiums to maintain the Deposit Insurance Fund. Assessments for most institutions are now based on financial measures and supervisory ratings derived from statistical modeling estimating the probability of failure within three years. Previously, the assessment range (inclusive of possible adjustments) for most banks and savings associations ranged from 1.5 basis points to 30 basis points. The FDIC has the authority to increase insurance assessments and adopted a final rule in October 2022 to increase initial base deposit insurance assessment rates by 2 basis points beginning with the first quarterly assessment period of 2023. As a result, effective January 1, 2023, Columbia Bank's assessment rates increased, and for most banks and savings associations the assessment ranges from 2.5 basis points to 42 basis points.

The FDIC has authority to further increase insurance assessments. Any significant increases would have an adverse effect on the operating expenses and results of operations of Columbia Bank. We cannot predict what assessment rates will be in the future.

Insurance of deposits may be terminated by the FDIC upon a finding that an institution has engaged in unsafe or unsound practices, is in an unsafe or unsound condition to continue operations or has violated any applicable law, regulation, rule, order or condition imposed by the FDIC. We do not currently know of any practice, condition or violation that may lead to termination of our deposit insurance.

On November 16, 2023, the FDIC published in the Federal Register its final rule that imposes special assessments to recover the loss to the Deposit Insurance Fund arising from the protection of uninsured depositors in connection with the systemic risk determination announced on March 12, 2023, following the closures of Silicon Valley Bank and Signature Bank. The assessment base for the special assessments is equal to an insured depository institution's ("IDI") estimated uninsured deposits, reported as of December 31, 2022, adjusted to exclude the first \$5 billion in estimated uninsured deposits from the IDI, or for IDIs that are part of a holding company with one or more subsidiary IDIs, at the banking organization level. The final rule calls for the FDIC to collect special assessments at an annual rate of approximately 13.4 basis points, over eight quarterly assessment periods. Because the estimated loss pursuant to the systemic risk determination will be periodically adjusted, the FDIC retains the ability to cease collection

early, extend the special assessment collection period one or more quarters beyond the initial eight-quarter collection period to collect the difference between actual or estimated losses and the amounts collected, and impose a final shortfall special assessment on a one-time basis after the receiverships for Silicon Valley Bank and Signature Bank terminate. The final rule became effective on April 1, 2024, with special assessments collected beginning with the first quarterly assessment period of 2024. In February 2024, we received notification from the FDIC that the estimated loss attributable to the protection of uninsured depositors at Silicon Valley Bank and Signature Bank is \$20.4 billion, an increase of approximately \$4.1 billion from the estimate of \$16.3 billion described in the final rule, and, as of March 31, 2024, revised the estimate to \$19.2 billion. The FDIC provided institutions subject to the special assessment an updated estimate of each institution's quarterly and total special assessment expense with its first quarter 2024 special assessment invoice. The aggregate amount of Columbia Bank's special assessment was \$4.5 million.

Federal Home Loan Bank System. Columbia Bank is a member of the Federal Home Loan Bank System, which consists of 11 regional Federal Home Loan Banks. The Federal Home Loan Bank System provides a central credit facility primarily for member institutions as well as other entities involved in home mortgage lending. As a member of the FHLB of New York, Columbia Bank is required to purchase and hold shares of capital stock in the FHLB of New York. As of December 31, 2024, Columbia Bank was in compliance with this requirement. The FHLB imposes various limitations on advances such as limiting the amount of certain types of real estate related collateral and limiting total advances to a member.

Other Regulations. Interest and other charges collected or contracted for by Columbia Bank are subject to state usury laws and federal laws concerning interest rates. The operations of Columbia Bank are also subject to various federal laws applicable to credit transactions, such as the:

- Truth-In-Lending Act, governing disclosures of credit terms to consumer borrowers;
- Home Mortgage Disclosure Act, requiring financial institutions to provide information to enable the public and public officials to determine whether a financial institution is fulfilling its obligation to help meet the housing needs of the community it serves;
- Equal Credit Opportunity Act, prohibiting discrimination on the basis of race, creed or other prohibited factors in extending credit;
- Fair Credit Reporting Act, governing the use and provision of information to credit reporting agencies;
- Fair Debt Collection Act, governing the manner in which consumer debts may be collected by collection agencies;
- Truth in Savings Act, prescribing disclosure and advertising requirements with respect to deposit accounts; and
- Rules and regulations of the various federal agencies charged with the responsibility of implementing such federal laws.

The operations of Columbia Bank also are subject to the:

- Right to Financial Privacy Act, which imposes a duty to maintain confidentiality of consumer financial records and prescribes procedures for complying with administrative subpoenas of financial records;
- Electronic Funds Transfer Act and Regulation E promulgated thereunder, which govern automatic deposits to and withdrawals from deposit accounts and customers' rights and liabilities arising from the use of automated teller machines and other electronic banking services;
- Check Clearing for the 21st Century Act (also known as "Check 21"), which gives "substitute checks," such as digital check images and copies made from that image, the same legal standing as the original paper check;
- The USA PATRIOT Act, which requires savings associations to, among other things, establish broadened anti-money laundering compliance programs, and due diligence policies and controls to ensure the detection and reporting of money laundering. Such required compliance programs are intended to supplement existing compliance requirements that also apply to financial institutions under the Bank Secrecy Act and the Office of Foreign Assets Control regulations; and
- The Gramm-Leach-Bliley Act, which places limitations on the sharing of consumer financial information by financial institutions with unaffiliated third parties. Specifically, the Gramm-Leach-Bliley Act requires all financial institutions offering financial products or services to retail customers to provide such customers with the financial institution's privacy policy and provide such customers the opportunity to "opt out" of the sharing of certain personal financial information with unaffiliated third parties.

Holding Company Regulation

General. The Company and the MHC are non-diversified savings and loan holding companies within the meaning of the Home Owners' Loan Act. As such, the Company and the MHC are registered with the Federal Reserve Board and are subject to the regulation, examination, supervision and reporting requirements applicable to savings and loan holding companies and mutual holding companies. As a result of Columbia Bank's election to be treated as a covered savings association, the Federal Reserve Board will generally treat the Company and the MHC as bank holding companies even though they remain savings and loan holding companies under existing law. In addition, the Federal Reserve Board has enforcement authority over the Company, the MHC and their non-savings institution subsidiaries. Among other things, this authority permits the Federal Reserve Board to restrict or prohibit activities that are determined to be a serious risk to the subsidiary savings bank.

Permissible Activities. Due to Columbia Bank's status as a covered savings association, the activities of the Company and the MHC are generally limited to activities permissible for bank holding companies under Section 4(c)(8) of the Bank Holding Company Act, subject to regulatory approval, and certain additional activities authorized by federal regulations. Federal law prohibits a holding company, including the Company and the MHC, directly or indirectly, or through one or more subsidiaries, from acquiring control of more than 5% of another financial institution or financial institution holding company, without prior Federal Reserve Board approval. In evaluating applications by holding companies to acquire other financial institutions, the Federal Reserve Board considers factors such as the financial and managerial resources, future prospects of the company and institution involved, the effect of the acquisition on the risk to the federal deposit insurance fund, the convenience and needs of the community and competitive factors.

Capital. The Company is subject to consolidated regulatory capital requirements that are similar to those that apply to Columbia Bank. The Company was in compliance with these requirements as of December 31, 2024.

Source of Strength. The Dodd-Frank Act extended the "source of strength" doctrine to savings and loan holding companies. The Federal Reserve Board has issued regulations requiring that all savings and loan holding companies serve as a source of strength to their subsidiary depository institutions.

Dividends and Stock Repurchases. The Federal Reserve Board has issued a policy statement regarding the payment of dividends by holding companies. In general, the policy provides that dividends should be paid only out of current earnings and only if the prospective rate of earnings retention by the holding company appears consistent with the organization's capital needs, asset quality and overall supervisory financial condition. Separate regulatory guidance provides for prior consultation with Federal Reserve Bank staff concerning dividends in certain circumstances such as where the company's net income for the past four quarters, net of dividends previously paid over that period, is insufficient to fully fund the dividend or the company's overall rate or earnings retention is inconsistent with the company's capital needs and overall financial condition. The ability of a savings and loan holding company to pay dividends may be restricted if a subsidiary savings association becomes undercapitalized. The regulatory guidance also states that a savings and loan holding company should inform Federal Reserve Bank supervisory staff prior to redeeming or repurchasing common stock or perpetual preferred stock if the savings and loan holding company is experiencing financial weaknesses or the repurchase or redemption would result in a net reduction, at the end of a quarter, in the amount of such equity instruments outstanding compared with the beginning of the quarter in which the redemption or repurchase occurred. The Federal Reserve requires the Company to file to provide notification to the Federal Reserve prior to implementing any repurchase plan. These regulatory policies may affect the ability of the Company to pay dividends, repurchase shares of common stock or otherwise engage in capital distributions.

Waivers of Dividends by Columbia Bank MHC. The Company may pay dividends on its common stock to public stockholders. If it does, it is also required to pay dividends to the MHC, unless the MHC elects to waive the receipt of dividends. Under the Dodd-Frank Act, the MHC must receive the approval of the Federal Reserve Board before it may waive the receipt of any dividends from the Company. The Federal Reserve Board issued an interim final rule providing that it will not object to dividend waivers under certain circumstances, including circumstances where the waiver is not detrimental to the safe and sound operation of the savings association and a majority of the mutual holding company's members have approved the waiver of dividends by the mutual holding company within the previous twelve months. In addition, for a "non-grandfathered" mutual holding company such as the MHC, each of our officers and directors, and any tax-qualified stock benefit plan or non-tax-qualified stock benefit plan in which such individual participates that holds any shares of stock to which the waiver would apply, must waive the right to receive any such dividend declared. The Federal Reserve Board's current position is to not permit a non-grandfathered savings and loan or bank holding company to waive dividends declared by its subsidiary. In addition, any dividends waived by the MHC must be considered in determining an appropriate exchange ratio in the event of a second step conversion of the mutual holding company to stock form.

Conversion of Columbia Bank MHC to Stock Form. Federal Reserve Board regulations permit the MHC to convert from the mutual form of organization to the capital stock form of organization (a "Conversion Transaction"). There can be no assurance when, if ever, a Conversion Transaction will occur, and the board of directors has no current intention or plan to undertake a Conversion Transaction but are periodically updated on market conditions for such a transaction. In a Conversion Transaction, a new stock holding company would be formed as the successor to the Company (the "New Holding Company"), the MHC's corporate existence would end, and certain depositors and borrowers of Columbia Bank would receive the right to subscribe for shares of the New Holding Company. In a Conversion Transaction, each share of common stock held by stockholders other than the MHC ("Minority Stockholders") would be automatically converted into a number of shares of common stock of the New Holding Company determined

pursuant to an exchange ratio that ensures that Minority Stockholders own the same percentage of common stock in the New Holding Company as they owned in the Company immediately prior to the Conversion Transaction. Any Conversion Transaction would be subject to approvals by Minority Stockholders and members of the MHC. Minority Stockholders will not be able to force a Conversion Transaction without the consent of the MHC since such transaction also requires, under federal corporate law, the approval of a majority of all of the outstanding voting stock, which can only be achieved if the MHC voted to approve such transaction.

Acquisition. Under the Federal Change in Bank Control Act, a notice must be submitted to the Federal Reserve Board if any person (including a company), or group acting in concert, seeks to acquire direct or indirect “control” of a savings and loan holding company. Under certain circumstances, a change of control may occur, and prior notice is required, upon the acquisition of 10% or more of the company’s outstanding voting stock, unless the Federal Reserve Board has found that the acquisition will not result in control of the company. A change in control definitively occurs upon the acquisition of 25% or more of the company’s outstanding voting stock. Under the Change in Bank Control Act, the Federal Reserve Board generally has 60 days from the filing of a complete notice to act, taking into consideration certain factors, including the financial and managerial resources of the acquirer and the competitive effects of the acquisition.

Federal Securities Laws

The Company’s common stock is registered with the Securities and Exchange Commission under the Securities Exchange Act of 1934. The Company is therefore subject to the information, proxy solicitation, insider trading restrictions and other requirements under the Securities Exchange Act of 1934.

Personnel

As of December 31, 2024, we had 708 full-time employees and 47 part-time employees, none of whom is represented by a collective bargaining unit. We believe that our relationship with our employees is good.

Human Capital Management

We consider our employees to be our most valuable asset, and we promote an environment that is both rewarding and challenging. We offer many different programs and initiatives to develop our workforce and to ensure the work culture matches our mission of offering a challenging and rewarding work environment for employees while promoting programs that support wellness and the quality of employees’ lives. We encourage our employees to get involved with their communities and through “Team Columbia” our employees participate in many outreach programs and volunteer events. In addition, we host various employee events such as the Annual Service Awards Dinner, Community Service Dinner, an Employee and Family Picnic and holiday events to further promote our culture and to provide opportunities for employee engagement.

At December 31, 2024, we employed 755 full and part time employees throughout the State of New Jersey. During the year ended December 31, 2024, we hired 109 employees. Our voluntary turnover rate was 13.5% and the involuntary turnover rate was 3.6% in 2024. The attrition rate was nearly 60% improved over 2023 due to increased efforts to engage employees and increase focus on collaboration and manager support in 2024. The voluntary turnover rate reflected the competitive market for employees, especially branch staff.

Retention

In order to retain our talented workforce, we provide a competitive compensation and benefits program to help meet the needs of our employees. We monitor salaries on a regular basis participating in various external salary surveys and analyzing internal reports to ensure market competitiveness and internal equity. We also offer annual incentive programs to further reward our employees based on their performance. For the second year in a row, our employees participated in, and our organization was certified as a "Great Place to Work", with 85% of employee participation in 2024.

Benefits

In addition to competitive salaries, we offer comprehensive benefit programs which include equity awards, an Employee Stock Ownership Plan (“ESOP”) and a deferred compensation plan (401k) with an employer matching contribution, healthcare and life insurance benefits, health savings accounts, flexible spending accounts, paid time off, family leaves of absence, tuition reimbursement, student loan repayments, good grade awards and an employee assistance program. In 2024, 53 employees received good grade awards totaling approximately \$260,000 due to the accomplishments of their children and we assisted 34 employees with approximately \$53,000 of repayments to their student loans through our repayment program.

Employee Wellness

The Human Resources Department continues to enhance our wellness programs to establish an environment that promotes a holistic approach to well-being that includes healthy lifestyles, financial stability, mental well-being, decreases the risk of disease, and

improves the quality of employee life. These programs enhance our employee experience by giving our employees the tools necessary to create a healthier lifestyle through the promotion of healthy diets, workplace activities, exercise programs, the opportunity to participate in individualized wellness coaching, financial literacy and wellness seminars. Active participants in wellness programs enjoy a wealth incentive, under which we paid out incentives of over \$100,000 in 2024 to approximately 60% of the workforce under this program. In 2024, our medical insurance provider paid approximately \$50,000 in additional funds which enhanced our wellness programming incentives. We have also created wellness and quiet rooms in the Company's corporate headquarters for people to be able to take breaks or attend to personal matters. All of these programs are intended to make us an employer of choice.

Learning and Development

We invest in the growth and development of our employees by providing a multi-dimensional approach to learning that empowers, intellectually grows, and professionally develops our colleagues. Our employees receive continuing education courses that are relevant to the banking industry and their job function within the Company. We have developed succession programs that help us to create a pipeline for leadership. Our core curriculum is offered to all employees and helps to build upon the competencies and skills of which we are assessed during the performance management process.

We offer robust training programs on the topics of customer service, sales, change management, digital banking and various other products and services. As we continually look for ways to automate and use technology effectively, we continue to build an extensive digital systems training curriculum, delivering more than 43,000 hours of in-person or virtual learning completed by our employees. Through our use of the learning management system, virtual classroom and an eLearning authoring tool, job function and soft skills training courses continue to be offered at a distance for all employees. We also provide training on the collaboration tools that are in support of technology enhancements.

Talent Management

Our Human Resources and Learning and Development Departments have action plans designed specifically to facilitate the screening, acquisition, development, and performance management of a talent pool that aligns with the initiatives of the Company, including promoting quality customer service and enhancing the client experience throughout Columbia Bank. We have funded significant technological investments, including the upgrade of our core banking platform, loan origination systems, document imaging systems, and business intelligence reporting. While these new systems provide enhanced features for customers and automation of routine tasks for staff, they require specialized technical skills to operate and administer. Based on our strategic objectives, acquiring and developing a talent pool of well-educated and technically skilled professionals is essential to support our growth plans over the next decade.

Organizational Culture

Our workplace strategy focuses on productivity and collaboration. Our recruiting practices focus on finding top talent with a broad range of experience and ensuring they have the tools needed to be successful in the Company. The Bank employs a range of images and languages in its brand marketing initiatives to emphasize its ability to serve clientele from varied backgrounds and with differing needs. We believe that as our footprint grows, our brand will evolve to reflect the wide range of clients and communities we support. In connection with our Environmental, Social and Governance Program ("ESG"), we have established a Corporate Responsibility Committee, which is supported by various cross functional members of the Company.

Management is committed to cultivating a fair and inclusive culture in which all individuals feel valued, respected, and able to thrive, both personally and professionally. We have eight voluntary employee resource groups with membership open to all employees. Bringing together individuals with a wide range of experiences and knowledge promote higher quality decisions, enhance economic growth, and represent the stockholders and customers we serve.

We look to develop an employee base that reflects our customer base and local community. We strive for effective recruitment through social media, comprehensive listings on various career platforms, partnerships with social and civic organizations, and by utilizing our employees as brand ambassadors. In addition, we enhanced our employee referral program to further assist in our hiring efforts.

Our mission is to enhance shareholder value, maintain a robust capital position, achieve strong financial performance, and ensure the safety of depositors' funds. We also aim to provide high-quality products and services that improve our customers' financial well-being, deliver exceptional customer service, and foster a rewarding work environment that promotes accountability, success, wellness, and quality of life for our employees.

Succession Planning

Succession planning is a critical driver of our transformation. Succession planning efforts are helping our organization become what it needs to be, rather than simply recreating the existing organization. We have programs in place to support these initiatives: Associate Development Program, Career Development Program, Leadership Development Program, Stonier/Wharton School Program, Coaching for Success, and other innovative programs under consideration. We have active support of top leadership and have linked succession to strategic planning. In 2024, we aligned the organization to a single, focused timeline for goal setting, performance and annual reviews. There is emphasis on developmental assignments in addition to formal training. Along the way, we are addressing specific human capital challenges, such as leadership capacity and retention.

Workplace Safety

We have policies and programs in place that protect our employees and invest in their well-being.

We provide our employees various outlets to gain emotional assistance through our Employee Assistance Program which includes stress, financial and relationship counseling, as well as a wide array of webinars provided by our healthcare and financial service provider. We provide employees a safe workplace, both in the branches and back office departments, and implement technologies for a remote work environment to accommodate remote workers in support of potential weather or pandemic concerns. We established service level agreements for the work from home environment, communicating expectations to employees and receiving employee agreement regarding the execution of these expectations. These agreements are monitored on a regular basis, and a monthly feedback survey is completed to ensure connectivity between employees, managers, and administrative staff. We continually review our workplaces, many which have undergone recent renovations, to allow for the envisioned growth of department staff and operations which is consistent with our strategic growth objectives.

Subsidiaries

Columbia Financial's sole banking subsidiary is Columbia Bank. The Company also maintains a Delaware trust subsidiary, Stewardship Statutory Trust I, that was formed in connection with the prior issuance of trust preferred securities. Stewardship Statutory Trust I was acquired by the Company as a result of its acquisition of Stewardship in November 2019.

Columbia Bank's active subsidiaries are as follows:

First Jersey Title Services, Inc., a title insurance agency that we acquired in 2002. At December 31, 2024, total assets were approximately \$15.2 million. For the year ended December 31, 2024, First Jersey Title Services, Inc. had a net loss of approximately \$86,000.

1901 Commercial Management Co. LLC, which was established in 2009 to hold commercial other real estate owned, and *1901 Residential Management Co. LLC*, which was established in 2009 to hold residential other real estate owned. At December 31, 2024, these subsidiaries held approximately \$1.4 million and \$125,000, respectively, in total assets.

1901 Community Development Corporation, which was established in 2024 to make public welfare investments that promote and support affordable housing in low- and moderate-income neighborhoods. At December 31, 2024, total assets were approximately \$1.0 million.

Stewardship Realty LLC is a New Jersey limited liability company which was formed in 2005 and acquired by the Company as a result of its acquisition of Stewardship Financial in November 2019. At December 31, 2024, total assets were approximately \$100,000.

Columbia Insurance Services, Inc. (formerly RSI Insurance Agency, Inc.), which was formed in 2009 and acquired by the Company as a result of its acquisition of RSI Bank in May 2022, is a full-service insurance agency and whose primary business is to offer a broad range of insurance products and investment solutions, including personal and business lines of insurance, to Columbia Bank customers and primarily New Jersey residents. In October 2024, Columbia Bank changed the corporate name of this insurance agency subsidiary from "RSI Insurance Agency, Inc." to "Columbia Insurance Services, Inc." At December 31, 2024, total assets were approximately \$1.2 million. For the year ended December 31, 2024, Columbia Insurance Services, Inc. had a net loss of approximately \$324,000.

Information About Our Executive Officers

Our executive officers are elected annually by the board of directors and serve at the board's discretion. The following individuals currently serve as executive officers:

Name	Position
Thomas J. Kemly	President and Chief Executive Officer
Dennis E. Gibney, CFA	Senior Executive Vice President and Chief Financial Officer
W. Justin Jennings	Executive Vice President and Operations Officer
John Klimowich	Senior Executive Vice President and Chief Risk Officer
Oliver E. Lewis, Jr.	Senior Executive Vice President and Head of Commercial Banking
Manesh Prabhu	Executive Vice President and Chief Information Officer
Mayra L. Rinaldi	Executive Vice President, Corporate Governance and Culture
Allyson Schlesinger	Senior Executive Vice President and Head of Consumer Banking
Matthew Smith	Senior Executive Vice President and Chief Operating Officer
Jenifer W. Walden	Executive Vice President and Chief Human Resources Officer

Effective as of January 31, 2025, E. Thomas Allen, Jr. retired as Senior Executive Vice President and Chief Operating Officer of the Company and the Bank.

Below is information regarding our current executive officers who are not also directors. Each executive officer has held his or her current position for the period indicated below. Ages presented are as of December 31, 2024.

Dennis E. Gibney, CFA was appointed Executive Vice President and Chief Financial Officer of the Company and Columbia Bank in 2014 and was subsequently designated as a Senior Executive Vice President in June 2024. Prior to joining Columbia Bank, Mr. Gibney worked for FinPro, Inc. a bank consulting firm, and its wholly-owned investment banking subsidiary, FinPro Capital Advisors, Inc., for 17 years. While at FinPro, Mr. Gibney worked on mergers and acquisitions, mutual-to-stock conversions, corporate valuations, strategic planning and interest rate risk management engagements for community banks. Mr. Gibney graduated Magna Cum Laude from Babson College with a triple major in Finance, Investments and Economics. He is a CFA Charterholder and a member of the New York Society of Security Analysts. Age 51.

W. Justin Jennings was appointed Executive Vice President, Operations Officer of the Company and Columbia Bank in January 2022. Prior to joining Columbia Bank, Mr. Jennings served in various positions with JP Morgan Chase & Co. since 2004. Most recently, Mr. Jennings served as Executive Director, Head of Treasury Services – Community Development Banking at JP Morgan Chase & Co. from 2020 to January 2022, served as Executive Director, Client Service Director – Commercial Real Estate at JP Morgan Chase & Co. from 2015 to 2020 and served as Executive Director, Senior Business Manager – Commercial Banking Client Services at JP Morgan Chase & Co. from 2013 to 2015. Mr. Jennings holds a Bachelor's degree in Sociology from The Ohio State University and received an MBA from the University of Notre Dame's Mendoza School of Business. Age 43.

John Klimowich was appointed Executive Vice President and Chief Risk Officer of the Company and Columbia Bank on October 5, 2013 and was subsequently designated as a Senior Executive Vice President in 2024. Mr. Klimowich began working for Columbia Bank in November 1985 and held various positions in the accounting department. Mr. Klimowich was promoted to Senior Vice President, Controller in March 2002 and served Columbia Bank in that capacity until his appointment as Executive Vice President and Chief Risk Officer in 2013. Mr. Klimowich holds a Bachelor's degree in Economics from William Paterson University and an MBA in Accounting from Seton Hall University. Age 61.

Oliver E. Lewis, Jr. was appointed Executive Vice President and Head of Commercial Banking of the Company and Columbia Bank in January 2021 and was subsequently designated as a Senior Executive Vice President in June 2024. Mr. Lewis began working for Columbia Bank in May 2019 and served as Senior Vice President, Commercial Banking Market Manager until his appointment as Executive Vice President and Head of Commercial Banking. In this role, Mr. Lewis is responsible for the commercial banking division consisting of Columbia Bank's commercial & industrial, SBA, middle market, commercial real estate and construction lending activities, treasury management sales and the business development department. Prior to joining Columbia Bank, Mr. Lewis served as a Market Executive at JP Morgan Chase and Treasury Services, Regional Sales Executive. Mr. Lewis holds a Bachelor's degree in Aviation Administration from Embry-Riddle Aeronautical University and received an MBA from Rutgers University. Age 60.

Manesh Prabhu was appointed Executive Vice President, Chief Information Officer of the Company and Columbia Bank in October 2022. In this role, Mr. Prabhu is responsible for Columbia Bank's information systems and digital banking. Mr. Prabhu has over 20 years of experience at leading institutions including People's United Bank N.A. Most recently, he held the title of Chief Technology Officer where he led the IT strategy and technology transformation for People's United. Through his nearly 20-year

tenure and senior leadership roles at People's United, Mr. Prabhu led enterprise architecture, data architecture, IT governance, business intelligence, marketing analytics, and data quality with a heavy focus on digital transformation. Mr. Prabhu holds an MBA from Thiagarajar School of Management (TSM) – Madurai Kamaraj University in India and a Bachelor of Technology in Electrical & Electronics Engineering from Rajiv Gandhi Institute of Technology (RIT) - Mahatma Gandhi University in India. Age 50.

Mayra L. Rinaldi was appointed Executive Vice President, Corporate Governance and Culture of the Company and Columbia Bank in December 2022. In this role, Mrs. Rinaldi is responsible for overseeing the Corporate Governance, Executive Administration, Community Development and Corporate Facilities departments of the Company and Columbia Bank. She is also responsible for the Company's and Columbia Bank's regulatory and SEC compliance requirements, ESG strategy, as well as community support initiatives consisting of Team Columbia, Community Reinvestment Act (CRA) outreach and the Columbia Bank Foundation. Mrs. Rinaldi is also responsible for providing executive oversight and monitoring of the Company's and Columbia Bank's culture to ensure that it remains aligned with Columbia's Creed of Shared Values, which is designed to ensure that all policies, products, and services, and actions throughout the Company and Bank allow team members to always act in the best interests of customers, coworkers, communities and shareholders. Mrs. Rinaldi has over 20 years of experience at Columbia Bank, having joined Columbia Bank in 2000 and serving in various roles since that time. Most recently, Mrs. Rinaldi has served as Columbia Bank's Senior Vice President, Corporate Governance since 2014. Mrs. Rinaldi holds a Bachelor of Science degree in Finance from Kean University and is a graduate of the Stonier School of Banking. Age 41.

Allyson Schlesinger was appointed Executive Vice President and Head of Consumer Banking of the Company and Columbia Bank in September 2018 and was subsequently designated as a Senior Executive Vice President in June 2024. In this role, Ms. Schlesinger is responsible for the retail banking, retail lending, wealth management and marketing divisions of Columbia Bank. Ms. Schlesinger was previously with Citigroup, Inc. for 25 years, most recently as its Managing Director, U.S. Retail and Division Manager for Citigroup, Inc. in the New York City and New Jersey markets. Ms. Schlesinger holds a Bachelor's degree from the University of Michigan. Age 53.

Matthew Smith was appointed Senior Executive Vice President and Chief Operating Officer of the Company and Columbia Bank in November 2024 in anticipation of the retirement of E. Thomas Allen, Jr. on January 31, 2025. Mr. Smith served as the Chief Digital Banking Officer and Head of Enterprise Product, Marketing and Transformation at Webster Bank from February 2022 until November 2024. Prior to that time, Mr. Smith served as Head of Digital Banking and Banking as a Service at Sterling National Bank from January 2020 to February 2022 (when Sterling National Bank was acquired by Webster Bank) and Chief Product and Marketing Strategy Officer of Sterling National Bank from October 2017 to January 2020. Mr. Smith has also previously held positions with Bridgewater Associates, GE Capital Americas, Lornamead Brands NA and Pitney Bowes Management Services. Mr. Smith is a board member of Summer Search, a nonprofit organization that empowers young people to discover their purpose through mentoring and is an advisory board member of multiple fintech companies. Mr. Smith holds an MBA with a concentration in Corporate Finance and Risk Management from Iona University and a Bachelor's degree in Finance and Business Management from La Salle University. Age 41.

Jenifer W. Walden was appointed Executive Vice President, Chief Human Resources Officer of the Company and Columbia Bank effective as of September 2022. Prior to joining the Company and Columbia Bank, Ms. Walden spent more than two decades at Fortune 50 financial services institutions, and more recently, at three smaller entities including a mid-cap bank, a technology start-up, and a global manufacturing company. From 2021 until June 2022, Ms. Walden served as the Global Director of Talent Management, Human Resources, at Nice-Pak Products. Prior to that time, Ms. Walden was Senior Vice President, Human Resources, at USEReady from 2020 to 2021 and was Director of Talent, First Senior Vice President at Valley Bank from 2018 to 2020. Ms. Walden also served as Senior HR Business Partner and IT Recruitment Leader (Prudential Insurance & Annuities) for Prudential Financial from 2013 to 2018, and as Director of Human Resources (Prudential Real Estate Investors, PGIM) for Prudential Financial from 2010 to 2013. Prior to that, Ms. Walden served in various positions with Ernst & Young LLP from 1994 to 2010. Ms. Walden is a doctoral candidate in strategic leadership at Liberty University and holds a Master's degree in Organizational Development & Leadership from St. Joseph's University and a Bachelor's degree from St. Lawrence University. Age 57.

Item 1A. Risk Factors

Investing in the Company's common stock involves risks. The investor should carefully consider the following risk factors before deciding to make an investment decision regarding the Company's stock. The risk factors may cause future earnings to be lower or the financial condition to be less favorable than expected. In addition, other risks that the Company is not aware of, or which are not believed to be material, may cause earnings to be lower, or may deteriorate the financial condition of the Company. Consideration should also be given to the other information in this Annual Report on Form 10-K, as well as in the documents incorporated by reference into this Form 10-K.

Risks Related to Our Lending Activities***Our multifamily and commercial real estate lending practices expose us to increased lending risks and related loan losses.***

At December 31, 2024, our multifamily and commercial real estate loan portfolios totaled \$3.8 billion, or 48.3% of our total loan portfolio. Our current business strategy is to continue our originations of multifamily and commercial real estate loans. These loans generally expose a lender to greater risk of non-payment and loss than one-to-four family residential mortgage loans because repayment of the loans often depends on the successful operation of the properties and the income stream of the borrowers. These loans involve larger loan balances to single borrowers or groups of related borrowers compared to one-to-four family residential mortgage loans. Further, we may increase our loans to individual borrowers, which would result in larger loan balances. To the extent that borrowers have more than one multifamily or commercial real estate loan outstanding, an adverse development with respect to one loan or one credit relationship could expose us to a significantly greater risk of loss compared to an adverse development with respect to a one-to-four family residential real estate loan. Moreover, if loans that are collateralized by multifamily or commercial real estate properties become troubled and the value of the real estate has been significantly impaired, then we may not be able to recover the full contractual amount of principal and interest that we anticipated at the time we originated the loan, which could cause us to increase our provision for credit losses and adversely affect our earnings and financial condition.

Imposition of limits by the bank regulators on commercial and multifamily real estate lending activities could curtail our growth and adversely affect our earnings.

In 2006, the Office of the Comptroller of the Currency, the Federal Deposit Insurance Corporation and the Board of Governors of the Federal Reserve System (collectively, the "Agencies") issued joint guidance entitled "Concentrations in Commercial Real Estate Lending, Sound Risk Management Practices" (the "CRE Guidance"). Although the CRE Guidance did not establish specific lending limits, it provides that a bank's commercial real estate lending exposure could receive increased supervisory scrutiny where total non-owner-occupied commercial real estate loans, including loans secured by apartment buildings, investor commercial real estate, and construction and land loans, represent 300% or more of an institution's total risk-based capital, and the outstanding balance of the commercial real estate loan portfolio has increased by approximately 50% during the preceding 36 months. The balance of these real estate loans represented 326.0% of Columbia Bank's total risk-based capital at December 31, 2024, and our commercial real estate loan portfolio increased by 8.3% during the preceding 36 months.

In December 2015, the Agencies released a new statement on prudent risk management for commercial real estate lending (the "2015 Statement"). In the 2015 Statement, the Agencies, among other things, indicate the intent to continue "to pay special attention" to commercial real estate lending activities and concentrations going forward. If the Office of the Comptroller of the Currency, our primary federal regulator, were to impose restrictions on the amount of commercial real estate loans we can hold in our portfolio, for reasons noted above or otherwise, our earnings would be adversely affected.

Our origination of construction loans exposes us to increased lending risks.

We originate commercial construction loans, including speculative construction loans, primarily to professional builders for the construction and acquisition of personal residences, apartment buildings, retail, industrial/warehouse, office buildings and special purpose facilities. Speculative construction loans are loans made to builders who have not identified a buyer for the completed property at the time of loan origination. At December 31, 2024, \$473.6 million, or 6.0%, of our loan portfolio, consisted of construction loans, of which \$309.7 million or 65.4% consisted of speculative construction loans. In addition, we originate residential construction loans primarily on a construction-to-permanent basis with such loans converting to an amortizing loan following the completion of the construction phase. Our construction loans present a greater level of risk than loans secured by improved, occupied real estate due to: (1) the increased difficulty at the time the loan is made of estimating the building costs and the selling price of the property to be built; (2) the increased difficulty and costs of monitoring the loan; (3) the higher degree of sensitivity to increases in market rates of interest; and (4) the increased difficulty of working out loan problems. In addition, with respect to speculative construction loans, repayment often depends on the successful construction or development and ultimate sale of the property and, possibly, unrelated cash needs of the borrowers. Further, construction costs may exceed original estimates as a result of increased materials, labor or other costs. Construction loans also often involve the disbursement of funds with repayment dependent, in part, on the success of the project and the ability of the borrower to sell or lease the property or refinance the indebtedness.

Our concentration of residential mortgage loans exposes us to increased lending risks.

At December 31, 2024, \$2.7 billion or 34.4%, of our loan portfolio was secured by one-to-four family real estate, a significant majority of which is located in the State of New Jersey, and to a lesser extent New York and Pennsylvania, and we intend to continue this type of lending in the foreseeable future. One-to-four family residential mortgage lending is generally sensitive to regional and local economic conditions that significantly impact the ability of borrowers to meet their loan payment obligations, making loss levels difficult to predict. A decline in residential real estate values as a result of a downturn in the local housing market or in the markets in neighboring states in which we originate residential mortgage loans could reduce the value of the real estate collateral securing these types of loans. Declines in real estate values could cause some of our residential mortgages to be inadequately collateralized, which would expose us to a greater risk of loss if we seek to recover on defaulted loans by selling the real estate collateral.

Our commercial business lending activities exposes us to additional lending risks.

We make commercial business loans in our market area to a variety of professionals, sole proprietorships, partnerships and corporations. Unlike residential mortgage loans, which generally are made on the basis of the borrower's ability to make repayment from his or her employment or other income, and which are secured by real property, the value of which tends to be more easily ascertainable, commercial business loans are of higher risk and 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 loans may depend substantially on the success of the business itself. Further, any collateral securing such loans may depreciate over time, may be difficult to appraise, may fluctuate in value and may depend on the borrower's ability to collect receivables. We have increased our focus on commercial business lending in recent years and intend to continue to focus on this type of lending in the future.

If our allowance for credit losses is not sufficient to cover actual loan losses, our results of operations would be negatively affected.

In determining the amount of the allowance for credit losses, we evaluate loans individually and establish credit loss allowances for specifically identified impairments. For loans not individually analyzed, we estimate losses and establish reserves based on reasonable and supportable forecasts and adjustments for qualitative factors. If the assumptions used in our calculated methodology are inaccurate, our allowance of credit losses may not be sufficient to cover losses inherent in our loan portfolio, which may require additions to our allowance and may decrease our net income. Our emphasis on loan growth and on increasing our portfolio, as well as any future credit deterioration, will require us to increase our allowance further in the future.

In addition, our banking regulators periodically review our allowance for credit losses and may require us to increase our provision for credit losses. Any increase in our allowance for credit losses or loan charge-offs as required by regulatory authorities may have a material adverse effect on our results of operations and financial condition.

The geographic concentration of our loan portfolio and lending activities makes us vulnerable to a downturn in the New Jersey and metropolitan New York and Philadelphia economies.

While there is not a single employer or industry in our market area on which a significant number of our customers are dependent, a substantial portion of our loan portfolio is comprised of loans secured by property located in northern New Jersey and in metropolitan New York and Philadelphia. This makes us vulnerable to a downturn in the local economy and real estate markets. Adverse conditions in the local economy such as unemployment, recession, a catastrophic event or other factors beyond our control could impact the ability of our borrowers to repay their loans, which could impact our net interest income. Decreases in local real estate values caused by economic conditions, recent changes in tax laws or other events could adversely affect the value of the property used as collateral for our loans, which could cause us to realize a loss in the event of a foreclosure. Further, deterioration in local economic conditions could drive the level of loan losses beyond the level we have provided for in our allowance for credit losses, which in turn could necessitate an increase in our provision for credit losses and a resulting reduction to our earnings and capital.

Economic conditions could result in increases in our level of non-performing loans and/or reduce demand for our products and services, which could have an adverse effect on our results of operations.

Prolonged deteriorating economic conditions could significantly affect the markets in which we do business, the value of our loans and securities, and our ongoing operations, costs and profitability. Further, declines in real estate values and sales volumes and elevated unemployment levels may result in higher loan delinquencies, increases in our non-performing and classified assets and a decline in demand for our products and services. These events may cause us to incur losses and may adversely affect our financial condition and results of operations. Reduction in problem assets can be slow, and the process can be exacerbated by the condition of the properties securing non-performing loans and the lengthy foreclosure process in New Jersey. To the extent that we must work through the resolution of assets, economic problems may cause us to incur losses and adversely affect our capital, liquidity, and financial condition.

Risks Related to Our Growth Strategies

Our business strategy includes growth, and our financial condition and results of operations could be negatively affected if we fail to grow or fail to manage our growth effectively. Growing our operations could also cause our expenses to increase faster than our revenues.

Our business strategy includes growth in assets and deposits and the scale of our operations. Achieving such growth will require us to attract customers that currently bank at other financial institutions in our market area. Our ability to successfully grow will depend on a variety of factors, including our ability to attract and retain experienced bankers, the continued availability of desirable business opportunities, competition from other financial institutions in our market area and our ability to manage our growth. Growth opportunities may not be available, or we may not be able to manage our growth successfully. If we do not manage our growth effectively, our financial condition and operating results could be negatively affected. Furthermore, there can be considerable costs involved in expanding deposit and lending capacity that generally require a period of time to generate the necessary revenues to offset their costs, especially in areas in which we do not have an established presence and that require alternative delivery methods. Accordingly, any such business expansion can be expected to negatively impact our earnings for some period of time until certain economies of scale are reached. Our expenses could be further increased if we encounter delays in modernizing existing facilities, opening new branches or deploying new services.

We are subject to certain risks in connection with our strategy of growing through mergers and acquisitions.

Mergers and acquisitions are currently a component of our business model and growth strategy. Since November 2019, we have acquired Atlantic Stewardship Bank, Roselle Bank, Freehold Bank and RSI Bank. It is possible that we could acquire other banking institutions, other financial services companies or branches of banks in the future. Acquisitions typically involve the payment of a premium over book and trading values and, therefore, may result in the dilution of our tangible book value per share. Our ability to engage in future mergers and acquisitions depends on various factors, including: (1) our ability to identify suitable merger partners and acquisition opportunities; (2) our ability to finance and complete transactions on acceptable terms and at acceptable prices; and (3) our ability to receive the necessary regulatory and, when required, stockholder approvals. Our inability to engage in an acquisition or merger for any of these reasons could have an adverse impact on the implementation of our business strategies. Furthermore, mergers and acquisitions involve a number of risks and challenges, including (1) our ability to achieve planned synergies and to integrate the branches and operations we acquire, and the internal controls and regulatory functions into our current operations; (2) the integration process could adversely affect our ability to maintain relationships with existing customers; (3) the diversion of management's attention from existing operations, which may adversely affect our ability to successfully conduct our business and negatively impact our financial results and (4) our ability to identify potential asset quality issues or contingent liabilities during the due diligence process.

Our consolidated assets now exceed \$10 billion, which will result in increased regulation and supervision for the Bank and may also result in increased costs and/or reduced revenues.

As of December 31, 2024, the Company had on a consolidated basis, total assets of \$10.5 billion. Accordingly, we are subject to certain regulations that apply only to depository institution holding companies or depository institutions with total consolidated assets of \$10 billion or more, and the additional regulatory costs resulting from the Company having total consolidated assets of \$10 billion or more may negatively impact the Company's revenue and earnings.

Debit card interchange fee restrictions set forth in Section 1075 of the Dodd-Frank Wall Street Reform and Consumer Protection Act, which is known as the Durbin Amendment, as implemented by regulations of the Federal Reserve, cap the maximum debit interchange fee that a debit card issuer may receive per transaction at the sum of \$0.21 plus five basis points. A debit card issuer that adopts certain fraud prevention procedures may charge an additional \$0.01 per transaction. Debit card issuers with total consolidated assets of less than \$10 billion are exempt from these interchange fee restrictions. The exemption for small issuers ceases to apply as of July 1st of the year following the calendar year in which the debit card issuer has total consolidated assets of \$10 billion or more at calendar year-end. As a result, we became subject to the interchange restrictions of the Durbin Amendment beginning July 1, 2023.

In addition, an insured depository institution with total assets of \$10 billion or more is subject to supervision, examination, and enforcement with respect to consumer protection laws by the Consumer Financial Protection Bureau, or the CFPB. Under its current policies, the CFPB will assert jurisdiction in the first quarter after the call reports of a depository institution show total consolidated assets of \$10 billion or more for four consecutive quarters. As a result, because our total consolidated assets continued to exceed \$10 billion through the quarter ended September 30, 2024, we became subject to CFPB supervision, examination and enforcement at the beginning of the quarter ended December 31, 2024.

There are other regulatory requirements that apply to insured depository institution holding companies and insured depository institutions with total consolidated assets of \$10 billion or more. These include, but are not limited to, (i) the establishment by publicly traded depository institution holding companies with \$10 billion or more in assets of a risk committee responsible for oversight of enterprise-wide risk management practices that are commensurate with the entity's structure, risk profile, complexity, activities and size and (ii) an institution with total consolidated assets of \$10 billion or more no longer being entitled to benefit from the FDIC's offset of the effect of the increase in the statutory minimum Deposit Insurance Fund reserve ratio to 1.35% from the former statutory minimum of 1.15% that is required for institutions with assets of less than \$10 billion by the Dodd-Frank Wall Street Reform and Consumer Protection Act.

In addition, Congress and/or regulatory agencies may impose new requirements or surcharges on these institutions in the future. The Economic Growth, Regulatory Reform, and Consumer Protection Act, which was enacted on May 24, 2018, includes provisions that, as they are implemented, relieve banking organizations with total consolidated assets of less than \$10 billion (and that satisfy certain other conditions) from risk-based capital requirements, restrictions on proprietary trading and investment and sponsorship in hedge funds and private equity funds known as the Volcker Rule, and certain other regulatory requirements. Because our total consolidated assets are in excess of \$10 billion, we no longer qualify for any of the foregoing relief.

The increased regulatory costs resulting from the Company having total consolidated assets of \$10 billion or more may negatively impact the Company's revenue and earnings.

Risks Related to Our Business and Industry Generally

Ineffective liquidity management could adversely affect our financial results and condition.

Effective liquidity management is essential for the operation of our business. We require sufficient liquidity to meet customer loan requests, customer deposit maturities/withdrawals, payments on our debt obligations as they come due and other cash commitments under both normal operating conditions and other unpredictable circumstances causing industry or general financial market stress. Our access to funding sources in amounts adequate to finance our activities on terms that are acceptable to us could be impaired by factors that affect us specifically or the financial services industry or economy generally. Factors that could detrimentally impact our access to liquidity sources include a downturn in the geographic markets in which our loans and operations are concentrated or difficult credit markets. Our access to deposits may also be affected by the liquidity needs of our depositors. In particular, a majority of our liabilities are checking accounts and other liquid deposits, which are payable on demand or upon several days' notice, while by comparison, a substantial majority of our assets are loans, which cannot be called or sold in the same time frame. Although we have historically been able to replace maturing deposits and advances as necessary, we might not be able to replace such funds in the future, especially if a large number of our depositors seek to withdraw their accounts, regardless of the reason. A failure to maintain adequate liquidity could materially and adversely affect our business, results of operations or financial condition.

Changes in interest rates or the shape of the yield curve may hurt our profits and asset values and our strategies for managing interest rate risk may not be effective.

We are subject to significant interest rate risk as a financial institution with a high percentage of fixed rate loans and certificates of deposit on our balance sheet. Our interest-bearing liabilities reprice or mature more quickly than our interest-earning assets. Changes in the general level of interest rates can affect our net interest income by affecting the difference between the weighted-average yield earned on our interest-earning assets and the weighted-average rate paid on our interest-bearing liabilities, or interest rate spread, and the average life of our interest-earning assets and interest-bearing liabilities. Changes in interest rates also can affect: (1) our ability to originate loans; (2) the value of our interest-earning assets and our ability to realize gains from the sale of such assets; (3) our ability to obtain and retain deposits in competition with other available investment alternatives; and (4) the ability of our borrowers to repay their loans, particularly adjustable or variable rate loans. Interest rates are highly sensitive to many factors, including government monetary policies, domestic and international economic and political conditions and other factors beyond our control.

Financial challenges at other banking institutions could lead to depositor concerns that spread within the banking industry causing disruptive and destabilizing deposit outflows.

In March 2023, Silicon Valley Bank and Signature Bank experienced large deposit outflows coupled with insufficient liquidity to meet withdrawal demands, resulting in the institutions being placed into FDIC receivership. Additionally, in May 2023, First Republic Bank experienced similar circumstances which resulted in the institution being placed in FDIC receivership. In the aftermath of these events, there has been substantial market disruption and concerns that diminished depositor confidence could spread across the banking industry, leading to deposit outflows that could destabilize other institutions. To strengthen public confidence in the banking system, the FDIC took action to protect funds held in uninsured deposit accounts at Silicon Valley Bank and Signature Bank following the placement of those institutions into receivership. However, the FDIC has not committed to protecting uninsured deposits in other institutions that experience outsized withdrawal demands. At December 31, 2024, we had approximately \$2.7 billion in available liquidity, including \$289.2 million in cash and cash equivalents, which was sufficient to cover our uninsured deposits. Notwithstanding our significant liquidity, large deposit outflows could adversely affect our financial condition and results of

operations and could result in the closure of the Bank. Furthermore, the recent bank failures may result in strengthening of capital and liquidity rules which, if the revised rules apply to us, could adversely affect our financial condition and results of operations.

Municipal deposits are an important source of funds for us and a reduced level of such deposits may hurt our profits.

Municipal deposits are an important source of funds for our lending and investment activities. At December 31, 2024, \$969.4 million, or 11.7% of our total deposits were comprised of municipal deposits, including public funds deposits from local government entities primarily domiciled in the State of New Jersey. Given our use of these high-average balance municipal deposits as a source of funds, our inability to retain such funds could have an adverse effect on our liquidity. In addition, our municipal deposits are primarily demand deposit accounts or short-term deposits and therefore are more sensitive to changes in interest rates. If we are forced to pay higher rates on our municipal deposits to retain those funds, or if we are unable to retain those funds and we are forced to turn to borrowing sources for our lending and investment activities, the interest expense associated with such borrowings may be higher than the rates we are paying on our municipal deposits, which could adversely affect our net income.

We are dependent on our information technology and telecommunications systems and third-party service providers; systems failures, interruptions and cybersecurity breaches could have a material adverse effect on us.

Our business is dependent on the successful and uninterrupted functioning of our information technology and telecommunications systems and third-party service providers. The failure of these systems, or the termination of a third-party software license or service agreement on which any of these systems is based, could interrupt our operations. Because our information technology and telecommunications systems interface with and depend on third-party systems, we could experience service denials if demand for such services exceeds capacity, or such third-party systems fail or experience interruptions. If significant, sustained or repeated, a system failure or service denial could compromise our ability to operate effectively, damage our reputation, result in a loss of customer business, and/or subject us to additional regulatory scrutiny and possible financial liability, any of which could have a material adverse effect on us.

Our third-party service providers may be vulnerable to unauthorized access, computer viruses, phishing schemes and other security breaches. We likely will expend additional resources to protect against the threat of such security breaches and computer viruses, or to alleviate problems caused by such security breaches or viruses. To the extent that the activities of our third-party service providers or the activities of our customers involve the storage and transmission of confidential information, security breaches and viruses could expose us to claims, regulatory scrutiny, litigation costs and other possible liabilities.

Security breaches and cybersecurity threats could compromise our information and expose us to liability, which would cause our business and reputation to suffer.

In the ordinary course of our business, we collect and store sensitive data, including our proprietary business information and that of our customers, suppliers and business partners, as well as personally identifiable information about our customers and employees. The secure processing, maintenance and transmission of this information is critical to our operations and business strategy. We, our customers, and other financial institutions with which we interact, are subject to ongoing, continuous attempts to penetrate key systems by individual hackers, organized criminals, and in some cases, state-sponsored organizations.

While we have established policies and procedures to prevent or limit the impact of cyber attacks, there can be no assurance that such events will not occur or will be adequately addressed if they do. In addition, we also outsource certain cybersecurity functions, such as penetration testing to third party service providers, and the failure of these service providers to adequately perform such functions could increase our exposure to security breaches and cybersecurity threats. Despite our security measures, our information technology and infrastructure may be vulnerable to attacks by hackers or breached due to employee error, malfeasance or other malicious code and cyber attacks that could have an impact on information security. Any such breach or attacks could compromise our networks and the information stored could be accessed, publicly disclosed, lost or stolen. Any such unauthorized access, disclosure or other loss of information could result in legal claims or proceedings, liability under laws that protect the privacy of personal information, and regulatory penalties; disrupt our operations and the services we provide to customers; damage our reputation; and cause a loss of confidence in our products and services, all of which could adversely affect our financial condition and results of operations.

We must keep pace with technological change to remain competitive.

Financial products and services have become increasingly technology driven. Our ability to meet the needs of our customers competitively, and in a cost-efficient manner, is dependent on the ability to keep pace with technological advances and to invest in new technology as it becomes available, as well as related essential personnel. In addition, technology has lowered barriers to entry into the financial services market and made it possible for financial technology companies and other non-bank entities to offer financial products and services traditionally provided by banks. The ability to keep pace with technological change is important, and the failure to do so, due to cost, proficiency or otherwise, could have a material adverse impact on our business and therefore on our financial condition and results of operations.

Because the nature of the financial services business involves a high volume of transactions, we face significant operational risks.

We operate in diverse markets and rely on the ability of our employees and systems to process a high number of transactions. Operational risk is the risk of loss resulting from our operations, including but not limited to, the risk of fraud by employees or outside persons, the execution of unauthorized transactions by employees, errors relating to transaction processing and technology, breaches of our internal control system and compliance requirements, and business continuation and disaster recovery. Insurance coverage may not be available for such losses, or where available, such losses may exceed insurance limits. This risk of loss also includes the potential legal actions that could arise as a result of an operational deficiency or as a result of noncompliance with applicable regulations, adverse business decisions or their implementation, and customer attrition due to potential negative publicity. Although our control testing has not identified any significant deficiencies in our internal control system, a breakdown in our internal control system, improper operation of our systems or improper employee actions could result in material financial loss to us, the imposition of regulatory action, and damage to our reputation.

The building of market share through our branch office strategy, and our ability to achieve profitability on new branch offices, may increase our expenses and negatively affect our earnings.

We believe there are branch expansion opportunities within our market area and adjacent markets, including other states, and will seek to grow our deposit base by adding branches to our existing branch network. There are considerable costs involved in opening branch offices, especially in light of the capabilities needed to compete in today's environment. Moreover, new branch offices generally require a period of time to generate sufficient revenues to offset their costs, especially in areas in which we do not have an established presence. Accordingly, new branch offices could negatively impact our earnings and may do so for some period of time. Our investments in products and services, and the related personnel required to implement new policies and procedures, take time to earn returns and can be expected to negatively impact our earnings for the foreseeable future. The profitability of our expansion strategy will depend on whether the income that we generate from the new branch offices will offset the increased expenses resulting from operating these branch offices.

Strong competition within our market area could hurt our profits and slow growth.

Our profitability depends upon our continued ability to compete successfully in our market area. We face intense competition both in making loans and attracting deposits. We continue to face stiff competition for one-to-four family residential loans from other financial service providers, including large national residential lenders and local community banks. Other competitors for one-to-four family residential loans include credit unions and mortgage brokers which keep overhead costs and mortgage rates down by selling loans and not holding or servicing them. Our competitors for commercial real estate and multifamily loans include other community banks, commercial lenders and insurance companies, some of which are larger than us and have greater resources and lending limits than we have and offer services that we do not provide, along with government agencies such as Freddie Mac, Fannie Mae and Ginnie Mae. Price competition for loans and deposits might result in us earning less on our loans and paying more on our deposits, which reduces net interest income. We expect competition to remain strong in the future.

Acts of terrorism and other external events could impact our ability to conduct business.

Financial institutions have been and continue to be targets of terrorist threats aimed at compromising operating and communication systems. Additionally, the metropolitan New York area and northern New Jersey remain central targets for potential acts of terrorism. Such events could cause significant damage, impact the stability of our facilities and result in additional expenses, impair the ability of our borrowers to repay their loans, reduce the value of collateral securing repayment of our loans, and result in the loss of revenue. The occurrence of any such event could have a material adverse effect on our business, operations and financial condition.

Climate change, severe weather, global pandemics, natural disasters, and other external events could significantly impact our business.

Natural disasters, including severe weather events, global pandemics, and other adverse external events could have a significant impact on our ability to conduct business or upon third parties who perform operational services for us. Such events could affect the stability of our deposit base, impair the ability of borrowers to repay outstanding loans, impair the value of collateral securing loans, cause significant property damage, result in lost revenue, or cause us to incur additional expenses.

Economic, social and political conditions or civil unrest in the United States, may affect the markets in which we operate, our customers, our ability to provide customer service, and could have a material adverse impact on our business, results of operations, or financial condition.

Our business may be adversely affected by instability, disruption or destruction in the markets in which we operate, regardless of cause, including war, terrorism, riot, civil insurrection or social unrest, and natural or man-made disasters, including storm or other events beyond our control. Such events can increase levels of political and economic unpredictability, result in property damage and business closures within in our markets and increase the volatility of the financial markets. Any of these effects could have a material and adverse impact on our business and results of operations. These events also pose significant risks to the

Company's personnel and to physical facilities, transportation and operations, which could materially adversely affect the Company's financial results.

Regulation of the financial services industry is intense, and we may be adversely affected by changes in laws and regulations.

We are subject to extensive government regulation, supervision and examination. Such regulation, supervision and examination govern the activities in which we may engage and are intended primarily for the protection of the federal deposit insurance fund and Columbia Bank's depositors. Any future legislative or regulatory changes could have a material impact on our profitability, the value of assets held for investment or the value of collateral for loans. Future legislative changes could also require changes to business practices and potentially expose us to additional costs, liabilities, enforcement action and reputational risk. Federal regulatory agencies also have the ability to take strong supervisory actions against financial institutions that have experienced increased loan production and losses and other underwriting weaknesses or have compliance weaknesses. These actions include entering into formal or informal written agreements and cease and desist orders that place certain limitations on their operations, and/or they can impose fines. If we were to become subject to a regulatory action, such action could negatively impact our ability to execute our business plan, and result in operational restrictions, as well as our ability to grow, pay dividends, repurchase stock or engage in mergers and acquisitions. See "Item 1: Business—Regulation and Supervision-Federal Banking Regulations-Capital Requirements" for a discussion of regulatory capital requirements.

We face significant legal risks, both from regulatory investigations and proceedings, and from private actions brought against us.

As a financial services company, many aspects of our business involve substantial risk of legal liability. From time to time, customers and others make claims and take legal action pertaining to the performance of our responsibilities. In addition, at any given time, we are involved in a number of legal and regulatory examinations and investigations as a part of reviews conducted by regulators and other parties, which may involve banking, securities, consumer protection, employment, tort, and numerous other laws and regulations. Whether customer claims or legal and/or regulatory action related to the performance of our responsibilities are founded or unfounded, they may result in significant expenses, attention from management and financial liability, even if they are resolved in a manner favorable to us. Any financial liability or reputational damage could have a material adverse effect on our business, which, in turn, could have a material adverse effect on our financial condition and results of operations. There is no assurance that litigation with private parties will not increase in the future. In addition, regulatory actions or investigations may result in judgments, settlements, fines, penalties or other results adverse to us, which could materially adversely affect our business, financial condition or results of operations, or cause reputational harm to us.

Increasing scrutiny and evolving expectations from customers, regulators, investors, and other stockholders with respect to our ESG practices may impose additional costs on us or expose us to new or additional risks.

Companies are facing increasing scrutiny from customers, regulators, investors, and other stockholders related to their ESG practices and disclosure. Investor advocacy groups, investment funds and influential investors are also increasingly focused on these practices, especially as they relate to the environment, health and safety, diversity, labor conditions and human rights. Increased ESG related compliance costs could result in increases to our overall operational costs. Failure to adapt to or comply with regulatory requirements or investor or shareholder expectations and standards could negatively impact our reputation, ability to do business with certain partners, and our stock price. New government regulations could also result in new or more stringent forms of ESG oversight and expanding mandatory and voluntary reporting, diligence, and disclosure.

Item 1B. Unresolved Staff Comments

None.

Item 1C. Cybersecurity

The Company's information security program is managed through an effective enterprise-wide cybersecurity strategy, policies, standards, architecture, and processes. The Company is committed to compliance with the International Organization for Standardization's recognized cyber incident and cyber risk management frameworks. We are dedicated to cybersecurity and maintaining the trust and confidence of our customers and stockholders.

The Company recognizes the increasing threats posed by cyber incidents and is dedicated to implementing robust cybersecurity practices. We have a comprehensive cybersecurity program designed to protect sensitive information, ensure the integrity of financial records and transactions, and maintain the confidentiality of our customers' data.

We have established procedures for timely reporting of significant cybersecurity incidents; our commitment involves promptly notifying regulatory authorities, customers, and other stakeholders in the event of any material cyber incidents that may impact our operations or the security of sensitive information. In particular, we have enhanced disclosure controls and procedures to meet the requirement to report material cybersecurity incidents on Form 8-K within four business days after we determine that an incident is material.

Additionally, we maintain a proactive cyber risk management framework to identify, assess, and mitigate potential risks. Our cybersecurity policies and practices are regularly reviewed and updated to address emerging threats. We work closely with industry experts and third-party vendors and leverage advanced technologies to enhance our effort to continually provide adequate cyber defenses.

The Company uses a multiple lines of defense management approach to managing cybersecurity. The Company's cybersecurity function is headed by the Senior Vice President Chief Information Security Officer ("CISO") who is responsible for managing information security risks by developing and implementing information security programs, policies, strategies, architecture, standards, and procedures and acts as the first line of defense. The CISO leads a team of security professionals in safeguarding the Company's critical data, systems, and assets against threats, breaches, and attacks. The CISO is responsible for ensuring the confidentiality, integrity, and availability of information assets.

The Company's enterprise-wide technology risk management (ETRM) function acts as the second line of defense and provides independent risk oversight for the Company's technology operating infrastructure and operations. The ETRM function manages testing of technology controls, technology risk assessments, risk reporting, information security third-party due diligence, monitoring the implementation of risk mitigation actions, and tracking their effectiveness over time. The Company's internal audit department acts as the third line of defense, providing the independent assurance function.

Concerning governance, oversight, and compliance, the Board of Directors plays an active role in overseeing our cybersecurity program. Regular briefings on cyber risk management and incident response activities are conducted, ensuring a high level of governance and accountability in addressing cybersecurity concerns. Management provides periodic reports to our Technology Committee and our Board of Directors, as well as to our senior management team as appropriate. These reports include updates on the Company's cyber risks and threats, the status of projects to strengthen our information security systems, assessments of the information security program, and the emerging threat landscape.

We are firm in our commitment to collaborate with regulatory authorities to enhance industry-wide cybersecurity standards. Given the continuously evolving cyber threat landscape, we are committed to continuous improvement in our cybersecurity practices. Regular assessments, testing, audits, and training are conducted to adapt to emerging threats and enhance our ability to safeguard the interests of our customers and stakeholders.

The Company remains dedicated in its commitment to cybersecurity and compliance cyber risk management and will continue to invest in and prioritize cybersecurity to protect all critical information.

Item 2. Properties

We conduct our business through Columbia Bank's main office and 68 branch offices located in Bergen, Passaic, Morris, Essex, Union, Middlesex, Monmouth, Burlington, Camden, Gloucester, Somerset and Hunterdon Counties in New Jersey. We own 33 properties and lease the other 35 properties. First Jersey Title Services, Inc. and Columbia Insurance Services, Inc. operate within two of Columbia Bank's branch facilities.

Item 3. Legal Proceedings

From time to time, we are involved in routine legal proceedings in the ordinary course of business. Such routine legal proceedings, in the aggregate, are believed by management to be immaterial to our financial condition, results of operations and cash flows.

Item 4. Mine Safety Disclosures

None.

PART II

Item 5. Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Stock Listing and Holders

The Company's common stock is listed on the Nasdaq Global Select Market ("Nasdaq") under the trading symbol "CLBK." As of February 26, 2025 the Company had approximately 3,207 holders of record of common stock.

Dividends

The Company has not declared any dividends to holders of its common stock, and we do not currently anticipate paying dividends on our common stock. Our board of directors has the authority to declare dividends on our shares of common stock, and may determine to pay dividends in the future, subject to statutory and regulatory requirements and other considerations such as the ability of Columbia Bank MHC to receive permission to waive receipt of any dividends we may determine to declare in the future.

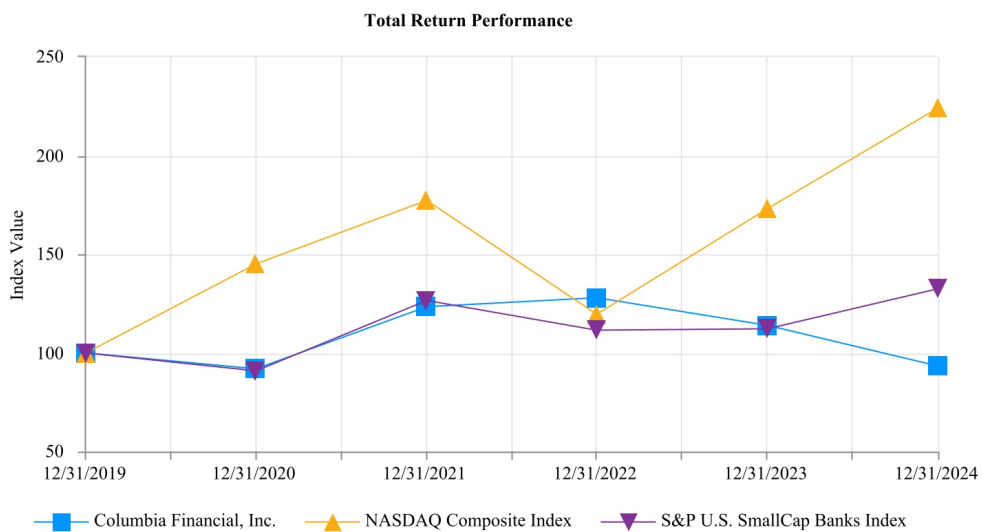
A policy statement issued by the Federal Reserve Board provides that dividends should be paid only out of current earnings and only if our prospective rate of earnings retention is consistent with our capital needs, asset quality and overall financial condition. Regulatory guidance also provides for prior regulatory consultation with respect to capital distributions in certain circumstances, such as where a holding company's net income for the past four quarters, net of dividends previously paid over that period, is insufficient to fully fund the dividend or a holding company's overall rate of earnings retention is inconsistent with its capital needs and overall financial condition. In determining whether to pay a cash dividend in the future and the amount of any cash dividend, the board of directors is expected to take into account a number of factors, including regulatory capital requirements, our financial condition and results of operations, other uses of funds for the long-term value of stockholders, tax considerations, statutory and regulatory limitations and general economic conditions.

If Columbia Financial pays dividends to its stockholders, it also will be required to pay dividends to Columbia Bank MHC, unless Columbia Bank MHC is permitted by the Federal Reserve to waive the receipt of dividends. The Federal Reserve Board's current position is to not permit a "non-grandfathered" mutual holding company, such as Columbia Bank MHC, to waive dividends declared by its subsidiary. Columbia Bank MHC may determine to apply to the Federal Reserve Board for approval to waive dividends if we determine to pay dividends to our stockholders without dilution of minority stockholders in the event of a second-step conversion to stock form. Given the Federal Reserve Board's current position on this issue, there is no assurance that any request by Columbia Bank MHC to waive dividends from Columbia Financial would be permitted. The denial by the Federal Reserve Board of any such dividend waiver request, if sought, could significantly affect any determination by Columbia Financial to pay dividends or the amount of any dividend it might determine to pay in the future, if any.

Dividends we can declare and pay will depend, in part, upon receipt of dividends from Columbia Bank. Regulations of the Federal Reserve Board and the Office of the Comptroller of the Currency impose limitations on "capital distributions" by savings institutions. See *"Item 1: Business-Regulation and Supervision—Federal Banking Regulations—Capital Distributions."*

Stock Performance Graph

The following graph provided by S&P Global Market Intelligence compares the cumulative total return of the Company's common stock with the cumulative total return of the Nasdaq Composite Index, and S&P U.S. SmallCap Banks Index. The graph assumes \$100 was invested on December 31, 2019. Cumulative total return assumes reinvestment of all dividends. The performance graph is being furnished solely to accompany this report pursuant to Item 201(e) of Regulation S-K, and is not being filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and is not to be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.



Index	Period Ending					
	12/31/2019	12/31/2020	12/31/2021	12/31/2022	12/31/2023	12/31/2024
Columbia Financial, Inc.	100.00	91.85	123.14	127.63	113.81	93.33
NASDAQ Composite Index	100.00	144.92	177.06	119.45	172.77	223.87
S&P U.S. SmallCap Banks Index	100.00	90.82	126.43	111.47	112.03	132.44

Source: S&P Global Market Intelligence

Equity Compensation Plan Information

The following table sets forth information about the Company's common stock that may be issued upon the exercise of stock options, warrants and rights under all of the Company's equity compensation plans as of December 31, 2024:

Plan Category	(A)	(B)	(C)
	Number of Securities to be Issued Upon Exercise of Outstanding options	Weighted Average Exercise Price of Outstanding Options	Number of Securities Remaining Available for Future Issuance Under Equity Compensation plans (Excluding Securities Reflected in Column (A))
Equity compensation plans approved by stockholders:			
2019 Equity Incentive Plan	3,757,032	\$ 16.22	1,779,838
Equity compensation plans not yet approved by stockholders:			
None.	—	—	—
Total	<u>3,757,032</u>	<u>\$ 16.22</u>	<u>1,779,838</u>

Issuer Purchases of Equity Securities

The following table reports information regarding repurchases of the Company's common stock during the quarter ended December 31, 2024:

Period	Total Number of Shares ⁽²⁾	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs ⁽¹⁾	Maximum Number of Shares that May Yet Be Purchased Under the Plans or Programs
October 1 - 31, 2024	1,552	\$ 17.08	—	—
November 1 - 30, 2024	791	17.32	—	—
December 1 - 31, 2024	7,069	16.02	—	—
Total	<u>9,412</u>	<u>\$ 16.31</u>	<u>—</u>	<u>—</u>

- (1) On May 25, 2023, the Company announced that its Board of Directors authorized the Company's sixth stock repurchase program to acquire up to 2,000,000 shares, or approximately 1.9% of the Company's then issued and outstanding common stock. This program expired with 741,725 shares outstanding.
- (2) During the three months ended December 31, 2024, 1,573 shares were repurchased pursuant to forfeitures and 7,839 shares were repurchased for taxes related to the 2019 Equity Incentive Plan and not as part of a share repurchase program.

PART II

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

The objective of this section is to help potential investors understand our views on our results of operations and financial condition. You should read this discussion in conjunction with the consolidated financial statements and notes to the consolidated financial statements that appear at the end of this report.

Executive Summary

Our primary source of pre-tax income is net interest income. Net interest income is the difference between the interest we earn on our loans and securities and the interest we pay on our deposits and borrowings. Changes in levels of interest rates as well as the balances of interest-earning assets and interest-bearing liabilities affect our net interest income.

A secondary source of income is non-interest income, which is revenue we receive from providing products and services. Traditionally, the majority of our non-interest income has come from service charges, loan fees, interchange income, gains (losses) on sales of loans and securities, revenue from mortgage servicing, income from bank-owned life insurance and fee income from title insurance, insurance agency and wealth management businesses.

The non-interest expense we incur in operating our business consists of compensation and employee benefits expenses, occupancy expenses, depreciation, amortization and maintenance expenses, data processing and software expenses and other miscellaneous expenses, such as loan expenses, advertising, insurance, professional fees and federal deposit insurance premiums. Our largest non-interest expense is compensation and employee benefits, which consist primarily of compensation and wages paid to our employees, payroll taxes, and expenses for health insurance, retirement plans and other employee benefits.

Our business results are impacted by the pace of economic growth and the level of market interest rates, and the difference between short-term and long-term rates. Competition among banks to secure new customers, loans and deposits has remained fierce, and interest rate spreads have again declined over the last few years. We continue to adhere to our prudent underwriting standards and are committed to originating quality loans. Additionally, we have maintained relatively low levels of non-performing assets, past due loans and charge-offs, through all economic environments.

December 2024 Balance Sheet Repositioning

As part of the Company's strategy to improve future earnings and expand its net interest margin, in December 2024 the Company sold \$352.3 million of debt securities available for sale that were mostly purchased during the COVID period. Proceeds from the sale were used to fund loan growth of \$72.9 million, purchase \$78.1 million of higher yielding debt securities and prepay \$170.0 million of higher cost borrowings. The repositioning was immediately accretive to net interest income. The sale and prepayment resulted in a pre-tax loss of approximately \$37.9 million. The repositioning is expected to be neutral to tangible book value per share as the unrealized loss with respect to the debt securities is already recognized in the Company's stockholders' equity through accumulated other comprehensive loss.

Business Strategy

Our business strategy is to continue to operate and grow Columbia Bank as a profitable community-oriented financial institution and to continue to shift our focus to more business-oriented commercial banking. We plan to achieve this by:

Increasing earnings through the growth of our balance sheet.

We intend to continue to grow our balance sheet through organic growth of loans and securities, funded by growth of deposits and borrowings. We expect that this growth will increase revenue faster than the growth of expenses, resulting in increased earnings over time.

As part of our growth strategy, we will seek to grow our loan portfolio and deposit base at consistent rates of growth. We have a diversified loan portfolio, which includes multifamily and commercial real estate loans, residential mortgage loans, residential and commercial construction loans, commercial business loans and consumer loans (primarily home equity loans and advances). We expect to continue to shift the mix of our loans over time, from residential mortgage loans, toward commercial loans and, correspondingly, shift our deposit mix toward commercial deposits, particularly non-interest-bearing checking accounts. These strategies along with continued deposit pricing discipline are expected to enhance our net interest margin.

Expanding our commercial business relationships.

Historically, our commercial loan products have consisted primarily of loans secured by multifamily and commercial real estate and construction loans. As part of our growth strategy, we intend to continue our increased focus on commercial business lending, which offers shorter terms and variable rates, helps to manage interest rate risk exposure, and provides us with an opportunity to offer a full range of our products and services, including cash management, and deposit products to commercial customers. In 2024, most of our commercial banking customers had deposit accounts with us.

In 2024, our commercial business loans increased 16.7% from the year ended December 31, 2023 which was primarily due to a stable volume of originations, including our equipment finance and asset based lending. Historically, we have focused on commercial business lending in New Jersey with only a minimal volume from neighboring states but anticipate that we will increase the amount of loans originated in Pennsylvania and New York, as we continue to grow our commercial loan business. We anticipate that any such expansion of our commercial lending to market areas outside New Jersey will increase lending and deposit opportunities in those areas and provide geographic diversification within our portfolio.

Increasing fee income through continued growth of fee-based activities.

We intend to focus on growing our existing title insurance business, our existing insurance agency business and expanding the scope of the wealth management services we provide and increasing our revenues from loan servicing activities to increase the amount of income earned from our fee-based businesses. Presently, the majority of our revenue comes from interest income and less than 0.4% from other sources, including title insurance fees, loan and deposit fees, bank-owned life insurance, insurance agency income and gains and losses on the sales of securities and loans. We expect to increase fee income from enhancing interchange services, generating additional commercial loan swap fee income and expanding treasury services.

We currently offer title insurance services through our title insurance agency, offer wealth management services through a third-party networking arrangement, and offer life and health, and property and casualty insurance to our customers through our insurance agency. In order to expand our services and grow our business, we have considered the acquisition of title insurance agencies and wealth management businesses in recent years and expect to actively pursue the acquisition of such fee-based businesses, as well as considering the acquisition of other fee-based businesses such as other insurance agencies and specialty lending companies. We continue to consider acquisition opportunities of fee-based businesses, but we currently have no understandings or agreements with respect to any such acquisitions.

We also intend to grow our servicing revenue by continuing to periodically sell one-to-four family residential mortgage loans that we originate to third-party investors, including other financial institutions, while retaining the servicing of such loans.

Expanding our franchise through de novo branching, branch acquisitions and the possible acquisition of other financial institutions and/or financial services companies.

We believe there are branch expansion opportunities within our market area and adjacent markets, including other states, and will seek to grow our deposit base by adding branches to our existing branch network. In addition to deposit generation, our branch network also generates one-to-four family loans, home equity loans and advances and other consumer loans. While we are aware of the industry branch consolidation trends, we believe that in order to attract new customers, we need to selectively expand our network to fill in gaps in the existing footprint and into adjacent markets. We believe that new smaller branch designs, which are more cost-efficient, are more appropriately sized and staffed for the expected transaction volumes.

Our growth strategy also includes the acquisition of other financial institutions within our market area as well as in neighboring states. Since November 2019, we have acquired Atlantic Stewardship Bank, Roselle Bank, Freehold Bank and RSI Bank. We intend to continue to pursue the acquisition of banks and thrifts, including thrifts in the mutual and mutual holding company structure. In the past, we have relied upon organic growth rather than acquisitions to grow our franchise, and there is no guarantee that we will be successful in pursuing our acquisition strategy.

Maintaining asset quality through the application of a prudent, disciplined approach to credit risk as part of an overall risk management program.

We employ a conservative, analytical approach to the assets we acquire that we have tested over many different business and interest rate cycles. This applies to our securities portfolio, which is comprised primarily of liquid, low credit-risk, government agency-backed securities as well as our loan portfolio. Residential loans are underwritten to secondary market standards and our commercial lending policies are designed to be consistent with industry best practices. We subject our loan portfolio to independent internal and external reviews to validate conformance to policies and stress tests to identify areas of potential risk. We have management information systems that provide regular insight into the quantity and direction of credit risk in our loan portfolio segments, including borrower and industry-specific concentrations. We employ limits on concentration risks, including the ratios of commercial real estate and construction loan portfolios to capital. We have developed reporting, analytics and stress testing that we believe provide effective oversight of these portfolios at higher concentration levels.

We employ tools to ensure we are being appropriately compensated for the risks inherent in the lending products we offer, and in the specific transactions. Our commercial loan pricing model quantifies the credit and interest rate risk embedded in our new loan originations and provides a target return hurdle.

We operate with Risk Committees, at both the management and board levels, that review changes in the quantity and direction of risk. These committees review our key risk indicators, loan portfolio and liquidity stress tests and operational and cyber risk assessments, which draw from our Asset/Liability Committee data, our loan portfolio credit metrics and treasury risk (investment/funding) metrics.

Enhancing our technology infrastructure to broaden our product capabilities and improve product delivery and efficiency.

We have embraced the latest technological developments in the banking industry, which we believe allows us to better leverage our employees by enabling them focus on developing customer relationships, generate retail deposits in an efficient manner, expand the suite of products that we can offer to customers and allow us to compete more efficiently and effectively as we grow. Our commercial loan underwriting and relationship monitoring system enables us to better support and manage our commercial customer base. In recent years, we have released several digital banking and other Fintech solutions to support our customers, which included a new digital mortgage system which greatly expedited the handling of mortgage, home equity and HELOC applications. We have also introduced a digital small business lending solution, online chat and appointment scheduling and a credit card platform. More recently we implemented an online wire transfer tool for customers. We expect to continue to enhance our digital technology platforms to provide more appealing products and services to our customers and support our sales, marketing initiatives, and call center. We are continuously upgrading our company-wide technology infrastructure to support both organic and inorganic growth.

Focusing on an enhanced customer experience and continued customer satisfaction.

We believe that customer satisfaction is a key to generating sustainable growth and profitability. While continually striving to ensure that our products and services meet our customers' needs, we also encourage our officers and employees to focus on providing personal service and attentiveness to our customers in a proactive manner.

Our strategy continues to be focused on providing quality customer service through our convenient branch network, supported by our Call Center, where customers can speak with a representative to answer questions and resolve issues during business and extended hours. We believe that our ability to close transactions and deliver our services in a timely manner is attractive to our customers and distinguishes us from other financial institutions that operate in our marketplace. Our customers enjoy access to senior executives and decision makers and the value it brings to their businesses. We also offer convenient online and mobile banking tools for customers to transact business anytime and anywhere.

We believe that many opportunities remain to deliver what our customers want in the form of exceptional service and convenience, and we intend to continue to focus our operating strategy on taking advantage of these opportunities.

Employing a stockholder-focused management of capital.

We intend to manage our capital position through the growth of assets, as well as the utilization of appropriate capital management tools, consistent with applicable regulations and policies, and subject to market conditions. Under Federal Reserve Board regulations, we were prohibited from repurchasing shares of our common stock for one year following our minority public offering that was completed in April 2018. Since June 2019, we have announced six stock repurchase programs under which we have repurchased an aggregate of 26,258,275 shares of common stock as of December 31, 2024. However, repurchases have currently been paused in order to retain capital.

Our Board of Directors has the authority to declare dividends on our shares of common stock, and may determine to pay dividends in the future, subject to statutory and regulatory requirements and other considerations such as the ability of Columbia Bank MHC to receive permission from the Federal Reserve Board to waive receipt of any dividends we may determine to declare in the future. If Columbia Financial pays dividends to its stockholders, it also will be required to pay dividends to Columbia Bank MHC, unless Columbia Bank MHC is permitted by the Federal Reserve Board to waive the receipt of dividends. The Federal Reserve Board's current position is to not permit a "non-grandfathered" mutual holding company to waive dividends declared by its subsidiary. Columbia Bank MHC may determine to apply to the Federal Reserve Board for approval to waive dividends if we determine to pay dividends to our stockholders. Given the Federal Reserve Board's current position on this issue, there is no assurance that any request by Columbia Bank MHC to waive dividends from Columbia Financial would be permitted. The denial by the Federal Reserve Board of any such dividend waiver request, if sought, could determine whether the board of directors of Columbia Financial determines to declare a dividend, or if so declared, could significantly limit the amount of dividends Columbia Financial would pay in the future, if any.

Critical Accounting Policies and Estimates

In the preparation of our consolidated financial statements, we have adopted various accounting policies that govern the application of U.S. generally accepted accounting principles ("GAAP") and general practices within the banking industry. Our significant accounting policies are described in note 2 to the consolidated financial statements.

Certain accounting policies involve significant judgments and assumptions by us that have a material impact on the carrying value of certain assets and liabilities. We consider these accounting policies, which are discussed below, to be critical accounting policies. These assumptions, estimates and judgments we use can be influenced by a number of factors, including the general economic environment. Actual results could differ from these judgments and estimates under different conditions, resulting in a change that could have a material impact on the carrying values of our assets and liabilities and our results of operations.

Allowance for Credit Losses. The Company adopted ASU 2016-13, *Financial Instruments-Credit Losses* (Topic 326) ("CECL") on January 1, 2022 for all financial assets measured at amortized cost and off-balance-sheet exposures. See note 2 in the notes to our consolidated financial statements for a detailed discussion of our accounting policies and methodologies for establishing the allowance for credit losses. Additional information about our allowance for credit losses is also presented in note 7 to the audited consolidated financial statements.

The determination of our allowance for credit losses ("ACL") on loans is considered a critical accounting estimate by management because of the high degree of judgment involved in determining qualitative loss factors, the subjectivity of the assumptions used, and the potential for changes in the forecasted economic environment. Although we believe we have established and maintained the ACL at appropriate levels, changes in reserves may be necessary if actual economic and other conditions differ substantially from the forecast used in estimating the ACL.

Our ACL totaled \$60.0 million and \$55.1 million at December 31, 2024 and 2023, respectively. The increase in the allowance for credit losses was primarily attributable to an increase in net charge-offs and an increase in loan performance qualitative factors. The ACL components related to collectively evaluated loans and individually analyzed loan reserves was \$60.0 million and \$54.3 million, respectively and \$0 and \$787,000, respectively, at December 31, 2024 and 2023, under the CECL methodology.

At December 31, 2024, management performed a hypothetical sensitivity analysis to understand the impact of a change in a key input on our ACL. If the U.S. unemployment rate had been increased from an average range of approximately 4.3% to 6.0% for the forecast period, and U.S. Gross Domestic Product ("GDP") decreased from an average range of approximately 1.9% to 1.0% for the forecast period, our ACL reserves would have been approximately \$218,000 higher. This sensitivity analysis includes the impact of quantitative components of our ACL. Changes in quantitative inputs and qualitative loss factors may not occur in the same direction or magnitude across all segments of our loan portfolio and deterioration in some quantitative inputs and qualitative loss factors may offset improvement in others. This sensitivity analysis does not represent a change to our expectations of the economic environment but provides a hypothetical result to assess the sensitivity of the ACL to a change in a key input. This sensitivity analysis does not incorporate changes to management's judgment of qualitative loss factors.

If the four-quarter U.S. unemployment rate forecast had been 9.0% rather than an average of approximately 4.7%, our ACL would have been approximately \$9.0 million higher. This sensitivity analysis includes the impact to the quantitative components of our ACL. Changes in quantitative inputs and qualitative loss factors may not occur in the same direction or magnitude across all segments of our loan portfolio and deterioration in some quantitative inputs and qualitative loss factors may offset improvement in others. This sensitivity analysis does not represent a change to our expectations of the economic environment but provides a hypothetical result to assess the sensitivity of the ACL to a change in a key input. This sensitivity analysis does not incorporate changes to management's judgment of qualitative loss factors.

Going forward, the impact of utilizing the CECL approach to calculate the allowance for credit losses will be significantly influenced by the composition, characteristics, and quality of our loan portfolio, as well as the prevailing economic conditions and forecasts utilized. Material changes to these and other relevant factors may result in greater volatility to the allowance for credit losses, and, therefore, greater volatility to our reported earnings.

Most of our non-performing assets are collateral dependent loans which are written down to the fair value of the collateral less estimated costs to sell. We continue to assess the collateral of these loans and obtain updated appraisals on these loans on an annual basis. To the extent the property values decline, there could be additional losses on these non-performing assets, which may be material. Management considered these market conditions in deriving the estimated ACL. Should economic difficulties occur, the ultimate amount of loss could vary from our current estimate. For additional discussion related to the determination of the allowance for credit losses, see *"Risk Management-Analysis and Determination of the Allowance for Credit Losses"* and the notes to the consolidated financial statements.

Income Taxes. We are subject to the income tax laws of the various jurisdictions where we conduct business and estimate income tax expense based on amounts expected to be owed to these various tax jurisdictions. The estimated income tax expense (benefit) is reported in the Consolidated Statements of Income. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. We

exercise significant judgment in evaluating the amount and timing of recognition of the resulting tax assets and liabilities. These judgments require us to make projections of future taxable income. The judgments and estimates we make in determining our deferred tax assets are inherently subjective and are reviewed on a continual basis as regulatory and business factors change.

Accrued or prepaid taxes represent the net estimated amount due to or to be received from tax jurisdictions either currently or in the future and are reported in other assets or other liabilities in our consolidated financial statements. We assess the appropriate tax treatment of transactions and filing positions after considering statutes, regulations, judicial precedent and other pertinent information and maintain tax accruals consistent with our evaluation. Changes in the estimate of accrued taxes occur periodically due to changes in tax rates, interpretations of tax laws, status of examinations by the tax authorities and newly enacted statutory, judicial and regulatory guidance that could impact the relative merits of tax positions. These changes, when they occur, impact accrued taxes and can materially affect our operating results. The Company identified no significant income tax uncertainties through the evaluation of its income tax positions as of December 31, 2024 and 2023. Therefore, the Company has no unrecognized income tax benefits as of those dates.

As of December 31, 2024 and 2023, we had a net deferred tax assets totaling \$12.4 million and \$25.5 million, respectively. In accordance with Accounting Standards Codification ("ASC") Topic 740 "Income Taxes," we use the asset and liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. A valuation allowance is established when management is unable to conclude that it is more likely than not that it will realize deferred tax assets based on the nature and timing of these items. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income tax expense in the period enacted. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. We exercise significant judgment in evaluating the amount and timing of recognition of the resulting tax assets and liabilities. These judgments require us to make projections of future taxable income. The judgments and estimates we make in determining our deferred tax assets are inherently subjective and are reviewed on a regular basis as regulatory or business factors change. Any reduction in estimated future taxable income may require us to record a valuation allowance against our deferred tax assets. A valuation allowance that results in additional income tax expense in the period in which it is recognized would negatively affect earnings. Management believes, based on current facts, that it is more likely than not that there will be sufficient taxable income in future years to realize federal deferred tax assets, and that as of December 31, 2023, it was more likely than not that the benefits from certain state temporary differences would not be realized, resulting in a valuation allowance of \$26,000. As of December 31, 2024, no valuation allowance was deemed necessary for the deferred tax assets related to state net operating losses.

Post-retirement Benefits. We provide certain health care and life insurance benefits, along with split-dollar BOLI death benefits, to eligible retired employees. The cost of retiree health care and other benefits during the employees' period of active service are accrued monthly. We account for benefits in accordance with ASC Topic 715 "Pension and Other Post-retirement Benefits." The guidance requires an employer to: (a) recognize in the statement of financial position the over funded or underfunded status of a defined benefit post-retirement plan measured as the difference between the fair value of plan assets and the benefit obligations; (b) measure a plan's assets and its obligations that determine its funded status as of the end of the Company's fiscal year (with limited exceptions); and (c) recognize as a component of other comprehensive income (loss), net of tax, the actuarial gain and losses and the prior service costs and credits that arise during the period. These assets and liabilities and expenses are based upon actuarial assumptions including interest rates, rates of increase in compensation, expected rate of return on plan assets and the length of time we will have to provide those benefits. Actual results may differ from these assumptions. These assumptions are reviewed and updated at least annually, and management believes the estimates are reasonable.

Pending Accounting Pronouncements

In December 2023, the FASB has issued ASU 2023-09, *Improvements to Income Tax Disclosures*. Under the ASU, public business entities ("PBEs") must annually (1) disclose specific categories in the rate reconciliation and (2) provide additional information for reconciling items that meet a quantitative threshold (if the effect of those reconciling items is equal to or greater than five percent of the amount computed by multiplying pretax income [or loss] by the applicable statutory income tax rate). The Board is releasing the ASU in response to stakeholder feedback indicating that the existing income tax disclosures should be enhanced to provide information to better assess how an entity's operations and related tax risks and tax planning and operational opportunities affect its tax rate and prospects for future cash flows. The ASU's amendments are effective for PBEs for annual periods beginning after December 15, 2024. For entities other than PBEs, the amendments are effective for annual periods beginning after December 15, 2025. Entities are permitted to early adopt the standard for annual financial statements that have not yet been issued or made available for issuance. The Company is currently evaluating the impact of the adoption of the ASU on its consolidated financial statements, but as it is only disclosure related, does not expect it to have an impact on its consolidated financial statements.

In November 2024, the FASB issued ASU 2024-03, *Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures* (Subtopic 220-40), which requires improved disclosures about a public business entity's expense, including more detailed information about the types of expenses in commonly presented expense captions. The amendments in this update are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, although early adoption is permitted. The Company is currently evaluating the impact of the adoption of the ASU on its consolidated financial statements, but as it is only disclosure related, does not expect it to have an impact on its consolidated financial statements.

Comparison of Financial Condition at December 31, 2024 and 2023

General

Total assets decreased \$170.1 million, or 1.6%, to \$10.5 billion at December 31, 2024 from \$10.6 billion at December 31, 2023. The decrease in total assets was primarily attributable to decreases in cash and cash equivalents of \$134.0 million, debt securities available for sale of \$67.6 million, and Federal Home Loan Bank stock of \$20.6 million, partially offset by an increase in loans receivable, net of \$37.5 million and an increase in other assets of \$15.6 million. The decrease in cash and cash equivalents was primarily attributable to purchases of securities of \$446.2 million, a decrease in borrowings of \$448.1 million, and repurchases of common stock under our stock repurchase program of \$5.9 million, partially offset by proceeds from the sale of securities of \$321.2 million, principal repayments on securities of \$185.6 million, and an increase in total deposits of \$249.6 million. The increase in loans receivable, net was primarily attributable to an increase in multifamily real estate loans, construction loans, and commercial business loans of \$51.5 million, \$30.5 million, and \$89.0 million, respectively, partially offset by decreases in one-to-four family, commercial real estate loans and home equity loans and advances of \$81.9 million, \$37.2 million, and \$7.6 million, respectively. The allowance for credit losses for loans increased \$4.9 million to \$60.0 million at December 31, 2024 from \$55.1 million at December 31, 2023. During the year ended December 31, 2024, the increase in the allowance for credit losses for loans was primarily due to net charge-offs of \$9.6 million and an increase in loan performance qualitative factors. The decrease in Federal Home Loan Bank Stock was due to the redemption of stock required upon repaying Federal Home Loan Bank borrowings. The increase in other assets was primarily attributable to a \$14.3 million increase in the Company's pension plan balance, as the return on plan assets outpaced the growth in the plan's obligation. The decrease in debt securities available for sale was primarily attributable to the sales of securities of \$357.1 million which resulted in a realized loss of \$35.9 million, and repayments on securities of \$140.5 million, which was partially offset by purchases of securities of \$404.7 million and a decrease in the gross unrealized loss on securities of \$34.9 million.

Total liabilities decreased \$210.1 million, or 2.2%, to \$9.4 billion at December 31, 2024 from \$9.6 billion at December 31, 2023. The decrease was primarily attributable to decreases in borrowings of \$448.1 million, or 29.3%, partially offset by an increase in total deposits of \$249.6 million, or 3.2%. The \$448.1 million decrease in borrowings was primarily driven by a net decrease in long-term borrowings of \$213.7 million and a decrease in short-term borrowings of \$237.8 million. The increase in total deposits primarily consisted of increases in non-interest-bearing and interest-bearing demand deposits, and certificates of deposit of \$669,000, \$54.8 million, and \$255.8 million, respectively, partially offset by decreases in money market and savings and club accounts of \$13.8 million and \$47.8 million, respectively.

Total stockholders' equity increased \$40.0 million, or 3.8%, to \$1.1 billion at December 31, 2024 from \$1.0 billion at December 31, 2023. The increase in total stockholders' equity was primarily attributable to the recognition of \$8.0 million in stock based compensation expense and an increase of \$48.2 million in other comprehensive income, which includes changes in unrealized losses on debt securities available for sale and unrealized gains on swap contracts, net of taxes. These increases were partially offset by a net loss of \$11.7 million, and the repurchase of 365,116 shares of common stock at a cost of approximately \$5.9 million, or \$16.14 per share, under our stock repurchase program.

Securities

As part of the Company's strategy to improve future earnings and expand its net interest margin, in December 2024 the Company sold \$352.3 million of debt securities available for sale that were mostly purchased during the COVID period. Proceeds from the sale were used to fund loan growth of \$72.9 million, purchase \$78.1 million of higher yielding debt securities and prepay \$170 million of higher cost borrowings. The repositioning was immediately accretive to net interest income. The sale and prepayment resulted in a pre-tax loss of approximately \$37.9 million. The repositioning is expected to be neutral to tangible book value per share as the unrealized loss with respect to the debt securities is already recognized in the Company's stockholders' equity through accumulated other comprehensive loss.

Debt securities available for sale and held to maturity decreased \$75.9 million, or 5.1%, to \$1.4 billion at December 31, 2024 from \$1.5 billion at December 31, 2023. The decrease in securities during 2024 was primarily attributable to sales of securities of \$352.3 million which resulted in a realized loss of \$35.9 million, and repayments on securities of \$185.6 million, which was partially offset by purchases of \$446.2 million and a decrease in unrealized losses on securities of \$34.9 million. We continue to focus on maintaining a high quality securities portfolio that provides consistent cash flows in changing interest rate environments. At December 31, 2024, our total securities portfolio, which includes equity securities, was 13.6% of total assets, as compared to 14.1% at December 31, 2023.

At December 31, 2024, 60.7% of the debt securities available for sale portfolio was comprised of mortgage-backed securities and CMOs issued by Freddie Mac, Fannie Mae and Ginnie Mae. These securities are guaranteed by the issuing agency and backed by residential and multifamily mortgages. These securities are comprised of fixed rate, adjustable-rate and hybrid securities that bear a fixed rate for a specific term and thereafter, to the extent they are not prepaid, adjust periodically. At December 31, 2024, U.S. government and agency obligations comprised the next largest segment of the available for sale portfolio, totaling 30.7%. At December 31, 2024, the remainder of our available for sale securities portfolio consisted of corporate debt securities and municipal obligations which comprised 8.4% and 0.2%, respectively.

At December 31, 2024, 88.6% of the debt securities held to maturity portfolio was comprised of mortgage-backed securities and CMOs issued by Freddie Mac, Fannie Mae and Ginnie Mae. These securities are guaranteed by the issuing agency and backed by residential and multifamily mortgages. These securities are comprised of fixed rate, adjustable-rate and hybrid securities that bear a fixed rate for a specific term and thereafter, to the extent they are not prepaid, adjust periodically. At December 31, 2024, the remaining 11.4% of our held to maturity securities portfolio consisted of U.S. government and agency obligations.

To mitigate the credit risk related to our securities portfolio, we primarily invest in agency and highly-rated securities. As of December 31, 2024, approximately 93.2% of the total portfolio consisted of direct government obligations or government sponsored enterprise obligations, approximately 5.6% of the remaining portfolio was rated at least investment grade and approximately 1.2% of the remaining portfolio was not rated. Securities not rated consist primarily of private placement municipal notes issued and/or guaranteed by local municipal authorities and equity securities.

The following table sets forth the amortized cost and fair value of securities at December 31, 2024, 2023 and 2022:

	At December 31,					
	2024		2023		2022	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value	Amortized Cost	Fair Value
	(In thousands)					
Debt securities available for sale:						
U.S. government and agency obligations	\$ 314,494	\$ 314,702	\$ 146,387	\$ 145,501	\$ 67,771	\$ 63,566
Mortgage-backed securities and collateralized mortgage obligations	729,488	622,957	1,009,508	867,585	1,351,929	1,181,727
Municipal obligations	2,378	2,359	2,770	2,702	3,697	3,575
Corporate debt securities	95,508	85,928	92,565	77,769	92,544	79,766
Total securities available for sale	\$ 1,141,868	\$ 1,025,946	\$ 1,251,230	\$ 1,093,557	\$ 1,515,941	\$ 1,328,634
Debt securities held to maturity:						
U.S. government and agency obligations	\$ 44,871	\$ 39,583	\$ 49,871	\$ 43,969	\$ 49,871	\$ 42,567
Mortgage-backed securities and collateralized mortgage obligations	347,969	310,570	351,283	313,208	371,652	327,824
Total debt securities held to maturity	\$ 392,840	\$ 350,153	\$ 401,154	\$ 357,177	\$ 421,523	\$ 370,391
Equity securities	\$ 3,943	\$ 6,673	\$ 3,943	\$ 3,384	\$ 3,943	\$ 3,384
Total securities	\$ 1,538,651	\$ 1,382,772	\$ 1,656,327	\$ 1,454,118	\$ 1,941,407	\$ 1,702,409

At December 31, 2024 and 2023, securities with carrying values of \$1.1 billion and \$1.3 billion, respectively, were in net unrealized loss positions that totaled \$159.7 million and \$202.6 million, respectively. The decrease in unrealized losses on securities in 2024 was primarily due to the sales of lower yielding securities as discussed above. .

For available for sale securities, the Company assesses whether a loss is from credit or other factors and considers the extent to which fair value is less than amortized cost, any changes to the rating of the security by a rating agency and adverse conditions related to the security, among other factors. If this assessment indicates that a credit loss exists, the present value of cash flows expected to be collected from the security are compared to the amortized cost basis of the security. If the present value of cash flows is less than the amortized cost, a credit loss would be recorded through an allowance for credit losses, limited by the amount that the fair value is less than the amortized cost basis. We believe that unrealized and unrecognized losses on securities at December 31, 2024 and 2023 are a function of changes in market interest rates and credit spreads, not changes in credit quality. Therefore, no allowance for credit losses was recorded at December 31, 2024 and 2023.

For held to maturity securities, management measures expected credit losses on a collective basis by major security type. All of the mortgage-backed securities are issued by U.S. government agencies and are either explicitly or implicitly guaranteed by the U.S. government, are highly rated by major rating agencies and have a long history of no credit losses and, therefore, the expectation of non-payment is zero and the Company is not required to estimate an allowance for credit losses on these securities under the CECL standard. All these securities reflect a credit quality rating of AAA by Moody's Investors Service.

At December 31, 2024 and 2023, we had no securities in a single company or entity (other than United States Government and United States GSE securities) that had an aggregate book value in excess of 5% of our equity.

The following tables set forth the stated maturities and weighted average yields of securities at December 31, 2024. Certain securities have adjustable interest rates and will reprice monthly, quarterly, semi-annually or annually within the various maturity ranges. Weighted average yields for tax-exempt securities totaling \$2.4 million with a weighted average rate of 2.02%, are presented on a tax equivalent basis using a federal marginal tax rate of 21%.

Equity securities are not included in the table based on lack of a maturity date. The tables present contractual final maturities for mortgage-backed securities and does not reflect repricing or the effect of prepayments.

At December 31, 2024										
	One Year or Less		More Than One Year to Five Years		More Than Five Years to Ten Years		After Ten Years		Total	
	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield
(Dollars in thousands)										
Debt securities available for sale:										
U.S. government and agency obligations	\$ 94,705	4.12 %	\$ 210,374	4.40 %	\$ 9,623	4.48 %	—	— %	\$ 314,702	4.32 %
Mortgage-backed securities and collateralized mortgage obligations	115	2.65	88,985	4.52	60,885	1.87	472,972	4.37	622,957	4.14
Municipal obligations	1,933	2.32	—	—	426	3.61	—	—	2,359	2.56
Corporate debt securities	28,160	4.27	5,715	4.35	52,053	3.63	—	—	85,928	3.87
Total	\$ 124,913	4.13 %	\$ 305,074	4.44 %	\$ 122,987	2.80 %	\$ 472,972	4.37 %	\$ 1,025,946	4.17 %

At December 31, 2024										
	One Year or Less		More Than One Year to Five Years		More Than Five Years to Ten Years		After Ten Years		Total	
	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield	Carrying Value	Weighted Average Yield
(Dollars in thousands)										
Debt securities held to maturity:										
U.S. government and agency obligations	\$ —	— %	\$ 24,875	1.34 %	\$ 9,996	1.50 %	\$ 10,000	2.30 %	\$ 44,871	1.59 %
Mortgage-backed securities and collateralized mortgage obligations	18,605	2.85	71,369	2.66	114,813	2.07	143,182	2.66	347,969	2.48
Total	\$ 18,605	2.85 %	\$ 96,244	2.32 %	\$ 124,809	2.02 %	\$ 153,182	2.63 %	\$ 392,840	2.37 %

Loans Receivable

Total gross loans increased \$44.8 million, or 0.6%, to \$7.9 billion at December 31, 2024 from \$7.8 billion at December 31, 2023. One-to-four family real estate loans decreased \$81.9 million, or 2.9%, to \$2.7 billion at December 31, 2024 from \$2.8 billion at December 31, 2023. Multifamily loans increased \$51.5 million, or 3.7%, to \$1.5 billion at December 31, 2024 from \$1.4 billion at December 31, 2023. Commercial real estate loans decreased \$37.2 million, or 1.6%, to \$2.3 billion at December 31, 2024 from \$2.4 billion at December 31, 2023. Construction loans increased \$30.5 million, or 6.9%, to \$473.6 million at December 31, 2024 from \$443.1 million at December 31, 2023. Commercial business loans increased \$89.0 million, or 16.7%, to \$622.0 million at December 31, 2024 from \$533.0 million at December 31, 2023. Home Equity loans and advances decreased \$7.6 million, or 2.9%, to \$259.0 million at December 31, 2024 from \$266.6 million at December 31, 2023. We had a slowdown in originations and prepayments in several categories of loans in 2024. Multifamily, construction and commercial business loans have increased in 2024, as we continue our increased focus on commercial business lending. The increase in commercial business loans included an increase in equipment financing and asset based lending.

The following tables present the loan portfolio for the periods indicated:

	At December 31,			
	2024		2023	
	Amount	Percent	Amount	Percent
	(Dollars in thousands)			
Real estate loans:				
One-to-four family	\$ 2,710,937	34.4 %	\$ 2,792,833	35.7 %
Multifamily	1,460,641	18.6	1,409,187	18.0
Commercial real estate	2,339,883	29.7	2,377,077	30.4
Construction	473,573	6.0	443,094	5.7
Total real estate loans	6,985,034	88.8	7,022,191	89.8
Commercial business loans	622,000	7.9	533,041	6.8
Consumer loans:				
Home equity loans and advances	259,009	3.3	266,632	3.4
Other consumer loans	3,404	—	2,801	—
Total consumer loans	262,413	3.3	269,433	3.4
Total gross loans	7,869,447	100.0 %	7,824,665	100.0 %
Purchased credit-deteriorated loans	11,686		15,089	
Net deferred loan costs, fees and purchased premiums and discounts	35,795		34,783	
Allowance for credit losses	(59,958)		(55,096)	
Loans receivable, net	<u>\$ 7,856,970</u>		<u>\$ 7,819,441</u>	

Loan Maturity

The following table sets forth certain information at December 31, 2024 regarding the dollar amount of loan principal repayments becoming due during the periods indicated. The table does not include any estimate of prepayments that significantly shorten the average life of all loans and may cause our actual repayment experience to differ from that shown below. The table reflects final maturities for construction loans that convert to permanent loans and includes PCD loans. Demand loans having no stated schedule of repayments or maturity are reported as due in one year or less.

December 31, 2024

	Real Estate								
	One-to-four Family	Multifamily	Commercial Real Estate	Construction	Commercial Business	Home Equity Loans and Advances	Other Consumer Loans	Total	
	(In thousands)								
Amounts due in:									
One year or less	\$ 1,122	\$ 116,627	\$ 213,790	\$ 322,680	\$ 286,576	\$ 459	\$ 3,189	\$ 944,443	
More than one year to five years	42,876	600,443	720,979	140,492	198,746	17,670	215	1,721,421	
More than five years to fifteen years	449,774	658,025	1,181,614	1,943	130,702	103,198	—	2,525,256	
More than fifteen years	2,218,980	85,546	232,925	8,458	6,276	137,828	—	2,690,013	
Total	\$ 2,712,752	\$ 1,460,641	\$ 2,349,308	\$ 473,573	\$ 622,300	\$ 259,155	\$ 3,404	\$ 7,881,133	

The following table sets forth all loans at December 31, 2024 that are due after December 31, 2025 and have either fixed interest rates or floating or adjustable interest rates:

Due After December 31, 2025			
	Fixed Rates	Floating or Adjustable Rates	Total
(In thousands)			
Real estate loans:			
One-to-four family	\$ 2,411,696	\$ 299,934	\$ 2,711,630
Multifamily	565,795	778,219	1,344,014
Commercial real estate	868,948	1,266,570	2,135,518
Construction	7,628	143,265	150,893
Commercial business loans	197,739	137,985	335,724
Consumer loans:			
Home equity loans and advances	155,326	103,370	258,696
Other consumer loans	215	—	215
Total loans	<u>\$ 4,207,347</u>	<u>\$ 2,729,343</u>	<u>\$ 6,936,690</u>

Loan Originations and Sales

The following table shows loans originated, purchased, sold and other reductions in loans during the periods indicated:

	Years Ended December 31,		
	2024	2023	2022
	(In thousands)		
Total loans at beginning of period	\$ 7,874,537	\$ 7,677,564	\$ 6,360,601
Originations:			
Real estate loans:			
One-to-four family	123,399	215,266	869,716
Multifamily	87,476	124,660	265,629
Commercial real estate	21,837	146,303	399,562
Construction	295,052	335,749	444,027
Total real estate loans	527,764	821,978	1,978,934
Commercial business loans	227,262	209,003	201,876
Consumer loans:			
Home equity loans and advances	79,515	80,396	112,008
Other consumer loans	90	182	320
Total consumer loans	79,605	80,578	112,328
Total loans originated	834,631	1,111,559	2,293,138
Purchases	78,719	14,729	8,315
Loans acquired	—	—	335,501
Less:			
Principal payments, repayments, and other items, net	(832,011)	(686,988)	(1,300,891)
Loan sales	(18,895)	(121,372)	(9,639)
Transfer of loans receivable to loans held-for-sale	(18,079)	(120,955)	(9,461)
Transfer to real estate owned	(1,974)	—	—
Total loans receivable at end of period	\$ 7,916,928	\$ 7,874,537	\$ 7,677,564

Deposits

Our primary source of funds is our deposits, which are comprised of non-interest-bearing and interest-bearing transaction accounts, money market deposit accounts, savings and club deposits and certificates of deposit.

Deposits increased \$249.6 million, or 3.2%, to \$8.1 billion at December 31, 2024 from \$7.8 billion at December 31, 2023. The increase in balances of non-interest-bearing demand, interest-bearing demand, and certificates of deposit was heavily attributed to a shift in balances from savings and club deposits and money market accounts as well as new deposits attained. Columbia Bank has priced select certificates of deposit accounts very competitively to the market, but there continues to be strong competition for funds from other banks and non-bank investment products. Municipal deposits totaled \$969.4 million at December 31, 2024 compared to \$861.8 million at December 31, 2023. We continue our efforts to emphasize deposit taking through various channels, including brokered deposits and reciprocal deposit arrangement with third parties.

During 2024, non-interest-bearing demand accounts increased \$669,000, interest-bearing demand accounts increased \$54.8 million, or 2.8%, savings and club deposits decreased \$47.8 million, or 6.8%, money market accounts decreased \$13.8 million, or 1.1%, and certificates of deposits increased \$255.8 million, or 10.3%. We have focused on obtaining deposit products by offering attractive pricing and promotions and by deepening our existing customer relationships.

The following table sets forth the deposit balances as of the periods indicated:

	At December 31,					
	2024		2023		2022	
	Amount	Percent of Total Deposits	Amount	Percent of Total Deposits	Amount	Percent of Total Deposits
	(Dollars in thousands)					
Non-interest-bearing demand	\$ 1,438,030	17.8 %	\$ 1,437,361	18.3 %	\$ 1,806,152	22.6 %
Interest-bearing demand	2,021,312	25.0	1,966,463	25.1	2,592,884	32.4
Money market accounts	1,241,691	15.3	1,255,528	16.0	718,524	9.0
Savings and club deposits	652,501	8.1	700,348	8.9	913,738	11.4
Certificates of deposit	2,742,615	33.8	2,486,856	31.7	1,969,861	24.6
Total deposits	<u>\$ 8,096,149</u>	<u>100.0 %</u>	<u>\$ 7,846,556</u>	<u>100.00 %</u>	<u>\$ 8,001,159</u>	<u>100.0 %</u>

We are required to pledge securities or other financial instruments to secure municipal deposits. At December 31, 2024 and 2023, we had pledged securities totaling \$500.9 million and \$240.8 million, respectively, and had FHLB irrevocable standby letters of credits totaling \$350.6 million and \$575.6 million at December 31, 2024 and 2023, respectively, collateralizing public funds on deposit.

The following table sets forth the deposit activity for the periods indicated:

	Years Ended December 31,		
	2024	2023	2022
	(In thousands)		
Beginning balance	\$ 7,846,556	\$ 8,001,159	\$ 7,570,216
Increase (decrease) before interest credited	47,210	(279,765)	403,065
Interest credited	202,383	125,162	27,878
Net increase (decrease) in deposits	249,593	(154,603)	430,943
Ending balance	<u>\$ 8,096,149</u>	<u>\$ 7,846,556</u>	<u>\$ 8,001,159</u>

At December 31, 2024, the aggregate amount of uninsured deposits (deposits in amounts greater than or equal to \$250,000, which is the maximum amount for federal deposit insurance) was \$3.1 billion. This amount included municipal deposits of \$924.5 million, which are collateralized, and intercompany deposits of \$16.5 million.

The maturities of uninsured amounts included in time deposits at December 31, 2024 are as follows:

	Balance
	(In thousands)
Maturity Period:	
Three months or less	\$ 189,606
Over three through six months	199,585
Over six through twelve months	236,314
Over twelve months	51,746
Total	<u>\$ 677,251</u>

The following table sets forth all of our certificates of deposit classified by interest rate as of the dates indicated:

	At December 31,		
	2024	2023	2022
	(In thousands)		
Less than 0.50%	\$ 25,394	\$ 81,654	\$ 594,280
0.50% to 0.99%	37,194	135,402	402,691
1.00% to 1.49%	27,758	74,502	129,892
1.50% to 1.99%	20,162	71,178	136,444
2.00% to 2.49%	10,513	69,973	205,575
2.50% to 2.99%	75,459	143,095	113,226
3.00% to 3.49%	82,033	62,272	224,223
3.50% to 3.99%	356,192	318,582	108,342
4.00% to 4.49%	1,096,800	431,891	25,188
4.50% to 4.99%	732,306	572,736	30,000
5.00% and greater	278,804	525,571	—
Total	<u>\$ 2,742,615</u>	<u>\$ 2,486,856</u>	<u>\$ 1,969,861</u>

The following table sets forth the amount and maturities of our certificates of deposit by interest rate at December 31, 2024:

	Period to Maturity						Percentage of Certificate Accounts
	One Year or Less	More Than One Year to Two Years	More Than Two Years to Three Years	More Than Three Years to Four Years	More Than Four Years	Total	
	(Dollars in thousands)						
Less than 0.50%	\$ 19,753	\$ 4,939	\$ 702	\$ —	\$ —	\$ 25,394	0.8 %
0.50% to 0.99%	15,962	16,453	3,571	1,013	195	37,194	1.4
1.00% to 1.49%	22,435	1,221	3,654	219	229	27,758	1.0
1.50% to 1.99%	11,412	5,225	2,932	579	14	20,162	0.7
2.00% to 2.49%	8,935	1,262	—	126	190	10,513	0.4
2.50% to 2.99%	53,178	4,967	9,948	1,539	5,827	75,459	2.8
3.00% to 3.49%	55,575	18,791	1,102	4,717	1,848	82,033	3.0
3.50% to 3.99%	173,784	182,408	—	—	—	356,192	13.0
4.00% to 4.49%	1,071,737	25,063	—	—	—	1,096,800	40.0
4.50% to 4.99%	713,512	18,794	—	—	—	732,306	26.7
5.00% and greater	275,966	2,838	—	—	—	278,804	10.2
Total	<u>\$ 2,422,249</u>	<u>\$ 281,961</u>	<u>\$ 21,909</u>	<u>\$ 8,193</u>	<u>\$ 8,303</u>	<u>\$ 2,742,615</u>	<u>100.0 %</u>

The following tables set forth the average balances and weighted average rates of our deposit products at the dates indicated:

For the Years Ended December 31,						
2024			2023			
Average Balance	Percent	Weighted Average Rate	Average Balance	Percent	Weighted Average Rate	
(Dollars in thousands)						
Non-interest-bearing demand	\$ 1,420,104	17.98 %	— %	\$ 1,539,354	20.00 %	— %
Interest-bearing demand	1,986,215	25.15	2.79	2,183,333	28.37	1.73
Money market accounts	1,235,495	15.65	2.67	951,174	12.36	2.55
Savings and club deposits	667,836	8.46	0.77	793,303	10.31	0.28
Certificates of deposit	2,587,360	32.76	4.21	2,229,042	28.96	2.73
Total	<u>\$ 7,897,010</u>	<u>100.00 %</u>	2.56 %	<u>\$ 7,696,206</u>	<u>100.00 %</u>	1.63 %

For the Year Ended December 31,			
2022			
Average Balance	Percent	Weighted Average Rate	
(Dollars in thousands)			
Non-interest-bearing demand	\$ 1,742,607	22.11 %	— %
Interest-bearing demand	2,685,675	34.07	0.42
Money market accounts	695,849	8.83	0.37
Savings and club deposits	922,916	11.71	0.05
Certificates of deposit	1,834,876	23.28	0.74
Total	<u>\$ 7,881,923</u>	<u>100.00 %</u>	0.35 %

Borrowings

We have the ability to utilize advances and overnight lines of credit from the FHLB to supplement our liquidity. As a member bank, we are required to own capital stock in the FHLB and are authorized to apply for advances on the security of such stock and certain mortgage loans and other assets, provided certain standards related to creditworthiness have been met. Advances are made under several different programs, each having its own interest rate and range of maturities. We can also utilize securities sold under agreements to repurchase to provide funding. We maintain access to the Federal Reserve Bank's, discount window and federal funds lines with correspondent banks for additional contingency funding. To secure our borrowings, we generally pledge securities and/or loans. The types of securities pledged for borrowings include, but are not limited to, government-sponsored enterprises ("GSE") including notes and government agency mortgage-backed securities and CMOs. The types of loans pledged for borrowings include, but are not limited to, one-to-four family real estate loans home equity loans and multifamily and commercial real estate loans.

The following table sets forth the outstanding borrowings and weighted averages at the dates or for the periods indicated:

	Years Ended December 31,		
	2024	2023	2022
	(Dollars in thousands)		
Maximum amount outstanding at any month-end during the year:			
Lines of credit	\$ 26,500	\$ 168,800	\$ 174,000
FHLB advances	1,676,705	1,659,706	1,090,159
Notes payable	—	29,934	36,368
Junior subordinated debentures	7,036	6,962	6,994
Average outstanding balance during the year:			
Lines of credit	\$ 339	\$ 18,036	\$ 75,197
FHLB advances	1,454,335	1,297,365	471,961
Notes payable	—	22,780	30,084
Junior subordinated debentures	7,023	7,054	6,984
Other borrowings	55	—	55
Weighted average interest rate during the year:			
Lines of credit	5.31 %	9.26 %	2.58 %
FHLB advances	4.84	4.68	2.44
Notes payable	—	4.03	3.97
Junior subordinated debentures	9.11	8.85	5.30
Other borrowings	5.45	—	3.64
Balance outstanding at end of the year:			
Lines of credit	\$ —	\$ —	\$ —
FHLB advances	1,073,564	1,521,733	1,090,159
Notes payable	—	—	29,894
Junior subordinated debentures	7,036	6,962	6,994
Weighted average interest rate at end of year:			
Lines of credit	— %	— %	— %
FHLB advances	4.42	4.92	4.37
Notes payable	—	—	3.35
Junior subordinated debentures	7.56	8.59	7.69

Comparison of Financial Condition at December 31, 2023 and 2022

For a comparison of the Company's financial condition at December 31, 2023 and 2022, please see the section captioned "Comparison of Financial Condition at December 31, 2023 and 2022" in Item 7 of the Company's Annual Report on Form 10-K for the year ended December 31, 2023.

Results of Operations for the Year Ended December 31, 2024

Financial Highlights

A net loss of \$11.7 million was recorded for the year ended December 31, 2024, a decrease of \$47.7 million, compared to net income of \$36.1 million for the year ended December 31, 2023. The decrease was primarily attributable to a decrease in net interest income of \$27.9 million, or 13.5%, an increase in provision for credit losses of \$9.7 million, or 201.9%, and a decrease in non-interest income of \$25.5 million, or 93.1%, partially offset by a decrease in non-interest expense of \$1.1 million, or 0.6%, and a decrease in income tax expense of \$14.2 million, or 142.7%. In 2024, the decrease in net interest income was primarily attributable to an \$84.3 million increase in interest expense on deposits and borrowings, partially offset by a \$56.4 million increase in interest income. The increase in interest income was primarily due to an increase in the average balance of total interest-earning assets coupled with an increase in average yields due to market interest rate increases in 2023. The increase in interest expense on deposits and borrowings was driven by these same rate increases coupled with intense competition for deposits in the market and the repricing of existing deposits into higher cost products along with higher balances. The increase in interest expense on borrowings was also impacted by the increase in interest rates for new borrowings along with an increase in the average balance of borrowings.

The provision for credit losses of \$14.5 million recorded for the year ended December 31, 2024 as compared to \$4.8 million recorded for the year ended December 31, 2023, was primarily due to net charge-offs totaling \$9.6 million and an increase in loan performance qualitative factors.

The decrease in non-interest income of \$25.5 million was primarily attributable to an increase in loss on securities transactions of \$25.0 million, and a decrease in bank-owned life insurance income of \$2.8 million, attributable to death benefits in 2023, partially offset by a \$1.9 million increase in the fair value of Federal Home Loan Mortgage Corporation and Federal National Mortgage Association preferred stock included in equity securities.

The decrease of \$1.1 million in non-interest expense was primarily attributable to a decrease in compensation and employee benefits expense of \$11.4 million, partially offset by an increase in professional fees of \$4.3 million, an increase in merger-related expenses of \$1.1 million and an increase in loss on extinguishment of debt of \$3.1 million, resulting primarily from the repositioning transaction, and an increase in other non-interest expense of \$2.0 million. The decrease in compensation and employee benefits expense was the result of lower incentive compensation and a workforce reduction related to cost cutting strategies implemented during 2023 and 2024. The increase in professional fees was primarily related to an increase in legal, regulatory and compliance-related costs while the increase in other non-interest expense related to swap transactions.

Income tax benefit of \$4.3 million was recorded for the year ended December 31, 2024, a decrease of \$14.2 million, as compared to an expense of \$10.0 million for the year ended December 31, 2023, mainly due to a decrease in pre-tax income. The Company's effective tax rate was 26.8% and 21.6% for the years ended December 31, 2024 and 2023, respectively.

Summary Income Statements

The following table sets forth the income summary for the periods indicated:

	Years Ended December 31,			
			Change 2024/2023	
	2024	2023	\$	%
	(Dollars in thousands)			
Net interest income	\$ 177,982	\$ 205,876	\$ (27,894)	(13.5)%
Provision for credit losses	14,451	4,787	9,664	201.9
Non-interest income	1,894	27,379	(25,485)	(93.1)
Non-interest expense	181,335	182,417	(1,082)	(0.6)
Income tax expense	(4,257)	9,965	(14,222)	(142.7)
Net income	<u>\$ (11,653)</u>	<u>\$ 36,086</u>	<u>\$ (47,739)</u>	<u>(132.3)%</u>
Return on average assets	(0.11)%	0.35 %		
Return on average equity	(1.11)%	3.29 %		

Net Interest Income

For the year ended December 31, 2024, net interest income decreased \$27.9 million, or 13.5%, to \$178.0 million from \$205.9 million for the year ended December 31, 2023. For the year ended December 31, 2024, total interest income increased \$56.4 million, or 14.3%, to \$451.4 million, from \$395.0 million for the year ended December 31, 2023. The increase in total interest income was primarily attributable to an increase in the average balances of total interest earning assets coupled with an increase in average yields. The yield on the loan portfolio for the year ended December 31, 2024 increased 46 basis points compared to the year ended December 31, 2023, while the yield on the securities portfolio for the year ended December 31, 2024 increased 40 basis points compared to the year ended December 31, 2023. The average yield on other interest-earning assets for the year ended December 31, 2024 increased 73 basis points compared to the year ended December 31, 2023. Increases in average yields on these portfolios for the year ended December 31, 2024 were influenced by market rates increasing 100 basis points throughout the 2023 period and remaining at elevated levels until reductions occurred during the last four months of 2024.

The average cost of our interest-bearing liabilities increased 92 basis points to 3.44% for the year ended December 31, 2024, from 2.52% for the year ended December 31, 2023, primarily as a result of an increase in the average cost of interest-bearing deposits and borrowings and increase in the average balances of interest-bearing deposits and borrowings. For the year ended December 31, 2024, the average cost of interest-bearing deposits increased 109 basis points. For the year ended December 31, 2024, total interest expense increased \$84.3 million, or 44.6%, to \$273.4 million from \$189.1 million for the year ended December 31, 2023. During 2024, the average cost of borrowings increased 11 basis points, and there was an increase in the average balance of borrowings. The higher interest rate environment coupled with the higher cost of repricing deposits caused the overall increase in interest expense.

A provision for credit losses of \$14.5 million was recorded for the year ended December 31, 2024 as compared to \$4.8 million for the year ended December 31, 2023. The increase in provision for credit losses during the 2024 year was primarily attributable to net charge-offs recorded and an increase in loan performance qualitative factors. Net charge-offs totaled \$9.6 million for the year ended December 31, 2024, as compared to \$2.5 million for the year ended December 31, 2023. Charge-offs are recorded on loans where management determines that the collection of loan principal and interest is unlikely. The provision for credit losses was determined by management to be an amount necessary to maintain a balance of allowance for credit losses at a level that uses relevant and reliable information from internal and external sources, related past events, current conditions, and a reasonable and supportable forecast. Changes in the provision were based on management's analysis of various factors within the qualitative and quantitative components of the allowance for credit losses calculation. At December 31, 2024, the allowance for credit losses totaled \$60.0 million, or 0.76% of total gross loans outstanding, compared to \$55.1 million, or 0.70% of total gross loans outstanding, as of December 31, 2023. An analysis of the changes in the allowance for credit losses is presented under "Risk Management-Analysis and Determination of the Allowance for Credit Losses" below.

Non-Interest Income

The following table sets forth a summary of non-interest income for the periods indicated:

	Years Ended December 31,	
	2024	2023
	(In thousands)	
Demand deposit account fees	\$ 6,507	\$ 5,145
Bank-owned life insurance	7,319	10,126
Title insurance fees	2,505	2,400
Loan fees and service charges	4,483	4,510
(Loss) on securities transactions	(35,851)	(10,847)
Change in fair value of equity securities	2,594	695
Gain on sale of loans	906	1,214
Other non-interest income	13,431	14,136
Total	<u>\$ 1,894</u>	<u>\$ 27,379</u>

For the year ended December 31, 2024, non-interest income decreased \$25.5 million, or 93.1%, to \$1.9 million from \$27.4 million for the year ended December 31, 2023. The decrease was primarily attributable to an increase in the loss on securities transactions of \$25.0 million, and a decrease in bank-owned life insurance income of \$2.8 million, attributable to death benefits in 2023, partially offset by a \$1.9 million increase in the fair value of Federal Home Loan Mortgage Corporation and Federal National Mortgage Association preferred stock included in equity securities.

Non-Interest Expense

The following table sets forth an analysis of non-interest expense for the periods indicated:

	Years Ended December 31,	
	2024	2023
	(In thousands)	
Compensation and employee benefits	\$ 109,489	\$ 120,846
Occupancy	23,482	22,927
Federal deposit insurance premiums	7,581	8,639
Advertising	2,510	2,805
Professional fees	14,164	9,824
Data processing and software expenses	15,578	15,039
Merger-related expenses	1,665	606
Loss on extinguishment of debt	3,447	300
Other non-interest expense	3,419	1,431
Total	<u>\$ 181,335</u>	<u>\$ 182,417</u>

For the year ended December 31, 2024, non-interest expense decreased \$1.1 million, or 0.6%, to \$181.3 million from \$182.4 million for the year ended December 31, 2023. The decrease was primarily attributable to a decrease in compensation and employee benefits expense of \$11.4 million, partially offset by an increase in professional fees of \$4.3 million, an increase in merger-related expenses of \$1.1 million and an increase in loss on extinguishment of debt of \$3.1 million, resulting primarily from the repositioning transaction, and an increase in other non-interest expense of \$2.0 million. The decrease in compensation and employee benefits expense was the result of lower incentive compensation and a workforce reduction related to cost cutting strategies implemented during 2023 and 2024. The increase in professional fees was primarily related to an increase in legal, regulatory and compliance-related costs, while the increase in other non-interest expense related to swap transactions. During the quarter ended December 31, 2024, the Company prepaid \$170.0 million of FHLB borrowings as part of the previously discussed balance sheet repositioning transaction which resulted in a \$3.3 million loss on the extinguishment of debt.

Income Tax Expense

Income tax benefit of \$4.3 million was recorded for the year ended December 31, 2024, reflecting an effective tax rate of 26.8%, compared to income tax expense of \$10.0 million for 2023, reflecting an effective tax rate of 21.6%.

As of December 31, 2024, we had a net deferred tax asset totaling \$12.4 million. We regularly evaluate the realizability of deferred tax asset positions. In determining whether a valuation allowance is necessary, we consider the level of taxable income in prior years to the extent that carrybacks are permitted under current tax laws, as well as estimates of future pre-tax and taxable income and tax planning strategies that would, if necessary, be implemented. As of December 31, 2024, it was concluded that no valuation allowance was required on the deferred tax assets related to the Bank's state net operating losses.

Results of Operations for the Year Ended December 31, 2023

Financial Highlights

Net income was \$36.1 million for the year ended December 31, 2023 as compared to \$86.2 million for the year ended December 31, 2022, a decrease of \$50.1 million, or 58.1%. The decrease was attributable to a decrease in net interest income of \$60.9 million, or 22.8%, a decrease in non-interest income of \$3.0 million, or 9.9%, and an increase in non-interest expense of \$7.6 million, or 4.3%, partially offset by a decrease in provision for credit losses of \$698,000 or 12.7%, and a decrease in income tax expense of \$20.7 million, or 67.5%. In 2023, the decrease in net interest income was primarily attributable to a \$146.2 million increase in interest expense on deposits and borrowings, partially offset by a \$85.3 million increase in interest income. The increase in interest income was primarily due to an increase in the average balance of total interest-earning assets coupled with an increase in average yields due to market interest rate increases in 2022 and 2023. The increase in interest expense on deposits and borrowings was driven by these same rate increases coupled with intense competition for deposits in the market and the repricing of existing deposits into higher cost products. The increase in interest expense on borrowings was also impacted by the significant increase in interest rates for new borrowings since interest rates began rising in March 2022, along with an increase in the average balance of borrowings.

The provision for credit losses of \$4.8 million recorded for the year ended December 31, 2023 as compared to \$5.5 million recorded for the year ended December 31, 2022, was primarily attributable to a decrease in loan loss rates, partially offset by an increase in the outstanding balance of loans.

The decrease in non-interest income was primarily attributable to an increase in the loss on securities transactions of \$11.1 million, partially offset by an increase in bank-owned life insurance income of \$2.7 million due to death benefit claims, an increase in the change in fair value of equity securities of \$1.1 million, an increase in the gain on sale of loans of \$1.0 million and an increase in other non-interest income of \$3.8 million, primarily related to swap income.

The increase in non-interest expense was primarily attributable to an increase in compensation and employee benefits expense of \$3.9 million, an increase in federal deposit insurance premiums of \$6.0 million, and a loss on extinguishment of debt of \$300,000, resulting from the prepayment of a term note. These increases were partially offset by a decrease in merger-related expenses of \$2.2 million and a decrease in other non-interest expense of \$4.1 million. The increase in compensation and employee benefits expense for the 2023 period was due to normal annual increases in employee related compensation, increased staff levels due to the May 2022 merger with RSI Bank, and severance expense recorded in June 2023 as a result of a workforce reduction. The federal deposit insurance premium expense increased due to the one-time Federal Deposit Insurance Corporation special assessment recorded in December 2023, and an increase in the assessment rate imposed by the FDIC effective January 1, 2023. The decrease in other non-interest expense was primarily related to non-recurring litigation settlements included in the 2022 period and the decrease in expenses related to swap transactions.

Income tax expense was \$10.0 million for the year ended December 31, 2023, a decrease of \$20.7 million, or 67.5%, as compared to \$30.7 million for the year ended December 31, 2022, was mainly due to a decrease in pre-tax income, and to a lesser extent, a decrease in the Company's effective tax rate. The Company's effective tax rate was 21.6% and 26.3% for the years ended December 31, 2023 and 2022, respectively. The effective tax rate for the 2023 period was primarily impacted by lower net interest income and the loss on the sale of securities, and higher tax-exempt income.

Summary Income Statements

The following table sets forth the income summary for the periods indicated:

	Years Ended December 31,			
			Change 2023/2022	
	2023	2022	\$	%
	(Dollars in thousands)			
Net interest income	\$ 205,876	\$ 266,777	\$ (60,901)	(22.8)%
Provision for (reversal of) credit losses	4,787	5,485	(698)	(12.7)
Non-interest income	27,379	30,400	(3,021)	(9.9)
Non-interest expense	182,417	174,816	7,601	4.3
Income tax expense	9,965	30,703	(20,738)	(67.5)
Net income	\$ 36,086	\$ 86,173	\$ (50,087)	(58.1)%
Return on average assets	0.35 %	0.88 %		
Return on average equity	3.29 %	8.09 %		

Net Interest Income

For the year ended December 31, 2023, net interest income decreased \$60.9 million, or 22.8%, to \$205.9 million from \$266.8 million for the year ended December 31, 2022. For the year ended December 31, 2023, total interest income increased \$85.3 million, or 27.5%, to \$395.0 million, from \$309.7 million for the year ended December 31, 2022. The increase in total interest income was primarily attributable to an increase in the average balances of loans and other interest-earning assets, coupled with increases in yields on all interest-earning assets, due to rising rates, partially offset by a decrease in the average balance of securities. The yield on the loan portfolio for the year ended December 31, 2023 increased 64 basis points compared to the year ended December 31, 2022, while the yield on the securities portfolio for the year ended December 31, 2023 increased 20 basis points compared to the year ended December 31, 2022. The average yield on other interest-earning assets for the year ended December 31, 2023 increased 267 basis points compared to the year ended December 31, 2022. Increases in average yields on these portfolios for the year ended December 31, 2023 were influenced by the rise in interest rates in 2023.

The average cost of our interest-bearing liabilities increased 188 basis points to 2.52% for the year ended December 31, 2023, from 0.64% for the year ended December 31, 2022, primarily as a result of an increase in the average cost of interest-bearing deposits and borrowings and an increase in the average balances of interest-bearing deposits and borrowings. For the year ended December 31, 2023, the average cost of interest-bearing deposits increased 158 basis points. For the year ended December 31, 2023, total interest expense increased \$146.2 million, or 340.9%, to \$189.1 million from \$42.9 million for the year ended December 31, 2022. During 2023, the average cost of borrowings increased 218 basis points, and there was a significant increase in the average balance of borrowings. The higher interest rate environment coupled with the higher cost of repricing deposits caused the overall increase in interest expense.

A provision for credit losses of \$4.8 million was recorded for the year ended December 31, 2023 as compared to \$5.5 million recorded for the year ended December 31, 2022. The decrease in provision for credit losses during the 2023 year was primarily attributable to a decrease in loan loss rates, partially offset by an increase in the outstanding balance of loans. Net charge-offs totaled \$2.5 million for the year ended December 31, 2023, as compared to \$45,000 for the year ended December 31, 2022. We charge-off any collateral or cash flow deficiency on all classified loans once they are 90 days delinquent or earlier where management determines that the collection of loan principal and interest is unlikely. The provision for credit losses was determined by management to be an amount necessary to maintain a balance of allowance for credit losses at a level that uses relevant and reliable information from internal and external sources, related past events, current conditions, and a reasonable and supportable forecast. Changes in the provision were based on management's analysis of various factors within the qualitative and quantitative components of the allowance for credit losses calculation. At December 31, 2023, the allowance for credit losses totaled \$55.1 million, or 0.70% of total gross loans outstanding, compared to \$52.8 million, or 0.69% of total gross loans outstanding, as of December 31, 2022. An analysis of the changes in the allowance for credit losses is presented under "Risk Management-Analysis and Determination of the Allowance for Credit Losses" below.

Non-Interest Income

The following table sets forth a summary of non-interest income for the periods indicated:

	Years Ended December 31,	
	2023	2022
	(In thousands)	
Demand deposit account fees	\$ 5,145	\$ 5,293
Bank-owned life insurance	10,126	7,393
Title insurance fees	2,400	3,423
Loan fees and service charges	4,510	3,924
(Loss) gain on securities transactions	(10,847)	210
Change in fair value of equity securities	695	(401)
Gain on sale of loans	1,214	178
Other non-interest income	14,136	10,380
Total	<u>\$ 27,379</u>	<u>\$ 30,400</u>

For the year ended December 31, 2023, non-interest income decreased \$3.0 million, or 9.9%, to \$27.4 million from \$30.4 million for the year ended December 31, 2022. In 2023, the decrease was primarily attributable to an increase in the loss on securities transactions of \$11.1 million, partially offset by an increase in bank-owned life insurance income of \$2.7 million due to death benefit claims, an increase in the change in fair value of equity securities of \$1.1 million, an increase in the gain on sale of loans of \$1.0 million and an increase in other non-interest income of \$3.8 million, primarily related to swap income.

Non-Interest Expense

The following table sets forth an analysis of non-interest expense for the periods indicated:

	Years Ended December 31,	
	2023	2022
	(In thousands)	
Compensation and employee benefits	\$ 120,846	\$ 116,926
Occupancy	22,927	22,589
Federal deposit insurance premiums	8,639	2,591
Advertising	2,805	2,865
Professional fees	9,824	8,158
Data processing and software expenses	15,039	13,362
Merger-related expenses	606	2,810
Loss on extinguishment of debt	300	—
Other non-interest expense	1,431	5,515
Total	<u>\$ 182,417</u>	<u>\$ 174,816</u>

For the year ended December 31, 2023, non-interest expense increased \$7.6 million, or 4.3%, to \$182.4 million from \$174.8 million for the year ended December 31, 2022. The increase was primarily attributable to an increase in compensation and employee benefits expense of \$3.9 million, an increase in federal deposit insurance premiums of \$6.0 million, and a loss on extinguishment of debt of \$300,000, resulting from the prepayment of a term note. These increases were partially offset by a decrease in merger-related expenses of \$2.2 million and a decrease in other non-interest expense of \$4.1 million. The increase in compensation and employee benefits expense for the 2023 period was due to normal annual increases in employee related compensation, increased staff levels due to the May 2022 merger with RSI Bank, and severance expense recorded in June 2023 as a result of a workforce reduction. The federal deposit insurance premium expense increased due to the one-time Federal Deposit Insurance Corporation special assessment recorded in December 2023, and an increase in the assessment rate imposed by the FDIC effective January 1, 2023. The decrease in other non-interest expense was primarily related to non-recurring litigation settlements included in the 2022 period and the decrease in expenses related to swap transactions.

Income Tax Expense

We recorded income tax expense of \$10.0 million for the year ended December 31, 2023, reflecting an effective tax rate of 21.6%, compared to income tax expense of \$30.7 million for 2022, reflecting an effective tax rate of 26.3%.

As of December 31, 2023, we had a net deferred tax asset totaling \$25.5 million. We regularly evaluate the realizability of deferred tax asset positions. In determining whether a valuation allowance is necessary, we consider the level of taxable income in prior years to the extent that carrybacks are permitted under current tax laws, as well as estimates of future pre-tax and taxable income and tax planning strategies that would, if necessary, be implemented. We have provided a valuation allowance of \$26,000 as of December 31, 2023 on the deferred tax assets related to the Bank's state net operating losses.

Results of Operations for the Fiscal Year Ended December 31, 2022

For a comparison of the Company's results of operations for the year ended December 31, 2022, please see the section captioned "*Results of Operations for the Fiscal Year Ended December 31, 2022*" in Item 7 of the Company's Annual Report on Form 10-K for the year ended December 31, 2023.

Average Balances and Yields

The following tables present information regarding average balances of assets and liabilities, as well as the total dollar amounts of interest income and dividends from average interest-earning assets, and interest expense on average interest-bearing liabilities, and the resulting annualized average yields and costs. The yields and costs for the periods indicated are derived by dividing income or expense by the average daily balances of assets or liabilities, respectively, for the periods presented. Loan (fees) costs, including prepayment fees, are included in interest income on loans and are not material. Non-accrual loans and PCD loans are included in the average balances and are not material. Yields are not presented on a tax-equivalent basis. Any adjustments necessary to present yields on a tax-equivalent basis are insignificant.

Years Ended December 31,						
	2024			2023		
	Average Balance	Interest	Yield / Cost	Average Balance	Interest	Yield / Cost
(Dollars in thousands)						
Interest earning assets:						
Loans (1)	\$ 7,801,939	\$ 382,266	4.90 %	\$ 7,748,096	\$ 343,770	4.44 %
Securities (2)	1,622,519	46,377	2.86 %	1,540,726	37,828	2.46 %
Other interest-earning assets	363,370	22,783	6.27 %	241,520	13,380	5.54 %
Total interest-earning assets	9,787,828	\$ 451,426	4.61 %	9,530,342	\$ 394,978	4.14 %
Non-interest-earning assets	865,684			840,215		
Total assets	<u>\$ 10,653,512</u>			<u>\$ 10,370,557</u>		
Interest-bearing liabilities:						
Interest-bearing demand	\$ 1,986,215	\$ 55,360	2.79 %	\$ 2,183,333	\$ 37,774	1.73 %
Money market accounts	1,235,495	32,977	2.67 %	951,174	24,296	2.55 %
Savings and club deposits	667,836	5,130	0.77 %	793,303	2,231	0.28 %
Certificates of deposit	2,587,360	108,916	4.21 %	2,229,042	60,861	2.73 %
Total interest-bearing deposits	6,476,906	202,383	3.12 %	6,156,852	125,162	2.03 %
FHLB advances	1,454,674	70,418	4.84 %	1,315,401	62,398	4.74 %
Notes payable	—	—	— %	22,780	918	4.03 %
Junior subordinated debentures	7,023	640	9.11 %	7,054	624	8.85 %
Other borrowings	55	3	5.45 %	—	—	— %
Total borrowings	1,461,752	71,061	4.86 %	1,345,235	63,940	4.75 %
Total interest-bearing liabilities	7,938,658	\$ 273,444	3.44 %	7,502,087	\$ 189,102	2.52 %
Non-interest-bearing liabilities:						
Non-interest-bearing deposits	1,420,104			1,539,354		
Other non-interest-bearing liabilities	242,290			231,018		
Total liabilities	9,601,052			9,272,459		
Total stockholders' equity	1,052,460			1,098,098		
Total liabilities and stockholders' equity	<u>\$ 10,653,512</u>			<u>\$ 10,370,557</u>		
Net interest income		\$ 177,982			\$ 205,876	
Interest rate spread (3)			1.17 %			1.62 %
Net interest-earning assets (4)	\$ 1,849,170			\$ 2,028,255		
Net interest margin (5)			1.82 %			2.16 %
Ratio of interest-earning assets to interest-bearing liabilities	123.29 %			127.04 %		

(1) Includes loans held-for-sale, non-accrual and PCD loan balances.

(2) Includes debt securities available for sale, debt securities held to maturity and equity securities.

(3) Interest rate spread represents the difference between the yield on average interest-earning assets and the cost of average interest-bearing liabilities.

(4) Net interest-earning assets represent total interest-earning assets less total interest-bearing liabilities.

(5) Net interest margin represents net interest income divided by average total interest-earning assets.

	Year Ended December 31,		
	2022		
	Average Balance	Interest	Yield / Cost
	(Dollars in thousands)		
Interest earning assets:			
Loans (1)	\$ 6,939,419	\$ 263,559	3.80 %
Securities (2)	1,943,459	43,915	2.26 %
Other interest-earning assets	76,500	2,196	2.87 %
Total interest-earning assets	8,959,378	\$ 309,670	3.46 %
Non-interest-earning assets	782,444		
Total assets	<u>\$ 9,741,822</u>		
Interest-bearing liabilities:			
Interest-bearing demand	\$ 2,685,675	\$ 11,307	0.42 %
Money market accounts	695,849	2,593	0.37 %
Savings and club deposits	922,916	466	0.05 %
Certificates of deposit	1,834,876	13,512	0.74 %
Total interest-bearing deposits	6,139,316	27,878	0.45 %
FHLB advances	547,158	13,449	2.46 %
Notes payable	30,084	1,194	3.97 %
Junior subordinated debentures	6,984	370	5.30 %
Other borrowings	55	2	3.64 %
Total borrowings	584,281	15,015	2.57 %
Total interest-bearing liabilities	6,723,597	\$ 42,893	0.64 %
Non-interest-bearing liabilities:			
Non-interest-bearing deposits	1,742,607		
Other non-interest-bearing liabilities	210,280		
Total liabilities	8,676,484		
Total stockholders' equity	1,065,338		
Total liabilities and stockholders' equity	<u>\$ 9,741,822</u>		
Net interest income		\$ 266,777	
Interest rate spread (3)			2.82 %
Net interest-earning assets (4)	\$ 2,235,781		
Net interest margin (5)			2.98 %
Ratio of interest-earning assets to interest-bearing liabilities	133.25 %		

(1) Includes loans held-for-sale, non-accrual and PCD loan balances.

(2) Includes debt securities available for sale, debt securities held to maturity and equity securities.

(3) Interest rate spread represents the difference between the yield on average interest-earning assets and the cost of average interest-bearing liabilities.

(4) Net interest-earning assets represent total interest-earning assets less total interest-bearing liabilities.

(5) Net interest margin represents net interest income divided by average total interest-earning assets.

Rate/Volume Analysis

The following table sets forth the effects of changing rates and volumes on our net interest income. The rate column shows the effects attributable to changes in rate (changes in rate multiplied by prior volume). The volume column shows the effects attributable to changes in volume (changes in volume multiplied by prior rate). The total column represents the sum of the prior columns.

	Year Ended 12/31/2024 Compared to Year Ended 12/31/2023			Year Ended 12/31/2023 Compared to Year Ended 12/31/2022		
	Increase (Decrease) Due to			Increase (Decrease) Due to		
	Volume	Rate	Total	Volume	Rate	Total
(In thousands)						
Interest income:						
Loans	\$ 2,389	\$ 36,107	\$ 38,496	\$ 30,714	\$ 49,497	\$ 80,211
Securities	2,008	6,541	8,549	(9,100)	3,013	(6,087)
Other interest-earning assets	6,750	2,653	9,403	4,737	6,447	11,184
Total interest-earning assets	\$ 11,147	\$ 45,301	\$ 56,448	\$ 26,351	\$ 58,957	\$ 85,308
Interest expense:						
Interest-bearing demand	\$ (3,410)	\$ 20,996	\$ 17,586	\$ (2,115)	\$ 28,582	\$ 26,467
Money market accounts	7,262	1,419	8,681	951	20,752	21,703
Savings and club deposits	(353)	3,252	2,899	(65)	1,830	1,765
Certificates of deposit	9,783	38,272	48,055	2,903	44,446	47,349
Total interest-bearing deposits	13,282	63,939	77,221	1,674	95,610	97,284
FHLB advances	6,607	1,413	8,020	18,920	30,029	48,949
Notes payable	(918)	—	(918)	(290)	14	(276)
Junior subordinated debentures	(3)	19	16	(27)	281	254
Other borrowings	—	3	3	(2)	—	(2)
Total interest-bearing liabilities	\$ 18,968	\$ 65,374	\$ 84,342	\$ 20,275	\$ 125,934	\$ 146,209
Net change in net interest income	\$ (7,821)	\$ (20,073)	\$ (27,894)	\$ 6,076	\$ (66,977)	\$ (60,901)

Risk Management

Overview. Managing risk is an essential part of successfully managing a financial institution. Our most prominent risk exposures are credit risk, interest rate risk, liquidity risk, and market risk. Credit risk is the risk of not collecting the interest and/or the principal balance of a loan or investment when it is due. Interest rate risk is the potential reduction of interest income as a result of changes in interest rates. Liquidity risk is the possible inability to fund obligations to depositors, lenders or borrowers. Market risk arises from fluctuations in interest rates that may result in changes in the values of financial instruments, such as available for sale securities that are accounted for at fair value. Other risks that we face are operational risk, liquidity risk and reputation risk. Operational risk includes risks related to fraud, regulatory compliance, processing errors, cyber attacks, and disaster recovery. Liquidity risk is the possible inability to fund obligations to depositors, lenders or borrowers. Reputation risk is the risk that negative publicity or press, whether true or not, could cause a decline in our customer base or revenue.

We maintain a Risk Management Division comprised of our Risk Management, Compliance, Credit Risk Review, Collateral Risk, and Security Departments. Our Risk Management Division is led by our Senior Executive Vice President and Chief Risk Officer, who reports quarterly to Columbia Bank's Risk Committee, which is comprised of the full board of directors. The current structure of our Risk Management Division is designed to monitor and address, among other things, financial, credit, collateral, consumer compliance, operational, Bank Secrecy Act, fraud, cyber security, vendor and insurable risks. The Risk Management Division utilizes a number of enterprise risk assessment tools, including stress testing, credit concentration reviews, peer analyses, industry considerations and individual risk assessments, to identify and report potential risks that we face in connection with our business operations.

Credit Risk Management. The objective of our credit risk management strategy is to quantify and manage credit risk and to limit the risk of loss resulting from an individual customer default. Our credit risk management strategy focuses on conservatism, diversification within the loan portfolio and monitoring. Our lending practices include conservative exposure limits and underwriting, documentation and collection standards. Our credit risk management strategy also emphasizes diversification on an industry and customer level as well as regular credit examinations and monthly management reviews of large credit exposures and loans experiencing deterioration in credit quality. Our credit risk review function provides objective assessments of the quality of

underwriting and documentation, the accuracy of risk ratings and the charge-off, non-accrual and impact on the reserve analysis process. Our credit review process and overall assessment of credit defaults and charge-offs on our allowance for credit losses is analyzed quarterly or as necessary. We use these assessments to identify potential problem loans within the portfolio, maintain an adequate reserve and take any necessary charge-offs when deemed appropriate.

When a borrower fails to make a required payment, we take a number of steps to have the borrower cure the delinquency and restore the loan to current status. Generally, our collection department follows the guidelines for servicing loans as prescribed by applicable law or the appropriate investor. Collection activities include, but are not limited to, phone calls to borrowers and collection letters, which include a late charge notice based on the contractual requirements of the specific loan. Additional calls and notices are mailed in compliance with state and federal regulations including, but not limited to, the Fair Debt Collection Practices Act. After the 90th day of delinquency for a residential mortgage or consumer loan, or on a different date as allowable by law or contract, the collection department will forward the account to counsel and begin the collection litigation which typically includes foreclosure proceedings, or we may periodically sell a delinquent loan to a third-party. If a foreclosure action is instituted and the loan is not in at least the early stages of a workout by the scheduled sale date, the real property securing the loan generally is sold at a sheriff sale. If we determine that there is a possibility of a settlement, pay-off or reinstatement, the sheriff sale may be postponed.

We charge off loans where management determines that the collection of loan principal and interest is unlikely. In addition to the individual review of larger commercial loans that exhibit probable or observed credit weaknesses, the commercial credit review process includes the use of an enhanced risk rating system. Historical portfolio performance metrics, current economic conditions and delinquency monitoring are factors used to assess the credit risk in our homogeneous commercial, residential and consumer loan portfolios.

Analysis of Non-Performing, Modification of Loans and Classified Assets. We consider repossessed assets and loans to be non-performing assets if they are 90 days or more in arrears of their contractual due date, or if the following criteria are met: i) the current debt-service coverage ratio is equal to or is in excess of 1.0x; ii) the guarantor does not demonstrate the capacity to support the annual debt service requirement; and iii) the loan-to-value percentage is greater than 90%. Non-accruing residential and consumer loans are returned to accrual status after there has been a sustained period of repayment performance (generally six months of payments) and both principal and interest are deemed collectible. Non-accruing commercial loans are returned to accrual status after there has been a sustained period of repayment performance and both principal and interest are deemed collectible.

Real estate that we acquire through foreclosure or by deed in lieu of foreclosure is classified as real estate owned until it is sold. When an asset is acquired, the excess of the loan balance over fair value less estimated costs to sell is charged to the allowance for credit losses. Operating results from real estate owned, including rental income, operating expenses, and gains and losses realized from the sales of real estate owned are recorded as incurred.

Modifications made to borrowers experiencing financial difficulty may include principal or interest forgiveness, forbearance, interest rate reductions, term extensions, or a combination of these events intended to minimize economic loss and to avoid foreclosure or repossession of collateral.

Modified loans that were accruing prior to their modification where income was reasonably assured subsequent to the modification, maintain their accrual status. Modified loans for which collectability was not reasonably assured, are placed on non-accrual status, interest accruals cease, and uncollected accrued interest is reversed and charged against current income. Non-accruing modified loans may be returned to accrual status when there is a sustained period of repayment performance (generally six consecutive months of payments), and both principal and interest are deemed collectible.

On January 1, 2023, the Company adopted ASU 2022-02, *Financial Instruments-Credit Losses (Topic 326), Troubled Debt Restructurings and Vintage Disclosures*, which eliminated the accounting guidance for troubled debt restructurings ("TDRs") while enhancing disclosure requirements for certain loan refinancing and restructurings by creditors when a borrower is experiencing financial difficulty. See note 7 to our consolidated financial statements for further information on modification of loans.

The following table sets forth information with respect to our non-performing assets at the dates indicated, excluding PCD loans. We did not have any accruing loans past due 90 days or more at any of the dates indicated.

	At December 31,		
	2024	2023	2022
	(Dollars in thousands)		
Non-accrual loans:			
Real estate loans:			
One-to-four family	\$ 8,750	\$ 3,139	\$ 2,730
Commercial real estate	2,920	2,740	2,892
Total real estate loans	11,670	5,879	5,622
Commercial business loans	9,785	6,518	801
Consumer loans:			
Home equity loans and advances	246	221	286
Other consumer loans	—	—	12
Total consumer loans	246	221	298
Total non-accrual loans (1)	21,701	12,618	6,721
Total non-performing loans	21,701	12,618	6,721
Real estate owned	1,334	—	—
Total non-performing assets	\$ 23,035	\$ 12,618	\$ 6,721
Total non-performing loans to total loans	0.28 %	0.16 %	0.09 %
Total non-performing assets total assets	0.22 %	0.12 %	0.06 %

(1) Includes \$3.1 million and \$237,000 of loan modifications on non-accrual status as of December 31, 2024 and 2023, respectively, and \$23,000 of TDRs on non-accrual status as of December 31, 2022.

Non-performing assets increased \$10.4 million to \$23.0 million, or 0.22% of total assets, at December 31, 2024 from \$12.6 million, or 0.12% of total assets, at December 31, 2023. The \$10.4 million increase in non-performing assets was primarily attributable to an increase in non-performing commercial business loans of \$3.3 million and an increase in nonperforming one-to-four family real estate loans of \$5.6 million. The increase in non-performing commercial business loans primarily consists of two loans totaling \$6.4 million at December 31, 2024, partially offset by the charge-off of a \$3.7 million loan to a technology company during 2024. The increase in non-performing one-to-four family real estate loans was due to an increase in the number of loans from 17 non-performing loans at December 31, 2023 to 32 loans at December 31, 2024. Charge-offs are taken on loans where management determines that the collection of loan principal and interest is unlikely. We consider the population of loans in our impairment analysis to include all loan segments and not accruing interest, loans modified in a troubled debt restructuring if applicable, and other loans if there is specific information of a collateral shortfall. We continue to rigorously review our loan portfolio to ensure that the collateral values remain sufficient to support the outstanding balances.

Non-performing assets increased \$5.9 million to \$12.6 million, or 0.12% of total assets, at December 31, 2023 from \$6.7 million, or 0.06% of total assets, at December 31, 2022. The \$5.9 million increase in non-performing loans was primarily attributable to an increase in non-performing commercial business loans of \$5.7 million and an increase in nonperforming one-to-four family real estate loans of \$410,000. The increase in non-performing commercial business loans was due to an increase in the number of loans from three non-performing loans at December 31, 2022 to ten loans at December 31, 2023, including a \$3.7 million loan to a technology company. The increase in non-performing one-to-four family real estate loans was due to an increase in the number of loans from 12 non-performing loans at December 31, 2022 to 17 loans at December 31, 2023. Non-performing assets as a percentage of total assets totaled 0.12% at December 31, 2023 as compared to 0.06% at December 31, 2022.

Federal regulations require us to review and classify our assets on a regular basis. In addition, our banking regulators have the authority to identify problem assets and, if appropriate, require them to be classified. Our credit review process includes a risk classification of all commercial and residential loans that includes four levels of pass, special mention, substandard, doubtful and loss. A loan is classified as pass when payments are current and it is performing under the original contractual terms. A loan is classified as special mention when the borrower exhibits potential credit weakness or a downward trend which, if not checked or corrected, will weaken the asset or inadequately protect our position. While potentially weak, the borrower is currently marginally acceptable; no loss of principal or interest is envisioned. A loan is classified as substandard when the borrower has a well-defined weakness or weaknesses that jeopardize the orderly liquidation of the debt. A substandard loan is inadequately protected by the current net worth and paying capacity of the obligor, normal repayment from this borrower is in jeopardy, and there is a distinct possibility that a partial

loss of interest and/or principal will occur if the deficiencies are not corrected. A loan is classified as doubtful when a borrower has all weaknesses inherent in a substandard loan with the added provision that: (1) the weaknesses make collection of debt in full on the basis of currently existing facts, conditions and values highly questionable and improbable; (2) serious problems exist to the point where a partial loss of principal is likely; and (3) the possibility of loss is extremely high, but because of certain important, reasonably specific pending factors that may work to the advantage and strengthening of the assets, its classification as an estimated loss is deferred until its more exact status may be determined. Pending factors include proposed merger, acquisition, or liquidation procedures, capital injection, perfecting liens and additional refinancing plans. A loan is classified as loss when all or a portion of the loan is considered uncollectible and of such little value that its continuance on our books without establishment of a specific valuation allowance or charge off is not warranted. This classification does not necessarily mean that the loan has no recovery or salvage value. Rather, it indicates that there is significant doubt about whether, how much or when recovery will occur.

A loan is considered delinquent when payment has not been received within 30 days of its contractual due date, or when the Company does not expect to receive all principal and interest payments owed substantially in accordance with the terms of the loan agreement, regardless of the past due status. Generally, a loan is designated as a non-accrual loan when the payment is 90 days or more in arrears of its contractual due date, or if the following criteria are met: i) the current debt-service coverage ratio is equal to or is in excess of 1.0x; ii) the guarantor does not demonstrate the capacity to support the annual debt service requirement; and iii) the loan-to-value percentage is greater than 90%. Non-accruing residential and consumer loans are returned to accrual status after there has been a sustained period of repayment performance (generally six months of payments) and both principal and interest are deemed collectible. Non-accruing commercial loans are returned to accrual status after there has been a sustained period of repayment performance and both principal and interest are deemed collectible. The following tables summarize the aging of loans receivable by portfolio segment at the dates indicated:

	At December 31,								
	2024			2023			2022		
	30-59 Days	60-89 Days	90 Days or More	30-59 Days	60-89 Days	90 Days or More	30-59 Days	60-89 Days	90 Days or More
(In thousands)									
Real estate loans:									
One-to-four family	\$ 11,685	\$ 6,250	\$ 3,729	\$ 11,079	\$ 4,254	\$ 1,558	\$ 4,063	\$ 1,149	\$ 1,808
Multifamily	13,626	—	—	—	—	—	—	—	—
Commercial real estate	4,394	632	—	1,711	2,472	2,740	—	853	2,892
Construction	6,205	—	—	—	—	—	5,218	—	—
Commercial business loans	3,713	2,643	2,365	1,727	4,917	6,518	220	—	474
Consumer loans:									
Home equity loans and advances	1,026	372	126	779	14	170	465	33	286
Other consumer loans	—	3	—	1	—	—	3	1	12
Total	<u>\$ 40,649</u>	<u>\$ 9,900</u>	<u>\$ 6,220</u>	<u>\$ 15,297</u>	<u>\$ 11,657</u>	<u>\$ 10,986</u>	<u>\$ 9,969</u>	<u>\$ 2,036</u>	<u>\$ 5,472</u>

The following tables present criticized and classified assets by credit quality risk indicator at the dates indicated:

	At December 31,		
	2024	2023	2022
	(In thousands)		
Classified loans:			
Substandard	\$ 166,148	\$ 47,604	\$ 27,656
Doubtful	—	—	—
Total classified loans	<u>166,148</u>	<u>47,604</u>	<u>27,656</u>
Special mention	40,386	36,778	57,327
Total criticized loans	<u>\$ 206,534</u>	<u>\$ 84,382</u>	<u>\$ 84,983</u>

All impaired loans classified as substandard and doubtful are written down to the fair value of their underlying collateral, less estimated costs to sell or liquidate, if the loan is collateral dependent.

Analysis and Determination of the Allowance for Credit Losses

The allowance for credit losses on loans is a valuation account that reflects management's evaluation of estimated losses in the current loan portfolio. We evaluate the need to establish allowances against losses on loans on a quarterly basis. When additional allowances are necessary, a provision for credit losses is charged to earnings. The ACL is maintained at a level management considers adequate to provide for estimated losses and impairment based upon an evaluation of known and inherent risk in the loan portfolio. The ACL consists of two elements: (1) identification of loans that must be individually analyzed for impairment and (2) establishment of an ACL for loans collectively analyzed.

Individually Analyzed Loans. Management regularly monitors the condition of borrowers and assesses both internal and external factors in determining whether any relationships have deteriorated, considering factors such as historical loss experience, trends in delinquency and non-performing loans, changes in risk composition and underwriting standards, and regional and national economic conditions and trends.

Our loan officers and loan servicing staff identify and manage potential problem loans within our commercial loan portfolio. Non-performing assets within the commercial loan portfolio are transferred to the Special Assets Department for workout or litigation. The Special Assets Department reports directly to the Chief Executive Officer. Changes in management, financial or operating performance, company behavior, industry factors and external events and circumstances are evaluated on an ongoing basis to determine whether potential impairment is evident and additional analysis is needed. For our commercial loan portfolio, risk ratings are assigned to each individual loan to differentiate risk within the portfolio and are reviewed on an ongoing basis by credit management and the Credit Risk Review Department and revised, if needed, to reflect the borrower's current risk profiles and the related collateral positions.

The risk ratings consider factors such as financial condition, debt capacity and coverage ratios, market presence and quality of management. When a credit's risk rating is downgraded to a certain level, the relationship must be reviewed and detailed reports completed that document risk management strategies for the credit going forward, and the appropriate accounting actions to take in accordance with generally accepted accounting principles in the United States. When credits are downgraded beyond a certain level, our Special Assets and Loan Servicing Departments become responsible for managing the credit risk.

The Asset Classification Committee reviews risk rating actions (specifically downgrades or upgrades between pass and the criticized and classified categories) recommended by Lending, Loan Servicing, Commercial Credit, Credit Risk Review and/or Special Assets Departments on a quarterly basis. Our Commercial Credit, Credit Risk Review, Lending, and Loan Servicing Departments monitor our commercial, residential and consumer loan portfolios for credit risk and deterioration considering factors such as delinquency, loan to value ratios and credit scores.

When problem loans are identified that are secured with collateral, management examines the loan files to evaluate the nature and type of collateral supporting the loans. Management documents the collateral type, date of the most recent valuation, and whether any liens exist, to determine the value to compare against the committed loan amount. If a loan is identified as impaired and is collateral dependent, an updated appraisal is obtained to provide a baseline in determining the property's fair value. A collateral dependent impaired loan is written down to its appraised value and a specific allowance is established to cover potential selling costs. If the collateral value is subject to significant volatility (due to location of asset, obsolescence, etc.) an appraisal is obtained more frequently. In-house revaluations are typically performed on a quarterly basis and updated appraisals are obtained annually, if determined necessary.

When we determine that the value of an impaired loan is less than its carrying amount, we recognize impairment through a charge-off to the allowance for credit losses. We perform these assessments on an ongoing basis. Charge-offs against the ACL are taken on loans where management determines that the collection of loan principal and interest is unlikely.

Collectively Analyzed Loans. Additionally, we reserve for certain inherent, but undetected, losses that are probable within the loan portfolio. This is due to several factors, such as, but not limited to, inherent delays in obtaining information regarding a customer's financial condition or changes in their unique business conditions and the interpretation of economic trends. While this analysis is conducted at least quarterly, we have the ability to revise the allowance factors whenever necessary to address improving or deteriorating credit quality trends or specific risks associated with a given loan pool classification.

A comprehensive analysis of the allowance for credit losses on loans is performed on a quarterly basis. The entire allowance for credit losses on loans is available to absorb losses in the loan portfolio irrespective of the amount of each separate element of the ACL. Our principal focus, therefore, is on the adequacy of the total allowance for credit losses.

Although we believe we have established and maintained the ACL on loans at appropriate levels, changes in reserves may be necessary if actual economic and other conditions differ substantially from the forecast used in estimating the ACL. See note 2 to our consolidated financial statements for a detailed discussion of our accounting policies and methodologies for establishing the ACL.

The allowance for credit losses is subject to review by our banking regulators. On an annual basis our primary bank regulator conducts an examination of the allowance for credit losses and makes an assessment regarding its adequacy and the methodology employed in its determination.

At December 31,										
2024				2023			2022			
Amount	% of Allowance to Total Allowance	% of Allowance to Loans in Category		Amount	% of Allowance to Total Allowance	% of Allowance to Loans in Category	Amount	% of Allowance to Total Allowance	% of Allowance to Loans in Category	
(Dollars in thousands)										
Real estate loans:										
One-to-four family	\$ 13,173	22.0 %	0.5 %	\$ 13,017	23.6 %	0.5 %	\$ 11,802	22.3 %	0.4 %	
Multifamily	9,542	15.9	0.7	8,742	15.9	0.6	7,877	14.9	0.6	
Commercial real estate	15,969	26.6	0.7	15,757	28.6	0.7	18,111	34.3	0.7	
Construction	6,703	11.2	1.4	7,758	14.1	1.8	6,425	12.2	1.9	
Commercial business	13,112	21.9	2.1	7,923	14.4	1.5	6,897	13.1	1.4	
Consumer loans:										
Home equity loans and advances	1,452	2.4	0.6	1,892	3.4	0.7	1,681	3.2	0.6	
Other consumer loans	7	—	0.2	7	—	0.2	10	—	0.3	
Total allowance for credit losses	\$ 59,958	100.0 %	0.8 %	\$ 55,096	100.0 %	0.7 %	\$ 52,803	100.0 %	0.7 %	

Total Loans. During the year ended December 31, 2024, the balance of the allowance for credit losses increased by \$4.9 million to \$60.0 million, or 0.76% of total gross loans at December 31, 2024, from \$55.1 million, or 0.70% of total gross loans at December 31, 2023. The increase in the total loan coverage ratio for the year ended December 31, 2024 was primarily attributable to net charge-offs of \$9.6 million and an increase in loan performance qualitative factors.

One-to-Four Family Loan Portfolio. The portion of the allowance for credit losses related to the one-to-four family real estate loan portfolio totaled \$13.2 million, or 0.5%, of one-to-four family loans at December 31, 2024, as compared to \$13.0 million, or 0.5%, of one-to-four family real estate loans at December 31, 2023. Our one-to-four family non-accrual loans increased \$5.6 million, or 178.8%, to \$8.8 million at December 31, 2024 from \$3.1 million at December 31, 2023. Net charge-offs were \$9,000 for the year ended December 31, 2024 compared to \$568,000 for the year ended December 31, 2023. We believe the one-to-four family real estate loan reserve ratio was appropriate given the continued low levels of charge-offs.

Multifamily Loan Portfolio. The portion of the allowance for credit losses related to the multifamily real estate loan portfolio totaled \$9.5 million, or 0.7%, of multifamily loans at December 31, 2024, as compared to \$8.7 million, or 0.6%, of multifamily loans at December 31, 2023. There were no multifamily non-accrual loans at December 31, 2024 and 2023. There were no charge-offs or recoveries for the years ended December 31, 2024 and 2023. We believe the multifamily loan reserve ratio was appropriate as there were no non-accrual loans or charge-offs.

Commercial Real Estate Loan Portfolio. The portion of the allowance for credit losses related to the commercial real estate loan portfolio totaled \$16.0 million, or 0.7%, of commercial real estate loans at December 31, 2024, as compared to \$15.8 million, or 0.7%, of commercial real estate loans at December 31, 2023. Commercial real estate non-accrual loans increased to \$2.9 million at December 31, 2024, from \$2.7 million at December 31, 2023. Net charge-offs were \$84,000 for the year ended December 31, 2024 and \$129,000 for the year ended December 31, 2023. We believe the commercial real estate loan reserve ratio was appropriate given the continued low balance of non-accrual loans along with low levels of charge-offs.

Construction Loan Portfolio. The portion of the allowance for credit losses related to the construction loan portfolio totaled \$6.7 million, or 1.4%, of construction loans at December 31, 2024, as compared to \$7.8 million, or 1.8%, of construction loans at December 31, 2023. At both December 31, 2024 and 2023, we had no non-accrual construction loans. There were no charge-offs and recoveries were \$4,000 for the year ended December 31, 2024 and there were no charge-offs for the year ended December 31, 2023.

We believe the construction loan reserve ratio was appropriate as there were no non-accrual loans and no charge-offs, considering the inherent credit risk associated with this portfolio.

Commercial Business Loan Portfolio. The portion of the allowance for credit losses related to the commercial business loan portfolio totaled \$13.1 million, or 2.1%, of commercial business loans at December 31, 2024, as compared to \$7.9 million, or 1.5%, of commercial business loans at December 31, 2023. Commercial business non-accrual loans increased to \$9.8 million at December 31, 2024, from \$6.5 million at December 31, 2023. Net charge-offs were \$9.3 million for the year ended December 31, 2024 compared to net recoveries of \$1.7 million for the year ended December 31, 2023. We continue to take charge-offs where management determines that the collection of loan principal and interest is unlikely or for any collateral deficiency for non-performing loans. We believe the commercial business loan reserve ratio was appropriate given the inherent credit risk of commercial business loans.

Home Equity Loans and Advances. The portion of the allowance for credit losses related to the home equity loan portfolio totaled \$1.5 million, or 0.6%, of home equity loans at December 31, 2024, as compared to \$1.9 million, or 0.7%, of home equity loans at December 31, 2023. Home equity non-accrual loans increased to \$246,000 at December 31, 2024, from \$221,000 at December 31, 2023. Net recoveries were \$19,000 for the year ending December 31, 2024 and \$51,000 for the year ending December 31, 2023. We believe the home equity loan reserve was appropriate based upon the insignificant amount of delinquencies, non-accrual loans and charge-offs.

The following table sets forth an analysis of the activity in the allowance for credit losses for the periods indicated:

	At or For the Years Ended December 31,		
	2024	2023	2022
	(Dollars in thousands)		
Allowance at beginning of period	\$ 55,096	\$ 52,803	\$ 62,689
Effect of the adopting ASU No. 2016-13 ("CECL")	—	—	(16,443)
Initial allowance related to PCD loans	—	—	633
Provision for credit losses	14,451	4,787	5,969
Charge-offs:			
Real estate loans:			
One-to-four family	(2)	(585)	(382)
Commercial real estate	(120)	(150)	—
Total real estate loans	(122)	(735)	(382)
Commercial business loans	(9,814)	(2,618)	(190)
Consumer loans:			
Home equity loans and advances	—	(26)	(33)
Other consumer loans	(262)	(115)	(33)
Total consumer loans	(262)	(141)	(66)
Total charge-offs	(10,198)	(3,494)	(638)
Recoveries:			
Real estate loans:			
One-to-four family	11	17	338
Commercial real estate	36	21	—
Construction	4	—	—
Total real estate loans	51	38	338
Commercial business loans	536	879	208
Consumer loans:			
Home equity loans and advances	19	77	45
Other consumer loans	3	6	2
Total consumer loans	22	83	47
Total recoveries	609	1,000	593
Net charge-offs	(9,589)	(2,494)	(45)
Allowance at end of period:	\$ 59,958	\$ 55,096	\$ 52,803
Total gross loans outstanding	\$ 7,869,447	\$ 7,824,665	\$ 7,624,534
Average gross loans outstanding	\$ 7,801,939	\$ 7,748,096	\$ 6,939,419
ACL to total non-performing loans	276.29 %	436.65 %	785.64 %
ACL to total gross loans at end of period	0.76 %	0.70 %	0.69 %
Net charge-offs to average outstanding loans	0.12 %	0.03 %	— %

The following table sets forth the ratio of net charge-offs (recoveries) to average loans outstanding by segment for the periods indicated:

	For the Years Ended December 31,		
	2024	2023	2022
Real estate loans:			
One-to-four family	— %	0.02 %	— %
Commercial real estate	—	0.01	—
Commercial business loans	1.66	0.34	—
Consumer loans:			
Home equity loans and advances	(0.01)	(0.02)	—
Other consumer	9.11	4.07	1.45
Total loans	0.12 %	0.03 %	— %

Interest Rate Risk Management

Interest rate risk is defined as the exposure of a Company's current and future earnings and capital arising from movements in market interest rates. Depending on a bank's asset/liability structure, adverse movements in interest rates could be either rising or falling interest rates. For example, a bank with predominantly long-term fixed-rate assets and short-term liabilities could have an adverse earnings exposure to a rising rate environment. Conversely, a short-term or variable-rate asset base funded by longer-term liabilities could be negatively affected by falling rates. This is referred to as re-pricing or maturity mismatch risk.

Interest rate risk also arises from changes in the slope of the yield curve (yield curve risk), from imperfect correlations in the adjustment of rates earned and paid on different instruments with otherwise similar re-pricing characteristics (basis risk), and from interest rate related options embedded in our assets and liabilities (option risk).

Our objective is to manage our interest rate risk by determining whether a given movement in interest rates affects our net interest income and the market value of our portfolio equity in a positive or negative way and to execute strategies to maintain interest rate risk within established limits. The results at December 31, 2024 indicate a level of risk within the parameters of our model. Our management believes that the December 31, 2024 results indicate a profile that reflects an acceptable level of interest rate risk exposures in both rising and declining rate environments for both net interest income and economic value.

Model Simulation Analysis. We view interest rate risk from two different perspectives. The traditional accounting perspective, which defines and measures interest rate risk as the change in net interest income and earnings caused by a change in interest rates, provides the best view of short-term interest rate risk exposure. We also view interest rate risk from an economic perspective, which defines and measures interest rate risk as the change in the market value of portfolio equity caused by changes in the values of assets and liabilities, which fluctuate due to changes in interest rates. The market value of portfolio equity, also referred to as the economic value of equity, is defined as the present value of future cash flows from existing assets, minus the present value of future cash flows from existing liabilities.

These two perspectives give rise to income simulation and economic value simulation, each of which presents a unique picture of our risk of any movement in interest rates. Income simulation identifies the timing and magnitude of changes in income resulting from changes in prevailing interest rates over a short-term time horizon (usually one or two years). Economic value simulation reflects the interest rate sensitivity of assets and liabilities in a more comprehensive fashion, reflecting all future time periods. It can identify the quantity of interest rate risk as a function of the changes in the economic values of assets and liabilities, and the corresponding change in the economic value of equity of Columbia Bank. Both types of simulation assist in identifying, measuring, monitoring and managing interest rate risk and are employed by management to ensure that variations in interest rate risk exposure will be maintained within policy guidelines.

We produce these simulation reports and review them regularly with our management, Asset/Liability Committee and Board Risk Committee. The simulation reports compare baseline (no interest rate change) to the results of an interest rate shock, to illustrate the specific impact of the interest rate scenario tested on income and equity. The model, which incorporates all asset and liability rate information, simulates the effect of various interest rate movements on income and equity value. The reports identify and measure our interest rate risk exposure present in our current asset/liability structure. Management considers both a static (current position) and dynamic (forecast changes in volume) analysis as well as non-parallel and gradual changes in interest rates and the yield curve in assessing interest rate exposures.

If the results produce quantifiable interest rate risk exposure beyond our limits, then the testing will have served as a monitoring mechanism to allow us to initiate asset/liability strategies designed to reduce and therefore mitigate interest rate risk.

Certain shortcomings are inherent in the methodologies used in the interest rate risk measurements. Modeling changes in net interest income requires the use of certain assumptions regarding prepayment and deposit repricing, which may or may not reflect the manner in which actual yields and costs respond to changes in market interest rates. While management believes such assumptions are reasonable, there can be no assurance that assumed prepayment rates and repricing rates will approximate actual future asset prepayment and liability repricing activity.

The table below sets forth an approximation of our interest rate exposure. Net interest income assumes that the composition of interest sensitive assets and liabilities existing at the beginning of a period remains constant over the period being measured and also assumes that a particular change in interest rates is reflected uniformly across the yield curve regardless of the duration to maturity or repricing of specific assets and liabilities. Accordingly, although the net interest income table provides an indication of our interest rate risk exposure at a particular point in time, such measurement is not intended to and does not provide a precise forecast of the effect of changes in market interest rates on our net interest income and will differ from actual.

The table below sets forth, as of December 31, 2024, the net portfolio value, the estimated changes in the net portfolio value, and the net interest income that would result from the designated instantaneous parallel changes in market interest rates. This data is for Columbia Bank and its subsidiaries only and does not include any assets of the Company.

Change in Interest Rates (Basis Points)	Twelve Months Net Interest Income			Net Portfolio Value ("NPV")		
	Amount	Dollar Change	Percent of Change	Estimated NPV	Present Value Ratio	Percent Change
				(Dollars in thousands)		
+400	\$ 225,292	\$ 6,488	2.97 %	\$ 793,383	8.97 %	(33.76)%
+300	224,245	5,441	2.49	898,640	9.91	(24.97)
+200	222,926	4,122	1.88	1,003,387	10.78	(16.22)
+100	221,112	2,308	1.05	1,103,512	11.55	(7.86)
Base	218,804	—	—	1,197,695	12.22	—
-100	216,141	(2,663)	(1.22)	1,281,894	12.73	7.03
-200	214,007	(4,797)	(2.19)	1,347,230	13.04	12.49
-300	211,401	(7,403)	(3.38)	1,391,163	13.12	16.15
-400	200,260	(18,544)	(8.48)	1,353,653	12.43	13.02

As of December 31, 2024, based on the scenarios above, net interest income would increase by approximately 1.88% if rates were to rise 200 basis points, and would decrease by 2.19% if rates were to decrease 200 basis points over a one-year time horizon.

Another measure of interest rate sensitivity is to model changes in the net portfolio value through the use of immediate and sustained interest rate shocks. As of December 31, 2024, based on the scenarios above, in the event of an immediate and sustained 200 basis point increase in interest rates, the NPV is projected to decrease 16.22%. If rates were to decrease 200 basis points, the model forecasts a 12.49% increase in the NPV.

Overall, our December 31, 2024 results indicate that we are adequately positioned with an acceptable net interest income and economic value at risk in all scenarios and that all interest rate risk results continue to be within our policy guidelines.

Liquidity Management

Liquidity risk is the risk of being unable to meet future financial obligations as they come due at a reasonable funding cost. We mitigate this risk by attempting to structure our balance sheet prudently and by maintaining diverse borrowing resources to fund potential cash needs. For example, we structure our balance sheet so that we fund less liquid assets, such as loans, with stable funding sources, such as retail deposits, long-term debt, wholesale borrowings, and capital. We assess liquidity needs arising from asset growth, maturing obligations, and deposit withdrawals, taking into account operations in both the normal course of business and times of unusual events. In addition, we consider our off-balance sheet arrangements and commitments that may impact liquidity in certain business environments.

Our Asset/Liability Committee measures liquidity risks, sets policies to manage these risks, and reviews adherence to those policies at its quarterly meetings. For example, we manage the use of short-term unsecured borrowings as well as total wholesale funding through policies established and reviewed by our Asset/Liability Committee. In addition, the Risk Committee of our Board of Directors reviews liquidity limits and reviews current and forecasted liquidity positions at each of its regularly scheduled meetings.

We have contingency funding plans that assess liquidity needs that may arise from certain stress events such as rapid asset growth or financial market disruptions. Our contingency plans also provide for continuous monitoring of net borrowed funds and dependence and available sources of contingent liquidity. These sources of contingent liquidity include cash and cash equivalents, capacity to borrow at the Federal Reserve discount window and through the FHLB system, fed funds purchased from other banks and the ability to sell, pledge or borrow against unencumbered securities in our securities portfolio. As of December 31, 2024, the potential liquidity from these sources is an amount we believe currently exceeds any contingent liquidity need.

Uses of Funds. Our primary uses of funds include the extension of loans and credit, the purchase of securities, working capital, and debt and capital management. In addition, contingent uses of funds may arise from events such as financial market disruptions.

We regularly adjust our investments in liquid assets based upon our assessment of: (1) expected loan demand, (2) expected deposit flows, (3) yields available on interest-earning deposits and securities, (4) repayment of borrowings, and (5) the objectives of our asset/liability management program. Excess liquid assets are generally invested in fed funds.

Sources of Funds. Our most liquid assets are cash and cash equivalents. The levels of these assets are dependent on our operating, investing and financing activities during any given period. At December 31, 2024, total cash and cash equivalents totaled \$289.2 million. Debt securities classified as available for sale, and equity securities, which provide additional sources of liquidity, totaled \$1.0 billion, and \$6.7 million, respectively, at December 31, 2024. At December 31, 2024, we had \$1.1 billion in Federal Home Loan Bank fixed rate advances. In addition, if Columbia Bank requires funds beyond its ability to generate them internally, it can borrow additional funds under an overnight advance program up to its maximum borrowing capacity based on their ability to collateralize such borrowings.

Our primary sources of funds include a large, stable deposit base. Core deposits (consisting of demand, money market and savings and club deposits), primarily generated from our retail branch network, are our largest and most cost-effective source of funding. Core deposits totaled \$5.4 billion at both December 31, 2024 and 2023. We also maintain access to a diversified base of wholesale funding sources. These uncommitted sources include federal funds purchased from other banks, securities sold under agreements to repurchase, and FHLB advances. Aggregate wholesale funding totaled \$1.1 billion at December 31, 2024, compared to \$1.5 billion as of December 31, 2023. In addition, at December 31, 2024, we had the availability to borrow additional funds, subject to our ability to collateralize such borrowings from the FHLB of New York and the Federal Reserve Bank of New York.

A significant use of our liquidity is the funding of loan originations. At December 31, 2024, the Company had \$125.0 million in loan commitments outstanding, which primarily consisted of commitments to fund loans of \$9.8 million, \$30.7 million, \$33.0 million, \$27.0 million, and \$6.9 million, in one-to-four family real estate, commercial real estate, commercial business, construction, and home equity loans and advances, respectively. There was also \$1.2 billion in unused commercial business, construction and consumer lines of credit, and \$28.3 million in letters of credit. Since these commitments may expire without being drawn upon, and may have conditions, the total commitment amounts do not necessarily represent future cash requirements. The amount of collateral obtained, if deemed necessary by the Company upon extension of credit, is based on management's credit evaluation of the borrower. Another significant use of liquidity is the funding of deposit withdrawals. Certificates of deposit due within one year of December 31, 2024 totaled \$2.4 billion, or 88.3% of total certificates of deposit. The large percentage of certificates of deposit that mature within one year reflects customers' hesitancy to invest their funds for long periods. Management believes, however, based on past experience, that a significant portion of our certificates of deposit will be renewed. If these maturing deposits do not remain with us, we will be required to seek other sources of funds, including other certificates of deposit and borrowings. Depending on market conditions, we may be required to pay higher rates on such deposits and borrowings than we currently pay on the certificates of deposit due on or before December 31, 2024. We have the ability to attract and retain deposits by adjusting the interest rates offered.

Our primary investing activities are the origination of loans and the purchase of securities. Our primary financing activities consist of activity in deposit accounts, borrowings and treasury stock. Deposit flows are affected by the overall level of market interest rates, the interest rates and products offered by us, local competitors and other factors. We generally manage the pricing of our deposits to be competitive. Occasionally, we offer promotional rates on certain deposit products to attract deposits.

Columbia Financial is a separate legal entity from Columbia Bank and must provide for its own liquidity in addition to its operating expenses. Columbia Financial's primary source of income is dividends received from Columbia Bank. The amount of dividends Columbia Bank may declare and pay to Columbia Financial is generally restricted under federal regulations to the retained earnings of Columbia Bank. At December 31, 2024, on a stand-alone basis, Columbia Financial had liquid assets of \$6.6 million.

Capital Management. We are subject to various regulatory capital requirements administered by our federal banking regulators, including a risk-based capital measure. The Federal Reserve establishes capital requirements, including well capitalized standards, for our consolidated financial holding company, and the OCC has similar requirements for our Company's subsidiary banks. The risk-based capital guidelines include both a definition of capital and a framework for calculating risk-weighted assets by assigning balance sheet assets and off-balance sheet items to broad risk categories. At December 31, 2024, we exceeded all of our regulatory capital requirements. We are considered "well capitalized" under regulatory guidelines. See "*Item 1: Business - Regulation and Supervision - Federal Banking Regulations - Capital Requirements*" and note 13 in the notes to the consolidated financial statements included in this report.

Off-Balance Sheet Arrangements. In the normal course of operations, we engage in a variety of financial transactions that, in accordance with generally accepted accounting principles, are not recorded in the consolidated financial statements. These transactions involve, to varying degrees, elements of credit, interest rate and liquidity risk. Such transactions are used primarily to manage customers' requests for funding and take the form of loan commitments and lines of credit. For information about our loan commitments, see note 16 in the notes to the consolidated financial statements included in this report.

For the years ended December 31, 2024 and 2023, we did not engage in any off-balance sheet transactions reasonably likely to have a material effect on our financial condition, results of operations or cash flows.

Derivative Financial Instruments. Columbia Bank executes interest rate swaps with third parties in order to hedge the interest expense of short-term FHLB advances. Those interest rate swaps are simultaneous with entering into the short-term borrowings with the FHLB. These derivatives are designated as cash flow hedges and are not speculative. As these interest rate swaps meet the hedge accounting requirements, the effective portion of changes in the fair value are recognized in accumulated other comprehensive income. As of December 31, 2024, Columbia Bank had 31 interest rate swaps with notional amounts of \$378.7 million hedging certain FHLB advances.

Columbia Bank presently offers interest rate swaps to commercial banking customers to manage their risk of exposure and risk management strategies. Those interest rate swaps are simultaneously hedged by offsetting interest rate swaps that Columbia Bank executes with a third-party, such that Columbia Bank would minimize its net risk exposure resulting from such transactions. These derivatives are not designated as hedges and are not speculative. Rather, these derivatives result from a service Columbia Bank offers to certain customers. As the interest rate swaps would not meet the hedge accounting requirements, changes in the fair value of both the customer swaps and the offsetting third-party swap contracts are recognized directly in earnings. At December 31, 2024, we had interest rate swaps in place with 84 commercial banking customers executed by offsetting interest rate swaps with third parties, with aggregated notional amounts of \$298.8 million.

Columbia Bank offers currency forward contracts to certain commercial banking customers to facilitate international trade. Those forward contracts are simultaneously hedged by offsetting forward contracts that Columbia Bank would execute with a third-party, such that Columbia Bank would minimize its net risk exposure resulting from such transactions. These derivatives are not designated as hedges and are not speculative. Rather, these derivatives result from a service Columbia Bank offers to certain commercial customers. As the currency forward contract does not meet the hedge accounting requirements, changes in the fair value of both the customer forward contract and the offsetting forward contract is recognized directly in earnings. At December 31, 2024, Columbia Bank had no currency forward contracts in place with commercial banking customers.

The Company also uses interest rate swaps to manage its exposure to changes in fair value of certain of its fixed-rate pools of assets attributable to changes in the designated benchmark interest rate, of SOFR. At December 31, 2024, the Company had ten interest rate fair value swaps with notional amounts totaling \$850.0 million.

Recent Accounting Pronouncements

For a discussion of the impact of recent accounting pronouncements, see note 2 in the notes to the consolidated financial statements included in this report.

Effect of Inflation and Changing Prices

The consolidated financial statements and related consolidated financial data presented in this report have been prepared in accordance with accounting principles generally accepted in the United States of America, which require the measurement of financial position and operating results in terms of historical dollars without considering changes in the relative purchasing power of money over time due to inflation. The primary impact of inflation on our operations is reflected in increased operating costs. Unlike most industrial companies, virtually all the assets and liabilities of a financial institution are monetary in nature. As a result, interest rates generally have a more significant impact on a financial institution's performance than do general levels of inflation. Interest rates do not necessarily move in the same direction or to the same extent as the prices of goods and services because such prices are affected by inflation to a larger extent than interest rates.

Item 7A. Quantitative and Qualitative Disclosures About Market Risk

The information required by this item is incorporated herein by reference to the section captioned “*Item 7: Management’s Discussion and Analysis of Financial Condition and Results of Operations.*”

Item 8. Financial Statements and Supplementary Data

The information required by this item is included beginning on page 74 of this report.

The following are included in this item:

- (A) Report of Independent Registered Public Accounting Firm (PCAOB ID: 185)
- (B) Report of Independent Registered Public Accounting Firm on Internal Control Over Financial Reporting
- (C) Consolidated Financial Statements:
 - (1) Consolidated Statements of Financial Condition as of December 31, 2024 and 2023
 - (2) Consolidated Statements of Income for the years ended December 31, 2024, 2023 and 2022
 - (3) Consolidated Statements of Comprehensive Income (Loss) for the years ended December 31, 2024, 2023 and 2022
 - (4) Consolidated Statements of Changes in Stockholders' Equity for the years ended December 31, 2024, 2023 and 2022
 - (5) Consolidated Statements of Cash Flows for the years ended December 31, 2024, 2023 and 2022
 - (6) Notes to the Consolidated Financial Statements
- (D) Columbia Financial, Inc. Condensed Financial Statements
 - (1) Statements of Financial Condition as of December 31, 2024 and 2023
 - (2) Statements of Income and Comprehensive Income (Loss) for the years ended December 31, 2024, 2023 and 2022
 - (3) Statements of Cash Flows for the years ended December 31, 2024, 2023 and 2022

Item 9. Change in and Disagreements With Accountants on Accounting and Financial Disclosure

None.

Item 9A. Controls and Procedures**Conclusion Regarding the Effectiveness of Disclosure Controls and Procedures**

An evaluation was performed under the supervision and with the participation of the Company’s management, including the Chief Executive Officer and the Chief Financial Officer, of the effectiveness of the design and operation of the Company’s disclosure controls and procedures (as defined in Rule 13a-15(e) promulgated under the Exchange Act of 1934, as amended) as of December 31, 2024. In designing and evaluating the Company’s disclosure controls and procedures, the Company and its management recognize that any controls and procedures, no matter how well-designed and operated, can provide only a reasonable assurance of achieving the desired control objectives, and management necessarily was required to apply its judgment in evaluating and implementing possible controls and procedures. Based on that evaluation, the Company’s management, including the Chief Executive Officer and the Chief Financial Officer, concluded that the Company’s disclosure controls and procedures are effective to ensure that information required to be disclosed by the Company in the reports it files or submits under the Exchange Act is recorded, processed, summarized and reported as of the end of the period covered by this annual report.

Changes in Internal Control over Financial Reporting

There were no changes in the Company’s internal control over financial reporting that occurred during the quarter ended December 31, 2024 that have materially affected, or are reasonably likely to materially affect, the Company’s internal control over financial reporting.

Management’s Report on Internal Control Over Financial Reporting

The management of the Company is responsible for establishing and maintaining adequate internal control over financial reporting. The Company’s internal control system is a process designed to provide reasonable assurance to the Company’s management and board of directors regarding the preparation and fair presentation of published financial statements.

The Company’s internal control over financial reporting includes policies and procedures that pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect transactions and dispositions of assets; provide reasonable assurances that transactions are recorded as necessary to permit preparation of financial statements in accordance with U.S. generally accepted

accounting principles; and provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on its financial statements.

All internal control systems, no matter how well designed, have inherent limitations. Therefore, even those system determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation. Also, projections of any evaluation of effectiveness of future periods are subject to the risk that controls may be inadequate due to changes in conditions, or that the degree of compliance with policies and procedures may deteriorate.

As part of the Company's program to comply with Section 404 of the Sarbanes-Oxley Act of 2002, our management assessed the effectiveness of the Company's internal control over financial reporting as of December 31, 2024 (the "Assessment"). In making this Assessment, management used the control criteria framework of the Committee of Sponsoring Organizations ("COSO") of the Treadway Commission published in its report entitled *Internal Control - Integrated Framework (2013)*. Management's Assessment included an evaluation of the design of the Company's internal control over financial reporting and testing of the operational effectiveness of its internal control over financial reporting. Based on this assessment, the Company's management concluded that the Company's internal control over financial reporting was effective as of December 31, 2024.

Report of Independent Registered Public Accounting Firm

The attestation report by the Company's independent registered public accounting firm, KPMG LLP, on the Company's internal control over financial reporting is included with the audited consolidated financial statements of the Company beginning on page 74 of this report.

Item 9B. Other Information

During the fiscal quarter ended December 31, 2024, none of the Company's directors or officers informed the Company of the adoption or termination of a "Rule 10b5-1 trading arrangement or "non-Rule 10b5-1 trading arrangement," as those terms are defined in Item 408 of Regulation S-K.

Item 9C. Disclosure Regarding Foreign Jurisdictions that Prevent Inspections

Not applicable.

PART III

Item 10. Directors, Executive Officers and Corporate Governance

Board of Directors

For information relating to the directors of the Company, the section captioned "*Proposal 1—Election of Directors*" in the Company's Proxy Statement for the 2025 Annual Meeting of Stockholders is incorporated herein by reference.

Executive Officers

For information relating to officers of the Company, see Part I, Item 1, "*Business—Information About Our Executive Officers*" to this Annual Report on Form 10-K.

Compliance with Section 16(a) of the Securities Exchange Act of 1934

For information regarding compliance with Section 16(a) of the Securities Exchange Act of 1934, section captioned "*Stock Ownership*" in the Company's Proxy Statement for the 2025 Annual Meeting of Stockholders are incorporated herein by reference.

Disclosure of Code of Ethics

For information concerning the Company's Code of Ethics, the information contained under the section captioned "*Corporate Governance—Code of Ethics and Business Conduct*" in the Company's Proxy Statement for the 2025 Annual Meeting of Stockholders is incorporated by reference. A copy of the Code of Ethics and Business Conduct is available to stockholders on the Company's website at www.columbiabankonline.com.

Corporate Governance

For information regarding the Audit Committee and its composition and the audit committee financial expert, the section captioned “*Corporate Governance—Meetings and Committees of the Board of Directors-Audit Committee*” in the Company’s Proxy Statement for the 2025 Annual Meeting of Stockholders is incorporated herein by reference. For information regarding the Company’s insider trading policies and procedures, the section captioned “*Corporate Governance-Insider Trading Policies and Procedures*” in the Company’s Proxy Statement for the 2025 Annual Meeting of Stockholders is incorporated herein by reference.

Item 11. Executive Compensation

For information regarding executive compensation, the sections captioned “*Executive Compensation*,” “*Compensation Discussion & Analysis*” and “*Director Compensation*” in the Company’s Proxy Statement for the 2025 Annual Meeting of Stockholders are incorporated herein by reference.

Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters

Information required by this item is incorporated herein by reference to the section captioned “*Stock Ownership*” in the Company’s Proxy Statement for the 2025 Annual Meeting of Stockholders.

Item 13. Certain Relationships and Related Transactions and Director Independence

Certain Relationships and Related Transactions

For information regarding certain relationships and related transactions, the section captioned “*Other Information—Transactions with Related Persons*” in the Company’s Proxy Statement for the 2025 Annual Meeting of Stockholders is incorporated herein by reference.

Corporate Governance

For information regarding director independence, the section captioned “*Proposal 1—Election of Directors*” in the Company’s Proxy Statement for the 2025 Annual Meeting of Stockholders is incorporated herein by reference.

Item 14. Principal Accounting Fees and Services

For information regarding the principal accountant fees and expenses, the section captioned “*Proposal 2—Ratification of Independent Registered Public Accounting Firm*” in the Company’s Proxy Statement for the 2025 Annual Meeting of Stockholders is incorporated herein by reference.

PART IV

Item 15. Exhibits and Financial Statement Schedules

- (1) The financial statements required in response to this item are incorporated herein by reference from Item 8 of this Annual Report on Form 10-K.
- (2) All financial statement schedules are omitted because they are not required or applicable, or the required information is shown in the consolidated financial statements or the notes thereto.
- (3) Exhibits

<u>No.</u>	<u>Description</u>	<u>Location</u>
3.1	Second Amended and Restated Certificate of Incorporation of Columbia Financial, Inc.	Incorporated herein by reference to Exhibit 3.1 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
3.2	Amended Bylaws of Columbia Financial, Inc.	Incorporated herein by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K (File No. 001-38456), filed on May 23, 2024
4.0	Specimen Stock Certificate of Columbia Financial, Inc.	Incorporated herein by reference to Exhibit 4.0 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
4.1	Description of Columbia Financial, Inc.'s Common Stock Registered Under Section 12 of the Securities Exchange Act of 1934	Incorporated herein by reference to Exhibit 4.0 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
10.1	Employment Agreement between Columbia Financial, Inc., Columbia Bank and Thomas J. Kemly+	Incorporated herein by reference to Exhibit 10.1 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
10.2	Employment Agreement between Columbia Financial, Inc., Columbia Bank and Dennis E. Gibney+	Incorporated herein by reference to Exhibit 10.2 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
10.3	Employment Agreement between Columbia Financial, Inc., Columbia Bank and John Klimowich+	Incorporated herein by reference to Exhibit 10.5 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
10.4	Employment Agreement between Columbia Financial, Inc., Columbia Bank and Allyson Schlesinger+	Incorporated herein by reference to Exhibit 10.8 to the Company's Annual Report on Form 10-K (File No. 001-38456), for the Year Ended December 31, 2018, filed on March 29, 2019
10.5	Employment Agreement between Columbia Financial, Inc., Columbia Bank and Oliver Lewis+	Incorporated herein by reference to Exhibit 10.10 to the Company's Annual Report on Form 10-K (File No. 001-38456), for the Year Ended December 31, 2020, filed on March 1, 2021

10.6	Employment Agreement between Columbia Financial, Inc., Columbia Bank and W. Justin Jennings+	Incorporated herein by reference to Exhibit 10.11 to the Company's Annual Report on Form 10-K (File No. 001-38456), for the Year Ended December 31, 2021, filed on March 1, 2022
10.7	Employment Agreement between Columbia Financial, Inc., Columbia Bank and Jenifer W. Walden+	Incorporated herein by reference to Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q (File No. 001-38456), for the Quarter Ended June 30, 2022 filed on August 9, 2022
10.8	Employment Agreement between Columbia Financial, Inc., Columbia Bank and Matthew Smith+	Filed herewith
10.9	Form of Columbia Bank Supplemental Executive Retirement Plan+	Incorporated herein by reference to Exhibit 10.9 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
10.10	Columbia Bank Stock-Based Deferral Plan+	Incorporated herein by reference to Exhibit 10.10 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
10.11	Columbia Bank Director Deferred Compensation Plan, as amended+	Incorporated herein by reference to Exhibit 10.11 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
10.12	Columbia Bank Retirement Income Maintenance Plan+	Incorporated herein by reference to Exhibit 10.12 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
10.13	Columbia Bank Non-Qualified Savings Income Maintenance Plan, as amended+	Incorporated herein by reference to Exhibit 10.13 to the Company's Registration Statement on Form S-1 (File No. 333-221912), initially filed on December 5, 2017
10.14	Columbia Financial, Inc. 2019 Equity Incentive Plan+	Incorporated by reference to Annex 1 to the Company's Definitive Proxy Materials on Schedule 14A (File No. 001-38456), filed on April 22, 2019
10.15	Amended and Restated Columbia Financial, Inc. Performance Achievement Incentive Plan+	Filed herewith
19.0	Insider Trading Policy	Filed herewith
21.0	Subsidiaries	Filed herewith
23.1	Consent of KPMG LLP	Filed herewith
31.1	Rule 13a-14(a)/15d-14(a) Certification of Chief Executive Officer	Filed herewith

31.2	Rule 13a-14(a)/15d-14(a) Certification of Chief Financial Officer	Filed herewith
32	Section 1350 Certification of Chief Executive Officer and Chief Financial Officer	Filed herewith
97	Columbia Financial, Inc. Incentive-Compensation Recoupment Policy	Incorporated herein by reference to Exhibit 97 to the Company's Annual Report on Form 10-K (File No. 001-38456), for the Year Ended December 31, 2023, filed on February 29, 2024
101.0	The following materials from the Company's Annual Report on Form 10-K for the year ended December 31, 2024, formatted in inline XBRL (Extensible Business Reporting Language): (i) the Consolidated Statements of Financial Condition, (ii) the Consolidated Statements of Income, (iii) the Consolidated Statements of Comprehensive Income (Loss), (iv) the Consolidated Statement of Changes in Stockholders' Equity, (v) the Consolidated Statements of Cash Flows and (vi) the Notes to the Consolidated Financial Statements. Filed herewithin	
101.INS	The instance document does not appear in the interactive data file because its XBRL tags are embedded within the Inline XBRL document	
101.SCH	Inline XBRL Taxonomy Extension Schema Document	
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document	
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document	
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document	
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document	
104	Cover page Interactive Data File (embedded within the Inline XBRL document)	

+ Management contract or compensatory plan, contract or arrangement.

Item 16. Form 10-K Summary

Not applicable.

Report of Independent Registered Public Accounting Firm

To the Stockholders and Board of Directors
Columbia Financial, Inc.:

Opinion on the Consolidated Financial Statements

We have audited the accompanying consolidated statements of financial condition of Columbia Financial, Inc. and subsidiaries (the Company) as of December 31, 2024 and 2023, the related consolidated statements of income (loss), comprehensive income (loss), changes in stockholders' equity, and cash flows for each of the years in the three-year period ended December 31, 2024, and the related notes (collectively, the consolidated financial statements). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and the results of its operations and its cash flows for each of the years in the three-year period ended December 31, 2024, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission, and our report dated March 3, 2025 expressed an unqualified opinion on the effectiveness of the Company's internal control over financial reporting.

Basis for Opinion

These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matter

The critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that was communicated or required to be communicated to the audit committee and that: (1) relates to accounts or disclosures that are material to the consolidated financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of a critical audit matter does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.

Allowance for Credit Losses - Loans evaluated on a Collective Basis

As discussed in Note 2 and Note 7 to the consolidated financial statements, the Company's allowance for credit losses on loans evaluated on a collective basis (the collective ACL) was \$59.9 million out of a total allowance for credit losses on loans of \$60.0 million as of December 31, 2024. The ACL quantitative allowance for each segment is measured using a discounted cash flow methodology incorporating an econometric probability of default ("PD"), and loss given default ("LGD") with distinct, segment-specific multi-variate regression models applied. Expected credit losses are estimated over the life of the loans by measuring the difference between the net present value of modeled cash flows and amortized cost basis. Contractual cash flows over the contractual life of the loans are the basis for modeled cash flows, adjusted for modeled defaults and expected prepayments and discounted at the loan-level effective interest rate. Historical credit loss experience over a defined period for both the Company and its segment-specific peers provide the basis for the estimate of expected credit losses. Such credit losses are converted to PD rate curves through the use of segment-specific LGD risk factors that convert default rates to loss severity based on industry-level, observed relationships between the two variables for each segment, primarily due to the nature of the underlying collateral. The historical PD curves, together with

corresponding economic conditions, establish a quantitative relationship between economic conditions and loan performance through an economic cycle. Using the historical relationship between economic conditions and loan performance, management's expectation of future loan performance is incorporated using an economic forecast of macroeconomic variables. This forecast is applied over a period that management has determined to be reasonable and supportable. The model reverts to long-term average historical loss rates using a straight-line methodology. The Company's current forecast period is six quarters, with a four-quarter reversion period to long-term average historical loss rates. After quantitative considerations, management applies additional qualitative adjustments that consider the expected impact of certain factors not fully captured in the quantitative allowance.

We identified the assessment of the collective ACL as a critical audit matter. A high degree of audit effort, including specialized skills and knowledge, and subjective and complex auditor judgment was involved in the assessment of the collective ACL due to significant measurement uncertainty. Specifically, the assessment encompassed the evaluation of the collective ACL methodology, including the DCF methodology and PD and LGD models used to estimate the expected credit losses and their significant assumptions. Such significant assumptions included (1) expected prepayments, (2) macroeconomic variables, (3) reasonable and supportable forecast period, (4) composition of the peer group, (5) period of historical credit loss experience and (6) the qualitative adjustments, including the significant assumptions used in the measurement of the qualitative adjustments. The assessment also included an evaluation of the conceptual soundness of the DCF methodology and PD and LGD models. In addition, auditor judgment was required to evaluate the sufficiency of audit evidence obtained.

The following are the primary procedures we performed to address this critical audit matter. We evaluated the design and tested the operating effectiveness of certain internal controls related to the measurement of the collective ACL estimate, including controls over the:

- evaluation of the collective ACL methodology
- performance monitoring of the DCF methodology, and PD and LGD models
- identification and determination of the significant assumptions used in the DCF methodology, and PD and LGD models
- development of the qualitative adjustments, including the significant assumptions used in the measurement of the qualitative adjustments and
- analysis of the collective ACL results, trends, and ratios.

We evaluated the Company's process to develop the collective ACL estimates by testing certain sources of data and assumptions that the Company used, and considered the relevance and reliability of such data and assumptions. In addition, we involved credit risk professionals with specialized skills and knowledge, who assisted in:

- evaluating the Company's collective ACL methodology for compliance with U.S. generally accepted accounting principles
- assessing the conceptual soundness of the DCF methodology, and PD and LGD models by inspecting the model documentation to determine whether the models are suitable for their intended use
- evaluating judgments made by the Company relative to the performance monitoring of the DCF methodology, and PD and LGD models by comparing them to relevant Company-specific metrics and trends and the applicable industry and regulatory practices
- evaluating the macroeconomic variables used by comparing them to the Company's business environment and relevant industry practices
- evaluating the length of the period from which historical credit loss experience was used and the reasonable and supportable forecast by comparing to specific portfolio risk characteristics and trends
- evaluating judgments made by management in developing the estimated prepayments assumption by comparing to specific portfolio risk characteristics and trends
- assessing the composition of the peer group by comparing to Company and specific portfolio risk characteristics and
- evaluating the methodology used to develop the qualitative adjustments and the effect of those adjustments on the collective ACL compared with relevant credit risk factors and consistency with credit trends and the identified limitations of the underlying PD and LGD models.

We also evaluated the cumulative results of the procedures performed to assess the sufficiency of the audit evidence obtained related to the December 31, 2024 collective ACL estimates by evaluating the:

- cumulative results of the audit procedures
- qualitative aspects of the Company's accounting practices and
- potential bias in the accounting estimate.

/s/ KPMG LLP

We have not been able to determine the specific year that we began serving as the Company's auditor; however, we are aware that we have served as the Company's auditor since at least 1972.

New York, New York
March 3, 2025

Report of Independent Registered Public Accounting Firm

To the Stockholders and Board of Directors
Columbia Financial, Inc.:

Opinion on Internal Control Over Financial Reporting

We have audited Columbia Financial, Inc. and subsidiaries' (the Company) internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission. In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated statements of financial condition of the Company as of December 31, 2024 and 2023, the related consolidated statements of income (loss), comprehensive income (loss), changes in stockholders' equity, and cash flows for each of the years in the three-year period ended December 31, 2024, and the related notes (collectively, the consolidated financial statements), and our report dated March 3, 2025 expressed an unqualified opinion on those consolidated financial statements.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's Report of Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ KPMG LLP

New York, New York
March 3, 2025

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Consolidated Statements of Financial Condition
(In thousands, except share and per share data)

	December 31,	
	2024	2023
Assets		
Cash and due from banks	\$ 289,113	\$ 423,140
Short-term investments	110	109
Total cash and cash equivalents	289,223	423,249
Debt securities available for sale, at fair value	1,025,946	1,093,557
Debt securities held to maturity, at amortized cost (fair value of \$350,153 and \$357,177 at December 31, 2024 and 2023, respectively)	392,840	401,154
Equity securities, at fair value	6,673	4,079
Federal Home Loan Bank stock	60,387	81,022
Loans receivable	7,916,928	7,874,537
Less: allowance for credit losses	59,958	55,096
Loans receivable, net	7,856,970	7,819,441
Accrued interest receivable	40,383	39,345
Office properties and equipment, net	81,772	83,577
Bank-owned life insurance ("BOLI")	274,908	268,362
Goodwill and intangible assets	121,008	123,350
Other real estate owned	1,334	—
Other assets	324,049	308,432
Total assets	\$ 10,475,493	\$ 10,645,568
Liabilities and Stockholders' Equity		
Liabilities:		
Deposits	\$ 8,096,149	\$ 7,846,556
Borrowings	1,080,600	1,528,695
Advance payments by borrowers for taxes and insurance	45,453	43,509
Accrued expenses and other liabilities	172,915	186,473
Total liabilities	9,395,117	9,605,233
Stockholders' equity:		
Preferred stock, \$0.01 par value. 10,000,000 shares authorized; none issued and outstanding at December 31, 2024 and 2023	—	—
Common stock, \$0.01 par value. 500,000,000 shares authorized; 131,414,591 shares issued and 104,759,185 shares outstanding at December 31, 2024, and 131,155,268 shares issued and 104,918,905 shares outstanding at December 31, 2023	1,314	1,312
Additional paid-in capital	799,482	791,450
Retained earnings	881,951	893,604
Accumulated other comprehensive loss	(110,368)	(158,735)
Treasury stock, at cost; 26,655,406 shares at December 31, 2024 and 26,236,363 shares at December 31, 2023	(460,980)	(454,128)
Common stock held by the Employee Stock Ownership Plan	(30,207)	(32,478)
Stock held by Rabbi Trust	(3,255)	(2,955)
Deferred compensation obligations	2,439	2,265
Total stockholders' equity	1,080,376	1,040,335
Total liabilities and stockholders' equity	\$ 10,475,493	\$ 10,645,568

See notes to consolidated financial statements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Consolidated Statements of Income (Loss)
(In thousands, except share and per share data)

	Years Ended December 31,		
	2024	2023	2022
Interest income:			
Loans receivable	\$ 382,266	\$ 343,770	\$ 263,559
Debt securities available for sale and equity securities	36,411	28,120	34,221
Debt securities held to maturity	9,966	9,708	9,694
Federal funds and interest-earning deposits	15,181	8,188	474
Federal Home Loan Bank stock dividends	7,602	5,192	1,722
Total interest income	451,426	394,978	309,670
Interest expense:			
Deposits	202,383	125,162	27,878
Borrowings	71,061	63,940	15,015
Total interest expense	273,444	189,102	42,893
Net interest income	177,982	205,876	266,777
Provision for credit losses	14,451	4,787	5,485
Net interest income after provision for credit losses	163,531	201,089	261,292
Non-interest income:			
Demand deposit account fees	6,507	5,145	5,293
Bank-owned life insurance	7,319	10,126	7,393
Title insurance fees	2,505	2,400	3,423
Loan fees and service charges	4,483	4,510	3,924
(Loss) gain on securities transactions	(35,851)	(10,847)	210
Change in fair value of equity securities	2,594	695	(401)
Gain on sale of loans	906	1,214	178
Other non-interest income	13,431	14,136	10,380
Total non-interest income	1,894	27,379	30,400
Non-interest expense:			
Compensation and employee benefits	109,489	120,846	116,926
Occupancy	23,482	22,927	22,589
Federal deposit insurance premiums	7,581	8,639	2,591
Advertising	2,510	2,805	2,865
Professional fees	14,164	9,824	8,158
Data processing and software expenses	15,578	15,039	13,362
Merger-related expenses	1,665	606	2,810
Loss on extinguishment of debt	3,447	300	—
Other non-interest expense	3,419	1,431	5,515
Total non-interest expense	181,335	182,417	174,816
(Loss) income before income tax (benefit) expense	(15,910)	46,051	116,876
Income tax (benefit) expense	(4,257)	9,965	30,703
Net (loss) income	\$ (11,653)	\$ 36,086	\$ 86,173
(Loss) earnings per share - basic	\$ (0.11)	\$ 0.35	\$ 0.82
(Loss) earnings per share - diluted	\$ (0.11)	\$ 0.35	\$ 0.81
Weighted average shares outstanding - basic	101,676,758	102,656,388	105,580,823
Weighted average shares outstanding - diluted	101,839,507	102,894,969	106,193,161

See notes to consolidated financial statements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income (Loss)

(In thousands)

	Years Ended December 31,		
	2024	2023	2022
Net (loss) income	\$ (11,653)	\$ 36,086	\$ 86,173
Other comprehensive income (loss), net of tax:			
Unrealized gain (loss) on debt securities available for sale	55,994	29,637	(137,255)
Accretion of unrealized gain (loss) on debt securities reclassified as held to maturity	3	(10)	(22)
Reclassification adjustment for (loss) gain included in net income	(25,871)	(7,794)	151
	<u>30,126</u>	<u>21,833</u>	<u>(137,126)</u>
Derivatives, net of tax:			
Unrealized gain (loss) on swap contracts accounted for as cash flow hedges	1,779	(918)	5,421
	<u>1,779</u>	<u>(918)</u>	<u>5,421</u>
Employee benefit plans, net of tax:			
Amortization of prior service cost included in net income	(71)	(40)	(41)
Reclassification adjustment of actuarial net (loss) included in net income	(963)	(558)	(1,928)
Change in funded status of retirement obligations	17,496	244	297
	<u>16,462</u>	<u>(354)</u>	<u>(1,672)</u>
Total other comprehensive income (loss)	<u>48,367</u>	<u>20,561</u>	<u>(133,377)</u>
Total comprehensive income (loss), net of tax	<u>\$ 36,714</u>	<u>\$ 56,647</u>	<u>\$ (47,204)</u>

See notes to consolidated financial statements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Consolidated Statements of Changes in Stockholders' Equity (In thousands)

	Common Stock	Additional Paid- in-Capital	Retained Earnings	Accumulated Other Comprehensive (Loss)	Treasury Stock	Common Stock Held by the Employee Stock Ownership Plan	Stock Held by Rabbi Trust	Deferred Compensation Obligations	Total Stockholders' Equity
Balance at December 31, 2023	\$ 1,312	\$ 791,450	\$ 893,604	\$ (158,735)	\$ (454,128)	\$ (32,478)	\$ (2,955)	\$ 2,265	\$ 1,040,335
Net income	—	—	(11,653)	—	—	—	—	—	(11,653)
Other comprehensive income	—	—	—	48,367	—	—	—	—	48,367
Issuance of common stock allocated to restricted stock award grants (250,830 shares)	2	(2)	—	—	—	—	—	—	—
Stock based compensation	—	6,497	—	—	—	—	—	—	6,497
Purchase of treasury stock (365,116 shares)	—	—	—	—	(5,894)	—	—	—	(5,894)
Exercise of stock options (86,920 shares)	—	(99)	—	—	—	—	—	—	(99)
Restricted stock forfeitures (5,930 shares)	—	99	—	—	(99)	—	—	—	—
Repurchase shares for taxes (47,997 shares)	—	—	—	—	(817)	—	—	—	(817)
Excise tax on net stock repurchases	—	—	—	—	(42)	—	—	—	(42)
Employee Stock Ownership Plan shares committed to be released	—	1,537	—	—	—	2,271	—	—	3,808
Funding of deferred compensation obligations	—	—	—	—	—	—	(300)	174	(126)
Balance at December 31, 2024	<u>\$ 1,314</u>	<u>\$ 799,482</u>	<u>\$ 881,951</u>	<u>\$ (110,368)</u>	<u>\$ (460,980)</u>	<u>\$ (30,207)</u>	<u>\$ (3,255)</u>	<u>\$ 2,439</u>	<u>\$ 1,080,376</u>

See notes to consolidated financial statements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Consolidated Statements of Changes in Stockholders' Equity (continued)
(In thousands)

	Common Stock	Additional Paid- in-Capital	Retained Earnings	Accumulated Other Comprehensive (Loss)	Treasury Stock	Common Stock Held by the Employee Stock Ownership Plan	Stock Held by Rabbi Trust	Deferred Compensation Obligations	Total Stockholders' Equity
Balance at December 31, 2022	\$ 1,309	\$ 781,165	\$ 857,518	\$ (179,296)	\$ (371,708)	\$ (34,750)	\$ (3,149)	\$ 2,506	\$ 1,053,595
Net income	—	—	36,086	—	—	—	—	—	36,086
Other comprehensive income	—	—	—	20,561	—	—	—	—	20,561
Issuance of common stock allocated to restricted stock award grants (247,646 shares)	3	7	—	—	—	—	—	—	10
Stock based compensation	—	7,979	—	—	—	—	—	—	7,979
Purchase of treasury stock (4,242,693 shares)	—	—	—	—	(80,497)	—	—	—	(80,497)
Exercise of stock options (44,117 shares)	—	(24)	—	—	—	—	—	—	(24)
Restricted stock forfeitures (29,806 shares)	—	500	—	—	(500)	—	—	—	—
Repurchase shares for taxes (33,667 shares)	—	—	—	—	(623)	—	—	—	(623)
Excise tax on net stock repurchases	—	—	—	—	(800)	—	—	—	(800)
Employee Stock Ownership Plan shares committed to be released	—	1,823	—	—	—	2,272	—	—	4,095
Funding of deferred compensation obligations	—	—	—	—	—	—	194	(241)	(47)
Balance at December 31, 2023	<u>\$ 1,312</u>	<u>\$ 791,450</u>	<u>\$ 893,604</u>	<u>\$ (158,735)</u>	<u>\$ (454,128)</u>	<u>\$ (32,478)</u>	<u>\$ (2,955)</u>	<u>\$ 2,265</u>	<u>\$ 1,040,335</u>

See notes to consolidated financial statements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Consolidated Statements of Changes in Stockholders' Equity (continued)
(In thousands)

	Common Stock	Additional Paid- in-Capital	Retained Earnings	Accumulated Other Comprehensive (Loss)	Treasury Stock	Common Stock Held by the Employee Stock Ownership Plan	Stock Held by Rabbi Trust	Deferred Compensation Obligations	Total Stockholders' Equity
Balance at December 31, 2021	\$ 1,246	\$ 667,906	\$ 765,133	\$ (45,919)	\$ (271,647)	\$ (37,026)	\$ (2,425)	\$ 1,813	\$ 1,079,081
Effect of the adopting ASU No. 2016-13 ("CECL")	—	—	6,212	—	—	—	—	—	6,212
Balance at January 1, 2022	1,246	667,906	771,345	(45,919)	(271,647)	(37,026)	(2,425)	1,813	1,085,293
Net income	—	—	86,173	—	—	—	—	—	86,173
Other comprehensive (loss)	—	—	—	(133,377)	—	—	—	—	(133,377)
Issuance of common stock to Columbia Bank, MHC (6,086,314 shares)	61	102,189	—	—	—	—	—	—	102,250
Issuance of common stock allocated to restricted stock award grants (51,746 shares)	2	(2)	—	—	—	—	—	—	—
Stock based compensation	—	7,440	—	—	—	—	—	—	7,440
Purchase of treasury stock (4,464,405 shares)	—	—	—	—	(93,996)	—	—	—	(93,996)
Exercise of stock options (315,703 shares)	—	(393)	—	—	—	—	—	—	(393)
Restricted stock forfeitures (68,677 shares)	—	1,451	—	—	(1,451)	—	—	—	—
Repurchase shares for taxes (208,830 shares)	—	—	—	—	(4,614)	—	—	—	(4,614)
Employee Stock Ownership Plan shares committed to be released	—	2,574	—	—	—	2,276	—	—	4,850
Funding of deferred compensation obligations	—	—	—	—	—	—	(724)	693	(31)
Balance at December 31, 2022	<u>\$ 1,309</u>	<u>\$ 781,165</u>	<u>\$ 857,518</u>	<u>\$ (179,296)</u>	<u>\$ (371,708)</u>	<u>\$ (34,750)</u>	<u>\$ (3,149)</u>	<u>\$ 2,506</u>	<u>\$ 1,053,595</u>

See notes to consolidated financial statements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Consolidated Statements of Cash Flows (In thousands)

	Years Ended December 31,		
	2024	2023	2022
Cash flows from operating activities:			
Net (loss) income	\$ (11,653)	\$ 36,086	\$ 86,173
Adjustments to reconcile net income to net cash provided by operating activities:			
Amortization of deferred loan costs, fees and purchased premiums and discounts	4,437	5,606	6,063
Net amortization of premiums and discounts on securities	(819)	1,440	2,771
Net amortization of mortgage servicing rights	241	239	233
Amortization of intangible assets	2,191	2,350	1,980
Depreciation and amortization of office properties and equipment	8,221	7,767	7,317
Amortization of operating lease right-of-use assets	3,904	3,916	3,821
Loss on extinguishment of debt	3,447	300	—
Provision for credit losses	14,451	4,787	5,485
Net loss (gain) on securities transactions	35,851	10,847	(210)
Change in fair value of equity securities	(2,594)	(695)	401
Gain on sale of loans, net	(906)	(1,214)	(178)
Loss on write-down of real estate owned	640	—	—
Net (gain) loss on disposal of office properties and equipment	(188)	168	242
Deferred tax (benefit) expense	(5,986)	3,375	12,769
Increase in accrued interest receivable	(1,038)	(5,447)	(4,689)
Increase in other assets	(12,440)	(33,992)	(9,884)
(Increase) decrease in accrued expenses and other liabilities	(7,298)	3,282	24,998
Income on bank-owned life insurance	(7,319)	(10,126)	(7,393)
Employee stock ownership plan expense	3,808	4,095	4,850
Stock based compensation	6,497	7,979	7,440
Decrease in deferred compensation obligations under Rabbi Trust	(126)	(47)	(31)
Net cash provided by operating activities	\$ 33,321	\$ 40,716	\$ 142,158
Cash flows from investing activities:			
Proceeds from sales of debt securities available for sale	\$ 321,233	\$ 277,022	\$ 126,772
Proceeds from paydown/maturities/calls of debt securities available for sale	157,531	100,855	281,959
Proceeds from paydown/maturities/calls of debt securities held to maturity	50,112	20,221	31,151
Purchases of debt securities available for sale	(404,743)	(124,618)	(147,181)
Purchases of debt securities held to maturity	(41,502)	—	(23,298)
Proceeds from sales of loans held-for-sale	18,895	121,372	9,639
Purchases of loans receivable	(78,719)	(14,729)	(8,315)
Net increase in loans receivable	2,249	(311,299)	(987,753)

See notes to consolidated financial statements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Consolidated Statements of Cash Flows (continued)
(In thousands)

	Years Ended December 31,		
	2024	2023	2022
Proceeds from bank-owned life insurance death benefits	5	1,364	1,031
Proceeds from redemptions of Federal Home Loan Bank stock	57,720	91,132	77,362
Purchases of Federal Home Loan Bank stock	(37,085)	(114,040)	(111,429)
Proceeds from sales of office properties and equipment	1,218	—	1,772
Additions to office properties and equipment	(7,446)	(7,635)	(7,204)
Net cash acquired in acquisitions	—	—	140,769
Net cash provided by (used in) investing activities	<u>\$ 39,468</u>	<u>\$ 39,645</u>	<u>\$ (614,725)</u>
Cash flows from financing activities:			
Net increase (decrease) in deposits	\$ 249,593	\$ (154,603)	\$ (71,789)
Proceeds from long-term borrowings	271,205	536,113	335,893
Payments on long-term borrowings	(484,922)	(11,300)	(38,725)
Net (decrease) increase in short-term borrowings	(237,825)	(93,165)	446,808
Repayment of term note	—	(30,300)	—
Increase (decrease) in advance payments by borrowers for taxes and insurance	1,944	(1,951)	7,648
Issuance of common stock for restricted stock awards	—	10	—
Purchase of treasury stock	(5,894)	(80,497)	(93,996)
Exercise of stock options	(99)	(24)	(393)
Repurchase of shares for taxes	(817)	(623)	(4,614)
Net cash (used in) provided by financing activities	<u>\$ (206,815)</u>	<u>\$ 163,660</u>	<u>\$ 580,832</u>
Net (decrease) increase in cash and cash equivalents	<u>\$ (134,026)</u>	<u>\$ 244,021</u>	<u>\$ 108,265</u>
Cash and cash equivalents at beginning of year	423,249	179,228	70,963
Cash and cash equivalents at end of year	<u><u>\$ 289,223</u></u>	<u><u>\$ 423,249</u></u>	<u><u>\$ 179,228</u></u>
Cash paid during the period for:			
Interest on deposits and borrowings	\$ 274,376	\$ 183,568	\$ 41,077
Income tax payments, net of refunds	\$ 940	\$ 9,253	\$ 15,729
Non-cash investing and financing activities:			
Transfer of loans receivable to real estate owned	\$ 1,974	\$ —	\$ —
Transfer of loans receivable to loans held-for-sale	\$ 18,079	\$ 120,955	\$ 9,461
Excise tax on net stock repurchases	\$ 42	\$ 800	\$ —

See notes to consolidated financial statements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Consolidated Statements of Cash Flows (continued)

(In thousands)

	Years Ended December 31,		
	2024	2023	2022
Acquisitions:			
Non-cash assets acquired:			
Debt securities available for sale	\$ —	\$ —	\$ 79,024
Equity securities	—	—	1,075
Federal Home Loan Bank stock	—	—	906
Loans receivable	—	—	335,501
Accrued interest receivable	—	—	910
Office properties and equipment, net	—	—	7,296
Bank-owned life insurance	—	—	13,033
Core deposit intangibles	—	—	9,780
Other assets	—	—	6,356
Total non-cash assets acquired	\$ —	\$ —	\$ 453,881
Liabilities assumed:			
Deposits	\$ —	\$ —	\$ 502,732
Borrowings	—	—	5,762
Advance payments by borrowers for taxes and insurance	—	—	1,341
Accrued expenses and other liabilities	—	—	10,568
Total liabilities assumed	\$ —	\$ —	\$ 520,403
Net non-cash liabilities assumed	\$ —	\$ —	\$ (66,522)
Net cash and cash equivalents acquired in acquisitions	\$ —	\$ —	\$ 140,769

See notes to consolidated financial statements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(1) Business

On December 1, 2021, the Company completed its acquisition of Freehold Bancorp, MHC, Freehold Bancorp, Inc. and Freehold Bank (collectively, the "Freehold Entities" or "Freehold"). Pursuant to the terms of the Merger Agreement, Freehold Bancorp, MHC merged with and into the MHC, with the MHC as the surviving entity; and Freehold Bancorp, Inc. merged with and into Columbia Financial, with Columbia Financial as the surviving entity. In connection with the merger, Freehold Bank converted to a federal savings bank and operated as a wholly-owned subsidiary of Columbia Financial, Inc. until October 5, 2024, when the Company merged Freehold Bank into Columbia Bank. Under the terms of the merger agreement, upon the merger of the two banks, depositors of Freehold Bank became depositors of Columbia Bank and have the same rights and privileges in the MHC as if their accounts had been established at Columbia Bank on the date established at Freehold Bank. The Company issued 2,591,007 shares of its common stock to the MHC, representing an amount equal to the fair value of the Freehold Entities as determined by an independent appraiser, at the effective time of the holding company mergers.

On May 1, 2022, the Company completed its acquisition of RSI Bancorp, M.H.C., RSI Bancorp, Inc. and RSI Bank (collectively, the "RSI Entities" or "RSI"). Pursuant to the terms of the merger agreement, RSI Bancorp, M.H.C. merged with and into the MHC, with the MHC as the surviving entity; RSI Bancorp, Inc. merged with and into Columbia Financial, with Columbia Financial as the surviving entity; and RSI Bank merged with and into Columbia Bank, with Columbia Bank as the surviving institution. Under the terms of the merger agreement, depositors of RSI Bank became depositors of Columbia Bank and have the same rights and privileges in the MHC as if their accounts had been established at Columbia Bank on the date established at RSI Bank. The Company issued 6,086,314 shares of its common stock to the MHC, representing an amount equal to the discounted fair value of the RSI Entities as determined by an independent appraiser, at the effective time of the merger.

(2) Summary of Significant Accounting Policies

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of Columbia Financial, Inc., its wholly-owned subsidiaries, Columbia Bank ("Columbia") (including the accounts of Freehold Bank, which merged with and into Columbia effective as of October 5, 2024), and Columbia's wholly-owned subsidiaries, Columbia Investment Services, Inc., 1901 Residential Management Co. LLC, First Jersey Title Services, Inc., 1901 Commercial Management Co. LLC, Stewardship Realty LLC, Columbia Insurance Services, Inc. (formerly known as "RSI Insurance Agency, Inc."), and 19-01 Community Development Corporation, (collectively, the "Company"). In May 2024, Columbia dissolved its wholly-owned subsidiary 2500 Broadway Corp. and CSB Realty Corp, a wholly-owned subsidiary of 2500 Broadway Corp. The accounts of the MHC are not consolidated in the consolidated financial statements of the Company. In consolidation, all intercompany accounts and transactions are eliminated. Certain reclassifications have been made in the consolidated financial statements to conform to current year classifications.

The Company also owns 100% of the common stock of Stewardship Statutory Trust I (the "Trust"), a statutory business trust incorporated in Delaware which was acquired in the Company's merger with Stewardship Financial in November 2019. In accordance with ASC Topic 810, Consolidation, the Trust was classified as a variable interest entity and did not satisfy the conditions for consolidation. Accordingly, the Trust, which owns \$7.0 million of trust preferred securities, which represents 100% of the Trust's assets, is treated as an unconsolidated subsidiary.

Basis of Financial Statement Presentation

The consolidated financial statements of the Company have been prepared in conformity with U.S. generally accepted accounting principles ("GAAP"), including the elimination of all significant intercompany accounts and transactions during consolidation. In preparing the consolidated financial statements, management is required to make estimates, significant judgments and assumptions that affect the reported amounts of assets and liabilities as of the dates of the Consolidated Statements of Financial Condition and Consolidated Statements of Income for the periods presented. Actual results could differ from these judgments and estimates under different conditions, resulting in a change that could have a material impact on the carrying values of our assets and liabilities and our results of operations. Material estimates that involve significant judgments and assumptions that are particularly susceptible to change are the determination of the adequacy of the allowance for credit losses, evaluation of goodwill for impairment, evaluation of other-than-temporary impairment on securities, evaluation of the need for valuation allowances on deferred tax assets, and determination of liabilities related to retirement and other post-retirement benefits. These estimates, significant judgments and assumptions are evaluated on an ongoing basis and are adjusted when facts and circumstances dictate. Illiquid credit markets, volatile securities markets, and declines in the housing market and the economy generally have combined to increase the uncertainty inherent in such estimates and assumptions. Changes in estimates resulting from continuing changes in the economic environment will be reflected in the consolidated financial statements in future periods.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(2) Summary of Significant Accounting Policies (continued)

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, amounts due from banks, interest-bearing deposits at other financial institutions and short-term investments.

Securities

Securities are classified as available for sale and held to maturity. Management determines the appropriate classification of securities at the time of purchase. Securities that management has the positive intent and ability to hold to maturity are classified as held to maturity and reported at amortized cost. Securities not classified as held to maturity are classified as available for sale and carried at estimated fair value, with unrealized holding gains or losses, net of taxes, reported as a separate component of accumulated other comprehensive income or loss ("OCI") included in stockholders' equity.

In accordance with ASC Topic 326, Financial Instruments Credit Losses, for available for sale securities, the Company first assesses whether a loss is from credit or other factors and considers the extent to which fair value is less than amortized cost, any changes to the rating of the security by a rating agency and adverse conditions related to the security, among other factors. If this assessment indicates that a credit loss exists, the present value of cash flows expected to be collected from the security are compared to the amortized cost basis of the security. If the present value of cash flows is less than the amortized cost, a credit loss would be recorded through an allowance for credit losses, limited by the amount that the fair value is less than the amortized cost basis.

The fair values of these securities are based on market quotations or matrix pricing as discussed in note 17. The Company evaluates securities for other-than-temporary impairment at each reporting period and more frequently when economic or market conditions warrant such evaluation. In this evaluation, if such declines were deemed other-than-temporary, management would measure the total credit-related component of the unrealized loss and recognize that portion of the loss as a charge to current period earnings. The remaining portion of the unrealized loss would be recognized as an adjustment to OCI. The fair value of the securities portfolio is significantly affected by changes in interest rates. In general, as interest rates rise, the fair value of fixed-rate securities decreases and as interest rates fall, the fair value of fixed-rate securities increases. The Company determines if it has the intent to sell securities or if it's more likely than not that the Company would be required to sell the securities before the anticipated recovery. If either exists, the decline in value is considered other-than-temporary and would be recognized in current period earnings.

Premiums and discounts on securities are generally amortized and accreted to income over the contractual lives of the securities using the level-yield method. Premiums on callable securities are amortized to the earliest call date. Dividend and interest income are recognized when earned. Realized gains and losses are recognized when securities are sold or called based on the specific identification method.

In the ordinary course of business, securities are pledged as collateral in conjunction with the Company's borrowings, lines of credit, and public funds on deposit.

Federal Home Loan Bank Stock

The Bank, as a member of the Federal Home Loan Bank of New York (the "FHLB"), is required to hold shares of capital stock of the FHLB based on its activities, primarily its outstanding borrowings. The investment is carried at cost, or par value, which approximates fair value. Cash dividends are reported as income.

Loans Held-for-Sale

Loans held-for-sale consists of loans intended for sale in the secondary market. These loans are carried at the lower of cost or estimated fair value, less costs to sell, as determined on an individual loan basis. Net unrealized losses, if any, are recognized in a valuation allowance through a charge to earnings. Origination fees and costs on loans held-for-sale are deferred and recognized on settlement dates as a component of the gain or loss on sale. Loans held-for-sale are generally sold with loan servicing rights retained by Columbia Bank.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(2) Summary of Significant Accounting Policies (continued)

Loans Receivable

Loans receivable are carried at unpaid principal balances adjusted by unamortized premiums and unearned discounts, net deferred origination fees and costs, purchase accounting fair value adjustments and the allowance for credit losses. The Company defers loan origination fees and certain direct loan origination costs and accretes such amounts as an adjustment to the yield over the expected lives of the related loans using the level-yield method. Interest income on loans is accrued on unpaid principal balances and credited to income as earned. Premiums and discounts on loans purchased are amortized or accreted as an adjustment to yield over the contractual lives of the related loans using methodologies which approximate the level-yield method.

A loan is considered delinquent when payment has not been received within 30 days of its contractual due date, or when the Company does not expect to receive all principal and interest payments owed substantially in accordance with the terms of the loan agreement, regardless of the past due status. Generally, a loan is designated as a non-accrual loan when the payment is 90 days or more in arrears of its contractual due date, or if the following criteria are met: i) the current debt-service coverage ratio is equal to or is in excess of 1.0x; ii) the guarantor does not demonstrate the capacity to support the annual debt service requirement; and iii) the loan-to-value percentage is greater than 90%. Non-accruing residential and consumer loans are returned to accrual status after there has been a sustained period of repayment performance (generally six months of payments) and both principal and interest are deemed collectible. Non-accruing commercial loans are returned to accrual status after there has been a sustained period of repayment performance and both principal and interest are deemed collectible.

When a loan is placed on non-accrual status, any interest accrued but not received is reversed against interest income. Payments received on a non-accrual loan are either applied to the outstanding principal balance or recorded as interest income, depending on an assessment of the ability to collect the loan. The Company identifies loans that may need to be charged-off as a loss by reviewing all delinquent loans, classified loans, and other loans for which management may have concerns about collectability.

On a case-by-case basis, the Company may evaluate individual loans for which it is probable, based on current information, that the Company will not collect all amounts due under the contractual terms of the loan agreement. The Company considers the population of loans in its analysis to include loans not accruing interest and loan modifications. Other loans may be included in the population of loans to be evaluated if management has specific information of a collateral shortfall. Loans individually analyzed are measured based on the fair value of collateral if the loan is collateral dependent, or cash flows discounted at the loan-level effective interest rate. Payments received on individually analyzed loans are recognized on a cash basis.

Purchased Credit-Deteriorated ("PCD") Loans

Loans acquired in a business combination that have experienced more-than-insignificant deterioration in credit quality since origination are considered purchased with credit deterioration ("PCD") loans. The Company evaluated acquired loans for deterioration in credit quality based on any of, but not limited to, the following: (1) non-accrual status; (2) loan modification; (3) risk ratings of special mention, substandard or doubtful; and (4) delinquency status. At the acquisition date, an estimate of expected credit losses was made for groups of PCD loans with similar risk characteristics and individual PCD loans without similar risk characteristics. This initial allowance for credit losses is allocated to individual PCD loans and added to the purchase price or acquisition date fair values to establish the initial amortized cost basis of the PCD loans. As the initial allowance for credit losses is added to the purchase price, there is no credit loss expense recognized upon acquisition of a PCD loan. Any difference between the unpaid principal balance of PCD loans and the amortized cost basis is considered to relate to noncredit factors and results in a discount or premium.

Discounts and premiums are recognized through interest income on a level-yield method over the life of the loans. For acquired loans not deemed PCD at acquisition, the differences between the initial fair value and the unpaid principal balance are recognized as interest income on a level-yield basis over the lives of the related loans. At the acquisition date, an initial allowance for expected credit losses is estimated and recorded as credit loss expense.

Other Real Estate Owned ("OREO")

OREO is comprised of properties acquired in partial or total satisfaction of problem loans. The properties are recorded at fair value less estimated costs to sell on the date acquired or on the date that the Company acquires effective control over the property. Gains or losses arising at the time of acquisition of such properties are charged against the allowance for credit losses. During the holding period OREO continues to be measured at the lower of cost or fair value less estimated costs to sell, and any subsequent declines in value are expensed as incurred. Gains and losses realized from the sale of OREO, as well as valuation adjustments and expenses of operation, are included in non-interest expense.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(2) Summary of Significant Accounting Policies (continued)

Allowance for Credit Losses on Loans Receivable

The determination of the allowance for credit losses ("ACL") on loans is considered a critical accounting estimate by management because of the high degree of judgment involved in determining qualitative loss factors, the subjectivity of the assumptions used, and the potential for changes in the forecasted economic environment. The ACL is maintained at a level management considers adequate to provide for estimated losses and impairment based upon an evaluation of known and inherent risk in the loan portfolio. The ACL consists of two elements: (1) identification of loans that must be individually analyzed for impairment and (2) establishment of an ACL for loans collectively analyzed.

Portfolio segments are defined as the level at which an entity develops and documents a systematic methodology to determine its allowance for credit losses. Management developed segments for estimating losses based on the type of borrower and collateral which is generally based upon federal call report segmentation. The segments have been combined or sub-segments have been added as needed to ensure loans of similar risk profiles are appropriately pooled.

We maintain a loan review system that provides a periodic review of the loan portfolio and the identification of individually analyzed loans. The ACL for individually analyzed loans is based on the fair value of collateral or cash flows. While management uses the best information available to make such evaluations, future adjustments to the allowance may be necessary if economic conditions differ substantially from the assumptions used in making the evaluations.

The ACL quantitative allowance for each segment is measured using a discounted cash flow methodology incorporating an econometric, probability of default ("PD") and loss given default ("LGD") with distinct segment-specific multi-variate regression models applied. Expected credit losses are estimated over the life of the loans by measuring the difference between the net present value of modeled cash flows and amortized cost basis. Contractual cash flows over the contractual life of the loans are the basis for the modeled cash flows, adjusted for model defaults and expected prepayments and discounted at the loan-level effective interest rate. The contractual term excludes expected extensions, renewals, and modifications.

Management estimates the ACL using relevant and reliable information from internal and external sources, related to past events, current conditions, and a reasonable and supportable forecast. Historical credit loss experience for both the Company and its segment-specific peers provides the basis for the estimate of expected credit losses. Credit losses over a defined period are converted to PD rate curves through the use of segment-specific LGD risk factors that convert default rates to loss severity based on industry-level, observed relationships between the two variables for each segment, primarily due to the nature of the underlying collateral. These risk factors were assessed for reasonableness against the Company's own loss experience and adjusted in certain cases when the relationship between the Company's historical default and loss severity deviate from that of the wider industry. The historical PD curves, together with corresponding economic conditions, establish a quantitative relationship between economic conditions and loan performance through an economic cycle.

Using the historical relationship between economic conditions and loan performance, management's expectation of future loan performance is incorporated using a single economic forecast of macroeconomic variables (i.e., unemployment, gross domestic product, vacancy, and home price index). This forecast is applied over a period that management has determined to be reasonable and supportable. Beyond the period over which management can develop or source a reasonable and supportable forecast, the model reverts to long-term average historical loss rates using a straight-line, time-based methodology. The Company's current forecast period is six quarters, with a four-quarter reversion period to long-term average historical loss rates.

After quantitative considerations, management applies additional qualitative adjustments that consider the expected impact of certain factors not fully captured in the quantitative reserve. Qualitative adjustments include but are not limited to concentrations of large loan balances, delinquency trends, change in collateral values within segments, and other considerations.

The ACL is established through the provision for credit losses that are charged to income, which is based upon an evaluation of estimated losses in the current loan portfolio, including the evaluation of individually analyzed loans. Charge-offs against the ACL are taken on loans where management determines that the collection of loan principal and interest is unlikely. Recoveries made on loans that have been charged-off are credited to the ACL. Although we believe we have established and maintained the ACL on loans at appropriate levels, changes in reserves may be necessary if actual economic and other conditions differ substantially from the forecast used in estimating the ACL.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(2) Summary of Significant Accounting Policies (continued)

Allowance for Credit Losses on Loans Receivable (continued)

Our financial results are affected by the changes in and the level of the ACL. This process involves our analysis of internal and external variables, and it requires that we exercise judgment to estimate an appropriate ACL. As a result of the uncertainty associated with this subjectivity, we cannot assure the precision of the amount reserved, should we experience sizable loan losses in any particular period and/or significant changes in assumptions or economic condition. We believe the primary risks inherent in the portfolio are a general decline in the economy, a decline in real estate market values, rising unemployment, increasing vacancy rates, and increases in interest rates in the absence of economic improvement or any other such factors. Any one or a combination of these events may adversely affect a borrower's ability to repay its loan, resulting in increased delinquencies and loan losses. Accordingly, we have recorded loan credit losses at a level which is estimated to represent the current risk in its loan portfolio.

For our non-performing loans, the allowance is determined on an individual basis using the present value of the expected cash flows, or for collateral dependent loans, the fair value less estimated costs to sell. We continue to assess the collateral of loans and update our appraisals on these loans on an annual basis. To the extent the property values decline, there could be additional losses on these non-performing assets, which may be material. Management considered these market conditions in deriving the estimated ACL. Should economic difficulties occur, the ultimate amount of loss could vary from our current estimate.

Allowance for Credit Losses on Unfunded Commitments

The Company is required to include unfunded commitments that are expected to be funded in the future within the allowance calculation, other than those that are unconditionally cancellable. To arrive at that reserve, the reserve percentage for each applicable segment is applied to the unused portion of the expected commitment balance and is multiplied by the expected funding rate. To determine the expected funding rate, the Company uses a historical utilization rate for each segment. The allowance for credit losses for off-balance-sheet exposures is reported in other liabilities in the Consolidated Statements of Financial Condition. The liability represents an estimate of expected credit losses arising from off-balance-sheet exposures such as unfunded commitments.

Modification of Loans ("Modifications")

On January 1, 2023, the Company adopted ASU 2022-02, Financial Instruments - Credit Losses (Topic 326): *Troubled Debt Restructurings and Vintage Disclosures*, which eliminated the accounting guidance for troubled debt restructurings ("TDRs") while enhancing disclosure requirements for certain loan refinancing and restructuring by creditors when a borrower is experiencing financial difficulty. This guidance was applied on a prospective basis. Modifications made to borrowers experiencing financial difficulty may include principal or interest forgiveness, forbearance, interest rate reductions, term extensions, or a combination of these events intended to minimize economic loss and avoid foreclosure or repossession of collateral.

The Company evaluates whether the modifications represent a new loan or a continuation of an existing loan. A modification or refinancing results in a new loan if the terms of the new loan are at least favorable to the Company and customers with similar collection risks who are not refinancing or restructuring their loan, and the modification to the terms of the loan is deemed to be more than minor. A modification is considered to be more than minor if the difference between the present value of the cash flows of the new obligation and the remaining cash flows of the original obligation, both discounted using the effective interest rate of the original debt, is 10% or greater.

If a modification does not meet the definition of a new loan, the modified loan will be treated as a continuation of the existing loan and all unamortized net fees and/or costs, and any prepayment penalties will be carried forward as part of the net new loan balance.

Modified loans that were accruing prior to their modification where income was reasonably assured subsequent to the modification, maintain their accrual status. Modified loans for which collectability was not reasonably assured, are placed on non-accrual status, interest accruals cease, and uncollected accrued interest is reversed and charged against current income. Non-accruing modified loans may be returned to accrual status when there is a sustained period of repayment performance (generally six consecutive months of payments), and both principal and interest are deemed collectible.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(2) Summary of Significant Accounting Policies (continued)

Loans Sold and Serviced

The Company periodically sells loans to investors and retains the servicing of these loans for a fee. Gains or losses on the sale of loans are recorded on trade date using the specific-identification method.

Office Properties and Equipment

Land is carried at cost. Office properties, land and building improvements, furniture and equipment, and leasehold improvements are carried at cost, less accumulated depreciation and amortization. Depreciation and amortization of office properties and equipment is computed on a straight-line basis over their estimated useful lives (generally 40 years for buildings, 10 years to 20 years for land and building improvements, 2 years to 10 years for furniture and equipment). Leasehold improvements, carried at cost, net of accumulated depreciation, are amortized over the terms of the related leases or the estimated useful lives of the assets, whichever is shorter. Major improvements are capitalized, while repairs and maintenance costs are charged to expense as incurred. Upon retirement or sale, any gain or loss is recognized as incurred.

Bank-owned Life Insurance ("BOLI")

Bank-owned life insurance is accounted for using the cash surrender value method and is recorded at its net realizable value. The change in the net asset value is recorded as a component of non-interest income. A deferred liability has been recorded for the estimated cost of post-retirement life insurance benefits accruing to applicable employees and directors covered by an endorsement split-dollar life insurance arrangement.

Goodwill and Intangible Assets

Intangible assets of the Company consist of goodwill, core deposit intangibles and mortgage servicing rights. Goodwill represents the excess of the purchase price over the fair value of net assets acquired in purchase acquisitions. In accordance with GAAP, goodwill with an indefinite useful life is not amortized, but is evaluated for impairment on an annual basis, or more frequently if events or changes in circumstances indicate potential impairment between annual measurement dates. As permitted by GAAP, the Company prepares a qualitative assessment in determining whether goodwill may be impaired. The factors considered in the assessment include macroeconomic conditions, industry and market conditions and overall financial performance of the Company, among others. The Company completed its annual goodwill impairment test as of December 31, 2024, based upon its qualitative assessment of goodwill and concluded that goodwill was not impaired and no further quantitative analysis was warranted.

Core deposit intangibles represent the intangible value of depositor relationships acquired by the Company through purchase acquisitions of Stewardship, Freehold and RSI. The premiums ascribed to these deposits are amortized over their estimated useful lives.

Mortgage servicing rights are recorded when purchased or when originated mortgage loans are sold, with servicing rights retained. Mortgage servicing rights are amortized on an accelerated method based upon the estimated lives of the related loans, and generally adjusted for prepayments. Mortgage servicing rights are carried at the lower of amortized cost or fair value.

Leases

The Company determines if an arrangement is a lease at inception. The Company's leases primarily relate to real estate property for branches and office space. All the Company's leases are classified as operating leases and the related right-of-use asset ("ROU") and lease liability are included in other assets and other liabilities, respectively on the Consolidated Statements of Financial Condition.

ROU assets represent the Company's right to use an underlying asset for the lease term, and lease liabilities represent the Company's obligation to make lease payments arising from the lease arrangements. The calculated amounts of the ROU asset and lease liabilities are impacted by the length of the lease term and the discount rate used to calculate the present value of minimum lease payments. As the Company's leases do not provide an implicit rate, the discount rate used in determining the lease liability for each individual lease is the Company's incremental borrowing rate. The present value of the lease liability may include the impact of options to extend or terminate the lease when it is reasonably certain that the Company will exercise such options provided in the lease terms. Lease expense is recognized on a straight-line basis over the expected lease term, while variable lease payments are recognized as incurred. Lease agreements that include lease and non-lease components, such as common area maintenance charges, are accounted for separately.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(2) Summary of Significant Accounting Policies (continued)

Post-retirement Benefits

The Company provides certain health care and life insurance benefits to eligible retired employees under a Post-retirement Plan. The Company accrues the cost of retiree health care and other benefits during the employee's period of active service. Effective January 1, 2019, the Post-retirement Plan was closed to new hires.

Through the acquisition of the RSI Entities, the Company acquired a non-funded Post-retirement Plan. This defined benefit post-retirement healthcare plan covers substantially all retirees and employees. Effective January 1, 2024, the RSI Post-retirement Plan was merged into the Columbia Bank Post-retirement Plan.

Employee Benefit Plans

The Company maintains a single employer, tax-qualified defined benefit pension plan (the "Pension Plan") which covers full-time employees that satisfy the Pension Plan's eligibility requirements. The benefits are based on years of service and the employee's average compensation for the highest five consecutive years of employment. Effective October 1, 2018, the Pension Plan was closed to new hires.

The policy is to fund at least the minimum contribution required by the Employee Retirement Income Security Act of 1974. GAAP requires an employer to: (a) recognize in its statement of financial position the over-funded or under-funded status of a defined benefit post-retirement plan measured as the difference between the fair value of plan assets and the benefit obligation; (b) measure a plan's assets and its obligations that determine its funded status at the end of the employer's fiscal year (with limited exceptions); and (c) recognize as a component of other comprehensive income (loss), net of tax, the actuarial gains and losses and the prior service costs and credits that arise during the period. The assets of the plan are primarily invested in fixed income and equity funds.

Through the acquisition of the RSI Entities, the Company acquired a funded pension plan. The benefits are based on years of service and the employee's compensation, as defined. The Plan was amended effective March 31, 2011, to freeze the Plan so that no employee shall commence or recommence participation in the Plan, that there shall be no further benefit accruals under the Plan, and that compensation received after the effective date shall not be recognized for any purpose under the Plan. Effective September 30, 2023, the RSI Pension Plan was merged into the Columbia Bank Pension Plan.

The Company also maintains a Retirement Income Maintenance Plan (the "RIM Plan") which is a non-qualified defined benefit plan which provides benefits to all employees of the Company if their benefits under the Pension Plan are limited by Internal Revenue Code Sections 415 and 401(a)(17).

Columbia Bank has a 401(k) plan covering substantially all employees. Columbia Bank may match a percentage of the first 3.00% to 4.50% contributed by participants. Columbia's matching contribution, if any, is determined by their Board of Directors in its sole discretion.

Columbia Bank has an Employee Stock Ownership Plan ("ESOP"). The funds borrowed by the ESOP from the Company to purchase the Company's common stock are being repaid from Columbia Bank's contributions over a period of 20 years. The Company's common stock not allocated to participants is recorded as a reduction of stockholders' equity at cost. Compensation expense for the ESOP is based on the average price of the Company's stock and the amount of shares committed to be allocated during each period.

Columbia Bank has a Supplemental Executive Retirement Plan ("SERP"). The SERP is a non-qualified plan which provides supplemental retirement benefits to eligible officers (those designated by the Board of Directors) of the Company who are prevented from receiving the full benefits contemplated by the ESOP's benefit formulas under tax law limits for tax-qualified plans. In addition, the Company maintains a stock based deferral plan (the "Stock Based Deferral Plan") for certain executives and directors. The Company records a deferred compensation equity account and corresponding contra-equity account for the cost of the shares held by the Stock Based Deferral Plan and SERP.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(2) Summary of Significant Accounting Policies (continued)

Employee Benefit Plans (continued)

The Company also has a Supplemental Executive Retirement Plan for Certain Executives, as designated by the Board of Directors, to provide non-qualified retirement benefits to participants.

Columbia Bank also maintains a non-qualified savings income maintenance deferred compensation plan (the "SIM Plan") that provides supplemental benefits to certain executives who are prevented from receiving the full benefits contemplated by the 401(k) Plan under tax law limits for tax-qualified plans, and a Deferred Compensation Plan for directors.

Columbia Bank also sponsors a directors retirement plan, a director and executive deferred compensation plan, and a supplemental executive retirement plan for certain current and former directors and officers of the Bank.

Through the acquisition of the RSI Entities, the Company also acquired an executive incentive retirement plan, a director and executive deferred compensation plan, a supplemental executive retirement plan, a key life insurance plan and a split-dollar life insurance plan for certain current and former directors and officers of the Bank.

Through the acquisition of the Freehold Entities, the Company also acquired a supplemental executive retirement plan, a director and executive deferred retirement income plan, and a director deferred retirement plan for current and former directors and officers of the Bank.

Derivatives

The Company uses derivative financial instruments as components of its market risk management, principally to manage interest rate risk. Certain derivatives are entered into in connection with transactions with commercial customers. Derivatives are not used for speculative purposes. All derivatives are recognized as either assets or liabilities in the Consolidated Statements of Financial Condition, reported at fair value and presented on a gross basis. Until a derivative is settled, a favorable change in fair value results in an unrealized gain that is recognized as an asset, while an unfavorable change in fair value results in an unrealized loss that is recognized as a liability.

The Company generally applies hedge accounting to its derivatives used for market risk management purposes. Hedge accounting is permitted only if specific criteria are met, including a requirement that a highly effective relationship exists between the derivative instrument and the hedged item, both at inception of the hedge and on an ongoing basis. Changes in the fair value of effective fair value hedges are recognized in current earnings (with the change in fair value of the hedged asset or liability also recognized in earnings). Changes in the fair value of effective cash flow hedges are recognized in other comprehensive income (loss) until earnings are affected by the variability in cash flows of the designated hedged item. Ineffective portions of hedge results are recognized in current earnings. Changes in the fair value of derivatives for which hedge accounting is not applied are recognized in current earnings.

The Company formally documents at inception all relationships between the derivative instruments and the hedged items, as well as its risk management objectives and strategies for undertaking the hedge transactions. This process includes linking all derivatives that are designated as hedges to specific assets and liabilities, or to specific firm commitments. The Company also formally assesses, both at inception of the hedge and on an ongoing basis, whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in the fair values or cash flows of the hedged items. If it is determined that a derivative is not highly effective or has ceased to be a highly effective hedge, the Company would discontinue hedge accounting prospectively. Gains or losses resulting from the termination of a derivative accounted for as a cash flow hedge remain in other comprehensive income (loss) and is (accrued) amortized to earnings over the remaining period of the former hedging relationship.

Certain derivative financial instruments are offered to certain commercial banking customers to manage their risk of exposure and risk management strategies. These derivative instruments consist primarily of currency forward contracts and interest rate swap contracts. The risks associated with these transactions is mitigated by simultaneously entering into similar transactions having essentially offsetting terms with a third-party. In addition, the Company executes interest rate swaps with third parties in order to hedge the interest rate risk of short-term FHLB advances.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(2) Summary of Significant Accounting Policies (continued)

Income Taxes

The Company and its subsidiaries file consolidated federal income tax returns. Federal income taxes are allocated to each entity based on their respective contributions to taxable income of the consolidated income tax returns. Separate state income taxes are filed for the Company and its subsidiaries on either a consolidated or unconsolidated basis as required by each jurisdiction.

The Company records income taxes in accordance with ASC Topic 740, *Income Taxes*, using the asset and liability method. Federal and state income taxes have been provided on the basis of the Company's income or loss as reported in accordance with GAAP. The amounts reflected on the Company's federal and state income tax returns differ from these provisions due principally to temporary differences in the reporting of certain items for consolidated financial statement reporting and income tax reporting purposes. Accordingly, deferred tax assets and liabilities: (i) are recognized for the estimated future tax consequences of events that have been recognized in the financial statements or tax returns; (ii) are attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases; and (iii) are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Where applicable, deferred tax assets are reduced by a valuation allowance for any portions determined not likely to be realized based on the nature and timing of these items. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income tax expense in the period that includes the enactment date. The valuation allowance is adjusted, by a charge or credit to income tax expense, as changes in facts and circumstances warrant.

The Company did not have any liabilities for uncertain tax positions or any known unrecognized tax benefits at December 31, 2024 and 2023. The Company policy is to recognize interest and penalties related to unrecognized tax benefits in income tax expense in the Consolidated Statements of Income. The Company did not recognize any interest and penalties during the years ended December 31, 2024, 2023 and 2022.

On July 1, 2018, New Jersey enacted legislation which adds to the state's 9.0% Corporation Business Tax rate (i) a 2.5% surtax for periods beginning in 2018 and 2019 and (ii) a 1.5% surtax for periods beginning in 2020 and 2021. Subsequently, on September 12, 2020, New Jersey enacted legislation that restored and extended the 2.5% Corporation Business Tax surcharge to apply retroactively from January 1, 2020 through December 31, 2023. These surtaxes applied to corporations with more than \$1.0 million of net income allocated to New Jersey. On June 28, 2024, New Jersey enacted into law a new Corporate Transit Fee, which increases the New Jersey corporate tax rate from 9.0% to 11.5%. This fee will be imposed on businesses that have New Jersey taxable income of \$10.0 million or more for tax years beginning January 1, 2024 through December 31, 2028.

Comprehensive Income (Loss)

Comprehensive income (loss) consists of net income and other comprehensive income (loss). Other comprehensive income (loss) includes items recorded in equity, such as unrealized gains and losses on debt securities available for sale, the noncredit component of other than temporary impairment losses on debt securities, unrealized gains and losses on derivatives, and the unfunded status and reclassification of actuarial net (loss) gain associated with the Company's benefit plans. Comprehensive income is presented in a separate Consolidated Statement of Comprehensive Income (Loss).

Segment Reporting

The Company's operations are substantially in the financial services industry and include providing traditional banking and other financial services to its customers. Operating segments are components of a business about which separate financial information is available and evaluated regularly by the chief operating decision maker in deciding how to allocate resources and assessing performance. The Company operates primarily in New Jersey through a single reportable operating segment upon which management makes decisions regarding how to allocate resources and assess performance. While the Company's chief operating decision maker has some limited financial information about the Company's various financial products and services, that information is not complete since it does not include a full allocation of revenue, costs, and capital from key corporate functions; therefore, the Company evaluates financial performance on the Company-wide basis. Management continues to evaluate these business units for separate reporting as facts and circumstances change.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(2) Summary of Significant Accounting Policies (continued)

Earnings Per Share ("EPS")

Basic EPS is computed by dividing net income available to common shareholders by the weighted average number of common shares outstanding during the period. For purposes of calculating basic EPS, weighted average common shares outstanding excludes treasury stock, unallocated employee stock ownership plan shares that have not been committed for release and deferred compensation obligations required to be settled in shares of Company stock.

Diluted EPS is computed using the same method as basic EPS and reflects the potential dilution which could occur if stock options and unvested shares were exercised and converted into common stock. The potentially diluted shares would then be included in the weighted average number of shares outstanding for the period using the treasury stock method. Shares issued and reacquired during any period are weighted for the portion of the period that they were outstanding.

Stock Compensation Plans

Compensation expense related to stock options and non-vested restricted stock awards is based on the fair value of the award on the measurement date with expense recognized on a straight line basis over the requisite performance or service period. The fair value of stock options is estimated utilizing the Black-Scholes option pricing model. The fair value of non-vested restricted stock awards is generally the closing market price of the Company's common stock on the date of grant. The Company accounts for forfeitures as they occur.

Accounting Pronouncements Adopted

In November 2023, the FASB issued ASU 2023-07, *Segment Reporting (Topic 280); Improvements to Reportable Segment Disclosures*. ASU 2023-07 enhances segment reporting under Topic 820 by expanding the breadth and frequency of segment disclosures. The ASU requires a public entity to disclose entity-wide and segment information in the notes to the financial statements. Disclosures include the measure of profit or loss that the chief operating decision maker uses to assess segment performance and decide how to allocate resources, as well as certain specified amounts included in that measure. This ASU was effective for fiscal years beginning after December 15, 2023, including interim periods within those fiscal years. The Company adopted this guidance as of December 31, 2024, on a retrospective basis. As it is only disclosure related, this ASU did not have an impact on the Company's consolidated financial statements. See note 22 for additional information.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(3) Acquisitions

Freehold Bank

On December 1, 2021, the Company completed its acquisition of Freehold Bancorp, MHC, Freehold Bancorp, Inc. and Freehold Bank (collectively, the "Freehold Entities" or "Freehold"). Pursuant to the terms of the Merger Agreement, Freehold Bancorp, MHC merged with and into the MHC, with the MHC as the surviving entity; and Freehold Bancorp, Inc. merged with and into Columbia Financial, with Columbia Financial as the surviving entity. In connection with the merger, Freehold Bank converted to a federal savings bank and operated as a wholly-owned subsidiary of Columbia Financial, Inc. until October 5, 2024, when the Company merged Freehold Bank into Columbia Bank. Under the terms of the merger agreement, upon the merger of the two banks, depositors of Freehold Bank become depositors of Columbia Bank and have the same rights and privileges in the MHC as if their accounts had been established at Columbia Bank on the date established at Freehold Bank. The Company issued 2,591,007 shares of its common stock to the MHC, representing an amount equal to the fair value of the Freehold Entities as determined by an independent appraiser, at the effective time of the holding company mergers.

Merger-related expenses are recorded in the Consolidated Statements of Income and are expensed as incurred. Direct acquisition and other charges incurred in connection with the acquisition of the Freehold Entities totaled \$1.7 million, \$413,000, and \$11,000 for the years ended December 31, 2024, 2023, and 2022, respectively.

RSI Bank

On May 1, 2022, the Company completed its acquisition of RSI Bancorp, M.H.C., RSI Bancorp, Inc. and RSI Bank (collectively, the "RSI Entities" or "RSI"). Pursuant to the terms of the merger agreement, RSI Bancorp, M.H.C. merged with and into the MHC, with the MHC as the surviving entity; RSI Bancorp, Inc. merged with and into Columbia Financial, with Columbia Financial as the surviving entity; and RSI Bank merged with and into Columbia Bank, with Columbia Bank as the surviving institution. Under the terms of the merger agreement, depositors of RSI Bank became depositors of Columbia Bank and have the same rights and privileges in the MHC as if their accounts had been established at Columbia Bank on the date established at RSI Bank. The Company issued 6,086,314 shares of its common stock to the MHC, representing an amount equal to the discounted fair value of the RSI Entities as determined by an independent appraiser, at the effective time of the merger.

Merger-related expenses are recorded in the Consolidated Statements of Income and are expensed as incurred. Direct acquisition and other charges incurred in connection with the acquisition of the RSI Entities totaled \$0, \$193,000 and \$2.8 million for the years ended December 31, 2024, 2023, and 2022, respectively.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(3) Acquisitions (continued)

RSI Bank (continued)

The following table sets forth assets acquired, and liabilities assumed in the acquisition of the RSI Entities, at their estimated fair values as of the closing date of the transaction:

	May 1, 2022	
	(In thousands)	
Assets acquired:		
Cash and cash equivalents	\$	140,769
Debt securities available for sale		79,024
Equity securities		1,075
Federal Home Loan Bank stock		906
Loans receivable		335,501
Accrued interest receivable		910
Office properties and equipment, net		7,296
Bank-owned life insurance		13,033
Deferred tax assets, net		3,633
Core deposit intangibles		10,271
Other assets		2,723
Total assets acquired	\$	595,141
Liabilities assumed:		
Deposits	\$	502,732
Borrowings		5,762
Advance payments by borrowers for taxes and insurance		1,341
Accrued expenses and other liabilities		10,568
Total liabilities assumed	\$	520,403
Net assets acquired	\$	74,738
Fair market value of stock issued to Columbia Bank MHC for purchase		102,741
Goodwill recorded at merger	\$	28,003

The assets acquired and liabilities assumed have been accounted for under the acquisition method of accounting. The assets and liabilities were recorded at their fair values as of May 1, 2022, and resulted in the recognition of goodwill of \$28.0 million. The determination of the fair value of assets acquired and liabilities assumed required management to make estimates about discount rates, future expected cash flows, market conditions, and other future events that are highly subjective in nature and subject to change. During the third quarter of 2022, the Company completed all tax returns related to the operation of RSI Bank and its impact on the Company's income taxes, which resulted in a \$2.0 million adjustment to deferred income taxes, net, and a corresponding decrease in goodwill. During the fourth quarter of 2022, the Company recorded an adjustment of approximately \$491,000 to the original discounted fair value, which resulted in a decrease in additional paid-in-capital, and a corresponding decrease in goodwill. At both December 31, 2024 and 2023, goodwill related to the acquisition of the RSI Entities totaled \$25.5 million.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(3) Acquisitions (continued)

Fair Value Measurement of Assets Acquired and Liabilities Assumed

Described below are the methods used to determine the fair values of the significant assets acquired and liabilities assumed in the RSI acquisition:

Cash and cash equivalents. The estimated fair values of cash and cash equivalents approximate their stated face amounts, as these financial instruments are either due on demand or have short-term maturities.

Debt securities available for sale. The estimated fair values of the debt securities were calculated utilizing Level 2 inputs. The majority of the acquired securities were fixed income instruments that are not quoted on an exchange but are traded in active markets. The prices for these instruments are obtained through an independent pricing service when available, or dealer market participants with whom the Company has historically transacted with for both purchases and sales of securities. The prices are derived from market quotations and matrix pricing. The fair value measurements consider observable data that may include dealer quotes, market spreads, cash flows, the U.S. Treasury yield curve, and the bond's terms and conditions, among other things. Management reviewed the data and assumptions used in pricing securities by its third-party provider to ensure the highest level of significant inputs are derived from market observable data.

Loans receivable. The acquired loan portfolio was segregated into pools for valuation purposes primarily based on loan type, non-accrual status, and credit risk rating. The estimated fair values were computed by discounting the expected cash flows from the respective pools. Cash flows were estimated by using valuation models that incorporated estimates of current key assumptions such as prepayment speeds, default rates, and loss severity rates. The process included: (1) projecting monthly principal and/or interest cash flows based on the contractual terms of the loans, including both maturity and contractual amortization; (2) adjusting projected cash flows for expected losses and prepayments, where appropriate; (3) developing a discount rate based on the relative risk of the cash flows, considering the loan type, liquidity risk, the maturity of the loans, servicing costs, and a required return on capital; and (4) discounting the projected cash flows to a present value, to arrive at the calculated value of the loans.

The methods used to estimate the fair values of loans are extremely sensitive to the assumptions and estimates used. While management attempted to use assumptions and estimates that best reflected the acquired loan portfolios and current market conditions, a greater degree of subjectivity is inherent in the values than in those determined in active markets.

Office properties and equipment, net. The fair value of land and buildings was estimated using current appraisals. Acquired equipment was not material. Buildings are amortized over their estimated useful lives. Equipment is amortized or depreciated over their estimated useful lives usually ranging from three to fifteen years.

Bank-owned life insurance. Bank-owned life insurance is accounted for using the cash surrender value method and is recorded at its net realizable value.

Goodwill. Goodwill is not amortized for book purposes; however, it is reviewed at least annually for impairment and is not deductible for tax purposes.

Core deposit intangibles. Core deposit intangibles ("CDI") are the measure of the value of non-maturity deposits in a business combination. The fair value of the CDI was calculated utilizing the cost savings approach, the expected cost savings attributable to the core deposits funding relative to an alternative source of funding, using a discounted cash flow present value methodology. Key inputs and assumptions utilized in the discounted cash flow present value methodology include core deposit balances and rates paid, the cost of an additional funding source, the aggregate life of deposits and truncation points, non-interest deposit costs, and the immediate deposit outflow assumption.

Deposits. The fair values of deposit liabilities with no stated maturity (i.e., non-interest-bearing and interest-bearing demand deposit accounts, money market and savings and club deposits) are equal to the carrying amounts payable on demand. The fair value of certificates of deposit represents contractual cash flows, discounted to present value using interest rates currently offered on deposits with similar characteristics and remaining maturities.

Borrowings. The fair values of borrowings consisting of FHLB advances were estimated by discounting future cash flows using market discount rates for borrowings with similar characteristics, terms and remaining maturities.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(4) Debt Securities Available for Sale

Debt securities available for sale at December 31, 2024 and 2023 are summarized as follows:

December 31, 2024				
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized (Losses)	Fair Value
	(In thousands)			
U.S. government and agency obligations	\$ 314,494	\$ 810	\$ (602)	\$ 314,702
Mortgage-backed securities and collateralized mortgage obligations	729,488	173	(106,704)	622,957
Municipal obligations	2,378	3	(22)	2,359
Corporate debt securities	95,508	123	(9,703)	85,928
	<u>\$ 1,141,868</u>	<u>\$ 1,109</u>	<u>\$ (117,031)</u>	<u>\$ 1,025,946</u>

December 31, 2023				
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized (Losses)	Fair Value
	(In thousands)			
U.S. government and agency obligations	\$ 146,387	\$ 924	\$ (1,810)	\$ 145,501
Mortgage-backed securities and collateralized mortgage obligations	1,009,508	20	(141,943)	867,585
Municipal obligations	2,770	—	(68)	2,702
Corporate debt securities	92,565	2	(14,798)	77,769
	<u>\$ 1,251,230</u>	<u>\$ 946</u>	<u>\$ (158,619)</u>	<u>\$ 1,093,557</u>

The amortized cost and fair value of debt securities available for sale at December 31, 2024, by contractual final maturity, is shown below. Expected maturities may differ from contractual maturities due to prepayment or early call options exercised by the issuer.

	December 31, 2024	
	Amortized Cost	Fair Value
	(In thousands)	
One year or less	\$ 124,990	\$ 124,798
More than one year to five years	216,273	216,089
More than five years to ten years	71,117	62,102
	\$ 412,380	\$ 402,989
Mortgage-backed securities and collateralized mortgage obligations	729,488	622,957
	\$ 1,141,868	\$ 1,025,946

Mortgage-backed securities and collateralized mortgage obligations totaling \$729.5 million at amortized cost, and \$623.0 million at fair value, are not classified by maturity as their expected lives are likely to be shorter than the contractual maturity date due to principal prepayments.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(4) Debt Securities Available for Sale (continued)

During the year ended December 31, 2024, proceeds from the sale of debt securities available for sale totaled \$321.2 million, resulting in no gross gains and \$35.9 million of gross losses. There was one called debt security available for sale totaling \$2.0 million, and \$15.0 million in maturities of debt securities available for sale during the year ended December 31, 2024.

During the year ended December 31, 2023, proceeds from the sale of debt securities available for sale totaled \$277.0 million, resulting in no gross gains and \$10.8 million of gross losses. There were no calls and \$4,000 in maturities of debt securities available for sale during the year ended December 31, 2023.

During the year ended December 31, 2022, proceeds from the sale of debt securities available for sale totaled \$126.8 million, resulting in gross gains of \$710,000 and \$500,000 of gross losses. There were no calls and \$915,000 in maturities of debt securities available for sale during the year ended December 31, 2022.

Debt securities available for sale having a carrying value of \$343.4 million and \$286.6 million, at December 31, 2024 and 2023, respectively, were pledged as security for public funds on deposit at Columbia Bank as required and permitted by law, pledged for outstanding borrowings at the Federal Home Loan Bank, and pledged for potential borrowings at the Federal Reserve Bank of New York.

The following tables summarize the fair value and gross unrealized losses of those securities that reported an unrealized loss at December 31, 2024 and 2023 and if the unrealized loss position was continuous for the twelve months prior to those respective dates:

		December 31, 2024					
Less Than 12 Months			12 Months or Longer			Total	
Fair Value	Gross Unrealized (Losses)		Fair Value	Gross Unrealized (Losses)		Fair Value	Gross Unrealized (Losses)
(In thousands)							
U.S. government and agency obligations	\$ 126,197	\$ (602)	\$ —	\$ —		\$ 126,197	\$ (602)
Mortgage-backed securities and collateralized mortgage obligations	93,763	(475)	476,559	(106,229)		570,322	(106,704)
Municipal obligations	—	—	1,346	(22)		1,346	(22)
Corporate debt securities	—	—	80,805	(9,703)		80,805	(9,703)
	\$ 219,960	\$ (1,077)	\$ 558,710	\$ (115,954)		\$ 778,670	\$ (117,031)

December 31, 2023							
Less Than 12 Months				12 Months or Longer		Total	
Fair Value	Gross Unrealized (Losses)	Fair Value	Gross Unrealized (Losses)	Fair Value	Gross Unrealized (Losses)	Fair Value	Gross Unrealized (Losses)
(In thousands)							
U.S. government and agency obligations	\$ —	\$ —	\$ 21,344	\$ (1,810)	\$ 21,344	\$ (1,810)	
Mortgage-backed securities and collateralized mortgage obligations	54	(4)	863,026	(141,939)	863,080	(141,943)	
Municipal obligations	—	—	2,702	(68)	2,702	(68)	
Corporate debt securities	—	—	75,765	(14,798)	75,765	(14,798)	
	\$ 54	\$ (4)	\$ 962,837	\$ (158,615)	\$ 962,891	\$ (158,619)	

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(4) Debt Securities Available for Sale (continued)

The number of securities in an unrealized loss position at December 31, 2024 totaled 185, compared with 329 at December 31, 2023. All temporarily impaired securities were investment grade as of December 31, 2024 and 2023, except two corporate debt securities which were rated BB+, totaling approximately \$8.4 million and \$8.1 million at December 31, 2024 and 2023, respectively.

For available for sale securities, the Company assesses whether a loss is from credit or other factors and considers the extent to which fair value is less than amortized cost, any changes to the rating of the security by a rating agency and adverse conditions related to the security, among other factors. If this assessment indicates that a credit loss exists, the present value of cash flows expected to be collected from the security are compared to the amortized cost basis of the security. If the present value of cash flows is less than the amortized cost, a credit loss would be recorded through an allowance for credit losses, limited by the amount that the fair value is less than the amortized cost basis.

There was no activity in the allowance for credit losses on debt securities available for sale during the years ended December 31, 2024 and 2023.

The Company made an accounting policy election to exclude accrued interest receivable from the amortized cost basis of debt securities available for sale. Accrued interest receivable on debt securities available for sale is reported as a component of accrued interest receivable in the Consolidated Statements of Financial Condition, which totaled \$4.7 million and \$3.7 million at December 31, 2024 and 2023, respectively, and is excluded from the estimate of credit losses.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(5) Debt Securities Held to Maturity

Debt securities held to maturity at December 31, 2024 and 2023 are summarized as follows:

	December 31, 2024				
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized (Losses)	Allowance for Credit Losses	Fair Value
	(In thousands)				
U.S. government and agency obligations	\$ 44,871	\$ —	\$ (5,288)	\$ —	\$ 39,583
Mortgage-backed securities and collateralized mortgage obligations	347,969	8	(37,407)	—	310,570
	<u>\$ 392,840</u>	<u>\$ 8</u>	<u>\$ (42,695)</u>	<u>\$ —</u>	<u>\$ 350,153</u>

	December 31, 2023				
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized (Losses)	Allowance for Credit Losses	Fair Value
	(In thousands)				
U.S. government and agency obligations	\$ 49,871	\$ —	\$ (5,902)	\$ —	\$ 43,969
Mortgage-backed securities and collateralized mortgage obligations	351,283	—	(38,075)	—	313,208
	<u>\$ 401,154</u>	<u>\$ —</u>	<u>\$ (43,977)</u>	<u>\$ —</u>	<u>\$ 357,177</u>

The amortized cost and fair value of debt securities held to maturity at December 31, 2024, by contractual final maturity, is shown below. Expected maturities may differ from contractual maturities due to prepayment or early call options exercised by the issuer.

	December 31, 2024	
	Amortized Cost	Fair Value
	(In thousands)	
More than one year to five years	\$ 24,874	\$ 23,289
More than five years to ten years	9,997	8,687
More than ten years	<u>10,000</u>	<u>7,607</u>
	44,871	39,583
Mortgage-backed securities and collateralized mortgage obligations	<u>347,969</u>	<u>310,570</u>
	<u>\$ 392,840</u>	<u>\$ 350,153</u>

Mortgage-backed securities and collateralized mortgage obligations totaling \$348.0 million at amortized cost, and \$310.6 million at fair value at December 31, 2024, are not classified by maturity as their expected lives are likely to be shorter than the contractual maturity date due to principal prepayments.

During the year ended December 31, 2024, there were no sales or maturities of debt securities held to maturity. There was one called debt security held to maturity totaling \$5.0 million during the year ended December 31, 2024.

During the year ended December 31, 2023, there were no sales or calls of debt securities held to maturity. During the year ended December 31, 2023, proceeds from matured debt securities held to maturity totaled \$4.3 million.

During the year ended December 31, 2022, there were no sales, calls or maturities of debt securities held to maturity.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(5) Debt Securities Held to Maturity (continued)

Debt securities held to maturity having a carrying value of \$247.6 million and \$202.9 million, at December 31, 2024 and 2023, respectively, were pledged as security for public funds on deposit at Columbia Bank as required and permitted by law, pledged for outstanding borrowings at the Federal Home Loan Bank, and pledged for potential borrowings at the Federal Reserve Bank of New York.

The following tables summarize the fair value and gross unrealized losses of those securities that reported an unrealized loss at December 31, 2024 and 2023 and if the unrealized loss position was continuous for the twelve months prior to those respective dates:

December 31, 2024							
Less Than 12 Months				12 Months or Longer		Total	
Fair Value	Gross Unrealized (Losses)	Fair Value	Gross Unrealized (Losses)	Fair Value	Gross Unrealized (Losses)	Fair Value	Gross Unrealized (Losses)
(In thousands)							
U.S. government and agency obligations	\$ —	\$ —	\$ 39,583	\$ (5,288)	\$ 39,583	\$ (5,288)	
Mortgage-backed securities and collateralized mortgage obligations	41,030	(605)	267,756	(36,802)	308,786	(37,407)	
	<u>\$ 41,030</u>	<u>\$ (605)</u>	<u>\$ 307,339</u>	<u>\$ (42,090)</u>	<u>\$ 348,369</u>	<u>\$ (42,695)</u>	

December 31, 2023							
Less than 12 months				12 months or longer		Total	
Fair Value	Gross Unrealized (Losses)	Fair Value	Gross Unrealized (Losses)	Fair Value	Gross Unrealized (Losses)	Fair Value	Gross Unrealized (Losses)
(In thousands)							
U.S. government and agency obligations	\$ —	\$ —	\$ 43,969	\$ (5,902)	\$ 43,969	\$ (5,902)	
Mortgage-backed securities and collateralized mortgage obligations	—	—	313,208	(38,075)	313,208	(38,075)	
	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 357,177</u>	<u>\$ (43,977)</u>	<u>\$ 357,177</u>	<u>\$ (43,977)</u>	

The number of securities in an unrealized loss position at December 31, 2024 totaled 105, compared with 108 at December 31, 2023. All temporarily impaired securities were investment grade as of December 31, 2024 and 2023.

For held to maturity securities, management measures expected credit losses on a collective basis by major security type. All of the mortgage-backed securities are issued by U.S. government agencies and are either explicitly or implicitly guaranteed by the U.S. government, are highly rated by major rating agencies and have a long history of no credit losses and, therefore, the expectation of non-payment is zero and the Company is not required to estimate an allowance for credit losses on these securities under the CECL standard. All these securities reflect a credit quality rating of AAA by Moody's Investors Service.

The Company made an accounting policy election to exclude accrued interest receivable from the amortized cost basis of debt securities held to maturity. Accrued interest receivable on debt securities held to maturity is reported as a component of accrued interest receivable in the Consolidated Statements of Financial Condition, which totaled \$898,000 and \$997,000 at December 31, 2024 and 2023, respectively, and is excluded from the estimate of credit losses.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(6) Equity Securities at Fair Value

The Company has an equity securities portfolio which consists of stock in other financial institutions, a payment technology company, a community bank correspondent services company, preferred stock in U.S. Government agencies, and a Community Reinvestment Act qualifying bond fund which are reported at fair value on the Company's Consolidated Statements of Financial Condition. The fair value of the equities portfolio at December 31, 2024 and 2023 was \$6.7 million and \$4.1 million, respectively.

The Company recorded a net increase in the fair value of equity securities of \$2.6 million and \$695,000 during the years ended December 31, 2024 and 2023, respectively, as a component of non-interest income.

During the years ended December 31, 2024, 2023, and 2022, there were no sales of equity securities.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses

Loans receivable at December 31, 2024 and 2023 are summarized as follows:

	December 31,	
	2024	2023
	(In thousands)	
Real estate loans:		
One-to-four family	\$ 2,710,937	\$ 2,792,833
Multifamily	1,460,641	1,409,187
Commercial real estate	2,339,883	2,377,077
Construction	473,573	443,094
Commercial business loans	622,000	533,041
Consumer loans:		
Home equity loans and advances	259,009	266,632
Other consumer loans	3,404	2,801
Total gross loans	7,869,447	7,824,665
Purchased credit-deteriorated loans	11,686	15,089
Net deferred loan costs, fees and purchased premiums and discounts	35,795	34,783
Loans receivable	<u>\$ 7,916,928</u>	<u>\$ 7,874,537</u>

The Company had no loans held-for-sale at December 31, 2024 and 2023. During the year ended December 31, 2024, the Company sold \$8.9 million, \$3.3 million, and \$6.8 million of one-to-four family real estate loans, construction loans, and SBA loans included in commercial business loans held-for sale, respectively, resulting in gross gains of \$906,000 and no gross losses. During the year ended December 31, 2023, the Company sold \$73.4 million, \$21.4 million, \$8.1 million, and \$18.4 million of one-to-four family real estate loans and home equity loans, commercial real estate loans, construction loans, and SBA loans included in commercial business loans held-for-sale, respectively, resulting in gross gains of \$2.3 million and gross losses of \$1.0 million. During the year ended December 31, 2022, the Company sold \$2.7 million, \$2.8 million, and \$4.1 million of one-to-four family real estate loans, SBA loans included in commercial business loans and construction loans held-for-sale, respectively, resulting in gross gains of \$242,000 and gross losses of \$64,000.

During the year ended December 31, 2024, the Company purchased \$78.7 million of commercial real estate and participation loans from a third-party financial institution. During the year ended December 31, 2023, the Company purchased a \$14.7 million commercial real estate participation loan from a third party. During the year ended December 31, 2022, the Company purchased \$8.3 million of one-to-four family real estate loans from third parties.

At December 31, 2024 and 2023, commercial business loans included \$47,000, and \$809,000, respectively, in SBA Payroll Protection Program ("PPP") loans.

At December 31, 2024 and 2023, the carrying value of loans serviced by the Company for investors was \$503.9 million and \$551.0 million, respectively. These loans are not included in the Consolidated Statements of Financial Condition. Servicing income totaled \$1.4 million, \$1.4 million, and \$1.3 million for the years ended December 31, 2024, 2023 and 2022, respectively.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

The Company has granted loans to certain officers and directors of the Company and its subsidiaries and to their associates. At December 31, 2024 and 2023, such loans totaled approximately \$2.6 million and \$9.1 million, respectively. During the year ended December 31, 2024, Columbia Bank granted no new loans to related parties. During the years ended December 31, 2023 and 2022 one new loan was granted to a related party totaling \$100,000, and two new loans were granted to related parties for \$751,000, respectively. These loans are performing in accordance with their original terms.

The following tables summarize the aging of loans receivable by portfolio segment, including non-accrual loans and excluding PCD loans, at December 31, 2024 and 2023:

December 31, 2024								
	30-59 Days	60-89 Days	90 Days or More	Total Past Due	Non-accrual	Current	Total	
	(In thousands)							
Real estate loans:								
One-to-four family	\$ 11,685	\$ 6,250	\$ 3,729	\$ 21,664	\$ 8,750	\$ 2,689,273	\$ 2,710,937	
Multifamily	13,626	—	—	13,626	—	1,447,015	1,460,641	
Commercial real estate	4,394	632	—	5,026	2,920	2,334,857	2,339,883	
Construction	6,205	—	—	6,205	—	467,368	473,573	
Commercial business loans	3,713	2,643	2,365	8,721	9,785	613,279	622,000	
Consumer loans:								
Home equity loans and advances	1,026	372	126	1,524	246	257,485	259,009	
Other consumer loans	—	3	—	3	—	3,401	3,404	
Total loans	\$ 40,649	\$ 9,900	\$ 6,220	\$ 56,769	\$ 21,701	\$ 7,812,678	\$ 7,869,447	

	December 31, 2023													
	30-59 Days		60-89 Days		90 Days or More		Total Past Due	Non-accrual	Current	Total				
	(In thousands)													
Real estate loans:														
One-to-four family	\$	11,079	\$	4,254	\$	1,558	\$	16,891	\$	3,139	\$	2,775,942	\$	2,792,833
Multifamily		—		—		—		—		—		1,409,187		1,409,187
Commercial real estate		1,711		2,472		2,740		6,923		2,740		2,370,154		2,377,077
Construction		—		—		—		—		—		443,094		443,094
Commercial business loans		1,727		4,917		6,518		13,162		6,518		519,879		533,041
Consumer loans:														
Home equity loans and advances		779		14		170		963		221		265,669		266,632
Other consumer loans		1		—		—		1		—		2,800		2,801
Total loans	\$	15,297	\$	11,657	\$	10,986		37,940	\$	12,618	\$	7,786,725	\$	7,824,665

The Company considers a loan to be delinquent when we have not received a payment within 30 days of its contractual due date, or when the Company does not expect to receive all principal and interest payments owed substantially in accordance with the terms of the loan agreement, regardless of the past due status. Non-accruing loans are returned to accrual status after there has been a sustained period of repayment performance and both principal and interest are deemed collectible. The Company identifies loans that may need to be charged-off as a loss by reviewing all delinquent loans, classified loans and other loans for which management may have concerns about collectability.

At December 31, 2024 and 2023, non-accrual loans totaled \$21.7 million and \$12.6 million, respectively. Included in non-accrual loans at December 31, 2024 and 2023, are 31 and 10 loans totaling \$15.5 million and \$1.6 million which are less than 90 days in arrears.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

If non-accrual loans had performed in accordance with their original terms, interest income would have increased by \$1.5 million, \$909,000, and \$392,000 for the years ended December 31, 2024, 2023 and 2022, respectively. The amount of cash basis interest income that was recognized on these loans during the years ended December 31, 2024, 2023 and 2022, was \$821,000, \$358,000, and \$161,000, respectively.

At December 31, 2024 and 2023, there were no loans past due 90 days or more still accruing interest.

Purchased credit-deteriorated ("PCD") loans were loans acquired at a discount primarily due to deteriorated credit quality. These loans were initially recorded at fair value at acquisition, based upon the present value of expected future cash flows, with no related allowance for credit losses. Loans acquired in a business combination are recorded in accordance with ASC Topic 326, which requires loans as of the acquisition date, which have experienced a more than insignificant deterioration in credit quality since origination, to be classified as PCD loans.

At December 31, 2024 and 2023, PCD loans acquired in the Stewardship Financial Corporation acquisition totaled \$1.2 million and \$1.7 million, respectively, PCD loans acquired in the Freehold Bank acquisition totaled \$241,000 and \$2.8 million, respectively, and PCD loans acquired in the RSI Bank acquisition totaled \$10.3 million and \$10.6 million, respectively.

We may obtain physical possession of real estate collateralizing a residential mortgage loan via foreclosure or through an in-substance repossession. At December 31, 2024, the Company held one commercial property with a carrying value of \$1.3 million in other real estate owned that was acquired through foreclosure on a nonresidential mortgage loan. At December 31, 2023, the Company had no real estate owned. At December 31, 2024, we had four residential mortgage loans with carrying values totaling \$1.1 million collateralized by residential real estate, which were in the process of foreclosure. At December 31, 2023 we had one residential mortgage loan and one home equity loan with a total carrying value of \$576,000 and \$93,000, respectively, collateralized by residential real estate which were in the process of foreclosure.

On January 1, 2022, the Company adopted CECL (ASC Topic 326), which replaced the historical incurred loss methodology with an expected loss methodology. The loan portfolio segmentation was expanded to seven portfolio segments taking into consideration common loan attributes and risk characteristics, as well as historical reporting metrics and data availability. The Company made an accounting policy election to exclude accrued interest receivable from the amortized cost basis of loans receivable. Accrued interest receivable on loans receivable is reported as a component of accrued interest receivable in the Consolidated Statements of Financial Condition, which totaled \$33.5 million and \$32.9 million at December 31, 2024 and 2023, respectively and is excluded from the estimate of credit losses.

The allowance for credit losses ("ACL") is established through the provision for credit losses that are charged to income, which is based upon an evaluation of estimated losses in the current loan portfolio, including the evaluation of individually analyzed loans. Charge-offs against the ACL are taken on loans where management determines that the collection of loan principal and interest is unlikely. Recoveries made on loans that have been charged-off are credited to the ACL. Although we believe we have established and maintained the ACL on loans at appropriate levels, changes in reserves may be necessary if actual economic and other conditions differ substantially from the forecast used in estimating the ACL.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

The following tables summarize loans receivable (including PCD loans) and allowance for credit losses by portfolio segment and impairment method at December 31, 2024 and 2023:

	December 31, 2024								
	One-to-Four Family	Multifamily	Commercial Real Estate	Construction	Commercial Business	Home Equity Loans and Advances	Other Consumer Loans	Total	
	(In thousands)								
Allowance for credit losses:									
Individually analyzed loans	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
Collectively analyzed loans	13,169	9,542	15,940	6,703	13,112	1,452	7	59,925	
Loans acquired with deteriorated credit quality	4	—	29	—	—	—	—	33	
Total	<u>\$ 13,173</u>	<u>\$ 9,542</u>	<u>\$ 15,969</u>	<u>\$ 6,703</u>	<u>\$ 13,112</u>	<u>\$ 1,452</u>	<u>\$ 7</u>	<u>\$ 59,958</u>	
Total loans:									
Individually analyzed loans	\$ 9,167	\$ 5,743	\$ 7,517	\$ —	\$ 15,184	\$ 331	\$ —	\$ 37,942	
Collectively analyzed loans	2,701,770	1,454,898	2,332,366	473,573	606,816	258,678	3,404	7,831,505	
Loans acquired with deteriorated credit quality	1,815	—	9,425	—	300	146	—	11,686	
Total loans	<u>\$ 2,712,752</u>	<u>\$ 1,460,641</u>	<u>\$ 2,349,308</u>	<u>\$ 473,573</u>	<u>\$ 622,300</u>	<u>\$ 259,155</u>	<u>\$ 3,404</u>	<u>\$ 7,881,133</u>	

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

December 31, 2023								
	One-to-Four Family	Multifamily	Commercial Real Estate	Construction	Commercial Business	Home Equity Loans and Advances	Other Consumer Loans	Total
(In thousands)								
Allowance for credit losses:								
Individually analyzed loans	\$ 186	\$ 7	\$ 237	\$ —	\$ 154	\$ 30	\$ —	\$ 614
Collectively analyzed loans	12,827	8,735	15,378	7,758	7,742	1,862	7	54,309
Loans acquired with deteriorated credit quality	4	—	142	—	27	—	—	173
Total	<u>\$ 13,017</u>	<u>\$ 8,742</u>	<u>\$ 15,757</u>	<u>\$ 7,758</u>	<u>\$ 7,923</u>	<u>\$ 1,892</u>	<u>\$ 7</u>	<u>\$ 55,096</u>
Total loans:								
Individually analyzed loans	\$ 4,063	\$ 382	\$ 15,360	\$ —	\$ 11,550	\$ 601	\$ —	\$ 31,956
Collectively analyzed loans	2,788,770	1,408,805	2,361,717	443,094	521,491	266,031	2,801	7,792,709
Loans acquired with deteriorated credit quality	1,893	—	12,689	—	369	138	—	15,089
Total loans	<u>\$ 2,794,726</u>	<u>\$ 1,409,187</u>	<u>\$ 2,389,766</u>	<u>\$ 443,094</u>	<u>\$ 533,410</u>	<u>\$ 266,770</u>	<u>\$ 2,801</u>	<u>\$ 7,839,754</u>

On January 1, 2023, the Company adopted ASU 2022-02, *Financial Instruments-Credit Losses (Topic 326), Troubled Debt Restructurings and Vintage Disclosures*, which eliminated the accounting guidance for troubled debt restructurings (“TDRs”) while enhancing disclosure requirements for certain loan refinancing and restructurings by creditors when a borrower is experiencing financial difficulty. This guidance was applied on a prospective basis. Modifications made to borrowers experiencing financial difficulty may include principal or interest forgiveness, forbearance, interest rate reductions, term extensions, or a combination of these events intended to minimize economic loss and to avoid foreclosure or repossession of collateral.

The following tables presents the modifications of loans to borrowers experiencing financial difficulty that were modified during the year ended December 31, 2024 and 2023:

For the Year Ended December 31, 2024			
Amortized Cost	Interest Rate Reduction	Term Extension	% of Total Class of Loans Receivable
(In thousands)			
Commercial real estate	\$ 1,536	\$ 1,536	\$ —
Commercial business	5,630	—	5,630
Total loans	<u>\$ 7,166</u>	<u>\$ 1,536</u>	<u>\$ 5,630</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

	For the Year Ended December 31, 2023			
	Amortized Cost	Term Extension	Combination of Term Extension, Interest Rate Reduction, and Principal Forgiveness	% of Total Class of Loans Receivable
	(In thousands)			
Commercial real estate	\$ 1,038	\$ 1,038	\$ —	0.04 %
Construction	2,317	2,317	—	0.52
Commercial business	5,240	240	5,000	0.98
Total loans	\$ 8,595	\$ 3,595	\$ 5,000	0.11 %

The following table describes the types of modifications of loans to borrowers experiencing financial difficulty during the years ended December 31, 2024 and 2023:

For the Year Ended December 31, 2024	
	Type of Modifications
Commercial real estate	Interest rate reduction
Commercial business	Term extensions ranging between 15 and 60 months
For the Year Ended December 31, 2023	
	Type of Modifications
Commercial real estate	12 month term extension
Construction	12 month term extension
Commercial business	12 month term extension, interest rate reduction, and/or principal forgiveness

The Company closely monitors the performance of modifications of loans to borrowers experiencing financial difficulty to understand the effectiveness of these modification efforts. The Company did not extend any commitments to lend additional funds to borrowers experiencing financial difficulty whose loans had been modified during the years ended December 31, 2024 and 2023.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

The following tables presents the aging analysis of modifications of loans to borrowers experiencing financial difficulty at December 31, 2024 and 2023:

	December 31, 2024					
	Current	30-59 Days	60-89 Days	90 Days or More	Non-accrual	Total
	(In thousands)					
Commercial real estate	\$ 1,520	\$ —	\$ —	\$ —	\$ 1,029	\$ 2,549
Commercial business	1,759	39	—	—	2,050	3,848
Total loans	<u>\$ 3,279</u>	<u>\$ 39</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 3,079</u>	<u>\$ 6,397</u>
	December 31, 2023					
	Current	30-59 Days	60-89 Days	90 Days or More	Non-accrual	Total
	(In thousands)					
Commercial real estate	\$ 1,035	\$ —	\$ —	\$ —	\$ —	\$ 1,035
Construction	2,317	—	—	—	—	2,317
Commercial business	—	—	4,917	—	237	5,154
Total loans	<u>\$ 3,352</u>	<u>\$ —</u>	<u>\$ 4,917</u>	<u>\$ —</u>	<u>\$ 237</u>	<u>\$ 8,506</u>

The activity in the allowance for credit losses on loans for the years ended December 31, 2024, 2023 and 2022 are as follows:

	Years Ended December 31,		
	2024	2023	2022
(In thousands)			
Balance at beginning of period	\$ 55,096	\$ 52,803	\$ 62,689
Impact of Adopting ASU No. 2016-13 ("CECL") effective January 1, 2022	—	—	(16,443)
Initial allowance related to PCD loans	—	—	633
Provision for credit losses	14,451	4,787	5,969
Recoveries	609	1,000	593
Charge-offs	(10,198)	(3,494)	(638)
Balance at end of period	<u>\$ 59,958</u>	<u>\$ 55,096</u>	<u>\$ 52,803</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

The activity in the allowance for credit losses by portfolio segment for the years ended December 31, 2024, 2023, and 2022, are as follows:

For the Year Ended December 31, 2024									
	One-to-Four Family	Multifamily	Commercial Real Estate	Construction	Commercial Business	Home Equity Loans and Advances	Other Consumer Loans	Total	
	(In thousands)								
Balance at beginning of period	\$ 13,017	\$ 8,742	\$ 15,757	\$ 7,758	\$ 7,923	\$ 1,892	\$ 7	\$ 55,096	
Provision for (reversal of) credit losses	147	800	296	(1,059)	14,467	(459)	259	14,451	
Recoveries	11	—	36	4	536	19	3	609	
Charge-offs	(2)	—	(120)	—	(9,814)	—	(262)	(10,198)	
Balance at end of period	<u>\$ 13,173</u>	<u>\$ 9,542</u>	<u>\$ 15,969</u>	<u>\$ 6,703</u>	<u>\$ 13,112</u>	<u>\$ 1,452</u>	<u>\$ 7</u>	<u>\$ 59,958</u>	

For the Year Ended December 31, 2023									
	One-to-Four Family	Multifamily	Commercial Real Estate	Construction	Commercial Business	Home Equity Loans and Advances	Other Consumer Loans	Total	
	(In thousands)								
Balance at beginning of period	\$ 11,802	\$ 7,877	\$ 18,111	\$ 6,425	\$ 6,897	\$ 1,681	\$ 10	\$ 52,803	
Provision for (reversal of) credit losses	1,783	865	(2,225)	1,333	2,765	160	106	4,787	
Recoveries	17	—	21	—	879	77	6	1,000	
Charge-offs	(585)	—	(150)	—	(2,618)	(26)	(115)	(3,494)	
Balance at end of period	<u>\$ 13,017</u>	<u>\$ 8,742</u>	<u>\$ 15,757</u>	<u>\$ 7,758</u>	<u>\$ 7,923</u>	<u>\$ 1,892</u>	<u>\$ 7</u>	<u>\$ 55,096</u>	

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

	For the Year Ended December 31, 2022									
	One-to-Four Family	Multifamily	Commercial Real Estate	Construction	Commercial Business	Home Equity Loans and Advances	Other Consumer Loans	Total		
	(In thousands)									
Balance at beginning of period	\$ 8,798	\$ 7,741	\$ 16,114	\$ 8,943	\$ 20,214	\$ 873	\$ 6	\$ 62,689		
Impact of adopting ASU No. 2016-13	(2,308)	(2,030)	(4,227)	(2,346)	(5,302)	(229)	(1)	(16,443)		
Initial allowance related to PCD loans	131	—	474	3	19	6	—	633		
Provision for (reversal of) credit losses	5,225	2,166	5,750	(175)	(8,052)	1,019	36	5,969		
Recoveries	338	—	—	—	208	45	2	593		
Charge-offs	(382)	—	—	—	(190)	(33)	(33)	(638)		
Balance at end of period	\$ 11,802	\$ 7,877	\$ 18,111	\$ 6,425	\$ 6,897	\$ 1,681	\$ 10	\$ 52,803		

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

The following tables present individually analyzed loans by segment, excluding PCD loans, at December 31, 2024 and 2023:

	At December 31, 2024		
	Recorded Investment	Unpaid Principal Balance	Specific Allowance
	(In thousands)		
With no allowance recorded:			
Real estate loans:			
One-to-four family	\$ 9,167	\$ 9,216	\$ —
Multifamily	5,743	5,743	—
Commercial real estate	7,517	8,089	—
Commercial business loans	15,184	19,553	—
Consumer loans:			
Home equity loans and advances	331	331	—
	<u>37,942</u>	<u>42,932</u>	<u>—</u>
With a specific allowance recorded:			
	<u>—</u>	<u>—</u>	<u>—</u>
Total:			
Real estate loans:			
One-to-four family	9,167	9,216	—
Multifamily	5,743	5,743	—
Commercial real estate	7,517	8,089	—
Commercial business loans	15,184	19,553	—
Consumer loans:			
Home equity loans and advances	331	331	—
Total loans	<u>\$ 37,942</u>	<u>\$ 42,932</u>	<u>\$ —</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

At December 31, 2023			
	Recorded Investment	Unpaid Principal Balance	Specific Allowance
	(In thousands)		
With no allowance recorded:			
Real estate loans:			
One-to-four family	\$ 1,170	\$ 1,519	\$ —
Multifamily	49	52	—
Commercial real estate	12,741	14,364	—
Commercial business loans	5,814	6,764	—
Consumer loans:			
Home equity loans and advances	145	163	—
	<u>19,919</u>	<u>22,862</u>	<u>—</u>
With a specific allowance recorded:			
Real estate loans:			
One-to-four family	2,893	2,911	186
Multifamily	333	333	7
Commercial real estate	2,619	2,622	237
Commercial business loans	5,736	5,736	154
Consumer loans:			
Home equity loans and advances	456	456	30
	<u>12,037</u>	<u>12,058</u>	<u>614</u>
Total:			
Real estate loans:			
One-to-four family	4,063	4,430	186
Multifamily	382	385	7
Commercial real estate	15,360	16,986	237
Commercial business loans	11,550	12,500	154
Consumer loans:			
Home equity loans and advances	601	619	30
Total loans	<u>\$ 31,956</u>	<u>\$ 34,920</u>	<u>\$ 614</u>

Specific allocations of the allowance for credit losses attributable to individually analyzed loans totaled \$0 and \$614,000 at December 31, 2024 and 2023, respectively. At December 31, 2024 and 2023, impaired loans for which there was no related allowance for credit losses totaled \$37.9 million and \$19.9 million, respectively.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

The following table presents interest income recognized for individually analyzed loans by loan segment, excluding PCD loans, for the years ended December 31, 2024, 2023 and 2022:

	For the Years Ended December 31,					
	2024		2023		2022	
	Average Recorded Investment	Interest Income Recognized	Average Recorded Investment	Interest Income Recognized	Average Recorded Investment	Interest Income Recognized
	(In thousands)					
Real estate loans:						
One-to-four family	\$ 4,515	\$ 16	\$ 4,328	\$ 196	\$ 4,385	\$ 203
Multifamily	2,383	1	420	19	598	28
Commercial real estate	9,818	204	16,234	694	16,479	733
Commercial business loans	11,761	100	6,134	331	1,289	88
Consumer loans:						
Home equity loans and advances	245	3	646	42	785	39
Totals	<u>\$ 28,722</u>	<u>\$ 324</u>	<u>\$ 27,762</u>	<u>\$ 1,282</u>	<u>\$ 23,536</u>	<u>\$ 1,091</u>

Management prepares an analysis each quarter that categorizes the entire loan portfolio by certain risk characteristics such as loan type (residential mortgage, commercial mortgage, construction, commercial business, etc.) and loan risk rating. The categorization of loans into risk categories is based upon relevant information about the borrower's ability to service their debt.

The Company utilizes a risk rating system to summarize its loan portfolio into categories with similar risk characteristics. Loans deemed to be "acceptable quality" are rated 1 through 4w, with a rating established for loans with minimal risk. Loans rated 4w are watch loans, which may have a potential concern that warrants increased oversight and tracking by management. We enhanced our level of scrutiny and focus regarding documentation related to credit risk rating benchmark guidelines that pertain to debt-service coverage ratios, LTV ratios, borrower strength, asset quality, and funded cash reserves. Other factors such as guarantees, market strength and remaining loan term and borrower equity are also reviewed and are factored into determining the credit risk rating assigned to each loan. Loans that are deemed to be of "questionable quality" are rated 5 (Special Mention) or 6 (Substandard). Loans with adverse classifications are rated 7 (Doubtful) or 8 (Loss). The risk ratings are also confirmed through periodic loan review examinations which are currently performed by both an independent third-party and the Company's credit risk review department. The Company requires an annual review be performed above certain dollar thresholds, depending on loan type, to help determine the appropriate risk ratings. Results from examinations are presented to the Audit Committee of the Board of Directors.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

The following table summarizes the Company's loans by year of origination and internally assigned credit risk rating, excluding PCD loans, at December 31, 2024 and 2023:

Loans by Year of Origination at December 31, 2024									
	2024	2023	2022	2021	2020	Prior	Revolving Loans	Revolving Loans to Term Loans	Total
	(In thousands)								
One-to-Four Family									
Pass	\$ 112,748	\$ 154,862	\$ 755,791	\$ 745,505	\$ 250,819	\$ 681,085	\$ —	\$ —	\$ 2,700,810
Special mention	—	—	—	—	—	—	—	—	—
Substandard	—	1,399	2,115	1,623	598	4,392	—	—	10,127
Total One-to-Four Family	112,748	156,261	757,906	747,128	251,417	685,477	—	—	2,710,937
Gross charge-offs	—	—	—	—	—	2	—	—	2
Multifamily									
Pass	35,835	131,728	320,011	338,781	169,959	446,956	—	—	1,443,270
Special mention	—	—	—	—	—	—	—	—	—
Substandard	—	—	5,743	9,272	—	2,356	—	—	17,371
Total Multifamily	35,835	131,728	325,754	348,053	169,959	449,312	—	—	1,460,641
Gross charge-offs	—	—	—	—	—	—	—	—	—
Commercial Real Estate									
Pass	122,219	189,692	454,357	370,684	153,058	920,255	—	—	2,210,265
Special mention	—	—	994	—	2,776	33,737	—	—	37,507
Substandard	—	—	14,938	993	3,696	72,484	—	—	92,111
Total Commercial Real Estate	122,219	189,692	470,289	371,677	159,530	1,026,476	—	—	2,339,883
Gross charge-offs	—	—	—	—	—	120	—	—	120
Construction									
Pass	64,631	163,466	198,938	35,443	—	—	—	—	462,478
Special mention	—	—	—	—	—	—	—	—	—
Substandard	—	—	11,095	—	—	—	—	—	11,095
Total Construction	64,631	163,466	210,033	35,443	—	—	—	—	473,573
Gross charge-offs	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

	Loans by Year of Origination at December 31, 2024									
	2024	2023	2022	2021	2020	Prior	Revolving Loans	Revolving Loans to Term Loans	Total	
	(In thousands)									
Commercial Business										
Pass	\$ 105,272	\$ 57,038	\$ 50,164	\$ 28,995	\$ 22,253	\$ 38,997	\$ 281,289	\$ —	\$ 584,008	
Special mention	—	—	108	—	294	106	2,371	—	2,879	
Substandard	—	183	1,366	486	1,100	6,319	25,659	—	35,113	
Doubtful	—	—	—	—	—	—	—	—	—	
Total Commercial Business	105,272	57,221	51,638	29,481	23,647	45,422	309,319	—	622,000	
Gross charge-offs	—	—	167	195	—	3,760	5,692	—	9,814	
Home Equity Loans and Advances										
Pass	14,999	15,169	17,655	15,674	8,974	76,210	41,098	68,899	258,678	
Special mention	—	—	—	—	—	—	—	—	—	
Substandard	—	50	—	—	—	219	62	—	331	
Total Home Equity Loans and Advances	14,999	15,219	17,655	15,674	8,974	76,429	41,160	68,899	259,009	
Gross charge-offs	—	—	—	—	—	—	—	—	—	
Other Consumer Loans										
Pass	2,859	85	85	8	—	63	304	—	3,404	
Special mention	—	—	—	—	—	—	—	—	—	
Substandard	—	—	—	—	—	—	—	—	—	
Total Other Consumer Loans	2,859	85	85	8	—	63	304	—	3,404	
Gross charge-offs	—	74	121	65	—	2	—	—	262	
Total Loans	458,563	713,672	1,833,360	1,547,464	613,527	2,283,179	350,783	68,899	7,869,447	
Total gross charge-offs	\$ —	\$ 74	\$ 288	\$ 260	\$ —	\$ 3,884	\$ 5,692	\$ —	\$ 10,198	

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

Loans by Year of Origination at December 31, 2023									
	2023	2022	2021	2020	2019	Prior	Revolving Loans	Revolving Loans to Term Loans	Total
(In thousands)									
One-to-Four Family									
Pass	\$ 156,279	\$ 786,735	\$ 793,074	\$ 272,215	\$ 165,337	\$ 614,351	\$ —	\$ —	\$ 2,787,991
Special mention	—	—	—	—	—	—	—	—	—
Substandard	—	1,176	769	283	629	1,985	—	—	4,842
Total One-to-Four family	156,279	787,911	793,843	272,498	165,966	616,336	—	—	2,792,833
Gross charge-offs	—	208	197	—	29	151	—	—	585
Multifamily									
Pass	111,612	317,277	359,983	157,294	202,923	255,578	—	—	1,404,667
Special mention	—	—	—	—	—	4,520	—	—	4,520
Substandard	—	—	—	—	—	—	—	—	—
Total Multifamily	111,612	317,277	359,983	157,294	202,923	260,098	—	—	1,409,187
Gross charge-offs	—	—	—	—	—	—	—	—	—
Commercial Real Estate									
Pass	191,030	422,058	371,578	174,705	236,263	930,740	—	—	2,326,374
Special mention	—	—	465	—	871	24,405	—	—	25,741
Substandard	—	5,743	905	1,799	—	16,515	—	—	24,962
Total Commercial Real Estate	191,030	427,801	372,948	176,504	237,134	971,660	—	—	2,377,077
Gross charge-offs	—	—	—	—	64	86	—	—	150
Construction									
Pass	99,634	270,397	65,374	4,933	439	2,317	—	—	443,094
Special mention	—	—	—	—	—	—	—	—	—
Substandard	—	—	—	—	—	—	—	—	—
Total Construction	99,634	270,397	65,374	4,933	439	2,317	—	—	443,094
Gross charge-offs	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(7) Loans Receivable and Allowance for Credit Losses (continued)

	Loans by Year of Origination at December 31, 2023									
	2023	2022	2021	2020	2019	Prior	Revolving Loans	Revolving Loans to Term Loans	Total	
	(In thousands)									
Commercial Business										
Pass	\$ 67,529	\$ 58,118	\$ 28,989	\$ 27,194	\$ 15,499	\$ 38,954	\$ 272,698	\$ —	\$	508,981
Special mention	127	303	—	97	14	1,389	4,587	—		6,517
Substandard	—	76	88	6	1,081	6,150	10,142	—		17,543
Total Commercial Business	67,656	58,497	29,077	27,297	16,594	46,493	287,427	—		533,041
Gross charge-offs	—	—	31	34	2,249	304	—	—		2,618
Home Equity Loans and Advances										
Pass	20,198	20,713	18,139	11,368	9,877	84,261	37,261	64,558		266,375
Special mention	—	—	—	—	—	—	—	—		—
Substandard	—	—	—	—	—	257	—	—		257
Total Home Equity Loans and Advances	20,198	20,713	18,139	11,368	9,877	84,518	37,261	64,558		266,632
Gross charge-offs	—	—	—	—	—	26	—	—		26
Other Consumer Loans										
Pass	2,199	151	38	6	18	68	321	—		2,801
Special mention	—	—	—	—	—	—	—	—		—
Substandard	—	—	—	—	—	—	—	—		—
Total Other Consumer Loans	2,199	151	38	6	18	68	321	—		2,801
Gross charge-offs	—	61	52	—	—	2	—	—		115
Total Loans	648,608	1,882,747	1,639,402	649,900	632,951	1,981,490	325,009	64,558		7,824,665
Gross charge-offs	\$ —	\$ 269	\$ 280	\$ 34	\$ 2,342	\$ 569	\$ —	\$ —	\$	3,494

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(8) Office Properties and Equipment, net

Office properties and equipment less accumulated depreciation at December 31, 2024 and 2023 are summarized as follows:

	December 31,	
	2024	2023
	(In thousands)	
Land	\$ 14,623	\$ 14,623
Buildings	29,910	37,383
Land and building improvements	49,737	45,272
Leasehold improvements	28,258	26,021
Furniture and equipment	37,787	36,785
	160,315	160,084
Less accumulated depreciation and amortization	(78,543)	(76,507)
Total office properties and equipment, net	<u>\$ 81,772</u>	<u>\$ 83,577</u>

Land and building improvements at December 31, 2024 and 2023 included \$1.0 million and \$1.6 million, respectively, in construction in progress for the renovation of various office facilities. During the year ended December 31, 2023, the Bank classified a building as held-for-sale totaling \$1.0 million, which was included in buildings, and sold during the year ended December 31, 2024. During the year ended December 31, 2022, the Bank acquired and sold \$1.7 million included in buildings classified as held-for-sale.

Depreciation and amortization expense for the years ended December 31, 2024, 2023 and 2022, amounted to \$8.2 million, \$7.8 million, \$7.3 million, respectively.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(9) Leases

The Company leases real estate property for branches and office space. At December 31, 2024 and 2023, all of the Company's leases are classified as operating leases.

The Company determines if an arrangement is a lease at inception. Topic 842 requires lessees to recognize a right-of-use asset and a lease liability, measured at the present value of the future minimum lease payments, at the lease commencement date. The calculated amount of the right-of-use asset and lease liabilities are impacted by the length of the lease term and the discount rate used to calculate the present value of minimum lease payments.

At December 31, 2024 and 2023, the weighted average remaining lease term for operating leases was 5.7 years and 5.9 years, respectively, and the weighted average discount rate used in the measurement of operating lease liabilities was 3.30% and 2.70%, respectively.

The Company elected to account for the lease and non-lease components separately since such amounts are readily determinable under the Company's lease contracts. Operating lease expense is recognized on a straight-line basis over the lease term, while variable lease payments are recognized as incurred. Variable lease payments include common area maintenance charges, real estate taxes, repairs and maintenance costs and utilities. Operating and variable lease expenses are recorded in occupancy expense in the Consolidated Statements of Income. During the years ended December 31, 2024 and 2023, operating and variable lease expenses totaled approximately \$2.8 million and \$2.7 million, respectively.

There were no sale and leaseback transactions, leveraged leases or lease transactions with related parties during the years ended December 31, 2024 and 2023. At December 31, 2024, the Company had no leases which had not yet commenced.

The following table summarizes lease payment obligations for each of the next five years and thereafter as follows:

	Lease Payment Obligations at December 31,	
	2024	2023
	(In thousands)	
One year or less	\$ 4,666	\$ 4,204
After one year to two years	4,232	3,536
After two years to three years	3,272	3,154
After three years to four years	2,809	2,271
After four years to five years	1,899	1,807
Thereafter	2,742	2,974
Total undiscounted cash flows	19,620	17,946
Discount on cash flows	(1,796)	(1,411)
Total lease liability	\$ 17,824	\$ 16,535

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(10) Goodwill and Intangible Assets

Intangible assets at December 31, 2024 and 2023 are summarized as follows:

	December 31,	
	2024	2023
	(In thousands)	
Goodwill	\$ 110,715	\$ 110,715
Core deposit intangibles	8,964	11,155
Mortgage servicing rights	1,329	1,480
	<u>\$ 121,008</u>	<u>\$ 123,350</u>

Mortgage servicing rights' amortization expense for the years ended December 31, 2024, 2023, and 2022 amounted to \$241,000, \$239,000, and \$233,000, respectively. Core deposit intangible amortization expense for the years ended December 31, 2024, 2023, and 2022 amounted to \$2.2 million, \$2.4 million, and \$2.0 million, respectively.

Scheduled amortization of core deposit intangibles for each of the next five years and thereafter is as follows:

Year Ended December 31,	Core Deposit Intangible Amortization
	(In thousands)
2025	\$ 2,018
2026	1,829
2027	1,615
2028	1,361
2029	994
Thereafter	1,147
Total	<u>\$ 8,964</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(11) Deposits

Deposits at December 31, 2024 and 2023 are summarized as follows:

	December 31,			
	2024		2023	
	Balance	Weighted Average Rate	Balance	Weighted Average Rate
	(Dollars in thousands)			
Non-interest-bearing demand	\$ 1,438,030	— %	\$ 1,437,361	— %
Interest-bearing demand	2,021,312	2.19	1,966,463	2.07
Money market accounts	1,241,691	2.82	1,255,528	3.28
Savings and club deposits	652,501	0.75	700,348	0.48
Certificates of deposit	2,742,615	4.24	2,486,856	3.91
Total deposits	<u>\$ 8,096,149</u>	2.47 %	<u>\$ 7,846,556</u>	2.31 %

The aggregate amount of certificates of deposit that meet or exceed \$250,000 totaled approximately \$677.3 million and \$544.0 million at December 31, 2024 and 2023, respectively.

Within total deposits, brokered deposits totaled \$50.1 million at December 31, 2024. There were no brokered deposits outstanding as of December 31, 2023. The Company also offers its customers reciprocal deposit arrangements, which provide FDIC deposit insurance for accounts that would otherwise exceed deposit insurance limits, which totaled \$28.9 million and \$19.5 million as of December 31, 2024 and 2023, respectively.

Scheduled maturities of certificates of deposit accounts at December 31, 2024 and 2023 are summarized as follows:

	December 31,	
	2024	2023
	(In thousands)	
One year or less	\$ 2,422,249	\$ 2,077,863
After one year to two years	281,961	321,271
After two years to three years	21,909	57,836
After three years to four years	8,193	13,427
After four years	8,303	16,459
	<u>\$ 2,742,615</u>	<u>\$ 2,486,856</u>

Interest expense on deposits for the years ended December 31, 2024, 2023, and 2022 are summarized as follows:

	Years Ended December 31,		
	2024	2023	2022
	(In thousands)		
Demand (including money market accounts)	\$ 88,337	\$ 62,070	\$ 13,900
Savings and club deposits	5,130	2,231	466
Certificates of deposit	108,916	60,861	13,512
	<u>\$ 202,383</u>	<u>\$ 125,162</u>	<u>\$ 27,878</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(12) Borrowings

Borrowings at December 31, 2024 and 2023 are summarized as follows:

	December 31,			
	2024	2023	2024	2023
	Balance		Weighted Average Interest Rate	
	(In thousands)			
FHLB advances	\$ 1,073,564	\$ 1,521,733	4.42 %	4.92 %
Junior subordinated debentures	7,036	6,962	7.56	8.59
	<u>\$ 1,080,600</u>	<u>\$ 1,528,695</u>	<u>4.44 %</u>	<u>4.94 %</u>

At December 31, 2024 and 2023, the Company had no outstanding overnight lines of credit with the FHLB. Interest expense on overnight advances for the years ended December 31, 2024, 2023, and 2022, were \$18,000, \$923,000, and \$1.9 million, respectively.

At December 31, 2024, the Bank could borrow funds from the FHLB under an overnight advance program up to the Bank's maximum borrowing capacity based on the ability to collateralize such borrowings. Members in good standing can borrow up to 50% of their asset size as long as they have qualifying collateral to support the advance and purchase of FHLB capital. Additionally, at December 31, 2024 and 2023, Columbia Bank had unused correspondent bank lines of credit with an aggregate overnight borrowing capacity of \$150.0 million and \$339.0 million, respectively.

At December 31, 2024, FHLB advances were at fixed rates with maturities between January 2025 and October 2029 and at December 31, 2023, FHLB advances were at fixed rates with maturities between January 2024 and September 2028. At both December 31, 2024 and 2023, FHLB advances were collateralized by FHLB capital stock owned by the Bank, and loans with carrying values totaling \$3.6 billion. At December 31, 2023, FHLB advances were collateralized with Freehold Bank loans with carrying values totaling \$29.1 million. Loans securing advances consists of one-to-four family, multifamily and commercial and home equity real estate loans. At December 31, 2024 and 2023, FHLB advances were also collateralized by securities with carrying values totaling \$15.4 million and \$16.4 million, respectively. At December 31, 2023, FHLB advances were also collateralized by Freehold Bank securities with carrying values totaling \$43.1 million. Interest expense on fixed rate FHLB advances for the years ended December 31, 2024, 2023, and 2022, were \$70.4 million, \$61.5 million, and \$11.5 million, respectively.

At December 31, 2024 and 2023, short-term FHLB advances totaling \$378.7 million and \$380.0 million, respectively, were designated as hedged items as part of a cash flow hedging program. See note 21 for information regarding these transactions.

Scheduled maturities of FHLB advances at December 31, 2024 are summarized as follows:

	Year Ended December 31, 2024
	(In thousands)
One year or less	\$ 496,120
After one year to two years	82,064
After two years to three years	149,830
After three years to four years	120,550
After four years	225,000
Total FHLB advances	<u>\$ 1,073,564</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(12) Borrowings (continued)

During 2021, the Company entered into a \$30.0 million unsecured term note with a third party at a fixed interest rate of 3.35% and a maturity date of December 21, 2024. During the fourth quarter of 2023, this note was paid in full. At December 31, 2024 and 2023, the carrying value of the term note was zero. Interest expense on the term note, for the years ended December 31, 2024, 2023, and 2022 was \$0, \$823,000, and \$1.1 million, respectively.

During 2021, the Company also established a \$30.0 million unsecured revolving credit facility with a third party at a variable rate indexed to the prime rate as published by the Wall Street Journal. During 2023, the Company utilized \$1.5 million of the credit line and repaid it in full as of December 31, 2023. During the fourth quarter of 2023, this credit facility was terminated. Interest expense on the revolving credit facility for the years ended December 31, 2024, 2023 and 2022 was \$0, \$95,000, and \$122,000, respectively.

At both December 31, 2024 and 2023, the carrying value of junior subordinated debt balances was \$7.0 million. The balance outstanding at December 31, 2024 and 2023 represents debentures issued in 2003 by Stewardship Statutory Trust (the "Trust"), a statutory business trust that was acquired in the Stewardship merger. These floating rate debentures mature on September 17, 2033 and adjust quarterly at a rate of three month SOFR plus 2.95%. At December 31, 2024 and 2023 the rate of interest was 7.56% and 8.59%, respectively. Interest expense for the years ended December 31, 2024, 2023, and 2022 was \$640,000, \$624,000, and \$370,000, respectively.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(13) Stockholders' Equity

Regulatory Capital

The Company and the Bank are subject to various regulatory capital requirements administered by the federal banking regulators, including a risk-based capital measure. The Federal Reserve establishes capital requirements, including well capitalized standards, for the consolidated financial holding company, and the Office of the Comptroller of the Currency (the "OCC") has similar requirements for the Bank. 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 Statements of Financial Condition.

Federal regulators require federally insured depository institutions to meet several minimum capital standards: (1) total capital to risk-weighted assets of 8.0%; (2) tier 1 capital to risk-weighted assets of 6.0%; (3) common equity tier 1 capital to risk-weighted assets of 4.5%; and (4) tier 1 capital to adjusted total assets of 4.0%. In addition to establishing the minimum regulatory capital requirements, the regulations limit capital distributions and certain discretionary bonus payments to management if the institution does not hold a "capital conservation buffer" consisting of 2.5% of common equity tier 1 capital to risk-weighted assets above the amount necessary to meet its minimum risk-based capital requirements. The regulators established a framework for the classification of savings institutions into five categories: well capitalized, adequately capitalized, undercapitalized, significantly undercapitalized, and critically undercapitalized. Generally, an institution is considered well capitalized if it has: a total capital to risk-weighted assets ratio of at least 10.0%, a tier 1 capital to risk-weighted assets ratio of at least 8.0%, a common tier 1 capital to risk-weighted assets ratio of at least 6.5%, and a tier 1 capital to adjusted total assets ratio of at least 5.0%. As of December 31, 2024 and 2023, each of the Company and Columbia Bank exceeded all capital adequacy requirements to which it is subject.

Based upon most recent notification from federal banking regulators, the Bank was categorized as well capitalized under the regulatory framework for prompt corrective action. There are no conditions existing or events which have occurred since notification that management believes have changed the Bank's category.

The following tables presents the Company's and the Bank's actual capital amounts and ratios at December 31, 2024 and 2023 compared to the Federal Reserve Bank minimum capital adequacy requirements and the Federal Reserve Bank requirements for classification as a well-capitalized institution:

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(13) Stockholders' Equity (continued)

Regulatory Capital (continued)

Company	Actual		Minimum Capital Adequacy Requirements		Minimum Capital Adequacy Requirements With Capital Conservation Buffer		To Be Well Capitalized Under Prompt Corrective Action Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio
(In thousands, except ratio data)								
At December 31, 2024:								
Total capital (to risk-weighted assets) \$	1,131,159	14.20 %	\$ 637,077	8.00 %	\$ 836,164	10.50 %	N/A	N/A
Tier 1 capital (to risk-weighted assets)	1,067,445	13.40	477,808	6.00	676,895	8.50	N/A	N/A
Common equity tier 1 capital (to risk-weighted assets)	1,060,228	13.31	358,356	4.50	557,443	7.00	N/A	N/A
Tier 1 capital (to adjusted total assets)	1,067,445	10.02	426,319	4.00	426,319	4.00	N/A	N/A
At December 31, 2023:								
Total capital (to risk-weighted assets) \$	1,120,849	14.08 %	\$ 636,767	8.00 %	\$ 835,757	10.50 %	N/A	N/A
Tier 1 capital (to risk-weighted assets)	1,060,490	13.32	477,575	6.00	676,565	8.50	N/A	N/A
Common equity tier 1 capital (to risk-weighted assets)	1,053,273	13.23	358,182	4.50	557,171	7.00	N/A	N/A
Tier 1 capital (to adjusted total assets)	1,060,490	10.04	422,441	4.00	422,441	4.00	N/A	N/A
Columbia Bank								
At December 31, 2024:								
Total capital (to risk-weighted assets) \$	1,090,717	14.41 %	\$ 605,734	8.00 %	\$ 795,025	10.50 %	\$ 757,167	10.00 %
Tier 1 capital (to risk-weighted assets)	1,027,003	13.56	454,300	6.00	643,592	8.50	605,734	8.00
Common equity tier 1 capital (to risk-weighted assets)	1,027,003	13.56	340,725	4.50	530,017	7.00	492,159	6.50
Tier 1 capital (to adjusted total assets)	1,027,003	9.64	425,935	4.00	425,935	4.00	532,419	5.00
At December 31, 2023:								
Total capital (to risk-weighted assets) \$	1,033,138	14.02 %	\$ 589,622	8.00 %	\$ 773,879	10.50 %	\$ 737,028	10.00 %
Tier 1 capital (to risk-weighted assets)	974,127	13.22	442,217	6.00	626,474	8.50	589,622	8.00
Common equity tier 1 capital (to risk-weighted assets)	974,127	13.22	331,663	4.50	515,920	7.00	479,068	6.50
Tier 1 capital (to adjusted total assets)	974,127	9.48	411,126	4.00	411,126	4.00	513,908	5.00

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(13) Stockholders' Equity (continued)

Stock Repurchase Program

On December 14, 2022 the Company announced that its Board of Directors authorized the Company's fifth stock repurchase program to acquire up to 3,000,000 shares, or approximately 2.7% of the Company's then issued and outstanding common stock, commencing upon the completion of the Company's fourth stock repurchase program. All shares were repurchased under this program.

On May 25, 2023, the Company announced that its Board of Directors authorized the Company's sixth stock repurchase program to acquire up to 2,000,000 shares, or approximately 1.9% of the Company's then issued and outstanding common stock. As of December 31, 2024, this program expired with 741,725 shares outstanding.

During the years ended December 31, 2024, 2023, and 2022 the Company repurchased 365,116 shares at a cost of approximately \$5.9 million, or \$16.14 per share, 4,242,693 shares at a cost of approximately \$80.5 million, or \$18.97 per share, and 4,464,405 shares at a cost of approximately \$94.0 million, or \$21.05 respectively, under these programs. Repurchased shares are held as treasury stock and are available for general corporate purposes.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(14) Employee Benefit Plans

Pension Plan, Retirement Income Maintenance Plan (the "RIM Plan"), Post-retirement Plan, and Split-Dollar Life Insurance Plans

The Company maintains a single employer, tax-qualified defined benefit pension plan (the "Pension Plan") which covers full-time employees that satisfy the Pension Plan's eligibility requirements. The benefits are based on years of service and the employee's average compensation for the highest five consecutive years of employment. Effective October 1, 2018, newly hired employees are not eligible to participate in the Bank's Pension Plan as the plan has been closed to new employees as of that date.

The Company's policy is to fund at least the minimum contribution required by the Employee Retirement Income Security Act of 1974. GAAP requires an employer to: (a) recognize in its statement of financial position the over-funded or under-funded status of a defined benefit post-retirement plan measured as the difference between the fair value of plan assets and the benefit obligation; (b) measure a plan's assets and its obligations that determine its funded status at the end of the employer's fiscal year (with limited exceptions); and (c) recognize as a component of other comprehensive income (loss), net of tax, the actuarial gains and losses and the prior service costs and credits that arise during the period. The assets of the plan are primarily invested in fixed income and equity funds.

The Company also maintains a Retirement Income Maintenance Plan (the "RIM" Plan), which is a non-qualified defined benefit plan which provides benefits to all employees of the Company if their benefits under the Pension Plan are limited by Internal Revenue Code 415 and 401(a)(17).

In addition, the Company provides certain health care and life insurance benefits to eligible retired employees under a Post-retirement Plan. The Company accrues the cost of retiree health care and other benefits during the employees' period of active service. Effective January 1, 2019, the Post-retirement Plan was closed to new hires.

The Company also provides life insurance benefits to eligible employees under an endorsement split-dollar life insurance program. The Company recognizes a liability for future benefits applicable to endorsement split-dollar life insurance arrangements that provide death benefits post-retirement. Through its mergers, the Company recognized additional liability for future benefits applicable to endorsement split-dollar life insurance arrangements that provide death benefits post-retirement under the programs of certain other previously acquired banks.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan, Retirement Income Maintenance Plan (the "RIM Plan") Post-retirement Plan, and Split-Dollar Life Insurance Plans (cont'd)

The following table sets forth information regarding the Pension Plan, RIM, Post-retirement Plan and Split-Dollar Life Insurance Plans at December 31, 2024 and 2023:

	At December 31,							
	2024	2023	2024	2023	2024	2023	2024	2023
	Pension Plan		RIM Plan		Post-retirement Plan		Split-Dollar Life Insurance	
	(In thousands)							
Change in benefit obligation:								
Benefit obligation at beginning of year	\$ 255,868	\$ 222,132	\$ 13,550	\$ 12,610	\$ 21,148	\$ 19,783	\$ 16,957	\$ 15,977
Service cost	4,504	4,679	245	277	269	215	229	277
Interest cost	12,784	11,637	649	632	1,118	970	834	818
Actuarial (gain) loss	(15,168)	22,535	(1,287)	377	(2,150)	947	(2,102)	81
Benefits paid	(11,098)	(10,866)	(345)	(346)	(617)	(767)	(127)	(196)
Impact of plan merger ¹	—	5,751	—	—	2,503	—	—	—
Benefit obligation at end of year	246,890	255,868	12,812	13,550	22,271	21,148	15,791	16,957
Change in plan assets:								
Fair value of plan assets at beginning of year	453,559	403,752	—	—	—	—	—	—
Actuarial return gain on plan assets	35,302	53,391	—	—	—	—	—	—
Employer contributions	—	—	345	346	617	767	127	196
Benefits paid	(11,098)	(10,866)	(345)	(346)	(617)	(767)	(127)	(196)
Impact of plan merger ¹	—	7,282	—	—	—	—	—	—
Fair value of plan assets at end of year	477,763	453,559	—	—	—	—	—	—
Funded status at end of year	\$ 230,873	\$ 197,691	\$ (12,812)	\$ (13,550)	\$ (22,271)	\$ (21,148)	\$ (15,791)	\$ (16,957)

¹ During 2024, the RSI Post-retirement Plan was merged into the Columbia Bank Post-retirement Plan. During 2023, the RSI Pension Plan assumed as part of the 2022 RSI acquisition, was merged into the Columbia Bank Pension Plan.

At December 31, 2024 and 2023, the unfunded liability for the RIM Plan and Post-retirement Plan of \$12.8 million and \$13.6 million, and \$22.3 million and \$21.1 million, respectively, was included in other liabilities in the Consolidated Statements of Financial Condition, and the over-funded pension benefits associated with the Pension Plan totaling \$230.9 million and \$197.7 million respectively, were included in other assets in the Consolidated Statements of Financial Condition.

The actuarial gains related to the change in benefit obligations for the year ended December 31, 2024 resulted from an increase in the discount rates and the update of census data. The actuarial losses related to the change in the benefit obligation for the year ended December 31, 2023 resulted from a decrease in the discount rates and the update of the census data.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan, Retirement Income Maintenance Plan (the "RIM Plan") Post-retirement Plan, and Split-Dollar Life Insurance Plans (cont'd)

The components of accumulated other comprehensive income related to the Pension Plan, RIM Plan, and Post-retirement Plan and Split-Dollar Life Insurance Plan on a pre-tax basis, at December 31, 2024, 2023, and 2022, are summarized in the following table:

	At December 31,							
	2024				2023			
	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance
	(In thousands)							
Unrecognized prior service costs	\$ —	\$ —	\$ (1,835)	\$ 183	\$ —	\$ —	\$ —	\$ 238
Unrecognized net actuarial loss (income)	40,412	704	—	(2,086)	59,463	2,102	787	16
Total accumulated other comprehensive loss (income)	<u>\$ 40,412</u>	<u>\$ 704</u>	<u>\$ (1,835)</u>	<u>\$ (1,903)</u>	<u>\$ 59,463</u>	<u>\$ 2,102</u>	<u>\$ 787</u>	<u>\$ 254</u>

	At December 31, 2022			
	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance
	(In thousands)			
Unrecognized prior service costs	\$ —	\$ —	\$ —	\$ 294
Unrecognized net actuarial loss	60,970	1,781	(161)	(65)
Total accumulated other comprehensive loss	<u>\$ 60,970</u>	<u>\$ 1,781</u>	<u>\$ (161)</u>	<u>\$ 229</u>

Net periodic (income) benefit cost for the Pension Plan, RIM Plan, Post-retirement Plan and Split-Dollar Life Insurance plan benefits for the years ended December 31, 2024 and 2023, and 2022, includes the following components:

	For the Year Ended December 31, 2024				Affected Line Item in the Consolidated Statements of Income
	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance	
	(In thousands)				
Service cost	\$ 4,504	\$ 245	\$ 269	\$ 229	Compensation and employee benefits
Interest cost	12,784	649	1,118	834	Other non-interest expense
Expected return on plan assets	(32,701)	—	—	—	Other non-interest expense
Amortization:					
Prior service cost	—	—	—	56	Other non-interest expense
Net loss (income)	1,283	110	(22)	—	Other non-interest expense
Net periodic (income) benefit cost	<u>\$ (14,130)</u>	<u>\$ 1,004</u>	<u>\$ 1,365</u>	<u>\$ 1,119</u>	

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan, Retirement Income Maintenance Plan (the "RIM Plan") Post-retirement Plan, and Split-Dollar Life Insurance Plans (cont'd)

For the Year Ended December 31, 2023					
	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance	Affected Line Item in the Consolidated Statements of Income
	(In thousands)				
Service cost	\$ 4,679	\$ 277	\$ 215	\$ 277	Compensation and employee benefits
Interest cost	11,637	632	970	818	Other non-interest expense
Expected return on plan assets	(30,771)	—	—	—	Other non-interest expense
Amortization:					
Prior service cost	—	—	—	56	Other non-interest expense
Net loss	796	57	—	—	Other non-interest expense
Net periodic (income) benefit cost	<u>\$ (13,659)</u>	<u>\$ 966</u>	<u>\$ 1,185</u>	<u>\$ 1,151</u>	

For the Year Ended December 31, 2022					
	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance	Affected Line Item in the Consolidated Statements of Income
	(In thousands)				
Service cost	\$ 6,466	\$ 372	\$ 346	\$ 511	Compensation and employee benefits
Interest cost	9,510	389	600	612	Other non-interest expense
Expected return on plan assets	(29,262)	—	—	—	Other non-interest expense
Amortization:					
Prior service cost	—	—	—	56	Other non-interest expense
Net loss	1,320	444	311	602	Other non-interest expense
Net periodic (income) benefit cost	<u>\$ (11,966)</u>	<u>\$ 1,205</u>	<u>\$ 1,257</u>	<u>\$ 1,781</u>	

There were no contributions made to the Pension Plan during the year ended December 31, 2024.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan, Retirement Income Maintenance Plan (the "RIM Plan") Post-retirement Plan, and Split-Dollar Life Insurance Plans (cont'd)

The weighted average actuarial assumptions used in the plan determinations at and for the years ended December 31, 2024, 2023, and 2022 were as follows:

	At and For the Year Ended December 31, 2024			
	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance
Weighted average assumptions used to determine benefit obligation:				
Discount rate	5.76 %	5.67 %	5.66 %	5.81 %
Rate of compensation increase	4.50	4.50	N/A	4.50
Weighted average assumptions used to determine net periodic benefit cost:				
Discount Rates:				
Benefit obligation	5.07 %	5.01 %	4.96 %	5.11 %
Remeasurement rate	5.51	N/A	N/A	N/A
Service cost	5.16	5.09	5.79	5.23
Remeasurement rate	5.60	N/A	N/A	N/A
Interest cost	4.96	4.89	4.87	4.99
Remeasurement rate	5.37	N/A	N/A	N/A
Expected rate of return on plan assets	7.25	N/A	N/A	N/A
Remeasurement rate	N/A	N/A	N/A	N/A
Rate of compensation increase	4.50	4.50	N/A	4.50

	At and For the Year Ended December 31, 2023			
	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance
Weighted average assumptions used to determine benefit obligation:				
Discount rate	5.07 %	5.01 %	4.96 %	5.11 %
Rate of compensation increase	4.50	4.50	N/A	4.50
Weighted average assumptions used to determine net periodic benefit cost:				
Discount Rates:				
Benefit obligation	5.26 %	5.21 %	5.18 %	5.31 %
Remeasurement rate	5.19	N/A	N/A	N/A
Service cost	5.36	5.28	5.30	5.41
Remeasurement rate	5.26	N/A	N/A	N/A
Interest cost	5.14	5.10	5.07	5.19
Remeasurement rate	5.16	N/A	N/A	N/A
Expected rate of return on plan assets	7.50	N/A	N/A	N/A
Remeasurement rate	7.50	N/A	N/A	N/A
Rate of compensation increase	4.50	3.75	N/A	3.75

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan, Retirement Income Maintenance Plan (the "RIM Plan") Post-retirement Plan, and Split-Dollar Life Insurance Plans (cont'd)

	At and For the Year Ended December 31, 2022			
	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance
Weighted average assumptions used to determine benefit obligation:				
Discount rate	5.26 %	5.21 %	5.18 %	5.31 %
Rate of compensation increase	3.75	3.75	N/A	3.75
Weighted average assumptions used to determine net periodic benefit cost:				
Discount Rates:				
Benefit obligation	3.14 %	2.97 %	2.90 %	3.30 %
Remeasurement rate	4.86	N/A	N/A	N/A
Service cost	3.32	3.16	3.19	3.49
Remeasurement rate	4.95	N/A	N/A	N/A
Interest cost	2.66	2.52	2.34	2.95
Remeasurement rate	4.58	N/A	N/A	N/A
Expected rate of return on plan assets	6.20	N/A	N/A	N/A
Remeasurement rate	7.00	N/A	N/A	N/A
Rate of compensation increase	3.75	3.75	N/A	3.75

For measurement purposes in the Post-retirement Plan, the fiscal year 2024 weighted average health care cost trend rate assumption was 8.30% for pre-65-year olds and 10.75% for post-65 year olds, decreasing ratably to 4.50% through 2035, and the net periodic benefit cost was 7.60% for pre-65-year olds and 7.85% for post-65 year olds in 2023, decreasing ratably to 4.50% through 2033.

The Company provides its actuaries with certain rate assumptions used in measuring the respective benefit obligations. The most significant of these is the discount rate used to calculate the period-end present value of the benefit obligations, and the expense to be included in the following year's consolidated financial statements. A lower discount rate will result in a higher benefit obligation and expense, while a higher discount rate will result in a lower benefit obligation and expense. The discount rate assumption was determined based on a cash flow-yield curve model specific to the Company's pension and post-retirement plans.

The Company compares this rate to certain market indices, such as long-term treasury bonds, or pension liability indices, for reasonableness. The Company's expected return on plan assets assumption is based on historical investment return rate experience, evaluation of input from the trustee managing the pension plan's assets and Columbia Bank's Pension Committee which has responsibility for managing these assets. The expected return on pension plan assets is also impacted by the target allocation of assets, which is based on the Company's goal of earning the highest rate of return while maintaining risk at acceptable levels.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan, Retirement Income Maintenance Plan (the "RIM Plan") Post-retirement Plan, and Split-Dollar Life Insurance Plans (cont'd)

Estimated future benefit payments, which reflect expected future service, as appropriate for the next five years and thereafter are as follows:

For the Year Ended December 31,	Pension Plan	RIM Plan	Post-retirement Plan	Split-Dollar Life Insurance
	(In thousands)			
2025	\$ 12,466	\$ 657	\$ 1,700	\$ 518
2026	13,625	779	1,805	596
2027	14,588	884	1,857	664
2828	15,461	933	1,870	734
2029	16,360	968	1,874	802
2030 - 2034	89,842	5,084	8,544	4,984

The weighted average asset allocation of pension assets at December 31, 2024 and 2023 were as follows:

	December 31,	
	2024	2023
Domestic equities	33.5 %	31.2 %
Foreign equities	9.9	10.9
Fixed income	54.9	55.5
Cash	1.7	2.4
Total	100.0 %	100.0 %

Management, under the direction of Columbia Bank's Pension Committee, strives to have pension assets sufficiently diversified so that adverse or unexpected results from one security class will not have a significant detrimental impact on the entire portfolio. The 2024 target allocation of assets and acceptable ranges around the targets are as follows:

	Allowable Range
Equities	30-60%
Fixed income	40-70%
Cash	0-10%

Columbia Bank's Pension Committee engages an investment management advisory firm to regularly monitor the performance of the asset managers and ensure they are within compliance with policy. The maximum and minimum of the range for each class is based on the fair value of the assets in the fund. If changes in fair value should lead to allocations outside these boundaries, management shall adjust exposure back to the established guidelines within 90 days or reevaluate the guidelines.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan, Retirement Income Maintenance Plan (the "RIM Plan") Post-retirement Plan, and Split-Dollar Life Insurance Plans (cont'd)

The following tables present the assets that are measured at fair value on a recurring basis by level within the U.S. GAAP fair value hierarchy as reported on the Statements of Net Assets Available for Plan Benefits at December 31, 2024 and 2023, respectively. A financial instrument's level within the fair value hierarchy's is based on the lowest level of input that is significant to the fair value measurement.

December 31, 2024				
Fair Value	Fair Value Measurements			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
(In thousands)				
Money market mutual funds	\$ 8,229	\$ 8,229	\$ —	\$ —
Mutual funds - value stock fund	10,447	10,447	—	—
Mutual funds - fixed income	262,148	262,148	—	—
Mutual funds - international stock	47,314	47,314	—	—
Mutual funds - institutional stock index	149,625	149,625	—	—
	<u>\$ 477,763</u>	<u>\$ 477,763</u>	<u>\$ —</u>	<u>\$ —</u>
December 31, 2023				
Fair value	Fair Value Measurements			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
(In thousands)				
Money market mutual funds	\$ 10,711	\$ 10,711	\$ —	\$ —
Mutual funds - value stock fund	18,132	18,132	—	—
Mutual funds - fixed income	251,889	251,889	—	—
Mutual funds - international stock	49,260	49,260	—	—
Mutual funds - institutional stock index	123,567	123,567	—	—
	<u>\$ 453,559</u>	<u>\$ 453,559</u>	<u>\$ —</u>	<u>\$ —</u>

Money market and other mutual funds are reported at fair value in the tables above utilizing exchange quoted prices in active markets for identical instruments (Level 1 inputs).

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan and Post-retirement Plan Acquired-RSI

Through the acquisition of RSI Bank on May 1, 2022, the Company acquired a funded pension plan and a non-funded post-retirement plan (the "RSI Pension Plan"). The benefits are based on years of service and the employee's compensation, as defined in the RSI Pension Plan. The RSI Pension Plan was amended effective March 31, 2011, to freeze the plan so that no employee shall commence or recommence participation in the plan, to cease further benefit accruals under the plan, and to provide that compensation received after the effective date shall not be recognized for any purpose under the plan. Effective September 30, 2023, the RSI Pension Plan was merged, and all assets were transferred into the Columbia Bank Pension Plan. The defined benefit post-retirement healthcare plan covers substantially all retirees and employees. Effective January 1, 2024, the RSI Post-retirement Plan was merged, and all assets were transferred into the Columbia Bank Post-retirement Plan.

The following table sets forth information regarding the RSI Pension Plan and RSI Post-retirement Plan at December 31, 2024 and 2023:

	At December 31,			
	2024		2023	
	Post-retirement Plan		Pension Plan	Post-retirement Plan
	(In thousands)		(In thousands)	
Change in benefit obligation:				
Benefit obligation at beginning of year	\$ 2,503	\$	6,057	\$ 2,047
Service cost	—		—	67
Interest cost	—		305	107
Actuarial (gain) loss	—		(416)	313
Benefits paid	—		(195)	(31)
Impact of plan merger ¹	(2,503)		(5,751)	—
Benefit obligation at end of year	—		—	2,503
Change in plan assets:				
Fair value of plan assets at beginning of year	—		7,061	—
Actuarial return on plan assets	—		416	—
Employer contributions	—		—	31
Benefits paid	—		(195)	(31)
Settlements	—		—	—
Impact of plan merger ¹	—		(7,282)	—
Fair value of plan assets at end of year	—		—	—
Funded status at end of year	\$ —	\$	—	\$ (2,503)

¹ During 2024, the RSI Post-retirement Plan was merged into the Columbia Bank Post-retirement Plan. During 2023, the RSI Pension Plan was merged into the Columbia Bank Pension Plan.

At December 31, 2023, the unfunded liability for the RSI Post-retirement Plan of \$2.5 million was included in other liabilities in the Consolidated Statements of Financial Condition. There was no unfunded liability at December 31, 2024, due to the merger into the Columbia Bank Plan.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan and Post-retirement Plan Acquired-RSI (continued)

The components of accumulated other comprehensive income related to the RSI Post-retirement Plan on a pre-tax basis, at December 31, 2024 and 2023 are summarized in the following table:

	At December 31,	
	2024	2023
Unrecognized prior service costs	\$ —	\$ —
Unrecognized net actuarial (income)	—	(493)
Total accumulated other comprehensive (income)	<u>\$ —</u>	<u>\$ (493)</u>

There was no net periodic (income) expense recorded for these plans for the year ended December 31, 2024. Net periodic (income) benefit cost for the RSI Pension Plan and RSI Post-retirement Plan for the years ended December 31, 2023 and 2022 includes the following components:

	For the Year Ended December 31, 2023		Affected Line Item in the Consolidated Statements of Income
	Pension Plan	Post-retirement Plan	
	(In thousands)		
Service cost	\$ —	\$ 67	Compensation and employee benefits
Interest cost	305	107	Other non-interest expense
Expected return on plan assets	(487)	—	Other non-interest expense
Amortization:			
Net loss	—	(61)	Other non-interest expense
Net periodic (income) benefit cost	<u>\$ (182)</u>	<u>\$ 113</u>	

	For the Year Ended December 31, 2022		Affected Line Item in the Consolidated Statements of Income
	Pension Plan	Post-retirement Plan	
	(In thousands)		
Service cost	\$ —	\$ 93	Compensation and employee benefits
Interest cost	198	93	Other non-interest expense
Expected return on plan assets	(295)	—	Other non-interest expense
Amortization:			
Settlements/curtailments	(10)	(430)	Other non-interest expense
Net periodic (income) benefit cost	<u>\$ (107)</u>	<u>\$ (244)</u>	

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Pension Plan and Post-retirement Plan Acquired-RSI (continued)

The weighted average actuarial assumptions used in the assumed determinations at and for the year ended December 31, 2023 and 2022 were as follows:

	At or For the Years Ended December 31,			
	2023	2023	2022	2022
	Pension Plan	Post-retirement Plan	Pension Plan	Post-retirement Plan
Weighted average assumptions used to determine benefit obligation:				
Discount rate	N/A	5.16 %	5.24 %	5.36 %
Rate of compensation increase	N/A	N/A	N/A	N/A
Weighted average assumptions used to determine net periodic benefit cost:				
Discount Rates:				
Benefit obligation	5.24 %	5.16 %	4.21 %	4.58 %
Expected rate of return on plan assets	7.00 %	N/A	5.75 %	N/A

Bank-owned life insurance ("BOLI")

The Company has BOLI, which is a tax-advantaged transaction that is used to partially fund obligations associated with employee compensation and benefit programs. Policies are purchased insuring officers of the Company using a single premium method of payment. BOLI is accounted for using the cash surrender value and the increase in cash surrender value is included in non-interest income in the Consolidated Statements of Income. At December 31, 2024 and 2023, the Company had \$274.9 million and \$268.4 million, respectively, in BOLI. BOLI income for the years ended December 31, 2024, 2023, and 2022 was \$7.3 million, \$10.1 million, and \$7.4 million, respectively. In 2024, the Company initiated a BOLI 1035 Exchange, which will enhance future returns on this product.

Savings Income Maintenance Deferred Compensation Plan (the "SIM Plan")

Columbia Bank also maintains a non-qualified defined contribution plan that provides supplemental benefits to certain executives who are prevented from receiving the full benefits contemplated by the 401(k) Plan under tax law limits for tax-qualified plans. The contribution expense for the years ended December 31, 2024, 2023, and 2022 was approximately \$12,000, \$40,000, and \$73,000, respectively.

401(k) Plans

Columbia Bank has a 401(k) plan covering substantially all employees of the Bank. Columbia Bank may match a percentage of the first 3.00% to 4.50% contributed by participants. The Bank's matching contribution, if any, is determined by the Board of Directors in its sole discretion. The Company expense for the years ended December 31, 2024, 2023, and 2022 was approximately \$2.1 million, \$3.0 million, and \$2.6 million respectively.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Employee Stock Ownership Plan ("ESOP")

Effective upon the consummation of the Company's reorganization in April 2018, an ESOP was established for all eligible employees. The ESOP used \$45.4 million in proceeds from a 20-year term loan obtained from the Company to purchase 4,542,855 shares of Company common stock. The term loan principal is payable in installments through April 2038. Interest on the term loan is fixed at a rate of 4.75%.

Each year, Columbia Bank makes discretionary contributions to the ESOP, which are equal to principal and interest payments required on the term loan. Shares purchased with the loan proceeds were initially pledged as collateral for the term loan and is held in a suspense account for future allocation among participants. Contributions to the ESOP and shares released from the suspense account are allocated among the participants on the basis of compensation, as described by the ESOP in the year of allocation.

The ESOP shares pledged as collateral are reported as unearned ESOP shares in the Consolidated Statements of Financial Condition. As shares are committed to be released from collateral, the Company reports compensation expense equal to the average market price of the shares during the year, and the shares become outstanding for basic net income per common share computations. ESOP compensation expense for the years ended December 31, 2024, 2023, and 2022 was \$3.8 million, \$4.1 million and \$4.9 million, respectively.

The ESOP shares were as follows:

	At December 31,	
	2024	2023
	(In thousands)	
Allocated shares	1,324	1,190
Unearned shares	3,021	3,248
Total ESOP shares	4,345	4,438
Fair value of unearned ESOP shares	\$ 47,757	\$ 62,618

SERP Plans

Columbia Bank has a SERP, which is a non-qualified plan which provides supplemental retirement benefits to eligible officers (those designated by the Board of Directors) of the Company who are prevented from receiving the full benefits contemplated by the ESOP's benefit formulas under tax law limits for tax-qualified plans. SERP compensation (benefit) expense for the years ended December 31, 2024, 2023, and 2022 was \$46,000, \$(32,000), and \$455,000, respectively.

The Company also has a Supplemental Executive Retirement Plan for certain executives as designated by the Board of Directors to provide non-qualified retirement benefits to participants. For the year ended December 31, 2024, the Company recorded an expense of \$96,000 in connection with this Plan. There was no expense recorded in connection with this plan for the years ended December 31, 2023 and 2022, respectively.

Through the acquisition of Roselle Bank, the Company acquired a non-contributory defined benefit supplemental executive retirement plan with the only participant being the former president of Roselle Bank. For the years ended December 31, 2024, 2023, and 2022 the Company recorded a net periodic benefit cost of \$19,000, \$20,000, and \$12,000, respectively, in connection with this plan.

Through the acquisition of Freehold Bank, the Company acquired a non-contributory defined benefit supplemental executive plan with the only participant being the former president of Freehold Bank. For the years ended December 31, 2024, 2023, and 2022 the Company recorded a net periodic benefit cost of \$4,000, \$2,000, and \$8,000 respectively, in connection with this plan.

Through the acquisition of RSI Bank, the Company acquired a non-contributory defined benefit supplemental executive retirement plan with the only participant being the former president of RSI Bank. The plan was settled in 2022. For the year ended December 31, 2022, the Company recorded a net periodic benefit cost of \$38,000.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Director Retirement Income Plan

Through the acquisition of Freehold Bank, the Company acquired a Director Retirement Income Plan, which provides former retired directors a benefit equal to \$12,000 per annum, payable in equal installments over 120 months when the director reaches emeritus age, as defined by the plan. At December 31, 2024 and 2023, the Company had an accrued liability of \$354,000 and \$387,000, respectively, related to this plan. For the years ended December 31, 2024, 2023, and 2022 the net periodic benefit (income) cost recorded in connection with this plan was \$(1,000), \$(24,000) and \$9,000, respectively.

Director Deferred Retirement Plan

Through the acquisition of Freehold Bank, the Company acquired a Director Deferred Retirement Plan, which provided directors a portion of their deferred director fees and a 10% return on all deferrals, payable in monthly installments over 120 months, when the director reached benefit eligibility age as defined by the plan. At December 31, 2024 and 2023, the Company had an accrued liability of \$0 and \$66,000, respectively, related to this plan. The plan was settled in 2024. For the years ended December 31, 2024, 2023, and 2022, there was no expense recorded under this plan.

Executive Incentive Retirement Plan

Through the acquisition of RSI Bank, the Company acquired an executive incentive retirement plan. At December 31, 2024 and 2023, the Company had an accrued liability of \$255,000 and \$262,000 respectively, related to this plan. For the years ended December 31, 2024, 2023, and 2022, the expense recorded in connection with this plan was \$2,000, \$11,000 and \$7,000, respectively.

Board of Directors and Executive Deferred Compensation Plan and Key Life Insurance Plan

Through the acquisition of RSI Bank, the Company acquired a deferred compensation plan for the former Board of Directors and executives. Under the terms of the plan, for directors who elected not to receive directors' fees for a period of five years, their fees were used to purchase key insurance on the life of each director in the amount calculated to meet the Company's obligations under the plan. Benefits payable under the plan, which accrue in accordance with a ten year schedule, consist of monthly payments commencing at age 65 or five years from the date the plan was implemented for those participants who already reached age 65. At December 31, 2024 and 2023, the Company had an accrued liability of \$227,000 and \$290,000, respectively, related to this plan. For the years ended December 31, 2024, 2023 and 2022, the expense recorded in connection with this plan was \$9,000, \$11,000 and \$8,000, respectively.

Stock Based Deferral Plan and Directors Deferred Compensation Plan

In addition, Columbia Bank maintains a stock based deferral plan for certain executives and directors, and a cash based deferred compensation plan for directors. The Company records a deferred compensation equity account and corresponding contra-equity account for the cost of the shares held by the Stock Based Deferral Plan. Periodic adjustments to market are not required as participants do not have the option to take the distribution in cash. The Company records a liability for the amount deferred under the Directors Deferred Compensation Plan. There were no expenses recorded under these plans.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Stock Based Compensation

At the Company's annual meeting of stockholders held on June 6, 2019, stockholders approved the Columbia Financial, Inc. 2019 Equity Incentive Plan ("2019 Plan") which provides for the issuance of up to 7,949,996 shares (2,271,427 restricted stock awards and 5,678,569 stock options) of common stock.

On May 1, 2023, 201,887 shares of restricted stock were awarded, with a grant date fair value of \$15.94 per share. To fund the grant of restricted common stock, the Company issued shares from authorized unissued shares.

On June 20, 2023, 24,687 shares of restricted stock were awarded, with a grant date fair value of \$18.23 per share. To fund the grant of restricted common stock, the Company issued shares from authorized unissued shares.

On March 6, 2024, 185,279 shares of restricted stock were awarded, with a grant date fair value of \$16.49 per share. To fund the grant of restricted common stock, the Company issued shares from authorized but unissued shares.

On March 7, 2024, 27,162 shares of restricted stock were awarded, with a grant date fair value of \$16.57 per share. To fund the grant of restricted common stock, the Company issued shares from authorized but unissued shares.

On December 13, 2024, 38,389 shares of restricted stock were awarded, with a grant date fair value of \$16.93 per share. To fund the grant of restricted common stock, the Company issued shares from authorized but unissued shares.

At December 31, 2024, there were 333,563 shares remaining available for future restricted stock awards, and 1,446,275 shares remaining available for future stock option grants under the plan.

Restricted shares granted under the 2019 Plan generally vest in equal installments, over the performance or service periods ranging from one year to five years, beginning one year from the date of grant. A portion of restricted shares awarded are performance awards, which vest upon the satisfactory attainment of certain corporate financial targets. Management recognizes compensation expense for the fair value of restricted shares on a straight-line basis over the requisite performance or service period. During the years ended December 31, 2024, 2023, and 2022, approximately \$3.5 million, \$4.1 million, and \$4.3 million, respectively, in expense was recognized in regard to these awards. The expected future compensation expense related to the 442,559 non-vested restricted shares outstanding at December 31, 2024 is approximately \$2.6 million over a weighted average period of 1.5 years.

The following is a summary of the Company's restricted stock activity during the years ended December 31, 2024 and 2023:

	<u>Number of Restricted Shares</u>	<u>Weighted Average Grant Date Fair Value</u>
Non-vested at January 1, 2023	430,954	\$ 17.31
Grants	247,646	16.43
Vested	(213,253)	17.29
Forfeited	(29,806)	17.96
Non-vested at December 31, 2023	<u>435,541</u>	<u>\$ 16.77</u>
Grants	250,830	16.57
Vested	(237,882)	16.88
Forfeited	(5,930)	17.23
Non-vested at December 31, 2024	<u><u>442,559</u></u>	<u><u>\$ 16.59</u></u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES**Notes to Consolidated Financial Statements****(14) Employee Benefit Plans (continued)*****Stock Based Compensation (continued)***

On May 1, 2023, options to purchase 286,016 shares of Company common stock were awarded with a grant date fair value of \$5.48 per option. Stock options granted under the 2019 Plan generally vest in equal installments over the service period of three years beginning one year from the date of grant. These stock options were granted at an exercise price of \$15.94, which represents the fair value of the Company's common stock price on the grant date based on the closing market price and have an expiration period of approximately 10 years. The fair value of stock options granted was estimated utilizing the Black-Scholes option pricing model using the following assumptions: expected life of 6 years risk-free rate of return of 3.60%, volatility of 27.07%, and a dividend yield of 0.00%.

On March 6, 2024, options to purchase 286,265 shares of Company common stock were awarded with a grant date fair value of \$6.13 per option. Stock options granted under the 2019 Plan generally vest in equal installments over the service period of three years beginning one year from the date of grant. These stock options were granted at an exercise price of \$16.49, which represents the fair value of the Company's common stock price on the grant date based on the closing market price and have an expiration period of approximately 10 years. The fair value of stock options granted was estimated utilizing the Black-Scholes option pricing model using the following assumptions: expected life of 6 years, risk-free rate of return of 4.12%, volatility of 29.13%, and a dividend yield of 0.00%.

On December 13, 2024, options to purchase 18,810 shares of Company common stock were awarded with a grant date fair value of \$6.19 per option. Stock options granted under the 2019 Plan generally vest in equal installments over the service period of three years beginning one year from the date of grant. These stock options were granted at an exercise price of \$16.93, which represents the fair value of the Company's common stock price on the grant date based on the closing market price and have an expiration period of approximately 10 years. The fair value of stock options granted was estimated utilizing the Black-Scholes option pricing model using the following assumptions: expected life of 5 years risk-free rate of return of 4.25%, volatility of 32.89%, and a dividend yield of 0.00%.

The expected life of the options represents the period of time that stock options are expected to be outstanding and is estimated using the simplified approach, which assumes that all outstanding options will be exercised at the midpoint of the vesting date and full contractual term. The risk-free rate of return is based on the rates on the grant date of a U.S. Treasury Note with a term equal to the expected option life. Since the Company recently converted to a public company and does not have sufficient historical price data, the expected volatility is based on the historical daily stock prices of Company stock plus a peer group of similar entities based on factors such as industry, stage of life cycle, size and financial leverage. The Company has not paid any cash dividends on its common stock.

Management recognizes expense for the fair value of these awards on a straight-line basis over the requisite service period. During the years ended December 31, 2024, 2023, and 2022, approximately \$3.0 million, \$3.9 million, and \$3.2 million, respectively, in expense was recognized in regard to these awards. The expected future compensation expense related to the 551,035 non-vested options outstanding at December 31, 2024 is \$2.3 million over a weighted average period of 1.7 years.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(14) Employee Benefit Plans (continued)

Stock Based Compensation (continued)

The following is a summary of the Company's option activity during the years ended December 31, 2024 and 2023:

	Number of Stock Options	Weighted Average Exercise Price	Weighted Average Remaining Contractual Term (in years)	Aggregate Intrinsic Value
Outstanding, January 1, 2023	3,436,869	\$ 16.26	6.9	\$ 18,435,239
Granted	286,016	15.94	—	—
Exercised	(44,117)	15.60	—	—
Expired	(8,281)	17.12	—	—
Forfeited	(86,418)	18.04	—	—
Outstanding, December 31, 2023	3,584,069	\$ 16.20	6.1	\$ 11,602,267
Granted	305,075	16.52	—	—
Exercised	(86,920)	15.87	—	—
Expired	(16,788)	16.94	—	—
Forfeited	(28,404)	16.90	—	—
Outstanding, December 31, 2024	3,757,032	\$ 16.22	5.4	\$ 574,569
Options exercisable at December 31, 2024	3,205,997	\$ 16.09	4.8	\$ 574,569

The aggregate intrinsic value in the table above represents the total pre-tax intrinsic value, the difference between the Company's closing stock price on the last trading day of the period and the exercise price, multiplied by the number of in-the-money options.

During the years ended December 31, 2024, 2023 and 2022, the aggregate intrinsic value of options exercised was approximately \$261,000, \$154,000, and \$1.8 million, respectively.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(15) Income Taxes

The components of income tax (benefit) expense for the years ended December 31, 2024, 2023, and 2022 are as follows:

	Years Ended December 31,		
	2024	2023	2022
	(In thousands)		
Current:			
Federal	\$ 967	\$ 3,488	\$ 13,253
State	762	3,102	4,681
Total current	1,729	6,590	17,934
Deferred:			
Federal	(3,426)	6,615	9,222
State	(2,560)	(3,240)	3,547
Total deferred	(5,986)	3,375	12,769
Total income tax (benefit) expense	<u>\$ (4,257)</u>	<u>\$ 9,965</u>	<u>\$ 30,703</u>

The Company reported deferred tax (benefit) expense of \$(21.6) million, \$(11.5) million, and \$53.4 million for the years ended December 31, 2024, 2023, and 2022, respectively, related to the unrealized gains (losses) on securities available for sale, which is reported in accumulated other comprehensive income (loss), net of tax. Additionally, the Company recorded a deferred tax (benefit) expense of \$378,000, \$218,000, and \$749,000, respectively, related to the reclassification adjustment of actuarial net (loss) gain on employee benefit obligations, which is reported in accumulated other comprehensive income, net of tax.

A reconciliation between the amount of reported total income tax expense and the amount computed by multiplying the applicable statutory federal income tax rate of 21% is as follows:

	Years Ended December 31,		
	2024	2023	2022
	(In thousands)		
(Benefit) tax expense at applicable statutory rate	\$ (3,341)	\$ 9,670	\$ 24,544
Increase (decrease) in taxes resulting from:			
State tax, net of federal income tax benefit	(1,420)	(103)	6,449
ESOP fair market value adjustment	323	383	540
Tax exempt interest income	(8)	(22)	(31)
162(m)	505	549	—
Income from bank-owned life insurance	(1,265)	(1,865)	(1,179)
Dividend received deduction	—	—	(10)
Non-deductible merger-related expenses	—	—	40
Expired charitable contributions carryforward	300	1,368	—
Purchase accounting adjustment	395	—	—
Other, net	254	(15)	350
Total income tax (benefit) expense	<u>\$ (4,257)</u>	<u>\$ 9,965</u>	<u>\$ 30,703</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(15) Income Taxes (continued)

The net deferred tax asset/liability is included in other assets/liabilities in the Consolidated Statements of Financial Condition. The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and deferred tax liabilities at December 31, 2024 and 2023 are as follows:

	At December 31,	
	2024	2023
	(In thousands)	
Deferred tax assets:		
Allowance for credit losses	\$ 16,684	\$ 15,507
Post-retirement benefits	6,294	6,602
Deferred compensation	1,755	2,122
Retirement Income Maintenance plan	3,369	3,222
ESOP	1,240	1,131
Stock-based compensation	3,098	2,968
Reserve for uncollected interest	248	213
Net unrealized losses on debt securities and defined benefit plans	42,715	62,070
Federal and State NOLs	24,129	14,607
Alternative minimum assessment carryforwards	2,156	2,156
Purchase accounting	318	1,428
Lease liability	4,960	4,654
Other items	4,500	4,744
Gross deferred tax assets	111,466	121,424
Valuation allowance	—	(26)
	111,466	121,398
Deferred tax liabilities:		
Pension expense	75,489	72,307
Depreciation	2,448	2,996
Deferred loan costs	13,490	14,006
Intangible assets	1,590	1,609
Lease right-of-use asset	4,700	4,371
Other items	1,318	618
Total gross deferred tax liabilities	99,035	95,907
Net deferred tax asset	\$ 12,431	\$ 25,491

Retained earnings at both December 31, 2024 and 2023 includes approximately \$21.5 million, for which no provision for income tax has been made. This amount represents an allocation of income to bad debt deductions for tax purposes only. Events that would result in taxation of these reserves include the failure to qualify as a bank for tax purposes, distributions in complete or partial liquidation, stock redemptions and excess distributions to stockholders.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(15) Income Taxes (continued)

Management believes, based on current facts, that it is more likely than not that there will be sufficient taxable income in future years to realize federal deferred tax assets. Historically, the Company believed that it was more likely than not that the benefits from certain New Jersey net operating loss carryforwards and tax credits would not be realized, and therefore, a valuation allowance was established for the portion of the state tax benefit that would not be realized. On July 3, 2023, the State of New Jersey enacted comprehensive tax legislation which changed net operating loss conversion carryovers, allowing members of a unitary group to utilize pre-conversion state net operating losses. As a result of this legislation, management believes substantially all New Jersey net operating losses will be available to offset future taxable income, and therefore, the Company reduced its valuation allowance related to these state attributes during the year ended December 31, 2024. At December 31, 2024 and 2023, the Company's valuation allowance totaled \$0 and \$26,000, respectively. Based upon projections of future taxable income, management believes it is more likely than not the Company will realize the remaining deferred tax assets.

The Company had federal net operating losses of approximately \$42.7 million and \$10.8 million at December 31, 2024 and 2023, respectively. Net operating losses are subject to a 20 year carryforward, or in certain cases, have an indefinite carryover subject to an 80% taxable income utilization and are subject to an annual limitation under Code Section 382, and begin to expire if not used.

The Company had New Jersey net operating loss carryforwards of \$236.3 million and \$186.0 million, respectively, at December 31, 2024 and 2023. If not utilized, these carryforwards will expire periodically through 2042. At both December 31, 2024 and 2023, the Company had approximately \$2.2 million of New Jersey AMA Tax Credits. These credits do not expire. At December 31, 2024, the Company also had New York net operating loss carryforwards of \$31.2 million, which are subject to a 20 year carryforward, and Florida net operating loss carryforwards of \$48.9 million which do not expire. The Company had no New York or Florida operating loss carryforwards at December 31, 2023.

The Company files income tax returns in the United States federal jurisdiction and in the states of New Jersey, New York, Pennsylvania and Connecticut. At December 31, 2024, the Company is no longer subject to federal income tax examination for the years prior to 2021. Columbia Bank MHC and subsidiaries' New York State returns are currently under audit for tax years 2021, 2022 and 2023. The Company is open for examination by the State of New Jersey for years after 2020, by the Commonwealth of Pennsylvania for years after 2021, and by the State of Connecticut for years after 2022.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(16) Financial Transactions with Off-Balance-Sheet Risk and Concentrations of Credit Risk

The Company is a party to financial instruments with off-balance-sheet risk in the normal course of business in order to meet the financing needs of its customers. These financial instruments consist of commitments to extend credit and involve, to varying degrees, elements of credit and interest rate risk in excess of the amounts recognized in the Consolidated Statements of Financial Condition.

At December 31, 2024 and 2023, the following commitments existed which are not reflected in the Consolidated Statements of Financial Condition:

	December 31,	
	2024	2023
	(In thousands)	
Loan commitments:		
Residential real estate	\$ 9,790	\$ 12,298
Multifamily real estate	17,712	—
Commercial real estate	30,681	7,203
Construction	26,973	54,082
Commercial business	33,027	23,217
Consumer including home equity loans and advances	6,862	5,317
Total loan commitments	\$ 125,045	\$ 102,117

Unused lines of credit consisting of home equity lines, and undisbursed business and construction lines totaled approximately \$1.2 billion and \$1.3 billion as of December 31, 2024 and 2023, respectively. Amounts drawn on the unused lines of credit are predominantly assessed interest at rates that fluctuate with the base rate.

The Company uses the same credit policies and collateral requirements in making commitments and conditional obligations as it does for on-balance-sheet loans. Commitments to extend credit are agreements to lend to customers as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Since the commitments may expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. The Company evaluates each customer's creditworthiness on a case-by-case basis. The amount of collateral obtained, if deemed necessary by the Company upon extension of credit, is based on management's credit evaluation of the borrower.

The Company principally grants residential real estate loans, multifamily real estate loans, commercial real estate loans, construction loans, commercial business loans, home equity loans and advances and other consumer loans to borrowers primarily throughout New Jersey, New York and Pennsylvania, and to a much lesser extent in a few other east coast states. Its borrowers' abilities to repay their obligations are dependent upon various factors, including the borrowers' income and net worth, cash flows generated by the underlying collateral, if any, or from business operations, value of the underlying collateral and priority of the Company's lien on the property. These factors are dependent on various economic conditions and circumstances beyond the Company's control, and as a result, the Company is subject to the risk of loss. The Company believes that its lending policies and procedures adequately minimize the potential exposure to such risks and adequate provisions for loan losses are provided for all probable and estimable losses. In the normal course of business, the Company sells residential real estate loans to third parties. These loan sales are subject to customary representations and warranties. In the event that the Company is found to be in breach of these representations and warranties, it may be obligated to repurchase certain of these loans.

The Company has entered into derivative financial instruments to manage exposures that arise from business activities that result in the receipt or payment of future known and uncertain cash amounts, the value of which are determined by interest rates. The Company's derivative financial instruments are used to manage differences in the amount, timing, and duration of the Company's known or expected cash receipts and its known or expected cash payments principally related to the Company's borrowings. These derivatives were used to hedge the variability in cash flows associated with certain short-term funding transactions. The fair value of the derivatives as of December 31, 2024 and 2023 was a net liability of \$1.1 million and \$6.1 million, respectively, net of accrued interest and variation margin posted in accordance with the Chicago Mercantile Exchange.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(16) Financial Transactions with Off-Balance-Sheet Risk and Concentrations of Credit Risk (continued)

In connection with its mortgage banking activities, at December 31, 2024 and 2023 the Company had no commitments to sell loans, and no commitments classified as held-for-sale.

The Company is also a party to standby letters of credit, which are conditional commitments issued to guarantee the performance of a customer to a third party. These guarantees generally extend for a term of up to one year and may be secured or unsecured. The balance of standby letters of credit totaled \$28.3 million and \$33.1 million at December 31, 2024 and 2023, respectively.

The FHLB has issued irrevocable standby letters of credits totaling \$350.0 million at both December 31, 2024 and 2023 for purposes of collateralizing Columbia Bank's New Jersey public funds on deposit. These letters are renewable on an annual basis and are securitized by loans and securities. The FHLB also has issued an irrevocable standby letter of credit totaling \$600,000 at both December 31, 2024 and 2023, for the purposes of collateralizing retention of New Jersey public funds on deposit as required by the New Jersey Governmental Unit Deposit Protection Act.

The Company and its subsidiaries are also party to litigation which arises primarily in the ordinary course of business. In the opinion of management, these legal actions and claims are not expected to have a material adverse impact on the consolidated financial position of the Company.

The Company is required to include unfunded commitments that are expected to be funded in the future within the allowance calculation, other than those that are unconditionally cancellable. To arrive at that reserve, the reserve percentage for each applicable segment is applied to the unused portion of the expected commitment balance and is multiplied by the expected funding rate. To determine the expected funding rate, the Company uses a historical utilization rate for each segment. The allowance for credit losses on off-balance-sheet exposures is reported in other liabilities in the Consolidated Statements of Financial Condition. The liability represents an estimate of expected credit losses arising from off-balance-sheet exposures such as unfunded commitments. At December 31, 2024 and 2023, the balance of the allowance for credit losses on unfunded commitments, included in other liabilities, totaled \$3.8 million and \$5.5 million, respectively. The Company recorded a reversal of provision for credit losses on unfunded commitments, included in other non-interest expense in the Consolidated Statements of Income, of \$1.7 million and \$1.5 million for the years ended December 31, 2024 and 2023, respectively.

The following table presents the activity in the allowance for credit losses on off-balance-sheet exposures for years ended December 31, 2024 and 2023:

	December 31,	
	2024	2023
	(In thousands)	
Allowance for Credit Losses:		
Beginning balance	\$ 5,484	\$ 6,970
(Reversal of) provision for credit losses	(1,663)	(1,486)
Balance at end of period	<u>\$ 3,821</u>	<u>\$ 5,484</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(17) Fair Value Measurements

The Company utilizes fair value measurements to record fair value adjustments to certain assets and liabilities and to determine fair value disclosures. The determination of fair values of financial instruments often requires the use of estimates. Where quoted market values in an active market are not readily available, the Company utilizes various valuation techniques to estimate fair value.

Fair value is the exchange price that would be received for an asset or paid to transfer a liability (exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. There are three levels of inputs that may be used to measure the fair values:

Level 1: Unadjusted quoted prices for identical assets or liabilities in active markets that the Company has the ability to access on the measurement date.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These might include quoted prices for similar instruments in markets that are active or not active, or inputs that are observable or can be corroborated by observable market data for substantially the full term of the asset or liability.

Level 3: Prices or valuation techniques that require unobservable inputs that are both significant to the fair value measurement and unobservable (i.e., supported by minimal or no market activity). Valuation techniques include the use of option pricing models, discounted cash flow models and similar techniques.

A financial instrument's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement.

Assets and Liabilities Measured at Fair Value on a Recurring Basis

The methods described below were used to measure fair value of financial instruments as reflected in the tables below on a recurring basis as of December 31, 2024 and 2023.

Debt Securities Available for Sale, at Fair Value

For debt securities available for sale, fair value was estimated using a market approach. The majority of these securities are fixed income instruments that are not quoted on an exchange but are traded in active markets. Prices for these instruments are obtained through third-party data service providers or dealer market participants with which the Company has historically transacted both purchases and sales of securities. Prices obtained from these sources include market quotations, matrix pricing and discounted cash flow pricing. Matrix pricing, a Level 2 input, is a mathematical technique used principally to value certain securities to a benchmark or to comparable securities. The Company evaluates the quality of Level 2 matrix pricing through comparison to similar assets with greater liquidity and evaluation of projected cash flows. Discounted cash flows, a Level 3 input, is estimated by discounting the expected future cash flows using the current rates for securities with similar credit ratings and similar remaining maturities. As the Company is responsible for the determination of fair value, it performs quarterly analysis on the prices received from the pricing service to determine whether the prices are reasonable estimates of fair value. Specifically, the Company compares the prices received from the pricing service to a secondary pricing source. Additionally, the Company compares changes in the reported market values and returns to relevant market indices to assess the reasonableness of the reported prices. The Company's internal price verification procedures and review of fair value methodology documentation provided by independent pricing services has not historically resulted in an adjustment in the prices obtained from the pricing service. The Company may hold debt instruments issued by the U.S. government and U.S. government-sponsored agencies that are traded in active markets with readily accessible quoted market prices that are considered Level 1 inputs. The Company classifies the estimated fair value of its loan portfolio as Level 3.

Equity Securities, at Fair Value

The Company holds equity securities that are traded in active markets with readily accessible quoted market prices that are considered Level 1 inputs. A trust preferred security that is not traded in an active market and Federal Home Loan Mortgage Corporation ("FHLMC") and Federal National Mortgage Association ("FNMA") preferred stock, are considered Level 2 instruments. In addition, Level 2 instruments include Atlantic Community Bankers Bank ("ACBB") stock, which is based on redemption at par value and can only be sold to the issuing ACBB or another institution that holds ACBB stock.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(17) Fair Value Measurements (continued)

Derivatives

The Company records all derivatives included in other assets and liabilities in the Consolidated Statements of Financial Condition at fair value. The accounting for changes in the fair value of derivatives depends on the intended use of the derivative, whether the Company has elected to designate a derivative in a hedging relationship and apply hedge accounting, and whether the hedging relationship has satisfied the criteria necessary to apply hedge accounting. See note 21 for disclosures related to the accounting treatment for derivatives.

The fair value of the Company's derivatives is determined using discounted cash flow analysis using observable market-based inputs, which are considered Level 2 inputs.

The following tables present the assets and liabilities reported in the Consolidated Statements of Financial Condition at their fair values as of December 31, 2024 and 2023, by level within the fair value hierarchy:

	December 31, 2024			
	Fair Value Measurements			
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
	(In thousands)			
Debt securities available for sale:				
U.S. government and agency obligations	\$ 314,702	\$ 314,702	\$ —	\$ —
Mortgage-backed securities and collateralized mortgage obligations	622,957	—	622,957	—
Municipal obligations	2,359	—	426	1,933
Corporate debt securities	85,928	—	77,360	8,568
Total debt securities available for sale	1,025,946	314,702	700,743	10,501
Equity securities	6,673	6,350	323	—
Derivative assets	18,895	—	18,895	—
	\$ 1,051,514	\$ 321,052	719,961	\$ 10,501
Derivative liabilities	\$ 20,025	\$ —	\$ 20,025	\$ —

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(17) Fair Value Measurements (continued)

	December 31, 2023			
	Fair Value Measurements			
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
	(In thousands)			
Debt securities available for sale:				
U.S. government and agency obligations	\$ 145,501	\$ 137,800	\$ 7,701	\$ —
Mortgage-backed securities and collateralized mortgage obligations	867,585	—	867,585	—
Municipal obligations	2,702	—	892	1,810
Corporate debt securities	77,769	—	69,842	7,927
Total debt securities available for sale	1,093,557	137,800	946,020	9,737
Equity securities	4,079	3,758	321	—
Derivative assets	18,898	—	18,898	—
	\$ 1,116,534	\$ 141,558	\$ 965,239	\$ 9,737
Derivative liabilities	\$ 25,025	\$ —	\$ 25,025	\$ —

The table below provides activity of assets reported as Level 3 for the years ended December 31, 2024 and 2023:

	Significant Unobservable Inputs (Level 3)
	(In thousands)
Debt securities available for sale:	
Balance of recurring Level 3 assets - January 1, 2023	\$ 12,123
Maturity of Level 3 asset	(918)
Change in fair value of Level 3 assets	(1,468)
Balance of recurring Level 3 assets - December 31, 2023	\$ 9,737
Purchase of Level 3 asset	1,010
Maturity of Level 3 asset	(927)
Change in fair value of Level 3 assets	681
Balance of recurring Level 3 assets - December 31, 2024	\$ 10,501

The fair value of investments placed in Level 3 is estimated by discounting the expected future cash flows using reasonably available current rates for comparable new issue securities with similar structure, including original maturity, call date, and assumptions about risk. Discounted cash flow estimated valuations are subsequently validated against comparable structures as an approximation of value.

Expected cash flows were projected based on contractual cash flows. There was one purchase of a Level 3 asset during the year ended December 31, 2024, and no transfers to Level 3 assets during the years ended December 31, 2024 and 2023. At both December 31, 2024 and 2023, two private placement corporate debt securities classified as available for sale, and two private placement municipal obligations classified as available for sale were include in Level 3 assets.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(17) Fair Value Measurements (continued)

At December 31, 2024, private placement debt security cash flows were discounted to a market yield ranging from 11.75% to 12.25% (weighted average is 11.91%), and the cash flows for private placement municipal obligations were discounted to a market yield ranging from 3.65% to 4.48% (weighted average is 4.08%).

The period end valuations were supported by an analysis prepared by an independent third party market participant and approved by management.

Assets Measured at Fair Value on a Non-Recurring Basis

The valuation techniques described below were used to estimate fair value of financial instruments measured on a non-recurring basis as of December 31, 2024 and 2023.

Individually Analyzed Collateral Dependent Loans/Impaired Loans

The fair value of collateral dependent loans that are individually analyzed or were previously deemed impaired is measured based on the present value of expected future cash flows discounted at the loan's effective interest rate or, as a practical expedient, at the loan's observable market price or the fair value of the collateral if the loan is collateral dependent. For individually analyzed loans measured for impairment based on the fair value of the underlying collateral, fair value was estimated using a market approach. The Company measures the fair value of collateral underlying impaired loans primarily through obtaining independent appraisals that rely upon quoted market prices for similar assets in active markets. These appraisals include adjustments, on an individual case-by-case basis, to comparable assets based on the appraisers' market knowledge and experience, as well as adjustments for estimated costs to sell between 6% and 8%. For non-collateral dependent loans, management estimates fair value using discounted cash flows based on inputs that are largely unobservable. The Company classifies these loans as Level 3 within the fair value hierarchy.

Other Real Estate Owned

Other real estate owned is initially recorded at the lower of the recorded investment in the loan at the time of foreclosure or at fair value, less estimated costs to sell, when acquired. Fair value is generally based on an independent appraisal which includes adjustments to comparable assets based on the appraisers' market knowledge and experience. Subsequent write-downs in the value of other real estate owned is recorded through expense as incurred. Other real estate owned is considered Level 3 within the fair value hierarchy.

Mortgage Servicing Rights, Net ("MSR"s")

Mortgage servicing rights are carried at the lower of cost or estimated fair value. The estimated fair value of MSRs is obtained through an analysis of future cash flows, incorporating assumptions that market participants would use in determining fair value including market discount rates, prepayments speeds, servicing income, servicing costs, default rates and other market driven data, including the market's perception of future interest rate movements. The prepayment speed and the discount rate are considered two of the most significant inputs in the model. A significant degree of judgment is involved in valuing the mortgage servicing rights using Level 3 inputs. The use of different assumptions could have a significant effect on this fair value estimate.

The following tables present the assets and liabilities reported in the Consolidated Statements of Financial Condition at their fair values on a non-recurring basis at December 31, 2024 and 2023, by level within the fair value hierarchy:

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(17) Fair Value Measurements (continued)

	December 31, 2024			
	Fair Value Measurements			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
Fair Value				
(In thousands)				
Impaired loans	\$ 3,199	\$ —	\$ —	\$ 3,199
Other real estate owned	1,334	—	—	1,334
Mortgage servicing rights	2,443	—	—	2,443
	\$ 6,976	\$ —	\$ —	\$ 6,976

	December 31, 2023			
	Fair Value Measurements			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
Fair Value				
	(In thousands)			
Impaired loans	\$ 5,000	\$ —	\$ —	\$ 5,000
Mortgage servicing rights	2,908	—	—	2,908
	\$ 7,908	\$ —	\$ —	\$ 7,908

The following table presents information for Level 3 assets measured at fair value on a non-recurring basis at December 31, 2024 and 2023:

December 31, 2024					
Fair Value	Valuation Methodology	Unobservable Inputs	Range of Inputs	Weighted Average	
(Dollars in thousands)					
Impaired loans	\$ 3,199	Other	A/R aging schedule	— %	— %
Other real estate owned	\$ 1,334	Discount for costs to sell ⁽²⁾	Contract sales price ⁽¹⁾	8.0 %	8.0 %
Mortgage servicing rights	\$ 2,443	Discounted cash flow	Prepayment speeds and discount rates ⁽³⁾	4.5% - 34.3%	11.7 %

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(17) Fair Value Measurements (continued)

		December 31, 2023			
Fair Value	Valuation Methodology	Unobservable Inputs	Range of Inputs	Weighted Average	
(Dollars in thousands)					
Impaired loans	\$ 5,000	Other	Contracted modification agreement	— %	— %
Mortgage servicing rights	\$ 2,908	Discounted cash flow	Prepayment speeds and discount rates ⁽⁴⁾	4.3% - 27.2%	8.1 %

(1) Value based on sales contract.

(2) Value based on management's estimate of selling costs including real estate brokerage commissions, title transfer and other fees.

(3) Value of SBA servicing rights based on a discount rate of 14.50%.

(4) Value of SBA servicing rights based on a discount rate of 15.50%.

Other Fair Value Disclosures

The Company is required to disclose estimated fair value of financial instruments, both assets and liabilities on and off the balance sheet, for which it is practicable to estimate fair value. A description of the valuation methodologies used for those assets and liabilities not recorded at fair value on a recurring or non-recurring basis are set forth below.

Cash and Cash Equivalents

For cash and due from banks, federal funds sold and short-term investments, the carrying amount approximates fair value due to their nature and short-term maturities.

Debt Securities Held to Maturity

For debt securities held to maturity, fair value was estimated using a market approach. The majority of the Company's securities are fixed income instruments that are not quoted on an exchange but are traded in active markets. Prices for these instruments are obtained through third-party data service providers or dealer market participants with which the Company has historically transacted both purchases and sales of securities. Prices obtained from these sources include market quotations and matrix pricing. Matrix pricing, a Level 2 input, is a mathematical technique used principally to value certain securities to benchmark or to compare securities. The Company evaluates the quality of Level 2 matrix pricing through comparison to similar assets with greater liquidity and evaluation of projected cash flows. As the Company is responsible for the determination of fair value, it performs quarterly analysis on the prices received from the pricing service to determine whether the prices are reasonable estimates of fair value. Specifically, the Company compares the prices received from the pricing service to a secondary pricing source. Additionally, the Company compares changes in the reported market values and returns to relevant market indices to assess the reasonableness of the reported prices. The Company's internal price verification procedures and review of fair value methodology documentation provided by independent pricing services has not historically resulted in an adjustment in the prices obtained from the pricing service. The Company also holds debt instruments issued by the U.S. government and U.S. government sponsored agencies that are traded in active markets with readily accessible quoted market prices that are considered Level 1 inputs within the fair value hierarchy.

Federal Home Loan Bank Stock ("FHLB")

The fair value of FHLB stock is based on redemption at par value and can only be sold to the issuing FHLB, to other FHLBs, or to other member banks. As such, the Company's FHLB stock is recorded at cost, or par value, and is evaluated for impairment each reporting period by considering the ultimate recoverability of the investment rather than temporary declines in value. The Company classifies the estimated fair value as Level 2 within the fair value hierarchy.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(17) Fair Value Measurements (continued)

Loans Receivable

Fair values are estimated for portfolios of loans with similar financial characteristics. Loans are segregated by type such as commercial mortgage, residential mortgage, commercial, construction, consumer, and other. Each loan category is further segmented into fixed and adjustable rate interest terms and into performing and non-performing categories.

The fair value of performing loans was estimated using a combination of techniques, including a discounted cash flow model that utilizes a discount rate that reflects the Company's current pricing for loans with similar characteristics and remaining maturity, adjusted by an amount for estimated credit losses inherent in the portfolio at the balance sheet date. The rates take into account the expected yield curve, as well as an adjustment for prepayment risk, when applicable. The Company classifies the estimated fair value of its loan portfolio as Level 3.

The fair value for significant non-performing loans was based on recent external appraisals of collateral securing such loans, adjusted for the timing of anticipated cash flows. The Company classifies the estimated fair value of its non-performing loan portfolio as Level 3.

Deposits

The fair value of deposits with no stated maturity, such as demand, money market, and savings and club deposits are payable on demand at each reporting date and classified as Level 2. The estimated fair value of certificates of deposit was based on the discounted value of contractual cash flows. The discount rate was estimated using the Company's current rates offered for deposits with similar remaining maturities. The Company classifies the estimated fair value of its certificates of deposit portfolio as Level 2.

Borrowings

The fair value of borrowings was estimated by discounting future cash flows using rates available for debt with similar terms and maturities and is classified by the Company as Level 2 within the fair value hierarchy.

Commitments to Extend Credit and Letters of Credit

The fair value of commitments to extend credit and letters of credit was 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 counter-parties. For fixed rate loan commitments, fair value also considers the difference between current levels of interest rates and the committed rates. The fair value estimates of commitments to extend credit and letters of credit are deemed immaterial.

The following tables present the assets and liabilities reported in the Consolidated Statements of Financial Condition at their fair values as of December 31, 2024 and 2023:

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(17) Fair Value Measurements (continued)

December 31, 2024						
	Carrying Value	Total Fair Value	Fair Value Measurements			
			Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)
(In thousands)						
Financial assets:						
Cash and cash equivalents	\$ 289,223	\$ 289,223	\$ 289,223	\$ —	\$ —	
Debt securities available for sale	1,025,946	1,025,946	314,702	700,743		10,501
Debt securities held to maturity	392,840	350,153	—	350,153		—
Equity securities	6,673	6,673	6,350	323		—
Federal Home Loan Bank stock	60,387	60,387	—	60,387		—
Loans receivable, net	7,856,970	7,393,058	—	—		7,393,058
Derivative assets	18,895	18,895	—	18,895		—
Financial liabilities:						
Deposits	\$ 8,096,149	\$ 8,088,842	\$ —	\$ 8,088,842	\$ —	—
Borrowings	1,080,600	1,077,466	—	1,077,466	—	—
Derivative liabilities	20,025	20,025	—	20,025	—	—
December 31, 2023						
	Carrying Value	Total Fair Value	Fair Value Measurements			
			Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)
(In thousands)						
Financial assets:						
Cash and cash equivalents	\$ 423,249	\$ 423,249	\$ 423,249	\$ —	\$ —	—
Debt securities available for sale	1,093,557	1,093,557	137,800	946,020		9,737
Debt securities held to maturity	401,154	357,177	—	357,177		—
Equity securities	4,079	4,079	3,758	321		—
Federal Home Loan Bank stock	81,022	81,022	—	81,022		—
Loans receivable, net	7,819,441	7,366,184	—	—		7,366,184
Derivative assets	18,898	18,898	—	18,898		—
Financial liabilities:						
Deposits	\$ 7,846,556	\$ 7,828,259	\$ —	\$ 7,828,259	\$ —	—
Borrowings	1,528,695	1,531,179	—	1,531,179	—	—
Derivative liabilities	25,025	25,025	—	25,025	—	—

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(17) Fair Value Measurements (continued)

Limitations

Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial instrument. These estimates do not reflect any premium or discount that could result from offering for sale at one time the Company's entire holdings of a particular financial instrument. Because limited markets exist for a significant portion of the Company's financial instruments, fair value estimates are based on judgments regarding future expected loss experience, current economic conditions, risk characteristics of various financial instruments, and other factors. These estimates are subjective in nature and involve uncertainties and matters of significant judgment and, therefore, cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

Fair value estimates are based on existing on and off-balance-sheet financial instruments without attempting to estimate the value of anticipated future business and the value of assets and liabilities that are not considered financial instruments. Other significant assets and liabilities that are not considered financial assets or liabilities include goodwill and intangible assets, deferred tax assets and liabilities, office properties and equipment, and bank-owned life insurance.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(18) Earnings per Share

Basic earnings per share ("EPS") is computed by dividing net income available to common shareholders by the weighted average number of common shares outstanding during the period. For purposes of calculating basic EPS, weighted average common shares outstanding excludes treasury stock, unallocated employee stock ownership plan shares that have not been committed for release and deferred compensation obligations required to be settled in shares of Company stock.

Diluted EPS is computed using the same method as basic EPS and reflects the potential dilution which could occur if stock options and unvested shares were exercised and converted into common stock. The potentially diluted shares would then be included in the weighted average number of shares outstanding for the period using the treasury stock method.

The following is a reconciliation of the numerators and denominators of the basic and diluted earnings per share calculations for the years ended December 31, 2024, 2023, and 2022:

	December 31,		
	2024	2023	2022
	(In thousands, except per share data)		
Net (loss) income	\$ (11,653)	\$ 36,086	\$ 86,173
Shares:			
Weighted average shares outstanding - basic	101,676,758	102,656,388	105,580,823
Weighted average diluted shares outstanding	162,749	238,581	612,338
Weighted average shares outstanding - diluted	101,839,507	102,894,969	106,193,161
(Loss) earnings per share:			
Basic	\$ (0.11)	\$ 0.35	\$ 0.82
Diluted	\$ (0.11)	\$ 0.35	\$ 0.81

For the years ended December 31, 2024, 2023, and 2022, the average number of stock options which could potentially dilute basic earnings per share in the future that were not included in the computation of diluted earnings per share because to do so would have been anti-dilutive totaled 988,161, 704,526, and 129,049 respectively.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(19) Parent-only Financial Information

The condensed financial statements of Columbia Financial, Inc. (parent company) are presented below:

Statements of Financial Condition

		December 31,	
		2024	2023
		(In thousands)	
Assets			
Cash and due from banks	\$	6,459	\$ 8,644
Short-term investments		110	108
Total cash and cash equivalents		6,569	8,752
Equity securities, at fair value		193	191
Investment in subsidiaries		1,045,203	1,000,185
Loan receivable from Columbia Bank		34,599	36,432
Other assets		3,106	2,918
Total assets	\$	1,089,670	\$ 1,048,478
Liabilities and Stockholders' Equity			
Liabilities:			
Borrowings	\$	7,036	\$ 6,962
Accrued expenses and other liabilities		2,471	1,181
Total liabilities		9,507	8,143
Stockholders' equity		1,080,163	1,040,335
Total liabilities and stockholders' equity	\$	1,089,670	\$ 1,048,478

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(19) Parent-only Financial Information (continued)

Statements of Income and Comprehensive Income (Loss)

	Years Ended December 31,		
	2024	2023	2022
	(In thousands)		
Dividends from subsidiary	\$ —	\$ 45,000	\$ 80,000
Interest income:			
Loans receivable	1,735	1,814	1,893
Debt securities available for sale and equity securities	20	18	10
Interest-earning deposits	1	8	7
Total interest income	1,756	46,840	81,910
Interest expense on borrowings	474	1,339	1,600
Net interest income	1,282	45,501	80,310
Equity earnings (loss) income in subsidiaries	(10,677)	(8,432)	9,132
Non-interest income:			
Change in fair value of equity securities	2	(10)	(15)
Other non-interest income	—	—	650
Total non-interest income (loss)	2	(10)	635
Non-interest expense:			
Merger-related expenses	755	41	522
Loss on extinguishment of debt	—	300	—
Other non-interest expense	1,618	1,502	2,861
Total non-interest expense	2,373	1,843	3,383
(Loss) income before income tax (benefit) expense	(11,766)	35,216	86,694
Income tax (benefit) expense	(113)	(870)	521
Net (loss) income	(11,653)	36,086	86,173
Other comprehensive income (loss)	48,367	20,561	(133,377)
Comprehensive income (loss)	\$ 36,714	\$ 56,647	\$ (47,204)

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(19) Parent-only Financial Information (continued)

Statements of Cash Flows

	Years Ended December 31,		
	2024	2023	2022
	(In thousands)		
Cash flows from operating activities:			
Net (loss) income	\$ (11,653)	\$ 36,086	\$ 86,173
Adjustments to reconcile net income to net cash (used in) provided by operating activities:			
Amortization of intangible assets	74	74	73
Change in fair value of equity securities	(2)	10	15
Loss on extinguishment of debt	—	300	—
Deferred tax expense	2,856	2,019	2,463
(Increase) decrease in other assets	(2,653)	8,894	(642)
(Decrease) in accrued expenses and other liabilities	(658)	(890)	(997)
Equity in undistributed loss (earnings) of subsidiaries	10,677	8,432	(9,132)
Net cash (used in) provided by operating activities	<u>\$ (1,359)</u>	<u>\$ 54,925</u>	<u>\$ 77,953</u>
Cash flows from investing activities:			
Repayment of loan receivable from Columbia Bank	1,833	1,755	1,675
Net cash acquired in acquisition	—	—	31
Net cash provided by investing activities	<u>\$ 1,833</u>	<u>\$ 1,755</u>	<u>\$ 1,706</u>
Cash flows from financing activities:			
Repayment of term note	\$ —	\$ (30,300)	\$ —
Purchase of treasury stock	(5,894)	(80,497)	(93,996)
Exercise of options	—	42	325
Issuance of common stock allocated to restricted stock award grants	4,153	4,066	2,624
Restricted stock forfeitures	(99)	(501)	(1,451)
Repurchase of shares for taxes	(817)	(623)	(4,614)
Net cash (used in) financing activities	<u>\$ (2,657)</u>	<u>\$ (107,813)</u>	<u>\$ (97,112)</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(19) Parent-only Financial Information (continued)

Statements of Cash Flows

	Years Ended December 31,		
	2024	2023	2022
	(In thousands)		
Net (decrease) in cash and cash equivalents	\$ (2,183)	\$ (51,133)	\$ (17,453)
Cash and cash equivalents at beginning of year	8,752	59,885	77,338
Cash and cash equivalents at end of period	<u>\$ 6,569</u>	<u>\$ 8,752</u>	<u>\$ 59,885</u>
Non-cash investing and financing activities:			
Excise tax on net stock repurchases	\$ 42	\$ 800	\$ —
Acquisition:			
Net cash and cash equivalents acquired in acquisition	\$ —	\$ —	\$ 31

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(20) Other Comprehensive Income (Loss)

The following tables present the components of other comprehensive income (loss), both gross and net of tax, for the years ended December 31, 2024, 2023, and 2022:

	For the Years Ended December 31,					
	2024			2023		
	Before Tax	Tax Effect	After Tax	Before Tax	Tax Effect	After Tax
(In thousands)						
Components of other comprehensive income (loss):						
Unrealized gain on debt securities available for sale:	\$ 77,585	\$ (21,591)	\$ 55,994	\$ 41,181	\$ (11,544)	\$ 29,637
Accretion of unrealized gain (loss) on debt securities reclassified as held to maturity	4	(1)	3	(14)	4	(10)
Reclassification adjustment for (loss) included in net income	(35,851)	9,980	(25,871)	(10,847)	3,053	(7,794)
	<u>41,738</u>	<u>(11,612)</u>	<u>30,126</u>	<u>30,320</u>	<u>(8,487)</u>	<u>21,833</u>
Derivatives:						
Unrealized gain (loss) on swap contracts accounted for as cash flow hedges	<u>2,467</u>	<u>(688)</u>	<u>1,779</u>	<u>(1,274)</u>	<u>356</u>	<u>(918)</u>
Employee benefit plans:						
Amortization of prior service cost included in net income	(98)	27	(71)	(56)	16	(40)
Reclassification adjustment of actuarial net (loss) included in net income	(1,341)	378	(963)	(776)	218	(558)
Change in funded status of retirement obligations	<u>24,248</u>	<u>(6,752)</u>	<u>17,496</u>	<u>340</u>	<u>(96)</u>	<u>244</u>
	<u>22,809</u>	<u>(6,347)</u>	<u>16,462</u>	<u>(492)</u>	<u>138</u>	<u>(354)</u>
Total other comprehensive income (loss)	<u>\$ 67,014</u>	<u>\$ (18,647)</u>	<u>\$ 48,367</u>	<u>\$ 28,554</u>	<u>\$ (7,993)</u>	<u>\$ 20,561</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(20) Other Comprehensive Income (Loss) (continued)

	For the Year Ended December 31,		
	2022		
	Before Tax	Tax Effect	After Tax
	(In thousands)		
Components of other comprehensive income (loss):			
Unrealized (loss) on debt securities available for sale:	\$ (190,682)	\$ 53,427	\$ (137,255)
Accretion of unrealized (loss) on debt securities reclassified as held to maturity	(31)	9	(22)
Reclassification adjustment for gain included in net income	210	(59)	151
	<u>(190,503)</u>	<u>53,377</u>	<u>(137,126)</u>
Derivatives:			
Unrealized gain on swap contracts accounted for as cash flow hedges	<u>7,524</u>	<u>(2,103)</u>	<u>5,421</u>
Employee benefit plans:			
Amortization of prior service cost included in net income	(56)	15	(41)
Reclassification adjustment of actuarial net (loss) included in net income	(2,677)	749	(1,928)
Change in funded status of retirement obligations	345	(48)	297
	<u>(2,388)</u>	<u>716</u>	<u>(1,672)</u>
Total other comprehensive income (loss)	<u>\$ (185,367)</u>	<u>\$ 51,990</u>	<u>\$ (133,377)</u>

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(20) Other Comprehensive Income (Loss) (continued)

The following tables present the changes in the components of accumulated other comprehensive income (loss), net of tax, for the years ended December 31, 2024, 2023, and 2022:

For the Years Ended December 31,								
2024				2023				
Unrealized (Losses) on Debt Securities Available for Sale	Unrealized Gains (Losses) on Swaps	Employee Benefit Plans	Accumulated Other Comprehensive (Loss)	Unrealized Gains (Losses) on Debt Securities Available for Sale	Unrealized Gains (Losses) on Swaps	Employee Benefit Plans	Accumulated Other Comprehensive (Loss)	

(In thousands)

Balance at beginning of period	\$	(113,649)	\$	(414)	\$	(44,672)	\$	(158,735)	\$	(135,482)	\$	504	\$	(44,318)	\$	(179,296)
Current period changes in other comprehensive income (loss)		30,126		1,779		16,462		48,367		21,833		(918)		(354)		20,561
Total other comprehensive income (loss)	\$	(83,523)	\$	1,365	\$	(28,210)	\$	(110,368)	\$	(113,649)	\$	(414)	\$	(44,672)	\$	(158,735)

For the Year Ended December 31,			
2022			
Unrealized Gains (Losses) on Debt Securities Available for Sale	Unrealized Gains (Losses) on Swaps	Employee Benefit Plans	Accumulated Other Comprehensive (Loss)

(In thousands)

Balance at beginning of period	\$	1,644	\$	(4,917)	\$	(42,646)	\$	(45,919)
Current period changes in other comprehensive income (loss)		(137,126)		5,421		(1,672)		(133,377)
Total other comprehensive income (loss)	\$	(135,482)	\$	504	\$	(44,318)	\$	(179,296)

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(20) Other Comprehensive Income (Loss) (continued)

The following tables reflect amounts reclassified from accumulated other comprehensive income (loss) in the Consolidated Statements of Income and the affected line item in the statement where net income is presented for the years ended December 31, 2024, 2023, and 2022:

	Accumulated Other Comprehensive Income (Loss) Components			Affected Line Items in the Consolidated Statements of Income
	For the Years Ended December 31,			
	2024	2023	2022	
	(In thousands)			
Reclassification adjustment for (loss) gain included in net income	\$ (35,851)	\$ (10,847)	\$ 210	(Loss)gain on securities transactions
Reclassification adjustment of actuarial net (loss) included in net income	(1,341)	(776)	(2,677)	Other non-interest expense
Total before tax	(37,192)	(11,623)	(2,467)	
Income tax benefit	10,358	3,271	690	
Net of tax	<u>\$ (26,834)</u>	<u>\$ (8,352)</u>	<u>\$ (1,777)</u>	

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(21) Derivatives and Hedging Activities

The Company uses derivative financial instruments as components of its market risk management, principally to manage interest rate risk. Certain derivatives are entered into in connection with transactions with commercial customers. Derivatives are not used for speculative purposes. All derivatives are recognized as either assets or liabilities in the Consolidated Statements of Financial Condition, reported at fair value and presented on a gross basis. Until a derivative is settled, a favorable change in fair value results in an unrealized gain that is recognized as an asset, while an unfavorable change in fair value results in an unrealized loss that is recognized as a liability.

The Company generally applies hedge accounting to its derivatives used for market risk management purposes. Hedge accounting is permitted only if specific criteria are met, including a requirement that a highly effective relationship exists between the derivative instrument and the hedged item, both at inception of the hedge and on an ongoing basis. Changes in the fair value of effective fair value hedges are recognized in current earnings (with the change in fair value of the hedged asset or liability also recognized in earnings). Changes in the fair value of effective cash flow hedges are recognized in other comprehensive income (loss) until earnings are affected by the variability in cash flows of the designated hedged item. Ineffective portions of hedge results are recognized in current earnings. Changes in the fair value of derivatives for which hedge accounting is not applied are recognized in current earnings.

The Company formally documents at inception all relationships between the derivative instruments and the hedged items, as well as its risk management objectives and strategies for undertaking the hedge transactions. This process includes linking all derivatives that are designated as hedges to specific assets and liabilities, or to specific firm commitments. The Company also formally assesses, both at inception of the hedge and on an ongoing basis, whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in the fair values or cash flows of the hedged items. If it is determined that a derivative is not highly effective or has ceased to be a highly effective hedge, the Company would discontinue hedge accounting prospectively. Gains or losses resulting from the termination of a derivative accounted for as a cash flow hedge remain in other comprehensive income (loss) and is (accrued) amortized to earnings over the remaining period of the former hedging relationship.

Certain derivative financial instruments are offered to certain commercial banking customers to manage their risk of exposure and risk management strategies. These derivative instruments consist primarily of currency forward contracts and interest rate swap contracts. The risks associated with these transactions is mitigated by simultaneously entering into similar transactions having essentially offsetting terms with a third party. In addition, the Company executes interest rate swaps with third parties in order to hedge the interest rate risk of short-term FHLB advances.

Interest Rate Swaps. At December 31, 2024 and December 31, 2023, the Company had 84 and 80 interest rate swaps in place with commercial banking customers executed by offsetting interest rate swaps with third parties, with aggregated notional amounts of \$298.8 million and \$277.8 million, respectively. These derivatives are not designated as hedges and are not speculative. These interest rate swaps do not meet hedge accounting requirements.

At December 31, 2024 and 2023, the Company had 31 and 30 interest rate swaps with notional amounts of \$378.7 million and \$380.0 million, respectively, hedging certain FHLB advances. These interest rate swaps meet the cash flow hedge accounting requirements. Interest rate swaps designated as cash flow hedges involve the receipt of variable amounts from a counter-party in exchange for the Company making fixed-rate payments over the life of the agreements without the exchanges of the underlying notional amount.

At December 31, 2023, the Company had two interest rate swaps hedged against pools of floating rate commercial loans with notional amounts totaling \$100.0 million. These swaps meet the cash flow hedge accounting requirements. Interest rate swaps designated as cash flow hedges involve the receipt of variable amounts from a counter-party in exchange for the Company making fixed-rate payments over the life of the agreements without the exchange of the underlying notional amount. At December 31, 2024, the Company did not have any interest rate swaps hedged against pools of floating rate commercial loans.

At December 31, 2024 and 2023 the Company had ten and eight interest rate fair value swaps with notional amounts totaling \$850.0 million and \$700.0 million, respectively. The Company is exposed to changes in the fair value of certain of its fixed-rate pools of assets due to changes in benchmark interest rates. The Company uses interest rate swaps to manage its exposure to changes in fair value on these instruments attributable to changes in the designated benchmark interest rate of SOFR.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(21) Derivatives and Hedging Activities (continued)

Interest rate swaps designated as fair value hedges involve the payment of fixed-rate amounts to a counterparty in exchange for the Company receiving variable-rate payments over the life of the agreements without the exchange of the underlying notional amount.

For the years ended December 31, 2024 and 2023, the Company recorded hedge ineffectiveness associated with these contracts totaling approximately \$31,000, and \$47,000, respectively. For the year ended December 31, 2022, the Company did not record any hedge ineffectiveness associated with these contracts.

The tables below present the fair value of the Company's derivative financial instruments as well as their classification in the Consolidated Statements of Financial Condition at December 31, 2024 and 2023:

		December 31, 2024			
		Asset Derivative		Liability Derivative	
		Consolidated Statements of Financial Condition	Fair Value	Consolidated Statements of Financial Condition	Fair Value
(In thousands)					
Derivatives:					
Interest rate products - designated hedges	Other Assets	\$	3,619	Other Liabilities	\$ 4,847
Interest rate products - non-designated hedges	Other Assets		15,276	Other Liabilities	15,178
Total derivative instruments		\$	18,895	\$	20,025

		December 31, 2023			
		Asset Derivative		Liability Derivative	
		Consolidated Statements of Financial Condition	Fair Value	Consolidated Statements of Financial Condition	Fair Value
(In thousands)					
Derivatives:					
Interest rate products - designated hedges	Other Assets	\$	5,394	Other Liabilities	\$ 11,530
Interest rate products - non-designated hedges	Other Assets		13,504	Other Liabilities	13,495
Total derivative instruments		\$	18,898	\$	25,025

For the years ended December 31, 2024, 2023, and 2022 gains (losses) of \$89,000, \$(302,000), and \$489,000, respectively, were recorded for changes in fair value of interest rate swaps with third parties.

At December 31, 2024 and 2023, accrued interest was \$639,000 and \$1.2 million.

The Company has agreements with counterparties that contain a provision that if the Company defaults on any of its indebtedness, including default where repayment of the indebtedness has not been accelerated by the lender, then the Company could also be declared in default of its derivative obligations.

At December 31, 2024, the termination value of derivatives in a net liability position, which includes accrued interest, was \$1.1 million. The Company has collateral posting thresholds with certain of its derivative counterparties, but as of December 31, 2024 has no required posted collateral against its obligations under these agreements.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(21) Derivatives and Hedging Activities (continued)

Fair Value Hedges of Interest Rate Risk. The Company is exposed to changes in the fair value of certain of its fixed-rate pools of assets due to changes in benchmark interest rates. The Company uses interest rate swaps to manage its exposure to changes in fair value on these instruments attributable to changes in the designated benchmark interest rate, SOFR. Interest rate swaps designated as fair value hedges involve the payment of fixed-rate amounts to a counterparty in exchange for the Company receiving variable-rate payments over the life of the agreements without the exchange of the underlying notional amount.

For derivatives designated and that qualify as fair value hedges, the gain or loss on the derivative as well as the offsetting gain or loss on the hedged item attributable to the hedged risk are recognized in interest income.

At December 31, 2024 and 2023, the following amounts were recorded on the Consolidated Statements of Financial Condition related to cumulative basis adjustment for fair value hedges:

	Carrying Amount of Hedged Assets/(Liabilities)	Cumulative Amount of Fair Value Hedging Adjustment included in the Carrying Amount of Hedged Assets/(Liabilities)
	At December 31, 2024	
	(In thousands)	
Fair value interest rate products	\$ 853,422	\$ 3,422

	Carrying Amount of Hedged Assets/(Liabilities)	Cumulative Amount of Fair Value Hedging Adjustment included in the Carrying Amount of Hedged Assets/(Liabilities)
	At December 31, 2023	
	(In thousands)	
Fair value interest rate products	\$ 706,412	\$ 6,412

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(22) Segment Reporting

The Company's reportable segment is determined by the President, Chief Executive Officer ("CEO"), who is designated the chief operating decision maker ("CODM"), based upon information provided about the Company's products and services offered, which primarily consists of banking products. The segment is also distinguished by the level of information provided by the CODM, who uses such information to review the performance of various components of the business, which are then aggregated if operating performance, products and services, and customers are similar. The CODM evaluates the financial performance of the Company's business components including revenue streams, significant expenses and budget to actual results in assessing the Company's segments, and in the determination of allocating resources. The CODM uses revenue streams to evaluate product pricing and significant expenses to assess performance and evaluate return on assets. The CODM utilizes consolidated net income to benchmark the Company against its competitors. The benchmarking analysis coupled with the monitoring of budget to actual results are used in assessing performance and in establishing compensation. Loans, investments, and deposits provide the revenue in banking operations. Interest expense, provision for credit losses, and payroll provide the significant expenses in banking operations. All operations are domestic.

Accounting policies for segments are the same as those described in Note 2. Our segment assets represent our total assets as presented on the Consolidated Statements of Financial Position. Our segment revenues and expenses are presented on the Consolidated Statements of Income (Loss).

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(23) Revenue Recognition

The Company's revenue includes net interest income on financial instruments and non-interest income. Most of the Company's revenue is not within the scope of Accounting Standards Codification Topic 606 which does not apply to revenue associated with financial instruments, including interest income on loans and securities, which comprise the majority of the Company's revenue. Revenue-generating activities that are within the scope of this guidance are components of non-interest income. These revenue streams can generally be classified as demand deposit account fees, title insurance fees, insurance agency income and other fees.

The following table presents non-interest income, segregated by revenue streams in-scope and out-of-scope of Topic 606, for the years ended December 31, 2024, 2023, and 2022.

	For the Years Ended December 31,		
	2024	2023	2022
	(In thousands)		
Non-interest income			
In-scope of Topic 606:			
Demand deposit account fees	\$ 6,507	\$ 5,145	\$ 5,293
Title insurance fees	2,505	2,400	3,423
Insurance agency income	269	188	141
Other non-interest income	5,962	7,991	8,666
Total in-scope non-interest income	15,243	15,724	17,523
Total out-of-scope non-interest income	(13,349)	11,655	12,877
Total non-interest income	\$ 1,894	\$ 27,379	\$ 30,400

Demand deposit account fees include monthly maintenance fees and service charges. These fees are generally derived as a result of either transaction-based or serviced-based services. The Company's performance obligation for these services is generally satisfied, and revenue recognized, at the time the transaction is completed, or the service rendered. Fees for these services are generally received from the customer either at the time of the transaction or monthly.

Title insurance fees are generally recognized at the time the transaction closes or when the service is rendered.

Columbia Insurance Services Inc. performs the function of an insurance intermediary, by introducing the policyholder and insurer for life and health, and property and casualty insurance, and is compensated by a commission fee for placement of an insurance policy. Commission and fees are generally recognized as of the effective date of the insurance policy. Commission revenues related to installment billings are recognized on the invoice date. Subsequent commission adjustments are recognized upon the receipt of notification from insurance companies concerning matters necessitating such adjustments.

Other non-interest income includes check printing fees, traveler's check fees, gift card fees, branch service fees, overdraft fees, account analysis fees, other deposit related fees, wealth management related fee income which includes annuity fees, brokerage commissions, and asset management fees. Wealth management related fee income represents fees earned from customers as consideration for asset management and investment advisory services provided by a third party. The Company's performance obligation is generally satisfied monthly, and the resulting fees are recognized monthly based upon the month-end market value of the assets under management and the applicable fee rate. The Company does not earn performance-based incentives. The Company's performance obligation for these transaction-based services are generally satisfied, and related revenue recognized, at the time the transaction closes or when the service is rendered or a point in time when the service is completed.

Also included in other fees are debit card and ATM fees which are transaction-based. Debit card revenue is primarily comprised of interchange fees earned when a customer's Company card is processed through a card payment network. ATM fees are largely generated when a Company cardholder uses a non-Company ATM, or a non-Company cardholder uses a Company ATM. The Company's performance obligation for these services is satisfied when the service is rendered. Payment is generally received at time of transaction or monthly.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

(23) Revenue Recognition (continued)

Out-of-scope non-interest income primarily consists of income from bank-owned life insurance, loan prepayment and servicing fees, net fees on loan level swaps, gains and losses on the sale of loans and securities, credit card interchange income, changes in the fair value of equity securities, and proceeds from an insurance settlement. None of these revenue streams are subject to the requirements of Topic 606.

COLUMBIA FINANCIAL, INC. AND SUBSIDIARIES
Notes to Consolidated Financial Statements

(24) Subsequent Events

The Company has evaluated events subsequent to December 31, 2024 and through the financial statement issuance date of March 3, 2025, and concluded that no material events occurred that would require disclosure.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

COLUMBIA FINANCIAL, INC.

Dated: March 3, 2025

By:

/s/Thomas J. Kemly
Thomas J. Kemly
President and Chief Executive Officer
(Principal Executive Officer)

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

<u>Name</u>	<u>Title</u>	<u>Date</u>
<u>/s/Thomas J. Kemly</u> Thomas J. Kemly	President and Chief Executive Officer and Director (Principal Executive Officer)	March 3, 2025
<u>/s/Dennis E. Gibney</u> Dennis E. Gibney	Senior Executive Vice President and Chief Financial Officer (Principal Financial and Accounting Officer)	March 3, 2025
<u>/s/Noel R. Holland</u> Noel R. Holland	Chairman of the Board	March 3, 2025
<u>/s/Michael Massood, Jr.</u> Michael Massood, Jr.	Director	March 3, 2025
<u>/s/Elizabeth E. Randall</u> Elizabeth E. Randall	Director	March 3, 2025
<u>/s/Robert Van Dyk</u> Robert Van Dyk	Director	March 3, 2025
<u>/s/Paul Van Ostenbridge</u> Paul Van Ostenbridge	Director	March 3, 2025
<u>/s/James M. Kuiken</u> James M. Kuiken	Director	March 3, 2025
<u>/s/Lucy Sorrentini</u> Lucy Sorrentini	Director	March 3, 2025
<u>/s/Daria Stacy-Walls Torres</u> Daria Stacy-Walls Torres	Director	March 3, 2025

EMPLOYMENT AGREEMENT

THIS EMPLOYMENT AGREEMENT ("Agreement") is made and entered into on November 13, 2024, by and between Columbia Financial, Inc. (the "Company"), a Delaware corporation, Columbia Bank (the "Bank"), a federal savings bank, and Matthew J. Smith (the "Executive").

Background

- A. The Company and the Bank wish to employ the Executive on the terms and conditions provided herein, and the Executive wishes to continue in such capacity on the terms and conditions provided herein.
- B. The Company and the Bank wish to encourage the Executive to devote his full time and attention to the faithful performance of his responsibilities and pursuing the best interests of the Company and the Bank.
- C. The Company and the Bank will employ the Executive in a position of trust and confidence and expect the Executive to become acquainted with the Company's Business, its officers and employees, its strategic and operating plans, its business practices, processes, and relationships, the needs and expectations of its Customers and Prospective Customers, and its trade secrets and other property, including Confidential Information ("Company's Business," "Customers," "Prospective Customers" and "Confidential Information" are defined in Section 11 below).

NOW, THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties to this Agreement agree as follows:

1. **Term.** This Agreement shall become effective November 25, 2024 (the "Effective Date"). The initial term of this Agreement shall begin on the Effective Date and shall continue until the second anniversary of the Effective Date. On April 1, 2025, the term of the Agreement shall be extended through April 1, 2027, and on April 1, 2026, and each April 1st thereafter the term of this Agreement shall be extended by twelve (12) months, in each case unless the disinterested members of the boards of directors of the Company and the Bank (the "Company Board" and "Bank Board", respectively) or the Executive shall have provided notice to the other party at least sixty (60) days before such date that the term shall not be extended. The period during which the Executive is employed by the Company and the Bank pursuant to this Agreement, including all extensions thereof, is hereinafter referred to as the "Term." Notwithstanding the preceding provisions of this Section, if a Change of Control occurs during the Term, the Term shall not end before the first anniversary of the Change of Control; provided, however, this sentence shall apply only to the first Change of Control to occur while this Agreement is in effect. The Executive's direct supervisor shall conduct a comprehensive performance evaluation and review of the Executive annually, in consultation with the President of the Bank. The Bank Board will review such performance evaluation for purposes of determining whether to extend the Agreement for an additional twelve (12) months, and the rationale and results thereof shall be included in the minutes of the meeting of the Bank Board.
2. **Position and Duties.** At all times during the Term, the Executive shall (i) serve as Senior Executive Vice President, Chief Operating Officer, of the Company and the Bank, reporting to the President, or in such other senior executive position as determined by the President, and, in such capacity, shall perform such duties and have such responsibilities as is typical for such position, as well as any other

reasonable duties as may be assigned to him from time to time, and (ii) diligently and conscientiously devote substantially all of his business time, energy, and ability to his duties and the business of the Company and the Bank and will not engage in any other business, profession, or occupation for compensation or otherwise which would conflict or materially interfere with the performance of such services either directly or indirectly without the prior written consent of the Bank Board, and (iii) comply with all directions from the Company Board, the Bank Board, the President and any other executive to whom Executive reports from time to time (other than directions that would require an illegal or unethical act or omission) and all applicable policies and regulations of the Company and the Bank. Notwithstanding the foregoing, the Executive will be permitted to (a) with the prior written consent of the Bank Board (not to be unreasonably withheld) act or serve as a director, trustee, committee member, or principal of any type of business, civic or charitable organization as long as such activities are disclosed in writing to the Bank Board, and (b) purchase or own less than two percent (2%) of the publicly traded securities of any entity which has the potential to be a competitor of the Company or the Bank or an unlimited ownership interest in any entity which is not similar to and does not have the potential to compete with the Company or the Bank; provided that, such ownership represents a passive investment and that the Executive is not a controlling person of, or a member of a group that controls, such entity; and provided further that, the activities described in clauses (a) and (b), in each case and in the aggregate, do not materially interfere with the performance of the Executive's material duties and responsibilities as provided hereunder. The Executive has disclosed all such business, civic, and charitable organizations for which he serves as of the Effective Date, and it is hereby acknowledged that, as of the Effective Date, the same do not currently conflict with, and are not expected to interfere with, the Executive's duties hereunder. For purposes of this Agreement, all references to either the Company Board or the Bank Board shall be deemed to include references to all committees of either such Board.

3. **Compensation, Benefits and Expenses.** During the Term, the Bank shall compensate the Executive for his services as provided in this Section 3. Unless otherwise determined by the Company Board, all payments and benefits provided in this Agreement shall be paid or provided solely by the Bank. Notwithstanding anything in this Agreement to the contrary, no provision of this Agreement shall be construed so as to result in the duplication of any payment or benefit. Unless otherwise determined by the Company Board, the Company's sole obligation under this Agreement shall be to unconditionally guarantee the payment and provision of all amounts and benefits due hereunder to Executive, and the affirmative obligations of the Company as set forth at Section 3(h), herein, with respect to Indemnification, and, if such amounts and benefits due from the Bank are not timely paid or provided by the Bank, such amounts and benefits shall be paid or provided by the Company.

(a) **Base Salary.** The Bank shall pay the Executive an annual base salary at the rate of \$410,000 (partial years prorated) payable in substantially equal installments in accordance with the Bank's customary payroll practices regarding the payment of base salary to executives but no less frequently than monthly (except to the extent the Executive has properly deferred such base salary pursuant to a Bank deferred compensation plan or arrangement, if any). The Executive's base salary shall be reviewed at least annually by the Bank Board in consultation with the President, and the Bank Board may increase but not decrease the base salary during the Term. In the absence of action by the Bank Board, the Executive shall continue to receive an annual base salary at the rate specified above on the Effective Date or, if another rate has been established under this Section 3(a), the rate last properly established by action of the Bank Board under this Section 3(a). The Executive's annual base salary, as in effect from time to time, is hereinafter referred to as "**Base Salary.**"

(b) **Sign-On Bonus.** The Executive shall receive a \$75,000 sign-on bonus, less applicable taxes, payable on or within forty (40) days after the Effective Date of this Agreement ("**Sign-on Bonus**");

provided, however, that in the event that, at any time within 24 months after the Effective Date, the Executive's employment is terminated by the Company for Cause or by the Executive for any reason, the Executive shall immediately repay the amount of the Sign-On Bonus to the Company in full. Any such repayments may be deducted in whole or in part by the Company from any final payments due to the Executive upon such termination.

(c) **Annual Bonuses.** For the completed fiscal year of the Bank ("Fiscal Year") commencing on January 1, 2025, and each other completed Fiscal Year commencing during the Term, the Executive shall have the opportunity to earn an annual bonus pursuant to the Columbia Bank Performance Achievement Incentive Program or any successor plan thereto (the "PAIP"), as the terms of the PAIP may be revised from time to time, based on achievement of annual performance goals established by the Bank Board in its discretion (an "Annual Bonus") with a target amount determined annually based on review of market data for similarly situated executives (a "Target Bonus"). For the Fiscal Year commencing January 1, 2025, the Executive's Target Bonus will be equal to 60% of Base Salary as in effect on the Effective Date, subject to approval of the Compensation Committee of the Company and the Bank in December 2024.

(d) **Long-Term Equity Incentive Awards.** Subject to approval of the Compensation Committee of the Board of Directors of the Company (the "Compensation Committee") and the Board, the Executive will be granted equity awards ("Equity Awards") in March 2025 under the Company's 2019 Equity Incentive Plan ("Equity Plan") as set forth in the Company's 2025 Long Term Incentive Program ("LTIP") with a target opportunity of 60% of the Executive's 2025 Base Salary, which will consist of a mix of performance-vested restricted stock, time-vested restricted stock and time-vested nonqualified stock options. The Equity Awards for 2025 shall be governed by the terms and conditions of the 2025 LTIP and the Equity Plan, as either may be amended or replaced from time to time, and the award agreements evidencing the Equity Awards.

(e) **Employee Benefits.** During the Term, the Executive will be entitled to participate in or receive benefits under any employee benefit plan, program, arrangement or practice made available by the Company or the Bank in the future to any member of the Company's and the Bank's executive leadership teams (the "ELT"), subject to and on a basis consistent with the terms, conditions and overall administration of such plans and arrangements.

(f) **Vacation.** Beginning January 1, 2025, the Executive shall be eligible for five (5) weeks of paid vacation per calendar year (prorated for partial years) in accordance with the Bank's vacation policies, as in effect from time to time.

(g) **Business Expenses.** The Executive shall be eligible for reimbursement of all reasonable and necessary out-of-pocket business, entertainment and travel expenses incurred by the Executive in connection with the performance of the Executive's duties hereunder in accordance with the Bank's expense reimbursement policies and procedures for ELT members.

(h) **Indemnification.** The Bank and the Company shall provide the Executive (including his heirs, executors and administrators) with coverage under a standard directors' and officers' liability insurance policy at their expense and each such party shall indemnify the Executive (and his heirs, executors and administrators) to the fullest extent permitted under applicable law against all expenses and liabilities reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved by reason of his having been a director or officer of the Company or the Bank (whether or not he continues to be a director or officer at the time of incurring such expenses or liabilities),

such expenses and liabilities to include, but not be limited to, judgments, court costs and attorneys' fees and the costs of reasonable settlements.

4. Termination of Employment.

(a) Subject to its payment obligations under this Section and Section 5 or 6, if applicable, the Company and the Bank may terminate the Executive's employment with the Company and the Bank and this Agreement at any time, with or without Cause (as defined in subsection (b) below), by providing at least thirty (30) days prior written notice (with the exception of a termination for Cause, for which no prior written notice is required) setting forth the provision of the Agreement under which the Company and the Bank intend to terminate the Executive's employment and that satisfies any additional specific notice requirements under such provision. The Executive may voluntarily terminate his employment with the Company and the Bank and this Agreement at any time by providing at least sixty (60) days prior written notice to the Company and the Bank setting forth the provision of the Agreement under which the Executive intends to terminate the Executive's employment and that satisfies any additional specific notice requirements under such provision. Upon termination of the Executive's employment and this Agreement during the Term, the Executive shall be entitled to the following in addition to any benefits payable under Section 5 or 6, as applicable, and shall have no further rights to any compensation or any other benefits from the Company or the Bank or any other affiliate of the Company:

(i) Any earned but unpaid Base Salary through the effective date of the Executive's termination of employment with the Company and the Bank (the "Termination Date"), paid in accordance with Section 3(a).

(ii) Provided that the Executive applies for reimbursement in accordance with the Bank's established reimbursement policies (within the period required by such policies but under no circumstances submitted more than thirty (30) days after his Termination Date), the Bank shall pay the Executive any reimbursements to which he is entitled under such policies.

(iii) Any benefits (other than severance) payable to the Executive under any of the Bank's incentive compensation or employee benefit plans or programs shall be payable in accordance with the provisions of those plans or programs.

(iv) All rights to indemnification and directors' and officers' liability insurance provided under Section 3(h).

Upon termination of the Executive's employment hereunder for any reason, the Executive shall be deemed to have resigned from all positions that the Executive holds as an officer of the Company or the Bank or of any other affiliate of the Company.

(b) For purposes of this Agreement, "Cause" means the occurrence of any of the following during the Term:

(i) the Executive's personal dishonesty, act or failure to act constituting willful misconduct or gross negligence, that is materially injurious to the Company or the Bank or their reputation, breach of fiduciary duty involving personal profit, or willful violation of any law, rule, regulation (other than traffic violations or similar offenses), or the issuance of a final cease and desist order;

(ii) the Executive's material failure to perform the duties of his employment with the Company or the Bank (except in the case of a termination of the Executive's employment on account of the Executive's physical or mental inability to perform such duties) and the failure to correct such failure within thirty (30) days after receiving written notice from the Bank specifying such failure in detail;

(iii) the Executive's willful failure to comply with any valid and legal written directive of the Company Board, the Bank Board or the President;

(iv) the Executive's willful and material violation of the Company's or the Bank's code of ethics or conduct policies which results in material harm to the Company or the Bank or the reputation of either;

(v) the Executive's failure to follow the policies and standards of the Company, the Bank or any affiliate of the Company or the Bank as the same shall exist from time to time, provided that the Executive shall have received written notice from the Company or the Bank or the relevant affiliate of such failure and such failure is not corrected by Executive within ten (10) days following the date of such notice; or is later repeated;

(vi) the written requirement or direction of a federal or state regulatory agency having jurisdiction over the Company or the Bank or any other affiliate of the Company that the Executive's employment with the Company or the Bank be terminated;

(vii) the Executive's conviction of or plea of nolo contendere to (i) a felony or (ii) a lesser criminal offense involving dishonesty, breach of trust, or moral turpitude; or

(viii) the Executive's intentional breach of a term, condition, or covenant of this Agreement that results in material harm to the Company or the Bank and the failure to correct such violation within thirty (30) days after receipt of written notice from the Bank specifying such breach in detail.

For purposes of this definition, no act or failure to act shall be considered "willful" if the Executive acted or failed to act either (i) in good faith or (ii) with a reasonable belief that his act or failure to act was not opposed to the Company's and Bank's best interests.

5. Non-Change of Control Severance Benefit.

(a) Subject to (i) the Executive's timely execution and returning of a Release in accordance with Section 18, (ii) the expiration of any applicable waiting periods contained herein, and (iii) the following provisions of this Section 5, the Bank shall provide the Executive with the payments and benefits set forth in this Section 5 if, during the Term and before the occurrence of a Change of Control, the Company and the Bank terminate the Executive's employment with the Company and the Bank and this Agreement other than pursuant to Section 8 or pursuant to a determination under Section 1 that the term of this Agreement shall not be extended. Notwithstanding the preceding provisions of this subsection (a), the Executive shall not be entitled to severance benefits pursuant to this Section 5 if he is entitled to severance benefits pursuant to Section 6 nor shall Executive be entitled to severance benefits pursuant to this Section 5 if he voluntarily terminates his employment under Section 4(a) of this Agreement. Any amount payable to the Executive pursuant to this Section 5 is in addition to amounts already owed to the

Executive by the Bank under Section 4 of this Agreement and is in consideration of the covenants set forth in this Agreement and/or the Release.

(b) The Bank shall pay to the Executive an amount equal to one (1) times the sum of Executive's Base Salary and Target Bonus in effect on the Termination Date, with such amount paid as salary continuation in substantially equal installments over the twelve (12) month period following the Termination Date in accordance with the Bank's customary payroll practices regarding the payment of base salary to executives but no less frequently than monthly (i.e., as if the Executive were still employed and receiving Base Salary pursuant to Section 3(a) of this Agreement), except that the first payment shall be made within 60 days following the Termination Date and shall include all installments that would have been paid earlier had the installment stream commenced immediately following the Termination Date.

(c) If the Executive timely and properly elects continued Bank-provided group health plan coverage pursuant to the Consolidated Omnibus Reconciliation Act of 1985, as amended ("COBRA"), the Bank shall reimburse the Executive in an after-tax amount (determined using an assumed aggregate tax rate of 40%) equal to the monthly COBRA premium paid by the Executive for such coverage less the active employee premium for such coverage. Executive shall be eligible to receive such reimbursement until the earliest of: (i) the period of time used to calculate the Executive's severance pay pursuant to Section 5(b); (ii) the date Executive is no longer eligible to receive COBRA continuation coverage; or (iii) the date on which Executive either receives or becomes eligible to receive substantially similar coverage from another employer.

(d) The Bank shall pay to the Executive any unpaid Annual Bonus for the completed Fiscal Year preceding the Fiscal Year in which the Termination Date occurs, calculated by taking into account the degree of achievement of the applicable objective performance goals for such preceding Fiscal Year (the "Prior Year Bonus"), in a lump sum on the date on which the Annual Bonus would have been paid to the Executive but for the Executive's termination of employment.

(e) The treatment of any outstanding Equity Award or other equity incentive award shall be determined in accordance with the terms of the applicable equity incentive plan and the applicable award agreements evidencing such awards.

6. Change of Control Severance Benefit.

(a) Subject to (i) the expiration of any applicable waiting periods contained herein, and (ii) the following provisions of this Section 6, the Bank shall provide the Executive with the payments and benefits set forth in this Section 6, in lieu of severance payments or benefits that the Executive would be entitled to under Section 5, if, during the Term and concurrent with or within twenty-four (24) months after a Change of Control (as defined in subsection (g) below), either (A) the Company and the Bank terminate the Executive's employment with the Company and the Bank and this Agreement other than pursuant to Section 8, or (B) the Executive terminates his employment with the Company and the Bank and this Agreement for Good Reason pursuant to Section 9.

(b) Within 60 days following the Termination Date, the Bank shall pay to the Executive a single lump sum payment in an amount equal to two (2) times the sum of the Executive's annual Base Salary, at the greater of the Base Salary in effect on the Change of Control Date (as defined in subsection (h) below) or his Termination Date, and the Executive's Target Bonus, at the greater of his Target Bonus in effect on the Change in Control Date or Termination Date.

(c) Within 60 days following the Termination Date, the Bank shall pay to the Executive a single lump sum payment in an after-tax amount (determined using an assumed aggregate tax rate of 40%) equal to twenty-four (24) times the Bank's monthly COBRA charge in effect on the Termination Date for the type of Bank-provided group health plan coverage in effect for the Executive (e.g., family coverage) on the Termination Date less the active employee charge for such coverage in effect on the Termination Date.

(d) The Bank shall pay to the Executive any Prior Year Bonus in a lump sum on the date on which the Annual Bonus would have been paid to the Executive but for Executive's termination of employment; and

(e) The treatment of any outstanding Equity Award or other equity incentive award shall be determined in accordance with the terms of the applicable equity incentive plan and the applicable award agreements evidencing such awards.

(f) If payments to the Executive pursuant to this Agreement would result in total Parachute Payments (as defined in Section 7) to the Executive, whether or not made pursuant to this Agreement, with a value (as determined pursuant to Section 280G of the Internal Revenue Code of 1986, as amended (the "Code"), and the guidance thereunder) equal to or greater than Executive's Parachute Payment Limit (as defined in Section 7), the provisions of Section 7 shall apply as if set out in this Section 6.

(g) For purposes of this Agreement, "Change in Control" means the first occurrence of any of the following events during the Term:

(i) the acquisition by any person (within the meaning of Section 13(d) of the Securities Exchange Act of 1934 ("Act")), other than by Columbia Bank MHC, the Company, the Bank, any other subsidiary of the Company, and any employee benefit plan of the Company or the Bank or any other subsidiary of the Company, of fifty percent (50%) or more of the combined voting power entitled to vote generally in the election of the directors of the Company's or the Bank's then outstanding voting securities;

(ii) the persons who were serving as the members of the Company Board or Bank Board immediately prior to the commencement of a proxy contest relating to the election of directors or a tender or exchange offer for voting securities of the Company or the Bank, as applicable ("Incumbent Directors"), shall cease to constitute at least a majority of such board (or the board of directors of any successor to the Company or the Bank, as applicable) at any time within one year of the election of directors as a result of such contest or the purchase or exchange of voting securities of the Company or the Bank, as applicable, pursuant to such offer, provided that any director elected or nominated for election to the Company Board or Bank Board, as applicable, by a majority of the Incumbent Directors then still in office and whose nomination or election was not made at the request or direction of the person(s) initiating such contest or making such offer shall be deemed to be an Incumbent Director for purposes of this subsection (ii); or

(iii) a sale, transfer, or other disposition of all or substantially all of the assets of the Company or the Bank which is consummated and immediately following which the persons who were the owners of the Company or the Bank, as applicable, immediately prior to such sale, transfer, or disposition, do not own, directly or indirectly and in substantially the same proportions as their ownership immediately prior to the sale, transfer, or disposition, more than fifty percent (50%) of the combined voting power entitled to vote generally in the election of directors of (i) the

entity or entities to which such assets or ownership interest are sold or transferred or (ii) an entity that, directly or indirectly, owns more than fifty percent (50%) of the combined voting power entitled to vote generally in the election of directors of the entities described in clause (i).

Notwithstanding anything herein to the contrary, the issuance of common stock by the Company or the Bank shall not be deemed to be a Change in Control nor shall any subsequent "second-step" conversion and stock issuance be deemed to be a Change in Control for purposes of this Agreement.

To the extent necessary to comply with Code Section 409A, a Change in Control will be deemed to have occurred only if the event also constitutes a change in the effective ownership or effective control of the Company or the Bank, as applicable, or a change in the ownership of a substantial portion of the assets of the Company or the Bank, as applicable, in each case within the meaning of Treasury Regulation section 1.409A-3(i)(5).

(h) For purposes of this Agreement, "Change of Control Date" means the date on which a Change of Control occurs.

(i) For purposes of Section 6 of this Agreement, "Good Reason" means the occurrence of any of the following during the Term without the express written consent of the Executive:

(i) a material reduction in the Executive's Base Salary or Target Bonus under the PAIP, if applicable, except for reductions proportionate with similar reductions to all other members of the ELT;

(ii) a change in the primary location at which the Executive is required to perform the duties of his employment with the Company and the Bank to a location that is more than thirty (30) miles from the location of the Bank's headquarters on the Effective Date;

(iii) a material adverse change in Executive's position that results in a demotion in the Executive's status within the Bank and the Company; or

(iv) a material breach by the Company or the Bank of this Agreement or any other written agreement between the Executive, on the one hand, and any of the Company or the Bank or any other affiliate of the Company, on the other hand, unless arising from the Executive's inability to materially perform his duties contemplated hereunder.

7. Provisions Relating to Parachute Payments.

(a) If payments and benefits to or for the benefit of the Executive, whether pursuant to this Agreement or otherwise, would result in total Parachute Payments to the Executive with a value equal to or greater than one hundred percent (100%) of the Executive's Parachute Payment Limit, the amount payable to the Executive shall be reduced so that the value of all Parachute Payments to the Executive, whether or not made pursuant to this Agreement, is equal to the Parachute Payment Limit less One Dollar (\$1.00), accomplished by first reducing any amounts payable pursuant to Sections 5(b) and 6(b), as applicable, and then reducing other amounts of compensation to the extent necessary; provided that, no such reduction shall be taken if, after reduction for any applicable federal excise tax imposed on the Executive by Code Section 4999, as well as any federal, state and local income tax imposed on the Executive with respect to the total Parachute Payments, the total Parachute Payments accruing to the Executive would be more than the amount of the total Parachute Payments after (a) taking the reduction

described in the first clause of this sentence, and (b) further reducing such payments by any federal, state and local income taxes imposed on the Executive with respect to the total Parachute Payments. The Bank agrees to undertake such reasonable efforts as it may determine in its sole discretion to prevent any payment or benefit under this Agreement (or any portion thereof) from constituting an Excess Parachute Payment.

(b) The amount of Parachute Payments and the Parachute Payment Limit shall be determined as provided in this subsection (b). The Bank shall direct its independent auditor ("Auditor") or such other accounting or law firm experienced in such calculations and acceptable to the Executive to determine whether any Parachute Payments equal or exceed the Parachute Payment Limit and the amount of any adjustment required by subsection (a). The Bank shall promptly give the Executive notice of the Auditor's determination. All reasonable determinations made by the Auditor under this subsection (b) shall be binding on the Company and the Bank and the Executive and shall be made within thirty (30) days after the Termination Date.

(c) For purposes of this Section 7, the following terms have the following meanings:

(i) "Excess Parachute Payment" has the meaning given to such term in Code Section 280G(b)(1).

(ii) "Parachute Payment" has the meaning give to such term in Code Section 280G(b)(2).

(iii) "Parachute Payment Limit" means three (3) times the Executive's "base amount" as defined by Code Section 280G(b)(3).

8. Termination of Employment by the Company and the Bank for Cause, Death or Disability.

(a) The Company and the Bank may initiate the termination of the Executive's employment with the Company and the Bank and this Agreement for Cause at any time. Notwithstanding the foregoing, the Executive shall not be deemed to have been terminated for Cause unless and until there shall have been delivered to him a notice of termination which shall include a copy of a resolution duly adopted by the affirmative vote of not less than a simple majority of all of the members of the Company Board and Bank Board at a meeting of each such board called and held for that purpose, finding that in the good faith opinion of such board, Executive was guilty of conduct justifying termination for Cause and specifying the particulars thereof in detail. Executive shall not have the right to receive compensation or other benefits for any period after termination for Cause except as provided in Section 4 of this Agreement.

(b) If the Executive dies before the termination of his employment with the Company and the Bank, his employment and this Agreement shall terminate automatically on the date of his death. In the case of a termination of the Executive's employment with the Company and the Bank on account of death, (i) the Executive shall remain entitled to life insurance benefits pursuant to the Bank's plans, programs, arrangements and practices in this regard, (ii) the Bank shall pay the Executive's beneficiary (as such beneficiary is specified under the Bank's 401(k) retirement plan) an amount equal to one (1) times the sum of the Executive's Base Salary and Target Bonus in effect on the Termination Date in a lump sum within 60 days following the Termination Date, and (iii) the Executive shall not be entitled to severance benefits or payments pursuant to Sections 5 or 6.

(c) The Company and the Bank may initiate the termination of the Executive's employment with the Company and the Bank and this Agreement for Disability (as defined in the Bank's disability

policies) at any time. In the case of a termination of the Executive's employment with the Company and the Bank on account of Disability, (i) the Executive shall remain entitled to long-term disability benefits pursuant to the Bank's plans, programs, arrangements and practices in this regard (collectively, the "LTD Plan"), (ii) the Bank shall pay the Executive an amount equal to one (1) times the sum of the Executive's Base Salary and Target Bonus in effect on the Termination Date less the amount expected to be paid under the LTD Plan for the one (1) year period following the Termination Date, with such net amount paid as salary continuation in substantially equal installments over the twelve (12) month period following the Termination Date in accordance with the Bank's customary payroll practices regarding the payment of base salary to executives but no less frequently than monthly (i.e., as if the Executive were still employed and receiving Base Salary pursuant to Section 3(a) of this Agreement), except that the first payment shall be made within 60 days following the Termination Date and shall include all installments that would have been paid earlier had the installment stream commenced immediately following the Termination Date, and (iii) the Executive shall not be entitled to severance benefits or payments pursuant to Sections 5 or 6.

(d) For purposes of this Agreement, "Disability" will occur on the date on which the insurer or administrator of the Bank's program of long-term disability insurance determines that the Executive is eligible to commence benefits under such insurance.

9. Resignation by Executive for Good Reason. If an event of Good Reason occurs during the Term under Section 6 of this Agreement, the Executive may, at any time within the ninety (90) day period following the initial occurrence of such event, provide the President with a written notice of termination specifying the event of Good Reason and notifying the Company and the Bank of his intention to terminate his employment with the Company and the Bank upon the Company's and the Bank's failure to correct the event of Good Reason within thirty (30) days following receipt of the Executive's notice of termination. If the Company and the Bank fails to correct the event of Good Reason and provide the Executive with notice of such correction within such thirty (30) day period, the Executive's employment with the Company and the Bank and this Agreement shall terminate as of the end of such period and the Executive shall be entitled to benefits as provided in Section 4 and Section 6, as applicable.

10. Withholding and Taxes. The Company and the Bank may withhold from any payment made hereunder (i) any taxes that the Company or the Bank reasonably determines are required to be withheld under federal, state, or local tax laws or regulations, and (ii) any other amounts that the Company or the Bank is authorized to withhold. Except for employment taxes that are the obligation of the Company or the Bank, the Executive shall pay all federal, state, local, and other taxes (including, without limitation, interest, fines, and penalties) imposed on him under applicable law by virtue of or relating to the payments and/or benefits contemplated by this Agreement, subject to any reimbursement provisions of this Agreement.

11. Use and Disclosure of Confidential Information.

(a) The Executive acknowledges and agrees that (i) by virtue of his employment with the Company and the Bank, he will be given access to, and will help analyze, formulate or otherwise use, Confidential Information, (ii) the Company and the Bank have devoted (and will devote) substantial time, money, and effort to develop Confidential Information and maintain the proprietary and confidential nature thereof, and (iii) Confidential Information is proprietary and confidential and, if any Confidential Information were disclosed or became known by persons engaging in a business in any way competitive with the Company's Business, such disclosure would result in hardship, loss, irreparable injury, and damage to the Company or the Bank, the measurement of which would be difficult, if not impossible, to determine. Accordingly, the Executive agrees that (i) the preservation and protection of Confidential Information is an essential part of his duties of employment and that, as a result of his employment with

the Company and the Bank, he has a duty of fidelity, loyalty, and trust to the Company and the Bank in safeguarding Confidential Information. The Executive further agrees that he will use his best efforts, exercise utmost diligence, and take all reasonable steps to protect and safeguard Confidential Information, whether such information derives from the Executive, other employees of the Company or the Bank, Customers, Prospective Customers, or vendors or suppliers of the Company or the Bank, and that he will not, directly or indirectly, use, disclose, distribute, or disseminate to any other person or entity or otherwise employ Confidential Information, either for his own benefit or for the benefit of another, except as required in the ordinary course of his employment by the Company and the Bank. The Executive shall follow all Company and Bank policies and procedures to protect all Confidential Information and shall take all reasonable precautions necessary under the circumstances to preserve and protect against the prohibited use or disclosure of any Confidential Information.

(b) For purposes of this Agreement, "Confidential Information" means the following:

(i) materials, records, documents, data, statistics, studies, plans, writings, and information (whether in handwritten, printed, digital, or electronic form) relating to the Company's Business that are not generally known or available to the Company's business, trade, or industry or to individuals who work therein other than through a breach of this Agreement, or

(ii) trade secrets of the Company or the Bank.

Confidential Information also includes, but is not limited to: (1) information about Company or Bank employees; (2) information about the Company's or the Bank's compensation policies, structure, and implementation; (3) hardware, software, and computer programs and technology used by the Company or the Bank; (4) Customer and Prospective Customer identities, lists, and databases, including private information related to customer history, loan activity, account balances, and financial information; (5) strategic, operating, and marketing plans; (6) lists and databases and other information related to the Company's or the Bank's vendors; (7) policies, procedures, practices, and plans related to pricing of products and services; and (8) information related to the Company's or the Bank's acquisition and divestiture strategy. Information or documents that are generally available or accessible to the public shall be deemed Confidential Information, if the information is retrieved, gathered, assembled, or maintained by the Company or the Bank in a manner not available to the public or for a purpose beneficial to the Company or the Bank.

(c) For purposes of this Agreement, "Company's Business" means, collectively, the products and services provided by the Company or the Bank or any other affiliate of the Company, including, but not limited to, lending activities (including individual loans consisting primarily of home equity lines of credit, residential real estate loans, and/or consumer loans, and commercial loans, including lines of credit, real estate loans, letters of credit, and lease financing) and depository activities (including noninterest-bearing demand, NOW, savings and money market, and time deposits), debit and ATM cards, merchant cash management, internet banking, treasury services, (including investment management, wholesale funding, interest rate risk, liquidity and leverage management and capital markets products) and other general banking services.

(d) For purposes of this Agreement, "Customer" means a person or entity who is a customer of the Company or the Bank at the time of the Executive's termination of employment or with whom the Executive had direct contact on behalf of the Company or the Bank at any time during the period of the Executive's employment with the Company and the Bank.

(e) For purposes of this Agreement, "Prospective Customer" means a person or entity who was the direct target of sales or marketing activity by the Executive or whom the Executive knew was a target of the Company's or the Bank's sales or marketing activities during the one-year period preceding the termination of the Executive's employment with the Company and the Bank.

(f) The confidentiality obligations contained in this Agreement shall continue as long as Confidential Information remains confidential (except that the obligations shall continue, if Confidential Information loses its confidential nature through improper use or disclosure, including but not limited to any breach of this Agreement and such use or disclosure is known to the Executive) and shall survive the termination of this Agreement and/or termination of the Executive's employment with the Company and the Bank.

12. Nondisparagement. During his employment and after his employment ends for any reason, the Executive agrees not to make any oral or written statement or take any other action that disparages or criticizes the Company or the Bank or their management or practices, that damages the Company's or the Bank's good reputation, or that impairs the normal operations of the Company or the Bank. The Executive understands that this nondisparagement provision does not apply on occasions when the Executive is subpoenaed or ordered by a court or other governmental authority to testify or give evidence and must, of course, respond truthfully, to conduct otherwise protected by the Sarbanes-Oxley Act, or to conduct or testimony in the context of enforcing the terms of this Agreement or other rights, powers, privileges, or claims not released by this Agreement. The Executive also understands that the foregoing nondisparagement provision does not apply on occasions when the Executive provides truthful information in good faith to any federal, state, or local governmental body, agency, or official investigating an alleged violation of any antidiscrimination or other employment-related law or otherwise gathering information or evidence pursuant to any official investigation, hearing, trial, or proceeding. Nothing in this nondisparagement provision is intended in any way to intimidate, coerce, deter, persuade, or compensate the Executive with respect to providing, withholding, or restricting any communication whatsoever to the extent prohibited under 18 U.S.C. §§ 201, 1503, or 1512 or under any similar or related provision of state or federal law. In addition, nothing in this provision is intended to require the Executive to provide notice to the Company or the Bank or their attorneys before reporting any possible violations of federal law or regulation to any governmental agency or entity ("Whistleblower Disclosures"), and the Executive is not required to notify the Company or the Bank or their attorneys that the Executive has made any such Whistleblower Disclosures. The Company and the Bank agree not to make any oral or written statement or take any other action that disparages or criticizes the Executive or his good reputation both during the period of employment of the Executive with the Bank and the Company and at any time thereafter.

13. Ownership of Documents and Return of Materials At Termination of Employment.

(a) Any and all documents, records, and copies thereof, including but not limited to hard copies or copies stored digitally or electronically, pertaining to or including Confidential Information (collectively, "Company Documents") that are made or received by the Executive during his employment with the Company and the Bank shall be deemed to be property of the Company and the Bank. The Executive shall use Company Documents and information contained therein only in the course of his employment with the Company and the Bank and for no other purpose. The Executive shall not use or disclose any Company Documents to anyone except as authorized in the course of his employment and in furtherance of the Company's Business.

(b) Upon termination of employment (with or without request) or at any time when requested by the Company or the Bank, the Executive shall deliver to the Company and the Bank, as soon as

practicably possible all Company Documents and all other Company and Bank property in the Executive's possession or under his custody or control. Executive agrees to return all electronic devices without wiping, deleting, or otherwise destroying information found on such devices.

14. Non-Solicitation of Customers and Employees. The Executive agrees that during the Term and for a period of two (2) years following the termination of the Executive's employment with the Company and the Bank (including but not limited to by reason of retirement), other than a termination of the Executive's employment with the Company and the Bank following a Change in Control, the Executive shall not, directly or indirectly, individually or jointly, (i) solicit in any manner, seek to obtain or service, or accept the business of any Customer for any product or service of the type offered by the Company or the Bank or competitive with the Company's Business, (ii) solicit in any manner, seek to obtain or service, or accept the business of any Prospective Customer for any product or service of the type offered by the Company or the Bank or otherwise competitive with the Company's Business, (iii) request or advise any Customer, Prospective Customer, or supplier of the Company or the Bank to terminate, reduce, limit, or change its business or relationship with the Company or the Bank, or (iv) induce, request, or attempt to influence any employee of the Company or the Bank to terminate his employment with the Company or the Bank.

15. Covenant Not to Compete. The Executive hereby understands and acknowledges that, by virtue of his position with the Company and the Bank, he has obtained advantageous familiarity and personal contacts and good will with Customers and Prospective Customers, wherever located, and the business, operations, and affairs of the Company and the Bank. Accordingly, during the term of this Agreement and, except as provided in the last sentence of this Section 15, for a period of one (1) year following the termination of his employment with the Company and the Bank (including but not limited to by reason of retirement) ("Restriction Period"), other than a termination of the Executive's employment with the Company and the Bank following a Change in Control, the Executive shall not, directly or indirectly, except as agreed to by duly adopted resolution of the Bank Board:

(a) as owner, officer, director, stockholder, investor, proprietor, organizer, employee, agent, representative, consultant, independent contractor, or otherwise, engage in the same trade or business as the Company's Business, in the same or similar capacity as the Executive worked for the Company and the Bank, or in such capacity as would cause the actual or threatened use of the Company's or the Bank's trade secrets and/or Confidential Information; provided, however, that this subsection (a) shall not restrict the Executive from acquiring, as a passive investment, less than five percent (5%) of the outstanding securities of any class of an entity that are listed on a national securities exchange or actively traded in the over-the-counter market. The Executive acknowledges and agrees that, given the level of trust and responsibility given to him while in the Company's and the Bank's employ, and the level and depth of trade secrets and Confidential Information entrusted to him, any immediately subsequent employment with a competitor to the Company's Business would result in the inevitable use or disclosure of the Company's and the Bank's trade secrets and Confidential Information and, therefore, the duration of this year restriction is reasonable and necessary to protect against such inevitable disclosure; or

(b) offer to provide employment or work of any kind (whether such employment is with the Executive or any other business or enterprise), either on a full-time or part-time or consulting basis, to any person who then currently is an employee of the Company or the Bank.

The restrictions on the activities of the Executive contained in this Section 15 shall be limited to the following geographical areas: all counties in which Company or the Bank or any other affiliate of the Company maintains an office or branch or has filed an application for regulatory approval to establish an

office or branch as of date of termination, except as agreed otherwise by the Bank Board. Notwithstanding anything herein to the contrary, the Restriction Period shall be limited to a period of one year in the event of termination of the Executive's employment by the Company or the Bank with Cause or termination due to Executive's retirement.

16. Remedies. The Executive agrees that the Company and the Bank will suffer irreparable damage and injury and will not have an adequate remedy at law if the Executive breaches any provision of the restrictions contained in Sections 11, 12, 13, 14 and 15 (the "Restrictive Covenants"). Accordingly, if the Executive breaches or threatens or attempts to breach the Restrictive Covenants, in addition to all other available remedies, the Company and the Bank shall be entitled to seek injunctive relief, and no or minimal bond or other security shall be required in connection therewith. The Executive acknowledges and agrees that in the event of termination of this Agreement for any reason whatsoever, the Executive can obtain employment not competitive with the Company's Business (or, if competitive, outside of the geographic and customer-specific scope described herein) and that the issuance of an injunction to enforce the provisions of the Restrictive Covenants shall not prevent the Executive from earning a livelihood. The Restrictive Covenants are essential terms and conditions to the Company entering into this Agreement, and they shall be construed as independent of any other provision in this Agreement or of any other agreement between the Executive and the Company or the Bank. The existence of any claim or cause of action that the Executive has against the Company or the Bank, whether predicated on this Agreement or otherwise, shall not constitute a defense to the enforcement by the Company or the Bank of the Restrictive Covenants.

17. Periods of Noncompliance and Reasonableness of Periods. The Company, the Bank and the Executive acknowledge and agree that the restrictions and covenants contained in Sections 14 and 15 are reasonable in view of the nature of the Company's Business and the Executive's advantageous knowledge of and familiarity with the Company's Business, operations, affairs, and Customers. Notwithstanding anything contained herein to the contrary, if the scope of any restriction or covenant contained in Sections 14 and 15 is found by a court of competent jurisdiction to be too broad to permit enforcement of such restriction or covenant to its full extent, then such restriction or covenant shall be enforced to the maximum extent permitted by law. The parties hereby acknowledge and agree that a court of competent jurisdiction shall invoke and exercise the blue pencil doctrine to the fullest extent permitted by law to enforce this Agreement.

18. Release. For and in consideration of the foregoing covenants and promises made by the Company and the Bank, and the performance of such covenants and promises, the sufficiency of which is hereby acknowledged, the Executive understands that, as a condition of the payment of amounts under Section 5 of this Agreement, Executive will be required to execute a general release of all then existing claims against the Company, the Bank, their affiliates, shareholders, directors, officers, employees and agents in relation to claims relating to or arising out of the Executive's employment with the Company and the Bank in a form substantially consistent with the Bank's standard form of general release used for officers and not inconsistent with the terms of this Agreement (the "Release"), and the Executive shall not receive any payments or benefits to which he may be entitled hereunder that are subject to the execution of a Release unless the Executive satisfies this release requirement. The Release shall be substantially in the form attached hereto as Exhibit A. The Bank shall provide the Release to the Executive on the Termination Date or within five (5) days thereafter. **THE EXECUTIVE'S RIGHT TO BENEFITS UNDER SECTION 5 OF THIS AGREEMENT SHALL BE CONTINGENT ON HIM SIGNING AND SUBMITTING THE RELEASE WITHIN THE PERIOD SPECIFIED IN THE RELEASE, WHICH PERIOD WILL NOT EXCEED 45 DAYS FROM THE DATE THE BANK PROVIDES THE RELEASE TO THE EXECUTIVE, AND NOT REVOKING THE RELEASE WITHIN THE PERIOD SPECIFIED**

IN THE RELEASE, WHICH PERIOD WILL NOT EXCEED 7 DAYS FROM THE DATE THE EXECUTIVE SIGNS THE RELEASE.

19. Cooperation. The parties agree that certain matters in which the Executive will be involved during the Term may necessitate the Executive's cooperation in the future. Accordingly, following the termination of the Executive's employment with the Company and the Bank for any reason, to the extent reasonably requested by the Company or the Bank and subject to the Executive's professional commitments, the Executive shall cooperate with the Company and the Bank in connection with matters arising out of the Executive's service to the Company and the Bank, such cooperation to include without limitation the providing of truthful testimony in any hearing or trial as requested by the Company or the Bank or any other affiliate of the Company; provided, however, that the Company and the Bank shall make reasonable efforts to minimize disruption of the Executive's other activities. The Bank shall reimburse the Executive for reasonable expenses incurred or compensation not received by the Executive due to such cooperation.

20. Publicity. During the Term, the Executive hereby consents to any and all reasonable and customary uses and displays, by the Company, the Bank and their agents, representatives and licensees, of the Executive's name, voice, likeness, image, appearance and biographical information in, on or in connection with any pictures, photographs, audio and video recordings, digital images, websites, television programs and advertising, other advertising and publicity, sales and marketing brochures, books, magazines, other publications, CDs, DVDs, tapes and all other printed and electronic forms and media throughout the world, at any time during the period of the Executive's employment with the Company and the Bank, for all legitimate commercial and business purposes of the Company and the Bank, without royalty, payment or other compensation to Executive.

21. Reimbursement of Certain Costs.

(a) If the Company or the Bank brings a cause of action to enforce the Restrictive Covenants or to recover damages caused by the Executive's breach of the Restrictive Covenants, the substantially prevailing party in such action shall be entitled to reasonable attorneys' fees, costs and expenses (including, without limitation, expert witness fees, and disbursements) in connection with such action.

(b) If a dispute arises regarding the Executive's rights hereunder, and the Executive obtains a final judgment in his favor from a court of competent jurisdiction with respect to such dispute, all reasonable costs and expenses (including, without limitation, reasonable attorneys' fees, expert witness fees, and disbursements) incurred by the Executive in connection with such dispute or in otherwise pursuing a claim based on a breach of this Agreement, shall be paid by the Bank.

22. No Reliance. The Executive represents and acknowledges that in executing this Agreement, the Executive does not rely and has not relied upon any representation or statement by the Company or the Bank or their agents, other than statements contained in this Agreement.

23. Required Provisions. In the event any of the provisions of this Section 23 are in conflict with the other terms of this Agreement, this Section 23 shall prevail.

(a) The Company and the Bank may terminate the Executive's employment with the Company and the Bank at any time, but any termination by the Company and the Bank, other than termination for Cause, shall not prejudice the Executive's right to receive compensation or other benefits under this Agreement. The Executive shall not have the right to receive compensation or other benefits for any period after termination for Cause.

(b) If the Executive is suspended and/or temporarily prohibited from participating in the conduct of the Company's or the Bank's affairs by a notice served under Section 8(e)(3) or 8(g)(1) of the Federal Deposit Insurance Act, 12 U.S.C. §1818(e)(3) or (g)(1); the Company's and the Bank's obligations under this contract shall be suspended as of the date of service, unless stayed by appropriate proceedings. If the charges in the notice are dismissed, the Company and the Bank may in their discretion: (i) pay the Executive all or part of the compensation withheld while its contract obligations were suspended; and (ii) reinstate (in whole or in part) any of the obligations which were suspended.

(c) If the Executive is removed and/or permanently prohibited from participating in the conduct of the Company's or the Bank's affairs by an order issued under Section 8(e)(4) or 8(g)(1) of the Federal Deposit Insurance Act, 12 U.S.C. §1818(e)(4) or (g)(1), all obligations of the Company and the Bank under this contract shall terminate as of the effective date of the order, but vested rights of the contracting parties shall not be affected.

(d) If the Bank is in default as defined in Section 3(x)(1) of the Federal Deposit Insurance Act, 12 U.S.C. §1813(x)(1) all obligations of the Company and the Bank under this contract shall terminate as of the date of default, but this paragraph shall not affect any vested rights of the contracting parties.

(e) All obligations under this contract shall be terminated, except to the extent a determination is made that continuation of the contract is necessary for the continued operation of the Company or the Bank (i) by the director of the Office of the Comptroller of the Currency (the "OCC") designee (the "OCC Director"), at the time the Federal Deposit Insurance Corporation enters into an agreement to provide assistance to or on behalf of the Company or the Bank under the authority contained in Section 13(c) of the Federal Deposit Insurance Act; or (ii) by the OCC Director, at the time the OCC Director approves a supervisory merger to resolve problems related to the operations of the Company or the Bank or when the Company or the Bank is determined by the OCC Director to be in an unsafe or unsound condition. Any rights of the Executive that have already vested, however, shall not be affected by such action.

(f) Any payments made to the Executive pursuant to this Agreement, or otherwise, are subject to and conditioned upon their compliance with 12 U.S.C. §1828(k) and FDIC regulation 12 C.F.R. Part 359, Golden Parachute and Indemnification Payments.

24. Section 409A. To the extent necessary to ensure compliance with Code Section 409A ("Section 409A"), the provisions of this Section 24 shall govern in all cases over any contrary or conflicting provision in this Agreement.

(a) It is intended that this Agreement comply with the requirements of Section 409A and all guidance issued thereunder by the U.S. Internal Revenue Service with respect to any nonqualified deferred compensation subject to Section 409A. This Agreement shall be interpreted and administered to maximize the exemptions from Section 409A and, to the extent this Agreement provides for deferred compensation subject to Section 409A, to comply with Section 409A and to avoid the imposition of tax, interest and/or penalties upon Executive under Section 409A. The Company and the Bank do not, however, assume any economic burdens associated with Section 409A. Although the Company and the Bank intend to administer this Agreement to prevent taxation under Section 409A, they do not represent or warrant that this Agreement complies with any provision of federal, state, local, or non-United States law. The Company, the Bank, other affiliates of the Bank, and their respective directors, officers, employees and advisers will not be liable to the Executive (or any other individual claiming a benefit through the

Executive) for any tax, interest, or penalties the Executive may owe as a result of this Agreement. Neither the Company, the Bank nor any other affiliate of the Company has any obligation to indemnify or otherwise protect the Executive from any obligation to pay taxes under Section 409A.

(b) The right to a series of payments under this Agreement will be treated as a right to a series of separate payments. Each payment under this Agreement that is made within 2-½ months following the end of the year that contains the Termination Date is intended to be exempt from Section 409A as a short-term deferral within the meaning of the final regulations under Section 409A. Each payment under this Agreement that is made later than 2-½ months following the end of the year that contains the Termination Date is intended to be exempt from Section 409A under the two-times exception of Treasury Reg. § 1.409A-1(b)(9)(iii), up to the limitation on the availability of that exception specified in the regulation. Then, each payment that is made after the two-times exception ceases to be available shall be subject to delay, as necessary, as specified below.

(c) To the extent necessary to comply with Section 409A, in no event may the Executive, directly or indirectly, designate the taxable year of payment. In particular, to the extent necessary to comply with Section 409A, if any payment to the Executive under this Agreement is conditioned upon the Executive executing and not revoking a release of claims and if the designated payment period for such payment begins in one taxable year and ends in the next taxable year, the payment will be made in the later taxable year.

(d) To the extent necessary to comply with Section 409A, references in this Agreement to “termination of employment” or “terminates employment” (and similar references) shall have the same meaning as “separation from service” under Section 409A(a)(2)(A)(i) and any governing Internal Revenue Service guidance and Treasury regulations (“Separation from Service”), and no payment subject to Section 409A that is payable upon a termination of employment shall be paid unless and until (and not later than applicable in compliance with Section 409A) the Executive incurs a Separation from Service. In addition, if the Executive is a “specified employee” within the meaning of Section 409A(a)(2)(B)(i) at the time of the Executive’s Separation from Service, any nonqualified deferred compensation subject to Section 409A that would otherwise have been payable on account of, and within the first six months following, the Executive’s Separation from Service, and not by reason of another event under Section 409A(a)(2)(A), will become payable on the first business day after six months following the date of the Executive’s Separation from Service or, if earlier, the date of the Executive’s death.

(e) To the extent that any payment of or reimbursement by the Bank to the Executive of eligible expenses under this Agreement constitutes a “deferral of compensation” within the meaning of Section 409A (a “Reimbursement”) (i) the Executive must request the Reimbursement (with substantiation of the expense incurred) no later than 90 days following the date on which the Executive incurs the corresponding eligible expense; (ii) subject to any shorter time period provided in any Bank expense reimbursement policy or specifically provided otherwise in this Agreement, the Bank shall make the Reimbursement to the Executive on or before the last day of the calendar year following the calendar year in which the Executive incurred the eligible expense; (iii) the Executive’s right to Reimbursement shall not be subject to liquidation or exchange for another benefit; (iv) the amount eligible for Reimbursement in one calendar year shall not affect the amount eligible for Reimbursement in any other calendar year; and (v) except as specifically provided otherwise in this Agreement, the period during which the Executive may incur expenses that are eligible for Reimbursement is limited to five calendar years following the calendar year in which the Termination Date occurs.

25. **Miscellaneous Provisions.**

(a) **Further Assurances.** Each of the parties hereto shall do, execute, acknowledge, and deliver or cause to be done, executed, acknowledged, and delivered at any time and from time to time upon the request of any other party hereto, all such further acts, documents, and instruments as may be reasonably required to effect any of the transactions contemplated by this Agreement.

(b) **Binding Effect: Assignment.** This Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns; provided, however, that neither party hereto may assign this Agreement without the prior written consent of the other party. Notwithstanding the foregoing, (i) the Company or the Bank, as applicable, shall require any successor or assign (whether direct or indirect, by purchase, merger, consolidation or otherwise) to all or substantially all of the business or assets of the Company or the Bank, as applicable, to expressly assume, in writing, all of the Company's or the Bank's, as applicable, obligations to the Executive hereunder and the Executive hereby consents to the assignment of the Restrictive Covenants under this Agreement to any successor or assign of the Company or the Bank, as applicable, and (ii) upon the Executive's death, this Agreement shall inure to the benefit of and be enforceable by the Executive's executors, administrators, representatives, heirs, distributees, devisees, and legatees and all amounts payable hereunder shall be paid to such persons or the estate of the Executive.

(c) **Waiver: Amendment.** No provision or obligation of this Agreement may be waived or discharged unless such waiver or discharge is agreed to in writing and signed by a duly authorized officer of the Company and the Bank and the Executive. The waiver by any party hereto of a breach of or noncompliance with any provision of this Agreement shall not operate or be construed as a continuing waiver or a waiver of any other or later breach or noncompliance. Except as expressly provided otherwise herein, this Agreement may be amended or supplemented only by a written agreement executed by a duly authorized officer of the Company, a duly authorized officer of the Bank and the Executive.

(d) **Headings.** The headings in this Agreement have been inserted solely for ease of reference and shall not be considered in the interpretation or enforcement of this Agreement.

(e) **Severability.** Should any provision or term of this Agreement be held by a court of competent jurisdiction to be enforceable only if modified, or if any portion of this Agreement shall be held as unenforceable and thus stricken, such holding shall not affect the validity of the remainder of this Agreement, the balance of which shall continue to be binding upon the parties with any such modification to become a part hereof and treated as though originally set forth in this Agreement. The parties further agree that any such court is expressly authorized to modify any such unenforceable provision or term of this Agreement in lieu of severing such unenforceable provision from this Agreement in its entirety, whether by rewriting the offending provision, deleting any or all of the offending provision, adding additional language to this Agreement or by making such other modifications as it deems warranted to carry out the intent and agreement of the parties as embodied herein to the maximum extent permitted by law. The parties expressly agree that this Agreement as so modified by the court shall be binding upon and enforceable against each of them. In any event, should one or more of the provisions of this Agreement be held to be invalid, illegal, or unenforceable in any respect, such invalidity, illegality, or unenforceability shall not affect any other provisions hereof, and if such provision or provisions are not modified as provided above, this Agreement shall be construed as if such invalid, illegal, or unenforceable provisions had not been set forth herein.

(f) **Notice.** Any notice, request, instruction, or other document to be given hereunder to any party shall be in writing and delivered by hand, registered or certified United States mail, return receipt requested, or other form of receipted delivery, with all expenses of delivery prepaid, at the address specified for such party below (or such other address as specified by such party by like notice):

If to the Executive: At the address maintained in the personnel records of the Bank.

If to the Company: Columbia Financial, Inc.
19-01 Route 208 North
Fair Lawn, NJ 07410
Attention: President

If to the Bank: Columbia Bank
19-01 Route 208 North
Fair Lawn, NJ 07410
Attention: President

(g) **Counterparts.** This Agreement may be executed in counterparts, each of which shall be deemed an original but all of which taken together shall constitute one and the same instrument.

(h) **Governing Law: Jurisdiction and Venue.** This Agreement shall be governed by and construed in accordance with the laws of the State of New Jersey, without reference to the choice of law principles or rules thereof. Any action or proceeding by either of the parties to enforce this Agreement shall be brought only in state courts in Bergen County, New Jersey and the United States District Court for the District of New Jersey. The parties hereby irrevocably submit to the exclusive jurisdiction of such courts and waive the defense of inconvenient forum to the maintenance of any such action or proceeding in such venue.

(i) **Entire Agreement.** This Agreement constitutes the entire and sole agreement between the Company and the Bank and the Executive with respect to the Executive's employment with the Company and the Bank or the termination thereof, and there are no other agreements or understandings either written or oral with respect thereto. The parties agree that any and all prior offer letters, severance and/or change of control agreements between the parties have been terminated and are of no further force or effect.

26. Review and Consultation. THE EXECUTIVE HEREBY ACKNOWLEDGES AND AGREES THAT HE (I) HAS READ THIS AGREEMENT IN ITS ENTIRETY PRIOR TO EXECUTING IT, (II) UNDERSTANDS THE PROVISIONS AND EFFECTS OF THIS AGREEMENT, (III) HAS CONSULTED WITH SUCH ADVISORS AS HE HAS DEEMED APPROPRIATE IN CONNECTION WITH HIS EXECUTION OF THIS AGREEMENT, AND (IV) HAS EXECUTED THIS AGREEMENT VOLUNTARILY. THE EXECUTIVE HEREBY UNDERSTANDS, ACKNOWLEDGES, AND AGREES THAT THIS AGREEMENT HAS BEEN PREPARED BY COUNSEL FOR THE COMPANY AND THE BANK AND THAT THE EXECUTIVE HAS NOT RECEIVED ANY ADVICE, COUNSEL, OR RECOMMENDATION WITH RESPECT TO THIS AGREEMENT FROM THE COMPANY OR THE BANK OR THEIR COUNSEL.

27. Survival. Upon any expiration or other termination of this Agreement: (i) each of Sections 3(g) (Indemnification), 11-17 (Restrictive Covenants), 18 (Release), 19 (Cooperation), 23 (Required

Provisions), 24 (Section 409A) and 26 (Review and Consultation) shall survive such expiration or other termination; and (ii) all of the other respective rights and obligations of the parties hereto shall survive such expiration or other termination to the extent necessary to carry out the intentions of the parties under this Agreement.

[signature page follows]

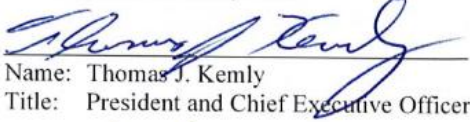
IN WITNESS WHEREOF, each of the Company and the Bank has caused this Agreement to be executed by its duly authorized officer, and the Executive has signed this Agreement, all on the dates specified below and effective as of the Effective Date.

Matthew J. Smith]



Date: November 18, 2024

COLUMBIA FINANCIAL, INC.:

By: 
Name: Thomas J. Kemly
Title: President and Chief Executive Officer

Date: 11/25/24

COLUMBIA BANK:

By: 
Name: Thomas J. Kemly
Title: President and Chief Executive Officer

Date: 11/25/24

EXHIBIT A

RELEASE OF ALL CLAIMS

FOR VALUABLE CONSIDERATION, including the payment to the Executive of certain severance benefits pursuant to the agreement between Columbia Financial, Inc., Columbia Bank and the Executive, dated [•], 2024 (the "Employment Agreement"), the Executive hereby makes this Release of All Claims ("Release") in favor of **Columbia Financial, Inc. and Columbia Bank** (including all their subsidiaries and affiliates) (collectively, "Company") and its agents as set forth herein.

1. The Executive releases, waives and discharges the Company and its agents (as defined below) from all claims, whether known or unknown, arising out of the Executive's employment relationship with the Company, the termination of that relationship, and all other events, incidents, or actions occurring before the date on which this Release is signed. Claims released herein include, but are not limited to, discrimination claims based on age, race, sex, religion, national origin, disability, veteran status, or any other employment claim, including claims arising under The Civil Rights Act of 1866, 42 U.S.C. § 1981; Title VII of the Civil Rights Act of 1964; the Americans with Disabilities Act; the Age Discrimination in Employment Act of 1967; the Genetic Information Nondiscrimination Act; the Federal Rehabilitation Act of 1973; the Older Workers' Benefits Protection Act; the Employee Retirement Income Security Act of 1974; the Fair Labor Standards Act; the Family and Medical Leave Act (to the extent that FMLA claims may be released under governing law), any Federal or State or local wage and hour laws, nondiscrimination laws, and all other similar Federal or State statutes; and any and all tort or contract claims, including, but not limited to, breach of contract, breach of good faith and fair dealing, infliction of emotional distress, defamation, or wrongful termination or discharge; provided, however, that the release set forth in this Section 1 shall not apply to (a) the payment and/or benefit obligations of the Company under the Employment Agreement, (b) any claims the Executive may have under any plans or programs not covered by the Employment Agreement in which the Executive participated and under which the Executive has accrued and become entitled to a benefit, (c) any claim which cannot be released as a matter of law, and (d) any indemnification or other rights the Executive may have under the Employment Agreement or in accordance with the governing instruments of the Company or under any director and officer liability insurance maintained by the Company with respect to liabilities arising as a result of the Executive's service as an officer and employee of the Company or any predecessor thereof.
2. Because this Release affects important rights, the Company advises the Executive to consult with an attorney of the Executive's own choosing before signing this Release, and the Executive acknowledges that the Executive has had ample time and adequate opportunity to thoroughly discuss all aspects of this Release with legal counsel prior to executing this Release.
3. The Executive agrees that the Executive is signing this Release of his own free will and is not signing under duress.
4. The Executive acknowledges that this Release does not release claims arising after the date the Executive signs it below.
5. In the event the Executive is forty (40) years of age or older, the Executive acknowledges that the Executive has been given a period of twenty-one (21) days to review and consider a draft of this Release in substantially the form of the copy now being executed and has carefully considered the terms of this Release. The Executive understands that the Executive may use as much or all of the twenty-one (21) day period as the Executive wishes prior to signing, and the Executive has done so.

6. In the event the Executive is forty (40) years of age or older, the Executive has been advised and understands that the Executive may revoke this Release within seven (7) days after acceptance. *Any revocation must be in writing and hand-delivered to: President, Columba Bank, no later than by close of business on the seventh (7th) day following the date of execution of this release.*

7. The "Company and its agents," as used in this Release, means the Company, its subsidiaries, affiliated or related corporations or associations, their predecessors, successors, and assigns, and the directors, officers, managers, supervisors, employees, representatives, servants, agents, and attorneys of the entities above described, and all persons acting through, under or in concert with any of them.

8. The Executive agrees to comply with all post-termination obligations set forth in the Employment Agreement, including but not limited to the non-disparagement and restrictive covenant provisions. The Company agrees to refrain from providing any information to third parties other than confirming dates of employment and job title, unless the Executive gives the Company written authorization to release other information or as otherwise required by law or valid legal process. With respect to the Company, this restriction pertains only to official communications made by the Company's directors and/or officers and not to unauthorized communications by the Company's employees or agent. This restriction will not bar the Company from disclosing the Release as a defense or bar to any claim made by the Executive in derogation of this Release.

PLEASE READ CAREFULLY BEFORE SIGNING. EXCEPT AS EXPRESSLY PROVIDED IN PARAGRAPH 1 ABOVE, THIS RELEASE CONTAINS A RELEASE AND DISCHARGE OF ALL KNOWN AND UNKNOWN CLAIMS AGAINST THE COMPANY AND ITS AGENTS EXCEPT THOSE RELATING TO THE ENFORCEMENT OF THIS RELEASE OR THOSE ARISING AFTER THE EFFECTIVE DATE OF THIS RELEASE.

IN WITNESS WHEREOF, the Executive has executed this Release on the date specified below.

Matthew J. Smith



Date: November 18, 2024

COLUMBIA FINANCIAL, INC.

PERFORMANCE ACHIEVEMENT INCENTIVE PLAN

SECTION 1: Establishment and Purpose.

1.1 Establishment of Plan. The Company hereby establishes this Columbia Financial, Inc. Performance Achievement Incentive Plan for employees of the Company and its Subsidiaries.

1.2 Purpose of Plan. The purpose of this Plan is to advance the interests of the Company and its Subsidiaries by attracting and retaining employees and by encouraging the efforts of such employees to contribute to the continued success and growth of the business of the Company and its Subsidiaries. This Plan is further intended to provide flexibility to the Company and its Subsidiaries in structuring incentive compensation to appropriately balance risk and reward, ensure compatibility with effective controls and risk management, and to align Awards with the interests of its shareholders.

SECTION 2: Definitions.

The following words have the following meanings unless a different meaning plainly is required by the context:

“Award” means an opportunity provided to a Participant to receive a cash incentive payment upon the achievement of certain Performance Measures designated by the Committee as provided in this Plan.

“Base Salary” means, unless otherwise specified by the Committee with respect to an Award, a Participant’s annualized base salary (or such other form of base compensation as specified by the Committee) as of the last day of the applicable Performance Period.

“Board” means the Board of Directors of the Company.

“Code” means the Internal Revenue Code of 1986, as amended. Each reference in this Plan to a section or sections of the Code, unless otherwise noted, shall be deemed to include a reference to the rules and regulations issue under such section or sections of the Code.

“Committee” means the Compensation Committee of the Board or such other committee as the Board may designate from time to time.

“Company” means Columbia Financial, Inc., a Delaware corporation, and its successors and assigns.

“Disability” means an inability of a Participant to perform his or her employment duties by reason of his or her disability as defined in Code Section 409A.

“Employee” means an employee of the Company or one of its Subsidiaries.

“Maximum Award” means a dollar amount or a percentage of Base Salary, as determined by the Committee for each Performance Period, which represents the payment that the Participant will earn if the maximum level of the Performance Measures is achieved, subject to adjustment under Section 4(a).

“Participant” means any Employee who is designated by the Committee as a Participant in this Plan. A person who is hired by the Company or any of its Subsidiaries, or promoted to a position in which he or she is eligible to be a Participant, during a Performance Period may also be designated by the Committee at the time of hire or promotion as a Participant, in which event, unless otherwise determined by the Committee, such Participant’s Award, if any, shall be pro-rated for their period of employment during the Performance Period.

“Performance Measures” means the performance goals selected for each Participant or class of Participants with respect to each Performance Period, the achievement of which, subject to Section 4(a), shall determine the amount of the Participant’s Award for the Performance Period. Such Performance Measures may relate to the financial performance of the Company, the attainment of specific business plan or strategic objectives of the Company, business unit performance objectives, and/or individual performance objectives. The Committee may adjust any Performance Measure to the extent necessary to prevent dilution or enlargement of an Award as a result of extraordinary events or circumstances, as determined by the Committee in its sole discretion, or to exclude the effects of extraordinary, unusual, or non-recurring items, such as (a) asset write-downs, (b) litigation or claim judgments or settlements, (c) changes in tax laws, accounting principles, or other laws or provisions affecting reported results, (d) any reorganization and restructuring programs, (e) extraordinary nonrecurring items, (f) the effect of acquisitions, mergers, or divestitures (including non-recurring transaction-related expenses); (g) securities offerings; (h) accounting changes, (i) amortization of goodwill or other intangible assets, (j) discontinued operations, and (k) other special charges or extraordinary items as approved by the Committee, in its sole discretion.

“Performance Period” means each consecutive twelve (12)-month period commencing on the first day of each calendar or fiscal year during the term of this Plan, or a portion of such twelve (12)-month period with respect to an Employee who becomes a Participant during such period, or such other period as determined by the Committee.

“Plan” means this Columbia Financial, Inc. Performance Achievement Incentive Plan.

“Subsidiary” means any corporation, partnership, joint venture, limited liability company or other entity during any period in which at least a fifty percent (50%) voting or profits interest is owned, directly or indirectly, by the Company or any successor to the Company.

“Target Award” means a dollar amount or a percentage of Base Salary determined by the Committee for each Performance Period, which represents the payment that the Participant will earn if the target level of the Performance Measures is achieved, subject to adjustment under Section 4(a).

“Threshold Award” means a dollar amount or a percentage of Base Salary, as determined by the Committee for each Performance Period, which represents the payment that the Participant will earn if the threshold level of the Performance Measures is achieved, subject to adjustment under Section 4(a).

SECTION 3: Administration.

3.1 Power and Authority of Committee. The Plan shall be administered by the Committee. The Committee shall have full power and authority, subject to all applicable provisions of this Plan and applicable law, to

- (a) establish, amend, suspend or waive such rules and regulations and appoint such agents as it deems necessary or advisable for the proper administration of this Plan,
- (b) construe, interpret and administer this Plan and any instrument or agreement relating to this Plan, including correcting any defect, supplying any omission, interpreting any ambiguity or reconciling any inconsistency in the manner and to the extent it shall deem desirable to carry this Plan into effect,
- (c) waive, prospectively or retroactively, any conditions of or rights of the Company under any Award,
- (d) increase or decrease the payout due under any Award, and
- (e) make all other determinations and take all other actions necessary or advisable for the administration of this Plan.

Unless otherwise expressly provided in this Plan, each determination made and each action taken by the Committee pursuant to this Plan or any instrument or agreement relating to this Plan shall be within the sole discretion of the Committee, may be made at any time and shall be final, binding and conclusive for all purposes on all persons, including, but not limited to, Participants of the Company or its Subsidiaries, and their legal representatives and beneficiaries. The Committee may take actions or otherwise make determinations that are subject to ratification or approval by the Board. The Board may make any determination or take any other action under the Plan that would otherwise be the responsibility of the Committee (and, to the extent the Board makes any determination or take any other action under the Plan, the Board shall be deemed to be the Committee for purposes of the Plan with respect to such determination or other action by the Board).

The Committee may delegate any ministerial functions under this Plan to the Company's Chief Human Resources Officer, including, without limitation, the delivery of notices to Participants when and as instructed by the Committee.

3.2 Determinations For Each Performance Period. Prior to the start of or during each Performance Period, the Committee shall:

- (a) designate Employees who will become Participants for such Performance Period;
- (b) establish a Threshold Award, Target Award and Maximum Award for each Participant; and
- (c) provide each Participant with a written or electronic notice regarding their eligibility as a Participant for the applicable Performance Period that (i) establishes for the Participant one or more Performance Measures and a formula to determine the amount of the Award that will be earned at different levels of achievement of the Performance Measures (including, without limitation, the weighting of each Performance Measure as a component of the Award and rules for the interpolation of the amount of an Award between different levels of achievement) and (ii) sets forth the terms and conditions applicable to the Award.

3.3 Approval. Following the close of each Performance Period and prior to payment of any amount to any Participant under this Plan, the Committee shall determine which of the applicable Performance Measures for that Performance Period have been achieved and the attainment of all other factors upon which any payments to a Participant for that Performance Period are to be based and the corresponding Award amounts. Such approval shall be made in time to permit payments to be made not later than the fifteenth (15th) day of the third (3rd) calendar month following the end of the Performance Period.

SECTION 4: Incentive Payment.

Subject to the provisions of this Plan, each Participant shall be eligible to receive an incentive payment for each Performance Period in the amount determined by the extent to which his or her Performance Measures have been achieved under the terms of his or her Award, subject to the limitations set forth below:

(a) **Discretionary Increase or Reduction.** The Committee shall retain sole and absolute discretion to increase or reduce the amount of any incentive payment otherwise payable to any Participant under this Plan.

(b) **Continued Employment.** Except as otherwise approved by the Committee or specifically set forth in a written employment agreement between the Employee and the Company or its Subsidiaries in effect on the date of such payment, no incentive payment under this Plan with respect to a Performance Period shall be paid or owed to a Participant who is not an active Employee in good standing, as determined by the Committee, on the date payment is made for a Performance Period under Section 5.1; provided that the Committee may, in its sole discretion, approve full or pro-rated payments in the event of retirement, death, disability, layoff, or a change in control of the Company (as defined in the Company's 2019 Equity Incentive Plan).

(c) **Regulatory Action.** Awards will not be earned or paid, regardless of achievement of Performance Measures, to the extent that any regulatory agency issues a formal, written enforcement action, memorandum of understanding or other directive action that, or a regulation that, prohibits or limits the eligibility of the Employee to be a Participant or receive an Award.

(d) **Ethical Obligations.** The Company and its Subsidiaries are committed to doing business in an honest and ethical manner and to complying with all applicable laws and regulations. Participant actions are expected to comply with the policies established by the Company and its Subsidiaries, including their Code of Ethics and Insider Trading Policies. The Committee may determine, on a case-by-case basis, any reductions or eliminations of incentive payments under this Plan due to violations of policies or noncompliance.

(e) **Clawback.** By accepting any compensation paid or otherwise made available to a Participant under this Plan, the Participant agrees to the terms and conditions of this Plan (including, without limitation, this Section 4(e)). The Participant agrees to repay any compensation previously or hereafter paid by the Company or its Subsidiaries, or otherwise made available to the Participant under this Plan, that is subject to recovery under any applicable law or regulation (including any rule of any exchange on which the securities of the Company are then traded), or any compensation clawback or recoupment policy of the Company or its Subsidiaries applicable to similarly-situated Employees of the Company or such Subsidiary or required to comply with applicable law or regulation (as may be amended from time to time and as may hereafter be adopted). Any Participant whose Award payout becomes subject to forfeiture or clawback shall promptly return any payment received under this Plan that is

identified by the Company by written notice to the Participant. If the Participant fails to return such payment promptly, the Company or its Subsidiaries may, among other things, deduct such amount from other compensation owed to the Participant by the Company or its Subsidiaries as an advancement of wages, and the Participant's acceptance of the applicable Award represents his or her acknowledgment and agreement to such deduction. The Participant acknowledges the rights of the Company and its Subsidiaries to engage in any legal or equitable action or proceeding in order to enforce the provisions of this Section.

SECTION 5: Benefit Payments.

5.1 Time and Form of Payments. All payments of Awards pursuant to this Plan unless otherwise specified by the Committee shall be paid in a lump sum cash payment and shall be made not later than the fifteenth (15th) day of the third (3rd) month following the end of the Performance Period; provided that the Committee may permit Participants to elect to defer payment of their Awards pursuant to a timely election made pursuant to any deferred compensation plan that has been or may be established by the Company that satisfies the requirements of Section 409A of the Code.

5.2 Nontransferability. Except as otherwise determined by the Committee, no right to any incentive payment under this Plan, whether payable in cash or property, shall be transferable by a Participant other than by will or by the laws of descent and distribution; provided, however, that if so determined by the Committee, a Participant may, in the manner established by the Committee, designate a beneficiary or beneficiaries to exercise the rights of the Participant and receive any cash or property due under the Participant's Award upon the death of the Participant. No right to any incentive payment under this Plan may be pledged, attached or otherwise encumbered, and any purported pledge, attachment or encumbrance thereof shall be void and unenforceable against the Company.

5.3 Tax Withholding. The Company or its Subsidiaries shall be entitled to withhold and deduct from payment of the Award, future wages of a Participant (or from other amounts that may be due and owing to a Participant from the Company or a Subsidiary), or make other arrangements for the collection of, all legally required amounts necessary to satisfy any and all federal, state, local and foreign withholding and employment-related tax requirements attributable to an Award. The Company may also require a Participant promptly to remit the amount of such withholding to the Company or its Subsidiaries before taking any action with respect to an Award. The Company may establish such rules and procedures concerning timing of any withholding election as it deems appropriate. Notwithstanding any action taken or not taken by the Company or its Subsidiaries, the Participant shall remain solely liable for all taxes due with respect to his or her Award.

SECTION 6: Amendment and Termination.

Except to the extent prohibited by applicable law and unless otherwise expressly provided in this Plan, the Board may amend, alter, suspend, discontinue or terminate this Plan, and the Committee may amend or cancel any Award. This Plan will continue in effect until terminated by the Board (although any Awards outstanding at such time shall remain outstanding and subject to this Plan until they are paid out or otherwise cancelled as provided in this Plan).

SECTION 7: General Provisions.

7.1 Effective Date. This Plan was approved by the Board to be effective as of January 1, 2025.

7.2 Term of this Plan. This Plan shall continue indefinitely until otherwise terminated pursuant to Section 6. No right to receive an incentive payment shall be granted after the termination of this Plan. However, unless otherwise expressly provided in this Plan, any right to receive an incentive payment theretofore granted may extend beyond the termination of this Plan, and the authority of the Board and the Committee and its delegates to amend or otherwise administer this Plan shall extend beyond the termination of this Plan.

7.3 Headings. Headings are given to the Sections and subsections of this Plan solely as a convenience to facilitate reference. Such headings shall not be deemed in any way material or relevant to the construction or interpretation of this Plan or any provision thereof.

7.4 Applicability to Successors. This Plan shall be binding upon and inure to the benefit of the Company and each Participant, and the successors and assigns of the Company, and the beneficiaries, personal representatives and heirs of each Participant. If the Company becomes a party to any merger, consolidation or reorganization, this Plan shall remain in full force and effect as an obligation of the Company or its successors in interest.

7.5 Employment Rights and Other Benefit Programs. The provisions of this Plan shall not give any Participant any right to be retained in the employment of the Company or its Subsidiaries. In the absence of any specific agreement to the contrary, this Plan shall not affect any right of the Company, or of any Subsidiary, to terminate, with or without cause, any Participant's employment or service at any time. This Plan shall not replace any contract of employment, whether oral or written, between the Company or its Subsidiaries and any Participant, but shall be considered a supplement thereto. This Plan is in addition to, and not in lieu of, any other employee benefit plan or program in which any Participant may be or become eligible to participate by reason of employment with the Company or its Subsidiaries. No compensation or benefit awarded to or realized by any Participant under this Plan shall be included for the purpose of computing such Participant's compensation under any compensation-based retirement, disability, or similar plan of the Company or any Subsidiary unless required by law or otherwise provided by such other plan.

7.6 No Trust or Fund Created. This Plan shall not create or be construed to create a trust or separate fund of any kind or a fiduciary relationship between the Company or any Subsidiary and a Participant or any other person. To the extent that any person acquires a right to receive payments from the Company or any Subsidiary pursuant to this Plan, such right shall be no greater than the right of any unsecured general creditor of the Company or of any Subsidiary.

7.7 Governing Law. The validity, construction and effect of this Plan or any incentive payment payable under this Plan shall be determined in accordance with the laws of the State of New Jersey.

7.8 Severability. If any provision of this Plan is, becomes, or is deemed to be invalid, illegal or unenforceable in any jurisdiction, such provision shall be construed or deemed amended to conform to applicable laws, or if it cannot be so construed or deemed amended without, in the determination of the Committee, materially altering the purpose or intent of this Plan, such provision shall be stricken as to such jurisdiction, and the remainder of this Plan shall remain in full force and effect.

6

7.9 Certain Tax Matters. No payments under this Plan are intended to constitute deferred compensation subject to Section 409A of the Code, unless a Participant elects to defer a payment pursuant

to a deferred compensation plan that is intended to comply with such Code Section. The Plan is, and all Awards are, intended to be exempt from (or, in the alternative, to comply with) Section 409A of the Code, and each shall be construed, interpreted and administered accordingly. The Company and its Subsidiaries do not guarantee that any benefits that may be provided under the Plan will satisfy all applicable provisions of Section 409A of the Code. Each payment under any Award shall be treated as a separate payment for purposes of Section 409A of the Code. Notwithstanding any provision of this Plan to the contrary, in the event that a Participant is a "specified employee" within the meaning of Section 409A of the Code (as determined in accordance with the methodology established by the Company), amounts that constitute "nonqualified deferred compensation" within the meaning of Section 409A of the Code that would otherwise be payable during the six-month period immediately following a Participant's "separation from service" within the meaning of Section 409A of the Code shall instead be paid or provided on the first business day following the date that is six months following the Participant's separation from service or any earlier date permitted by Section 409A of the Code. If the Participant dies following the separation from service and prior to the payment of any amounts delayed on account of Section 409A of the Code, such amounts shall be paid to the personal representative of the Participant's estate within 30 days following the date of the Participant's death. If any Award would be considered "deferred compensation" under Section 409A of the Code, the Committee reserves the absolute right (including the right to delegate such right) to unilaterally amend the Plan or any Award, without the consent of the Participant, to avoid the application of, or to maintain compliance with, Section 409A of the Code.

* * * *

This Plan is being executed, on behalf of the Board, by the undersigned duly-authorized officer of the Company.

COLUMBIA FINANCIAL, INC.

A handwritten signature in black ink, appearing to read "Jennifer Macdonald", written over a horizontal line.

Adopted by the Compensation Committee of the Board of Directors on December 16, 2024

COLUMBIA FINANCIAL, INC.

POLICY REGARDING INSIDER TRADING

Purpose and Scope of Policy

The purpose of this Policy is to prohibit illegal insider trading and tipping by directors, officers, and employees of Columbia Financial, Inc. ("Columbia" or the "Company") and its direct and indirect subsidiaries.

This Policy applies to the Columbia Board of Directors and all officers and employees of Columbia and its direct and indirect subsidiaries. The same restrictions that apply to you also apply to family members who reside with you, anyone else who lives in your household, and any family members who do not live in your household but whose transactions in Columbia securities are directed by you or are subject to your influence or control (such as parents or children who consult with you before trading in Columbia securities). This Policy also applies to any entity controlled by a person or group of persons covered by this Policy, including any corporations, partnerships, or trusts. You are responsible for making sure that the purchase or sale of any security covered by this Policy by family members or controlled entities complies with this Policy.

Except as set forth below, this Policy applies to any and all transactions in Columbia securities, including transactions in common stock, options, preferred stock, restricted stock, restricted stock units, and any other type of securities that Columbia may issue. This Policy applies to such securities regardless of whether they are held in a brokerage account, 401(k) plan or similar account, employee stock purchase plan or otherwise.

Policy

Columbia Financial, Inc. is a public company, the common stock of which is traded on the Nasdaq Global Market and registered under the Securities and Exchange Act of 1934, as amended. As a public company, Columbia files periodic reports and proxy statements with the Securities and Exchange Commission ("SEC"). Investment by directors, officers and employees in Columbia common stock is generally desirable and encouraged. However, such investments should be made with caution and with recognition of the legal prohibitions against the use of confidential information by "insiders" for their own profit.

As a director, officer, or employee of a public company or one of its subsidiaries, you have the responsibility not to participate in the market for Columbia securities while in possession of material nonpublic information about Columbia. There are harsh civil and criminal penalties if you wrongly obtain or use such material nonpublic information when you are deciding whether to buy or sell securities, or if you give that information to another person who uses it in buying or selling securities. If you buy or sell securities while in possession of material nonpublic information, you will not only have to pay back any profit you made, but you could be found guilty of criminal charges, and face substantial fines or even prison. Additionally, Columbia could be held liable for your violations of insider trading laws.

In order to avoid these harsh consequences, Columbia has developed the following guidelines to briefly explain the insider trading laws and set forth procedures and limitations on trading by directors,

officers and employees of Columbia and its direct and indirect subsidiaries. However, these guidelines do not address all possible situations that you may face. In addition, you need to review and understand Columbia's Policy on Fair Disclosure to Investors that describes your obligations regarding the selective disclosure of confidential information to ensure compliance with SEC Regulation FD, which requires "fair disclosure" of material nonpublic information.

Part I: Rules Applicable to All Directors, Officers, and Employees

A. Insider Trading Concepts

Inside information includes anything you become aware of because of your "special relationship" with Columbia as a director, officer, or employee ("Insider") and which has not been disclosed to the public (i.e., is nonpublic). The information may be about Columbia, Columbia Bank, or other affiliates. It may also include information you learn about another company, for example, companies that are current or prospective customers or suppliers to Columbia or those with which Columbia may be in negotiations regarding a potential transaction.

What is "Material" Information?

Information is material if its public disclosure is likely to affect the market price of securities or if a reasonable investor would think that it is important in deciding whether to buy, sell or hold a security. Either good or bad information may be material and it is not limited to financial information. If you are unsure whether the information is material, assume it is material.

Examples of material information include, but are not limited to:

- earnings for the current or recently completed quarter
- financial forecasts, including estimates of future earnings or losses
- events that could result in restating financial information
- a proposed acquisition, sale, or merger
- changes in key management personnel
- beginning or settling a major lawsuit
- a significant cyber security breach
- changes in dividend policies
- declaring a stock split
- adopting a stock repurchase program
- a stock or bond offering

What is Nonpublic Information?

Nonpublic information is information that has not yet been made public by Columbia. Information only becomes public when Columbia makes an official announcement (in a publicly accessible conference call, a press release or in SEC filings, for example) and people have had an opportunity to see or hear it.

Even after public disclosure of information about Columbia, you must wait at least two full trading days after the information was disclosed before you can treat the information as public. For example, if the announcement is made on Wednesday at 8:00 a.m., ET, before the opening of the Nasdaq Stock Market, you can begin trading again on Friday morning. On the other hand, if the announcement was not made until

Wednesday at 11:00 a.m., ET, you would not be able to trade until the opening of trading on the following Monday, after two full trading days have elapsed.

As with questions of materiality, if you are not sure whether information is considered public, you should assume that the information is nonpublic and treat it as confidential.

B. Trading Guidelines

Prohibition on Insider Trading. No director, officer or employee may purchase or sell *any security* issued by Columbia while in possession of material nonpublic information.

Tipping. No director, officer or employee may disclose material nonpublic information about Columbia or any other company to any other person (including immediate family members, friends, or stockbrokers) or recommend to anyone the purchase or sale of any securities when you are aware of such information so that such other person may trade in the stock. This practice is known as “tipping” and it violates the securities laws and can result in the same civil and criminal penalties that apply to insider trading, even though you did not trade securities and did not gain any benefit of another person’s trading of such securities.

Trading of Securities of Other Companies. No director, officer or other employee of Columbia (or any other person designated as subject to this Policy) who, in the course of working for Columbia, learns of material nonpublic information about a company (1) with which Columbia does business, such as Columbia’s distributors, vendors, customers and suppliers, or (2) that is involved in a potential transaction or business relationship with Columbia, may purchase or sell shares of that other company, until the information becomes public or is no longer material.

Puts and Calls. No director, officer or employee may at any time buy or sell options on Columbia securities (so called “puts” and “calls”) or other derivative securities that reference Columbia securities and may not enter into hedging or similar transactions that are designed to offset any decrease in the market value of Columbia securities. This type of transaction may create the appearance that your interests are not aligned with those of Columbia’s stockholders generally.

Short-Term Trading is Strongly Discouraged. Frequent trading of Columbia securities can create an appearance of wrongdoing and may become the subject of investigative action by the SEC or another regulatory authority in the event of any unusual activity in the stock or the stock price performance, even if the decision to trade was based solely on public information such as stock price ranges and other market events. You are strongly discouraged from trading in Columbia securities for short-term trading profits.

Managed Accounts. If you have a managed account (where another person has been given discretion or authority to trade without your approval), you should advise your broker or investment advisor not to trade in Columbia securities at any time (other than as part of a Rule 10b5-1 trading arrangement).

Limited Exceptions. This Policy does not apply to the following transactions, except as specifically noted:

- Restricted Stock.
 - This Policy *does not* apply to the vesting of restricted stock, or the exercise of a tax withholding right pursuant to which you elect to have the corporation withhold shares

of stock to satisfy tax withholding requirements upon the vesting of any restricted stock.

- This Policy *does* apply, however, to any sale of shares received by any person in connection with the vesting of stock awards, which can only occur during an open-window trading period, and even then, only if you are not in possession of any material nonpublic information, as defined above.

- 401(k) Plan.

- This Policy *does not* apply to purchases of Columbia's securities in the Columbia Bank 401(k) plan resulting from your periodic contribution of money to the plan pursuant to your payroll deduction election.
- This Policy *does* apply, however, to certain elections you may make under the 401(k) plan, including: (a) an election to increase or decrease the percentage of your periodic contributions that will be allocated to the Columbia stock fund; and (b) an election to make an intra-plan transfer of an existing account balance into or out of the Columbia stock fund.

- Stock Option Exercises.

- This Policy *does not* apply to the exercise of stock options acquired pursuant to a Columbia plan where no broker is involved and no Columbia securities are sold in the market to fund the option exercise, or to the exercise of a tax withholding right pursuant to which a person has elected to have Columbia withhold shares subject to an option to satisfy tax withholding requirements.
- This Policy *does* apply to (1) any sale of Columbia securities as part of a broker-assisted cashless exercise of a stock option; (2) any other market sale for the purpose of generating the cash needed to pay the exercise price of a stock option or tax withholdings with respect thereto; and (3) the subsequent sale or other transfer of the security received for exercise of the option.

- Transactions Not Involving a Purchase or Sale.

- Bona fide gifts of securities are *not* subject to this Policy *unless* such gift is made for the purpose of evading this Policy (for example, the person making the gift has reason to believe that the recipient intends to sell the Columbia securities while the officer, employee or director is aware of material nonpublic information).
- Gifts are subject to pre-clearance for Section 16 Reporting Persons as described below.

- Other Columbia Stock Purchase Plans.

- This Policy *does not* apply to ongoing purchases through employee stock purchase plans or other Columbia stock purchase plans pursuant to a prior election are not prohibited.
- A director, officer or employee having material inside information regarding Columbia may *not* sign up for, or increase/decrease participation in, any employee stock purchase plan or other stock purchase plan.

Part II: Rules applicable to Restricted Persons

The requirements of the part are applicable to all officers with the title of Executive Vice President or higher, all directors, any Senior Vice President who is listed on Attachment A to this Policy and all persons in the Accounting Department and the Treasury Department, all persons who work within the Executive Offices of the main office and such other officers and employees as may be designated by the President and Chief Executive Officer as Restricted Persons (the “Restricted Persons”).

A. Blackout Periods

Quarterly blackout periods. No Restricted Person may trade in Columbia securities during a blackout period **that begins on the fifteenth day of the last month of each calendar quarter (i.e., on December 15, March 15, June 15, and September 15)** and ends two full trading days after the public release of Columbia’s financial results for such quarter.

The following transactions are prohibited during blackout periods:

- open market purchases or sales
- a sale of securities following exercise of a stock option (including a sale by way of a cashless exercise)
- signing up for, or increasing/decreasing participation in, any employee stock purchase plan, any Columbia stock purchase plan or dividend reinvestment plan
- initiating a transfer of funds into or out of the Columbia Financial, Inc. stock fund of the 401(k) plan or increasing an existing election to invest funds in the Columbia Financial, Inc. stock fund
- entering into a 10b5-1 trading plan (see Section C below)
- contributions of Columbia securities to a tax-exempt organization or donor-advised fund

The following transactions are permitted during blackout periods:

- ongoing purchases by any person through the 401(k) plan or other Columbia-sponsored plan pursuant to periodic, automatic payroll deductions in accordance with the terms of the plan
- purchases pursuant to a 10b5-1 trading plan that was entered into before the blackout period commenced (See Section C below)
- exercise of stock options with cash or the delivery of previously owned Columbia stock (i.e., where no Columbia stock is sold to fund the option exercise)
- bona fide gifts of Columbia securities (unless the donor has reason to believe the recipient intends to sell the shares during the blackout period)
- transfers of Columbia securities to or from a trust

The Company’s President and Chief Executive Officer, in consultation with Columbia counsel, may permit transactions during the blackout period upon request where the person making the request is not in possession of material nonpublic information.

Temporary blackout periods. Columbia may also institute temporary blackout periods in the event of a material corporate development. Notice of temporary blackout periods will be distributed by means of a written or electronic communication specifying the duration of the blackout period and the persons subject to it.

Pension Fund Blackouts. The Sarbanes-Oxley Act of 2002 also requires Columbia to absolutely prohibit all purchases, sales, or transfers of Columbia securities by directors and executive officers during a pension fund blackout period. A pension fund blackout period exists whenever 50% or more of the plan participants are unable to conduct transactions in their accounts for more than three consecutive days. These blackout periods typically occur when there is a change in the retirement plan's trustee, record keeper or investment manager. Directors and executive officers will be contacted when these or other restricted trading periods are instituted.

B. Pre-clearance

The following persons must pre-clear all planned transactions in Columbia securities, except as otherwise provided in this Policy:

- Directors
- Members of the Executive Leadership Team ("Section 16 Officers")
- Family members or domestic partners who share the same address or who are financially dependent on a director or Section 16 Officer
- All corporations, partnerships, trusts or other entities owned or controlled by a director or Section 16 Officer or a member of his or her immediate family living in the same household

The following transactions do not require pre-clearance:

- Purchases through the 401(k) plan or an employee stock purchase plan pursuant to periodic, automatic payroll deductions in accordance with the terms of the plan
- Reinvestment of dividends through a dividend reinvestment plan or similar arrangement

Please contact the Filing Coordinator identified in Columbia's Section 16 Compliance Program to pre-clear any transactions in Columbia securities. It is expected that the planned transaction will be executed within three trading days of receiving clearance and must be reported promptly to the Filing Coordinator once made. **If, upon requesting clearance, you are advised that Columbia securities may not be traded, you may not engage in any trade of any type under any circumstances, nor may you inform anyone of the restriction.** You may reapply for pre-clearance at a later date when trading restrictions may no longer be applicable.

It is critical that you obtain pre-clearance of any trading to prevent both inadvertent Section 16(b) or insider trading violations and to avoid even the appearance of an improper transaction (which could result, for example, when an officer engages in a trade while unaware of a pending major development).

C. 10b5-1 Trading Plans

Notwithstanding the restrictions contained in this Policy, Restricted Persons may trade while in possession of material nonpublic information about the Company and/or outside of the specified trading window or within the specified restricted trading period if the trade is made pursuant to a written contract, instruction or plan approved in advance in writing by the Company that meets all of the requirements of applicable SEC rules and regulations, including Rule 10b5-1 of the Exchange Act (a "Rule 10b5-1 Plan").

Restricted Persons may not enter into Rule 10b5-1 trading arrangements during blackout periods.

Prior to the establishment of a Rule 10b5-1 trading arrangement, each director and Section 16 Officer must pre-clear with the Filing Coordinator their proposed arrangement. To obtain pre-clearance of a Rule 10b5-1 trading arrangement, a director or Section 16 Officer must provide a description of the

material terms of the arrangement, including the date on which the director or Section 16 Officer intends to adopt the trading arrangement, the duration of the trading arrangement, and the aggregate number of securities to be purchased or sold pursuant to the trading arrangement. Columbia reserves the right to withhold pre-clearance of any Rule 10b5-1 trading arrangement that it determines is not consistent with the rules regarding such plans. Upon termination of a Rule 10b5-1 trading arrangement, a director or Section 16 Officer must promptly inform the Filing Coordinator.

The existence of a Rule 10b5-1 Plan does not eliminate the requirements and prohibitions contained in other relevant securities laws. Any transactions pursuant to a Rule 10b5-1 Plan must still be reported in compliance with Section 16 of the Exchange Act and may result in short-swing trading liability thereunder. The rules regarding 10b5-1 trading plans are complex and you must comply with them completely. You should consult with your legal advisor before proceeding.

D. Short Sales

Restricted Persons may not at any time sell short Columbia stock or otherwise sell any equity securities of Columbia that they do not own. Generally, a short sale means any transaction whereby one may benefit from a decline in Columbia's stock price.

E. Margin Accounts and Pledges

Securities held in a margin account may be sold by the broker without the customer's consent if the customer fails to meet a margin call. Similarly, securities held in an account which may be borrowed against or are otherwise pledged (or hypothecated) as collateral for a loan may be sold in foreclosure if the borrower defaults on the loan. A margin sale or foreclosure sale may occur at a time when the pledgor is aware of material nonpublic information or otherwise is not permitted to trade in Columbia securities and, as a result, the pledgor may be subject to liability under insider trading laws. Therefore, directors and Section 16 Officers may *not* purchase Columbia securities on margin or borrow against any account in which Columbia securities are held, or pledge Columbia securities as collateral for any loan.

An exception to this prohibition may be granted where a person wishes to pledge Columbia securities as collateral for a loan from a third party (not including margin debt) and clearly demonstrates the financial capacity to repay the loan without resort to the pledged securities. Any person who wishes to pledge Columbia securities as collateral for a loan from a third party must submit a request for approval to the Columbia's President and Chief Executive Officer at least two weeks prior to the execution of the documents evidencing the proposed pledge.

F. Post-Termination Transactions

This Policy continues to apply to transactions in Columbia securities or securities of another public company even after termination of the Insider's service to Columbia if such person is in possession of material nonpublic information when such person's service terminates until such time as that information has become public or is no longer material. In all other respects, the procedures set forth in this Policy will cease to apply to a Columbia Insider's transactions following the termination of the Insider's service to Columbia, unless the Columbia Insider is subject to a trading blackout period (as set forth in *Section II. A.*, above) and such termination of service occurs while such trading blackout is ongoing, in which case this Policy will cease to apply to the Columbia Insider upon the end of such blackout period.

Part III. Additional Information

A. Stock Repurchases by Columbia.

The Board of Directors of the Company may delegate to the President and Chief Executive Officer or his designee(s) the authority and discretion to authorize the Company to purchase its common stock pursuant to a Board-approved and currently effective stock repurchase program, including during a restricted trading period under this Policy. It is the Policy of Columbia to comply with all applicable insider trading laws, rules and regulations in connection with any stock repurchase program of the Company.

B. Penalties and Reporting of Violations

The purchase or sale of securities while aware of material nonpublic information, or the disclosure of material nonpublic information to others who then trade in the Columbia's securities, is prohibited by federal and state laws. Insider trading violations are pursued vigorously by the SEC, U.S. Attorneys, and state enforcement authorities as well as the laws of foreign jurisdictions.

Punishment for insider trading violations is severe and could include significant fines and imprisonment. While the regulatory authorities concentrate their efforts on the individuals who trade, or who tip inside information to others who trade, the federal securities laws also impose potential liability on companies and other "controlling persons" if they fail to take reasonable steps to prevent insider trading by company personnel.

In addition, an individual's failure to comply with this Policy may subject the individual to Company-imposed sanctions, including dismissal for cause, whether or not the employee's failure to comply results in a violation of law. Failure to comply with this Insider Trading Policy is also a violation of the Company's Code of Business Conduct and Ethics, and could subject you to discipline up to, and including, dismissal.

If you believe an unauthorized disclosure of material information may have occurred, immediately contact the Senior Executive Vice President, Chief Financial Officer. Certain inadvertent disclosures or nonpublic material information can be "cured" by appropriate and prompt subsequent disclosure.

Any person who violates this Insider Trading Policy or any federal or state law governing insider trading or tipping, or who knows of or reasonably suspects any such violation by another person, should report the matter immediately to the Company's General Counsel. Employees are obligated to report suspected and actual violations of Company Policy or the law. Failure to do so could result in disciplinary action up to and including termination of employment.

C. Policy Subject to Revision

The Company may change or otherwise revise the terms of this Policy from time to time to respond to developments in law and practice. The Company will take steps to inform all affected persons of any material changes or revisions to this Policy.

D. Inquiries

If you have any questions regarding this Policy, please contact the Executive Vice President, Corporate Governance and Culture, Corporate Secretary.

Approved by the Board of Directors on January 28, 2025

ATTACHMENT A

List of Senior Vice Presidents who are Members of the Restricted Group

<u>Name</u>	<u>Title</u>
Stephen Feehan	Senior Vice President, Chief Accounting Officer
K. Thomas Ko	Senior Vice President, General Counsel
Nicholas Motisi	Senior Vice President, Treasurer
Christine Piano	Senior Vice President, Financial Reporting Officer
Mark Stephan	Senior Vice President, Chief Internal Auditor

The “Restricted Group” includes all officers with the title of Executive Vice President or higher, all directors, any Senior Vice President who is listed on this Attachment A and all persons in the Accounting Department, Treasury Department and within the Executive Offices of the main office and such other officers and employees as may be designated by the President and Chief Executive Officer.

EX-21.0

Subsidiaries of the Registrant

<u>Name</u>	<u>Percent Ownership</u>	<u>State of Incorporation</u>
Columbia Bank	100%	United States of America*
First Jersey Title Services, Inc.	100%	New Jersey**
1901 Commercial Management Company LLC	100%	New Jersey**
1901 Residential Management Company LLC	100%	New Jersey**
Columbia Investment Services, Inc.	100%	New Jersey**
Stewardship Realty LLC	100%	New Jersey**
Stewardship Statutory Trust I	100%	Delaware***
Columbia Insurance Services, Inc.	100%	New Jersey**
19-01 Community Development Corporation	100%	New Jersey**

* Subsidiary of Columbia Financial, Inc.
** Subsidiary of Columbia Bank
*** Unconsolidated subsidiary of Columbia Financial, Inc.

EX-23.1

Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in the registration statements (No. 333-221912) on Form S-1 and (Nos. 333-226465, 333-226466 and 333-232766) on Form S-8 of our reports dated March 3, 2025, with respect to the consolidated financial statements of Columbia Financial, Inc. and the effectiveness of internal control over financial reporting.

/s/ KPMG LLP

New York, New York
March 3, 2025

EX-31.1**Certification Pursuant to****Exchange Act Rule 13a-14(a) and Rule 15d-14(a)**

Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

I, Thomas J. Kemly, certify that:

1. I have reviewed this report on Form 10-K of Columbia Financial, Inc.
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal year that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:
 - a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: March 3, 2025

/s/Thomas J. Kemly
Thomas J. Kemly
President and Chief Executive Officer

EX-31.2

Certification Pursuant to

Exchange Act Rule 13a-14(a) and Rule 15d-14(a)

Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

I, Dennis E. Gibney, certify that:

1. I have reviewed this report on Form 10-K of Columbia Financial, Inc.
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal year that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:

- a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
- b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: March 3, 2025

/s/Dennis E. Gibney
Dennis E. Gibney
Senior Executive Vice President and Chief Financial Officer

**Certification pursuant to 18 U.S.C. Section 1350,
as adopted pursuant to Section 906
of the Sarbanes-Oxley Act of 2002**

Thomas J. Kemly, President and Chief Executive Officer, and Dennis E. Gibney, Senior Executive Vice President and Chief Financial Officer of Columbia Financial Inc. (the “Company”), each certify in his capacity as an officer of the Company that he has reviewed the annual report of the Company on Form 10-K for the year ended December 31, 2024 and that to the best of his knowledge:

- (1) the report fully complies with the requirements of Sections 13(a) of the Securities Exchange Act of 1934; and
- (2) the information contained in the report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: March 3, 2025

/s/Thomas J. Kemly
Thomas J. Kemly
President and Chief Executive Officer

Date: March 3, 2025

/s/Dennis E. Gibney
Dennis E. Gibney
Senior Executive Vice President and Chief Financial Officer

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.