HANMI FINANCIAL CORP
Form 10-Q
August 09, 2018

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

FORM 10-Q

x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the Quarterly Period Ended June 30, 2018
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: 000-30421

HANMI FINANCIAL CORPORATION
(Exact Name of Registrant as Specified in its Charter)

Delaware	95-4788120
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)
3660 Wilshire Boulevard, Penthouse Suite A Los Angeles, California	90010
(Address of Principal Executive Offices)	(Zip Code)

(213) 382-2200
(Registrant's Telephone Number, Including Area Code)
Not Applicable
(Former Name, Former Address and Former Fiscal Year, If Changed Since Last Report)

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

Indicate by check mark whether the Registrant has submitted electronically and posted on its corporate Website, if any, every Interactive Data File required to be submitted and posted 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 and post such files). Yes x No ¨

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a 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 x	Accelerated Filer ¨
Non-Accelerated Filer ¨ (Do Not Check if a Smaller Reporting Company)	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 is a shell company (as defined in Rule 12b-2 of the Act). Yes ¨ No x
As of August 3, 2018, there were 32,513,080 outstanding shares of the Registrant's Common Stock.

Hanmi Financial Corporation and Subsidiaries
Quarterly Report on Form 10-Q
Three and Six Months Ended June 30, 2018
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Part I — Financial Information
Item 1. Financial Statements
Hanmi Financial Corporation and Subsidiaries
Consolidated Balance Sheets
(in thousands, except share data)

	(Unaudited) June 30, 2018	December 31, 2017
Assets		
Cash and due from banks	$136,474	$153,826
Securities available for sale, at fair value (amortized cost of $578,621 as of June 30, 2018 and $581,992 as of December 31, 2017)	565,529	578,804
Loans held for sale, at the lower of cost or fair value	5,349	6,394
Loans and leases receivable, net of allowance for loan and lease losses of $31,818 as of June 30, 2018 and $31,043 as of December 31, 2017	4,510,308	4,273,415
Accrued interest receivable	12,940	12,770
Premises and equipment, net	26,324	26,655
Customers’ liability on acceptances	971	803
Servicing assets	9,255	10,218
Goodwill and other intangible assets, net	12,363	12,544
Federal Home Loan Bank ("FHLB") stock, at cost	16,385	16,385
Bank-owned life insurance	51,087	50,554
Prepaid expenses and other assets	68,217	68,117
Total assets	$5,415,202	$5,210,485
Liabilities and stockholders’ equity		
Liabilities:		
Deposits:		
Noninterest-bearing	$1,350,383	$1,312,274
Interest-bearing	3,076,152	3,036,380
Total deposits	4,426,535	4,348,654
Accrued interest payable	5,775	5,309
Bank’s liability on acceptances	971	803
Borrowings	270,000	150,000
Subordinated debentures	117,532	117,270
Accrued expenses and other liabilities	22,682	25,972
Total liabilities	4,843,495	4,648,008
Stockholders’ equity:		
Common stock, $0.001 par value; authorized 62,500,000 shares; issued 33,185,196 shares (32,513,518 shares outstanding) as of June 30, 2018 and issued 33,083,133 shares (32,431,627 shares outstanding) as of December 31, 2017	33	33
Additional paid-in capital	568,011	565,627
Accumulated other comprehensive loss, net of tax benefit of $3,768 as of June 30, 2018 and $1,319 as of December 31, 2017	(9,324)	(1,869)
Retained earnings	85,465	70,575
Less: treasury stock, at cost; 671,678 shares as of June 30, 2018 and 651,506 shares as of December 31, 2017	(72,478)	(71,889)
Total stockholders’ equity	571,707	562,477
Total liabilities and stockholders’ equity	$5,415,202	$5,210,485

See Accompanying Notes to Consolidated Financial Statements (Unaudited)

Hanmi Financial Corporation and Subsidiaries
Consolidated Statements of Income (Unaudited)
(in thousands, except share and per share data)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
Interest and dividend income:				
Interest and fees on loans and leases	$53,708	$ 47,971	$105,283	$ 93,349
Interest on securities	3,198	2,949	6,302	5,468
Dividends on FHLB stock	283	283	572	657
Interest on deposits in other banks	133	123	247	200
Total interest and dividend income	57,322	51,326	112,404	99,674
Interest expense:				
Interest on deposits	9,465	6,463	17,250	11,617
Interest on borrowings	1,015	49	1,694	517
Interest on subordinated debentures	1,728	1,636	3,421	2,009
Total interest expense	12,208	8,148	22,365	14,143
Net interest income before provision for loan and lease losses	45,114	43,178	90,039	85,531
Loan and lease loss provision	100	422	749	342
Net interest income after provision for loan and lease losses	45,014	42,756	89,290	85,189
Noninterest income:				
Service charges on deposit accounts	2,328	2,461	4,839	4,989
Trade finance and other service charges and fees	1,149	1,269	2,322	2,316
Gain on sales of Small Business Administration ("SBA") loans	1,408	2,668	2,856	4,132
Disposition gains on Purchased Credit Impaired ("PCI") loans	11	540	144	723
Net gain (loss) on sales of securities	67	938	(361)	1,206
Other operating income	982	1,826	2,206	3,551
Total noninterest income	5,945	9,702	12,006	16,917
Noninterest expense:				
Salaries and employee benefits	17,453	16,623	36,155	33,727
Occupancy and equipment	4,082	3,878	8,154	7,861
Data processing	1,554	1,738	3,231	3,369
Professional fees	1,214	1,554	2,583	2,702
Supplies and communications	693	745	1,401	1,379
Advertising and promotion	1,034	1,015	1,911	1,817
Merger and integration costs (income)	380	(9)	380	(40)
Other operating expenses	3,100	3,400	5,453	5,366
Total noninterest expense	29,510	28,944	59,268	56,181
Income before income tax expense	21,449	23,514	42,028	45,925
Income tax expense	5,901	9,057	11,625	17,685
Net income	$15,548	$ 14,457	$30,403	$ 28,240
Basic earnings per share	$0.48	$ 0.45	$0.94	$ 0.88
Diluted earnings per share	$0.48	$ 0.45	$0.94	$ 0.87
Weighted-average shares outstanding:				
Basic	32,189,096	32,078,038	32,167,111	32,040,113
Diluted	32,336,775	32,243,034	32,316,648	32,216,671

See Accompanying Notes to Consolidated Financial Statements (Unaudited)

Hanmi Financial Corporation and Subsidiaries
Consolidated Statements of Comprehensive Income (Unaudited)
(in thousands)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
Net income	$15,548	$14,457	$30,403	$28,240
Other comprehensive (loss) income, net of tax:				
Unrealized (loss) gain on securities:				
Unrealized holding (loss) gain arising during period	(1,502)	3,910	(10,366)	5,530
Less: reclassification adjustment for net gain included in net income	(67)	(938)	(67)	(1,206)
Income tax benefit (expense) related to items of other comprehensive income	452	(1,232)	2,995	(1,793)
Other comprehensive (loss) income, net of tax	(1,117)	1,740	(7,438)	2,531
Comprehensive income	$14,431	$16,197	$22,965	$30,771

See Accompanying Notes to Consolidated Financial Statements (Unaudited)

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Hanmi Financial Corporation and Subsidiaries
Consolidated Statements of Changes in Stockholders’ Equity (Unaudited)
(in thousands, except share data)

	Common Stock - Number of Shares			Stockholders’ Equity					
	Shares Issued	Treasury Shares	Shares Outstanding	Common Stock	Additional Paid-in Capital	Accumulated Other Comprehensive Income (Loss)	Retained Earnings	Treasury Stock, at Cost	Total Stockholders’ Equity
Balance at January 1, 2017	32,946,197	(615,450)	32,330,747	$33	$562,446	$ (2,394)	$41,726	$(70,786)	$531,025
Stock options exercised	11,500	—	11,500	—	139	—	—	—	139
Restricted stock awards, net of forfeitures	81,337	—	81,337	—	—	—	—	—	—
Share-based compensation expense	—	—	—	—	1,363	—	—	—	1,363
Restricted stock surrendered due to employee tax liability	—	(29,728)	(29,728)	—	—	—	—	(909)	(909)
Cash dividends declared	—	—	—	—	—	—	(12,249)	—	(12,249)
Net income	—	—	—	—	—	—	28,240	—	28,240
Change in unrealized gain (loss) on securities available for sale, net of income taxes	—	—	—	—	—	2,531	—	—	2,531
Balance at June 30, 2017	33,039,034	(645,178)	32,393,856	$33	$563,948	$ 137	$57,717	$(71,695)	$550,140
Balance at January 1, 2018	33,083,133	(651,506)	32,431,627	$33	$565,627	$ (1,869)	$70,575	$(71,889)	$562,477
Adjustments related to adoption of new accounting standards:									
ASU 2016-01 (See Notes 1 and 2)	—	—	—	—	—	382	(382)	—	—
ASU 2018-02 (See Notes 1 and 5)	—	—	—	—	—	(399)	399	—	—

Adjusted balance at January 1, 2018	33,083,133	(651,506)	32,431,627	$33	$565,627	$ (1,886)	$70,592	$(71,889)	$562,477
Stock options exercised	25,750	—	25,750	—	570	—	—	—	570
Restricted stock awards, net of forfeitures	76,313	—	76,313	—	—	—	—	—	—
Share-based compensation expense	—	—	—	—	1,814	—	—	—	1,814
Restricted stock surrendered due to employee tax liability	—	(20,172)	(20,172)	—	—	—	—	(589)	(589)
Cash dividends declared	—	—	—	—	—	—	(15,530)	—	(15,530)
Net income	—	—	—	—	—	—	30,403	—	30,403
Change in unrealized gain (loss) on securities available for sale, net of income taxes	—	—	—	—	—	(7,438)	—	—	(7,438)
Balance at June 30, 2018	33,185,196	(671,678)	32,513,518	$33	$568,011	$ (9,324)	$85,465	$(72,478)	$571,707

See Accompanying Notes to Consolidated Financial Statements (Unaudited)

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Hanmi Financial Corporation and Subsidiaries
Consolidated Statements of Cash Flows (Unaudited)
(in thousands)

	Six Months Ended June 30, 2018	2017
Cash flows from operating activities:		
Net income	$30,403	$28,240
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	5,228	7,081
Share-based compensation expense	1,814	1,363
Loan and lease loss provision	749	342
Loss (gain) on sales of securities	361	(1,206)
Gain on sales of SBA loans	(2,856)	(4,132)
Disposition gains on PCI loans	(144)	(723)
Origination of SBA loans held for sale	(37,367)	(53,667)
Proceeds from sales of SBA loans	41,852	56,938
Change in accrued interest receivable	(170)	(180)
Change in bank-owned life insurance	(533)	(542)
Change in prepaid expenses and other assets	1,705	(4,047)
Change in accrued interest payable	466	865
Change in accrued expenses and other liabilities	(2,618)	633
Net cash provided by operating activities	38,890	30,965
Cash flows from investing activities:		
Proceeds from matured, called and repayment of securities	48,695	33,665
Proceeds from sales of securities available for sale	31,325	52,688
Proceeds from sales of other real estate owned ("OREO")	1,902	3,386
Change in loans and leases receivable, excluding purchases	(174,477)	(157,068)
Purchases of securities	(80,244)	(138,777)
Purchases of premises and equipment	(969)	269
Purchases of loans receivable	(64,806)	(73,008)
Net cash used in investing activities	(238,574)	(278,845)
Cash flows from financing activities:		
Change in deposits	77,881	449,436
Change in overnight FHLB borrowings	120,000	(295,000)
Issuance of subordinated debentures	—	97,735
Proceeds from exercise of stock options	570	139
Cash paid for treasury shares acquired in respect of share-based compensation	(589)	(909)
Cash dividends paid	(15,530)	(12,249)
Net cash provided by financing activities	182,332	239,152
Net decrease in cash and cash equivalents	(17,352)	(8,728)
Cash and cash equivalents at beginning of year	153,826	147,235
Cash and cash equivalents at end of period	$136,474	$138,507
Supplemental disclosures of cash flow information:		
Cash paid (received) during the period for:		
Interest	$21,899	$14,143
Income taxes	$8,743	$19,826
Non-cash activities:		

Transfer of loans receivable to other real estate owned	$334	$143
Income tax benefit (expense) related to items in other comprehensive income	$2,995	$(1,793)
Change in unrealized loss (gain) in accumulated other comprehensive income	$10,366	$(5,530)
Cash dividends declared	$(15,530)	$(12,249)

See Accompanying Notes to Consolidated Financial Statements (Unaudited)

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Hanmi Financial Corporation and Subsidiaries
Notes to Consolidated Financial Statements (Unaudited)
Six Months Ended June 30, 2018 and 2017
Note 1 — Organization and Basis of Presentation

Hanmi Financial Corporation (“Hanmi Financial,” the “Company,” “we,” “us” or “our”) is a bank holding company whose subsidiary is Hanmi Bank (the “Bank”). Our primary operations are related to traditional banking activities, including the acceptance of deposits and the lending and investing of money through the operation of the Bank.

On May 21, 2018, the Company announced the signing of a definitive agreement to acquire SWNB Bancorp, Inc. (“SWNB”), a privately-held bank holding company for Southwestern National Bank, headquartered in Houston, Texas. With total assets of approximately $411 million, SWNB has six retail banking branches located in Houston, Dallas and Austin, Texas. The aggregate consideration for this transaction is estimated at $76.7 million based on the agreement as of the announcement date and the transaction is expected to close late in the third quarter of 2018.

The Board of Directors of the Company and SWNB have approved the transaction. The directors and executive officers of SWNB have also entered into an agreement with the Company pursuant to which they have agreed to vote their shares of SWNB common stock in favor the transaction. Closing of the transaction is contingent upon approval by SWNB's shareholders as well as customary regulatory approvals.

In management’s opinion, the accompanying unaudited consolidated financial statements of Hanmi Financial and its subsidiaries reflect all adjustments of a normal and recurring nature that are necessary for a fair presentation of the results for the interim period ended June 30, 2018, but are not necessarily indicative of the results that will be reported for the entire year or any other interim period. Certain information and footnote disclosures normally included in annual financial statements prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) have been condensed or omitted. The aforementioned unaudited consolidated financial statements are prepared in conformity with GAAP and in accordance with the instructions to Form 10-Q pursuant to the rules and regulations of the Securities and Exchange Commission. The interim information should be read in conjunction with our Annual Report on Form 10-K for the fiscal year ended December 31, 2017 (the “2017 Annual Report on Form 10-K”).

The preparation of interim consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Material estimates subject to change include, among other items, the determination of allowance for loan and lease losses and various other assets and liabilities measured at fair value. Actual results could differ from those estimates.

Descriptions of our significant accounting policies are included in Note 1 - Summary of Significant Accounting Policies in the Notes to Consolidated Financial Statements in our 2017 Annual Report on Form 10-K.

Effective January 1, 2018, the Company adopted Accounting Standards Update ("ASU") 2016-01, Recognition and Measurement of Financial Assets and Financial Liabilities (Topic 825) and ASU 2018-02, Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income (Topic 220). Summaries of ASU 2016-01 and 2018-02 and the impact of their adoption are included in Notes 2 and 5 to the Consolidated Financial Statements, respectively. In addition to other provisions, ASU 2016-01 requires public business entities to use the exit price notion when measuring the fair value of financial instruments for disclosure purposes. Beginning with the quarter ended March 31, 2018, the Company measured the fair value of certain financial instruments, included in Note 10 to the Consolidated Financial Statements, using an exit price notion.

The Company also adopted ASU 2014-09, Revenue from Contracts with Customers (Topic 606), as of January 1, 2018, as required. ASU 2014-09 replaces existing revenue recognition guidance for contracts to provide goods or services to customers and amends existing guidance related to recognition of gains and losses on the sale of certain nonfinancial assets such as real estate. See Note 14 to the Consolidated Financial Statements for the impact of the adoption of this new standard on the Company's consolidated financial statements.

Note 2 — Securities

The following is a summary of securities available for sale as of June 30, 2018 and December 31, 2017:

	Amortized Cost	Gross Unrealized Gain	Gross Unrealized Loss	Estimated Fair Value
	(in thousands)			
June 30, 2018				
Mortgage-backed securities [(1)]	$331,126	$ 1	$ 8,276	$322,851
Collateralized mortgage obligations [(1)]	124,761	7	3,379	121,389
U.S. government agency securities	7,499	—	139	7,360
Municipal bonds-tax exempt	115,235	74	1,380	113,929
Total securities available for sale	$578,621	$ 82	$ 13,174	$565,529
December 31, 2017				
Mortgage-backed securities [(1)]	$306,166	$ 145	$ 2,702	$303,609
Collateralized mortgage obligations [(1)]	119,658	8	1,898	117,768
U.S. government agency securities	7,499	—	85	7,414
Municipal bonds-tax exempt	125,601	1,943	69	127,475
U.S. treasury securities	152	—	—	152
Mutual funds	22,916	—	530	22,386
Total securities available for sale	$581,992	$ 2,096	$ 5,284	$578,804

[(1)] Collateralized by residential mortgages and guaranteed by U.S. government sponsored entities.

The amortized cost and estimated fair value of securities as of June 30, 2018, by contractual or expected maturity, are shown below. Collateralized mortgage obligations are included in the table shown below based on their expected maturities. All other securities are included based on their contractual maturities.

	Available for Sale	
	Amortized Cost	Estimated Fair Value
	(in thousands)	
Within one year	$11,280	$11,237
Over one year through five years	78,734	77,109
Over five years through ten years	246,897	241,233
Over ten years	241,710	235,950
Total	$578,621	$565,529

Gross unrealized losses on securities available for sale, the estimated fair value of the related securities and the number of securities aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, were as follows as of June 30, 2018 and December 31, 2017:

	Holding Period								
	Less Than 12 Months			12 Months or More			Total		
	Gross Unrealized Loss	Estimated Fair Value	Number of Securities	Gross Unrealized Loss	Estimated Fair Value	Number of Securities	Gross Unrealized Loss	Estimated Fair Value	Number of Securities
	(in thousands, except number of securities)								
June 30, 2018									
Mortgage-backed securities	$6,475	$266,671	90	$1,801	$55,820	29	$8,276	$322,491	119
Collateralized mortgage obligations	1,259	56,947	14	2,120	62,593	39	3,379	119,540	53
U.S. government agency securities	44	1,455	1	95	5,905	2	139	7,360	3
Municipal bonds-tax exempt	1,249	86,946	39	131	2,627	2	1,380	89,573	41
Total	$9,027	$412,019	144	$4,147	$126,945	72	$13,174	$538,964	216
December 31, 2017									
Mortgage-backed securities	$1,855	$197,621	66	$847	$56,998	25	$2,702	$254,619	91
Collateralized mortgage obligations	773	65,726	20	1,125	49,986	32	1,898	115,712	52
U.S. government agency securities	15	1,484	1	70	5,930	2	85	7,414	3
Municipal bonds-tax exempt	48	11,541	6	21	2,737	2	69	14,278	8
Mutual funds	—	—	—	530	22,382	6	530	22,382	6
Total	$2,691	$276,372	93	$2,593	$138,033	67	$5,284	$414,405	160

All individual securities that have been in a continuous unrealized loss position for 12 months or longer as of June 30, 2018 and December 31, 2017 included securities with issuers which have not established any cause for default on these securities. These securities have fluctuated in value since their purchase dates as market interest rates have fluctuated.

The Company does not intend to sell these securities and it is more likely than not that we will not be required to sell the securities before the recovery of their amortized cost basis. Interest payments have been made as scheduled, and management believes this will continue in the future and that the bonds will be repaid in full as scheduled. Therefore, in management's opinion, all securities that have been in a continuous unrealized loss position for the past 12 months or longer as of June 30, 2018 and December 31, 2017 were not other-than-temporarily impaired, and therefore, no impairment charges as of June 30, 2018 and December 31, 2017 were warranted.

Realized gains and losses on sales of securities and proceeds from sales of securities were as follows for the periods indicated:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
	(in thousands)			
Gross realized gains on sales of securities	$67	$938	$67	$1,206
Gross realized losses on sales of securities	—	—	(957)	—

Net realized (losses) gains on sales of securities	$67	$938	$(890)	$1,206
Proceeds from sales of securities	$9,366	$40,115	$31,325	$52,688

In January 2016, the Financial Accounting Standards Board ("FASB") issued ASU 2016-01, Recognition and Measurement of Financial Assets and Financial Liabilities (Topic 825). This new guidance, among other provisions, amends accounting related to the classification and measurement of investments in equity securities. We adopted this guidance, as required, in the first quarter of 2018. ASU 2016-01 requires the amounts reported in accumulated other comprehensive income

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for equity securities that exist as of the date of adoption previously classified as available-for-sale be reclassified to retained earnings. The Company reduced the balance of securities by $529,000 as of January 1, 2018, representing the loss related to all of our mutual fund equity securities, which resulted in a net reduction of retained earnings of $382,000 and an increase of $147,000 in net deferred tax assets based on the transition requirements of this standard.

For the three months ended June 30, 2018 and 2017, there was a $67,000 and $938,000 net gain in earnings resulting from the sale of securities, respectively. Net unrealized gains of $95,000 and $430,000 related to these sold securities had previously been recorded in accumulated other comprehensive income as of the beginning of the period in 2018 and 2017, respectively.

During the six months ended June 30, 2018, there was $67,000 in gains included in earnings resulting from sale of securities which had $95,000 in previously recorded unrealized gains in accumulated other comprehensive income. Additionally, during the six months ended June 30, 2018, we sold all of our mutual fund equity securities with gross realized losses of $957,000. The Company recorded a $428,000 net loss in earnings resulting from the sale of these securities in the three months ended March 31, 2018. The remaining loss of $529,000 related to these sold securities was recorded as a transition adjustment upon adoption of ASU 2016-01 as of the beginning of the period as described in the preceding paragraph. There was a $1.2 million net gain in earnings resulting from sales of securities during the six months ended June 30, 2017, that had previously been recorded as net unrealized gains of $744,000 in comprehensive income.

Securities available for sale with market values of $18.1 million and $130.1 million as of June 30, 2018 and December 31, 2017, respectively, were pledged to secure public deposits and for other purposes as required or permitted by law.

Note 3 — Loans and leases

Loans and Leases Receivable, Net

Loans and leases receivable consisted of the following as of the dates indicated:

	June 30, 2018	December 31, 2017
	(in thousands)	
Real estate loans:		
Commercial property		
Retail	$923,661	$915,273
Hospitality	786,635	681,325
Other [(1)]	1,469,765	1,417,273
Total commercial property loans	3,180,061	3,013,871
Construction	61,287	55,190
Residential property	539,861	521,853
Total real estate loans	3,781,209	3,590,914
Commercial and industrial loans:		
Commercial term	185,756	182,685
Commercial lines of credit	179,872	181,894
International loans	30,894	34,622
Total commercial and industrial loans	396,522	399,201
Leases receivable	350,578	297,284
Consumer loans [(2)]	13,817	17,059
Loans and leases receivable	4,542,126	4,304,458
Allowance for loan and lease losses	(31,818)	(31,043)
Loans and leases receivable, net	$4,510,308	$4,273,415

(1) Includes, among other types, mixed-use, apartment, office, industrial, gas stations, faith-based facilities and warehouse; all other property types represent less than one percent of total loans and leases receivable.

(2) Consumer loans include home equity lines of credit of $11.5 million and $14.2 million as of June 30, 2018 and December 31, 2017, respectively.

Accrued interest on loans and leases receivable was $10.5 million and $10.2 million at June 30, 2018 and December 31, 2017, respectively. At June 30, 2018 and December 31, 2017, loans receivable of $1.1 billion were pledged to secure borrowing facilities from the FHLB.

Loans Held for Sale

The following is the activity for SBA loans held for sale for the three months ended June 30, 2018 and 2017:

	SBA Loans Held for Sale		
	Real Estate	Commercial and Industrial	Total
	(in thousands)		
June 30, 2018			
Balance at beginning of period	$2,151	$ 3,857	$6,008
Originations	10,155	8,407	18,562
Sales	(9,519)	(9,585)	(19,104)
Principal payoffs and amortization	(2)	(115)	(117)
Balance at end of period	$2,785	$ 2,564	$5,349
June 30, 2017			
Balance at beginning of period	$7,789	$ 1,060	$8,849
Originations	22,130	12,344	34,474
Sales	(21,083)	(11,271)	(32,354)
Principal payoffs and amortization	(19)	(1)	(20)
Balance at end of period	$8,817	$ 2,132	$10,949

The following is the activity for SBA loans held for sale for the six months ended June 30, 2018 and 2017:

	SBA Loans Held for Sale		
	Real Estate	Commercial and Industrial	Total
	(in thousands)		
June 30, 2018			
Balance at beginning of period	$3,746	$ 2,648	$6,394
Originations	20,588	16,779	37,367
Sales	(21,547)	(16,744)	(38,291)
Principal payoffs and amortization	(2)	(119)	(121)
Balance at end of period	$2,785	$ 2,564	$5,349
June 30, 2017			
Balance at beginning of period	$7,410	$ 1,906	$9,316
Originations	34,763	18,904	53,667
Sales	(33,337)	(18,660)	(51,997)
Principal payoffs and amortization	(19)	(18)	(37)
Balance at end of period	$8,817	$ 2,132	$10,949

Allowance for Loan and Lease Losses

Activity in the allowance for loan and lease losses was as follows for the periods indicated:

	As of and for the Three Months Ended June 30,		As of and for the Six Months Ended June 30,	
	2018	2017	2018	2017
	(in thousands)			
Allowance for loan and lease losses:				
Balance at beginning of period	$31,777	$33,152	$31,043	$32,429
Charge-offs	(657)	(665)	(2,289)	$(851)
Recoveries on loans and leases previously charged off	598	849	2,315	$1,838
Net (charge-offs) recoveries	(59)	184	26	987
Loan and lease loss provision	100	422	749	$342
Balance at end of period	$31,818	$33,758	$31,818	$33,758

Management believes the allowance for loan and lease losses is appropriate to provide for probable losses inherent in the loan and lease portfolio. However, the allowance is an estimate that is inherently uncertain and depends on the outcome of future events. Management's estimates are based on previous loss experience; size, growth and composition of the loan and lease portfolio; the value of collateral; and current economic conditions. Our lending is concentrated generally in real estate loans, commercial loans and leases and SBA loans to small and middle market businesses primarily in California, Texas, Illinois and New York.

The following table details the information on the allowance for loan and lease losses by portfolio segment as of and for the three months ended June 30, 2018 and 2017:

	Real Estate	Commercial and Industrial	Leases Receivable	Consumer	Unallocated	Total
	(In thousands)					
As of and for the Three Months Ended June 30, 2018						
Allowance for loan and lease losses on loans and leases:						
Beginning balance	$17,640	$ 6,890	7,110	$125	$ 12	$31,777
Charge-offs	(40)	(86)	(531)	—	—	(657)
Recoveries on loans and leases previously charged off	371	197	29	1	—	598
Loan and lease loss provision (income)	(55)	119	41	(17)	12	100
Ending balance	$17,916	$ 7,120	$6,649	$109	$ 24	$31,818
Individually evaluated for impairment	$1,540	$ 578	$1,859	$—	$ —	$3,977
Collectively evaluated for impairment	$16,376	$ 6,542	$4,790	$109	$ 24	$27,841
Loans and leases receivable:	$3,781,209	$ 396,522	$350,578	$13,817	$ —	$4,542,126
Individually evaluated for impairment	$18,261	$ 3,000	$4,801	$877	$ —	$26,939
Collectively evaluated for impairment	$3,762,948	$ 393,522	$345,777	$12,940	$ —	$4,515,187

	Real Estate	Commercial and Industrial	Leases Receivable	Consumer	Unallocated	Total
	(In thousands)					
As of and for the Three Months Ended June 30, 2017						
Allowance for loan and lease losses on loans and leases:						
Beginning balance	$25,602	$ 5,955	980	$130	$ 485	$33,152
Charge-offs	(38)	—	(627)	—	—	(665)
Recoveries on loans and leases previously charged off	447	367	20	15	—	849
Loan and lease loss provision (income)	(2,578)	698	1,660	(50)	692	422
Ending balance	$23,433	$ 7,020	$2,033	$95	$ 1,177	$33,758
Individually evaluated for impairment	$3,638	$ 1,841	$—	$—	$ —	$5,479
Collectively evaluated for impairment	$19,795	$ 5,179	$2,033	$95	$ 1,177	$28,279
Loans and leases receivable:	$3,451,025	$ 347,236	$257,525	$17,276	$ —	$4,073,062
Individually evaluated for impairment	$19,695	$ 5,275	$—	$1,224	$ —	$26,194
Collectively evaluated for impairment	$3,431,330	$ 341,961	$257,525	$16,052	$ —	$4,046,868

The following table details the information on the allowance for loan and lease losses by portfolio segment as of and for the six months ended June 30, 2018 and 2017:

	Real Estate	Commercial and Industrial	Leases Receivable	Consumer	Unallocated	Total
	(In thousands)					
As of and for the Six Months Ended June 30, 2018						
Allowance for loan and lease losses on loans and leases:						
Beginning balance	$17,012	$ 7,400	6,279	$122	$ 230	$31,043
Charge-offs	(1,029)	(365)	(895)	—	—	(2,289)
Recoveries on loans and leases previously charged off	1,256	933	124	2	—	2,315
Loan and lease loss provision (income)	677	(848)	1,141	(15)	(206)	749
Ending balance	$17,916	$ 7,120	$6,649	$109	$ 24	$31,818
Individually evaluated for impairment	$1,540	$ 578	$1,859	$—	$ —	$3,977
Collectively evaluated for impairment	$16,376	$ 6,542	$4,790	$109	$ 24	$27,841
Loans and leases receivable:	$3,781,209	$ 396,522	$350,578	$13,817	$ —	$4,542,126
Individually evaluated for impairment	$18,261	$ 3,000	$4,801	$877	$ —	$26,939
Collectively evaluated for impairment	$3,762,948	$ 393,522	$345,777	$12,940	$ —	$4,515,187

	Real Estate	Commercial and Industrial	Leases Receivable	Consumer	Unallocated	Total
	(In thousands)					
As of and for the Six Months Ended June 30, 2017						
Allowance for loan and lease losses on loans and leases:						
Beginning balance	$26,134	$ 5,623	307	$199	$ 166	$32,429
Charge-offs	(142)	(40)	(669)	—	—	(851)
Recoveries on loans and leases previously charged off	1,159	644	20	15	—	1,838
Loan and lease loss provision (income)	(3,718)	793	2,375	(119)	1,011	342
Ending balance	$23,433	$ 7,020	$2,033	$95	$ 1,177	$33,758
Individually evaluated for impairment	$3,638	$ 1,841	$—	$—	$ —	$5,479
Collectively evaluated for impairment	$19,795	$ 5,179	$2,033	$95	$ 1,177	$28,279
Loans and leases receivable:	$3,451,025	$ 347,236	$257,525	$17,276	$ —	$4,073,062
Individually evaluated for impairment	$19,695	$ 5,275	$—	$1,224	$ —	$26,194
Collectively evaluated for impairment	$3,431,330	$ 341,961	$257,525	$16,052	$ —	$4,046,868

Loan and Lease Quality Indicators

As part of the on-going monitoring of the credit quality of our loan and lease portfolio, we utilize an internal loan and lease grading system to identify credit risk and assign an appropriate grade, from 0 to 8, for each loan or lease in our loan and lease portfolio. Third party loan reviews are performed throughout the year. Additional adjustments are made when determined to be necessary. The loan and lease grade definitions are as follows:

Pass and Pass-Watch: Pass and pass-watch loans and leases, grades 0-4, are in compliance in all respects with the Bank’s credit policy and regulatory requirements, and do not exhibit any potential or defined weaknesses as defined under Special Mention, Substandard or Doubtful. This category is the strongest level of the Bank’s loan and lease grading system. It incorporates all performing loans and leases with no credit weaknesses. It includes cash and stock/security secured loans or other investment grade loans.

Special Mention: A special mention credit, grade 5, has potential weaknesses that deserve management’s close attention. If not corrected, these potential weaknesses may result in deterioration of the repayment prospects of the debt and result in a Substandard classification. Loans and leases that have significant actual, not potential, weaknesses are considered more severely classified.

Substandard: A substandard credit, grade 6, has a well-defined weakness that jeopardizes the liquidation of the debt. A credit graded Substandard is not protected by the sound worth and paying capacity of the borrower, or of the value and type of collateral pledged. With a Substandard loan or lease, there is a distinct possibility that the Bank will sustain some loss if the weaknesses or deficiencies are not corrected.

Doubtful: A doubtful credit, grade 7, is one that has critical weaknesses that would make the collection or liquidation of the full amount due improbable. However, there may be pending events which may work to strengthen the credit, and therefore the amount or timing of a possible loss cannot be determined at the current time.

Loss: A loan or lease classified as loss, grade 8, is considered uncollectible and of such little value that its continuance as an active bank asset is not warranted. This classification does not mean that the loan or lease has absolutely no recovery or salvage value, but rather it is not practical or desirable to defer writing off this asset even though partial recovery may be possible in the future. Loans and leases classified as loss are charged off in a timely manner.

Under regulatory guidance, loans and leases graded special mention or worse are considered criticized loans and leases, and loans and leases graded substandard or worse are considered classified loans and leases.

As of June 30, 2018 and December 31, 2017, pass/pass-watch, special mention and classified loans and leases, disaggregated by loan class, were as follows:

	Pass/Pass-Watch	Special Mention	Classified	Total
	(In thousands)			
June 30, 2018				
Real estate loans:				
Commercial property				
Retail	$918,139	$6	$5,516	$923,661
Hospitality	774,060	1,435	11,140	786,635
Other	1,461,794	1,333	6,638	1,469,765
Construction	61,287	—	—	61,287
Residential property	539,715	—	146	539,861
Total real estate loans	3,754,995	2,774	23,440	3,781,209
Commercial and industrial loans:				
Commercial term	177,209	5,775	2,772	185,756
Commercial lines of credit	139,740	40,132	—	179,872
International loans	30,894	—	—	30,894
Total commercial and industrial loans	347,843	45,907	2,772	396,522
Leases receivable	345,777	—	4,801	350,578
Consumer loans	12,804	198	815	13,817
Total loans and leases	$4,461,419	$48,879	$31,828	$4,542,126
December 31, 2017				
Real estate loans:				
Commercial property				
Retail	$909,682	$454	$5,137	$915,273
Hospitality	667,254	4,976	9,095	681,325
Other	1,397,658	11,045	8,570	1,417,273
Construction	55,190	—	—	55,190
Residential property	521,261	305	287	521,853
Total real estate loans	3,551,045	16,780	23,089	3,590,914
Commercial and industrial loans:				
Commercial term	179,835	439	2,411	182,685
Commercial lines of credit	181,462	250	182	181,894
International loans	34,622	—	—	34,622
Total commercial and industrial loans	395,919	689	2,593	399,201
Leases receivable	292,832	—	4,452	297,284
Consumer loans	15,995	—	1,064	17,059
Total loans and leases	$4,255,791	$17,469	$31,198	$4,304,458

The following is an aging analysis of loans and leases, disaggregated by loan class, as of the dates indicated:

	30-59 Days Past Due	60-89 Days Past Due	90 Days or More Past Due	Total Past Due	Current	Total
	(in thousands)					
June 30, 2018						
Real estate loans:						
Commercial property						
Retail	$50	$ 300	$ 695	$ 1,045	$922,616	$923,661
Hospitality	1,381	1,588	820	3,789	782,846	786,635
Other	3,562	100	831	4,493	1,465,272	1,469,765
Construction	—	—	—	—	61,287	61,287
Residential property	1,643	—	—	1,643	538,218	539,861
Total real estate loans	6,636	1,988	2,346	10,970	3,770,239	3,781,209
Commercial and industrial loans:						
Commercial term	139	197	363	699	185,057	185,756
Commercial lines of credit	—	—	—	—	179,872	179,872
International loans	—	—	—	—	30,894	30,894
Total commercial and industrial loans	139	197	363	699	395,823	396,522
Leases receivable	2,302	512	3,401	6,215	344,363	350,578
Consumer loans	100	—	—	100	13,717	13,817
Total loans and leases	$9,177	$ 2,697	$ 6,110	$ 17,984	$4,524,142	$4,542,126
December 31, 2017						
Real estate loans:						
Commercial property						
Retail	$96	$ 15	$ 630	$ 741	$914,532	$915,273
Hospitality	3,421	168	398	3,987	677,338	681,325
Other	1,245	1,333	563	3,141	1,414,132	1,417,273
Construction	—	—	—	—	55,190	55,190
Residential property	609	—	—	609	521,244	521,853
Total real estate loans	5,371	1,516	1,591	8,478	3,582,436	3,590,914
Commercial and industrial loans:						
Commercial term	430	567	829	1,826	180,859	182,685
Commercial lines of credit	250	—	182	432	181,462	181,894
International loans	—	—	—	—	34,622	34,622
Total commercial and industrial loans	680	567	1,011	2,258	396,943	399,201
Leases receivable	2,295	944	3,554	6,793	290,491	297,284
Consumer loans	—	—	—	—	17,059	17,059
Total loans and leases	$8,346	$ 3,027	$ 6,156	$ 17,529	$4,286,929	$4,304,458

Impaired Loans and Leases

Loans and leases are considered impaired when the Bank will be unable to collect all interest and principal payments per the contractual terms of the loan and lease agreement, unless the loan is well-collateralized and in the process of collection; they are classified as Troubled Debt Restructurings (“TDRs”) because, due to the financial difficulties of the borrowers, we have granted concessions to the borrowers we would not otherwise consider; when current information or events make it unlikely to collect in full according to the contractual terms of the loan or lease agreements; there is a deterioration in the borrower’s financial condition that raises uncertainty as to timely collection of either principal or interest; or full payment of both interest and principal is in doubt according to the original contractual terms.

We evaluate loan and lease impairment in accordance with GAAP. Impaired loans and leases are measured based on the present value of expected future cash flows discounted at the receivable's effective interest rate or, as a practical expedient, at the receivable's observable market price or the fair value of the collateral if the loan or lease is collateral dependent, less estimated costs to sell. If the measure of the impaired loan or lease is less than the recorded investment in the loan or lease, the deficiency is either charged off against the allowance for loan and lease losses or we establish a specific allocation in the allowance for loan and lease losses. Additionally, loans and leases that are considered impaired are specifically excluded from the quarterly migration analysis when determining the amount of the allowance for loan and lease losses required for the period.

The allowance for collateral-dependent loans is determined by calculating the difference between the outstanding loan balance and the value of the collateral as determined by recent appraisals. The allowance for collateral-dependent loans varies from loan to loan based on the collateral coverage of the loan at the time of designation as nonperforming. We continue to monitor the collateral coverage, using recent appraisals, on these loans on a quarterly basis and adjust the allowance accordingly.

The following tables provide information on impaired loans and leases, disaggregated by loan class, as of the dates indicated:

	Recorded Investment	Unpaid Principal Balance	With No Related Allowance Recorded	With an Allowance Recorded	Related Allowance
	(in thousands)				
June 30, 2018					
Real estate loans:					
Commercial property					
Retail	$1,715	$1,747	$ 1,248	$ 467	$ 56
Hospitality	7,313	8,973	3,434	3,879	1,484
Other	7,106	7,709	6,585	521	—
Residential property	2,127	2,259	2,127	—	—
Total real estate loans	18,261	20,688	13,394	4,867	1,540
Commercial and industrial loans	3,000	3,144	785	2,215	578
Leases receivable	4,801	4,882	1,018	3,783	1,859
Consumer loans	877	1,083	775	102	—
Total loans and leases	$26,939	$29,797	$ 15,972	$ 10,967	$ 3,977
December 31, 2017					
Real estate loans:					
Commercial property					
Retail	$1,403	$1,423	$ 1,246	$ 157	$ 1
Hospitality	6,184	7,220	2,144	4,040	1,677
Other	8,513	9,330	7,569	944	394
Residential property	2,563	2,728	824	1,739	21
Total real estate loans	18,663	20,701	11,783	6,880	2,093
Commercial and industrial loans	3,039	3,081	1,068	1,971	441
Leases receivable	4,452	4,626	455	3,997	3,334
Consumer loans	1,029	1,215	919	110	10
Total loans and leases	$27,183	$29,623	$ 14,225	$ 12,958	$ 5,878

	Three Months Ended		Six Months Ended	
	Average Recorded Investment	Interest Income Recognized	Average Recorded Investment	Interest Income Recognized
	(in thousands)			
June 30, 2018				
Real estate loans:				
Commercial property				
Retail	$1,728	$ 26	$1,568	$ 48
Hospitality	7,667	131	7,886	272
Other	7,562	133	7,702	243
Residential property	2,260	27	2,420	57
Total real estate loans	19,217	317	19,576	620
Commercial and industrial loans	3,063	39	2,989	79
Leases receivable	5,188	12	4,896	22
Consumer loans	1,027	14	1,037	28
Total loans and leases	$28,495	$ 382	$28,498	$ 749
June 30, 2017				
Real estate loans:				
Commercial property				
Retail	$1,500	$ 29	$1,584	$ 61
Hospitality	6,074	99	6,164	167
Other	9,392	215	9,776	398
Residential property	2,823	28	2,798	61
Total real estate loans	19,789	371	20,322	687
Commercial and industrial loans	5,329	68	4,611	126
Consumer loans	1,226	3	775	6
Total loans and leases	$26,344	$ 442	$25,708	$ 819

The following is a summary of interest foregone on impaired loans and leases for the periods indicated:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
	(in thousands)			
Interest income that would have been recognized had impaired loans and leases performed in accordance with their original terms	$678	$622	$1,332	$1,213
Less: Interest income recognized on impaired loans and leases	(382)	(442)	(749)	(819)
Interest foregone on impaired loans and leases	$296	$180	$583	$394

There were no commitments to lend additional funds to borrowers whose loans are included in the table above.

Nonaccrual Loans and Leases and Nonperforming Assets

Loans and leases are placed on nonaccrual status when, in the opinion of management, the full timely collection of principal or interest is in doubt. Generally, the accrual of interest is discontinued when principal or interest payments become more than 90 days past due, unless management believes the receivable is adequately collateralized and in the process of collection. However, in certain instances, we may place a particular loan or lease receivable on nonaccrual status earlier, depending upon the individual circumstances surrounding the delinquency. When a receivable is placed on nonaccrual status, previously accrued but unpaid interest is reversed against current income. Subsequent collections of cash are applied as principal reductions when received, except when the ultimate collectability of principal is probable, in which case interest payments are credited to income. Nonaccrual loans and leases may be restored to accrual status when principal and interest payments become current and full repayment is expected.

The following table details nonaccrual loans and leases, excluding nonaccrual PCI loans of $1.7 million and $0.9 million as of June 30, 2018 and December 31, 2017, respectively, disaggregated by loan class, as of the dates indicated:

	June 30, 2018	December 31, 2017
	(in thousands)	
Real estate loans:		
Commercial property		
Retail	$225	$ 224
Hospitality	6,563	5,263
Other	1,184	2,462
Residential property	146	591
Total real estate loans	8,118	8,540
Commercial and industrial loans	2,110	1,892
Leases receivable	4,801	4,452
Consumer loans	775	921
Total nonaccrual loans and leases	$15,804	$ 15,805

The following table details nonperforming assets as of the dates indicated:

	June 30, 2018	December 31, 2017
	(in thousands)	
Nonaccrual loans and leases	$15,804	$ 15,805
Loans and leases 90 days or more past due and still accruing	—	—
Total nonperforming loans and leases	15,804	15,805
Other real estate owned ("OREO")	280	1,946
Total nonperforming assets	$16,084	$ 17,751

OREO is included in prepaid expenses and other assets in the accompanying Consolidated Balance Sheets as of June 30, 2018 and December 31, 2017.

Troubled Debt Restructurings

The following table details TDRs as of June 30, 2018 and December 31, 2017:

	Nonaccrual TDRs					Accrual TDRs				
	Deferral of Principal	Deferral of Principal and Interest	Reduction of Principal and Interest	Extension of Maturity	Total	Deferral of Principal	Deferral of Principal and Interest	Reduction of Principal and Interest	Extension of Maturity	Total
	(in thousands)									
June 30, 2018										
Real estate loans	$1,467	$ 3,642	$ 183	$ —	$5,292	$3,397	$ —	$ 1,171	$ 1,023	$5,591
Commercial and industrial loans	399	107	715	467	1,688	—	177	443	246	866
Consumer loans	775	—	—	—	775	—	—	102	—	102
Total TDR loans	$2,641	$ 3,749	$ 898	$ 467	$7,755	$3,397	$ 177	$ 1,716	$ 1,269	$6,559
December 31, 2017										
Real estate loans	$1,935	$ 3,761	$ 64	$ —	$5,760	$3,409	$ —	$ 1,387	$ 1,237	$6,033
Commercial and industrial loans	131	123	1,173	102	1,529	6	182	503	427	1,118
Consumer loans	811	—	—	—	811	—	—	108	—	108
Total TDR loans	$2,877	$ 3,884	$ 1,237	$ 102	$8,100	$3,415	$ 182	$ 1,998	$ 1,664	$7,259

As of June 30, 2018 and December 31, 2017, total TDRs were $14.3 million and $15.4 million, respectively. A debt restructuring is considered a TDR if we grant a concession, that we would not have otherwise considered, to the borrower for economic or legal reasons related to the borrower’s financial difficulties. Loans are considered to be TDRs if they were restructured through payment structure modifications such as reducing the amount of principal and interest due monthly and/or allowing for interest only monthly payments for three months or more. All TDRs are impaired and are individually evaluated for specific impairment using one of these three criteria: (1) the present value of expected future cash flows discounted at the loan’s effective interest rate; (2) the loan’s observable market price; or (3) the fair value of the collateral if the loan is collateral dependent. At June 30, 2018 and December 31, 2017, $2.0 million and $2.2 million, respectively, of allowance relating to these loans were included in the allowance for loan and lease losses.

For the restructured loans on accrual status, we determined that, based on the financial capabilities of the borrowers at the time of the loan restructuring and the borrowers’ past performance in the payment of debt service under the previous loan terms, performance and collection under the revised terms are probable.

Note 4 — Servicing Assets and Liabilities

The changes in servicing assets and liabilities for the three months ended June 30, 2018 and 2017 were as follows:

	2018	2017
	(in thousands)	
Servicing assets:		
Balance at beginning of period	$9,867	$10,609
Addition related to sale of SBA loans	406	752
Amortization	(1,018)	(881)
Balance at end of period	$9,255	$10,480
Servicing liabilities:		
Balance at beginning of period	$2,022	$2,776
Amortization	(185)	(223)
Balance at end of period	$1,837	$2,553

The changes in servicing assets and liabilities for the six months ended June 30, 2018 and 2017 were as follows:

	2018	2017
	(in thousands)	
Servicing assets:		
Balance at beginning of period	$10,218	$10,564
Addition related to sale of SBA loans	841	1,194
Amortization	(1,804)	(1,608)
Reversal of allowance	—	330
Balance at end of period	$9,255	$10,480
Servicing liabilities:		
Balance at beginning of period	$2,217	$3,143
Amortization	(380)	(523)
Reversal of allowance	—	(67)
Balance at end of period	$1,837	$2,553

At June 30, 2018 and December 31, 2017, we serviced loans sold to unaffiliated parties in the amounts of $457.9 million and $476.5 million, respectively. These represented loans that have been sold for which the Bank continues to provide servicing. These loans are maintained off-balance sheet and are not included in the loans receivable balance. All of the loans serviced were SBA loans.

The Company recorded servicing fee income of $1.2 million for each of the three month periods ended June 30, 2018 and 2017. The Company recorded servicing fee income of $2.4 million for each of the six month periods ended June 30, 2018 and 2017. Servicing fee income, net of the amortization of servicing assets and liabilities, is included in other operating income in the consolidated statements of income. Net amortization expense was $833,000 and $658,000 for the three months ended June 30, 2018 and 2017, respectively, and $1.4 million and $1.1 million for the six months ended June 30, 2018 and 2017, respectively.

Note 5 — Income Taxes

The Company’s income tax expense was $5.9 million and $9.1 million representing an effective income tax rate of 27.5 percent and 38.5 percent for the three months ended June 30, 2018 and 2017, respectively. The Company’s income tax

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expense was $11.6 million and $17.7 million representing an effective income tax rate of 27.7 percent and 38.5 percent for the six months ended June 30, 2018 and 2017, respectively.

Management concluded that as of June 30, 2018 and December 31, 2017, a valuation allowance of $2.8 million was appropriate against certain state net operating losses and certain tax credits. For all other deferred tax assets, management believes it was more likely than not that these deferred tax assets will be realized principally through future taxable income and reversal of existing taxable temporary differences. A net deferred tax asset of $35.5 million and $32.5 million and a net current tax asset of $4.0 million and $5.8 million as of June 30, 2018 and December 31, 2017, respectively, are included in prepaid expenses and other assets in the accompanying Consolidated Balance Sheets.

In February 2018, the FASB issued ASU 2018-02, Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income (Topic 220). This ASU eliminates the stranded tax effects in other comprehensive income resulting from the Tax Cuts and Jobs Act (the “Tax Act”). Because the amendments only relate to the reclassification of the income tax effects of the Tax Act, the underlying guidance that requires that the effect of a change in tax laws or rates be included in income from continuing operations was not affected. ASU 2018-02 allows a reclassification from accumulated other comprehensive income to retained earnings for stranded tax effects resulting from the Tax Act. The Company adopted this standard as of January 1, 2018, and recorded the impact as an adjustment which increased retained earnings by $399,000 as of the date of adoption.

The Tax Act was enacted into U.S. tax law on December 22, 2017. The Tax Act makes numerous changes to the U.S. tax code, including (although not limited to) reducing the U.S. federal corporate tax rate to 21 percent, eliminating the corporate alternative minimum tax (AMT), limiting deductible interest expense, increasing limitations on certain executive compensation, and enhancing bonus depreciation to provide for full expensing of qualified property. On that same date, the SEC staff also issued SAB 118, which provided guidance regarding financial statement accounting of the tax effects of the Tax Act. SAB 118 provides for the completion of the accounting related effects of the Tax Act in accordance with a measurement period of one year from the Tax Act enactment date. Those aspects of the Tax Act for which the accounting under ASC 740 is complete is to be reflected in the financial statements under SAB 118. To the extent that the company’s accounting for certain income taxes effects of the Tax Act is incomplete, however where a reasonable estimate is determinable, SAB 118 provides that a provisional estimate should be included in the financial statements. Finally, if a provisional estimate cannot be determined, a company should continue to apply ASC 740 based on the tax laws that were in effect immediately before the enactment of the Tax Act.

During the year ended December 31, 2017 the Company made a provisional estimate of the impact of the Tax Act, which was discussed in Note 11 to our Consolidated Financial Statement included in our Form 10-K filed for that period. The Company is continuing to evaluate the impact of the Tax Act on its financial statements, and has not made any adjustments to this estimate during the period ended June 30, 2018.

The Company is subject to examination by various federal and state tax authorities for certain years ended December 31, 2008 through 2016. As of June 30, 2018, the Company was subject to audit or examination by the California Franchise Tax Board for the 2008 and 2009 tax years. Management does not anticipate any material changes in our financial statements as a result of these audits or examinations.

Note 6 — Borrowings and Subordinated Debentures

Borrowings
The Bank had advances from the FHLB of $270.0 million and $150.0 million as of June 30, 2018 and December 31, 2017, respectively. The FHLB advances were all overnight borrowings at June 30, 2018 and December 31, 2017. For the three months ended June 30, 2018 and 2017, interest expense on FHLB advances was $1.0 million and $49,000,

respectively, and the weighted-average interest rate was 1.90 percent and 0.98 percent, respectively. For the six months ended June 30, 2018 and 2017, interest expense on FHLB advances was $1.7 million and $517,000, respectively, and the weighted-average interest rate was 1.74 percent and 0.72 percent, respectively.

The Bank maintains a secured credit facility with the FHLB, allowing the Bank to borrow on an overnight and term basis. The Bank had $1.1 billion of loans pledged as collateral with the FHLB, which provides $937.3 million in borrowing capacity, of which $557.3 million remained available at June 30, 2018.

The Bank also has securities with market values of $18.1 million pledged with the Federal Reserve Bank ("FRB"), which provides $17.4 million in available borrowing capacity through the Fed Discount Window. There were no outstanding borrowings with the FRB as of June 30, 2018 and December 31, 2017.

Subordinated Debentures

The Company issued Fixed-to-Floating Subordinated Notes (the "Notes") of $100 million on March 21, 2017, with a final maturity on March 30, 2027. The Notes have an initial fixed interest rate of 5.45% per annum, payable semi-monthly on March 30 and September 30 of each year. From and including March 30, 2022 and thereafter, the Notes bear interest at a floating rate equal to the then current three-month LIBOR, as calculated on each applicable date of determination, plus 3.315% payable quarterly. If the then current three-month LIBOR is less than zero, three-month LIBOR will be deemed to be zero. Debt issuance cost was $2.3 million, which is being amortized through the Notes' maturity date. At June 30, 2018 and December 31, 2017, the balance of Notes included in the Company's consolidated balance sheet, net of debt issuance cost, was $98.1 million and $98.0 million, respectively. The amortization of debt issuance cost was $45,000 and $43,000 for the three months ended June 30, 2018 and 2017, respectively, and $90,000 and $47,000 for the six months ended June 30, 2018 and 2017, respectively.

The Company assumed Junior Subordinated Deferrable Interest Debentures ("Subordinated Debentures") as a result of the acquisition of Central Bancorp Inc. ("CBI") in 2014 with an unpaid principal balance of $26.8 million and an estimated fair value of $18.5 million. The $8.3 million discount is being amortized to interest expense through the debentures' maturity date of March 15, 2036. CBI formed a trust in 2005 and issued $26.0 million of Trust Preferred Securities ("TPS") at 6.26 percent fixed rate for the first five years and a variable rate at the 3 month LIBOR plus 140 basis points thereafter and invested the proceeds in the Subordinated Debentures. The Company may redeem the Subordinated Debentures at an earlier date if certain conditions are met. The TPS will be subject to mandatory redemption if the Subordinated Debentures are repaid by the Company. Interest is payable quarterly, and the Company has the option to defer interest payments on the Subordinated Debentures from time to time for a period not to exceed five consecutive years. At June 30, 2018 and December 31, 2017, the balance of Subordinated Debentures included in the Company's consolidated balance sheets, net of discount of $7.6 million and $7.7 million, was $19.4 million and $19.0 million, respectively. The amortization of discount was $86,000 and $81,000 for the three months ended June 30, 2018, and 2017, respectively, and $172,000 and $158,000 for the six months ended June 30, 2018, and 2017, respectively.

Note 7 — Earnings Per Share

Earnings per share ("EPS") is calculated on both a basic and a diluted basis. Basic EPS excludes dilution and is computed by dividing income available to common stockholders by the weighted-average number of common shares outstanding for the period. Diluted EPS reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted from the issuance of common stock that then shared in earnings, excluding common shares in treasury.

For diluted EPS, weighted-average number of common shares included the impact of unvested restricted stock under the treasury method. Unvested restricted stock containing rights to non-forfeitable dividends are considered participating securities prior to vesting and have been included in the earnings allocation in computing basic and diluted EPS under the two-class method. Basic EPS is computed by dividing net income, net of income allocated to participating securities, by the weighted-average number of common shares. For diluted EPS, weighted-average number of common shares include the diluted effect of stock options.

The following table is a reconciliation of the components used to derive basic and diluted EPS for the periods indicated:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
	(in thousands, except for share and per share data)			
Basic EPS:				
Net income	$15,548	$ 14,457	$30,403	$ 28,240
Less: income allocated to unvested restricted shares	96	93	185	177
Income allocated to common shares	$15,452	$ 14,364	$30,218	$ 28,063
Weighted-average shares for basic EPS	32,189,096	32,078,038	32,167,111	32,040,113
Basic EPS	$0.48	$ 0.45	$0.94	$ 0.88
Effect of dilutive securities - options and unvested restricted stock	147,679	164,996	149,537	176,558
Diluted EPS:				
Income allocated to common shares	$15,452	$ 14,364	$30,218	$ 28,063
Weighted-average shares for diluted EPS	32,336,775	32,243,034	32,316,648	32,216,671
Diluted EPS	$0.48	$ 0.45	$0.94	$ 0.87

There were no stock options with an anti-dilutive effect for the three and six months ended June 30, 2018 or 2017.

Note 8 – Accumulated Other Comprehensive Income

Activity in accumulated other comprehensive income for the three months ended June 30, 2018 and 2017 was as follows:

	Unrealized Gains and Losses on Available for Sale Securities	Tax Benefit (Expense)	Total
	(in thousands)		
June 30, 2018			
Balance at beginning of period	$(11,523)	$ 3,316	$(8,207)
Other comprehensive loss before reclassification	(1,502)	452	(1,050)
Reclassification from accumulated other comprehensive income	(67)	—	(67)
Period change	(1,569)	452	(1,117)
Balance at end of period	$(13,092)	$ 3,768	$(9,324)
June 30, 2017			
Balance at beginning of period	$(2,737)	$ 1,134	$(1,603)
Other comprehensive income before reclassification	3,910	(1,232)	2,678
Reclassification from accumulated other comprehensive income	(938)	—	(938)
Period change	2,972	(1,232)	1,740
Balance at end of period	$235	$ (98)	$137

For the three months ended June 30, 2018, there was a $67,000 reclassification from accumulated other comprehensive income to gains in earnings resulting from the sale of available-for-sale securities. The $67,000 reclassification adjustment out of accumulated other comprehensive income was included in net gain on sales of securities under noninterest income. Net unrealized gains of $95,000 related to these sold securities had previously been recorded in accumulated other comprehensive income as of the beginning of the period.

For the three months ended June 30, 2017, there was a $938,000 reclassification from accumulated other comprehensive income to gains in earnings resulting from the sale of available-for-sale securities. The $938,000 reclassification adjustment out of accumulated other comprehensive income was included in net gain on sales of securities under noninterest income. Net unrealized gains of $430,000 related to these sold securities had previously been recorded in accumulated other comprehensive income as of the beginning of the period.

Activity in accumulated other comprehensive income for the six months ended June 30, 2018 and 2017 was as follows:

	Unrealized Gains and Losses on Available for Sale Securities	Tax Benefit (Expense)	Total
	(in thousands)		
June 30, 2018			
Balance at beginning of period	$(3,188)	$ 1,319	$(1,869)
Other comprehensive loss before reclassification	(10,366)	2,995	(7,371)
Reclassification from accumulated other comprehensive income	(67)	—	(67)
Adjustment to accumulated other comprehensive income related to adoption of ASU 2016-01 and 2018-02 (see Notes 2 and 5)	529	(546)	(17)
Period change	(9,904)	2,449	(7,455)
Balance at end of period	$(13,092)	$ 3,768	$(9,324)
June 30, 2017			
Balance at beginning of period	$(4,089)	$ 1,695	$(2,394)
Other comprehensive income before reclassification	5,530	(1,793)	3,737
Reclassification from accumulated other comprehensive income	(1,206)	—	(1,206)
Period change	4,324	(1,793)	2,531
Balance at end of period	$235	$ (98)	$137

The Company recorded a net $17,000 adjustment related to adoption of two new accounting standards (ASU 2016-01 and ASU 2018-02) effective January 1, 2018. The $17,000 adjustment includes a $529,000 reduction of unrealized losses related to all of the Company's mutual funds equity securities upon adoption of ASU 2016-01 and a $546,000 reduction in tax benefits upon adoption of ASU 2016-01 and ASU 2018-02. All mutual fund equity securities were sold during the three months ended March 31, 2018. See Notes 2 and 5 to the Consolidated Financial Statements for additional information on adoption of ASU 2016-01 and ASU 2018-02, respectively.

For the six months ended June 30, 2018, there was a $67,000 reclassification from accumulated other comprehensive income to gains in earnings resulting from the sale of available-for-sale securities. The $67,000 reclassification adjustment out of accumulated other comprehensive income was included in net gain on sales of securities under noninterest income. Net unrealized gains of $95,000 related to these sold securities had previously been recorded in accumulated other comprehensive income as of the beginning of the period.

For the six months ended June 30, 2017, there was a $1.2 million reclassification from accumulated other comprehensive income to gains in earnings resulting from the sale of available-for-sale securities. The $1.2 million reclassification adjustment out of accumulated other comprehensive income was included in net gain on sales of securities under noninterest income. Net unrealized gains of $744,000 related to these sold securities had previously been recorded in accumulated other comprehensive income as of the beginning of the period.

Note 9 — Regulatory Matters

In July 2013, the Board of Governors of the Federal Reserve, the Office of the Comptroller of the Currency and the FDIC approved the Basel III regulatory capital framework and related changes under the Dodd-Frank Wall Street Reform and Consumer Protection Act. The rules revise minimum capital requirements and adjust prompt corrective action thresholds. The rules also revise the regulatory capital elements, add a new common equity Tier I capital ratio, and increase the minimum Tier I capital ratio requirement. The revisions permit banking organizations to retain, through a one-time election, the existing treatment for accumulated other comprehensive income. Basel III rules, including certain transitional provisions, became effective January 1, 2015, and its requirements are included in the capital ratios presented in the table shown below.

In addition, a new capital conservation buffer of 2.5% began to be phased in effective January 1, 2016 through January 1, 2019, and must be met to avoid limitations on the ability of the Bank to pay dividends, repurchase shares or pay discretionary bonuses. In January 2016, the new capital conservation buffer requirement was 0.625% of risk-weighted assets and will increase each year until fully implemented in January 2019. The Company and the Bank's capital conservation buffer was 6.35% and 6.86%, respectively, as of June 30, 2018, and 6.55% and 7.20%, respectively, as of December 31, 2017.

As a result of the recently enacted Economic Growth, Regulatory Relief, and Consumer Protection Act, the federal banking agencies are required to develop a "Community Bank Leverage Ratio" (the ratio of a bank's tangible equity capital to average total consolidated assets) for financial institutions with assets of less than $10 billion. A "qualifying community bank" that exceeds this ratio will be deemed to be in compliance with all other capital and leverage requirements, including the capital requirements to be considered "well capitalized" under Prompt Corrective Action statutes. The federal banking agencies may consider a financial institution's risk profile when evaluating whether it qualifies as a community bank for purposes of the capital ratio requirement. The federal banking agencies must set the minimum capital for the new Community Bank Leverage Ratio at not less than 8% and not more than 10%. A financial institution can elect to be subject to this new definition.

The capital ratios of Hanmi Financial and the Bank as of June 30, 2018 and December 31, 2017 were as follows:

	Actual		Minimum Regulatory Requirement		Minimum to Be Categorized as "Well Capitalized"	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
	(dollars in thousands)					
June 30, 2018						
Total capital (to risk-weighted assets):						
Hanmi Financial	$704,262	15.17%	$371,336	8.00%	N/A	N/A
Hanmi Bank	$690,123	14.86%	$371,465	8.00%	$464,332	10.00%
Tier 1 capital (to risk-weighted assets):						
Hanmi Financial	$573,034	12.35%	$278,502	6.00%	N/A	N/A
Hanmi Bank	$656,948	14.15%	$278,599	6.00%	$371,465	8.00 %
Common equity Tier 1 capital (to risk-weighted assets):						
Hanmi Financial	$553,555	11.93%	$208,876	4.50%	N/A	N/A
Hanmi Bank	$656,948	14.15%	$208,949	4.50%	$301,815	6.50 %
Tier 1 capital (to average assets):						
Hanmi Financial	$573,034	10.83%	$211,655	4.00%	N/A	N/A
Hanmi Bank	$656,948	12.42%	$211,663	4.00%	$264,579	5.00 %
December 31, 2017						
Total capital (to risk-weighted assets):						
Hanmi Financial	$684,272	15.50%	$353,171	8.00%	N/A	N/A
Hanmi Bank	$670,896	15.20%	$353,091	8.00%	$441,364	10.00%
Tier 1 capital (to risk-weighted assets):						
Hanmi Financial	$553,970	12.55%	$264,878	6.00%	N/A	N/A
Hanmi Bank	$638,557	14.47%	$264,818	6.00%	$353,091	8.00 %
Common equity Tier 1 capital (to risk-weighted assets):						
Hanmi Financial	$537,950	12.19%	$198,658	4.50%	N/A	N/A
Hanmi Bank	$638,557	14.47%	$198,614	4.50%	$286,886	6.50 %
Tier 1 capital (to average assets):						
Hanmi Financial	$553,970	10.79%	$205,344	4.00%	N/A	N/A
Hanmi Bank	$638,557	12.44%	$205,385	4.00%	$256,731	5.00 %

Note 10 — Fair Value Measurements

Fair Value Measurements

ASC 820, Fair Value Measurements and Disclosures, defines fair value, establishes a framework for measuring fair value including a three-level valuation hierarchy, and expands disclosures about fair value measurements. Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an 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. The three-level fair value hierarchy requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The three levels of inputs that may be used to measure fair value are defined as follows:

- Level 1 - Quoted prices (unadjusted) for identical assets or liabilities in active markets that the entity has the ability to access as of the measurement date.
- Level 2 - Significant other observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, and other inputs that are observable or can be corroborated by observable market data.
- Level 3 - Significant unobservable inputs that reflect a company’s own assumptions about the assumptions that market participants would use in pricing an asset or liability.

Fair value is used on a recurring basis for certain assets and liabilities in which fair value is the primary basis of accounting. Additionally, fair value is used on a non-recurring basis to evaluate assets or liabilities for impairment or for disclosure purposes.

We record securities available for sale at fair value on a recurring basis. Certain other assets, such as loans held for sale, impaired loans, OREO, and core deposit intangible, are recorded at fair value on a non-recurring basis. Non-recurring fair value measurements typically involve assets that are periodically evaluated for impairment and for which any impairment is recorded in the period in which the re-measurement is performed.

The following methods and assumptions were used to estimate the fair value of each class of financial instrument below:

Securities available for sale - The fair values of securities available for sale are determined by obtaining quoted prices on nationally recognized securities exchanges. If quoted prices are not available, fair values are measured using matrix pricing, which is a mathematical technique used widely in the industry to value debt securities without relying exclusively on quoted prices for the specific securities but rather by relying on the securities’ relationship to other benchmark quoted securities, or other model-based valuation techniques requiring observable inputs other than quoted prices such as yield curve, prepayment speeds, and default rates. Level 1 securities include U.S. treasury securities and mutual funds that are traded on an active exchange or by dealers or brokers in active over-the-counter markets. The fair value of these securities is determined by quoted prices on an active exchange or over-the-counter market. Level 2 securities primarily include mortgage-backed securities, collateralized mortgage obligations, U.S. government agency securities, SBA loan pool securities, municipal bonds and corporate bonds in markets that are active. In determining the fair value of the securities categorized as Level 2, we obtain reports from nationally recognized broker-dealers detailing the fair value of each investment security held as of each reporting date. The broker-dealers use prices obtained from nationally recognized pricing services to value our fixed income securities. The fair value of the municipal securities is determined based on pricing data provided by nationally recognized pricing services. We review the prices obtained for reasonableness based on our understanding of the marketplace, and also consider any credit issues related to the bonds. As