CENTRUE FINANCIAL CORP Form 10-Q August 12, 2011

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

FORM 10-Q

QUARTERLY REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 For the quarterly period ended June 30, 2011 Commission File Number: 0-28846

Centrue Financial Corporation (Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization) 36-3145350

(I.R.S. Employer Identification Number)

7700 Bonhomme Avenue, St. Louis, Missouri 63105 (Address of principal executive offices including zip code)

(314) 505-5500

(Registrant's telephone number, including area code)

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 \flat No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, 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 b No o

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

Large accelerated filer o Accelerated filer o Non-accelerated filer o Smaller reporting company b

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

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable

date.

Class Common Stock, Par Value \$1.00 Shares outstanding at August 12, 2011 6,048,405

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Centrue Financial Corporation

Part I Financial Information

Item 1. Financial Statements

Unaudited Consolidated Balance Sheets

June 30, 2011 and December 31, 2010 (In Thousands, Except Share Data)

	June	30,			mber 31,	
	2011			2010		
ASSETS						
Cash and cash equivalents	\$	45,863		\$	82,945	
Securities available-for-sale		221,127			219,475	
Restricted securities		9,190			10,470	
Loans		660,882			721,871	
Allowance for loan losses		(24,358)		(31,511)
Net loans		636,524			690,360	
Bank-owned life insurance		30,902			30,403	
Mortgage servicing rights		2,340			2,425	
Premises and equipment, net		24,935			25,687	
Other real estate owned		35,618			25,564	
Other assets		15,757			17,833	
Total assets	\$	1,022,256		\$	1,105,162	
LIABILITIES AND STOCKHOLDERS' EQUITY						
Liabilities						
Deposits						
Non-interest-bearing	\$	112,986		\$	118,667	
Interest-bearing		753,051			812,438	
Total deposits		866,037			931,105	
Federal funds purchased and securities sold under agreements to						
repurchase		16,180			16,188	
Federal Home Loan Bank advances		58,059			71,059	
Notes payable		10,533			10,623	
Series B mandatory redeemable preferred stock		268			268	
Subordinated debentures		20,620			20,620	
Other liabilities		12,998			12,378	
Total liabilities		984,695			1,062,241	
Commitments and contingent liabilities					_	
Stockholders' equity						
Series A convertible preferred stock (aggregate liquidation preference						
of \$2,762)		500			500	
Series C fixed rate, Cumulative Perpetual Preferred Stock (aggregate						
liquidation preference of \$32,668)		31,120			30,810	
Common stock, \$1 par value, 15,000,000 shares authorized; 7,453,555						
shares issued at June 30, 2011 and December 31, 2010		7,454			7,454	
Surplus		74,780			74,721	
ı		,			, · · -	

Retained earnings (accumulated deficit)	(54,047)	(46,861)
Accumulated other comprehensive income (loss)	(132)	(1,589)
	59,675		65,035	
Treasury stock, at cost 1,405,150 shares at June 30, 2011 and				
December 31, 2010	(22,114)	(22,114)
Total stockholders' equity	37,561		42,921	
Total liabilities and stockholders' equity	\$ 1,022,256	\$	1,105,162	

See Accompanying Notes to Unaudited Financial Statements

Centrue Financial Corporation Unaudited Consolidated Statements Of Income (Loss) And Comprehensive Income (Loss) Three Months and Six Months Ended June 30, 2011 and 2010 (In Thousands, Except Per Share Data)

	Three Months Ended			Six Months Ended			led	
	June 30,				June 30,			
	2011		2010		2011		2010	
Interest income								
Loans	\$8,836		\$10,773		\$18,117		\$22,021	
Securities								
Taxable	1,088		1,613		2,085		3,346	
Exempt from federal income taxes	177		258		392		536	
Federal funds sold and other	37		38		68		65	
Total interest income	10,138		12,682		20,662		25,968	
Interest expense								
Deposits	2,213		4,049		4,700		8,420	
Federal funds purchased and securities sold under								
agreements to repurchase	10		12		21		30	
Federal Home Loan Bank advances	355		579		767		1,160	
Series B mandatory redeemable preferred stock	4		4		8		8	
Subordinated debentures	274		259		544		513	
Notes payable	91		92		181		180	
Total interest expense	2,947		4,995		6,221		10,311	
Net interest income	7,191		7,687		14,441		15,657	
Provision for loan losses	3,250		7,550		7,500		16,900	
Net interest income (loss) after provision for loan								
losses	3,941		137		6,941		(1,243)
Noninterest income								
Service charges	1,189		1,299		2,251		2,719	
Mortgage banking income	302		167		709		486	
Bank-owned life insurance	250		257		499		512	
Electronic banking services	565		528		1,092		1,012	
Securities gains	379		1,012		379		1,014	
Total other-than-temporary impairment losses	(107)	(3,921)	(499)	(5,762)
Portion of loss recognized in other comprehensive								
income (before taxes)	_		2,004				2,238	
Net impairment on securities	(107)	(1,917)	(499)	(3,524)
Gain (loss) on sale of OREO	(92)	1		(48)	10	
Gain on sale of other assets			1,268		63		1,470	
Other income	198		191		362		429	
	2,684		2,806		4,808		4,128	

See Accompanying Notes to Unaudited Financial Statements

Centrue Financial Corporation Unaudited Consolidated Statements Of Income (Loss) And Comprehensive Income (Loss) Three Months and Six Months Ended June 30, 2011 and 2010 (In Thousands, Except Per Share Data)

	Three Months Ended June 30,				Six Month June 30,	ns Enc	Ended	
	2011		2010		2011		2010	
Noninterest expenses								
Salaries and employee benefits	3,460		3,701		7,093		7,472	
Occupancy, net	704		943		1,424		1,731	
Furniture and equipment	421		519		860		1,043	
Marketing	67		82		127		189	
Supplies and printing	77		98		141		196	
Telephone	204		194		408		373	
Data processing	375		397		739		779	
FDIC insurance	824		853		1,674		1,707	
Loan processing and collection costs	511		602		1,102		1,114	
OREO valuation adjustment	1,097		330		1,297		1,987	
Amortization of intangible assets	263		321		539		660	
Other expenses	1,574		1,570		2,973		2,845	
•	9,577		9,610		18,377		20,096	
	,		,		,		,	
Income (loss) before income taxes	\$(2,952)	\$(6,667)	\$(6,628)	\$(17,211)
Income tax expense (benefit)	(528)	(2,742)	(746)	(7,026)
Net income (loss)	\$(2,424)	\$(3,925)	\$(5,882)	\$(10,185)
			1 (-)-		, (-)		1 (2) 2 2	
Preferred stock dividends	501		478		995		951	
Net income (loss) for common stockholders	\$(2,925)	\$(4,403)	\$(6,877)	\$(11,136)
	,	,	, ()	,	, , ,	,	, ,	
Basic earnings (loss) per common share	\$(0.48)	\$(0.73)	\$(1.14)	\$(1.84)
Diluted earnings (loss) per common share	\$(0.48)	\$(0.73)	\$(1.14)	\$(1.84)
& (, r	1 (2)		1 (2.1.2				1 () 2	
Total comprehensive income (loss):								
Net income (loss)	\$(2,424)	\$(3,925)	\$(5,882)	\$(10,185)
Change in unrealized gains (losses) on available								
for sale securities for which a portion of an								
other-than-temporary impairment has been								
recognized in earnings	(21)	(982)	(145)	(2,633)
Change in unrealized gains (losses) on other		,	(* -			,	()	,
securities available for sale	1,416		458		2,401		803	
	,				,			
Reclassification adjustment:								
Net impairment loss recognized in earnings	107		1,917		499		3,524	
(Gains) recognized in earnings	(379)	(1,012)	(379)	(1,014)
Net unrealized gains (loss)	1,123		381		2,376		680	
()	,				,			

Tax expense (benefit)	434	148	919	264	
Other comprehensive income (loss)	689	233	1,457	416	
Total comprehensive income (loss)	\$(1,735) \$(3,692) \$(4,425) \$(9,769)

See Accompanying Notes to Unaudited Financial Statements

Centrue Financial Corporation Unaudited Consolidated Statements Of Cash Flows Six Months Ended June 30, 2011 and 2010 (In Thousands)

	Six Months Ended					
			June 30,			
		2011		2010		
Cash flows from operating activities						
Net Income (Loss)	\$	(5,88	2) \$	(10,185)		
Adjustments to reconcile net income (loss) to net cash						
provided by operating activities						
Depreciation		94		1,133		
Amortization of intangible assets		53	9	660		
Amortization of mortgage servicing rights, net		19	8	218		
Amortization of bond premiums, net		1,17	5	1,291		
Mortgage servicing rights valuation adjustment			_	225		
Income tax valuation allowance		2,02	9	_		
Share based compensation		5	8	53		
Provision for loan losses		7,50	0	16,900		
Provision for deferred income taxes		(2,02	9)	(4,377)		
Earnings on bank-owned life insurance		(49	9)	(512)		
Other than temporary impairment, securities		49	9	3,524		
OREO valuation allowance		1,29	7	1,987		
Securities sale losses (gains), net		(37	9)	(1,014)		
(Gain) on sale of other assets, net		(6	3)	(291)		
(Gain) loss on sale of OREO		4	8	(10)		
(Gain) loss on sale of loans		(44	3)	(462)		
(Gain) loss on sale of branches			_	(1,179)		
Proceeds from sales of loans held for sale		20,87	1	24,036		
Origination of loans held for sale		(19,51	7)	(22,767)		
Change in assets and liabilities						
(Increase) decrease in other assets		1,30	2	4,052		
Increase (decrease) in other liabilities		(1,32	8)	(117)		
Net cash provided by operating activities		6,32	2	13,165		
Cash flows from investing activities						
Proceeds from paydowns of securities available for sale		22,64	7	37,993		
Proceeds from calls and maturities of securities available						
for sale		11,92	0	4,405		
Proceeds from sales of securities available for sale		19,69	8	34,860		
Purchases of securities available for sale		(53,48	5)	(112,643)		
Net decrease (increase) in loans		30,56	5	68,504		
(Purchase) disposal of premises and equipment		(19	4)	221		
Proceeds from sale of OREO		3,61	1	232		
Sale of branch, net of premium received			_	(11,726)		
Net cash provided by (used in) investing activities		34,76	2	21,846		
Cash flows from financing activities						
Net increase (decrease) in deposits		(65,06	8)	(41,885)		
		(8)	(4,726)		

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Net increase (decrease) in federal funds purchased and securities sold under agreements to repurchase		
Repayment of advances from the Federal Home Loan		
Bank	(23,000)	(25,201)
Proceeds from advances from the Federal Home Loan		, , ,
Bank	10,000	15,000
Payments on notes payable	(90)	_
Net cash provided by (used in) financing activities	(78,166)	(56,812)
Net increase (decrease) in cash and cash equivalents	(37,082)	(21,801)
Cash and cash equivalents		
Beginning of period	82,945	56,452
End of period	\$ 45,863	\$ 34,651
Supplemental disclosures of cash flow information		
Cash payments for		
Interest	\$ 6,373	\$ 9,924
Income taxes	19	_
Transfers from loans to other real estate owned	14,860	2,188

See Accompanying Notes to Unaudited Financial Statements

Centrue Financial Corporation Notes to Unaudited Consolidated Financial Statements (Table Amounts In Thousands, Except Share Data)

Note 1. Summary of Significant Accounting Policies

Centrue Financial Corporation is a bank holding company organized under the laws of the State of Delaware. When we use the terms "Centrue," the "Company," "we," "us," and "our," we mean Centrue Financial Corporation, a Delaw Corporation, and its consolidated subsidiaries. When we use the term the "Bank," we are referring to our wholly owned banking subsidiary, Centrue Bank. The Company and the Bank provide a full range of banking services to individual and corporate customers located in markets extending from the far western and southern suburbs of the Chicago metropolitan area across Central Illinois down to the metropolitan St. Louis area. These services include demand, time, and savings deposits; business and consumer lending; and mortgage banking. Additionally, brokerage, asset management, and trust services are provided to our customers on a referral basis to third party providers. The Company is subject to competition from other financial institutions and nonfinancial institutions providing financial services. Additionally, the Company and the Bank are subject to regulations of certain regulatory agencies and undergo periodic examinations by those regulatory agencies.

Basis of presentation

The accounting and reporting policies of the Company and its subsidiaries conform to U.S. generally accepted accounting principles ("GAAP") and general practice within the banking industry. The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. Actual results could differ from those estimates. Material estimates which are particularly susceptible to significant change in the near term relate to the fair value of investment securities and other-than-temporary impairment of securities, the determination of the allowance for loan losses and valuation of other real estate owned.

For further information with respect to significant accounting policies followed by the Company in the preparation of its consolidated financial statements, refer to the Company's Annual Report on Form 10-K for the year ended December 31, 2010. The consolidated financial statements include the accounts of the Company and Centrue Bank. Intercompany balances and transactions have been eliminated in consolidation and certain 2010 amounts have been reclassified to conform to the 2011 presentation. The annualized results of operations during the three and six months ended June 30, 2011 are not necessarily indicative of the results expected for the year ending December 31, 2011. All financial information in the following tables is in thousands (000s), except share and per share data. In the opinion of management, all normal and recurring adjustments which are necessary to fairly present the results for the interim periods presented have been included.

Note 2. Earnings Per Share

Basic earnings per share for the three and six months ended June 30, 2011 and 2010 were computed by dividing net income by the weighted average number of shares outstanding. Diluted earnings per share for the same periods were computed by dividing net income by the weighted average number of shares outstanding, adjusted for the dilutive effect of the stock options and warrants. Computations for basic and diluted earnings per share are provided as follows:

					Six Months Ended June 30,			
	2011		2010		2011		2010	
Basic Earnings (Loss) Per Common Share								
Net income (loss) for common shareholders	\$(2,925)	\$(4,403)	\$(6,877)	\$(11,136)
Weighted average common shares outstanding	6,048		6,043		6,048		6,043	
Basic earnings (loss) per common share	\$(0.48)	\$(0.73)	\$(1.14)	\$(1.84)
Diluted Earnings (Loss) Per Common Share								
Weighted average common shares outstanding	6,048		6,043		6,048		6,043	
Add: dilutive effect of assumed exercised stock								
options	_		_		_			
Add: dilutive effect of assumed exercised common								
stock warrants			_		_			
Weighted average common and dilutive potential								
shares outstanding	6,048		6,043		6,048		6,043	
Diluted earnings (loss) per common share	\$(0.48)	\$(0.73)	\$(1.14)	\$(1.84)

There were 496,738 options and 508,320 warrants outstanding for the three and six months ended June 30, 2011 and 628,569 options and 508,320 warrants outstanding for the three and six months ended June 30, 2010 that were not included in the computation of diluted earnings per share because the exercise price was greater than the average market price and therefore, were anti-dilutive. In addition, the Company's convertible preferred stock was not included in the computation of diluted earnings per share as it was anti-dilutive.

Note 3. Securities

The primary strategic objective related to the Company's securities portfolio is to assist with liquidity and interest rate risk management. The fair value of securities classified as available-for-sale was \$221.1 million at June 30, 2011 compared to \$219.5 million at December 31, 2010. The fair value of securities classified as restricted (Federal Reserve and Federal Home Loan Bank stock) was \$9.2 million at June 30, 2011 compared to \$10.5 million at December 31, 2010. The Company does not have any securities classified as trading or held-to-maturity.

The following tables represent the fair value of available-for-sale securities and the related, gross unrealized gains and losses recognized in accumulated other comprehensive income(loss) at June 30, 2011 and December 31, 2010:

	June 30, 2011							
		Gross	Gross					
	Fair	Unrealized	Unrealized		Amortized			
	Value	Gains	Losses		Cost			
U.S. government agencies	\$8,499	\$106	\$ —		\$8,393			
States and political subdivisions	21,473	553	(3)	20,923			
U.S. government agency residential								
mortgage-backed securities	158,085	2,413	(75)	155,747			
Collateralized residential mortgage obligations:								
Agency	18,268	356			17,912			
Private label	3,004	221			2,783			
Equity securities	2,443	95			2,348			
Collateralized debt obligations:								
Single issue	3,885	39			3,846			
Pooled	5,470	65	(2,706)	8,111			
	\$221,127	\$3,848	\$(2,784)	\$220,063			

Note 3. Securities (Continued)

	December 31, 2010								
		Gross	Gross						
	Fair	Unrealized	Unrealized		Amortized				
	Value	Gains	Losses		Cost				
U.S. government agencies	\$7,085	\$168	\$ —		\$6,917				
States and political subdivisions	28,348	531	(8)	27,825				
U.S. government agency residential									
mortgage-backed securities	147,846	2,070	(131)	145,907				
Collateralized residential mortgage obligations:									
Agency	20,735	192	_		20,543				
Private label	4,936	70	(77)	4,943				
Equity securities	2,254	41	_		2,213				
Collateralized debt obligations:									
Single issue	3,849	3			3,846				
Pooled	4,422	42	(4,213)	8,593				
	\$219,475	\$3,117	\$(4,429)	\$220,787				

The amounts below include the activity for available-for-sale securities related to sales, maturities and calls:

	Three Months Ended June 30,				Six Month June 30,	led		
	2011		2010		2011		2010	
Proceeds from calls and maturities	\$7,260		\$2,095		\$11,920		\$4,405	
Proceeds from sales	19,376		34,809		19,698		34,860	
Realized gains	379		1,012		379		1,014	
Realized losses					_			
Net impairment loss recognized in earnings	(107)	(1,917)	(499)	(3,524)
Tax benefit (provision) related to net realized gains								
and losses	(105)	349		46		969	

The following table represents securities with unrealized losses not recognized in income presented by the length of time individual securities have been in a continuous unrealized loss position:

	Less than	12 Months		e 30, 2011 oths or More	Т	otal
	Fair Value	Unrealized Loss	Fair Value	Unrealized Loss	Fair Value	Unrealized Loss
State and political subdivisions	727	(3)	_	_	727	(3)
	33,044	(75)		_	33,044	(75)

U.S. government agency residential mortgage-backed securities												
Collateralized debt												
obligations: pooled				5,356		(2,706)	5,356			(2,706)
Total temporarily												
impaired	\$ 33,771	\$ (78)	\$ 5,356	\$	(2,706)	\$ 39,127	9	5	(2,784)
•											·	
7.												

Note 3. Securities (Continued)

	D	ecember 31													
		Less than				12 Moi	nths o	r	More			Tota	ıl		
		Fair	U	nrealize	ed	Fair		U	nrealized	1	Fair		U	nrealized	d
		Value		Loss		Value			Loss		Value			Loss	
State and political subdivisions	\$	664	\$	(3)	\$ 350	\$	5	(5)	\$ 1,014		\$	(8)
U.S. government agency residential mortgage-backed				Ì	ŕ				`	Í				·	
securities		17,216		(131)	_			—		17,216			(131)
Collateralized residential mortgage obligations: private															
label						2,559			(77)	2,559			(77)
Collateralized debt obligations: pooled		_		_		4,330			(4,213)	4,330			(4,213)
Total temporarily impaired	\$	17,880	\$	(134)	\$ 7,239	\$	6	(4,295)	\$ 25,119		\$	(4,429)

The fair values of securities classified as available-for-sale at June 30, 2011, by contractual maturity, are shown as follows. Securities not due at a single maturity date, including mortgage-backed securities, collateralized mortgage obligations, and equity securities are shown separately.

	Amortized	
	Cost	Fair Value
Due in one year or less	\$ 5,767	\$ 5,847
Due after one year through five years	12,822	13,145
Due after five years through ten years	7,893	8,012
Due after ten years	14,791	12,323
U.S. government agency residential mortgage-backed securities	155,747	158,085
Collateralized residential mortgage obligations	20,695	21,272
Equity	2,348	2,443
	\$ 220,063	\$ 221,127

The following table presents a rollforward of the credit losses recognized in earnings for the three month period ended June 30, 2011 and 2010:

	2011	2010	
Beginning balance, April 1,	\$ 20,754	\$ 16,948	

Amounts related to credit loss for which an other-than-temporary		
impairment was not previously recognized		_
Additions/Subtractions		
Amounts realized for securities sold during the period	_	_
Amounts related to securities for which the company intends to sell or		
that it will be more likely than not that the company will be required to		
sell prior to recovery of amortized cost basis	_	_
Reduction for increase in cash flows expected to be collected that are		
recognized over the remaining life of the security	_	_
Increases to the amount related to the credit loss for which		
other-than-temporary was previously recognized	107	1,917
Ending balance, June 30,	\$ 20,861	\$ 18,865

Note 3. Securities (Continued)

The following table presents a rollforward of the credit losses recognized in earnings for the six month period ended June 30, 2011 and 2010:

	2011		2010
Beginning balance, January 1,	\$ 20,362	\$	15,341
Amounts related to credit loss for which an			
other-than-temporary impairment was not previously			
recognized	_	_	_
Additions/Subtractions			
Amounts realized for securities sold during the period	_	_	_
Amounts related to securities for which the company			
intends to sell or that it will be more likely than not that the			
company will be required to sell prior to recovery of			
amortized cost basis	_	_	_
Reduction for increase in cash flows expected to be			
collected that are recognized over the remaining life of the			
security	_	_	_
Increases to the amount related to the credit loss for which			
other-than-temporary was previously recognized	499		3,524
Ending balance, June 30,	\$ 20,861	\$	18,865

See Note 9 on Fair Value for additional information about our analysis on the security portfolio related to the fair value and other-than-temporary impairment disclosures of these instruments.

Note 4. Loans

The major classifications of loans follow:

	Aggrega	ate Princ	ipal A	mount	
	June 30,		Γ	ecember 31.	,
	2011			2010	
Commercial	\$ 84,669		\$	87,226	
Agricultural & AGRE	36,649			44,289	
Construction, land & development	53,416			72,078	
Commercial RE	318,772			342,208	
1-4 family mortgages	164,590			172,666	
Consumer	2,786			3,404	
Total loans	\$ 660,882		\$	721,871	
Allowance for loan losses	(24,358)		(31,511)
Loans, net	\$ 636,524		\$	690,360	

There were \$0.8 million and \$1.7 million of loans held for sale at June 30, 2011 and December 31, 2010, respectively.

The credit quality indicator utilized by the Company to internally analyze the loan portfolio is the internal risk rating. Internal risk ratings of 0 to 5 are considered pass credits, a risk rating of a 6 is special mention, a risk rating of a 7 is substandard, and a risk rating of an 8 is doubtful. Loans classified as pass credits have no identified material weaknesses and are performing as agreed. Loans classified as special mention have a potential weakness that deserves management's close attention. If left uncorrected, these potential weaknesses may result in deterioration of the repayment prospects for the loan or of the institution's credit position at some future date. Loans classified as substandard are inadequately protected by the current net worth and paying capacity of the obligor or of the collateral pledged, if any. Loans so classified have a well-defined weakness or weaknesses that jeopardize the liquidation of the debt. They are characterized by the distinct possibility that the institution will sustain some loss if the deficiencies are not corrected. Loans classified as doubtful have all the weaknesses inherent in those classified as substandard, with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently existing facts, conditions, and values, highly questionable and improbable.

Note 4. Loans (Continued)

The following table presents the commercial loan portfolio by internal risk rating:

Jun. 30, 2011	Comn	nercial		Construction	Commercial I	Real Estate	
		Lines of	Agriculture	Land &		Non-Owner	
Internal Risk Rating	Closed end	Credit	& AGRE	Developme © v	vner-Occupied	Occupied	Total
1-2	\$ 1,931	\$ 1,194	\$ 4,324	\$ 3,982	\$ 4,711	\$ 845	\$ 16,987
3	3,612	5,382	12,418	1,157	11,986	20,729	55,284
4	19,047	26,350	14,954	1,267	78,661	51,401	191,680
5	10,492	3,791	3,047	7,938	23,158	45,866	94,292
6	1,118	5,118	1,821	5,852	6,464	16,348	36,721
7	2,253	4,381	85	33,220	20,272	38,331	98,542
8	_	_	_	_	_	_	_
Total	\$ 38,453	\$ 46,216	\$ 36,649	\$ 53,416	145,252	\$ 173,520	\$ 493,506

Dec. 31, 2010	Comn	nercial		Construction	Commercial	Real Estate	
		Lines of	Agriculture	e Land &		Non-Owner	•
Internal Risk Rating	Closed end	Credit	& AGRE	Development	wner-Occupied	Occupied	Total
1-2	\$ 2,294	\$ 331	\$ 8,527	\$ 4,700	\$ 8,559	\$ 1,479	\$ 25,890
3	3,935	7,333	10,873	1,237	17,673	23,045	64,096
4	21,225	24,042	16,742	1,500	76,491	61,468	201,468
5	10,483	4,768	3,588	8,720	21,389	42,495	91,443
6	1,217	4,506	42	7,232	3,206	20,821	37,024
7	2,149	4,898	4,517	48,689	25,075	40,507	125,835
8	_	45	_		_	_	45
Total	\$ 41,303	\$ 45,923	\$ 44,289	\$ 72,078	\$ 152,393	\$ 189,815	\$ 545,801

The retail residential loan portfolio is generally unrated. Delinquency is a typical factor in adversely risk rating a credit to a special mention or substandard. The following table presents the retail residential loan portfolio by internal risk rating:

			Reside	ential – 1-4 fai	mily	
			JR L	Lien & Lines o	of	
	,	Senior Lien		Credit		Total
Jun. 30, 2011						
Unrated	\$	98,487	\$	52,239	\$	150,726
Special mention		1,065		1,426		2,491
Substandard		9,885		1,488		11,373
Total	\$	109,437	\$	55,153	\$	164,590

Residential – 1-4 family

JR Lien & Lines of

Senior Lien Credit Total

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Dec. 31, 2010			
Unrated	\$ 99,852	\$ 55,147	\$ 154,999
Special mention	1,034	1,769	2,803
Substandard	13,707	1,157	14,864
Total	\$ 114,593	\$ 58,073	\$ 172,666
10.			

Note 4. Loans (Continued)

An analysis of the activity in the allowance for loan losses for the three months ended June 30, 2011 and 2010 follows:

	Co	mmerci	al	Agriculture & AGRE			Construction, Land & Development			Co	Commercial RE		1-4 Family Residential			Consumer			Total	
June 30, 2011																				
Beginning																				
Balance	\$	1,759		\$	315		\$	8,655		\$	15,269		\$	3,055		\$	36		\$ 29,089	
Charge-offs		(176)		(654)		(2,333)		(4,296)		(667)		(6)	(8,132)
Recoveries		12			2			99			14			8			16		151	
Provision		156			723			(111)		2,022			471			(11)	3,250	
Ending																				
Balance	\$	1,751		\$	386		\$	6,310		\$	13,009		\$	2,867		\$	35		\$ 24,358	
June 30, 2010)																			
Beginning																				
Balance																			\$ 41,845	
Charge-offs)
Recoveries																			42	
Provision																			7,550	
Ending																			,	
Balance																			\$ 42,378	

An analysis of the activity in the allowance for loan losses for the six months ended June 30, 2011 and 2010 follows:

	Co	mmerci	al	•	Agriculture			Construction, Land & Development			Commercial RE			1-4 Family Residential			Consumer			Total
June 30, 2011								•												
Beginning																				
Balance	\$	1,634		\$	337		\$	12,500		\$	13,721		\$	3,273		\$	46		\$	31,511
Charge-offs		(241)		(654)		(6,834)		(6,014)		(1,293)		(26)		(15,062)
Recoveries		18			3			100			231			36			21			409
Provision		340			700			544			5,071			851			(6)		7,500
Ending Balance	\$	1,751		\$	386		\$	6,310		\$	13,009		\$	2,867		\$	35	Í	\$	24,358
Datatice	φ	1,731		Ф	360		Φ	0,310		φ	13,009		φ	2,007		φ	33		Ф	24,336
June 30, 2010)																			

\$40,909

Beginning Balance	
Charge-offs	(15,595)
Recoveries	164
Provision	16,900
Ending	
Balance	\$42,378
11.	

Note 4. Loans (Continued)

The following is an analysis on the balance and allowance for loan loss for impaired loans as of June 30, 2011 and December 31, 2010:

Jun. 30, 2011	Co	ommercial		griculture & AGRE		nstruction, Land & velopment	C	ommercial RE		-4 Family esidential	C	onsumer		Total
Allowance for														
loan losses: Loans														
individually														
evaluated for														
impairment	\$	1,074	\$	8	\$	4,138	\$	6,634	\$	841	\$	3	\$	12,698
Loans collectively evaluated for														
impairment		677		378		2,172		6,375		2,026		32		11,660
Total ending						,		,		,				,
allowance	Φ.	1.551	Φ.	206	ф	6.210	Φ.	12 000	ф	2.065	ф	2.5	Φ.	24.250
balance	\$	1,751	\$	386	\$	6,310	\$	13,009	\$	2,867	\$	35	\$	24,358
Loan balances:														
Loans														
individually														
evaluated for impairment	Ф	6,424	¢	85	\$	33,193	\$	49,593	\$	11,146	¢	8	\$	100,449
Loans	Ф	0,424	φ	0.3	Ф	33,193	Ф	49,393	Ф	11,140	Ф	o	Ф	100,449
collectively														
evaluated for		70.245		26.564		20.222		260 170		150 444		2.770		560 400
impairment Loans with an		78,245		36,564		20,223		269,179		153,444		2,778		560,433
allowance														
recorded:	\$	84,669	\$	36,649	\$	53,416	\$	318,772	\$	164,590	\$	2,786	\$	660,882
					~									
			٨	ami aviltuma		nstruction, Land &	C		1	4 Eamily				
Dec. 31, 2010	Co	mmercial		griculture & AGRE		velopment	C	ommercial RE		-4 Family esidential	C	onsumer		Total
Allowance for loan losses:		, maner erar		ZIGIL		veropinent		T.E.				ong u nioi		10141
Loans individually														
evaluated for impairment	\$	1,175	\$	328	\$	8,174	\$	6,487	\$	1,500	\$		\$	17,664

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Loans collectively evaluated for							
impairment	459	9	4,326	7,234	1,773	46	13,847
Total ending allowance							
balance	\$ 1,634	\$ 337	\$ 12,500	\$ 13,721	\$ 3,273	\$ 46	\$ 31,511
Loan balances:							
Loans							
individually							
evaluated for							
impairment	\$ 6,858	\$ 4,516	\$ 48,535	\$ 51,652	\$ 14,602	\$ 1	\$ 126,164
Loans collectively evaluated for							
impairment	80,368	39,773	23,543	290,556	158,064	3,403	595,707
Loans with an allowance							
recorded:	\$ 87,226	\$ 44,289	\$ 72,078	\$ 342,208	\$ 172,666	\$ 3,404	\$ 721,871

Troubled debt restructurings ("TDRs") are separately identified for impairment disclosures. If a loan is considered to be collateral dependent loan, the TDR is reported, net, at the fair value of the collateral. The Company had TDRs of \$6.4 million and \$5.3 million as of June 30, 2011 and December 31, 2010, respectively. Specific reserves of \$0.6 million and \$0.4 were allocated to TDRs as of June 30, 2011 and December 31, 2010, respectively. At June 30, 2011, nonaccrual TDR loans were \$4.5 million, as compared to \$5.0 million at December 31, 2010. At June 30, 2011 and December 31, 2010, \$1.9 million and \$0.3 million of TDRs were on accrual status. The Company has not committed to lend any additional amounts to customers with outstanding loans that are classified as TDRs as of June 30, 2011.

Note 4. Loans (Continued)

The following tables present data on impaired loans:

June 30, 2011	Recorded nvestment	Unpaid Principal Balance	Related llowance]	Current Quarter Average Recorded nvestment	I	ear-to-Date Average Recorded avestment	(I I	Current Quarter Interest Income cognize		ear-to-D Interest Income ecogniz	t
Loans with no related allowance recorded:												
Commercial	\$ 978	\$ 1,952	\$ _	\$	898	\$	1,921	\$	1	\$	2	
Agricultural & AGRE	65	682	_		60		63		_		3	
Construction, land &												
development	12,964	29,544			14,579		12,617		(60)	(99)
Commercial RE	23,966	30,937	_		21,762		21,884		362		501	
1-4 family	,	,			,		,					
residential	3,368	3,821	_		3,420		3,226		33		61	
Consumer	_	_	_				_				_	
Subtotal	41,341	66,936	_		40,719		39,711		336		468	
Loans with an allowance recorded:												
Commercial	5,446	5,446	1,074		4,798		3,770		34		78	
Agricultural & AGRE	20	20	8		2,079		2,759		_			
Construction, land &												
development	20,229	32,205	4,137		20,133		23,977		21		142	
Commercial RE	25,627	25,627	6,634		24,903		24,281		333		757	
1-4 family												
residential	7,778	8,208	841		8,560		9,128		163		386	
Consumer	8	8	4		4		3		_		_	
Subtotal	59,108	71,514	12,698		60,477		63,918		551		1,363	
Total	\$ 100,449	\$ 138,450	\$ 12,698	\$	101,196	\$	103,629	\$	887	\$	1,831	
Commercial	\$ 89,295	\$ 126,413	\$ 11,853	\$	89,212	\$	91,272	\$	691	\$	1,384	

Residential	\$ 11,146	\$ 12,029	\$ 841	\$ 11,980	\$ 12,354	\$ 196	\$ 447
Consumer	\$ 8	\$ 8	\$ 4	\$ 4	\$ 3	\$ 	\$

Cash basis interest income recognized during the three and six months ended June 30, 2011, totaled \$0.9 million and \$1.6 million, respectively.

	Recorded	Unpaid Principal	Related	Average Recorded	Interest Income
December 31, 2010	Investment	Balance	Allowance	Investment	Recognized
Loans with no related allowance					
recorded:					
Commercial	\$3,968	\$5,805	\$	\$1,638	\$133
Agricultural & AGRE	68	685	_	143	86
Construction, land & development	8,695	23,949		8,188	(395)
Commercial RE	22,129	26,581	_	15,795	313
1-4 family residential	2,838	2,953	_	3,069	104
Consumer	1	1	_	_	_
Subtotal	37,699	59,974	_	28,833	241
Loans with an allowance recorded:					
Commercial	2,890	2,890	1,175	4,228	140
Agricultural & AGRE	4,448	4,448	328	3,849	155
Construction, land & development	39,840	51,001	8,174	40,972	914
Commercial RE	29,523	34,695	6,487	28,443	