

Northumberland Bancorp
Consolidated Financial Statements

December 31, 2021 and 2020



Northumberland Bancorp

Contents

President's Letter	2-3
Independent Auditor's Report	4-5
Consolidated Balance Sheets	6
Consolidated Statements of Income	7
Consolidated Statements of Comprehensive Income	8
Consolidated Statements of Stockholders' Equity	9
Consolidated Statements of Cash Flows	10
Notes to Consolidated Financial Statements	11 - 43

Northumberland Bancorp

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April 11, 2022

To Our Shareholders:

We are pleased to report that 2021 was another very good year for our bank. We continued to prosper while managing through another year characterized by COVID-19. Management has been feeling very fortunate, relieved and encouraged by the fact we have had no large loan relationships fail due to COVID-19 related circumstances. We would also like to thank our committed teams that were focused and very dedicated to being sure our customers had the tools and programs to assist them in minimizing the possible financial harm that COVID-19 could cause.

Our 2021 financial results are summarized as follows:

- Net income was \$4.3 million, or \$3.25 per share. This was a 4.6% decrease compared to \$4.5 million of net income in 2020.
- Net interest income remained stable, despite the additional interest expense incurred on the subordinated debt issued in June 2021.
- Noninterest income grew 1.1% as increases in fee income were offset by a decline in gains on sales of loans.
- Noninterest expense increased 5.4%.
- Loan losses and overall delinquency remained very low. We actually had a *negative* loan loss provision of \$194,000 for 2021 as compared to a provision of \$270,000 in 2020.
- Growth in our balance sheet was particularly strong. Total assets grew by \$92 million, or a hefty 15%. We grew our loan portfolio by \$16 million, or 4.3%. However, the investment portfolio increased a more robust \$66 million, or 34.3%. This increase was largely funding related as deposits grew \$84 million, or 15.4%. These funds were deployed into interest-earning assets. Lastly, our capital levels remained strong, meeting the regulatory requirements to be “well-capitalized” at the Bank

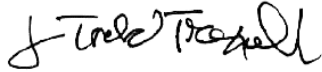
We remain excited about our strategic plan designed to grow our Bank, remain independent, maintain financial health, and improve our customer service. This year into 2023, will be a time of preparation leading up to the conversion of our core software system to what should be a very impressive customer service experience over our current platform. Preparation will include a new state of the art “network backbone”. In the short term, these preparation initiatives may result in higher operating expenses being reported. In the long term, the efficiencies anticipated from these new tools and the simple fact that the new core contract is much less expensive compared to the previous core contract, will help drive even better financial performance.

Another notable event that you will find in the pages of this report is the creation of an Employee Stock Ownership Program or “ESOP”. The ESOP will provide not only a benefit to attract and maintain employment talent, it will serve to preserve our independence as it provides a plan for

Northumberland Bancorp

shareholder succession. The ESOP will also result in even closer alignment of the financial goals of the employees and all other shareholders.

We again thank you for your continued support as an investor in Northumberland Bancorp.



J. Todd Troxell
President and CEO



J. Donald Steele, Jr.
Chairman of the Board

INDEPENDENT AUDITOR'S REPORT

Board of Directors and Stockholders
Northumberland Bancorp
Northumberland, Pennsylvania

Opinion

We have audited the consolidated financial statements of Northumberland Bancorp, which comprise the consolidated balance sheets as of December 31, 2021 and 2020, and the related consolidated statements of income, comprehensive income, stockholders' equity, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Northumberland Bancorp as of December 31, 2021 and 2020, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Northumberland Bancorp and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Northumberland Bancorp's ability to continue as a going concern for one year from the date the consolidated financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's

report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Northumberland Bancorp's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Northumberland Bancorp's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control–related matters that we identified during the audit.

Other Information

Management is responsible for the other information included in the annual report. The other information comprises the information included in the annual report but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

The logo for Crowe LLP, featuring the name "Crowe" in a cursive script followed by "LLP" in a bold, sans-serif font, with "Crowe LLP" in a smaller, plain font underneath.

Washington, D.C.
April 13, 2022

Northumberland Bancorp

Consolidated Balance Sheets

(amounts in thousands except share and per share data)

<i>December 31,</i>	2021	2020
Assets		
Cash and due from banks	\$ 13,690	\$ 1,281
Interest-bearing deposits in other banks	21,925	26,095
Total cash and cash equivalents	35,615	27,376
Investment securities available-for-sale	255,442	189,636
Investment securities held-to-maturity (fair value 2021 - \$780, 2020 - \$1,030)	779	1,014
Equity securities	216	205
Total investment securities	256,437	190,855
Restricted stock, at cost	2,450	3,002
Loans held for sale	2,979	2,622
Loans	380,273	364,529
Less allowance for loan losses	3,481	3,721
Net loans	376,792	360,808
Premises and equipment	9,058	9,434
Bank-owned life insurance	14,423	14,084
Accrued interest and other assets	5,574	3,564
Total Assets	\$ 703,328	\$ 611,745
Liabilities and Stockholders' Equity		
Liabilities		
Deposits:		
Noninterest-bearing demand	\$ 152,391	\$ 130,351
Interest-bearing demand	250,635	185,462
Savings	116,525	102,814
Time deposits	109,375	126,553
Total deposits	628,926	545,180
Borrowings	1,000	2,000
Subordinated Debt, less unamortized issuance costs	9,810	-
Accrued interest and other liabilities	2,226	2,523
Total Liabilities	641,962	549,703
Stockholders' Equity		
Common stock, par value \$0.10; 5,000,000 shares authorized, 1,502,500 shares issued and 1,311,858 shares outstanding in 2021 and 1,327,858 shares outstanding in 2020	150	150
Capital surplus	3,832	3,832
Retained earnings	61,025	57,961
Unearned ESOP shares	(548)	-
Accumulated other comprehensive income (loss)	(328)	2,358
Treasury stock, at cost (190,642 shares in 2021 and 174,642 in 2020)	(2,765)	(2,265)
Total Northumberland Bancorp stockholders' equity	61,366	62,036
Non-controlling interest	-	6
Total Stockholders' Equity	61,366	62,042
Total Liabilities and Stockholders' Equity	\$ 703,328	\$ 611,745

See accompanying notes to consolidated financial statements.

Northumberland Bancorp

Consolidated Statements of Income

(amounts in thousands except share and per share data)

<i>Years Ended December 31,</i>	2021	2020
Interest and Dividend Income		
Interest and fees on loans:		
Taxable	\$ 14,932	\$ 16,213
Tax-exempt	268	220
Interest on interest-bearing deposits in other banks	31	37
Interest and dividends on investment securities:		
Taxable	1,988	1,650
Tax-exempt	797	733
Dividends	163	228
Total Interest and Dividend Income	18,179	19,081
Interest Expense		
Deposits	2,295	3,425
Short-term borrowings	16	46
Long-term borrowings	256	-
Total Interest Expense	2,567	3,471
Net interest income	15,612	15,610
Provision (Credit) for Loan Losses	(194)	270
Net Interest Income After Provision for Loan Losses	15,806	15,340
Noninterest Income		
Service charges on deposit accounts	1,481	1,277
Trust services income	971	899
Investment securities gains, net	207	109
Gains on sales of loans	1,363	2,005
Earnings on bank-owned life insurance	340	278
Change in fair value of equity securities	11	(24)
Other income	1,261	1,027
Total Noninterest Income	5,634	5,571
Noninterest Expense		
Salaries and employee benefits	9,419	8,813
Occupancy expense, net	843	844
Equipment expense	1,113	976
Professional fees	526	876
Data processing	883	867
Shares tax	477	412
Federal deposit insurance expense	174	107
Other expense	2,975	2,681
Total Noninterest Expense	16,410	15,576
Income before income taxes	5,030	5,335
Income Taxes	772	876
Net Income	4,258	4,459
Net income attributable to non-controlling interest	6	38
Net Income Attributable to Northumberland Bancorp	\$ 4,252	\$ 4,421
Earnings Per Share	\$ 3.25	\$ 3.33
Weighted-Average Shares Outstanding	1,309,826	1,327,858

See accompanying notes to consolidated financial statements.

Northumberland Bancorp
Consolidated Statements of Comprehensive Income
(amounts in thousands)

<i>Years Ended December 31,</i>	2021	2020
Net Income	\$ 4,258	\$ 4,459
Other Comprehensive Income / (Loss)		
Change in unrealized holding gains/(losses) on investment securities available-for-sale	(3,193)	2,668
Tax effect	671	(560)
Reclassification adjustment for investment securities (gains) / losses recognized in net income	(207)	(101)
Tax effect	43	21
Other Comprehensive Income (Loss), Net of Tax	(2,686)	2,028
Comprehensive income before non-controlling interest	1,572	6,487
Less: net income attributable to non-controlling interest	6	38
Comprehensive Income	\$ 1,566	\$ 6,449

See accompanying notes to consolidated financial statements.

Northumberland Bancorp

Consolidated Statements of Stockholders' Equity (amounts in thousands excepts share and per share data)

	Common Stock	Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock	Non-controlling Interest	Unearned ESOP Shares	Total
Balance, December 31, 2019	\$ 150	\$ 3,832	\$ 54,669	\$ 330	\$ (2,265)	\$ (32)	-	\$ 56,684
Net income	-	-	4,421	-	-	38	-	4,459
Other comprehensive income	-	-	-	2,028	-	-	-	2,028
Dividends declared (\$0.85 per share)	-	-	(1,129)	-	-	-	-	(1,129)
Balance, December 31, 2020	150	3,832	57,961	2,358	(2,265)	6	-	62,042
Net income	-	-	4,252	-	-	6	-	4,258
Dissolution of Non-controlling interest	-	-	-	-	-	(12)	-	(12)
Other comprehensive income (loss)	-	-	-	(2,686)	-	-	-	(2,686)
Treasury Stock Purchase (16,000 shares)	-	-	-	-	(500)	-	-	(500)
Shares purchased for ESOP (24,307 shares)	-	-	-	-	-	-	(923)	(923)
ESOP shares committed to be released (8,942 shares)	-	-	(10)	-	-	-	375	365
Dividends declared (\$0.90 per share)	-	-	(1,178)	-	-	-	-	(1,178)
Balance, December 31, 2021	\$ 150	\$ 3,832	\$ 61,025	\$ (328)	\$ (2,765)	\$ -	(548)	\$ 61,366

See accompanying notes to consolidated financial statements.

Northumberland Bancorp

Consolidated Statements of Cash Flows (amounts in thousands)

Years Ended December 31,	2021	2020
Cash Flows from Operating Activities		
Net income	\$ 4,258	\$ 4,459
Adjustments to reconcile net income to net cash provided by operating activities:		
Change in fair value of Equity Securities	11	(24)
Provision (credit) for loan losses	(194)	270
Share based compensation expense	365	-
Depreciation, amortization, and accretion, net	3,092	1,650
Proceeds from sales of loans held for sale	38,578	47,819
Gains on sales of loans	(1,363)	(2,005)
Originations of residential loans held for sale	(37,573)	(47,467)
Gain on sale of other real estate owned	(33)	-
Investment securities gains, net	(207)	(109)
Deferred income tax benefit	(187)	(28)
Earnings on bank-owned life insurance	(340)	(278)
Increase in accrued interest receivable	(195)	(38)
Decrease in accrued interest payable	(37)	(42)
Other, net	(1,356)	88
Net Cash Provided by Operating Activities	4,819	4,295
Cash Flows from Investing Activities		
Investment securities available-for-sale:		
Proceeds from sales	24,913	18,999
Proceeds from maturities or redemptions	38,188	29,140
Purchases	(134,447)	(109,199)
Investment securities held-to-maturity:		
Proceeds from maturities or redemptions	230	673
Purchases	-	(772)
(Increase) decrease in loans, net	(15,954)	9,185
Purchases of premises and equipment, net	(312)	(726)
Purchases of restricted stock	(173)	(500)
Redemptions of restricted stock	725	923
Purchase of Bank-Owned Life Insurance	-	(2,000)
Proceeds from sale of other real estate owned	307	287
Net Cash Used in Investing Activities	(86,523)	(53,990)
Cash Flows from Financing Activities		
Net Increase in deposits	83,746	69,320
Net decrease in borrowings	(1,000)	(1,500)
Issuance of subordinated debt, net of issuance costs	9,810	-
Purchase of common stock - ESOP	(923)	-
Purchase of treasury stock	(500)	-
Cash dividends paid	(1,178)	(1,129)
Net Cash Provided by Financing Activities	89,955	66,691
Increase in cash and cash equivalents	8,239	16,996
Cash and Cash Equivalents, Beginning Of Year	27,376	10,380
Cash and Cash Equivalents, End Of Year	\$ 35,615	\$ 27,376

See accompanying notes to consolidated financial statements.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

1. Summary of Significant Accounting Policies

A summary of significant accounting and reporting policies applied in the presentation of the accompanying consolidated financial statements follows:

Nature of Operations and Basis of Presentation

Northumberland Bancorp (the "Company") is a Pennsylvania corporation and is registered under the Bank Holding Company Act. The Company was organized as the holding company of its wholly owned subsidiary, The Northumberland National Bank (the "Bank"). The Bank is a nationally chartered commercial bank located in Northumberland, Pennsylvania. The Bank's service area includes portions of Northumberland, Snyder, and Union counties in Pennsylvania. The Company and the Bank derive substantially all of their income from banking and bank-related services, which include interest earnings on commercial, commercial mortgage, residential real estate, and consumer loan financing as well as interest earnings on investment securities and deposit and trust services to their customers. The Company is supervised by the Federal Reserve Board, while the Bank is subject to regulation and supervision by the Office of the Comptroller of the Currency.

The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, the Bank. Intercompany activity has been eliminated in consolidation.

Use of Estimates

The consolidated financial statements have been prepared in conformity with U.S. generally accepted accounting principles ("U.S. GAAP") and with general practice within the banking industry. In preparing the financial statements, management makes estimates and assumptions based upon available information. These estimates and assumptions affect the amounts reported in financial statements and the disclosures provided. Actual results could differ significantly from those estimates.

Investment Securities

Investment securities are classified at the time of purchase, based on management's intention and ability, as securities held-to-maturity or securities available-for-sale. Debt securities acquired with the intent and ability to hold to maturity are stated at cost adjusted for amortization of premium and accretion of discount that are computed using the level yield method and recognized as adjustments of interest income. Certain other debt securities have been classified as available-for-sale to serve principally as a source of liquidity. Equity securities are measured at fair value with changes in fair value recognized in current period earnings. Unrealized holding gains and losses for available-for-sale securities are reported as a separate component of stockholders' equity, net of tax, until realized. Realized securities gains and losses are computed using the specific identification method. Interest and dividends on investment securities are recognized as income when earned.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

Debt securities are periodically reviewed for other-than-temporary impairment (“OTTI”) based upon a number of factors including, but not limited to, the length of time and extent to which the market value has been less than cost, the financial condition of the underlying issuer, and the ability of the issuer to meet contractual obligations. Management also assesses whether it intends to sell, or is more likely than not that it will be required to sell, a debt security in an unrealized loss position before recovery of its amortized cost basis. If either of the criteria regarding intent or requirement to sell is met, the entire difference between amortized cost and fair value is recognized as impairment through earnings. For debt securities that do not meet the aforementioned criteria, the amount of impairment is split into two components as follows: OTTI related to credit loss, which must be recognized in the income statement, and OTTI related to other factors, which is recognized in other comprehensive income. The credit loss is defined as the difference between the present value of the cash flows expected to be collected and the amortized cost basis.

Federal Home Loan Bank Stock

The Bank is a member of the Federal Home Loan Bank (“FHLB”) of Pittsburgh and, as such, is required to maintain a minimum investment in stock of the FHLB that varies with the level of advances outstanding with the FHLB, as well as a minimum level of mortgages in the Mortgage Partnership Finance (“MPF”) program. FHLB Stock is carried at cost, classified as restricted securities, and periodically evaluated for impairment based on the ultimate recovery of par value. Both cash and stock dividends are reported as income.

Loans Held for Sale and Loans Serviced

Loans held for sale are carried at the lower of cost or fair value, as determined on an aggregate basis. Gains and losses on sales of mortgage loans are determined by the difference between the sale proceeds and the carrying value of the loans. All sales are made with limited recourse. Loans held for sale were \$2,979,000 and \$2,622,000 at December 31, 2021 and 2020, respectively. At December 31, 2021 and 2020, the amounts of loans serviced by the Company for the benefit of others were \$138,412,000 and \$136,432,000, respectively. These loans are not included on the Company’s consolidated balance sheet.

Mortgage Servicing Rights (“MSRs”)

The Company has agreements for the express purpose of selling loans in the secondary market. The Company maintains servicing rights for certain loans. Originated MSRs are recorded by allocating total costs incurred between the loan and servicing rights based on their relative fair values. MSRs are amortized in proportion to the estimated servicing income over the estimated life of the servicing portfolio. Annually, the Company performs an impairment review of the MSRs and recognizes impairment through a valuation account. No impairment was recognized in 2021 or 2020. MSRs are a component of other assets on the consolidated balance sheets. The balance of loan servicing assets was \$568,000 and \$493,000 at December 31, 2021 and 2020, respectively.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

Loans

Loans originated with the intention to hold to maturity are reported at their principal amount, net of unearned income and the allowance for loan losses. Interest income on all loans is recognized on an accrual basis. Nonrefundable loan fees and certain direct costs are deferred and amortized over the life of the loans using the interest method. The amortization is reflected as an interest yield adjustment, and the deferred portion of the net fees and costs is reflected as part of the loan balance.

Accrual of interest is discontinued when, in the opinion of management, reasonable doubt exists as to the collectability of additional interest. Loans are returned to accrual status when past due interest is collected and the collection of principal is probable. Commercial and commercial real estate loans are considered for nonaccrual status when they are 90 days past due, unless the loan is well-secured and in the process of collection. Residential mortgages are considered for nonaccrual when they are 180 days past due, unless they are well-secured and in the process of collection. Consumer loans continue to accrue interest until they are charged off after they have reached 120 days past due. Past due status is based upon the contractual terms of the loan. In all cases, loans are placed on non-accrual or charged off at an earlier date if collection of principal or interest is considered doubtful. Nonaccrual loans and loans past due 90 days and still accruing may include smaller balance homogeneous loans that are collectively evaluated for impairment and individually classified impaired loans.

Allowance for Loan Losses

The allowance for loan losses represents the amount that management estimates is adequate to provide for probable losses inherent in its loan portfolio. The allowance method is used in providing for loan losses. Accordingly, all loan losses are charged to the allowance, and all recoveries are credited to it. The allowance for loan losses is established through a provision for loan losses charged to operations. The provision for loan losses is based on management's periodic evaluation of individual loans, economic factors, past loan loss experience, changes in the composition and volume of the portfolio, and other relevant factors. The estimates used in determining the adequacy of the allowance for loan losses are particularly susceptible to changes in the near term.

The allowance consists of specific and general components. The specific component relates to loans that are individually classified as impaired when, based on current information and events, it is probable that the Company will be unable to collect all amounts due according to the contractual terms of the loan agreement. Loans for which the terms have been modified resulting in a concession, and for which the borrower is experiencing financial difficulties, are considered troubled debt restructurings ("TDRs") and classified as impaired.

Impaired loans are commercial and commercial real estate loans for which it is probable the Company will not be able to collect all amounts due according to the contractual terms of the loan agreement. The Company individually evaluates such loans for impairment and does not aggregate loans by major risk classifications. Factors considered by management in determining impairment include payment status and collateral value. The amount of impairment for these types of impaired loans is determined as the difference between the present value of the expected cash flows related to the loan, using the original interest rate, and its recorded value, or as a practical expedient in the case of collateralized loans, the difference between the fair value of the collateral and the recorded amount of the loans. When foreclosure is probable, impairment is measured based on the fair value of the collateral.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

Mortgage loans on one-to-four family properties and all consumer loans are large groups of smaller-balance homogeneous loans, are collectively evaluated for impairment, and accordingly, they are not included in the separate identified impairment disclosures. Loans that experience insignificant payment delays, which are defined as 90 days or less, generally are not classified as impaired. Management determines the significance of payment delays on a case-by-case basis taking into consideration all circumstances surrounding the loan and the borrower including the length of the delay, the borrower's prior payment record, and the amount of shortfall in relation to the principal and interest owed.

Loans whose terms are modified are classified as troubled debt restructurings if the Bank grants such borrowers concessions and it is deemed that those borrowers are experiencing financial difficulty. Concessions granted under a troubled debt restructuring generally involve a temporary reduction in interest rate or an extension of a loan's stated maturity date. Nonaccrual troubled debt restructurings are restored to accrual status if principal and interest payments, under the modified terms, are current for six consecutive months after modification. Loans classified as troubled debt restructurings are designated as impaired.

The general component covers loans that are collectively evaluated for impairment. Large groups of smaller balance homogeneous loans, such as consumer and residential real estate loans, are collectively evaluated for impairment, and accordingly, they are not included in the separately identified impairment disclosures. The general allowance component also includes loans that are not individually identified for impairment evaluation, such as commercial loans below the individual evaluation threshold, as well as those loans that are individually evaluated but are not considered impaired. The general component is based on historical loss experience adjusted for current factors. The historical loss experience is determined by portfolio segment and is based on the actual loss history experienced by the Company over the most recent 2 years. This actual loss experience is supplemented with other economic factors based on the risks present for each portfolio segment. These economic factors include consideration of the following: levels of and trends in delinquencies and impaired loans (including TDRs); levels of and trend in charge-offs and recoveries; migration of loans to the classification of special mention, substandard, or doubtful; trends in volume and terms of loans; effects of any changes in risk selection and underwriting standards; other changes in lending policies, procedures, and practices; experience, ability, and depth of lending management and other relevant staff; national and local economic trends and conditions; industry conditions; and effects of changes in credit concentration.

Premises and Equipment

Land is carried at cost. Premises and equipment are stated at cost less accumulated depreciation. Depreciation is computed on the straight-line method over the estimated useful lives of the assets, which range from 3 to 20 years for furniture, fixtures, and equipment and 15 to 50 years for buildings and building improvements. Expenditures for maintenance and repairs are charged against income as incurred. Costs of major additions, improvements are capitalized.

Other Real Estate Owned ("OREO")

Other real estate owned acquired in settlement of foreclosed loans is carried as a component of other assets at fair value minus estimated cost to sell. Prior to foreclosure, the estimated collectible value of the collateral is evaluated to determine whether a partial charge-off of the loan balance is necessary. After transfer to real estate owned, any subsequent write-downs are charged against other operating expenses. Direct costs incurred in the foreclosure process and subsequent holding

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

costs incurred on such properties are recorded as expenses of current operations. The balance of OREO was \$0 and \$274,000 at December 31, 2021 and 2020, respectively.

Bank Owned Life Insurance

The Company invests in bank owned life insurance (“BOLI”) as a source of funding for employee benefit expenses. BOLI involves purchasing life insurance on a select group of employees. The Company is the owner and beneficiary of the policies. This life insurance investment is carried at the cash surrender value of the underlying policies. Income from the increase in cash surrender value of the policies or from death benefits realized is included in other income on the consolidated statements of income.

Loan Commitments and Related Financial Instruments

Financial instruments include off-balance sheet credit instruments, such as commitments to make loans and commercial letters of credit, issued to meet financing needs of customers. The face amount for these items represents the exposure to loss, before considering customer ability to repay. Such financial instruments are recorded when they are funded.

Advertising Expenses

Advertising expenses are expensed as costs are incurred. Advertising expenses were to \$137,000 and \$120,000 in 2021 and 2020, respectively.

Income Taxes

The Company and the Bank file a consolidated federal income tax return. Deferred tax assets or liabilities are computed based on the difference between the financial statement and income tax basis of assets and liabilities using the enacted marginal tax rates. Deferred income tax expenses or benefits are based on the changes in the deferred tax asset or liability from period to period.

A tax position is recognized as a benefit only if it is “more likely than not” that the tax position would be sustained in a tax examination, with a tax examination being presumed to occur. The amount recognized is the largest amount of tax benefit that is greater than 50% likely of being realized on examination. For tax positions not meeting the “more likely than not” test, no tax benefit is recorded.

Employee Benefit Plans - 401(k) and Employee Stock Ownership Plan

401(k)

The Company has a defined contribution benefit plan in the form of a 401(k) plan, that covers all eligible employees. During 2019, the Company amended the 401(k) plan to include Roth elective deferral contributions by employees. The amendment also included employer Safe Harbor Matching Contributions by the Company for both traditional 401(k) employee contributions and Roth contributions. The Bank matches 100% of employee contributions up to 3%, and 50% of employee contributions that exceed 3% up to a maximum of 5%.

Employee Stock Ownership Plan (“ESOP”)

The Company established an ESOP in 2021 to provide additional benefits to employees. The ESOP borrowed money from the Company to purchase shares, which are eligible to be allocated to employees. The Company makes discretionary contributions to the ESOP, as well as paying dividends

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

on unallocated shares to the ESOP, and the ESOP uses funds it receives to repay the loan. When loan payments are made, ESOP shares are allocated to participants based on relative compensation and expense is recorded. Dividends on allocated shares increase participant accounts. Participants receive their allocated shares at the end of employment. A participant may require stock received to be repurchased unless the stock is traded on an established market. See footnote 9 to the consolidated financial statements for additional information.

Trust Assets

Assets held by the Company in a fiduciary or agency capacity for its customers are not included in the accompanying consolidated financial statements, since such items are not assets of the Company. The fair value of trust assets under administration were \$174,923,000 and \$148,032,000 as of December 31, 2021 and 2020, respectively.

Comprehensive Income (Loss)

The Company is required to present comprehensive income (loss) and its components in a full set of general-purpose financial statements for all periods presented. Other comprehensive income (loss) is comprised of net unrealized holding gains or losses on its available-for-sale investment securities, net of tax.

Earnings Per Share

The Company currently maintains a simple capital structure; therefore, there are no dilutive effects on earnings per share. As such, earnings per share are calculated using the weighted-average number of shares outstanding for the periods. Shares purchased by the ESOP are excluded from weighted-average shares, but shares allocated to participants in the ESOP are included in weighted-average shares. Treasury stock shares are excluded from weighted-average shares.

Loss contingencies

Loss contingencies, including claims and legal actions arising in the ordinary course of business, are recorded as liabilities when the likelihood of loss is probable and an amount or range of loss can be reasonably estimated. No loss contingency liabilities have been recorded at December 31, 2021.

Cash Flow Information

The Company has defined cash and cash equivalents as those amounts included in the consolidated balance sheet captions “cash and due from banks,” and “interest-bearing deposits in other banks,” with original maturities of 90 days or less. The following are supplemental disclosures for the consolidated statements of cash flows (in thousands):

	December 31,	
	2021	2020
Cash paid during the year for:		
Interest	\$ 2,604	\$ 4,472
Income Taxes	1,030	825
Noncash investing transactions:		
Right-of-use assets	368	422
Transfer of loans to other real estate owned	-	562

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

Reclassification of Comparative Amounts

Certain comparative amounts for the prior year have been reclassified to conform to current-year classifications. Reclassifications had no effect on prior year stockholders' equity or net income.

Accounting Standards Update (ASU) - Current Expected Credit Losses

The new impairment model prescribed by ASU 2016-13 is a single impairment model for all financial assets (i.e., loans and HTM investments). The recognition of credit losses would be based on an entity's current estimate of expected losses (referred to as the Current Expected Credit Loss model, or "CECL"), as opposed to recognition of losses only when they are probable under current U.S. GAAP. This update also requires new disclosures for financial assets measured at amortized cost, loans and available-for-sale debt securities. Entities will apply the standard's provisions as a cumulative-effect adjustment to retained earnings as of the beginning of the first reporting period in which the guidance is adopted. This adjustment will also be recognized in regulatory capital. This update is effective for interim and annual reporting periods beginning after December 15, 2022. Early adoption is permitted.

In November 2018, ASU 2018-19, "Codifications Improvements to Topic 326, Financial Instruments - Credit Losses" was issued which clarifies that receivables arising from operating leases are accounted for using lease guidance and not as financial instruments.

ASU 2019-04, 2019-05 and 2019-11 were issued to provide certain clarifications and transition relief to adopting ASU 2016-13.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

2. Investment Securities

The amortized cost and fair values of investment securities are as follows (in thousands):

	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Approximate Fair Value
<i>December 31, 2021</i>				
Available-for-sale:				
Obligations of states and political subdivisions	\$ 85,647	\$ 1,111	\$ (666)	\$ 86,092
Mortgage-backed securities in government sponsored entities	170,210	587	(1,447)	169,350
Total	\$ 255,857	\$ 1,698	\$ (2,113)	\$ 255,442
<i>December 31, 2020</i>				
Available-for-sale:				
Obligations of states and political subdivisions	\$ 64,227	\$ 1,921	\$ (20)	\$ 66,128
Mortgage-backed securities in government sponsored entities	122,424	1,294	(210)	123,508
Total	\$ 186,651	\$ 3,215	\$ (230)	\$ 189,636
<i>December 31, 2021</i>				
Held-to-maturity:				
Obligations of states and political subdivisions	\$ 779	\$ 3	\$ (2)	\$ 780
Total	\$ 779	\$ 3	\$ (2)	\$ 780
<i>December 31, 2020</i>				
Held-to-maturity:				
Obligations of states and political subdivisions	\$ 1,014	\$ 16	\$ -	\$ 1,030
Total	\$ 1,014	\$ 16	\$ -	\$ 1,030

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

The following tables show the Company's gross unrealized losses and fair value, aggregated by investment category and length of time that the individual securities have been in a continuous unrealized loss position, at December 31, 2021 and 2020 (in thousands).

	Less than 12 Months		12 months or Longer		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
<i>December 31, 2021</i>						
Available-for-sale:						
Obligations of state and political subdivisions	\$ 33,330	\$ (490)	\$ 6,474	\$ (176)	\$ 39,804	\$ (666)
Mortgage-backed securities in government sponsored entities	105,625	(1,201)	18,435	(246)	124,060	(1,447)
Total	\$ 138,955	\$ (1,691)	\$ 24,909	\$ (422)	\$ 163,864	\$ (2,113)
Held-to-maturity:						
Obligations of state and political subdivisions	\$ 508	\$ (2)	\$ -	\$ -	\$ 508	\$ (2)
Total	\$ 508	\$ (2)	\$ -	\$ -	\$ 508	\$ (2)
	Less than 12 Months		12 months or Longer		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
<i>December 31, 2020</i>						
Available-for-sale:						
Obligations of state and political subdivisions	\$ 5,478	\$ (20)	\$ -	\$ -	\$ 5,478	\$ (20)
Mortgage-backed securities in government sponsored entities	21,019	(159)	8,295	(51)	29,314	(210)
Total	\$ 26,497	(179)	\$ 8,295	\$ (51)	\$ 34,792	\$ (230)
Held-to-maturity:						
Obligations of state and political subdivisions	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

The Company reviews its unrealized loss positions quarterly and has determined that at December 31, 2021 and 2020, the declines outlined in the above tables represent temporary declines and the Company does not intend to sell and does not believe it will be required to sell these securities before recovery of their cost basis, which may be at maturity. There were 234 and 61 positions that were temporarily impaired at December 31, 2021 and 2020, respectively. The Company has concluded that the unrealized losses disclosed above are not other than temporary but are the result of interest rate changes, or issuer-specific ratings changes that are not expected to result in the non-collection of principal and interest during the period. In each case, the issuers continue to make timely principal and interest payments. Fair value is expected to recover as the security approaches maturity.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

The amortized cost and fair value of debt securities at December 31, 2021, by contractual maturity, are shown below. Securities not due at a single maturity date are shown separately. Expected maturities will differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties (in thousands).

	Available-for-Sale		Held-to-Maturity	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Due in one year or less	\$ 5,157	\$ 5,181	\$ -	\$ -
Due after one year through five years	32,067	32,781	762	763
Due after five years through ten years	48,423	48,130	-	-
Due after ten years	-	-	17	17
Mortgage Backed Securities	170,210	169,350	-	-
Total	\$ 255,857	\$ 255,442	\$ 779	\$ 780

Proceeds from the sales of available-for-sale securities during 2021 amounted to \$24,913,000 resulting in gross gains and gross losses of \$241,000 and \$34,000, respectively. Proceeds from the sales of available-for-sale securities during 2020 amounted to \$18,999,000 resulting in gross gains and gross losses of \$159,000 and \$50,000, respectively. Investment securities with fair values of \$104,149,000 and \$71,032,000 at December 31, 2021 and 2020, respectively, were pledged to secure public deposits and other purposes as required by law.

3. Loans

Major classifications of loans are summarized as follows (in thousands):

	December 31,	
	2021	2020
Commercial	\$ 99,901	\$ 82,692
Commercial real estate	86,344	91,928
Residential real estate	188,704	185,294
Consumer	5,324	4,615
	380,273	364,529
Less allowance for loan losses	3,481	3,721
Net Loans	\$ 376,792	\$ 360,808

The Company grants residential, commercial, and consumer loans to customers throughout its trade area, which is concentrated in North Central Pennsylvania. Although the Company has a diversified loan portfolio at December 31, 2021 and 2020, a substantial portion of its debtors' ability to honor their loan agreements is dependent upon the economic stability of its immediate trade area. The bank also participated in the SBA Paycheck Protection Program Loan Program with 14 loans at \$806,000 as of December 31, 2021 and 58 loans at \$3,533,000 as of December 31, 2020, which are included in the commercial segment above.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

4. Allowance for Loan Losses

Changes in the allowance for loan losses by portfolio segment are as follows (in thousands):

<i>December 31, 2021</i>	<u>Commercial</u>	<u>Commercial Real Estate</u>	<u>Residential Real Estate</u>	<u>Consumer</u>	<u>Unallocated</u>	<u>Total</u>
Beginning Balance	\$ 744	\$ 816	\$ 1,499	\$ 135	\$ 527	\$ 3,721
Charge-offs	(50)	-	-	-	-	(50)
Recoveries	4	-	-	-	-	4
Provision (credit)	147	(126)	(156)	(75)	16	(194)
Ending Balance	<u>\$ 845</u>	<u>\$ 690</u>	<u>\$ 1,343</u>	<u>\$ 60</u>	<u>\$ 543</u>	<u>\$ 3,481</u>
<i>December 31, 2020</i>	<u>Commercial</u>	<u>Commercial Real Estate</u>	<u>Residential Real Estate</u>	<u>Consumer</u>	<u>Unallocated</u>	<u>Total</u>
Beginning Balance	\$ 884	\$ 654	\$ 1,512	\$ 54	\$ 347	\$ 3,451
Charge-offs	-	-	(11)	(55)	-	(66)
Recoveries	-	-	66	-	-	66
Provision	(140)	162	(68)	136	180	270
Ending Balance	<u>\$ 744</u>	<u>\$ 816</u>	<u>\$ 1,499</u>	<u>\$ 135</u>	<u>\$ 527</u>	<u>\$ 3,721</u>

Management has an established methodology to determine the adequacy of the allowance for loan losses that assesses the risks and losses inherent in the loan portfolio. For purposes of determining the allowance for loan losses, the Company has segmented certain loans in the portfolio by product type. Loans are segmented into the following pools: commercial, commercial real estate loans, residential real estate loans, and consumer loans. Historical loss percentages for each risk category are calculated and used as the basis for calculating allowance allocations. These historical loss percentages are calculated over a two-year period during 2021 and during 2020 for all portfolio segments. Certain qualitative factors are then added to the historical allocation percentage to apply the adjusted factor to non-classified loans. The following qualitative factors are analyzed for each portfolio segment and are adjusted based upon relevant changes within the portfolio:

- Levels of and trends in delinquencies
- Trends in volume and terms
- Trends in credit quality ratings
- Changes in management and lending staff
- Economic trends
- Concentrations of credit

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

The total allowance reflects management's estimate of loan losses inherent in the loan portfolio at the consolidated balance sheet date. The following tables present the balance in the allowance for loan losses and the recorded investment in loans by portfolio segment and based on impairment evaluation method as of December 31, 2021 and 2020 (in thousands):

<i>December 31, 2021</i>	<u>Commercial</u>	<u>Commercial Real Estate</u>	<u>Residential Real Estate</u>	<u>Consumer</u>	<u>Unallocated</u>	<u>Total</u>
Allowance for loan losses:						
Individually evaluated for impairment	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Collectively evaluated for impairment	<u>845</u>	<u>690</u>	<u>1,343</u>	<u>60</u>	<u>543</u>	<u>3,481</u>
Total	<u>\$ 845</u>	<u>\$ 690</u>	<u>\$ 1,343</u>	<u>\$ 60</u>	<u>\$ 543</u>	<u>\$ 3,481</u>
Loans:						
Individually evaluated for impairment	\$ 460	\$ -	\$ -	\$ -	\$ -	\$ 460
Collectively evaluated for impairment	<u>99,441</u>	<u>86,344</u>	<u>188,704</u>	<u>5,324</u>	<u>-</u>	<u>379,813</u>
Total	<u>\$ 99,901</u>	<u>\$ 86,344</u>	<u>\$ 188,704</u>	<u>\$ 5,324</u>	<u>\$ -</u>	<u>\$ 380,273</u>
<i>December 31, 2020</i>	<u>Commercial</u>	<u>Commercial Real Estate</u>	<u>Residential Real Estate</u>	<u>Consumer</u>	<u>Unallocated</u>	<u>Total</u>
Allowance for loan losses:						
Individually evaluated for impairment	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Collectively evaluated for impairment	<u>744</u>	<u>816</u>	<u>1,499</u>	<u>135</u>	<u>527</u>	<u>3,721</u>
Total	<u>\$ 744</u>	<u>\$ 816</u>	<u>\$ 1,499</u>	<u>\$ 135</u>	<u>\$ 527</u>	<u>\$ 3,721</u>
Loans:						
Individually evaluated for impairment	\$ 679	\$ -	\$ 319	\$ -	\$ -	\$ 998
Collectively evaluated for impairment	<u>82,013</u>	<u>91,928</u>	<u>184,975</u>	<u>4,615</u>	<u>-</u>	<u>363,531</u>
Total	<u>\$ 82,692</u>	<u>\$ 91,928</u>	<u>\$ 185,294</u>	<u>\$ 4,615</u>	<u>\$ -</u>	<u>\$ 364,529</u>

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

Credit Quality Information

The Company's internally assigned loan grades are as follows:

Pass loans are protected by the current net worth and paying capacity of the obligor or by the value of the underlying collateral. There are five sub-grades within the pass category to further distinguish the loan.

Special Mention loans are loans for which a potential weakness or risk exists, which could cause a more serious problem if not corrected.

Substandard loans have a well-defined weakness based on objective evidence and are characterized by the distinct possibility that the bank will sustain some loss if the deficiencies are not corrected.

Doubtful loans have all the weaknesses inherent in a substandard asset. In addition, these weaknesses make collection or liquidation in full highly questionable and improbable, based on existing circumstances.

Loss loans are considered uncollectible, or of such value that continuance as an asset is not warranted.

The following tables represent credit exposures for commercial real estate and commercial loans by internally assigned grades for the years ended December 31, 2021 and 2020. The grading analysis estimates the capability of the borrower to repay the contractual obligations of the loan agreements as scheduled or at all. The Company's internal credit risk grading system is based on experiences with similarly graded loans (in thousands).

	Loans to States and Political Subdivisions	Other Commercial Loans	Loans for Investment Properties	Other Commercial Real Estate Loans	Total
<i>December 31, 2021</i>					
Pass	\$ 23,330	\$ 73,183	\$ 26,376	\$ 58,978	\$ 181,867
Special Mention	-	1,264	-	934	2,198
Substandard	-	2,124	56	-	2,180
Doubtful	-	-	-	-	-
Loss	-	-	-	-	-
Total	\$ 23,330	\$ 76,571	\$ 26,432	\$ 59,912	\$ 186,245

	Loans to States and Political Subdivisions	Other Commercial Loans	Loans for Investment Properties	Other Commercial Real Estate Loans	Total
<i>December 31, 2020</i>					
Pass	\$ 12,389	\$ 65,899	\$ 33,766	\$ 57,064	\$ 169,118
Special Mention	-	150	-	1,077	1,227
Substandard	-	4,254	21	-	4,275
Doubtful	-	-	-	-	-
Loss	-	-	-	-	-
Total	\$ 12,389	\$ 70,303	\$ 33,787	\$ 58,141	\$ 174,620

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

The Company evaluates credit quality for residential real estate and consumer loans based upon the aging status of the loan, which is presented below, and by payment activity. The following tables present performing and nonperforming residential real estate and consumer loans based on payment activity for the years ended December 31, 2021 and 2020 (in thousands):

<i>December 31, 2021</i>	First Mortgages	Home Equity Loans	Consumer	Total
Performing	\$ 166,145	\$ 21,603	\$ 5,324	\$ 193,072
Nonperforming (Nonaccrual loans)	887	69	-	956
Total	\$ 167,032	\$ 21,672	\$ 5,324	\$ 194,028
<i>December 31, 2020</i>	First Mortgages	Home Equity Loans	Consumer	Total
Performing	\$ 158,175	\$ 26,366	\$ 4,615	\$ 189,156
Nonperforming (Nonaccrual loans)	723	30	-	753
Total	\$ 158,898	\$ 26,396	\$ 4,615	\$ 189,909

Following are tables which include an aging analysis of the recorded investment of past-due loans as of December 31, 2021 and 2020 (in thousands):

2021	Loans Past Due (Days)				Current	Total Loans
	30-59	60-89	90+	Total		
Commercial:						
Obligations of states and political subdivisions	\$ 26	\$ -	\$ -	\$ 26	\$ 23,304	\$ 23,330
Other commercial loans	56	-	-	56	76,515	76,571
Commercial real estate:						
Loans for investment property	147	194	-	341	26,091	26,432
Other commercial real estate loans	-	-	-	-	59,912	59,912
Residential mortgage loans:						
First mortgages	2,303	40	93	2,436	164,596	167,032
Home equity loans	195	3	6	204	21,468	21,672
Consumer	20	4	-	24	5,300	5,324
Total	\$ 2,747	\$ 241	\$ 99	\$ 3,087	\$ 377,186	\$ 380,273

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

2020	Loans Past Due (Days)				Total	Current	Total Loans
	30-59	60-89	90+	Total			
Commercial:							
Obligations of states and political subdivisions	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 12,389	\$ 12,389
Other commercial loans	50	-	-	50	-	70,253	70,303
Commercial real estate:							
Loans for investment property	147	207	-	354	-	33,433	33,787
Other commercial real estate loans	26	-	-	26	-	58,115	58,141
Residential mortgage loans:							
First mortgages	1,285	166	647	2,098	-	156,800	158,898
Home equity loans	161	-	-	161	-	26,235	26,396
Consumer	10	-	-	10	-	4,605	4,615
Total	<u>\$ 1,679</u>	<u>\$ 373</u>	<u>\$ 647</u>	<u>\$ 2,699</u>	<u>\$ -</u>	<u>\$ 361,830</u>	<u>\$ 364,529</u>

Impaired Loans

Management evaluates commercial loans and commercial real estate loans which are 90 days or more past due and considers them to be impaired. Loans rated substandard or doubtful are also evaluated for impairment. These loans are analyzed to determine whether it is probable that all amounts will not be collected according to the contractual terms of the loan agreement. If management determines that the value of the impaired loan is less than the recorded investment in the loan (net of previous charge-offs, deferred loan fees, or costs and unamortized premium or discount), impairment is recognized through an allowance estimate or a charge-off to the allowance.

The following tables include the recorded investment and unpaid principal balances for impaired loans with the associated allowance amount, if applicable, as of and for the years ending December 31 (in thousands):

	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment	Interest Income Recognized
<i>December 31, 2021</i>					
With no related allowance recorded:					
Commercial:					
Other commercial loans	\$ 460	\$ 994	\$ -	\$ 559	\$ -
Commercial real estate:					
Loans for investment properties	-	-	-	-	-
Residential real estate:					
First mortgages	-	-	-	-	-
With an allowance recorded:					
Commercial:					
Other commercial loans	-	-	-	-	-
Commercial real estate:					
Loans for investment properties	-	-	-	-	-
Residential mortgage loans:					
First mortgages	-	-	-	-	-
Total	<u>\$ 460</u>	<u>\$ 994</u>	<u>\$ -</u>	<u>\$ 559</u>	<u>\$ -</u>

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

<i>December 31, 2020</i>	<u>Recorded Investment</u>	<u>Unpaid Principal Balance</u>	<u>Related Allowance</u>	<u>Average Recorded Investment</u>	<u>Interest Income Recognized</u>
With no related allowance recorded:					
Commercial:					
Other commercial loans	\$ 679	\$ 1,170	\$ -	\$ 780	\$ -
Commercial real estate:					
Loans for investment properties	-	-	-	-	-
Residential real estate:					
First mortgages	319	357	-	330	19
With an allowance recorded:					
Commercial:					
Other commercial loans	-	-	-	-	-
Commercial real estate:					
Loans for investment properties	-	-	-	-	-
Residential mortgage loans:					
First mortgages	-	-	-	-	-
Total	<u>\$ 998</u>	<u>\$ 1,527</u>	<u>\$ -</u>	<u>\$ 1,110</u>	<u>\$ 19</u>

Nonaccrual Loans

Loans are considered for nonaccrual status when they are 90 days past due. When a loan is placed on nonaccrual status, previously accrued but unpaid interest is deducted from interest income.

The following tables present loans that are on nonaccrual status and that are 90 days past due and still accruing interest by portfolio segment as of December 31 (in thousands):

<i>December 31, 2021</i>	<u>Nonaccrual</u>	<u>Past Due 90 Days or More and Still Accruing</u>
Commercial:		
Obligations of states and political subdivisions	-	-
Other commercial loans	460	-
Commercial real estate:		
Loans for investment properties	-	-
Other commercial real estate loans	-	-
Residential mortgage loans:		
First mortgages	887	-
Home equity loans	69	-
Consumer loans	-	-
	<u>\$ 1,416</u>	<u>\$ -</u>

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

<i>December 31, 2020</i>	Nonaccrual	Past Due 90 Days or More and Still Accruing
Commercial:		
Obligations of states and political subdivisions	\$ -	\$ -
Other commercial loans	679	-
Commercial real estate:		
Loans for investment properties	-	-
Other commercial real estate loans	-	-
Residential mortgage loans:		
First mortgages	475	248
Home equity loans	30	-
Consumer loans	-	-
	\$ 1,184	\$ 248

Interest income on nonaccrual loans not recognized during 2021 and 2020 was \$67,000 and \$110,000, respectively.

Additionally, the Company is working with borrowers impacted by COVID-19 and providing modifications to include interest only deferral or principal and interest deferral, including payment extensions and interest only payments. These modifications are excluded from troubled open restructuring classification under Section 4013 of the CARES Act or under applicable interagency guidance of the federal banking regulators. As of December 31, 2020, the Company modified 34 loans with outstanding balances of \$13,218,000. As of December 31, 2021, there were no modified loans.

The Bank identifies loans for potential restructure primarily through direct communication with the borrower and evaluation of the borrower's financial statements, revenue projections, tax returns, and credit reports. Even if the borrower is not presently in default, management will consider the likelihood that cash flow shortages, adverse economic conditions, and negative trends may result in a payment default in the near future.

TDRs may be designated as performing or non-performing. A TDR may be designated as performing if the loan has demonstrated sustained performance under the modified terms. The period of sustained performance may include the periods prior to modification if prior performance met or exceeded the modified terms. For non-performing restructured loans, the loan will remain on non-accrual status until the borrower demonstrates a sustained period of performance, generally six consecutive months of payments. The Bank had \$310,000 and \$319,000 in total performing restructured loans as of December 31, 2021 and 2020, respectively. During the year ended December 31, 2021 and 2020, the Bank did not have any loans classified as troubled debt restructurings that subsequently defaulted.

There was no troubled debt restructuring activity for the Bank during 2021 and 2020 periods, respectively.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

5. Premises and Equipment

Major classifications of premises and equipment are summarized as follows (in thousands):

<i>December 31,</i>	2021	2020
Land and improvements	\$ 1,969	\$ 1,969
Buildings and improvements	10,338	10,181
Furniture, fixtures and equipment	4,976	4,973
	17,283	17,123
Less accumulated depreciation	8,225	7,689
Total	\$ 9,058	\$ 9,434

Depreciation expense for the years ended December 31, 2021 and 2020 was \$634,000 and \$611,000, respectively.

6. Leases

In the normal course of business, the Company leases a property for one of its branch locations. This lease has a remaining term of eight years with no renewal options remaining. This lease was classified as an operating lease as of the commencement date. Lease expense for operating leases is recognized on a straight line basis over the lease term. Right-of-use assets represent our right to use an underlying asset for the lease term, and lease liabilities represent our obligation to make lease payments arising from the lease. Right-of-use assets and lease liabilities are recognized at the lease commencement date based on the estimated present value of lease payments over the lease term.

The Company uses its incremental borrowing rate at lease commencement to calculate the present value of lease payments when the rate implicit in a lease is not known. The Company's incremental borrowing rate is based on the FHLB amortizing advance rate, adjusted for the lease term and other factors. The incremental borrowing rate used at lease commencement was 3.00%.

Right-of-use assets and lease liabilities by lease type and associated balance sheet captions are as follows (in thousands):

	<u>Balance Sheet Classification</u>	<u>December 31,</u>	
		<u>2021</u>	<u>2020</u>
Right-of-use asset:			
Operating Lease	Buildings and Improvements	\$368	\$422
Lease liability:			
Operating Lease	Other Liabilities	\$368	\$422

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

Future undiscounted lease payments as of December 31, 2021 are as follows (in thousands):

<i>Year Ending December 31,</i>		
2022	\$	66
2023		66
2024		66
2025		66
2026		66
Thereafter		276
Total undiscounted lease payments		606
Less: imputed interest		(238)
Net lease Liability	\$	368

7. Deposits

The components of deposits at December 31, 2021 and 2020 are as follows (in thousands):

<i>December 31,</i>	2021	2020
Demand, noninterest-bearing	\$ 152,391	\$ 130,351
Demand, interest-bearing	98,905	84,560
Savings	116,525	102,814
Money Market Accounts	151,730	100,902
Time, \$250 and over	19,681	22,391
Time, other	89,694	104,162
Total	\$ 628,926	\$ 545,180

Time deposits and their remaining maturities at December 31, 2021 are as follows (in thousands):

<i>Year Ending December 31,</i>		
2022	\$	44,265
2023		24,425
2024		18,259
2025		13,638
2026		8,546
Thereafter		242
	\$	109,375

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

8. Borrowings and Subordinated Debt

Borrowings

Borrowings at December 31, 2021 and 2020 consisted of the following advances from the Federal Home Loan Bank (dollars in thousands):

Maturity Date	Interest Rate	December 31,	
		2021	2020
March 8, 2021	0.849%	-	1,000
March 7, 2022	0.909%	1,000	1,000
Total		\$ 1,000	\$ 2,000

Each advance is payable at its maturity date, with a prepayment penalty for fixed rate advances. The advances were collateralized by \$318,218,000 and \$287,287,000 of mortgage and non-mortgage loans under a blanket lien arrangement at December 31, 2021 and December 31, 2020, respectively. Based on this collateral, and the Company's holding of FHLB stock, the Company is eligible to borrow up to \$213,481,000 at December 31, 2021. Additionally, the Company had unused unsecured lines of credit with correspondent banks which provided another \$11,000,000 of available credit at December 31, 2021.

Subordinated Debt

In June 2021, the Company issued \$10 million of subordinated debt. The subordinated debt has a term of 10 years, maturing in June 2031, and a contractual fixed interest rate of 4.50% through June 30, 2026. The effective rate is 4.70%, which includes the amortization of issuance costs. Subsequent to June 30, 2026, the interest rate will be floating, based on the 90-day average Secured Overnight Financing Rate ("SOFR") plus 382 basis points. Interest is paid semi-annually in June and December.

The Company may redeem or prepay any or all of the subordinated debt, in whole or in part, without premium or penalty, at any time on or after June 30, 2026, and prior to the maturity date at a price of 100% of the principal amount, plus interest accrued and unpaid to the date of redemption or prepayment.

9. Employee Stock Ownership Plan

The Company established an Employee Stock Ownership Plan in 2021 to provide additional benefits to employees. The ESOP borrowed money from the Company to purchase 24,307 shares of stock at \$38.00 per share. The Company makes discretionary contributions to the ESOP, as well as paying dividends on unallocated shares to the ESOP, and the ESOP uses funds it receives to repay the loan. When loan payments are made, ESOP shares are allocated to participants based on relative compensation and expense is recorded. In 2021, the total expense was 6% of qualifying compensation, or approximately \$365,000. Dividends on allocated shares increase participant accounts.

Participants receive their allocated shares at the end of employment. A participant may require stock received to be repurchased unless the stock is traded on an established market.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

Shares held by the ESOP were as follows as of December 31, 2021:

Allocated to participants	8,942
Unallocated	<u>15,365</u>
Total ESOP shares	<u>24,307</u>

Fair value of unearned shares at December 31, 2021 \$607,606

10. Revenue Recognition

All the revenue from contracts with customers, within the scope of ASC 606 is recognized in Non Interest Income. The following table presents the Company's sources of Non-Interest Income for the years ended December 31, 2021 and 2020, respectively. Items outside the scope of ASC 606 are noted as such.

<i>December 31,</i>	<u>2021</u>	<u>2020</u>
Non-Interest Income		
Service Charges on deposit accounts	\$ 341	\$ 371
Trust Services - Asset Management	947	841
Trust Services - Estate Settlement	24	58
Debit Card Income	1,058	906
Insurance and investment management fees	179	79
ATM Service Charge Income	61	36
Loan servicing income	417	419
Gains on sale of loans*	1,363	2,005
Earnings on bank-owned life insurance*	340	278
Investment security gains (losses)*	207	109
Other	<u> 697</u>	<u> 469</u>
Total	<u><u>\$ 5,634</u></u>	<u><u>\$ 5,571</u></u>

“**” Not within the scope of ASC 606

Sources of revenue for the Company which fall within the scope of ASC 606 are described as follows:

- Service Charges on Deposit Accounts - The Bank earns fees from its deposit customers for various services, including transaction-based services and periodic account maintenance. Transaction based services include, but are not limited to stop payment fees, overdraft fees, check cashing fees, wire transfer fees, and early withdrawal penalties. Maintenance fees include account maintenance fees, minimum balance fees, and monthly service charge. Transaction based fees are only recognized when the transaction is complete, and maintenance fees are recognized when the period of the obligation is complete.
- Trust Services
 - Asset Management - The Trust department receives fees for providing trust related

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

- services including Investment Management, Security Custody, and Other Trust Services. These fees are based upon the value of assets under management and are assessed using a tiered rate schedule. Fees are recognized on a monthly basis when the service obligation is complete. These fees are recognized in trust services income on the Consolidated Statement of Income.
- Estate Settlement - The trust department provides estate settlement services. These fees are based on the estimated fair value of the estate according to a tiered rate schedule. Each estate is unique in the nature, size, and complexity, and may include many tasks or milestones to complete. Fees are recognized in proportion to the number of milestones completed which is a judgement made by the trust management team. These fees are included in trust services income on the Consolidated Statements of Income.
- Debit Card Income - The Bank provides electronic funds transfer processing services for the debit cards it offers to its customers. The Bank earns interchange fees from each cardholder transaction conducted through various networks. The fees are transaction based and are earned when the transaction is complete. These fees are recognized in other income on the Consolidated Statements of Income.
- Insurance and Investment Service Fees - The Company sells investments and insurance through its Trust and Wealth Management division. Commissions from the sale of these products are recognized upon the completion of the transaction. These fees are recognized in other income on the Consolidated Statements of Income.
- ATM Service Charges - ATM service charges are earned when non customers use Bank ATMs. These fees are recognized when the transaction is complete. These fees are recognized in other income on The Consolidated Statements of Income.
- Gains/ Losses on the Sale of Other Real Estate - these assets are de-recognized when control of the property transfers to the buyer. These gains/losses are included in other income on the Consolidated Statements of Income.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

11. Income Taxes

The provision for Federal income taxes consists of (in thousands):

<i>December 31,</i>	2021	2020
Current expense	\$ 959	\$ 908
Deferred (benefit)	(187)	(32)
Total	\$ 772	\$ 876

The tax effects of deductible and taxable temporary differences that give rise to significant portions of the deferred tax assets and deferred tax liabilities, respectively, at December 31 are as follows (in thousands):

<i>December 31,</i>	2021	2020
Deferred tax assets:		
Allowance for loan losses	\$ 731	\$ 763
Nonaccrual loan interest	133	138
Lease liability	77	89
Unrealized loss on investment securities	87	-
Other	157	134
Total gross deferred tax assets	1,185	1,124
Deferred tax liabilities:		
Premises and equipment	152	331
Investment accretion	6	7
Loan origination fees and costs	88	84
Mortgage servicing rights	119	104
Right of use asset	77	89
Unrealized gain on investment securities	-	627
Other	12	52
Total gross deferred tax liabilities	454	1,294
Net Deferred Tax Asset/(Liability)	\$ 731	\$ (170)

No valuation allowance was established at December 31, 2021 and 2020, in view of the Company's ability to carryback to taxes paid in previous years and certain tax strategies, coupled with the anticipated future taxable income as evidenced by the Company's earnings potential. Net deferred tax assets are included in Accrued Interest and Other Assets on the consolidated balance sheets.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

The following is a reconciliation of the federal statutory rate and the Company's effective income tax rate for the years ended December 31 (dollars in thousands):

	2021			2020	
	Amount	Percent of Pretax Income		Amount	Percent of Pretax Income
Provision at statutory rate	\$ 1,055	21.0 %		\$ 1,120	21.0 %
Effect of tax-exempt income	(222)	(4.4)		(200)	(3.7)
Nondeductible interest expense	8	0.2		11	0.2
Bank Owned Life Insurance	(71)	(1.4)		(58)	(1.1)
Other	2	0.0		3	0.0
Actual Tax Expense and Effective Rate	\$ 772	15.4 %		\$ 876	16.4 %

The Company prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. Benefits from tax positions should be recognized in the financial statements only when it is more likely than not that the tax position will be sustained upon examination by the appropriate taxing authority that would have full knowledge of all relevant information. A tax position that meets the more-likely-than-not recognition threshold is measured at the largest amount of benefit that is greater than 50 percent likely of being realized upon ultimate settlement. Tax positions that previously failed to meet the more-likely-than-not recognition threshold should be recognized in the first subsequent financial reporting period in which that threshold is met. Previously recognized tax positions that no longer meet the more-likely-than-not recognition threshold should be derecognized in the first subsequent financial reporting period in which that threshold is no longer met.

There is currently no liability for uncertain tax positions and no known unrecognized tax benefits. The Company recognizes, when applicable, interest and penalties related to unrecognized tax benefits in the provision for income taxes in the consolidated statements of income. With few exceptions, the Company is no longer subject to U.S. federal or state income tax examinations by tax authorities for years before 2018.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

12. Commitments and Contingencies

In the normal course of business, the Company makes various commitments that are not reflected in the accompanying consolidated financial statements. These instruments involve, to varying degrees, elements of credit and interest rate risk in excess of the amount recognized in the consolidated balance sheets. The Company's exposure to credit loss in the event of nonperformance by the other parties to the financial instruments is represented by the contractual amounts as disclosed. Losses, if any, are charged to the allowance for loan losses. The Company minimizes its exposure to credit loss under these commitments by subjecting them to credit approval, review procedures, and collateral requirements as deemed necessary.

The off-balance sheet commitments consisted of the following (in thousands):

<i>December 31,</i>	<u>2021</u>	<u>2020</u>
Commitments to extend credit	\$ 105,768	\$ 104,668
Standby letters of credit	4,695	4,240

Commitments to extend credit are agreements to lend to a customer as long as there is no violation of any condition established in the loan agreement. These commitments are composed primarily of available commercial lines of credit and mortgage loan commitments. The Company uses the same credit policies in making loan commitments and conditional obligations as it does for on-balance sheet instruments. The Company evaluates each customer's creditworthiness on a case-by-case basis. The amount of collateral obtained, as deemed necessary, is based upon management's credit evaluation in compliance with the Company's lending policy guidelines. Customers use credit commitments to ensure funds will be available for working capital purposes, for capital expenditures, and to ensure access to funds at specified terms and conditions.

Standby letters of credit are conditional commitments issued by the Company to guarantee the performance of a customer to a third party. Performance letters of credit represent conditional commitments issued by the Company to guarantee the performance of a customer to a third party. These instruments are issued primarily to support bid or performance-related contracts. The coverage period for these instruments is typically a one-year period with an annual renewal option subject to prior approval by management. Fees earned from the issuance of these letters are recognized over the coverage period. For secured letters of credit, the collateral is typically company deposit instruments or customer business assets.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

13. Accumulated Other Comprehensive Loss

The following tables present the changes in accumulated other comprehensive loss by component net of tax for the years ended December 31, 2021 and 2020 (in thousands):

	Unrealized Gains (Losses) on Available-for-Sale Securities
Balance as of December 31, 2019	\$ 330
Other comprehensive income before reclassification	2,108
Amount reclassified from accumulated other comprehensive loss	(80)
Total other comprehensive income	2,028
Balance as of December 31, 2020	2,358
Other comprehensive income before reclassification	(2,522)
Amount reclassified from accumulated other comprehensive loss	(164)
Total other comprehensive income	(2,686)
Balance as of December 31, 2021	\$ (328)

The following table presents significant amounts reclassified out of accumulated other comprehensive loss for the years ended December 31, 2021 and 2020 (in thousands):

	Amount Reclassified from Accumulated Other Comprehensive Loss		Affected Line Item in the Consolidated Statements of Income
	2021	2020	
Unrealized gains on available-for-sale securities:			
	\$ (207)	\$ (101)	Investment securities gains, net Income taxes
	43	21	
	\$ (164)	\$ (80)	Net of tax

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

14. Regulatory Matters

Cash and Due from Banks

The Bank is required to maintain average cash reserve balances in vault cash or with the Federal Reserve Bank. There are no required reserves at December 31, 2021 or December 31, 2020.

Loans

Federal law prevents the Company from borrowing from the Bank unless the loans are secured by specific collateral. Further, such secured loans are limited in amount to 10 percent of the Bank's common stock and capital surplus.

Dividends

The Company is subject to a dividend restriction that generally limits the amount of dividends that can be paid by a national bank. Prior approval of the Office of the Comptroller of the Currency ("OCC") is required if the total of all dividends declared by a national bank in any calendar year exceeds net profits, as defined for the year, combined with its retained net profits for the two preceding calendar years less any required transfers to surplus. Using this formula, the amount available for payment of dividends by the Bank in 2022, without approval of the OCC, is approximately \$6,334,000 plus 2022 net profits retained up to the date of the dividend declaration.

Capital Requirements

The Bank is subject to various regulatory capital requirements administered by the federal banking agencies. Failure to meet the minimum capital requirements can initiate certain mandatory and possibly additional discretionary-actions by regulators that, if undertaken, could have a direct material effect on the Bank's financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Bank must meet specific capital guidelines that involve quantitative measures of the Bank's assets, liabilities, and certain off-balance sheet items as calculated under regulatory accounting practices. The Bank's capital amounts and classification are also subject to qualitative judgments by the regulators about components, risk-weightings and other factors.

Information presented for December 31, 2021 and 2020, reflects the Basel III capital requirements. Under these capital requirements and the regulatory framework for prompt corrective action, the Bank must meet specific capital guidelines that involve quantitative measures of the Bank's assets, liabilities and certain off-balance-sheet items as calculated under regulatory accounting practices. The Bank's capital amounts and classifications are also subject to qualitative judgments by regulators about components, risk-weightings and other factors.

The risk-based capital rules adopted effective January 1, 2015 require that banks and holding companies maintain a "capital conservation buffer" of 250 basis points in excess of the "minimum capital ratio." The minimum capital ratio is equal to the prompt corrective action adequately capitalized threshold ratio. The capital conservation buffer is 2.5% for 2019 and thereafter. Failure to maintain the required capital conservation buffer will result in limitations on capital distributions and on discretionary bonuses to executive officers.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

Effective January 1, 2021, the capital levels required for the Bank to avoid these limitations were as follows:

- Common Equity Tier 1 capital ratio of 7.00%
- Tier 1 risk based capital ratio of 8.50%
- Total risk based capital ratio of 10.50%

As of December 31, 2021, the Bank had a conservation buffer greater than 2.5%.

In addition to the capital requirements, the Federal Deposit Insurance Corporation Improvement Act ("FDICIA") established five capital categories ranging from "well capitalized" to "critically undercapitalized." Should any institution fail to meet the requirements to be considered "adequately capitalized," it would become subject to a series of increasingly restrictive regulatory actions.

As of December 31, 2021 and 2020, the OCC categorized the Bank as well-capitalized under the regulatory framework for prompt corrective action. To be classified as a well-capitalized financial institution, Common equity Tier 1, Total risk-based, Tier I risk-based, and Tier I leverage capital ratios must be at least 6.5 percent, 10.0 percent, 8.0 percent, and 5.0 percent, respectively.

The following table presents the Bank's Capital Ratios as of the dates indicated (dollars in thousands).

2021	Actual		To be Adequately Capitalized under Prompt Corrective Action Provisions		To be Well Capitalized under Prompt Corrective Action Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
Common equity Tier 1 (total risk-weighted assets)	\$ 62,596	16.34%	\$ ≥17,241	≥4.5%	\$ ≥24,904	≥6.5%
Total capital (to risk-weighted assets)	66,077	17.25%	≥30,651	≥8.0%	≥38,314	≥10.0%
Tier I capital (to risk-weighted assets)	62,596	16.34%	≥22,988	≥6.0%	≥30,651	≥8.0%
Tier I capital (to average assets)	62,596	9.12%	≥27,449	≥4.0%	≥34,312	≥5.0%
2020						
Common equity Tier 1 (total risk-weighted assets)	\$ 59,016	17.08%	\$ ≥15,549	≥4.5%	\$ ≥22,460	≥ 6.5%
Total capital (to risk-weighted assets)	62,737	18.16%	≥27,643	≥8.0%	≥34,554	≥10.0%
Tier I capital (to risk-weighted assets)	59,016	17.08%	≥20,733	≥6.0%	≥27,643	≥ 8.0%
Tier I capital (to average assets)	59,016	9.82%	≥24,034	≥4.0%	≥30,043	≥ 5.0%

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

15. Fair Value Measurements

The following disclosures show the hierarchal disclosure framework associated with the level of pricing observations utilized in measuring assets and liabilities at fair value. The three broad levels of pricing observations are as follows:

Level 1: Quoted prices are available in active markets for identical assets or liabilities as of the reported date.

Level 2: Pricing inputs are other than the quoted prices in active markets, which are either directly or indirectly observable as of the reported date. The nature of these assets and liabilities includes items for which quoted prices are available but traded less frequently and items that are fair-valued using other financial instruments, the parameters of which can be directly observed.

Level 3: Valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

This hierarchy requires the use of observable market data when available.

The following tables present the assets measured on a recurring basis on the consolidated balance sheets at their fair value as of December 31, 2021 and 2020, by level within the fair value hierarchy. Financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement (in thousands).

<i>December 31, 2021</i>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Assets measured on a recurring basis:				
Investment securities available-for-sale:				
Obligations of states and political subdivisions	\$ -	\$ 86,092	\$ -	\$ 86,092
Mortgage-backed securities in government-sponsored entities	-	169,350	-	169,350
Equity securities in financial institutions	216	-	-	216
Total	<u>\$ 216</u>	<u>\$ 255,442</u>	<u>\$ -</u>	<u>\$ 255,658</u>

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

Assets measured on a recurring basis:

Investment securities available-for-sale:						
Obligations of states and political subdivisions	\$	-	\$	66,128	\$	66,128
Mortgage-backed securities in government-sponsored entities		-		123,508		123,508
Equity securities in financial institutions		205		-		205
Total	\$	205	\$	189,636	\$	189,841

OREO is measured at fair value, less estimated costs to sell at the date of foreclosure, establishing a new cost basis. Subsequent to foreclosure, valuations are periodically performed by management and OREO is carried at the lower of carrying amount or fair value, less estimated costs to sell. The Company had no OREO as of December 31, 2021. The following table summarizes OREO as of December 31, 2020 (in thousands).

	Level 1	Level 2	Level 3	Total		
Fair value measurements on nonrecurring basis:						
Other real estate owned	\$	-	\$	274	\$	274
Total	\$	-	\$	274	\$	274

The following table provides information describing the valuation processes used to determine nonrecurring fair value measurements categorized within Level III of the fair value hierarchy (in thousands):

December 31, 2020

	Quantitative Information About Level 3 Fair Value Measurements			Range (Weighted Average)	
Fair Value	Valuation Techniques	Unobservable Input			
Other real estate owned	\$	274	Appraisal of collateral (1) (3)	Appraisal adjustments (2)	10% - 59% (29%)

- (1) Fair value is generally determined through independent appraisals of the underlying collateral, which include various level III inputs which are not identifiable.
- (2) Appraisals may be adjusted by management for qualitative factors such as economic conditions, aging, and/or estimated liquidation expenses incurred when selling the collateral. The range and weighted average of appraisal adjustments and liquidation expenses are presented as a percentage of the appraisal.
- (3) Includes qualitative adjustments by management and estimated liquidation expenses.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

16. Fair Value of Financial Instruments

The fair values at December 31 of the Company's financial instruments are as follows (in thousands):

	Carrying Value	Fair Value	Level 1	Level 2	Level 3
<i>December 31, 2021</i>					
Financial Assets:					
Cash and cash equivalents	\$ 35,615	\$ 35,615	\$ 35,615	\$ -	\$ -
Investment securities:					
Available-for-sale	255,442	255,442	-	255,442	-
Held-to-maturity	779	780	-	780	-
Equity securities	216	216	216	-	-
Loans held for sale	2,979	2,979	2,979	-	-
Net loans	376,792	400,982	-	-	400,982
Restricted stock	2,450	N/A	N/A	N/A	N/A
Mortgage servicing rights	568	1,002	-	1,002	-
Accrued interest receivable	1,824	1,824	-	1,824	-
Financial Liabilities:					
Deposits	628,926	629,766	-	629,766	-
Borrowings	1,000	1,000	-	1,000	-
Accrued interest payable	74	74	-	74	-
<i>December 31, 2020</i>					
Financial Assets:					
Cash and cash equivalents	\$ 27,376	\$ 27,376	\$ 27,376	\$ -	\$ -
Investment securities:					
Available-for-sale	189,636	189,636	-	189,636	-
Held-to-maturity	1,014	1,030	-	1,030	-
Equity securities	205	205	205	-	-
Loans held for sale	2,622	2,622	2,622	-	-
Net loans	360,808	372,451	-	-	372,451
Restricted stock	3,002	N/A	N/A	N/A	N/A
Mortgage servicing rights	493	746	-	746	-
Accrued interest receivable	1,629	1,629	-	1,629	-
Financial Liabilities:					
Deposits	545,180	543,476	-	543,476	-
Borrowings	2,000	2,000	-	2,000	-
Accrued interest payable	112	112	-	112	-

Financial instruments are defined as cash, evidence of ownership interest in an entity, or a contract that creates an obligation or right to receive or deliver cash or another financial instrument from/to a second entity on potentially favorable or unfavorable terms.

Fair value is defined as the amount at which a financial instrument could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale. If a quoted market price is available for a financial instrument, the estimated fair value would be calculated based upon the market price per trading unit of the instrument.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

If no readily available market exists, the fair value estimates for financial instruments should be based upon management's judgment regarding current economic conditions, interest rate risk, expected cash flows, future estimated losses, and other factors as determined through various option pricing formulas. As many of these assumptions result from judgments made by management based upon estimates that are inherently uncertain, the resulting estimated fair values may not be indicative of the amount realizable in the sale of a particular financial instrument. In addition, changes in assumptions on which the estimated fair values are based may have a significant impact on the resulting estimated fair values.

In accordance with Accounting Standards Update (ASU) 2016-01, *Recognition and Measurement of Financial Assets and Liabilities*, the Company has considered the exit price notion when measuring the fair value of financial instruments.

The Company employed simulation modeling in determining the estimated fair value of financial instruments for which quoted market prices were not available based upon the following assumptions:

Investment Securities

The fair market value of investment securities is equal to the available quoted market price. If no quoted market price is available, fair value is estimated using the quoted market price for similar securities. Fair values for certain corporate bonds were determined utilizing discounted cash flow models, due to the absence of a current market to provide reliable market quotes for the instruments.

Mortgage Servicing Rights

The fair value for mortgage servicing rights is estimated by discounting contractual cash flows and adjusting for prepayment estimates. Discount rates are based upon rates generally charged for such loans with similar characteristics.

Commitments to Extend Credit and Commercial Letters of Credit

These financial instruments are generally not subject to sale, and estimated fair values are not readily available.

The carrying value, represented by the net deferred fee arising from the unrecognized commitment or letter of credit, and the fair value, determined by discounting the remaining contractual fee over the term of the commitment using fees currently charged to enter into similar agreements with similar credit risk, are not considered material for disclosure. The contractual amounts of unfunded commitments and letters of credit are presented in Note 11.

Northumberland Bancorp

Notes to Consolidated Financial Statements for December 31, 2021 and 2020

17. Related Party Transactions

Certain officers, directors and other related parties have loans and conduct other transactions with the Company. Deposits of related parties totaled \$4,259,000 and \$1,833,000 at December 31, 2021 and 2020, respectively. The aggregate dollar amount of loans to related parties, along with an analysis of the activity for December 31, 2021 and 2020 are as follows (in thousands):

<i>December 31,</i>	<u>2021</u>	<u>2020</u>
Balance, beginning	\$ 15,999	\$ 2,305
Additions	109	1,059
Repayments	(1,547)	(868)
Effect of changes in composition of related parties	<u>(331)</u>	<u>13,503</u>
Balance, ending	<u>\$ 14,230</u>	<u>\$ 15,999</u>

18. Subsequent Events

Management has reviewed events occurring through April 13, 2022, the date the financial statements were available to be issued for items that should potentially be recognized or disclosed in these consolidated financial statements.