

Gateway Community Financial, MHC (Mutual; Sewell, NJ) has agreed to merge with Investors Bancorp, Inc. (MHC) (NASDAQ: ISBC; Short Hills, NJ)

Sandler O'Neill served as financial advisor to Gateway Community Financial, MHC in this transaction. This transaction is Sandler O'Neill's 73rd bank or thrift transaction nationwide since January 1, 2011. Sandler O'Neill has served as a financial advisor on more bank and thrift transactions than any other investment bank during that time period.¹

Short Hills, N.J. – (PR NEWSWIRE) – April 5, 2013 - Investors Bancorp, Inc. (NASDAQ:ISBC) ("Company"), the holding company for Investors Bank, and Gateway Community Financial Corporation ("Gateway"), the mid-tier holding company for GCF Bank, today jointly announced the signing of a definitive merger agreement. GCF Bank operates 4 branches in Gloucester County, New Jersey, and as of December 31, 2012 had assets of \$309.8 million, deposits of \$278.6 million and net worth of \$24.6 million.

Under the terms of the merger agreement, Gateway Community Financial MHC will merge into Investors Bancorp, MHC ("Investors MHC"), with Investors MHC the surviving entity, to be followed by the merger of Gateway Community Financial Corporation into Investors Bancorp, Inc., with Investors Bancorp, Inc. the surviving entity, and the merger of GCF Bank into Investors Bank, with Investors Bank the surviving entity. As Gateway Community Financial has no public shareholders, no merger consideration will be paid to third parties. Investors Bancorp, Inc. will issue shares of its common stock to Investors MHC as consideration for the transaction. The number of shares to be issued will be based on the pro forma market valuation of Gateway as determined by an independent appraisal. Depositors of GCF Bank will become depositors of Investors Bank, and will have the same rights and privileges in Investors MHC as if their accounts had been established in Investors Bank on the date established at GCF Bank. . The merger has been approved by each company's board of directors and is anticipated to close in the third quarter of 2013, subject to regulatory approvals and other customary closing conditions.

Kevin Cummings, President and Chief Executive Officer of Investors Bank, stated that, "We are excited about this acquisition of another mutual holding company. Along with our anticipated merger of Roma Financial MHC, this acquisition enhances our footprint in the Southern New Jersey and greater Philadelphia markets. Investors will create an advisory board to strengthen our commitment to the local community."

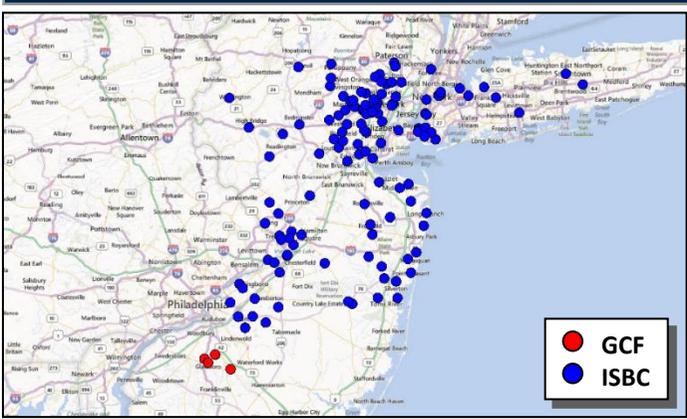
John S. Gligor Sr., Chairman of the Board of Directors of Gateway Community Financial, added: "We are pleased to join Investors and look forward to the opportunities this combination will provide to our customers and the communities we serve."

Financial Highlights

<i>(Dollars in millions)</i>	GCF²	ISBC
Total Assets	\$310	\$12,723
Net Loans	\$211	\$10,335
Total Deposits	\$279	\$8,769
Total Equity	\$25	\$1,067
Tang. Comm. Equity / Tang. Assets	7.94%	7.75%

(1) Excludes terminated transactions, self-advisory roles and does not combine the results of advisors which have merged until the date such merger was completed
 (2) Bank level financial regulatory data
 Note: Financial data as of 12/31/12
 Source: SNL Financial

Pro Forma Branch Map



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