

Rockville Financial, Inc. (NASDAQ: RCKB; Vernon Rockville, CT) has agreed to merge with United Financial Bancorp, Inc. (NASDAQ: UBNK; West Springfield, MA)

Deal Value: \$369 million

Sandler O'Neill is rendering a fairness opinion to Rockville Financial, Inc. in connection with the transaction. This transaction is Sandler O'Neill's 102nd 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.

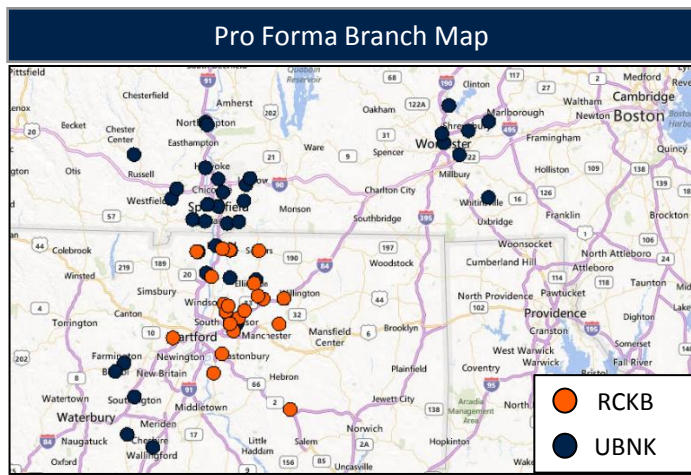
ROCKVILLE, Conn. and WEST SPRINGFIELD, Mass., November 15, 2013 – Rockville Financial, Inc. ("Rockville") (NASDAQ: RCKB) and United Financial Bancorp, Inc. ("United") (NASDAQ: UBNK) announced today they have entered into a definitive merger agreement in a stock-for-stock transaction valued at \$369 million, based on the closing price of Rockville Financial, Inc. common stock on November 14, 2013. The combination will create the largest community bank headquartered in the Hartford – Springfield market with \$4.8 billion in assets, over 50 branches and top five deposit market share in each metropolitan statistical area.

In the merger, United Financial Bancorp, Inc. shareholders will receive 1.3472 shares of Rockville Financial, Inc. common stock for each share of United Financial Bancorp, Inc. common stock. Upon closing, Rockville Financial, Inc. shareholders will own approximately 49% of stock in the combined company; United Financial Bancorp, Inc. shareholders will own approximately 51%. The merger is expected to generate approximately \$17.6 million in fully phased-in annual cost savings or approximately 15% of the expected combined expense total. Additionally, the merger is expected to be approximately 30% accretive to the stand-alone 2015 earnings of both entities, excluding the impact of the potential revenue enhancement opportunities.

"We are very pleased to announce the combination of these two great community banks," said William H. W. Crawford, IV, President and Chief Executive Officer of Rockville Financial, Inc. "This merger is a significant step in our strategy to expand our footprint. Our complementary branch networks provide both greater market density and unique franchise scarcity value. The combined company will create a top-performing New England community bank that has the scale, product depth and efficiency to compete effectively and deliver strong returns to our shareholders and an expanded product suite to our customers."

| Financial Highlights | | |
|-----------------------------------|---------|---------|
| (Dollars in millions) | RCKB | UBNK |
| Total Assets | \$2,219 | \$2,491 |
| Gross Loans | \$1,659 | \$1,896 |
| Total Deposits | \$1,692 | \$1,946 |
| Total Equity | \$295 | \$303 |
| Tang. Comm. Equity / Tang. Assets | 13.26% | 10.56% |

*Note: Financial data as of 9/30/13
Source: SNL Financial*



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