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**Deposit Acquisition Fact Sheet  
As of January 23, 2014**

# Forward Looking Statements:

*This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements are based upon the current beliefs and expectations of Washington Federal's management and are subject to significant risks and uncertainties. The forward-looking statements in this presentation speak only as of the date of the presentation, and Washington Federal assumes no duty, and does not undertake, to update them. Actual results or future events could differ, possibly materially, from those that we anticipated in these forward-looking statements.*

# Expanding network in several key markets:

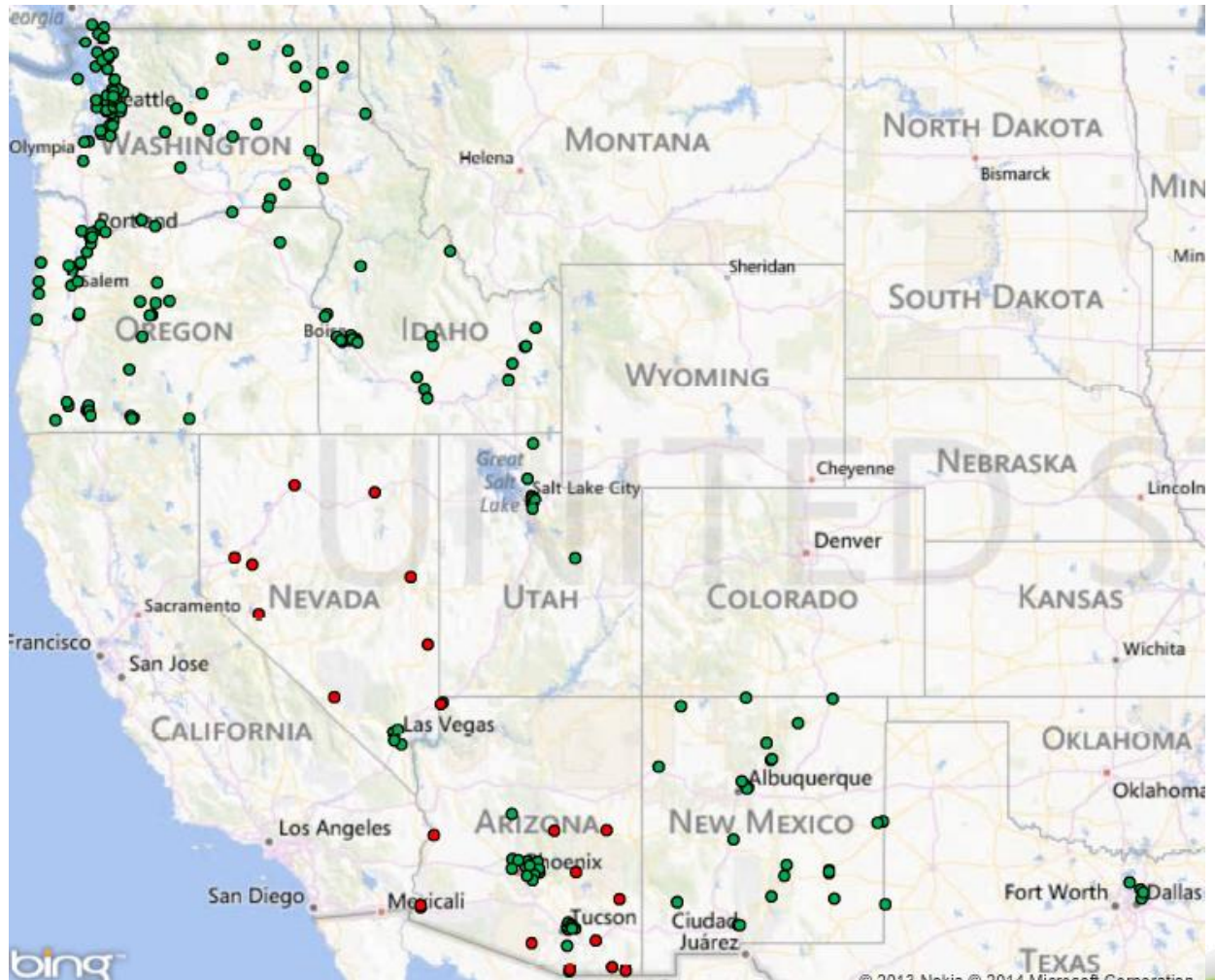
23 acquired branches located in medium and small communities of Arizona and Nevada.

## Branches by State:

Arizona: 13

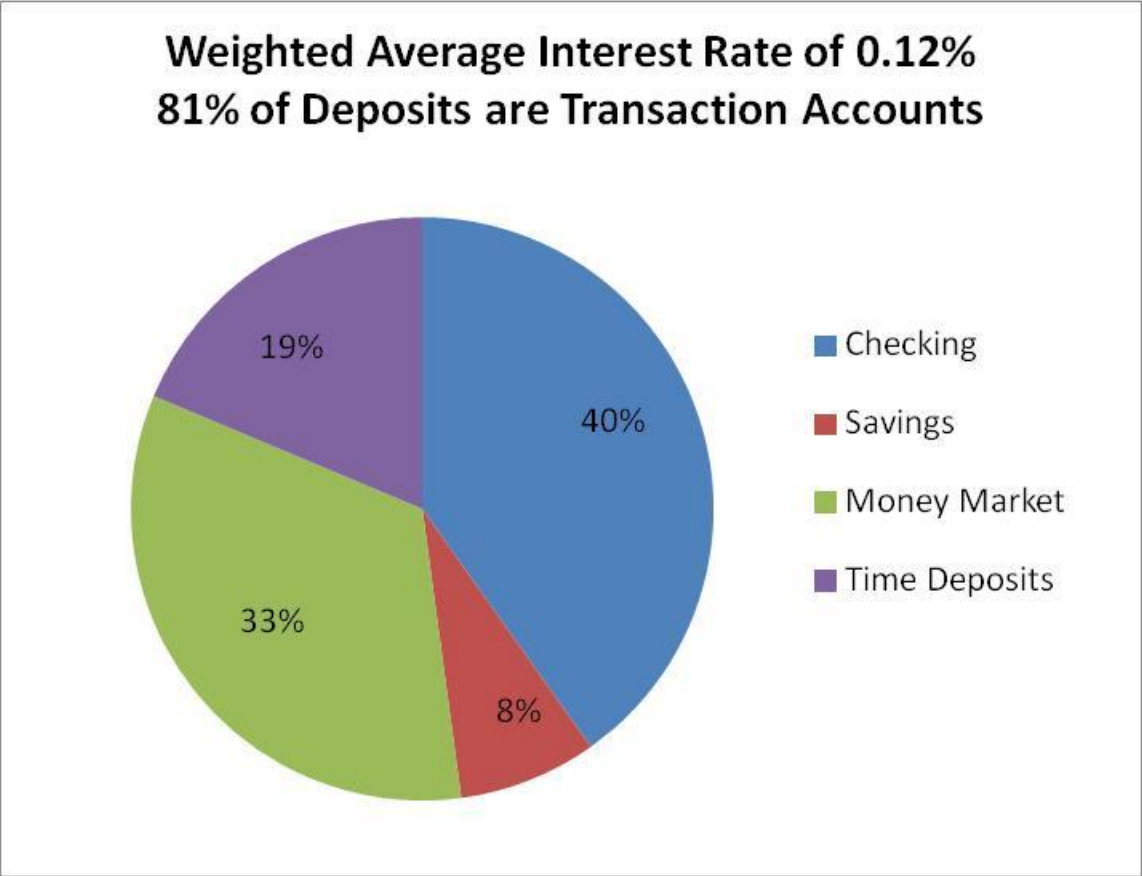
Nevada: 10

**Green:** WAFD existing branches  
**Red:** B of A branches to be acquired



# Acquired Deposit Mix:

As of December 31, 2013



# Proforma Combined Deposit Mix:

*Dollars in thousands, As of December 31, 2013*

	WAFD	Acquired Deposits (1)	Proforma Combined
Interest Checking	\$ 1,227,548	\$ 101,999	\$ 1,329,547
Non-Interest Checking	674,824	143,029	817,853
Savings	542,573	46,868	589,441
Money Market	2,268,979	204,070	2,473,049
Time Deposits	5,688,802	113,892	5,802,694
	\$ 10,402,726	\$ 609,859	\$ 11,012,585
<b>Weighted Average Interest Rate</b>	<b>0.61%</b>	<b>0.12%</b>	<b>0.58%</b>
Transaction Accounts	45%	81%	47%
Time Deposits	55%	19%	53%
(1) Note: Balances shown are after 25% assumed decline in balances prior to closing			

# Transaction Summary:

<b>Transaction type:</b>	Acquisition of deposit liabilities, related performing loans, and 23 branch properties at net book value and 41 ATM's
<b>Deposits:</b>	Actual amount of deposits as of 12/31/13 is \$813 million. Based on prior experience, we are expecting a 25% decline prior to closing. $\$813 \text{ million} * 75\% = \$610\text{M}$ projected to be acquired.
<b>Premium:</b>	1.30% of the deposits as of closing
<b>Expected tangible book value dilution:</b>	\$0.07 per share
<b>Expected tangible book value dilution earn-back:</b>	1 year after proceeds fully invested
<b>Approvals required:</b>	Regulatory

# Transaction Summary:

<b>Total loans:</b>	\$3.8 million, weighted average rate of 6.9%.
<b>Investment assumption:</b>	Earn back calculation based on investing net proceeds into a mix of high quality investments yielding ~ 3.05%.
<b>Timing:</b>	Likely to close before June 30, 2014.
<b>Cost savings:</b>	None. Expected to add staff and expense to service the higher transaction volumes associated with the low-cost deposits.
<b>Earnings impact:</b>	Expected to be accretive to earnings once \$200 million of the proceeds are invested.
<b>Capital impact:</b>	Proforma tangible common equity to tangible asset ratio 11.19%.
<b>Interest rate risk:</b>	Expected to reduce interest rate risk in a rising rate environment.

# Branch Listing:

## Arizona:

Benson  
Bisbee  
Douglas  
Globe  
Nogales (2)  
Parker  
Payson  
Safford  
Show Low  
Tohono O'dham  
Yuma (2)

## Nevada:

Beatty  
Elko  
Ely / McGill  
Fallon  
Fernley  
Mesquite  
Mineral County  
Moapa  
Pioche  
Winnemucca



# Questions:

If you have additional questions please contact us directly at:

**Washington Federal, Inc.**

425 Pike Street, Seattle, WA 98101

Cathy Cooper , Senior Vice President

Investor Relations

206-777-8246

[cathy.cooper@wafd.com](mailto:cathy.cooper@wafd.com)

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invested here.

**NASDAQ: WAFD**