

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Customers Bancorp, Inc.

Form: 8-K

Date Filed: 2012-08-01

Corporate Issuer CIK: 1488813

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the
Securities Exchange Act of 1934

Date of Report (date of earliest event reported): August 1, 2012

CUSTOMERS BANCORP, INC.
(Exact Name of Registrant as specified in its charter)

Pennsylvania
(State or other jurisdiction
of incorporation)

333-166225
(Commission File Number)

27-2290659
(I.R.S. Employer
Identification No.)

1015 Penn Avenue
Suite 103
Wyomissing PA 19610

Registrant's telephone number, including area code: **(610) 933-2000**

None
(Former name or former address, if changed since last report)

Check the appropriate box below if the form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instructions A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

Attached hereto as Exhibit 99.1 and incorporated into this Item 8.01 by reference is an updated slide presentation of Customers Bancorp, Inc. (the "Corporation").

The information in this Current Report on Form 8-K, including the exhibit attached hereto and incorporated by reference into this Item 8.01, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities under that Section. Furthermore, such information, including the exhibit attached hereto, shall not be deemed incorporated by reference into any of the Corporation's reports or filings with the SEC, whether made before or after the date hereof, except as expressly set forth by specific reference in such report or filing. The information in this Current Report on Form 8-K, including the exhibits attached hereto, shall not be deemed an admission as to the materiality of any information in this report on Form 8-K that is required to be disclosed solely to satisfy the requirements of Regulation FD.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

Exhibit	Description
Exhibit 99.1	Slide Presentation

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

CUSTOMERS BANCORP, INC.

By: /s/ Thomas R. Brugger
Name: Thomas R. Brugger
Title: Executive Vice President
and Chief Financial Officer

Date: August 1, 2012

EXHIBITS INDEX

Exhibit	Description
Exhibit 99.1	Slide Presentation

KBW Conference

August 1, 2012

This presentation as well as other written or oral communications made from time to time by us, may contain certain forward-looking information within the meaning of the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended. These statements relate to future events or future predictions, including events or predictions relating to our future financial performance, and are generally identifiable by the use of forward-looking terminology such as “believes,” “expects,” “may,” “will,” “should,” “plan,” “intend,” “target,” or “anticipates” or the negative thereof or comparable terminology, or by discussion of strategy or goals that involve risks and uncertainties. These forward-looking statements are only predictions and estimates regarding future events and circumstances and involve known and unknown risks, uncertainties and other factors that may cause our actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by such forward-looking statements. This information is based on various assumptions by us that may not prove to be correct.

Important factors to consider and evaluate in such forward-looking statements include:

- changes in the external competitive market factors that might impact our results of operations;
- changes in laws and regulations, including without limitation changes in capital requirements under the federal prompt corrective action regulations;
- changes in our business strategy or an inability to execute our strategy due to the occurrence of unanticipated events;
- our ability to identify potential candidates for, and consummate, acquisition or investment transactions;
- the timing of acquisition or investment transactions;
- constraints on our ability to consummate an attractive acquisition or investment transaction because of significant competition for these opportunities;
- the failure of the Bank to complete any or all of the transactions described herein on the terms currently contemplated;
- local, regional and national economic conditions and events and the impact they may have on us and our customers;
- ability to attract deposits and other sources of liquidity;
- changes in the financial performance and/or condition of our borrowers;
- changes in the level of non-performing and classified assets and charge-offs;

- changes in estimates of future loan loss reserve requirements based upon the periodic review thereof under relevant regulatory and accounting requirements;
- the integration of the Bank's recent FDIC-assisted acquisitions may present unforeseen challenges;
- inflation, interest rate, securities market and monetary fluctuations;
- the timely development and acceptance of new banking products and services and perceived overall value of these products and services by users;
- changes in consumer spending, borrowing and saving habits;
- technological changes;
- the ability to increase market share and control expenses;
- continued volatility in the credit and equity markets and its effect on the general economy; and
- the effect of changes in accounting policies and practices, as may be adopted by the regulatory agencies, as well as the Public Company Accounting Oversight Board, the Financial Accounting Standards Board and other accounting standard setters;
- the businesses of the Bank and any acquisition targets or merger partners and subsidiaries not integrating successfully or such integration being more difficult, time-consuming or costly than expected;
- material differences in the actual financial results of merger and acquisition activities compared with expectations, such as with respect to the full realization of anticipated cost savings and revenue enhancements within the expected time frame;
- revenues following any merger being lower than expected; and
- deposit attrition, operating costs, customer loss and business disruption following the merger, including, without limitation, difficulties in maintaining relationships with employees being greater than expected.

These forward-looking statements are subject to significant uncertainties and contingencies, many of which are beyond our control. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. Accordingly, there can be no assurance that actual results will meet expectations or will not be materially lower than the results contemplated in this presentation. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this document or, in the case of documents referred to or incorporated by reference, the dates of those documents. We do not undertake any obligation to release publicly any revisions to these forward-looking statements to reflect events or circumstances after the date of this document or to reflect the occurrence of unanticipated events, except as may be required under applicable law.

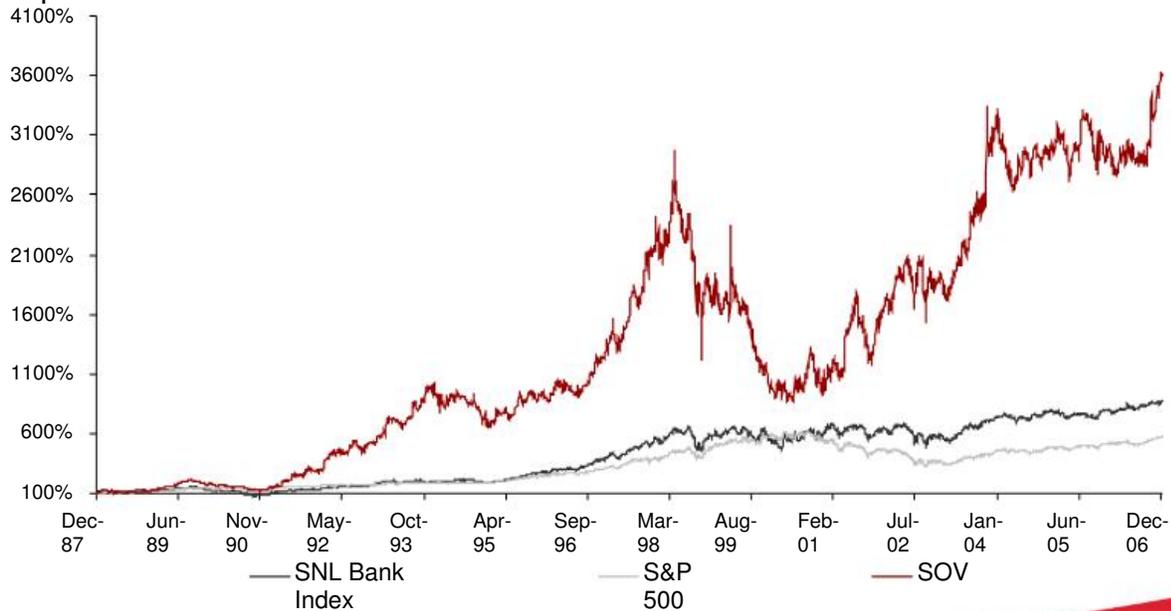
- § Well-capitalized and profitable bank headquartered in Wyomissing, PA with over \$2.2 billion in assets, 14 branches in suburban Philadelphia, Hamilton, NJ and Rye, NY. Proforma, \$3.0 billion assets and about \$250 million in equity by year end 2012.
- § Very experienced management team with extensive community banking and M&A experience
- § Total deposits now over \$1.9 billion with average branch size over \$125 million. Loans for investment of \$865 million. Loans held for sale or short term loans of \$1.1 billion.
- § Expect to be 7th largest bank in PA in terms of assets, upon consummation of Acacia Federal Savings Bank acquisition
- § Ranked #1 Top Performing Bank in Pennsylvania and #4 among America's top performing banks with assets under \$3 billion by American Banking Journal in 2010
- § Raised about \$107 million of common equity (about \$30 million in 2011, \$60 million in 2010, \$17 million in 2009). Book value up about 35% over the past two years.
- § Significant board and management ownership

§ Experienced and cohesive management team with an average tenure of 30 years leadership experience

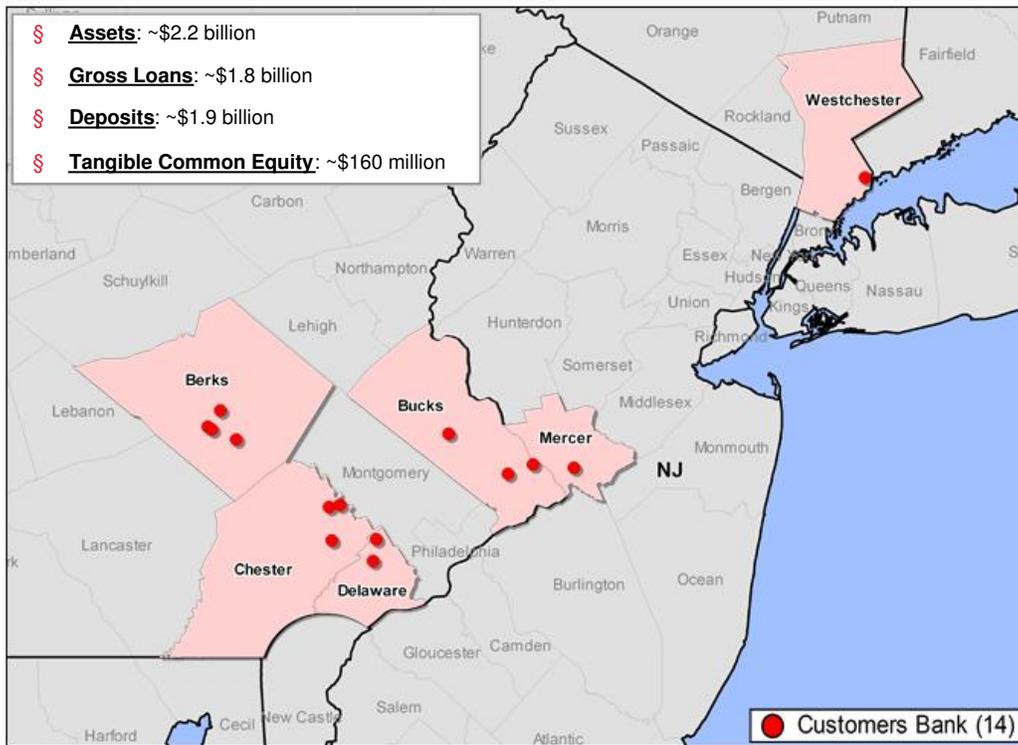
§ Management interests aligned with shareholders

Name	Title	Years of Banking	
		Experience	Background
Jay S. Sidhu	Chairman & CEO	35	Chairman and CEO of Sovereign Bank & Sovereign Bancorp, Inc.
Richard A. Ehst	President & COO	44	EVP, Commercial Middle Market, Regional President (Berks County) and Managing Director of Corporate Communications at Sovereign Bank
Thomas R. Brugger	EVP, Chief Financial Officer	21	EVP, Corporate Treasurer at Sovereign Bank
Glenn Hedde	EVP, President Warehouse Lending	24	President at Popular Warehouse Lending, LLC; Risk Manager at GE Capital
Robert A. White	EVP, President Special Assets Group	24	President RBW Financial Consulting; various positions at Citizens Bank and GE Capital
James Collins	EVP, Chief Administrative Officer	20	Various positions at Sovereign including Director of Small Business Banking
Jim Hogan, CPA	EVP, Enterprise Risk Management	41	CFO of Sovereign Bank; Controller of US Bancorp
Warren Taylor	EVP, President Community Banking	29	Division President of Retail Banking in NJ at Sovereign Bank
Glenn Yeager	EVP, General Counsel	34	Private practice financial services law firm. Senior Counsel Meridian Bancorp, Inc.
Mary Lou Scalse	SVP, Deputy Chief Risk Officer	35	Director of Internal Audit at Sovereign Bank
Thomas Jastrem	EVP, Chief Credit Officer	33	Various positions at First Union Bank and First Fidelity Bank
Ken Keiser	EVP, Director CRE and Multi-Family Housing Lending	35	SVP and Market Manager, Mid-Atlantic CRE Lending at Sovereign Bank; SVP & Senior Real Estate Officer, Allfirst Bank
John Ricca	SVP, Director of Consumer Lending	33	Director of Consumer Lending Sovereign Bank; Division President at Freedom Mortgage Corporation
Timothy D. Romig	EVP, Chief Lending Officer	27	SVP and Regional Executive for Commercial Lending (Berks and Montgomery County), VIST Financial; SVP at Keystone

- § Jay Sidhu, Customers Bank Chairman and CEO, served at Sovereign from 1986 to 2006
- § As CEO, Mr. Sidhu oversaw the growth from a \$500 million asset financially-challenged thrift to a \$90 billion financial institution
- § Sovereign had more than 785 branch locations spanning from Maryland to New Hampshire



Branch Franchise



All data as of March 31, 2012
Source: SNL Financial, Company data

Strong Bank Foundation

- § Identified existing problems at New Century Bank in 2009
- § Customers is now a well-capitalized, scalable bank; which we believe to be adequately reserved for legacy issues
- § Increased book value per share more than 30% over the last 24 months.
- § New management and board members significantly invested

Proven Management Team

- § Management team has worked together for 15+ years building community banks
- § Successfully executed and integrated acquisitions and delivered on organic growth strategies
- § Community bank experience supported by selected niche asset generation expertise

Organic Growth Strategy

- § Branch expansion model with convenient "high touch, high tech" strategy bringing the bank to the customer
- § Targeting 15% to 25% annual organic deposit and loan growth rate
- § Focus on doing a few things well: community banking supported by 1 or 2 niches

Disciplined M&A Opportunities

- § Potential M&A opportunities in current and contiguous markets for:
 - § Small bank acquisitions
 - § Branch divestitures
 - § FDIC-assisted transactions
 - § Any book value dilution to be overcome within one year

§ **Focus on doing a few things well**

§ **Conservative underwriting in lending**

- In-market small business lending, multi-family lending and basic consumer lending supplemented with niche low-risk specialty

lending

business

§ **Continue leveraging low-cost deposit model**

- Focus on larger branches with a specialized product set
- Lower staffing and real estate expenses (fixed costs) will allow us
- Create a stable source of funding and, over long run, drive the

to

pass along some of the savings to customers

"all-in

cost of funds" below wholesale funding costs

§ **Acquisitions where we can buy franchises cheaper than building from scratch**

from

scratch

§ **Focus on risk management leading to low unexpected losses**

1. **Talent** - Acquire and retain very experienced, talented and high producing team members dedicated to exceptional service, personal development, and profitable growth
2. **Absolute Focus on Asset Quality**
3. **Focus on Profitability** - Revenues equal to two times expenses
4. **Risk Management Culture**
 - § Focus on internal controls at board and management levels with best practices in corporate governance standards
 - § ERM (Enterprise Risk Management) process in place
 - § No significant reliance on wholesale markets
5. **Solid Capital Levels to support risks and growth**

Concierge Banking

- § Brings banker to the customer, home or office, 12 hours a day, 7 days a week
- § Appointment banking approach
- § Customer access to senior level management

Sales Force

- § Bankers own a portfolio of customers
- § Customer acquisition & retention strongly incentivized

Pricing

- § Low cost banking model allows for more pricing flexibility
- § Significantly lower overhead costs vs. a traditional branch
- § Pricing/profitability measured across relationship

Technology

- § Implementation of technology suite allows for unique product offerings:
 - § Remote account opening & deposit capture
 - § Internet/mobile banking
 - § ATM Deployment

Commercial Lending

Small Business

- § Target companies with less than \$5.0 million annual revenue
- § Loans (incl. SBA loans) originated by branch network and specialist small business relationship managers

Business Banking

- § Target companies with \$5.0 to \$20.0 million annual revenue
- § Very experienced Relationship Offices

Multifamily & CRE

- § Focus Markets: New York & Philadelphia MSAs
- § Average Loan Size: \$5.0 million



Loans Held for Sale or Short Term Loans

Mortgage Warehouse Lending

- § Diversify earning assets and revenue stream
- § Lower interest rate and credit risk line of business
- § Good fee income source

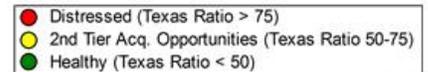
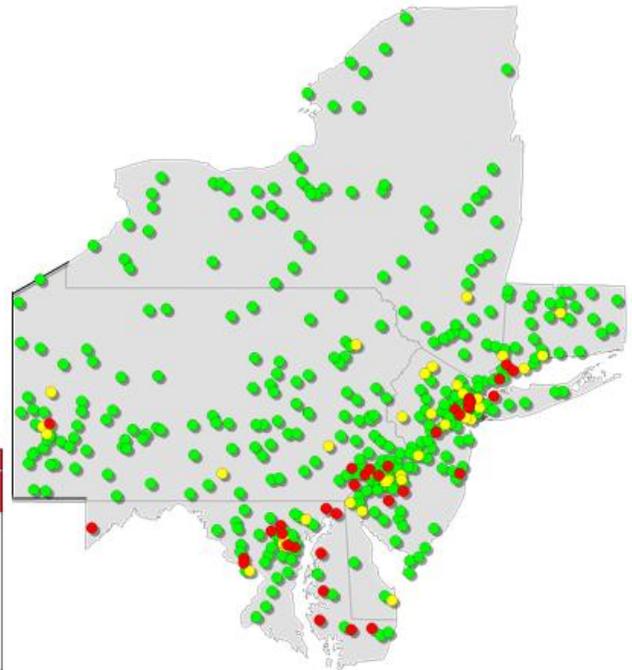
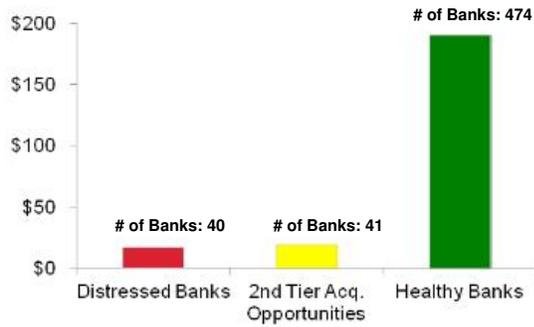
Consumer Lending

Real Estate Secured Lending

- § Home equity and residential mortgage
- § Conservative underwriting standards (>700 FICO score)
- § No indirect auto, unsecured loans or credit cards

§ Potential Sizeable consolidation opportunity in the region

Total Assets (\$B)



State	Total Institutions					
	Distressed		2nd Tier Acq. Opportunities		Healthy	
	# of Banks	Assets (\$B)	# of Banks	Assets (\$B)	# of Banks	Assets (\$B)
MD	16	6.3	7	2.8	58	15.8
NJ	10	4.5	11	4.1	77	35.6
PA	7	2.7	10	5.9	170	66.2
NY	4	1.8	7	3.6	123	50.9
CT	3	1.2	4	1.9	38	19.4
DE	-	-	2	0.9	8	2.3
Total	40	16.5	41	19.1	474	190.2

∅ Source: SNL Financial
 ∅ Note: Data for all institutions headquartered in PA, NJ, NY, MD, CT and DE with assets less than \$2B

Profitability

Results *

§ Return on Equity = 10% or greater	12.7%
§ Return on Assets = .90 to 1.00%	0.97%
§ Net Interest Margin = 3.00% to 3.25%	2.95%
§ Efficiency Ratio = 50%	70.5%

Capital

§ Tier 1 Leverage Ratio = 8% or greater	7.5%
§ Total-Risk Based Capital Ratio = 12% plus	10.2%

Balance Sheet / Revenue Mix Targets

§ Loan-to-Deposit Ratio = 90% to 100%	100.2%
§ Fee Revenue / Total Revenue = 15% to 25%	16.9%
§ Deposit Mix = 40% or less CD	45.5%
§ Loan Mix = 50% Commercial / 50% Consumer	74% / 26%

* Includes certain non-recurring income and expense items

These long-term goals should not be regarded as an indication that Customers Bancorp considered, or now considers, them to be necessarily predictive of actual future results, and these goals should not be relied upon as such. These goals were based necessarily on the information prepared by Customers Bancorp using a variety of assumptions and estimates including, without limitation, those relating to the rate of organic growth by Customers Bank, interest rates, industry performance, general business, economic, regulatory, market and financial conditions and other future events, as well as other matters specific to Customers Bancorp's business. The assumptions and estimates underlying these goals may not be realized and are inherently subject to significant business, economic and competitive uncertainties, risks and contingencies, all of which are difficult to predict and many of which are beyond Customers Bancorp's control. The assumptions and estimates used to create these goals are subjective in many respects and involve judgments made with respect to, among other things, market size and growth rates, market share, future pricing and interest rates, levels of operating expenses, and probability of success, all of which are difficult to predict. These goals constitute forward-looking information, and there can be no assurance that the assumptions and estimates used to prepare these goals will prove to be accurate, and actual results may materially differ. These and other forward-looking statements are expressly qualified in their entirety by the risks and uncertainties described above and the risk factors contained in our 2011 Form 10-K, as updated by our Form 10-Q for the first quarter of 2012

- § Unique bank platform; current banking dislocation provides significant potential opportunity for M&A growth that is supported by a strong
- § ~~Management team with~~ Management team with proven capability of organic growth, integrating acquisitions and delivering above average shareholder returns
- § Considerable potential opportunities for traditional M&A and opportunistic FDIC assisted M&A
- § Strive to create above average shareholder returns over the long term

Experienced Management

Organic and M&A Growth Platform

Low Risk Profile

Capital to Support Risks & Growth

Above Average Shareholder Returns