



**CW Bancorp**  
Disclosure Statement  
Rule 15c2-11(5) and Rule 144(c)(2)  
Under the Securities Exchange Act of 1934

- 1. The exact name of the issuer and its predecessor (if any):**  
CW Bancorp  
CommerceWest Bank
- 2. The address of the issuer's principal executive offices:**  
2445 McCabe Way, Suite 300  
Irvine, CA 92614  
Telephone: 866-521-CWBK  
Website: [www.cwbk.com](http://www.cwbk.com)
- 3. The state of incorporation:**  
California
- 4. The exact title and class of securities:**  
Common stock (CWBK)
- 5. The par or state value of the securities:**  
No par value.
- 6. The number of shares or total amount of the securities outstanding as of the end of the issuer's most recent fiscal year:**  
3,012,375 shares of outstanding common stock as of June 30, 2024.
- 7. The name and address of the firm that facilitates stock purchases and sales:**

Michael Natzic	Telephone:	909-584-4500
Hilltop Securities Inc.	Email:	michael.natzic@HilltopSecurities.com
42605 Moonridge Rd.	Website:	www.HilltopSecurities.com
Big Bear Lake, CA 92315		

Jeffrey T. McMurray  
Janney Montgomery Scott LLC  
1717 Arch Street  
Philadelphia, PA 19103

Telephone: 800-526-6397  
Email: [jmcmurray@janney.com](mailto:jmcmurray@janney.com)  
Website: [www.janney.com](http://www.janney.com)

Joey Warmenhoven  
JWTT Inc.  
1231 NW Hoyt St., Suite 206  
Portland, OR 97209

Telephone: 971-323-0698  
Email: [joey@jwttinc.com](mailto:joey@jwttinc.com)  
Website: [www.jwttinc.com](http://www.jwttinc.com)

**8. The name and address of the stock transfer agent:**

Computershare  
350 Indiana St., Suite 800  
Golden, CO 80401

Telephone: 800-962-4284  
Email: [syed.hussaini@computershare.com](mailto:syed.hussaini@computershare.com)  
Website: [www.computershare.com](http://www.computershare.com)

**9. The nature of the issuer's business:**

The issuer is a one-bank holding company for CommerceWest Bank, a California chartered commercial bank that was organized in 2000 and is based in Irvine, California.

**10. The nature of the products or services offered:**

CommerceWest Bank is a full service commercial bank that offers a wide range of loan products, depository products and treasury management services.

**11. The nature and extent of the issuer's facilities:**

Both the issuer and the Bank operate from a facility in Irvine, California.

**12. The name of the Chief Executive Officer and members of the Board of Directors:**

Mr. Ivo A. Tjan, Chairman & Chief Executive Officer  
Mr. Christopher J. Deering, Director  
Mr. David L. Gaba, Director  
Mr. Gregory R. Games, Director  
Ms. Linda Iannone, Director  
Ms. Rosanne Luth, Director  
Mr. Kenneth A. Shelton, Director

**13. The issuer's most recent balance sheet and profit and loss and retained earnings statements:**

See financial statements as of June 30, 2024 at the end of this document.

**14. Similar financial information for the preceding fiscal year:**

The financial statements that are referenced in Item 13 also contain comparative information for the years ended December 31, 2023 and 2022.

**15. Whether the broker or dealer of any associated person is affiliated, directly or indirectly with the issuer:**

N/A

16. Whether the quotation is being published or submitted on behalf of any other broker or dealer, and, if so the name of such broker dealer:

N/A

17. Whether the quotation is being submitted or published directly or indirectly on behalf of the issuer, or any director, officer or any person, directly or indirectly the beneficial owner of more than 10 percent of the outstanding units or shares of any equity security of the issuer, and, if so, the name of such a person, and the basis for any exemption under the federal securities laws for any sales of such securities on the behalf of such a person:

N/A

# CW Bancorp and Subsidiary

## Consolidated Statements of Financial Condition

as of June 30, 2024, December 31, 2023 and 2022

## Consolidated Statements of Income

for the Quarters and Six Months ended June 30, 2024 and 2023

for the Years ended December 31, 2023 and 2022

## Consolidated Statement of Changes In Stockholders' Equity

for the Six Months ended June 30, 2024

for the Years ended December 31, 2023 and 2022



*Bank on The Difference™*

**CW BANCORP AND SUBSIDIARY**  
**CONSOLIDATED STATEMENTS OF FINANCIAL CONDITION**

CW BANCORP AND SUBSIDIARY ASSETS	December 31,		
	June 30, 2024	2023	2022
	(unaudited)	(audited)	
Cash and Due from Banks	\$ 227,077,000	\$ 385,967,000	\$ 287,188,000
Interest-Bearing Deposits in Other Banks	752,000	752,000	150,500,000
<b>TOTAL CASH AND CASH EQUIVALENTS</b>	<u>227,829,000</u>	<u>386,719,000</u>	<u>437,688,000</u>
Time Deposits in Other Banks	745,000	745,000	745,000
Securities Available for Sale	121,232,000	110,809,000	124,608,000
Securities Held to Maturity (net of allowance for credit losses)	35,037,000	50,610,000	51,613,000
Loans:			
Real Estate	565,737,000	570,935,000	629,524,000
Commercial	83,505,000	85,834,000	108,627,000
Consumer	59,471,000	59,072,000	48,000,000
<b>TOTAL LOANS</b>	<u>708,713,000</u>	<u>715,841,000</u>	<u>786,151,000</u>
Premium on Loans Purchased	5,761,000	6,116,000	6,496,000
Net Deferred Loan (Fees) Costs	2,479,000	2,487,000	1,736,000
Allowance for Credit Losses	(11,489,000)	(11,533,000)	(10,892,000)
<b>NET LOANS</b>	<u>705,464,000</u>	<u>712,911,000</u>	<u>783,491,000</u>
Premises and Equipment	929,000	1,038,000	1,076,000
Restricted Stock, at Cost	6,840,000	6,840,000	6,244,000
Bank Owned Life Insurance ("BOLI")	8,616,000	8,502,000	8,288,000
Deferred Income Taxes	10,611,000	9,838,000	9,679,000
Goodwill	3,061,000	3,061,000	3,061,000
Right of Use ("ROU") Asset	3,054,000	3,368,000	3,977,000
Accrued Interest and Other Assets	7,107,000	7,328,000	7,376,000
<b>TOTAL ASSETS</b>	<u>\$ 1,130,525,000</u>	<u>\$ 1,301,769,000</u>	<u>\$ 1,437,846,000</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>			
Deposits:			
Noninterest-Bearing Demand	\$ 582,750,000	\$ 548,149,000	\$ 584,722,000
Money Market	126,797,000	88,643,000	159,199,000
Savings and NOW	152,519,000	419,797,000	485,394,000
Time	124,910,000	101,900,000	74,755,000
<b>TOTAL DEPOSITS</b>	<u>986,976,000</u>	<u>1,158,489,000</u>	<u>1,304,070,000</u>
Subordinated Debenture	50,000,000	50,000,000	50,000,000
Operating Lease Liability	3,388,000	3,721,000	4,356,000
Other Liabilities	9,954,000	10,698,000	9,800,000
<b>TOTAL LIABILITIES</b>	<u>1,050,318,000</u>	<u>1,222,908,000</u>	<u>1,368,226,000</u>
Commitments and Contingencies			
Stockholders' Equity:			
Preferred Stock - 100,000,000 Shares Authorized, No Par Value; No Shares Issued and Outstanding	-	-	-
Common Stock - 100,000,000 Shares Authorized, No Par Value; Issued and Outstanding 3,012,375 at June 30, 2024 and 3,096,360 at December 31, 2023 and 3,314,358 at December 31, 2022	12,274,000	12,939,000	13,986,000
Additional Paid-in Capital	2,214,000	2,117,000	2,305,000
Retained Earnings	75,649,000	72,921,000	65,128,000
Accumulated Other Comprehensive (Loss) Income, Net of Taxes of (\$4,155,000) on June 30, 2024, (\$3,815,000) on December 31, 2023 and (\$4,937,000) on December 31, 2022	(9,930,000)	(9,116,000)	(11,799,000)
<b>TOTAL STOCKHOLDERS' EQUITY</b>	<u>80,207,000</u>	<u>78,861,000</u>	<u>69,620,000</u>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<u>\$ 1,130,525,000</u>	<u>\$ 1,301,769,000</u>	<u>\$ 1,437,846,000</u>

**CW BANCORP AND SUBSIDIARY**  
**CONSOLIDATED STATEMENTS OF INCOME**  
(unaudited)

	<b>Three Months Ended</b>		<b>Six Months Ended June 30,</b>	
	<b>June 30, 2024</b>	<b>June 30, 2023</b>	<b>2024</b>	<b>2023</b>
<b>INTEREST INCOME</b>				
Interest and Fees on Loans	\$ 9,981,000	\$ 9,978,000	\$ 19,790,000	\$ 19,882,000
Interest on Taxable Investment Securities	949,000	797,000	1,841,000	1,609,000
Interest on Tax-Exempt Investment Securities	226,000	230,000	451,000	576,000
Other Interest Income	2,188,000	2,508,000	3,503,000	3,450,000
<b>TOTAL INTEREST INCOME</b>	<b>13,344,000</b>	<b>13,513,000</b>	<b>25,585,000</b>	<b>25,517,000</b>
<b>INTEREST EXPENSE</b>				
Interest on Deposits	3,104,000	2,644,000	5,749,000	4,311,000
Interest on Subordinated Debenture	469,000	469,000	938,000	938,000
Interest on Borrowings	-	-	-	9,000
<b>TOTAL INTEREST EXPENSE</b>	<b>3,573,000</b>	<b>3,113,000</b>	<b>6,687,000</b>	<b>5,258,000</b>
<b>NET INTEREST INCOME</b>	<b>9,771,000</b>	<b>10,400,000</b>	<b>18,898,000</b>	<b>20,259,000</b>
Provision for Credit Losses	-	99,000	-	174,000
<b>NET INTEREST INCOME AFTER PROVISION FOR CREDIT LOSSES</b>	<b>9,771,000</b>	<b>10,301,000</b>	<b>18,898,000</b>	<b>20,085,000</b>
<b>NONINTEREST INCOME</b>				
Service Charges and Fees on Deposits	927,000	1,318,000	1,832,000	2,409,000
Earnings on BOLI	57,000	53,000	114,000	104,000
Servicing Fees	87,000	116,000	177,000	233,000
Other	148,000	175,000	304,000	335,000
Net Loss on Sale of AFS Securities	-	-	-	(166,000)
	1,219,000	1,662,000	2,427,000	2,915,000
<b>NONINTEREST EXPENSE</b>				
Salaries and Employee Benefits	2,643,000	2,568,000	5,258,000	5,222,000
Furniture and Equipment Expense	109,000	110,000	218,000	218,000
Occupancy Expense of Premises	219,000	213,000	442,000	419,000
Data Processing	536,000	471,000	1,000,000	855,000
Professional and Legal	275,000	276,000	508,000	378,000
Marketing	112,000	102,000	174,000	161,000
FDIC Insurance	172,000	170,000	352,000	243,000
Other Client Expense	1,787,000	1,267,000	3,310,000	1,806,000
Other	808,000	864,000	1,575,000	1,606,000
	6,661,000	6,041,000	12,837,000	10,908,000
<b>INCOME BEFORE INCOME TAXES</b>	<b>4,329,000</b>	<b>5,922,000</b>	<b>8,488,000</b>	<b>12,092,000</b>
Income Tax Expense	1,245,000	1,708,000	2,411,000	3,260,000
<b>NET INCOME</b>	<b>\$ 3,084,000</b>	<b>\$ 4,214,000</b>	<b>\$ 6,077,000</b>	<b>\$ 8,832,000</b>
Basic Earnings Per Common Share	\$ 1.02	\$ 1.29	\$ 1.99	\$ 2.69
Diluted Earnings Per Common Share	\$ 1.00	\$ 1.27	\$ 1.96	\$ 2.64

**CW BANCORP AND SUBSIDIARY**  
**CONSOLIDATED STATEMENTS OF INCOME**

	<b>Year Ended December 31,</b>	
	<b>2023</b>	<b>2022</b>
	<b>(audited)</b>	
<b>INTEREST INCOME</b>		
Interest and Fees on Loans	\$ 40,017,000	\$ 34,566,000
Interest on Taxable Investment Securities	3,283,000	2,854,000
Interest on Tax-Exempt Investment Securities	1,026,000	1,489,000
Other Interest Income	7,859,000	2,411,000
<b>TOTAL INTEREST INCOME</b>	52,185,000	41,320,000
<b>INTEREST EXPENSE</b>		
Interest on Deposits	9,584,000	2,114,000
Interest on Subordinated Debenture	1,875,000	1,875,000
Interest on Borrowings	9,000	8,000
<b>TOTAL INTEREST EXPENSE</b>	11,468,000	3,997,000
<b>NET INTEREST INCOME</b>	40,717,000	37,323,000
Provision for Loan Losses	(1,326,000)	1,200,000
<b>NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES</b>	42,043,000	36,123,000
<b>NONINTEREST INCOME</b>		
Service Charges and Fees on Deposits	5,088,000	4,475,000
Earnings on BOLI	214,000	201,000
Gain on Sale of Loans	(166,000)	-
Servicing Fees	481,000	634,000
Other	764,000	752,000
	6,381,000	6,062,000
<b>NONINTEREST EXPENSE</b>		
Salaries and Employee Benefits	10,465,000	9,889,000
Furniture and Equipment Expense	498,000	450,000
Occupancy Expense of Premises	854,000	829,000
Data Processing	1,748,000	1,665,000
Professional and Legal	1,015,000	817,000
Marketing	337,000	426,000
FDIC Insurance	643,000	238,000
Other Client Expense	4,950,000	851,000
Other	3,577,000	2,918,000
	24,087,000	18,083,000
<b>INCOME BEFORE INCOME TAXES</b>	24,337,000	24,102,000
Income Tax Expense	6,726,000	6,741,000
<b>NET INCOME</b>	\$ 17,611,000	\$ 17,361,000
Basic Earnings Per Common Share	\$ 5.46	\$ 5.14
Diluted Earnings Per Common Share	\$ 5.39	\$ 5.00

**CW BANCORP AND SUBSIDIARY**  
**CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY**

	Common Stock		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Total
	Number of Shares	Amount				
<b>Balance at December 31, 2021 (audited)</b>	3,437,891	\$ 14,693,000	\$ 2,288,000	\$ 54,377,000	\$ 2,177,000	\$ 73,535,000
Net Income				17,361,000		17,361,000
Stock-Based Compensation			121,000			121,000
Stock Repurchase	(151,763)	(1,326,000)		(3,658,000)		(4,984,000)
Stock Options Exercised	28,230	619,000	(104,000)			515,000
Dividends on Common Stock				(2,952,000)		(2,952,000)
Other Comprehensive Income					(13,976,000)	(13,976,000)
<b>Balance at December 31, 2022 (audited)</b>	3,314,358	\$ 13,986,000	\$ 2,305,000	\$ 65,128,000	\$ (11,799,000)	\$ 69,620,000
Cumulative effect of change in accounting principle				(587,000)		(587,000)
Balance at January 1, 2023 (as adjusted for change in accounting principle)	3,314,358	13,986,000	2,305,000	64,541,000	(11,799,000)	69,033,000
Net Income				17,611,000		17,611,000
Stock-Based Compensation			225,000			225,000
Stock Repurchase	(293,898)	(2,601,000)		(6,286,000)		(8,887,000)
Stock Options Exercised	75,900	1,554,000	(413,000)			1,141,000
Dividends on Common Stock				(2,945,000)		(2,945,000)
Other Comprehensive Income					2,683,000	2,683,000
<b>Balance at December 31, 2023 (audited)</b>	3,096,360	\$ 12,939,000	\$ 2,117,000	\$ 72,921,000	\$ (9,116,000)	\$ 78,861,000
Net Income				6,077,000		6,077,000
Stock-Based Compensation			137,000			137,000
Stock Repurchase	(92,553)	(840,000)		(1,944,000)		(2,784,000)
Stock Options Exercised	8,568	175,000	(40,000)			135,000
Dividends on Common Stock				(1,405,000)		(1,405,000)
Other Comprehensive Income					(814,000)	(814,000)
<b>Balance at June 30, 2024 (unaudited)</b>	<u>3,012,375</u>	<u>\$ 12,274,000</u>	<u>\$ 2,214,000</u>	<u>\$ 75,649,000</u>	<u>\$ (9,930,000)</u>	<u>\$ 80,207,000</u>