UNITED STATES
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): July 22, 2026

NORWOOD FINANCIAL CORP

(Exact Name of Registrant as Specified in its Charter)

Pennsylvania (State or Other Jurisdiction of Incorporation)	0-28364 (Commission File Number)	23-2828306 (I.R.S. Employer Identification Number)

717 Main Street, Honesdale, Pennsylvania (Address of Principal Executive Offices)	18431 (Zip Code)

Registrant's telephone number, including area code: (570) 253-1455

Not Applicable
(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 obligation of the registrant under any of the following provisions (see General Instruction 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of class	Trading symbol	Name of exchange on which registered
Common Stock, $0.10 par value	NWFL	The Nasdaq Stock Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02 **Results of Operations and Financial Condition**

On July 22, 2026, Norwood Financial Corp (the "Company"), the holding company for Wayne Bank, issued a press release in which it announced its earnings for the quarter ended June 30, 2026.

A copy of the press release announcing the results is included as Exhibit 99.1 to this Current Report on Form 8-K and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933.

Item 7.01 **Regulation FD Disclosure**

On July 22, 2026, the Company will host a call with respect to earnings for the quarter ended June 30, 2026 and will use and post an earnings presentation for the quarterly results of operations (the "Earnings Presentation"). The Earnings Presentation is included as Exhibit 99.2 to this Current Report on Form 8-K and is incorporated herein by reference.

The information included in this Current Report pursuant to this Item 7.01 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933.

Item 9.01 **Financial Statements and Exhibits.**

(d) Exhibits:

Exhibit No.	Description
99.1	Press Release dated July 22, 2026.
99.2	Norwood Financial Corp Earnings Presentation for the Quarter Ended June 30, 2026
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

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.

NORWOOD FINANCIAL CORP

NORWOOD FINANCIAL CORP

DATE: July 22, 2026

By: /s/ John M. McCaffery
John M. McCaffery
Executive Vice President and Chief Executive Officer

Norwood FINANCIAL CORP

FOR IMMEDIATE RELEASE

Norwood Financial Corp announces Second Quarter Financial Results

Quarterly Highlights:

- Record net income of $9.3 million.
- Record net interest income of $26.8 million.
- Diluted earnings per share of $0.86.
- Total assets of $2.908 billion.
- Tangible book value per share increased to $22.96, surpassing the pre-acquisition value of $22.90.
- Successfully completed Presence Bancshares integration, including core system conversion and brand convergence.

Honesdale, Pennsylvania – July 18, 2026 - Norwood Financial Corp (the "Company") (Nasdaq Global Market-NWFL), the holding company of Wayne Bank, announced results for the second quarter and six months ended June 30, 2026.

Jim Donnelly, President and Chief Executive Officer, stated, "We are pleased to announce strong second quarter results, highlighted by record net interest income, improved profitability, and continued progress following the integration of Presence Bancshares. Net interest margin expanded on both a year-over-year and linked-quarter basis, reflecting disciplined balance sheet management and the benefit of our larger franchise. We remain focused on credit quality, expense management, and long-term value creation for our shareholders as our teams continue to execute."

(dollars in thousands, except per share data)	Year-Over Year			Linked Quarter		Year-to-Date		
	3 Months Ended			3 Months Ended		6 Months Ended		
	Jun-26	Jun-25	Change	Mar-26	Change	Jun-26	Jun-25	Change
Net interest income	$26,839	$19,065	$7,774	$24,554	$2,285	$51,393	$36,923	$14,470
Net interest spread (fte) [1]	3.27%	2.75%	52 bps	3.04%	23 bps	3.16%	2.68%	48 bps
Net interest margin (fte) [1]	3.90%	3.43%	47 bps	3.68%	22 bps	3.79%	3.37%	42 bps
Pre Provision Net Revenue (PPNR) [1]	$13,573	$8,782	$4,791	$6,279	$7,294	$19,852	$16,927	$2,925
Net income	$9,328	$6,205	$3,123	$3,730	$5,598	$13,058	$11,978	$1,080
Diluted earnings per share	$0.86	$0.67	$0.19	$0.35	$0.51	$1.21	$1.30	$(0.09)
Return on average assets	1.28%	1.06%	22 bps	0.53%	75 bps	0.91%	1.03%	(12 bps)
Return on tangible equity	15.04%	12.83%	221 bps	6.04%	900 bps	10.55%	12.62%	(207 bps)

Excluding merger-related expenses and 2026 BOLI Restructuring Fees (see Non-GAAP reconciliations)

(dollars in thousands, except per share data)	Year-Over Year			Linked Quarter		Year-to-Date		
	3 Months Ended			3 Months Ended		6 Months Ended		
	Jun-26	Jun-25	Change	Mar-26	Change	Jun-26	Jun-25	Change
Pre Provision Net Revenue (PPNR)	$13,626	$8,932	$4,694	$11,445	$2,181	$25,071	$8,932	$16,139
Net income	$9,370	$6,324	$3,046	$7,811	$1,559	$17,181	$12,097	$5,085
Diluted earnings per share	$0.86	$0.69	$0.17	$0.72	$0.14	$1.59	$1.31	$0.28
Return on average assets	1.29%	1.08%	21 bps	1.10%	19bps	1.20%	1.04%	16bps
Return on average tangible equity	15.11%	13.08%	203 bps	12.65%	246 bps	13.88%	12.75%	126 bps

Discussion of financial results for the three months ended June 30, 2026 (all comparisons are to second quarter 2025, unless otherwise noted):

- Net income was $9.3 million, an increase of $3.1 million from $6.2 million. Diluted earnings per share were $0.86 compared to $0.67.
- Net interest income was $26.8 million, an increase of $7.8 million from $19.1 million. On a linked-quarter basis, net interest income increased $2.3 million from $24.6 million.
- Net interest margin (fully taxable equivalent) was 3.90% compared to 3.43%. On a linked-quarter basis, NIM increased 22 basis points from 3.68%.
- Pre-provision net revenue (PPNR) was $13.6 million, compared to $8.8 million in the prior-year quarter and $6.3 million in the linked quarter.
- Total assets were $2.908 billion, compared to $2.365 billion, an increase of 22.9%.
- Loans receivable were $2.263 billion compared to $1.791 billion, an increase of 26.4%.
- Total deposits were $2.514 billion compared to $1.998 billion, an increase of 25.8%.
- Tangible book value per share was $22.96 compared to $21.17 at June 30, 2025, and increased $0.54 on a linked-quarter basis from $22.43.
- Allowance for credit losses to total loans was 1.13%. Nonperforming loans to total loans were 1.23% and nonperforming assets to total assets were 0.98%.

Credit Quality

During the second quarter of 2026, the Company recorded net charge-offs of approximately $1.4 million, including a $729 thousand charge-off related to a previously disclosed borrower relationship that filed for Chapter 11 bankruptcy protection during June 2026. The relationship consists of five loans to four borrower entities with aggregate exposure of approximately $22 million to the Bank and is primarily secured by commercial real estate. The Company continues to evaluate the potential loss exposure associated with the relationship, monitor the bankruptcy proceedings, and assess underlying collateral values. Management believes the allowance for credit losses remains appropriate based on information currently available.

About Norwood Financial Corp
Norwood Financial Corp, through its subsidiary, Wayne Bank operates 33 Community Offices serving Wayne, Pike, Monroe, Lackawanna, Luzerne, Chester, Cumberland, and Lancaster Counties in Pennsylvania, along with Delaware, Sullivan, Otsego, Ontario, and Yates Counties in New York. The Company has total assets of $2.9 billion. The Company's stock is traded on the Nasdaq Global Market under the symbol "NWFL". For more information, visit wayne.bank.

Forward-Looking Statements

In addition to historical information, this earnings release may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, which describes the future plans, strategies and expectations of the Company. Forward-looking statements can be identified by the use of words such as “estimate,” “project,” “believe,” “intend,” “anticipate,” “assume,” “plan,” “seek,” “expect,” “will,” “may,” “should,” “indicate,” “would,” “contemplate,” “continue,” “target” and words of similar meaning. Forward-looking statements are based on our current beliefs and expectations and are inherently subject to significant business, economic and competitive uncertainties and contingencies, many of which are beyond our control. In addition, these forward-looking statements are subject to assumptions with respect to future business strategies and decisions that are subject to change. Accordingly, you should not place undue reliance on such statements. We are under no duty to and do not take any obligation to update any forward-looking statements after the date of this report. Those risks and uncertainties include, among other things, changes in federal and state laws, changes in interest rates, our ability to maintain strong credit quality metrics, our ability to have future performance, our ability to control core operating expenses and costs, demand for real estate, government fiscal and trade policies, cybersecurity and general economic conditions. The Company undertakes no obligation to publicly release the results of any revisions to those forward-looking statements which may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.

Non-GAAP Measures

In addition to presenting information in conformity with accounting principles generally accepted in the United States of America (GAAP), this news release contains financial information determined by methods other than GAAP (non-GAAP). The following measures used in this release, which are commonly utilized by financial institutions, have not been specifically exempted by the Securities and Exchange Commission ("SEC") and may constitute "non-GAAP financial measures" within the meaning of the SEC's rules.

The Company has provided in this news release supplemental disclosures for the calculation of Return on Average Assets, Return on Average Tangible Shareholders’ Equity, Basic Earnings per Share, Diluted Earnings per Share, Tangible Book Value and Pre Provision Net Revenue. Management believes that the non-GAAP financial measures disclosed by the Company from time to time are useful in evaluating the Company’s performance and that such information should be considered as supplemental in nature and not as a substitute for or superior to the related financial information prepared in accordance with GAAP. Our non-GAAP financial measures may differ from similar measures presented by other companies.

Contact: John M. McCaffery
Executive Vice President &
Chief Financial Officer
NORWOOD FINANCIAL CORP
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NORWOOD FINANCIAL CORP
Consolidated Balance Sheets
(dollars in thousands, except share and per share data)
(unaudited)

	June 30	
	2026	2025
ASSETS		
Cash and due from banks	**$ 30,902**	$ 32,052
Interest-bearing deposits with banks	**29,387**	20,993
Fed funds sold	**0**	0
Cash and cash equivalents	**60,289**	53,045
Securities available for sale	**438,967**	402,460
Loans receivable	**2,262,813**	1,790,574
Less: Allowance for credit losses	**25,632**	20,908
Net loans receivable	**2,237,181**	1,769,666
Regulatory stock, at cost	**6,399**	7,538
Bank premises and equipment, net	**25,262**	21,608
Bank owned life insurance	**55,404**	46,099
Foreclosed real estate owned	**771**	-
Accrued interest receivable	**10,568**	8,642
Deferred tax assets, net	**19,979**	17,693
Goodwill	**36,375**	29,266
Other intangible assets	**3,153**	121
Other assets	**13,566**	9,212
TOTAL ASSETS	**$ 2,907,914**	$ 2,365,350
LIABILITIES		
Deposits:		
Non-interest bearing demand	**$ 500,383**	$ 406,358
Interest-bearing	**2,013,914**	1,591,476
Total deposits	**2,514,297**	1,997,834
Short-term borrowings	**-**	26,500
Other borrowings	**65,513**	85,350
Accrued interest payable	**8,668**	10,975
Other liabilities	**29,796**	19,266
TOTAL LIABILITIES	**2,618,274**	2,139,925
STOCKHOLDERS' EQUITY		
Preferred Stock, no par value per share, authorized 5,000,000 shares	**-**	-
Common Stock, $.10 par value per share, authorized: 20,000,000 shares, issued: 2026: 11,182,591 shares, 2025: 9,490,505 shares	**1,118**	949
Surplus	**174,337**	126,990
Retained earnings	**146,685**	131,199
Treasury stock, at cost: 2026: 290,841 shares, 2025: 229,983 shares	**(7,957)**	(6,208)
Accumulated other comprehensive loss	**(24,543)**	(27,505)
TOTAL STOCKHOLDERS' EQUITY	**289,640**	225,425
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	**$ 2,907,914**	$ 2,365,350

Consolidated Statements of Income
(dollars in thousands, except per share data)
(unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	2025	**2026**	2025
INTEREST INCOME				
Loans receivable, including fees	**$ 35,585**	$ 27,115	**$ 69,458**	$ 53,103
Securities	**4,495**	3,871	**8,605**	7,742
Other	**377**	220	**777**	446
Total Interest income	**40,457**	31,206	**78,840**	61,291
INTEREST EXPENSE				
Deposits	**12,899**	10,869	**25,686**	21,617
Short-term borrowings	**32**	211	**92**	669
Other borrowings	**687**	1,061	**1,669**	2,082
Total Interest expense	**13,618**	12,141	**27,447**	24,368
NET INTEREST INCOME	**26,839**	19,065	**51,393**	36,923
PROVISION FOR CREDIT LOSSES	**1,944**	950	**3,403**	1,807
NET INTEREST INCOME AFTER PROVISION FOR CREDIT LOSSES	**24,895**	18,115	**47,990**	35,116
OTHER INCOME				
Service charges and fees	**1,666**	1,514	**3,421**	3,027
Income from fiduciary activities	**248**	226	**486**	551
Gains on sales of loans, net	**54**	65	**131**	112
Earnings and proceeds on life insurance policies	**326**	266	**640**	552
Other	**232**	177	**564**	357
Total other income	**2,526**	2,248	**5,242**	4,599
OTHER EXPENSES				
Salaries and employee benefits	**8,674**	6,605	**17,223**	13,077
Occupancy, furniture and equipment	**1,569**	1,349	**3,294**	2,727
Data processing and related operations	**1,576**	1,189	**3,010**	2,274
Taxes, other than income	**174**	192	**376**	385
Professional fees	**596**	473	**1,422**	1,132
FDIC Insurance assessment	**428**	355	**935**	761
Foreclosed real estate	**31**	137	**67**	141
Amortization of intangibles	**165**	15	**331**	30
Merger	**53**	150	**4,994**	150
Other	**2,526**	2,066	**5,131**	3,918
Total other expenses	**15,792**	12,531	**36,783**	24,595
INCOME BEFORE TAX EXPENSE	**11,629**	7,832	**16,449**	15,120
INCOME TAX EXPENSE	**2,301**	1,627	**3,391**	3,142
NET INCOME	**$ 9,328**	$ 6,205	**$ 13,058**	**$ 11,978**
Basic earnings per share	**$ 0.86**	$ 0.67	**$ 1.21**	$ 1.30
Diluted earnings per share	**$ 0.86**	$ 0.67	**$ 1.21**	$ 1.30

NORWOOD FINANCIAL CORP
NET INTEREST MARGIN ANALYSIS (unaudited)
(dollars in thousands)

	For the Quarter Ended								
	June 30, 2026			March 31, 2026			June 30, 2025		
	Average Balance (2)	Interest (1)	Average Rate (3)	Average Balance (2)	Interest (1)	Average Rate (3)	Average Balance (2)	Interest (1)	Average Rate (3)
Assets									
Interest-earning assets:									
Fed funds sold	$ 1,511	14	3.72 %	$ 933	11	4.78 %	$		%
Interest-bearing deposits with banks	43,467	$ 364	3.36	72,896	$ 389	2.16	19,085	$ 220	4.62
Securities available for sale:									
Taxable	435,004	4,246	3.92	415,567	3,859	3.77	404,428	3,624	3.59
Tax-exempt (1)	44,269	315	2.85	44,634	318	2.89	44,158	312	2.83
Total securities available for sale (1)	479,273	4,561	3.82	460,201	4,177	3.68	448,586	3,936	3.52
Loans receivable (1) (4) (5)	2,253,991	35,700	6.35	2,195,033	33,999	6.28	1,783,626	27,249	6.13
Total interest-earning assets	2,778,242	40,639	5.87	2,729,063	38,576	5.73	2,251,297	31,405	5.60
Non-interest earning assets:									
Cash and due from banks	30,147			30,663			30,323		
Allowance for credit losses	(24,556)			(23,391)			(20,733)		
Other assets	129,320			131,739			94,922		
Total non-interest earning assets	134,911			139,011			104,512		
Total Assets	$ 2,913,153			$ 2,868,074			$ 2,355,809		
Liabilities and Stockholders' Equity									
Interest-bearing liabilities:									
Interest-bearing demand and money market	$ 727,580	$ 3,460	1.91	$ 723,966	$ 3,462	1.94	$ 573,904	$ 2,887	2.02
Savings	231,852	200	0.35	218,829	137	0.25	204,318	119	0.23
Time	1,071,210	9,239	3.46	1,040,656	9,188	3.58	821,725	7,863	3.84
Total interest-bearing deposits	2,030,642	12,899	2.55	1,983,451	12,787	2.61	1,599,947	10,869	2.72
Short-term borrowings	3,233	32	3.97	6,358	60	3.83	17,757	211	4.77
Other borrowings	67,802	687	4.06	95,152	982	4.19	95,792	1,061	4.44
Total interest-bearing liabilities	2,101,677	13,618	2.60	2,084,961	13,829	2.69	1,713,496	12,141	2.84
Non-interest bearing liabilities:									
Demand deposits	486,557			458,126			389,323		
Other liabilities	36,585			35,188			29,639		
Total non-interest bearing liabilities	523,142			493,314			418,962		
Stockholders' equity	288,334			289,799			223,351		
Total Liabilities and Stockholders' Equity	$ 2,913,153			$ 2,868,074			$ 2,355,809		
Net interest income/spread (tax equivalent basis)		27,021	3.27 %		24,747	3.04 %		19,264	2.75 %
Tax-equivalent basis adjustment		(182)			(193)			(199)	
Net interest income		$ 26,839			$ 24,554			$ 19,065	
Net interest margin (tax equivalent basis)			3.90 %			3.68 %			3.43 %

(1) Interest and yields are presented on a tax-equivalent basis using a marginal tax rate of 21%.
(2) Average balances have been calculated based on daily balances.
(3) Annualized
(4) Loan balances include non-accrual loans and are net of unearned income.
(5) Loan yields include the effect of amortization of deferred fees, net of costs.

NORWOOD FINANCIAL CORP
NET INTEREST MARGIN ANALYSIS (unaudited)
(dollars in thousands)

	Year to Date			#		
	June 30, 2026					
	Average Balance (2)	Interest (1)	Average Rate (3)	Average Balance (2)	Interest (1)	Average Rate (3)
Assets						
Interest-earning assets:						
Fed funds sold	$ 1,226	25	4.11 %	$		%
Interest-bearing deposits with banks	58,074	$ 753	2.61	19,939	$ 446	4.51
Securities available for sale:						
Taxable	425,350	8,104	3.84	406,416	7,247	3.60
Tax-exempt (1)	44,451	633	2.87	44,199	626	2.86
Total securities available for sale (1)	469,801	8,737	3.75	450,615	7,873	3.52
Loans receivable (1) (4) (5)	2,224,699	69,700	6.32	1,763,710	53,369	6.10
Total interest-earning assets	2,75,800	79,215	5.80	2,234,264	61,688	5.57
Non-interest earning assets:						
Cash and due from banks	30,409			29,519		
Allowance for credit losses	(23,976)			(20,445)		
Other assets	130,526			94,031		
Total non-interest earning assets	136,959			103,105		
Total Assets	$ 2890,759			$ 2,337,369		
Liabilities and Stockholders' Equity						
Interest-bearing liabilities:						
Interest-bearing demand and money market	$ 725,787	$ 6,922	1.92	$ 560,469	$ 5,688	2.05
Savings	225,380	337	0.30	208,090	261	0.25
Time	1,056,053	18,427	3.52	807,841	15,668	3.91
Total interest-bearing deposits	2,00,220	25,686	2.58	1,576,400	21,617	2.77
Short-term borrowings	4,782	92	3.88	30,954	669	4.36
Other borrowings	81,395	1,669	4.13	94,676	2,082	4.43
Total interest-bearing liabilities	2,093,397	27,447	2.64	1,702,030	24,368	2.89
Non-interest bearing liabilities:						
Demand deposits	472,412			384,958		
Other liabilities	35,886			29,594		
Total non-interest bearing liabilities	508,297			414,552		
Stockholders' equity	289,064			220,787		
Total Liabilities and Stockholders' Equity	$ 2,890,759			$ 2,337,369		
Net interest income/spread (tax equivalent basis)		51,768	3.16 %		37,320	2.68 %
Tax-equivalent basis adjustment		(375)			(397)	
Net interest income		$ 51,393			$ 36,923	
Net interest margin (tax equivalent basis)			3.79 %			3.37 %

(1) Interest and yields are presented on a tax-equivalent basis using a marginal tax rate of 21%.
(2) Average balances have been calculated based on daily balances.
(3) Annualized
(4) Loan balances include non-accrual loans and are net of unearned income.
(5) Loan yields include the effect of amortization of deferred fees, net of costs.

NORWOOD FINANCIAL CORP
Financial Highlights (Unaudited)
(dollars in thousands, except per share data)

For the Three Months Ended June 30	2026	2025
Net interest income	$ **26,839**	$ 19,065
Net income	**9,328**	6,205
Net interest spread (fully taxable equivalent)	**3.27%**	2.75%
Net interest margin (fully taxable equivalent)	**3.90%**	3.43%
Return on average assets	**1.28%**	1.06%
Return on average equity	**12.98%**	11.14%
Return on average tangible equity	**15.04%**	12.83%
Basic earnings per share	$ **0.86**	$ 0.67
Diluted earnings per share	$ **0.86**	$ 0.67

For the Six Months Ended June 30	2026	2025
Net interest income	**51,393**	36,923
Net income	**13,058**	11,978
Net interest spread (fully taxable equivalent)	**3.16%**	2.68%
Net interest margin (fully taxable equivalent)	**3.79%**	3.37%
Return on average assets	**0.91%**	1.03%
Return on average equity	**9.11%**	10.94%
Return on average tangible equity	**10.55%**	12.62%
Basic earnings per share	**1.21**	1.30
Diluted earnings per share	**1.21**	1.30

As of June 30	2026	2025
Total assets	$ **2,907,914**	$ 2,365,350
Total loans receivable	**2,262,813**	1,790,574
Allowance for credit losses	**25,632**	20,908
Total deposits	**2514297**	1,997,834
Stockholders' equity	**289,640**	225,425
Trust assets under management	**242,164**	207,402
Book value per share	$ **26.59**	$ 24.34
Tangible book value per share	$ **22.96**	$ 21.17
Equity to total assets	**9.96%**	9.53%
Allowance to total loans receivable	**1.13%**	1.17%
Nonperforming loans to total loans	**1.21%**	0.45%
Nonperforming assets to total assets	**0.97%**	0.34%

NORWOOD FINANCIAL CORP
Consolidated Balance Sheets (unaudited)
(dollars in thousands)

	June 30 2026	March 31 2026	December 31 2025	September 30 2025	June 30 2025
ASSETS					
Cash and due from banks	$ 30,902	$ 25,480	$ 32,118	$ 50,348	$ 32,052
Interest-bearing deposits with banks	29,387	75,258	12,318	24,382	20,993
Fed funds sold	0	1,835			
Cash and cash equivalents	60,289	102,573	44,436	74,730	53,045
Securities available for sale	438,967	431,204	408,782	403,989	402,460
Loans receivable	2,262,813	2,238,657	1,853,422	1,814,682	1,790,574
Less: Allowance for credit losses	25,632	24,350	19,882	19,911	20,908
Net loans receivable	2,237,181	2,214,307	1,833,540	1,794,771	1,769,666
Regulatory stock, at cost	6,399	7,161	6,623	6,163	7,538
Bank owned life insurance	55,404	55,078	46,089	45,821	46,099
Bank premises and equipment, net	25,262	25,299	22,971	22,292	21,608
Foreclosed real estate owned	771	771	771	-	-
Goodwill and other intangibles	39,528	39,693	29,364	29,375	29,387
Other assets	44,113	41,168	32,266	34,810	35,547
TOTAL ASSETS	$ 2,907,914	$ 2,917,254	$ 2,424,842	$ 2,411,951	$ 2,365,350
LIABILITIES					
Deposits:					
Non-interest bearing demand	$ 500,383	$ 470,706	$ 419,597	$ 424,027	$ 406,358
Interest-bearing deposits	2,013,914	2,035,992	1,659,048	1,649,941	1,591,476
Total deposits	2,514,297	2,506,698	2,078,645	2,073,968	1,997,834
Borrowings	65,513	88,268	74,133	72,071	111,850
Other liabilities	38,464	38,350	29,907	31,007	30,241
TOTAL LIABILITIES	2,618,274	2,633,316	2,182,685	2,177,046	2,139,925
STOCKHOLDERS' EQUITY	289,640	283,938	242,157	234,905	225,425
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 2,907,914	$ 2,917,254	$ 2,424,842	$ 2,411,951	$ 2,365,350

NORWOOD FINANCIAL CORP
Consolidated Statements of Income (unaudited)
(dollars in thousands, except per share data)

Three months ended	June 30 2026	March 31 2026	December 31 2025	September 30 2025	June 30 2025
INTEREST INCOME					
Loans receivable, including fees	$ 35,585	$ 33,873	$ 28,666	$ 28,141	$ 27,115
Securities	4,495	4,110	3,906	3,907	3,871
Other	377	400	474	144	220
Total interest income	40,457	38,383	33,046	32,192	31,206
INTEREST EXPENSE					
Deposits	12,899	12,787	11,334	10,730	10,869
Borrowings	719	1,042	768	1,004	1,272
Total interest expense	13,618	13,829	12,102	11,734	12,141
NET INTEREST INCOME	26,839	24,554	20,944	20,458	19,065
PROVISION FOR (RELEASE OF) CREDIT LOSSES	1,944	1,459	468	(502)	950
NET INTEREST INCOME AFTER (RELEASE OF) PROVISION FOR CREDIT LOSSES	24,895	23,095	20,476	20,960	18,115
OTHER INCOME					
Service charges and fees	1,666	1,755	1,734	1,660	1,514
Income from fiduciary activities	248	238	228	254	226
Net realized (losses) gains on sales of securities	-	-	-	-	-
Gains on sales of loans, net	54	76	83	130	65
Gains on sales of foreclosed real estate owned	-	-	-	-	-
Earnings and proceeds on life insurance policies	326	314	268	268	266
Other	232	332	198	193	177
Total other income	2,526	2,715	2,511	2,505	2,248
OTHER EXPENSES					
Salaries and employee benefits	8,674	8,549	7,155	6,696	6,605
Occupancy, furniture and equipment, net	1,569	1,725	1,390	1,361	2,538
Foreclosed real estate	31	36	-	1	137
FDIC insurance assessment	428	507	423	368	355
Other	5,090	10,173	4,651	4,508	2,896
Total other expenses	15,792	20,990	13,619	12,934	12,531
INCOME BEFORE TAX (BENEFIT) EXPENSE	11,629	4,820	9,368	10,531	7,832
INCOME TAX (BENEFIT) EXPENSE	2,301	1,090	1,926	2,197	1,627
NET (LOSS) INCOME	$ 9,328	$ 3,730	$ 7,442	$ 8,334	$ 6,205
Basic (loss) earnings per share	$ 0.86	$ 0.35	$ 0.81	$ 0.89	$ 0.67
Diluted (loss) earnings per share	$ 0.86	$ 0.35	$ 0.81	$ 0.89	$ 0.67
Book Value per share	$ 26.59	$ 26.07	$ 26.06	$ 25.36	$ 24.34
Tangible Book Value per share	22.96	22.43	22.90	22.19	21.17
Return on average assets (annualized)	1.28%	0.53%	1.21%	1.40%	1.06%
Return on average equity (annualized)	12.98%	5.22%	12.30%	14.58%	11.14%
Return on average tangible equity (annualized)	15.04%	6.04%	14.01%	16.76%	12.83%
Net interest spread (fte)	3.27%	3.04%	2.93%	2.94%	2.75%
Net interest margin (fte)	3.90%	3.68%	3.60%	3.63%	3.43%
Allowance for credit losses to total loans	1.13%	1.09%	1.07%	1.10%	1.17%
Net charge-offs to average loans (annualized)	0.24%	0.09%	0.13%	0.13%	0.08%
Nonperforming loans to total loans	1.21%	0.46%	0.34%	0.36%	0.45%
Nonperforming assets to total assets	0.97%	0.38%	0.28%	0.31%	0.34%
Nonperforming loans to total assets	0.94%	0.35%	0.26%	0.27%	0.34%
Loan Loss Reserve/NPAs	91.13%	219.93%	279.62%	270.50%	258.43%

NORWOOD FINANCIAL CORP
Reconciliation of Non-GAAP Results (unaudited)
(dollars in thousands, except per share data)

Net Interest Income FTE
(dollars in thousands)

	Three months ended June 30		Six months ended June 30	
	2026	2025	2026	2025
Net Interest Income	$26,839	$19,065	$51,393	$36,923
Taxable equivalent basis adjustment using 21% marginal tax rate	182	199	375	397
Net interest income on a fully taxable equivalent basis	$27,021	$19,264	$51,768	$37,320

Average Tangible Equity
(dollars in thousands)

	Three months ended June 30		Six months ended June 30	
	2026	2025	2026	2025
Average equity	$288,334	$223,351	$289,064	$220,787
Average goodwill and other intangibles	(39,609)	(29,394)	(39,472)	(29,402)
Average tangible equity	$248,725	$193,957	$249,592	$191,385

NORWOOD FINANCIAL CORP
Reconciliation of Non-GAAP Results
(dollars in thousands, except per share data)

Pre Provision Net Revenue
(Dollars in thousands)

	Six Months Ended June 30, 2026	Three Months Ended June 30, 2026	Three Months Ended March 31, 2026	Six Months Ended June 30, 2025	Three Months Ended June 30, 2025
Income before tax expense (GAAP)	$ 16,449	$ 11,629	$ 4,820	$ 15,120	$ 7,832
Provision for credit losses	3,403	1,944	1,459	1,807	950
Pre provision net revenue (PPNR) (Non-GAAP)	19,852	13,573	6,279	16,927	8,782
Merger-related expenses	4,994	53	4,941	150	150
BOLI restructuring fee	225	0	225	0	0
PPNR adjusted for one time expenses (Non-GAAP)	25,071	13,626	11,445	17,077	8,932

NORWOOD FINANCIAL CORP
Reconciliation of Non-GAAP Results (unaudited)
(dollars in thousands, except per share data)

Adjusted Return on Average Assets
(Dollars in thousands)

	Six Months Ended June 30, 2026	Three Months Ended June 30, 2026	Three Months Ended March 31, 2026	Six Months Ended June 30, 2025	Three Months Ended June 30, 2025
Net income	$ 13,058	$ 9,328	$ 3,730	$ 11,978	$ 6,205
Average assets	2,890,759	2,913,153	2,868,074	2,337,369	2,355,809
Return on average assets (annualized)	**0.91 %**	**1.28 %**	**0.53 %**	**1.03 %**	**1.06 %**
Net income	13,058	9,328	3,730	11,978	6,205
Merger-related expenses	4,994	53	4,941	150	150
Boli restructuring fee	225	0	225	0	0
Tax effect at 21%	(1,096)	(11)	(1,085)	(32)	(32)
Adjusted Net Income (Non-GAAP)	17,181	9,370	7,811	12,097	6,324
Average assets	2,890,759	2,913,153	2,868,074	2,337,369	2,355,809
Adjusted return on average assets (annualized) (Non-GAAP)	**1.20 %**	**1.29 %**	**1.10 %**	**1.04 %**	**1.08 %**

Adjusted Return on Average Tangible Shareholders' Equity
(Dollars in thousands)

	Six Months Ended June 30, 2026	Three Months Ended June 30, 2026	Three Months Ended March 31, 2026	Six Months Ended June 30, 2025	Three Months Ended June 30, 2025
Net income	$ 13,058	$ 9,328	$ 3,730	$ 11,978	$ 6,205
Average shareholders' equity	289,064	288,334	289,799	220,787	223,351
Average intangible assets	(39,472)	(39,609)	(39,334)	(29,402)	(29,394)
Average tangible shareholders' equity	249,592	248,725	250,465	191,385	193,957
Return on average tangible shareholders' equity (annualized)	**10.55 %**	**15.04 %**	**6.04 %**	**12.62 %**	**12.83 %**
Net income	13,058	9,328	3,730	11,978	6,205
Merger-related expenses	4,994	53	4,941	150	150
Boli restructuring fee	225	0	225	0	0
Tax effect at 21%	(1,096)	(11)	(1,085)	(32)	(32)
Adjusted Net Income (Non-GAAP)	17,181	9,370	7,811	12,097	6,324
Average tangible shareholders' equity	249,592	248,725	250,465	191,385	193,957
Adjusted return on average shareholders' equity (annualized) (Non-GAAP)	**13.88 %**	**15.11 %**	**12.65 %**	**12.75 %**	**13.08 %**

Adjusted Earnings Per Share
(Dollars in thousands)

	Six Months Ended June 30, 2026	Three Months Ended June 30, 2026	Three Months Ended March 31, 2026	Six Months Ended June 30, 2025	Three Months Ended June 30, 2025
GAAP-Based Earnings Per Share, Basic	**$ 1.21**	**$ 0.86**	**$ 0.35**	**$ 1.30**	**$ 0.67**
GAAP-Based Earnings Per Share, Diluted	**$ 1.21**	**$ 0.86**	**$ 0.35**	**$ 1.30**	**$ 0.67**
Net Income	13,058	9,328	3,730	11,978	6,205
Merger-related expenses	4,994	53	4,941	150	150
Boli restructuring fee	225	0	225	0	0
Tax effect at 21%	(1,096)	(11)	(1,085)	(32)	(32)
Adjusted Net Income (Non-GAAP)	17,181	9,370	7,811	12,097	6,324
Adjusted Earnings per Share, Basic (Non-GAAP)	**$ 1.59**	**$ 0.86**	**$ 0.73**	**$ 1.31**	**$ 0.69**
Adjusted Earnings per Share, Diluted (Non-GAAP)	**$ 1.59**	**$ 0.86**	**$ 0.72**	**$ 1.31**	**$ 0.69**

Exhibit 99.2

Q2 2026 Earnings Presentation

Community Bank Making Every Day Better™

JULY 22, 2026

Forward-looking statements and additional information

This presentation contains forward-looking statements within the meaning of the federal securities laws that are made by Norwood Financial Corp ("Norwood"). All statements other than statements of historical fact are statements that could be deemed forward-looking statements, including all statements regarding the intent, belief or current expectations of Norwood and members of its board of directors and senior management teams. Investors and security holders are cautioned that such statements are predictions, and are not guarantees of future performance. Actual events or results may differ materially. Expected financial results or other plans are subject to a number of known and unknown risks, uncertainties and assumptions that are difficult to assess and are subject to change based on factors which are, in many instances, beyond Norwood's control.

Additional risks and uncertainties may include, but are not limited to, the risk that expected cost savings, revenue synergies and other financial benefits from the recently completed merger with PB Bankshares, Inc. ("PB Bankshares") may not be realized or take longer than expected to realize; the merger may be more expensive to complete than anticipated, including as a result of unexpected factors or events; the integration of PB Bankshares' business and operations with those of Norwood may take longer than anticipated, may be more costly than anticipated and may have unanticipated adverse results relating to Norwood's existing businesses; the anticipated cost savings and other synergies of the merger may take longer to be realized or may not be achieved in their entirety, and attrition in key client, partner and other relationships relating to the merger may be greater than expected; the ability to achieve anticipated merger-related operational efficiencies; the ability to enhance revenue through increased market penetration, expanded lending capacity and product offerings; changes in monetary and fiscal policies of the Federal Reserve Board and the U. S. Government, particularly related to changes in interest rates; changes in general economic conditions, especially the effects of current fluctuations in tariff policies, impacts of workforce deportations, the proliferation of legal actions challenging government policies, and substantial reductions in force of government and non-government organization employees, all of which may put pressure on supply chains and exacerbate market volatility; occurrence of natural or man-made disasters or calamities, including health emergencies, the spread of infectious diseases, pandemics or outbreaks of hostilities, or the effects of climate change, and the ability of Norwood and its customers to deal effectively with disruptions caused by the foregoing; legislative or regulatory changes; downturn in demand for loan, deposit and other financial services in our market area; increased competition from other banks and non-bank providers of financial services; technological changes and increased technology-related costs; and changes in accounting principles, or the application of generally accepted accounting principles.

Due to these and other possible uncertainties and risks, Norwood can give no assurance that the results contemplated in the forward-looking statements will be realized, and readers are cautioned not to place undue reliance on the forward-looking statements contained in this presentation. Forward-looking statements are based on information currently available to Norwood, and Norwood assumes no obligation and disclaim any intent to update any such forward-looking statements. All forward-looking statements, express or implied, included in the presentation are qualified in their entirety by this cautionary statement.

NON-GAAP FINANCIAL MEASURES

In addition to results presented in accordance with GAAP, this presentation includes certain non-GAAP financial measures. Norwood believes these non-GAAP financial measures provide additional information that is useful to investors in helping to understand underlying financial performance and condition and trends of Norwood.

Non-GAAP financial measures have inherent limitations. Readers should be aware of these limitations and should be cautious with respect to the use of such measures. To compensate for these limitations, non-GAAP measures are used as comparative tools, together with GAAP measures, to assist in the evaluation of operating performance or financial condition. These measures are also calculated using the appropriate GAAP or regulatory components in their entirety and are computed in a manner intended to facilitate consistent period-to-period comparisons. Norwood's method of calculating these non-GAAP measures may differ from methods used by other companies. These non-GAAP measures should not be considered in isolation or as a substitute or an alternative for those financial measures prepared in accordance with GAAP or in-effect regulatory requirements. Numbers in this presentation may not sum due to rounding.

Where non-GAAP financial measures are used, the most directly comparable GAAP or regulatory financial measure, as well as the reconciliation to the most directly comparable GAAP or regulatory financial measure, can be found in this presentation.

Q2 2026 summary

Selected financial highlights (all comps Y/Y)

$26.8M
Net Interest Income
+41%

3.27%
Net Interest Spread (fte) [1]
+52 bps

3.90%
Net Interest Margin (fte) [1]
+47 bps

$13.6M
Adjusted Pre Provision Net Revenue[1]
+53%

$9.4M
Adjusted Net Income[1]
+48%

$0.86
Adjusted Diluted EPS[1]
+25%

1.29%
Adjusted Return on Average Assets[1]
+21 bps

15.11%
Adjusted Return on Tangible Equity[1]
+203 bps

[1] See appendix for Non-GAAP reconciliation

Key messages

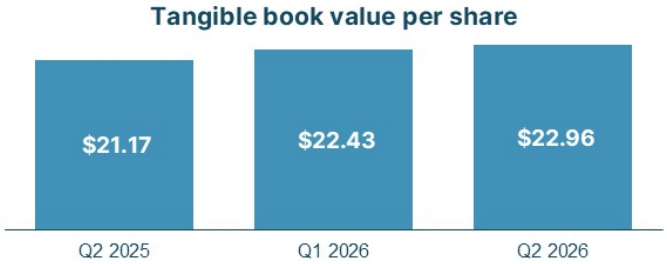
1. **Achieved strong second-quarter performance, with record net interest income and record net income,** extending the momentum we are building towards a brighter future
2. **Maintained strong financial position and credit quality** while growing assets; recorded ~$0.7M initial net charge-offs related to customer bankruptcy
3. **Completed Presence Bank integration**, including core system conversion and brand convergence; combined organization poised to better serve communities
4. **Continued to build momentum in 2026**, through strategic priorities to create a stronger organization with ingrained high-performance culture

Making progress on our 2026 strategic priorities

Focused on actions that will create value and build momentum

Successfully complete Presence Bank integration	• Completed key integration activity, including core system conversion and brand convergence • Ongoing dialogue to share best practices as we continue to standardize on operations and customer engagement
Increase operating efficiency and elevate the customer experience through AI	• Implemented PB commercial system to drive efficiency, manage risk, and empower employees to do more • Utilize AI embedded in PB processes across the organization as part of integration • Creating 3-year plan to assess AI implementation and pursue highest value opportunities
Strengthen our talent pool and deepen our leadership bench	• Invest in our people to empower them to serve our communities • Cascade strategic priorities throughout organization • Steve Daniels, Executive Vice President and former Chief Consumer Banking Officer, has assumed role of Chief Lending Officer, assuming role previously held by Vinny O'Bell who is retiring in October 2026 • Promoted Deb Kennedy to Director of Retail Banking
Increase shareholder value	• Delivered strong Q2 results on strong financial position and performance of our entire team • Grew asset base through increasing deposits, investment decisions, and strategic M&A • Enhance shareholder returns through a reliable and growing dividend

Improving financial performance and positioning for continued growth



[1] See appendix for Non-GAAP reconciliation

EPS improved on record net income due to record net interest income and growth in other income, partially offset by higher expenses due to the acquisition

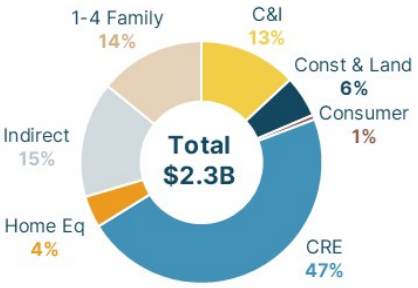
TBV per share increased, demonstrating our ability to generate earnings while continuing to build shareholder value

Repositioned portfolio and Presence Bank acquisition continued to further strengthen our financial position and provides us with a larger organization to scale as we serve our communities

Loan portfolio overview

Small business lending, granular relationships and limited industry concentration

Loan portfolio by category



$98K Average Loan Size

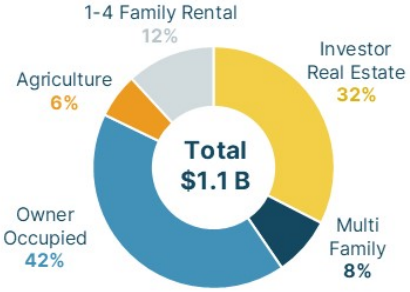
$325K Average Commercial Loan Size

12% Adjustable, **43%** Floating, and **45%** Fixed Rate

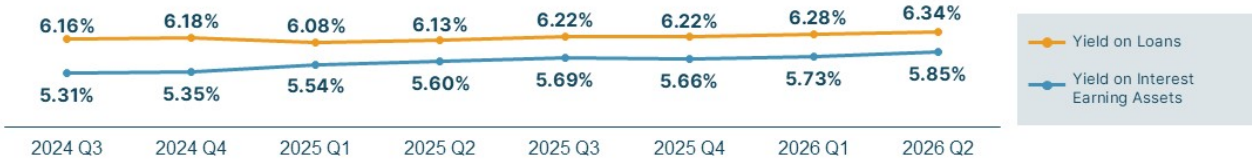
Office Exposure: **6 loans for ~$2.8M**

CRE Ratio: **202%** (as of Q2 2026)

CRE loans by industry



Historical yields



Strong historical credit quality

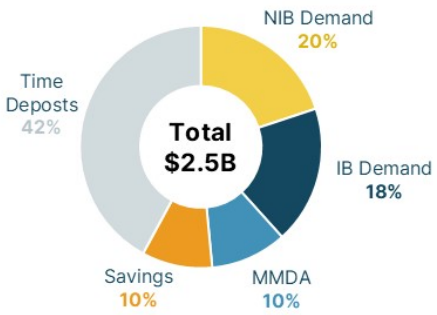
Credit quality ratios

	2022	2023	2024	2025	Q2 2026
Non-performing Loans / Loans	0.08%	0.48%	0.46%	0.34%	1.23%
Net Charge Offs / Loans	0.02%	0.39%	0.10%	0.03%	0.24%
ACL / Loans	1.15%	1.18%	1.16%	1.07%	1.13%
Reserves / NPAs	1,165%	246%	252%	280%	90%

Deposit portfolio overview

Attractive retail franchise bolstered by commercial and municipal relationships

Deposit portfolio by category

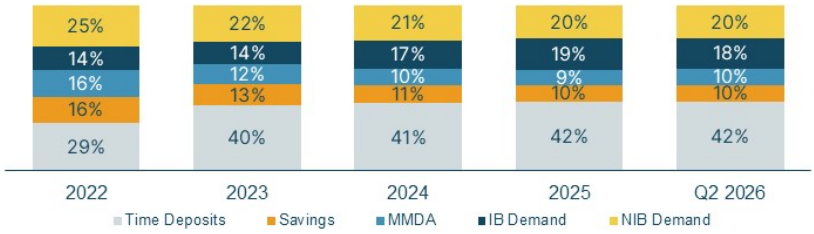


$53K Average Account Size

$493M in Municipal Deposits

Historical funding costs

Deposit composition over time



Strength. Security. Stability.

Customers — Employees — **Key tenets for SUCCESS** — Community — Shareholders

150+ years in business	**UNIFIED BRAND:** Consolidated Wayne Bank, the Bank of Cooperstown, Bank of the Finger Lakes, and Presence Bank under single Wayne Bank brand Committed to the same community banking mission and core values instated upon our founding in 1871
Rewarding shareholders	Focused on achieving above-peer performance targets bolstered by our competitive strength in markets of operation Repositioned the investment portfolio to improve yields in current and future interest rate environment Track record of 34 consecutive years of increasing cash dividends
Growth & expansion	Consistent record of organic growth bolstered by four successful acquisitions between 2011 and 2026, including Presence Bank Focused on expanding noninterest and fee income through product offerings such as wealth and trust management, mortgage, and treasury management services
A community pillar	**MISSION STATEMENT:** "To help our customers and communities build strong financial futures, so that every day, every year, every generation is better than the last." The Bank and its employees are key contributors to several local charities Focused on small business and local relationships

APPENDIX

Non-GAAP financial measures

Net Interest Income FTE and Average Tangible Equity

NORWOOD FINANCIAL CORP
Reconciliation of Non-GAAP Results
(dollars in thousands, except per share data)

Net Interest Income FTE
(dollars in thousands)

	Three months ended June 30		Six months ended June 30	
	2026	2025	2026	2025
Net Interest Income	$ 26,839	$ 19,065	$ 51,393	$ 36,923
Taxable equivalent basis adjustment using 21% marginal tax rate	182	199	375	397
Net interest income on a fully taxable equivalent basis	$ 27,021	$ 19,264	$ 51,768	$ 37,320

Average Tangible Equity
(dollars in thousands)

	Three months ended June 30		Six months ended June 30	
	2026	2025	2026	2025
Average equity	$ 288,334	$ 223,351	$ 289,064	$ 220,787
Average goodwill and other intangibles	(39,609)	(29,394)	(39,472)	(29,402)
Average tangible equity	$ 248,725	$ 193,957	$ 249,592	$ 191,385

NORWOOD FINANCIAL CORP
Reconciliation of Non-GAAP Results
(dollars in thousands, except per share data)

Pre Provision Net Revenue
(Dollars in thousands)

	Six Months Ended June 30, 2026	Three Months Ended June 30, 2026	Three Months Ended March 31, 2026	Six Months Ended June 30, 2025	Three Months Ended June 30, 2025
Income before tax expense (GAAP)	$ 16,449	$ 11,629	$ 4,820	$ 15,120	$ 7,832
Provision for credit losses	3,403	1,944	1,459	1,807	950
Pre provision net revenue (PPNR) (Non-GAAP)	**19,852**	**13,573**	**6,279**	**16,927**	**8,782**
Merger-related expenses	4,994	53	4,941	150	150
BOLI restructuring fee	225	0	225	0	0
PPNR adjusted for one time expenses (Non-GAAP)	**25,071**	**13,626**	**11,445**	**17,077**	**8,932**

NORWOOD FINANCIAL CORP
Reconciliation of Non-GAAP Results (unaudited)
(dollars in thousands, except per share data)

Adjusted Return on Average Assets
(Dollars in thousands)

	Six Months Ended June 30, 2026	Three Months Ended June 30, 2026	Three Months Ended March 31, 2026	Six Months Ended June 30, 2025	Three Months Ended June 30, 2025
Net income	$ 13,058	$ 9,328	$ 3,730	$ 11,978	$ 6,205
Average assets	2,890,759	2,913,153	2,868,074	2,337,369	2,355,809
Return on average assets (annualized)	**0.91 %**	**1.28 %**	**0.53 %**	**1.03 %**	**1.06 %**
Net income	13,058	9,328	3,730	11,978	6,205
Merger-related expenses	4,994	53	4,941	150	150
Boli restructuring fee	225	0	225	0	0
Tax effect at 21%	(1,096)	(11)	(1,085)	(32)	(32)
Adjusted Net Income (Non-GAAP)	17,181	9,370	7,811	12,097	6,324
Average assets	2,890,759	2,913,153	2,868,074	2,337,369	2,355,809
Adjusted return on average assets (annualized) (Non-GAAP)	**1.20 %**	**1.29 %**	**1.10 %**	**1.04 %**	**1.08 %**

Non-GAAP financial measures

Adjusted Return on Average Tangible Shareholders' Equity and Adjusted Earnings Per Share

Adjusted Return on Average Tangible Shareholders' Equity
(Dollars in thousands)

	Six Months Ended June 30, 2026	Three Months Ended June 30, 2026	Three Months Ended March 31, 2026	Six Months Ended June 30, 2025	Three Months Ended June 30, 2025
Net income	$ 13,058	$ 9,328	$ 3,730	$ 11,978	$ 6,205
Average shareholders' equity	289,064	288,334	289,799	220,787	223,351
Average intangible assets	(39,472)	(39,609)	(39,334)	(29,402)	(29,394)
Average tangible shareholders' equity	249,592	248,725	250,465	191,385	193,957
Return on average tangible shareholders' equity (annualized)	**10.55 %**	**15.04 %**	**6.04 %**	**12.62 %**	**12.83 %**
Net income	13,058	9,328	3,730	11,978	6,205
Merger-related expenses	4,994	53	4,941	150	150
Boli restructuring fee	225	0	225	0	0
Tax effect at 21%	(1,096)	(11)	(1,085)	(32)	(32)
Adjusted Net Income (Non-GAAP)	17,181	9,370	7,811	12,097	6,324
Average tangible shareholders' equity	249,592	248,725	250,465	191,385	193,957
Adjusted return on average shareholders' equity (annualized) (Non-GAAP)	**13.88 %**	**15.11 %**	**12.65 %**	**12.75 %**	**13.08 %**

Adjusted Earnings Per Share
(Dollars in thousands)

	Six Months Ended June 30, 2026	Three Months Ended June 30, 2026	Three Months Ended March 31, 2026	Six Months Ended June 30, 2025	Three Months Ended June 30, 2025
GAAP-Based Earnings Per Share, Basic	**$ 1.21**	**$ 0.86**	**$ 0.35**	**$ 1.30**	**$ 0.67**
GAAP-Based Earnings Per Share, Diluted	**$ 1.21**	**$ 0.86**	**$ 0.35**	**$ 1.30**	**$ 0.67**
Net Income	13,058	9,328	3,730	11,978	6,205
Merger-related expenses	4,994	53	4,941	150	150
Boli restructuring fee	225	0	225	0	0
Tax effect at 21%	(1,096)	(11)	(1,085)	(32)	(32)
Adjusted Net Income (Non-GAAP)	17,181	9,370	7,811	12,097	6,324
Adjusted Earnings per Share, Basic (Non-GAAP)	**$ 1.59**	**$ 0.86**	**$ 0.73**	**$ 1.31**	**$ 0.69**
Adjusted Earnings per Share, Diluted (Non-GAAP)	**$ 1.59**	**$ 0.86**	**$ 0.72**	**$ 1.31**	**$ 0.69**

Thank you