

OFFICE OF THRIFT SUPERVISION

Approval of Amended Holding Company Application To Acquire Control of a Federal Savings Bank

Order No.: 2008-20
Date: June 23, 2008
Docket Nos.: H-4127, H-4128, and
18057

Pursuant to OTS Order No. 2008-04, dated February 21, 2008 (February Order), the Office of Thrift Supervision (OTS) approved an application by Roma Financial Corporation, MHC (MHC) and Roma Financial Corporation (RFC), both of Robbinsville, New Jersey, for the proposed acquisition of 60 percent of the common stock of RomAsia Bank, South Brunswick Township, New Jersey (Savings Bank), under § 10(e) of the Home Owners' Loan Act (HOLA), and 12 C.F.R. § 574.3 thereunder. The MHC and RFC have now requested OTS approval under § 10(e) of the HOLA and 12 C.F.R. § 574.3 to acquire up to 89.55 percent of the Savings Bank's common stock. The Savings Bank will be organized as a federal stock savings bank subsidiary of RFC. RFC is a subsidiary of a mutual holding company, the MHC, and is the mid-tier holding company for Roma Bank, Robbinsville, New Jersey.

The original holding company application and the February Order provided that RFC would directly acquire 60 percent of the Savings Bank's common stock. OTS has reviewed the amended application to acquire up to 89.55 percent of the Savings Bank's common stock and has concluded that such acquisition will not adversely affect the proposed management, the business plan, or the pro forma financial information for the Savings Bank. In addition, OTS has reviewed the amended application and has concluded that RFC has adequate capital to make the additional investment. Further, OTS has concluded that the Savings Bank will continue to have sufficient capital during the period of its business plan.

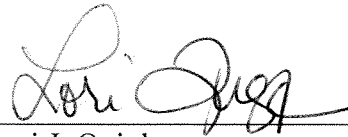
For the reasons discussed above, OTS concludes that the managerial resources, financial resources and future prospects of the MHC, RFC, Roma Bank, and the Savings Bank, and the insurance risk to the Deposit Insurance Fund, continue to be consistent with approval. In addition, OTS has concluded that RFC's proposed increase in ownership will not adversely effect anti-competitive considerations, the convenience and needs of the community to be served, or Community Reinvestment Act considerations, and that its consideration of these factors continues to be consistent with approval.

Based on the information provided and for the reasons indicated above, OTS concludes that the amended application satisfies the applicable approval standards for a holding company application, and hereby approves the amended application, subject to all of the conditions in the February Order.

As provided in the February Order, the Regional Director may, for good cause, extend any time period set forth in that February Order for up to 120 calendar days.

By order of the Director of the Office of Thrift Supervision, or his designee, effective

June 23, 2008.



Lori J. Quigley
Managing Director
Examinations and Supervision - Operations