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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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**FORM 8-K**

CURRENT REPORT

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

Date of Report: April 27, 2018

**NORTHWEST INDIANA BANCORP**

(Exact name of registrant as specified in its charter)

Indiana  
(State or other jurisdiction of incorporation)

000-26128  
(Commission File Number)

35-1927981  
(IRS Employer Identification No.)

9204 Columbia Avenue  
Munster, Indiana 46321  
(Address of principal executive offices) (Zip Code)

(219) 836-4400  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- 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))

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.

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**Item 7.01. Regulation FD Disclosure**

On April 27, 2018, NorthWest Indiana Bancorp (the “Bancorp”) presented financial and other information to shareholders at the Bancorp’s Annual Meeting of Shareholders. The slides for the presentation are attached as Exhibit 99.1 to this report and are incorporated by reference into this Item 7.01. This information is furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section. The filing of this report shall not be deemed an admission as to the materiality of any information in the report that is required to be disclosed solely by reason of Regulation FD.

***Forward-Looking Statements***

This Current Report on Form 8-K may contain forward-looking statements regarding the financial performance, business prospects, growth and operating strategies of NWIN and First Personal Financial Corp. (“First Personal”). For these statements, each of NWIN and First Personal claims the protections of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. Statements in this communication should be considered in conjunction with the other information available about NWIN and First Personal, including the information in the filings NWIN makes with the SEC. Forward-looking statements provide current expectations or forecasts of future events and are not guarantees of future performance. The forward-looking statements are based on management’s expectations and are subject to a number of risks and uncertainties. Forward-looking statements are typically identified by using words such as “anticipate,” “estimate,” “project,” “intend,” “plan,” “believe,” “will” and similar expressions in connection with any discussion of future operating or financial performance.

Although management believes that the expectations reflected in such forward-looking statements are reasonable, actual results may differ materially from those expressed or implied in such statements. Risks and uncertainties that could cause actual results to differ materially include: ability to obtain regulatory approvals and meet other closing conditions to the Merger, including approval by First Personal’s stockholders; delay in closing the Merger; difficulties and delays in integrating NWIN’s and First Personal’s businesses or fully realizing cost savings and other benefits; business disruption following the Merger; changes in asset quality and credit risk; the inability to sustain revenue and earnings growth; changes in interest rates and capital markets; inflation; customer acceptance of NWIN’s and First Personal’s products and services; customer borrowing, repayment, investment, and deposit practices; customer disintermediation; the introduction, withdrawal, success, and timing of business initiatives; competitive conditions; the inability to realize cost savings or revenues or to implement integration plans and other consequences associated with mergers, acquisitions, and divestitures; economic conditions; and the impact, extent, and timing of technological changes, capital management activities, and other actions of the Federal Reserve Board and legislative and regulatory actions and reforms.

***Important Additional Information for Shareholders and Where to Find It***

In connection with the proposed Merger, NWIN has filed with the SEC a Registration Statement on Form S-4 that includes a Proxy Statement of First Personal and a Prospectus of NWIN (the “Proxy Statement/Prospectus”), as well as other relevant documents concerning the proposed transaction. **SHAREHOLDERS AND INVESTORS ARE URGED TO READ THE REGISTRATION STATEMENT AND THE PROXY STATEMENT/PROSPECTUS REGARDING THE MERGER AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS, BECAUSE THEY CONTAIN IMPORTANT INFORMATION.**

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The Proxy Statement/Prospectus and other relevant materials, and any other documents NWIN has filed with the SEC, may be obtained free of charge at the SEC's website at [www.sec.gov](http://www.sec.gov). In addition, investors and security holders may obtain copies of the documents NWIN has filed with the SEC, free of charge, from NWIN at [www.ibankpeoples.com](http://www.ibankpeoples.com) under the tab "Investor Relations – SEC Filings." Alternatively, these documents can be obtained free of charge from NWIN upon written request to NorthWest Indiana Bancorp, Attn: Shareholder Services, 9204 Columbia Avenue, Munster, Indiana 46321, or by calling (219) 853-7575, and from First Personal upon written request to First Personal Financial Corp., Attn: Randall R. Schwartz, 14701 Ravinia Avenue, Orland Park, Illinois 60462, or by calling (708) 226-2727. The information available through NWIN's website is not and shall not be deemed part of this Current Report on Form 8-K or incorporated by reference into other filings NWIN makes with the SEC.

NWIN and First Personal and certain of their directors and executive officers may be deemed participants in the solicitation of proxies from the stockholders of First Personal in connection with the proposed Merger. Information about the directors and executive officers of NWIN is set forth in NWIN's Annual Report on Form 10-K filed with the SEC on February 20, 2018, and in the proxy statement for NWIN's 2018 annual meeting of shareholders, as filed with the SEC on Schedule 14A on March 12, 2018. Additional information regarding the interests of these participants and any other persons who may be deemed participants in the transaction may be obtained by reading the Proxy Statement/Prospectus regarding the proposed Merger. Free copies of this document may be obtained as described in the preceding paragraph.

This communication does not constitute an offer to sell or the solicitation of an offer to buy any securities or a solicitation of any vote or approval.

**Item 8.01. Other Events.**

In addition, the presentation slides contain supplemental information regarding the previously announced proposed merger transaction (the "Merger") between the Bancorp and First Personal.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

[99.1 Slide Presentation for the Annual Meeting of Stockholders on April 27, 2018.](#)

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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.

Date: April 27, 2018

NORTHWEST INDIANA BANCORP

By: /s/ Robert T. Lowry  
Name: Robert T. Lowry  
Title: Executive Vice President, Chief Financial  
Officer and Treasurer

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INDEX TO EXHIBITS

Exhibit  
Number

Description

[99.1](#)

[Slide Presentation for the Annual Meeting of Stockholders on April 27, 2018.](#)

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**Exhibit 99.1**



Filed by NorthWest Indiana Bancorp pursuant to Rule 425 under the Securities Act of 1933 and deemed filed Pursuant to Rule 14a-12 of the Securities Exchange Act of 1934

Subject Company: NorthWest Indiana Bancorp  
Commission File No. 000-26128

# 2018 Annual Shareholders' Meeting

27-April-2018

**Peoples Bank**  
*you first banking*

## Forward-Looking Statements

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## **Additional Information For Shareholders**

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## Disclosures Regarding Non-GAAP Measures

This presentation refers to certain financial measures that are identified as non-GAAP. The Bancorp believes that these non-GAAP measures are helpful to investors to better understand the Bancorp's [assets, earnings, and shareholders' equity] at the date of this presentation. This supplemental information should not be considered in isolation or as a substitute for the related GAAP measures. See the attached table at the end of this presentation for a reconciliation of the non-GAAP measures identified herein and their most comparable GAAP measures.

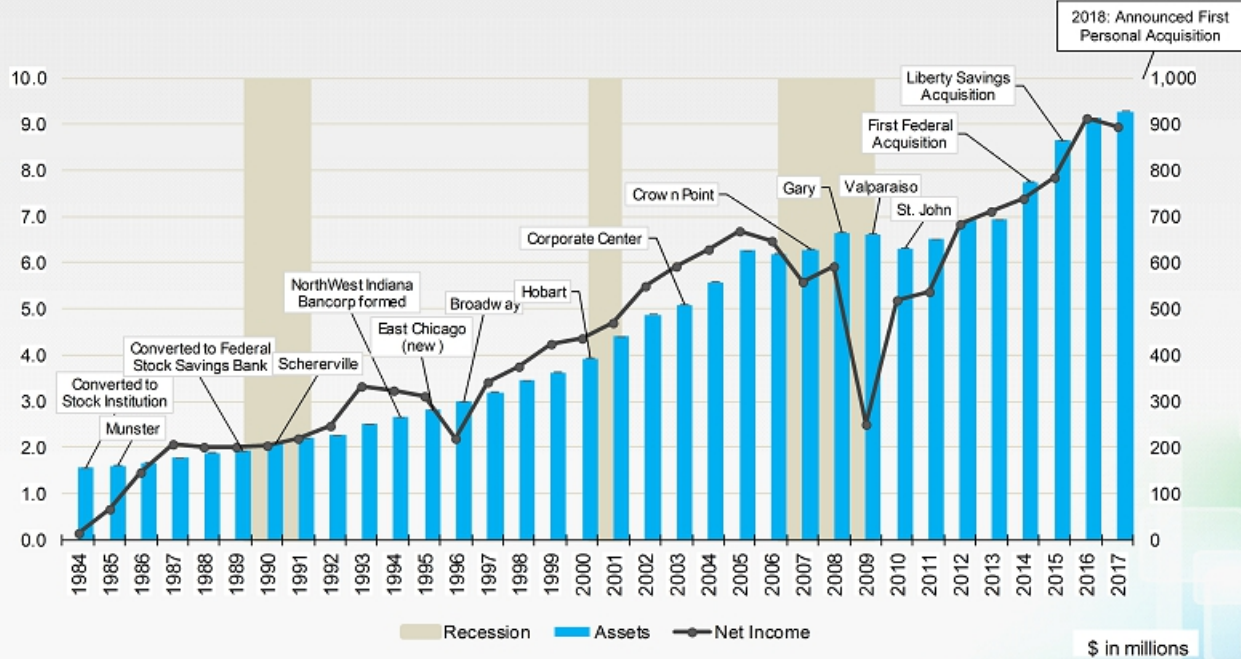




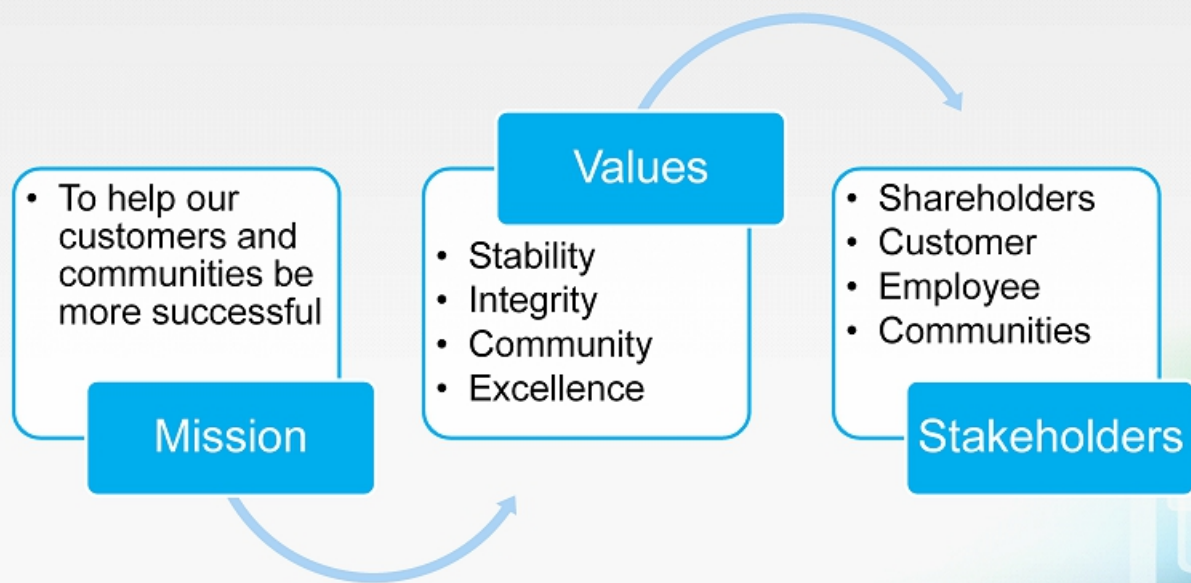
# SUSTAINED PERFORMANCE



# Over 3 Decades of Performance



# Value-Driven Culture





# Strategic Priorities

## Profitability

- Continual improvement to ROA
- Noninterest income growth
- Efficient overhead management

## Risk Management

- Strong risk management culture
- Align risk management with strategy
- Effective risk management systems
- Credit culture

## Innovation & Technology

- Foster a change management culture
- Enhance the customer experience
- Cyber security

## Strategy

- Operational efficiency
- New markets
- Expand product lineup



**2017**

# **PERFORMANCE SUMMARY**



# 2017 Performance Summary

## Tax reform

- Non-GAAP income\* at \$9.5, 3.7% increase over 2016 (without tax legislation impact)
- Net income totaled \$9.0mn, 2.0% decrease from 2016 when considering tax legislation
- Expected benefits going forward

## Asset quality

- Strong, stable loan portfolio
- Non-performing loans at 0.84% of total loans

## Growth

- Total assets at \$927.3mn, an increase of \$13.7mn, 1.5%
- Tier 1 capital well positioned for continued growth

## Sales

- Added bankers to the Mortgage, Commercial, and Retail areas of the Bank

\*See the table at the end of this presentation for a reconciliation to the most directly-comparable GAAP measure.

# Operating Results for the year ended December 31, 2017

|                |           |                   |
|----------------|-----------|-------------------|
| Income*        | \$9.5mn   | 3.7% increase     |
| ROA*           | 1.04%     | 1bp increase      |
| Assets         | \$927.3mn | 1.5% growth       |
| Nonint. Income | \$7.8mn   | 1.8% growth       |
| Cost of Funds  | 0.32%     | Efficient funding |

*Named a top 200  
community bank*

**2004 - 2017**

*By U.S. Banker Magazine*

*Named to  
"Best Places to  
Work in Indiana"*

**2013 - 2018**

*By the Best Companies Group*

*Named a  
"Best Bank to Work  
For"*

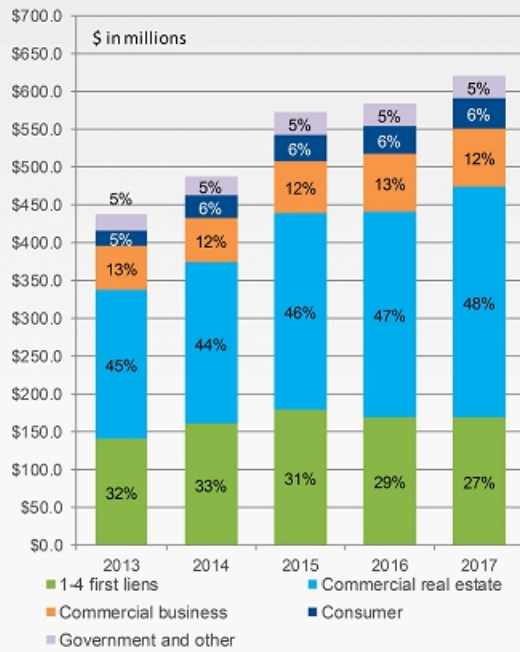
**2016 & 2017**

*By American Banker*

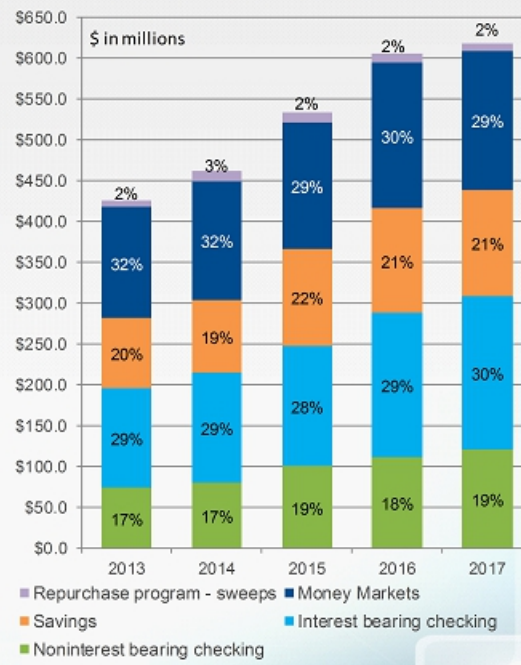
\*See the table at the end of this presentation for a reconciliation to the most directly-comparable GAAP measure.

# Loans and Deposits

Loan Mix 2013 - 2017



Core Fund Mix 2013 - 2017





# Assets

## Growth and Quality

- Up \$13.7mn in 2017
- 6.0% 5 year compound annual growth rate
- \$337.8mn in total loan originations resulting in \$36.6mn of net loan growth for 2017
- Growth reflects focus on loan originations and acquisition strategies
- Maintaining strong credit underwriting practices

### NWIN Growth 2013 - 2017



# Asset Quality

## Strong credit quality

- Nonperforming loans stable at 0.84%
- Texas Ratio was 25.0% in 2012, down to 10.1% at end of 2017
- Total classification ratio was 11.2% at end of 2017
- ALL reserves are proportionate to risk

### Asset Quality 2013 - 2017



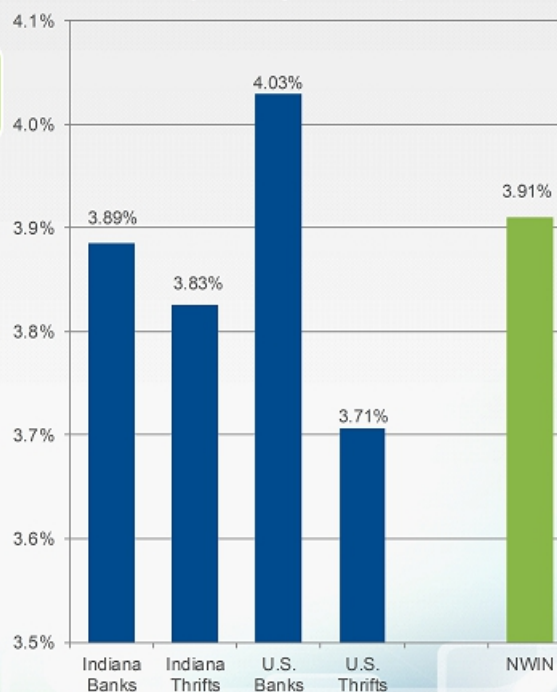
# Interest Income (TE)

## Competitive yields

- Positive impact from increasing yields and improved economic conditions
- Prior acquisitions continue to benefit interest income
- Portfolio mix delivering increased earnings
- Shorter duration positions the portfolio for continued growth

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Interest Income / Avg. Assets  
(Tax Equivalent)



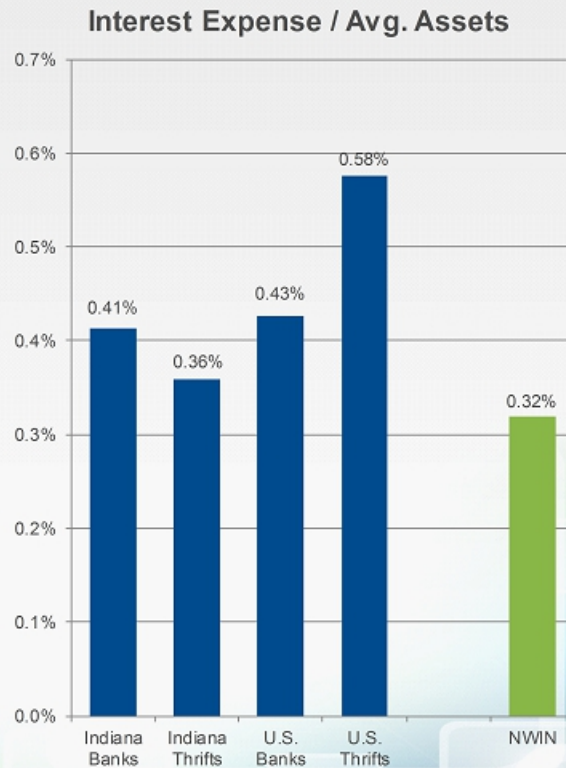
Data Source: S&P Global Market Intelligence



# Interest Expense

Top performer

- Strong competitive advantage against peers
- Driven by focus on core funds
- Consistently lead peers in balance sheet funding



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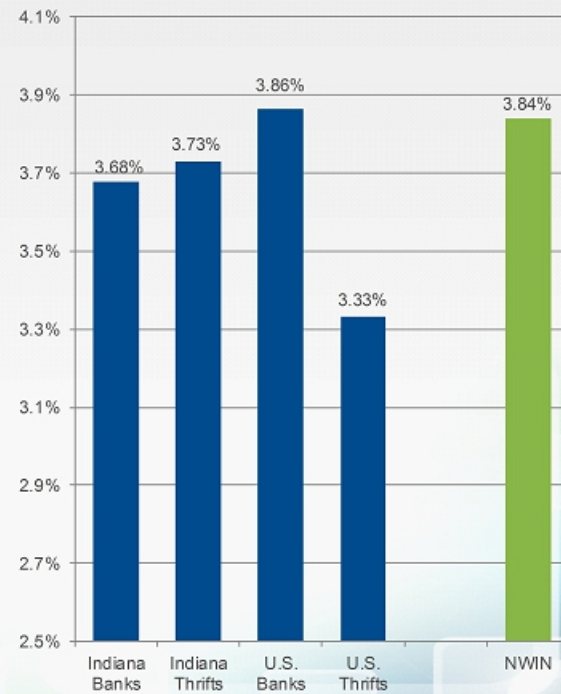
Data Source: S&P Global Market Intelligence

# Net Interest Margin (TE)

## Strong margin

- Results of strong funding management
- Continues to expand as asset yields improve
- Main driver of ROA

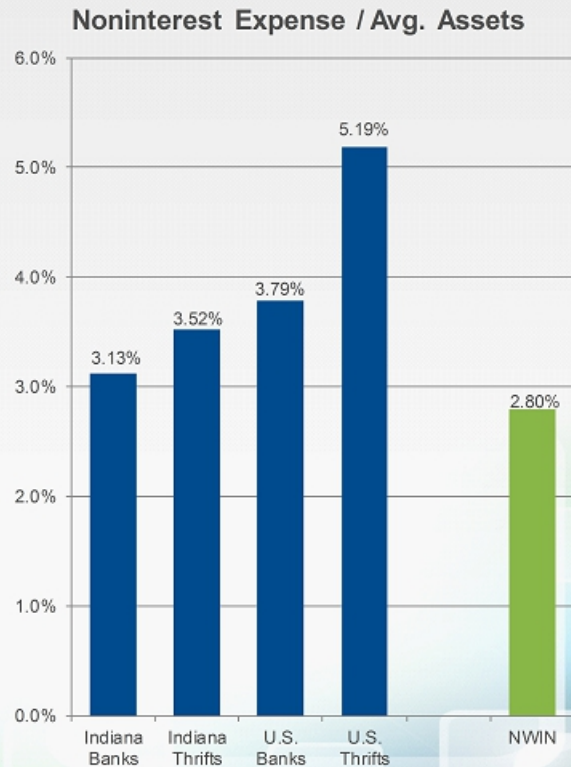
Net Interest Margin  
(Tax Equivalent)



# Noninterest Expense

Strong expense management

- Efficient operations ensure agility and low overhead
- Investments back into the company have allowed for growth
- Efficiency ratio of 65.2%
- Approximately \$4.6mn assets per employee, up from \$4.0mn in 2012

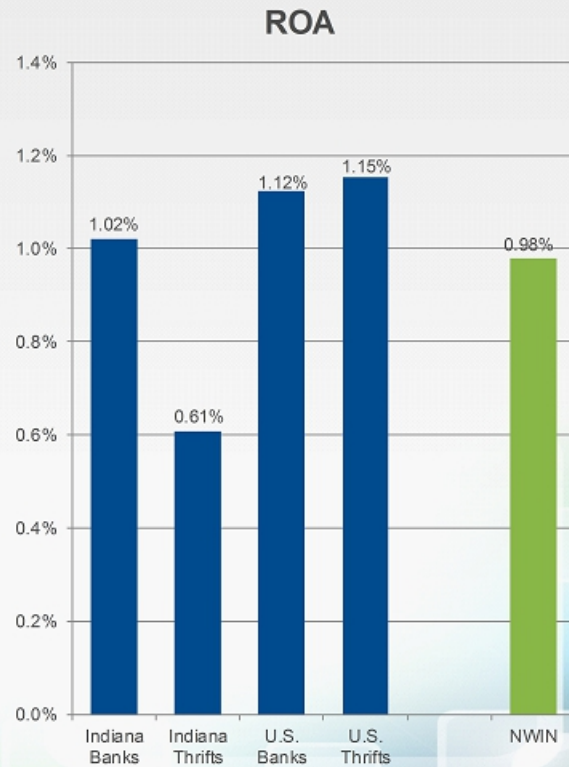


# Return On Assets

## Competitive ROA

- Strategic plan calls for continued improvement in ROA
- NWIN 2017 non-GAAP ROA 1.04%\*
- Long-term performance is the key to ROE and continued independence

\*See the table at the end of this presentation for a reconciliation to the most directly-comparable GAAP measure.



Data Source: S&P Global Market Intelligence

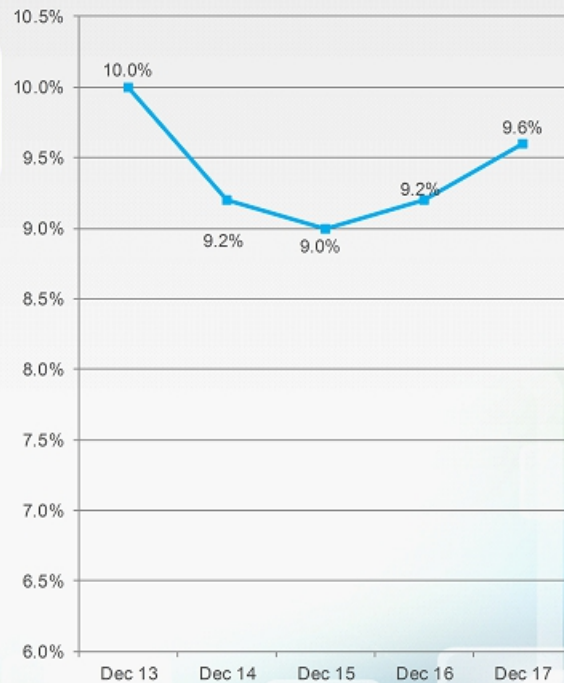
# Building Capital

Building capital for growth

- Well capitalized at 9.6% tier 1 capital
- Deployed capital in 2014 & 2015 through acquisitions
- Capital levels support both organic and inorganic growth
- Day 1 Tier 1 capital projected at 8.8% with First Personal acquisition

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NWIN Tier 1 Capital  
2013 - 2017



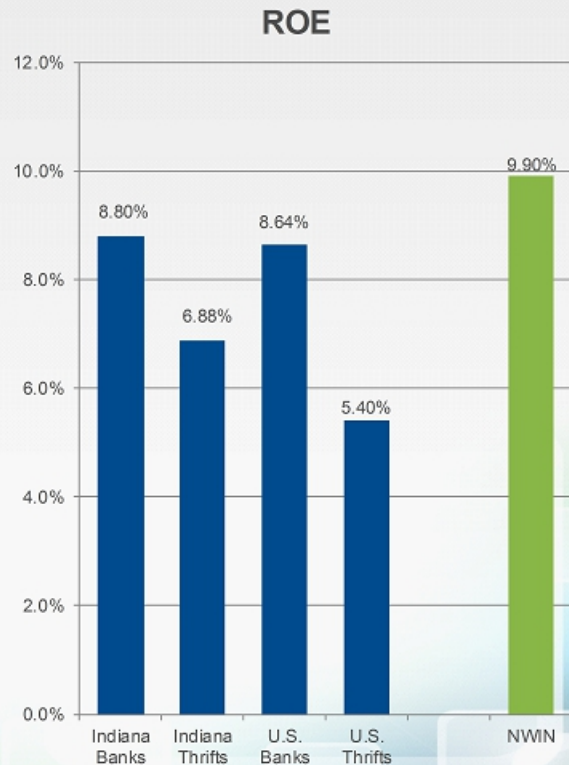


# Return on Equity

Continued excellence

- Earnings and capital management deliver superior results to shareholders
- Returned 37% of earnings to shareholders during 2017
- Performance recognized as a top 200 community bank for past 13 years by American Banker Magazine

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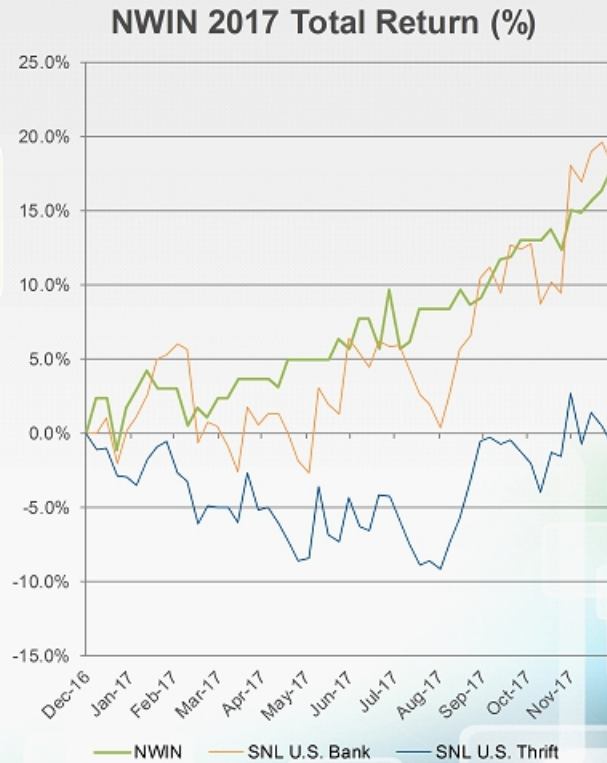


Data Source: S&P Global Market Intelligence

# Shareholder Returns

Industry leading returns

- Total Period Return of 17.75%
- Single share increased by \$5.65 or 14.5%
- Dividends paid out per share of \$1.15 or 2.6% dividend yield
- Price to earnings per share – 14.2x
- Price to book value per share – 139.9%



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Data Source: S&P Global Market Intelligence



# FIRST PERSONAL ACQUISITION





# Expanding in Chicagoland Market

## First Personal Financial Deal Announcement

### Executing Growth Strategy

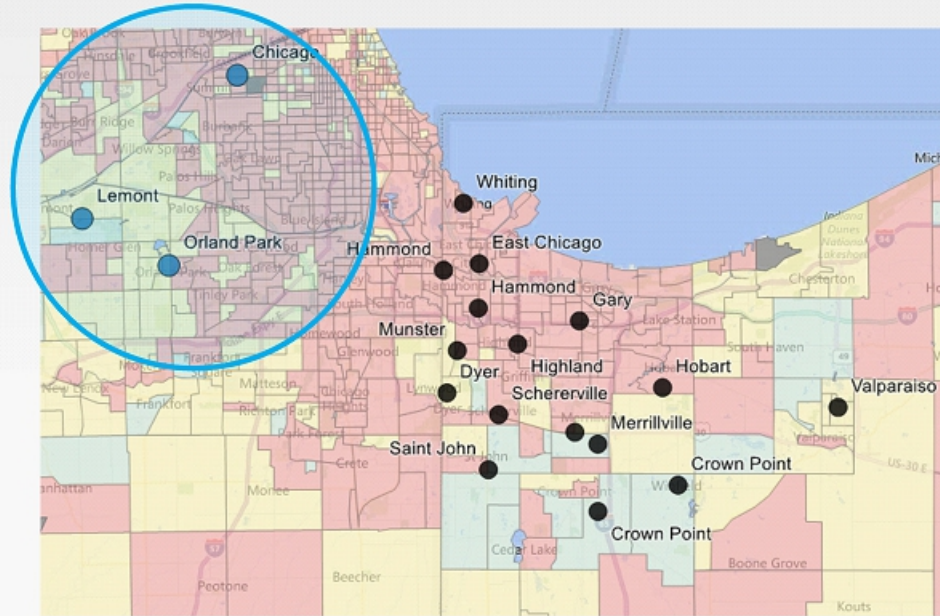
- Financial, strategic, and cultural fit
- South suburban Chicagoland market a natural extension
- Companies share similar values and culture
- Pro-forma combined balance sheet of \$1.1bn

|                     |                                      |
|---------------------|--------------------------------------|
| Target              | First Personal Financial Corporation |
| Industry            | Bank                                 |
| Location            | Orland Park, IL, USA                 |
| Status              | Announced                            |
| Expected Completion | 7/1/2018 - 9/30/2018                 |

|                           |                           |
|---------------------------|---------------------------|
| Buyer                     | NorthWest Indiana Bancorp |
| Industry                  | Bank                      |
| Location                  | Munster, IN, USA          |
| Release Date              | 2/21/2018                 |
| Announcement Date         | 2/21/2018                 |
| Definitive Agreement Date | 2/20/2018                 |

# Peoples Banking Center Network

*Projected 19 full-service banking centers*



# Deal Assumptions

## Shareholder Impact

- 5.6% TBV per share day 1 dilution
- Expected 12.7% EPS accretion for 2019
- Approximately 3.5 years TBV per share earn back

## Consideration

- \$15.6 million purchase price (44% stock, 56% cash)\*
- 1.34x price to tangible book at close

## Purchase Accounting Adjustment

- 2.5% gross credit mark (\$2.5 million)
- \$1 million OREO mark
- 1.5% core deposit intangible

## Synergies

- Approximately 45% cost saves
- Total \$2.9mn estimated one time deal charges



# APPENDIX

# Appendix

(Reconciliation of GAAP and prospective, non-GAAP measures)

|                                   | December 31,<br>2017<br>GAAP<br>(unaudited) | Tax adjustment for<br>revaluation of the<br>deferred tax asset<br>(unaudited) | Pro-forma<br>December 31,<br>2017<br>Non-GAAP<br>(unaudited) |
|-----------------------------------|---|---|--|
| Total assets                      | \$ 927,259                                  | \$ 628  | \$ 927,887   |
| Income before income tax expenses | 11,830                                      | -   | 11,830   |
| Income tax expenses               | 2,869                                       | (517)   | 2,352  |
| Net income                        | \$ 8,961                                    | \$ 517  | \$ 9,478   |
| Return on average assets          | 0.98%                                       |   | 1.04%  |
| Return on average equity          | 9.90%                                       |   | 10.47%   |
| Basic earnings per common share   | \$ 3.13                                     |   | \$ 3.31  |
| Shares outstanding                | 2,865                                       | -   | 2,865  |
| Average Assets                    | \$ 911,078                                  | \$ 2  | \$ 911,080   |
| Average Equity                    | \$ 90,538                                   | \$ 1  | \$ 90,539  |





**Thank you.**

