

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Kearny Financial Corp.		30-0870244	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Eric B. Heyer	(973) 244-4024	eheyer@kearnybank.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
120 Passaic Avenue		Fairfield, NJ 07004	
8 Date of action		9 Classification and description	
May 18, 2015		Kearny Financial Corp. Common Stock	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
48716P108		KRNY	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On May 18, 2015, Kearny Financial Corp., a newly formed Maryland corporation ("Company"), completed its public stock offering in connection with the conversion of Kearny MHC from a mutual holding company to the stock holding company form (the "Conversion"). As a result, the interests in Kearny Financial Corp., a federal corporation ("Old Kearny") that were held by public shareholders were exchanged for shares of Company common stock based on an exchange ratio of 1.3804 shares. Cash was paid in lieu of fractional shares at the rate of \$10.00 times the fractional share of Company common stock. For example, if a shareholder owned 100 shares of Old Kearny common stock, the shareholder received 138 shares of the Company's common stock and a check for \$0.40. The Company's EIN is 30-0870244, the CUSIP Number is 48716P108 and the ticker symbol is KRNY. The Company's common stock is traded on the NASDAQ Global Select Market. The Company's mailing address is 120 Passaic Avenue, Fairfield, NJ 07004.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ The Conversion qualifies as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended (the "Code"). As such, in general, the aggregate tax basis of the Company's shares (including any fractional share interest deemed to be received and exchanged for cash) will equal the aggregate tax basis in the Old Kearny shares surrendered in the exchange, less any basis attributable to fractional share interests for which cash is received.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ See Attachment 1 for further details.

ATTACHMENT 1
 KEARNY FINANCIAL CORP.
 FORM 8937
 LINE 16

The following example illustrates the method by which a former shareholder of Kearny Financial Corp, Inc., a federal corporation (“Old Kearny”) could determine his or her basis in the common stock of Kearny Financial Corp., a Maryland corporation (“New Kearny”), received in the second step conversion and stock offering (“Conversion”). The example assumes that the shareholder is an individual U.S. citizen or resident who acquired his or her shares of Old Kearny in one block at the same price for cash and holds such shares as capital assets. The example does not address any special rules that may apply to a particular shareholder (including shares received as compensation), nor does it address the consequences of any state, local or foreign tax laws.

Example:

Number of shares of Old Kearny held prior to the Conversion – 100
 Tax basis in each share of Old Kearny - \$10
 Aggregate tax basis in Old Kearny shares - \$1,000
 Cash paid in lieu of fractional shares - \$10.00 times the fractional share
 Exchange ratio – 1.3804

1. Cost Basis in Old Kearny Stock: (100 x \$10)	\$ 1,000.00
2. Shares of New Kearny Received: (100 x 1.3804)	138.00
3. Taxable Gain on Fractional Share	

Cash paid in lieu of fractional share (.04 x \$10.00)	\$ 0.40
Less: Basis attributable to fractional share	
\$10.00 per share / 1.3804 exchange ratio = \$7.2443/share	
\$7.2443 x .04 shares =	\$ 0.29
Taxable Gain	\$ 0.11

4. Tax Basis in New Kearny Shares Received in the Conversion

Basis in shares received (including fractional share)	\$ 1,000.00
Less: Basis attributable to fractional share	0.29
Basis in New Kearny shares	\$ 999.71
Per Share Basis (\$999.71/138 shares)	\$ 7.24

The calculations set forth above are for illustrative purposes only and should not be considered tax advice. You are urged to discuss your specific tax situation with your tax advisor.

The information in this document does not constitute tax advice and is not intended or written to be used, and cannot be used, for the purposes of (i) avoiding penalties under Internal Revenue Code, or (ii) promoting, marketing or recommending any transaction or matter addressed therein.

Posted to Kearny Financial Corp. website on June 12, 2015.