

CHARTER FINANCIAL CORP/GA  
Form 10-K/A  
January 28, 2005

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**United States**  
**Securities and Exchange Commission**

Washington, D.C. 20549

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**FORM 10-K/A**

**Amendment No. 1**

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(Mark One)

**ANNUAL REPORT PURSUANT TO SECTION 13 OR 15 (D) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended September 30, 2004

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (D) OF THE SECURITIES EXCHANGE ACT OF 1934**

Commission File No.: 000-33071

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**Charter Financial Corporation**

*(Exact Name of Registrant as Specified in Its Charter)*

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**United States**  
*(State or Other Jurisdiction of*

**58-2659667**  
*(I.R.S. Employer*

*Incorporation or Organization)*

*Identification No.)*

**600 Third Avenue, West Point, Georgia 31833**

*(Address of Principal Executive Offices, including zip code)*

**(706) 645-1391**

*(Registrant's telephone number, including area code)*

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**Securities registered pursuant to Section 12(b) of the Act: None.**

**Securities registered pursuant to Section 12(g) of the Act: Common Stock, \$.01 par value per share**

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Securities Exchange Act). Yes  No

The aggregate market value of the voting stock held by non-affiliates of the registrant as of March 31, 2004 was \$142,398,337 based on the per share closing price as of March 31, 2004 on the Nasdaq National Market for the registrant's common stock, which was \$39.37.

There were 19,823,905 shares of the registrant's common stock, \$.01 par value per share outstanding at November 23, 2004.

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Freddie Mac common stock	\$ 6,285,345	236,618,655		242,904,000
	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>
Other:				
U.S. Government agencies	\$ 12,981,472	57,457	(146,794)	12,892,135
Corporate debt	8,632,364	106,057	(1,953)	8,736,468
	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>
	\$ 21,613,836	163,514	(148,747)	21,628,603
	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>

**CHARTER FINANCIAL CORPORATION**  
**AND SUBSIDIARIES**

Notes to Consolidated Financial Statements

September 30, 2004 and 2003

Proceeds from the sale of Freddie Mac common stock during 2004 and 2003 were \$2,186,107 and \$804,555, respectively. There were no sales in 2002. Gross gains of \$2,113,336 and \$773,368 were realized on those sales for 2004 and 2003, respectively.

**(6) Mortgage-Backed Securities and Collateralized Mortgage Obligations**

Mortgage-backed securities and collateralized mortgage obligations available for sale are summarized as follows:

	September 30, 2004			
	Amortized cost	Gross unrealized gains	Gross unrealized losses	Estimated fair value
<b>Mortgage-backed securities:</b>				
FNMA certificates	\$ 129,953,880	1,338,753	(640,678)	130,651,955
GNMA certificates	19,876,161	321,101	(27,600)	20,169,662
FHLMC certificates	9,851,814	65,828	(15,898)	9,901,744
<b>Collateralized mortgage obligations:</b>				
FNMA	72,589,464	34,162	(1,501,184)	71,122,442
FHLMC	92,025,883	207,358	(589,367)	91,643,874
GNMA	1,510,364		(944)	1,509,420
Other	52,840,147	573,916	(56,553)	53,357,510
	\$ 378,647,713	2,541,118	(2,832,224)	378,356,607

	September 30, 2003			
	Amortized cost	Gross unrealized gains	Gross unrealized losses	Estimated fair value
<b>Mortgage-backed securities:</b>				
FNMA certificates	\$ 89,364,541	1,223,688	(180,269)	90,407,960
GNMA certificates	14,531,391	387,325		14,918,716
FHLMC certificates	13,378,196	2,125	(113,799)	13,266,522
<b>Collateralized mortgage obligations:</b>				

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FNMA	136,101,123	142,161	(2,723,134)	133,520,150
FHLMC	86,818,483	121,579	(872,118)	86,067,944
Other	56,441,159	159,496	(349,659)	56,250,996
	<u>396,634,893</u>	<u>2,036,374</u>	<u>(4,238,979)</u>	<u>394,432,288</u>

**ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES**

a. The following documents are filed as a part of this report:

Notes 5 and 6 to the Consolidated Financial Statements of the Company and subsidiaries.

**Exhibits**

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|------|---|
| 31.1 | Rule 13a-14(a)/15d-14(a) Certifications |
| 32.1 | Section 1350 Certifications             |

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, on January 12, 2005.

**CHARTER FINANCIAL CORPORATION**

By: /s/ Robert L. Johnson

\_\_\_\_\_  
 Robert L. Johnson  
 President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, and any rules and regulations promulgated there under, this Annual Report on Form 10-K/A, has been signed by the following persons in the capacities and on the dates indicated.

<u>Name</u>	<u>Title</u>	<u>Date</u>
_____ /s/ John W. Johnson, Jr. _____ John W. Johnson, Jr.	Chairman of the Board	January 12, 2005
_____ /s/ Robert L. Johnson _____ Robert L. Johnson	President, Chief Executive Officer and Director (principal executive officer)	January 12, 2005
_____ /s/ David Z. Cauble, III _____ David Z. Cauble, III	Director	January 12, 2005
_____ /s/ Jane W. Darden _____ Jane W. Darden	Director	January 12, 2005
_____ /s/ William B. Hudson _____ William B. Hudson	Director	January 12, 2005
_____ /s/ Thomas M. Lane _____ Thomas M. Lane	Director	January 12, 2005
_____ /s/ David L. Strobel _____ David L. Strobel	Director	January 12, 2005
_____ /s/ Curtis R. Kollar _____ Curtis R. Kollar	Chief Financial Officer, Vice President and Treasurer (principal accounting officer)	January 12, 2005