

The Depository Trust Company

IMPORTANT

B#: 3074

DATE: March 08, 2002

TO: All Participants

CATEGORY: Dividends

FROM: Nilesh Desai, Supervisor, Dividend Department

ATTENTION: Dividend Managers, Cashiers & Reorganization Department

SUBJECT: Subscription Offering: Bank NorthWest
Common CUSIP# 064148109
R/D: 1/15/02 Expires: 3/15/02 (5:00 p.m. Pacific time)

***** Warning Time Critical *****

Bank NorthWest is offering 145,000 Shares of its common stock to Existing Shareholders and the public at \$10.00 per Share. The company is offering to Existing Shareholders the right to purchase .4 Shares for each one Share owned of record January 15, 2002 (the "Record Date"). There is no minimum purchase amount for Existing Shareholders.

The exclusive offer to the Existing Shareholders will expire on March 15, 2002. If all Shares are not subscribed for by that date, they will be sold to the general public and to Existing Shareholders who wish to increase their stockholdings, beginning March 16, 2002. The offering to the general public will expire on April 15, 2002, unless the company terminates it earlier or extends it. **The minimum purchase for New Shareholders is 1,000 Shares.**

Plan of Distribution

The public offering will be conducted in two stages:

PHASE 1: EXISTING SHAREHOLDERS. The first stage is an offer exclusively to the Existing Shareholders, although the general public may subscribe for Shares during Phase 1 as described below. Phase 1 has the following features:

-Over-

B#:3074

A) Phase 1 will begin on **February 15, 2002** and will continue until **March 15, 2002**.

B) Subject to any applicable prior regulatory approvals, availability of Shares, and the discretion of the board of directors, there is no maximum investment limit for Existing Shareholders.

C) During Phase 1, Existing Shareholders have the right to purchase .4 Shares for each one Share owned of record on January 15, 2002.

PHASE 2: NEW SHAREHOLDERS. If all Shares to Existing Shareholders are not subscribed for during Phase 1, Shares will be offered to the general public and to Existing Shareholders wishing to increase their stockholdings. Phase 2 has the following features:

A) Phase 2 will begin on **March 16, 2002** and will end (along with the offering in general) on **April 15, 2002** unless sooner terminated or unless extended by Bank NorthWest.

B) While New shareholders may subscribe for Shares during Phase 1, such subscriptions will not be accepted until the beginning of Phase 2.

C) If Shares remain available for sale after the sale of Shares to Existing Shareholders, such Shares will be sold in our discretion to New Shareholders and Existing Shareholders desiring to purchase more than their pro rata Shares in Phase 1. The company reserve broad discretion in determining whether to sell shares to any particular shareholder. See "TERMS OF THE OFFERING-Sales to New Shareholders; Broad Bank Discretion."

D) New Shareholders must purchase at least \$10,000 worth of Shares (1,000 Shares).

The Depository Trust Company ("DTC") will not be crediting Subscription Shares to participants' accounts.

DTC participants cannot exercise this Subscription Offering through DTC's Reorganization Department.

The company mailed Shareholder letters, Subscription forms and Offering Circulars to participants on 2/23/02. The company requested from DTC a record date listing to ensure that all DTC participants with a record date holding were mailed materials.

If participants did not receive their Offering materials or have any questions regarding the Offering, they may contact Ms. Christy Hennessey of the company at (360) 715-3372 (Ext. 3006).

THE DIVIDEND POSITION AND ALLOCATION HISTORY (DPAL) OPTION, ACCESSED VIA THE PTS DIVIDEND ANNOUNCEMENTS INQUIRY (DIVA) FUNCTION, SHOULD BE USED TO CONFIRM YOUR RECORD DATE POSITION HISTORY AND PAYMENT INFORMATION.

If participants have any questions concerning this Important Notice, please contact Mr. Ray Lew or Ms. Susan Alvino of DTC's Stock Dividend Department at (212) 855-4523/4532.