

HF Financial Corp.

Amended and Restated Charter of the Personnel, Compensation and Benefits Committee (Amended and Restated September 10, 2008)

I. PCB Committee Purpose

The Personnel, Compensation and Benefits Committee (the "PCB Committee") is established by the Board of Directors (the "Board") of HF Financial Corp. (the "Corporation") for the primary purpose of (a) assisting the Board in carrying out its responsibilities with respect to (i) the Corporation's stock option and incentive plans, and (ii) compensation of the Corporation's executive officers, including the chief executive officer, and directors, (b) reviewing the Compensation Discussion and Analysis to be included in the Corporation's annual report or proxy statement, (c) producing an annual report on executive compensation for inclusion in the Corporation's annual report or proxy statement, and (d) fulfilling any other responsibilities set forth in this Charter and any additional duties that may be assigned to the PCB Committee by the Board from time to time.

II. PCB Committee Composition and Meetings

The PCB Committee will be comprised of the number of directors as determined by the Board from time to time, each of whom will (a) qualify as "independent directors" under the NASDAQ Stock Market Continued Listing Standards and any other applicable law, rule, regulation, or Company policy governing independence, and (b) qualify as "non-employee directors" for purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended, and "outside directors" for purposes of Section 162(m) of the Internal Revenue Code of 1987, as amended.

The PCB Committee members will be appointed annually by the Board, upon recommendation of the Board's Nominating and Corporate Governance Committee. If a chairperson is not designated by the Board or present at any meeting of the PCB Committee, the members of the PCB Committee may designate a Chair by majority vote of all of the members of the PCB Committee.

The PCB Committee will meet at least once annually, or more frequently as circumstances dictate. The PCB Committee will maintain minutes of each meeting to provide to the Board.

III. PCB Committee Responsibilities and Duties

- In consultation with the Board, the Chief Executive Officer of the Corporation (the "Chief Executive Officer"), and other members of management of the Corporation, the PCB Committee will review and approve the Corporation's executive compensation programs, policies and objectives. The PCB Committee will establish and periodically review and update:
 - (a) an appropriate peer group of companies for the purpose of comparing compensation levels and practices; and
 - (b) corporate goals, objectives and other key measures for assessing executive performance, as the PCB Committee deems appropriate.

- The PCB Committee will review and approve, on an annual basis, compensation (including the annual salary, incentive awards and any other benefits or perquisites, direct or indirect) for the Chief Executive Officer. The Chief Executive Officer may not be present during the PCB Committee's voting or deliberations of the Chief Executive Officer's compensation.
- The PCB Committee will review and approve, on an annual basis, compensation (including the annual salary, incentive awards and any other benefits or perquisites, direct or indirect) for the other executive officers of the Corporation and Home Federal Bank (the "Other Executive Officers"). The PCB Committee may ask the Chief Executive Officer to provide the PCB Committee with recommendations regarding compensation for the Other Executive Officers. At the invitation of the PCB Committee, the Chief Executive Officer may attend the meeting, or portion of a meeting, at which the PCB Committee is deliberating and/or voting with respect to compensation for the Other Executive Officers. The Other Executive Officers may not be present during the PCB Committee's voting or deliberations of the Other Executive Officer's compensation.
- The PCB Committee will annually review the Corporation's programs regarding director compensation and will approve the form and amount of compensation for directors of the Corporation and Home Federal Bank.
- The PCB Committee will establish and periodically review policies regarding management perquisites.
- The PCB Committee may grant discretionary incentive awards under the Corporation's stock option and incentive plans.
- The PCB Committee will administer the timing and determination of the level of incentive awards to be issued under the Corporation's stock option and incentive plans. The PCB Committee will also interpret the Corporation's stock option and incentive plans, will set performance goals in connection with such stock option and incentive plans, will certify the achievement of such performance goals and will execute plan award agreements with the award recipients.
- The PCB Committee will, on an annual basis, review and discuss with Corporation management the Compensation Discussion and Analysis section of the Corporation's annual report or proxy statement and, based on such review and discussion, determine whether to recommend to the Board that the Compensation Discussion and Analysis section be included in the Corporation's annual report or proxy statement.
- The PCB Committee will, on an annual basis, produce an annual report on executive compensation for inclusion in the Corporation's annual report or proxy statement.
- The PCB Committee will have the sole authority to (a) retain and terminate special legal, compensation, or other experts or consultants to advise the PCB Committee and (b) approve the fees and other terms related to the retention of such experts or consultants.
- The PCB Committee may form one or more subcommittees and, where appropriate, may delegate authority to such subcommittee(s).

- The PCB Committee will (a) annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval and (b) ensure that this Charter is published or otherwise made publicly available as required by the rules and regulations established by the Securities and Exchange Commission and the NASDAQ Stock Market.
- The PCB Committee will fulfill any other responsibilities that may be assigned to it by the Board from time to time.