

Application Guidelines for TARP Community Development Capital Initiative

This application is used by certified Community Development Financial Institutions (“CDFIs”) regulated by the Federal Deposit Insurance Corporation, Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and Office of Thrift Supervision (each a “Regulator” and collectively, the “Regulators”) to request participation in the Community Development Capital Initiative (“CDCI”) under the Troubled Asset Relief Program (“TARP”). Through the CDCI, the U.S. Department of the Treasury (“Treasury”) may purchase qualifying assets from U.S. banking organizations.

The application must be submitted to the appropriate Regulator for the applicant. If the applicant is a bank holding company, the application should be submitted to both the applicant’s holding company supervisor and the supervisor of the largest insured depository institution controlled by the applicant. All inquiries regarding preparation of the application should be directed to the appropriate Regulator for the applicant. The regulators may request additional information from the applicant.

All applications must be submitted no later than 5pm (EST), April 30, 2010.

More detailed information, including submission instructions, can be found at the applicable Regulator’s website:

1. For the Federal Deposit Insurance Corporation: www.fdic.gov
2. For the Federal Reserve: www.federalreserve.gov
3. For the Office of the Comptroller of the Currency: www.occ.treas.gov
4. For the Office of Thrift Supervision: www.ots.treas.gov

The terms of the CDCI are described generally in this application. However, this description is not binding on the Treasury and is intended to provide general information only. The actual terms and conditions of the CDCI are contained in documentation that will be available from Treasury online at <http://FinancialStability.gov/>.

Eligible Institutions

The CDCI is available to bank holding companies, financial holding companies, insured depository institutions, and savings and loan holding companies that engage solely or predominately in activities that are permissible for financial holding companies under relevant law, subject to regulation by one or more of the Regulators, and certified CDFIs. To qualify, the

applicant must be established and operating in the United States and may not be controlled by a foreign bank or company.

Institutions must consult with their appropriate Regulator prior to submitting this application.

Certain Conditions for Participation in the CDCI

To be eligible for the CDCI, the applicant must receive approval from Treasury. In addition, the applicant must agree to certain terms and conditions and make certain representations and warranties described in various agreements that will be prepared by the Treasury and available online at <http://FinancialStability.gov/>. Failure to agree to all terms and conditions may result in disqualification from the CDCI. A summary term sheet currently is available online at <http://FinancialStability.gov/>. Detailed investment agreements and associated documentation will be posted soon. Each applicant must obtain and review a copy of these agreements and agree to all of the terms and conditions, including representations and warranties, contained in these agreements.

Among the conditions to participation in the CDCI is the requirement that the applicant and its covered officers and employees must agree to comply with the rules, regulations and guidance of the Treasury with respect to executive compensation, transparency, accountability and monitoring, as published and in effect at the time of the investment closing. These rules, regulations and guidance are explained online at <http://FinancialStability.gov/>.

Assets Purchased by Treasury

All assets purchases will occur at the highest-tier holding company in cases in which the banking organization has a bank holding company or a savings and loan holding company. In these cases, the assets eligible for purchase by Treasury under the CDCI is cumulative perpetual preferred stock or subordinated debentures issued by the applicant, in the case of a Subchapter S corporation or mutual organization. The shares of preferred stock must be *pari passu* with the most senior perpetual preferred shares available by the applicant and subordinated debentures must be senior to other capital instruments.

In the case of an insured depository institution that is not controlled by a holding company, the capital eligible for purchase by Treasury under the CDCI is non-cumulative perpetual preferred stock of the insured depository institution or subordinated debentures, in the case of a Subchapter S corporation or mutual organization. The shares must be *pari passu* with the most senior perpetual preferred shares available by the applicant and subordinated debentures must be senior to other capital instruments.

Institutions that received any amount of capital under the TARP Capital Purchase Program (“CPP”) can apply to exchange all existing CPP preferred stock for CDCI preferred stock at the lower dividend rate on the terms set forth in the CDCI term sheets.

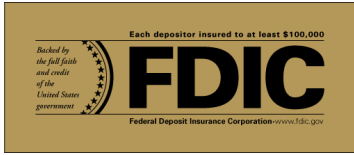
Other Information

The applicant must identify and describe any mergers, acquisitions, or other capital raisings that are currently pending or are under negotiation and the expected consummation date.

Confidentiality

Any applicant desiring confidential treatment of specific portions of the application must submit a request in writing with the application. The request must discuss the justification for the requested treatment. The applicant's reasons for requesting confidentiality should specifically demonstrate the harm (for example, loss of competitive position, invasion of privacy) that would result from public release of information (*See* 5 U.S.C. 552). Information for which confidential treatment is requested should be: (1) specifically identified in the public portion of the application (by reference to the confidential section); (2) separately bound; and (3) labeled "Confidential." The applicant should follow the same procedure when requesting confidential treatment for the subsequent filing of supplemental information to the application.

The applicant should contact the appropriate Regulator for specific instructions regarding requests for confidential treatment. The appropriate Regulator will determine whether the information will be treated as confidential and will advise the applicant of any decision to make available to the public information labeled as "Confidential."



Application for TARP Community Development Capital Initiative

Please complete the following information and follow the submission instructions as described on your federal banking agency’s website. In addition to completing the information on this form, please provide a description of any mergers, acquisitions, or other capital raisings that are currently pending or are under negotiation and the expected consummation date (no longer than 1 page).

Institution Name: _____

Address of Institution: _____

Primary Contact Name: _____

Primary Contact Phone Number: _____

Primary Contact Fax Number: _____

Primary Contact Email Address: _____

Secondary Contact Name: _____

Secondary Contact Phone Number: _____

Secondary Contact Fax Number: _____

Secondary Contact Email Address: _____

RSSD, Holding Company Docket Number and/or FDIC Certificate Number, as Relevant: _____

Amount of Investment Requested: _____

Indicate whether the Institution will “exchange” Preferred Shares under the Capital Purchase Program and the amount to be exchanged:

Amount of Institution’s Authorized but Unissued Preferred Stock Available for Purchase:

Amount of Institution’s Authorized but Unissued Common Stock:

Amount of Total Risk-Weighted Assets as Reported on the Holding Company’s or Applicable Institution’s Most Recent FR-Y9, Call Report, or TFR, as Relevant:

Institution has Reviewed the Term Sheets and Related Documentation on Treasury’s Website (Yes/No):

Signature of Chief Executive Officer (or Authorized Designee):

Date of Signature:
