



LARGE BANK

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

PUBLIC DISCLOSURE

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COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

RBS Citizens, N.A.
Charter Number: 24571

One Citizens Plaza
Providence, RI, 02903

Office of the Comptroller of the Currency

Large Bank Supervision
250 E Street, SW
Washington, D.C. 20012

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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Overall CRA Rating

Institution’s CRA Rating: This institution is rated “**Outstanding.**”

The following table indicates the performance level of **RBS Citizens, N.A.** with respect to the lending, investment, and service tests:

Performance Levels	RBS Citizens, N.A. Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding	X		
High Satisfactory		X	X
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

* The lending test is weighted more heavily than the investment and service tests when arriving at an overall rating.

The major factors that support this rating include:

- An excellent distribution of geographic distribution of home loans, good borrower distribution of home loans and small loans to businesses, and good geographic distribution of small business loans;
- The level of lending was generally excellent;
- In some assessment areas, the level of CD lending was excellent and has a significant positive impact on the ratings;
- A good level of community development investments, especially when prior period investments and statewide investments were considered;
- A branch distribution system that is accessible to individuals living in low-and moderate-income geographies, especially when branches bordering low- or moderate-income geographies were considered.

Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this performance evaluation, including the CRA tables. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate: Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if the same company directly or indirectly controls both companies. A bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Aggregate Lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

Census Tract (CT): A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community Development (CD): Affordable housing (including multi-family rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- (i) Low- or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or
 - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

Community Reinvestment Act (CRA): the statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its local community, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Consumer Loan(s): A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include non-relatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

Full Review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., innovativeness, complexity, and responsiveness).

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applications, the amount of loan requested, and the disposition of the application (e.g., approved, denied, and withdrawn). Beginning in 2004, the reports also include data on loan pricing, the lien status of the collateral, any requests for preapproval and loans for manufactured housing.

Home Mortgage Loans: Such loans include home purchase, home improvement and refinancings, as defined in the HMDA regulation. These include loans for multi-family (five or more families) dwellings, manufactured housing and one-to-four family dwellings other than manufactured housing.

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited Review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-Income: Individual income that is less than 50 percent of the area median income, or a median family income that is less than 50 percent, in the case of a geography.

Market Share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

Median Family Income (MFI): The median income determined by the U.S. Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

Metropolitan Area (MA): Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget, and any other area designated as such by the appropriate federal financial supervisory agency.

Metropolitan Division (MD): As defined by Office of Management and Budget, a county or group of counties within a Metropolitan Statistical Area that contains a population of at least 2.5 million. A Metropolitan Division consists of one or more counties that represent an employment center or centers, plus adjacent counties associated with the main county or counties through commuting ties.

Metropolitan Statistical Area: An area, defined by the Office of Management and Budget, as having at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties, plus adjacent outlying counties having a high degree of social and economic integration with the central county as measured through commuting.

Middle-Income: Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography

Moderate-Income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

Multi-family: Refers to a residential structure that contains five or more units.

Other Products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

Owner-Occupied Units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified Investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Rated Area: A rated area is a state or multi-state metropolitan area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multi-state metropolitan area, the institution will receive a rating for the multi-state metropolitan area.

Small Loan(s) to Business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) and the Thrift Financial Reporting (TFR) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans.

Small Loan(s) to Farm(s): A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

Tier One Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Upper-Income: Individual income that is at least 120 percent of the area median income, or a median family income that is at least 120 percent, in the case of a geography.

Description of Institution

RBS, Citizens N.A. (RBSC) is an interstate financial institution headquartered in Providence, Rhode Island. RBSC was chartered by the OCC on May 13, 2005 as Citizens Bank N.A. (CBNA) in Albany, New York. CBNA resulted from the bank operations of Charter One Bank N.A. in the states of New York and Vermont being moved into the newly formed national bank. On September 1, 2007, the bank's parent holding company, Citizens Financial Group (CFG), consolidated two affiliated national banks and five affiliated state banks into the CBNA charter and renamed the bank RBS Citizens N.A. CCO Mortgage Company, the affiliated mortgage company, was also merged into the bank on September 1, 2007. CFG relocated the bank's headquarters to Providence, Rhode Island at that time.

RBSC is a wholly-owned subsidiary of CFG, which is headquartered in Providence, Rhode Island. CFG is a wholly-owned subsidiary of the Royal Bank of Scotland Group (RBSG), which is headquartered in Edinburgh, Scotland. RBSC comprised 76 percent of the assets of CFG as of December 31, 2009. RBSC was the 17th largest commercial bank in the United States based upon assets as of December 31, 2009.

As of December 31, 2009, RBSC had total assets of \$116.9 billion, deposits of \$78.0 billion, and total loans of \$80.1 billion. Approximately, 60.0 percent of the bank's loan portfolio was comprised of real estate loans, of which the predominant portion was secured by 1-4 family residential properties. Loans to individuals for household, family, and personal expenditures made up 20.3 percent of the total loan portfolio and commercial and industrial loans comprised 13.8 percent of the portfolio. RBSC had a Tier 1 capital base of \$8.2 billion as of December 31, 2009.

As of December 31, 2009, RBSC was a full-service bank with 1,114 branches in ten states. The bank offers a full array of retail banking services and loan products. Although the bank's business strategy is not limited to any one business endeavor, its primary focus is retail banking with an emphasis on mortgage and consumer lending. Competition is strong in the bank's major markets with numerous local, regional, and national banks as well as mortgage companies and non-bank lenders.

There are no legal, financial, or other factors impeding the bank's ability to help meet the credit needs of its assessment areas. The bank received an Outstanding rating in its previous CRA Exam dated 12/30/2007.

Scope of the Evaluation

Evaluation Period/Products Evaluated

We reviewed home mortgage and small business loans for the time period January 1, 2008 through December 31, 2009. The mortgage loans reviewed were home purchase loans, home improvement loans, and home refinance loans. Multi-family loans are not a primary loan product and therefore were not reviewed separately. Multi-family loans would be considered as part of the community development lending. Small farm lending is incidental to the Bank's business strategy and is not a primary loan product. Therefore, due to the low number of small

farm loans, we did not analyze this product during the review. Community development loans and investments were reviewed from January 1, 2008 through December 31, 2009.

Data Integrity

Prior to this CRA evaluation, RBSC's publicly filed information on home mortgage loans and small loans to businesses was tested for accuracy. The data we reviewed was collected and reported by the Bank over the assessment period. The testing indicated no substantive inaccuracies in this data. Therefore, it was concluded that the home mortgage loans and small loans to businesses data could be relied on for this examination. Additionally, community development loans, investments and services made or rendered during the assessment period were reviewed to determine their eligibility for consideration. These activities were found to meet the definition of community development. Finally, the bank's process of collecting and reporting home mortgage and small business loan data, along with community development activities, was reviewed for appropriateness. No substantive deficiencies were found in these processes.

Selection of Areas for Full-Scope Review

In each state and multistate metropolitan area where the bank has an office, an assessment area (AA) within that state/multistate metropolitan area was selected for full-scope review. Generally, full-scope areas were chosen because they represented a significant portion of the bank's deposit base and lending business in that state or multistate area. Refer to the "Scope" section under each State and Multistate Metropolitan Area Rating section for details regarding how the areas were selected.

Ratings

The bank's overall rating is a blend of the multistate metropolitan area rating(s) and state ratings. There were a total of eleven rating areas. Two were multistate rating areas and nine were state rating areas. We placed the most weight on the Boston-Cambridge Multistate MSA, Providence-New Bedford Multistate MSA and the State of New York since they had the largest percentage of deposits for the bank. These three AAs constitute slightly over 60 percent of the total deposits.

Additionally, when evaluating the bank's performance under the lending test, we generally placed a higher value on the distribution of home loans (both by geography and by borrower income) than the distribution of small business loans. In addition to geographical distribution, we also considered market share for each loan category. We placed this emphasis on home loans due to the expressed community needs in all assessment areas to address the critical shortage of affordable housing.

The multistate metropolitan area ratings and state ratings are based primarily on those areas that received full-scope reviews. Refer to the "Scope" section under each State and Multistate Metropolitan Area Rating section for details regarding how the areas were weighted in arriving at the respective ratings.

Inside/Outside Ratio

This ratio is a bank-wide calculation, and is not calculated by individual rating area or AA. Analysis is limited to bank originations and purchases and does not include any affiliate data. The bank has a mortgage company subsidiary that also provides the mortgage lending for the state-chartered affiliate bank in Pennsylvania. The inside/outside ratios are calculated using numbers including the Pennsylvania loans and excluding them for the purchase and refinance loans.

For the combined two-year period, a substantial majority of small loans to businesses were made inside the bank's AAs (95.0 percent). For the combined two-year period a majority of home purchase loans were made inside the bank's AA (72.8%) excluding the Pennsylvania loans this would be a substantial majority of the loans (88.5%). For home improvement loans a substantial majority of loans were made inside the bank's AA (79.7%). For refinance loans, a substantial majority of the loans were made within the bank's AA (76.6%) and if the Pennsylvania loans are excluded this ratio increases to 87.4%.

Community Contacts

We conducted community contacts with one or two community organizations within all full-scope assessment areas to identify community needs. We also attended two outreach sessions with multiple community groups in the Boston AA and the Cleveland AA. One community group from the Rochester AA provided us written material for review. The results of this outreach consistently indicated a need for affordable housing finance and development, first time home buyer assistance, both pre- and post-purchase, and for the expansion of credit to small businesses. Most recently, an increasing need for foreclosure prevention strategies is being identified as a strong community need. We also reviewed data from other recently conducted community outreach meetings in the AAs and found them to be consistent with previously identified needs.

Fair Lending or Other Illegal Credit Practices Review

We found no evidence of discriminatory or other illegal credit practices inconsistent with helping to meet community credit needs.

Multistate Metropolitan Area Rating

Boston-Cambridge-Quincy (MA-NH)

CRA rating for the (Boston-Cambridge-Quincy (MA-NH))¹: **Outstanding**

The lending test is rated: Outstanding

The investment test is rated: High Satisfactory

The service test is rated: Outstanding

The major factors that support this rating include:

- Excellent geographic distribution of home purchase, home improvement and small business loans;
- Excellent borrower distribution for home purchase, home improvement and refinance loans;
- A good level of community development investments, especially prior period investments and statewide investments;
- Excellent accessibility of branch delivery systems, after considering branches bordering low- and moderate-income geographies.

Description of Institution's Operations in the Boston-Cambridge-Quincy (MA-NH) Multistate MSA

RBSC has four AAs within the Boston-Cambridge-Quincy multistate area of Massachusetts and New Hampshire. They included the Boston MD comprised of Norfolk, Plymouth, and Suffolk counties, the Cambridge MD comprised of Middlesex County, the Peabody MD comprised of Essex County, and the Rockingham MD comprised of Rockingham and Stafford counties. RBSC has 211 branches within the multistate area, representing 18.9 percent of the bank's total branch network.

As of June 30, 2009, the bank ranked second in total deposits with a 13.81 percent market share. RBSC's AA deposits totaled \$21.3 billion. Deposit competitors include Bank of America NA, State Street Bank & Trust Co, and Sovereign Bank.

Based on deposits, the Boston-Cambridge-Quincy (MA NH) MSA was the largest rating area and accounted for approximately 27.3 percent of the bank's total deposits.

¹ This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

Refer to the market profile for the Boston-Cambridge-Quincy (MA-NH) in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Boston-Cambridge-Quincy (MA-NH)

In the Boston-Cambridge-Quincy (MA-NH) Multistate MSA, we performed full-scope reviews on the Boston AA. Limited-scope reviews were performed for the other three AAs, Peabody AA, Cambridge-Newton-Framingham AA and the Rockingham County NH AA. The Boston AA was chosen as the full-scope area since it contained 58 percent of the rating area's deposits and 47 percent of the rating area's branches.

The Boston AA had an eleven percent poverty rate. It is expected that a large number of these households would be families in the low-income level. In addition, the median housing price is high at \$225 thousand. These factors make it difficult for a low-income family to afford a home in this AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in the Boston-Cambridge-Quincy (MA-NH) Multistate MSA is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Boston AA is excellent.

Lending Activity

Refer to Table 1 - Lending Volume, in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is excellent, considering the strong competition for all types of loans in this marketplace. The bank's excellent performance in originating small business loans and excellent performance in originating home mortgage loans when compared to its local bank competitor's further supports this conclusion.

Based on 2008 Peer Data, RBSC ranked ninth with respect to overall home mortgage lending in the Boston AA with a 2.32 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked 6th in loans to low-income borrowers with 4.43 percent market share and 5th in loans to moderate-income borrowers with 4.59 percent market share. In 2008, competition from national mortgage companies continued to dominate the market and included Countrywide Bank, FSB, JP Morgan Chase, NA, GMAC Mortgage, and Citimortgage, Inc. Considering only area bank competitors, RBSC ranked second with respect to overall home mortgage lending in the AA, ranked third with respect to low-income borrowers and second with respect to moderate-income borrowers. This performance to LMI borrowers was equal to the RBSC deposit ranking of third, with a market share of 13.24 percent.

Based on 2008 Peer Data, small business lending in the Boston AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked 6th with 2.60 percent market share; and ranked 7th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 4.25 percent market share. Among local bank competitors, RBSC ranked first in small business loans in the AA by volume (number of loans) and first to businesses with gross annual revenues of \$1 million or less. This performance exceeded the RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The overall geographic distribution of home purchase and home improvement loans was excellent in the Boston AA. The overall geographic distribution of home refinance loans was good.

The portion of home purchase loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home purchase loans in moderate-income geographies was significantly higher than the percentage of owner-occupied housing units and was excellent. The market share of home purchase loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home purchase loans in moderate-income geographies also significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of home improvement loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home improvement loans in moderate-income geographies was significantly higher than the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home improvement loans in moderate-income geographies also significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of refinance loans in low-income geographies was near to the percentage of owner-occupied housing units and was good. The portion of refinance loans in moderate-income geographies was somewhat lower than the percentage of owner-occupied housing units and was adequate. The market share of refinance loans in the low-income geographies was near to the bank's overall market share and reflected good performance. The market share of refinance loans in the moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Small Loans to Businesses

Refer to Table 6 in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses in the Boston AA was excellent.

The portion of small loans to businesses made in low-income geographies was near to the portion of businesses in those geographies and was excellent. The portion of small loans to businesses made in moderate-income geographies exceeded the portion of businesses in those geographies and was excellent. The market share of small loans to businesses in low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of small loans to businesses in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the Boston AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified,

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home purchase, home improvement and refinance loans was excellent.

The portion of home purchase loans to low-income was significantly lower than the percentage of low-income families, but was considered adequate after analyzing the percentage of households living below the poverty level. The portion of home purchase loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of home purchase loans to low- and moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of home improvement loans to low-income borrowers was significantly lower than the percentage of low-income families and was considered adequate after analyzing the percentage of households living below the poverty level. The portion of home improvement loans to moderate-income borrowers exceeded the percentage of moderate-income families

and was excellent. The market share of home improvement loans to low- and moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was significantly lower than the percentage of low-income families, but was considered adequate after analyzing the percentage of households living below the poverty level. The portion of refinance loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of refinance loans to low-income borrowers exceeded the bank's overall market share and was excellent. The market share of refinance loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

Small Loans to Businesses

Refer to Table 11 in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Boston AA was good.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million. The bank's market share of small loans to businesses exceeded its overall market share and reflected excellent performance.

Community Development Lending

Refer to Table 1 - Lending Volume, in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multi-family loans that also qualify as community development loans.

RBSC's level of CD lending had no impact on the overall evaluation of its lending performance in the Boston AA. RBSC originated 10 loans for \$20.8 million in qualified CD loans in the AA during the evaluation period.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated 76 loans totaling \$560 thousand under its EZ Home Improvement Loan Program in Massachusetts. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in Massachusetts that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. RBSC made 92 of these loans totaling \$688 thousand during the evaluation period. The Portfolio FHA product offers more flexible underwriting to low- and moderate-income borrowers as well. RBSC made 59 Portfolio FHA loans totaling \$13.85 million during the examination period. RBSC made 51 loans totaling \$12.8 million to low- and moderate-income borrowers

through its Destination Home program. These flexible product offerings had a neutral influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Cambridge MD, Peabody MD and Rockingham County MD is not inconsistent with the bank's overall "Outstanding" performance under the lending test in the Boston-Cambridge-Quincy (MA-NH) multistate MSA. Refer to the Tables 1 through 13 in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Boston-Cambridge-Quincy (MA-NH) Multistate MSA is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Boston AA is good.

Refer to Table 14 in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments. In addition, refer to the State of Massachusetts section of Appendix D for the facts and data used to evaluate the statewide investments.

During the evaluation period, RBSC made five investments totaling \$5.18 million in the Boston AA. The bank also made 378 grants totaling \$4.53 million. In addition, there were 21 prior period investments totaling \$40.78 million. These prior period investments continue to benefit the assessment area. Due to the large volume of prior period investments, these were given significant weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. The Boston AA is competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. There were three current period investments totaling \$752 thousand and 48 prior period investments total \$69.85 million, which had the potential to benefit the full-scope AA. We gave these investments significant weight in reaching our overall investment test conclusions.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Cambridge AA and the Rockingham AA is weaker than the bank's overall "High Satisfactory" performance under the investment test in Boston-Cambridge-Quincy (MA-NH). In the Peabody AA the bank's performance is stronger than the bank's overall performance in the multistate metropolitan area. The differences in performance were based on number and dollar of investments in each AA. These differences in performance did not affect the Multistate MSA rating. Refer to Table 14 in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Boston-Cambridge-Quincy (MA-NH) is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Boston AA is excellent.

Retail Banking Services

Refer to Table 15 in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has an excellent distribution of delivery systems that are readily accessible to geographies and individuals of different income levels in the Boston AA. Access to branches within low-income geographies was excellent and access to branches within moderate-income geographies was good as compared to the distribution of the population living in such geographies. In addition, there were 22 branches in this AA that were in middle-income or upper-income geographies, but within one mile of a low- or moderate-income geography. These bordering branches were a positive factor in our analysis of branch distribution.

The bank did not open or close any branches in low- or moderate-income areas over the course of the evaluation period in the Boston AA.

RBSC's hours and services offered throughout the Boston AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the Boston AA was good and had positive impact on the service test performance. Bank management was involved in community development programs that were targeted to low- and moderate-income individuals and geographies. In the Boston AA, 96 employees participated in 8 community development organizations. In addition, the bank provided training at 26 seminars for either basic banking or home ownership.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Rockingham AA is not inconsistent with the bank's overall "Outstanding" performance under the service test in Boston-Cambridge-Quincy (MA-NH). In the Cambridge AA and Peabody AA, the bank's performance is weaker than the bank's overall performance in the multistate MSA due to weaker branch distribution. This weaker performance did not affect the multistate MSA rating. Refer to Table 15 in the Boston-Cambridge-Quincy (MA-NH) section of Appendix D for the facts and data that support these conclusions.

Multistate Metropolitan Area Rating

Providence-New Bedford-Fall River (RI-MA) Multistate MSA

CRA rating for the Providence-New Bedford-Fall River (RI-MA) Multistate MSA²:

Outstanding

The lending test is rated: Outstanding

The investment test is rated: High Satisfactory

The service test is rated: Outstanding

The major factors that support this rating include:

- Excellent performance in originating small business loans and originating home mortgage loans;
- Excellent geographic and borrower distribution for home purchase and home improvement loans
- A good level of community development investments, after considering prior period investments;
- Excellent accessibility of branch delivery systems, when branches bordering low- or moderate-income geographies are considered.

Description of Institution's Operations in Providence-New Bedford-Fall River (RI-MA) Multistate MSA

RBSC had one AA within the Providence-New Bedford-Fall River Multistate MSA. The Providence-New Bedford AA is comprised of Bristol MA, Bristol RI, Kent, Newport, Providence, and Washington counties. RBSC had 100 branches within the state, representing 9 percent of the bank's total branch network. There was one branch opening and no branch closings in the MSA during the evaluation period.

As of June 30, 2009, the bank ranked first in total deposits with a 33.4 percent market share. RBSC's deposits in the MSA totaled \$12.2 billion. Deposit competitors include Bank of America NA, MetLife Bank National Assn, and Sovereign Bank.

Based on deposits, the Providence-New Bedford-Fall River Multistate MSA was the third largest rating area and accounted for approximately 15.5 percent of total bank deposits.

² This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

Refer to the market profile for the Providence-New Bedford-Fall River (RI-MA) Multistate MSA in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Providence-New Bedford-Fall River Multistate MSA

The Providence-New Bedford-Fall River AA was comprised of the entire multistate MSA. This AA received a full-scope review.

The Providence AA had a twelve percent poverty rate. It is expected that a large number of these households would be families in the low-income level. This factor makes it difficult for a low-income family to afford a home in this AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Providence-New Bedford-Fall River (RI-MA) Multistate MSA is rated "Outstanding." Based on full-scope review, the bank's performance in Providence-New Bedford-Fall River (RI-MA) Multistate MSA is excellent.

Lending Activity

Refer to Table 1 - Lending Volume, in the Providence-New Bedford-Fall River (RI-MA) Multistate MSA section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is excellent, considering the strong competition for all types of loans in this marketplace. The bank's excellent performance in originating small business loans and excellent performance in originating home mortgage loans support this conclusion.

Based on 2008 Peer Data, RBSC ranked first with respect to overall home mortgage lending in the Providence AA with a 6.18 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked first in loans to low-income borrowers with 8.73 percent market share and first in loans to moderate-income borrowers with 7.73 percent market share. In 2008, there was significant competition from national mortgage companies. However, local banks and credit unions dominated the market. This performance to all borrowers and low- or moderate-income borrowers was equal to the RBSC deposit ranking of first.

Based on 2008 Peer Data, small business lending in the Providence AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked seventh with 3.94 percent market share; and ranked sixth with respect to loans to businesses with gross annual revenues of \$1 million or less, with 5.69 percent market share. Among local bank competitors, RBSC ranked first in small business loans in the AA and first to businesses with gross annual revenues of \$1 million or less. This performance equaled the RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the Providence-New Bedford-Fall River (RI-MA) Multistate MSA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The overall geographic distribution of home purchase and home improvement loans was excellent in the Providence-New Bedford-Fall River AA. The overall geographic distribution of home refinance loans was poor.

The portion of home purchase loans in low-income geographies exceeded the percentage of owner-occupied units and was excellent. The portion of home purchase loans in moderate-income geographies exceeded the percentage of owner-occupied housing units and was excellent. The market share of home purchase loans in the low-income geographies was lower than the bank's overall market share and reflected adequate performance. The market share of home purchase loans in moderate-income geographies substantially met the bank's overall market share and reflected good performance.

The portion of home improvement loans in low-income geographies exceeded the percentage of owner-occupied units and was excellent. The portion of home improvement loans in moderate-income geographies was near to the percentage of owner-occupied housing units and was good. The market share of home improvement loans in the low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of home improvement loans in moderate-income geographies was somewhat lower than the bank's overall market share and reflected good performance.

The portion of refinance loans in low-income geographies was lower than percentage of owner-occupied housing units and was poor. The portion of refinance loans in moderate-income geographies was lower than the percentage of owner-occupied housing units and was poor. The market share of refinance loans in the low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of refinance loans in the moderate-income geographies was somewhat lower than the bank's overall market share and reflected adequate performance.

Small Loans to Businesses

Refer to Table 6 in the Providence-New Bedford-Fall River (RI-MA) Multistate MSA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses was good.

The portion of small loans to businesses made in low-income geographies was somewhat lower than the portion of businesses in those geographies and was adequate. The portion of small loans to businesses made in moderate-income geographies was near to the portion of

businesses in those geographies and was good. The market share of small loans to businesses in low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of small loans to businesses in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the Providence-New Bedford-Fall River (RI-MA) Multistate MSA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the Providence-New Bedford-Fall River (RI-MA) Multistate MSA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home purchase and home improvement was excellent. Distribution of refinance loans was good.

The portion of home purchase loans to low-income was lower than the percentage of low-income families, but was considered adequate after analyzing the percentage of households living below the poverty level. The portion of home purchase loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of home purchase loans to low- and moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of home improvement loans to low-income borrowers was lower than the percentage of low-income families and was considered good after analyzing the percentage of households living below the poverty level. The portion of home improvement loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of home improvement loans to low- and moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was significantly lower than the percentage of low-income families, and was considered to be poor even after analyzing the percentage of households living below the poverty level. The portion of refinance loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of refinance loans to low-income borrowers exceeded the bank's overall market share and was excellent. The market share of refinance loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

Small Loans to Businesses

Refer to Table 11 in the Providence-New Bedford-Fall River (RI-MA) Multistate MSA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Providence AA was good.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million and was adequate. The bank's market share of small loans to businesses significantly exceeded its overall market share and reflected excellent performance.

Community Development Lending

Refer to Table 1 - Lending Volume, in the Providence-New Bedford-Fall River (RI-MA) Multistate MSA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multi-family loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as community development loans.

RBSC's level of CD lending had no impact on the overall evaluation of its lending performance in the Providence-New Bedford-Fall River MSA. RBSC originated 13 loans for \$32.8 million in qualified CD loans in the AA during the evaluation period.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated 13 loans totaling \$87 thousand under its EZ Home Improvement Loan Program in the Providence MSA. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. RBSC also offers a Winterization Loan Program in the Providence MSA that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. RBSC made 20 of these loans totaling \$125 thousand during the evaluation period. The Portfolio FHA product offers more flexible underwriting to low- and moderate-income borrowers as well. RBSC made 40 Portfolio FHA loans totaling \$5.7 million during the examination period. RBSC made 103 loans totaling \$15.5 million to low- and moderate-income borrowers through its Destination Home program. These flexible product offerings had a neutral influence on the bank's lending test performance.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Providence-New Bedford-Fall River (RI-MA) is rated "High Satisfactory." Based on full-scope reviews, the bank's performance is good.

Refer to Table 14 in the Providence-New Bedford-Fall River (RI-MA) Multistate MSA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, RBSC made ten investments totaling \$8.03 million in the Providence AA. The bank also made 119 grants totaling \$1.76 million. In addition, there were 35 prior period investments totaling \$58.74 million. These prior period investments continue to benefit the assessment area. Due to the large volume of prior period investments, these were given significant weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. The Providence AA is competitive with other large banks competing for qualified investments in this market.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Providence-New Bedford-Fall River (RI-MA) is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Providence AA is excellent.

Retail Banking Services

Refer to Table 15 in the Providence-New Bedford-Fall River (RI-MA) section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has an excellent distribution of delivery systems that are readily accessible to geographies and individuals of different income levels in the Providence AA. Access to branches within low-income geographies was good and access to branches within moderate-income geographies was good as compared to the distribution of the population living in such geographies. In addition, there were 23 branches (or 23 percent of the total branches) in this AA that were in middle-income or upper-income geographies, but within one mile of a low- or moderate-income geography. These bordering branches are readily accessible to low- or moderate-income and were a positive factor in our analysis of branch distribution.

The bank did not open or close any branches in low- or moderate-income areas over the course of the evaluation period in the Providence AA.

RBSC's hours and services offered throughout the Providence AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the Providence AA was excellent and had positive impact on the service test performance. Bank management was involved in community development programs that were targeted to low- and moderate-income individuals and geographies. In the Providence AA, 1835 employees participated in 73 community development organizations. In addition, the bank provided training at 20 seminars for either basic banking or home ownership.

State Rating

State of Connecticut

CRA Rating for Connecticut³:	Satisfactory
The lending test is rated:	<u>High Satisfactory</u>
The investment test is rated:	<u>High Satisfactory</u>
The service test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Overall good geographic distribution of home loans was good, with home purchase loan distribution good, home improvement loan distribution excellent and refinance loan distribution poor;
- Borrower distribution of home purchase loans and home improvement loans was excellent and refinance loans were adequate;
- Geographic distribution of small loans to businesses was excellent, while the borrower distribution of these loans was adequate;
- A good level of prior period investments, including significant state-wide investments;
- Branch distribution system that is accessible to individuals living in all income geographies.

Description of Institution's Operations in Connecticut

RBSC had five AAs within the state of Connecticut. These AAs include the Bridgeport AA comprised of Fairfield County, the Hartford AA comprised of Hartford, Middlesex, and Tolland counties, the New Haven AA comprised of New Haven County, the Norwich AA comprised of New London County, and the nonmetropolitan AA comprised of Windham County. RBSC had 49 branches within the state, representing 4 percent of the bank's total branch network.

As of June 30, 2009, the bank ranked eighth in total state deposits with a 3.7 percent market share. RBSC's statewide deposits totaled \$3.2 billion. Deposit competitors include Bank of America NA, Webster Bank NA, and People's United Bank.

Based on deposits Connecticut was the eighth largest ranking area and accounted for approximately 4.1 percent of total bank deposits.

³ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Refer to the market profiles for the state of Connecticut in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Connecticut

For the state of Connecticut, we performed a full-scope review of the New Haven AA. Limited-scope reviews were completed for the Bridgeport, Hartford and New London AAs. The New Haven AA was selected for full-scope review due to the high percentage of deposits (28 percent), high percentage of branches (30 percent) and the ample opportunities for community development. Refer to the table in Appendix A for more information.

The New Haven AA had a ten percent poverty rate. It is expected that a large number of these households would be families in the low-income level. This factor makes it difficult for a low-income family to afford a home in this AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in the State of Connecticut is rated "High Satisfactory." Based on full-scope review, the bank's performance in the New Haven AA is good.

Lending Activity

Refer to Table 1 - Lending Volume, in the State of Connecticut section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is good, considering the strong competition for all types of loans in this marketplace. The bank's excellent performance in originating small business loans and good performance in originating home mortgage loans when compared to its local bank competitor's further supports this conclusion.

Based on 2008 Peer Data, RBSC ranked 20th with respect to overall home mortgage lending in the New Haven AA with a 1.2 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked 16th in loans to low-income borrowers with 1.7 percent market share and 26th in loans to moderate-income borrowers with 1.05 percent market share. In 2008, competition from national mortgage companies continued to dominate the market and included Countrywide Bank, FSB, JP Morgan Chase, NA, Wells Fargo, GMAC Bank, and Citimortgage, Inc. Considering only area bank competitors, RBSC ranked sixth with respect to overall home mortgage lending in the AA, ranked fifth with respect to low-income borrowers and seventh with respect to moderate-income borrowers. This performance as compared to other deposit taking institutions and to LMI borrowers was equal to the RBSC deposit ranking of seventh, with a market share of 4.99 percent.

Based on 2008 Peer Data, small business lending in the New Haven AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked 15th with 0.98 percent market share; and ranked 14th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 1.40 percent market share. Among local bank competitors, RBSC ranked fourth in small business loans in the AA by volume (number of loans) and fourth to businesses with gross annual revenues of \$1 million or less. This performance exceeded the RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The overall distribution of home purchase loans was good in the New Haven AA. The overall geographic distribution of home improvement loans was excellent. The overall geographic distribution of home refinance loans was poor.

The portion of home purchase loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home purchase loans in moderate-income geographies was somewhat less than the percentage of owner-occupied housing units and was adequate. The market share of home purchase loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home purchase loans in moderate-income geographies was somewhat less than the bank's overall market share and reflected adequate performance.

The portion of home improvement loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home improvement loans in moderate-income geographies significantly exceeded the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home improvement loans in moderate-income geographies also significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of refinance loans in low-income geographies was less than percentage of owner-occupied housing units and was poor. The portion of refinance loans in moderate-income geographies was less than the percentage of owner-occupied housing units and was poor. The market share of refinance loans in the low-income geographies was somewhat less than bank's overall market share and reflected adequate performance. The market share of refinance loans in the moderate-income geographies was less than the bank's overall market share and reflected poor performance.

Small Loans to Businesses

Refer to Table 6 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses was excellent.

The portion of small loans to businesses made in low-income geographies exceeded the portion of businesses in those geographies and was excellent. The portion of small loans to businesses made in moderate-income geographies was near to the portion of businesses in those geographies and was excellent. The market share of small loans to businesses in low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of small loans to businesses in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the New Haven AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified,

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home purchase and home improvement loans was excellent. The distribution of refinance loans was adequate.

The portion of home purchase loans to low-income was significantly lower than the percentage of low-income families, but was considered adequate after analyzing the percentage of households living below the poverty level. The portion of home purchase loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of home purchase loans to low- and moderate-income borrowers was substantially equal to the bank's overall market share and was excellent.

The portion of home improvement loans to low-income borrowers was somewhat lower than the percentage of low-income families and was considered excellent after analyzing the percentage of households living below the poverty level. The portion of home improvement loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of home improvement loans to low- and

moderate-income borrowers significantly exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was significantly lower than the percentage of low-income families, but was considered poor even after analyzing the percentage of households living below the poverty level. The portion of refinance loans to moderate-income borrowers was somewhat lower than the percentage of moderate-income families and was adequate. The market share of refinance loans to low-income borrowers exceeded the bank's overall market share and was excellent. The market share of refinance loans to moderate-income borrowers was less than the bank's overall market share and was poor.

Small Loans to Businesses

Refer to Table 11 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the New Haven AA was adequate.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million and was poor. The bank's market share of small loans to businesses exceeded its overall market share and reflected excellent performance. The bank made a substantial majority of its small loans to businesses in amounts below \$100 thousand.

Community Development Lending

Refer to Table 1 - Lending Volume, in the State of Connecticut section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multi-family loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans.

RBSC's level of CD lending had no impact on the overall evaluation of its lending performance in the nonmetropolitan AA. RBSC originated 5 loans for \$5.0 million in qualified CD loans in the New Haven AA during the evaluation period.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated 20 loans totaling \$137 thousand under its EZ Home Improvement Loan Program in Connecticut. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in Connecticut that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. The bank made 16

of these loans totaling \$115 thousand during the evaluation period. RSBC made 28 loans totaling \$4.6 million to low-and moderate-income borrowers through its Destination Home program. These flexible product offerings had a positive influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Hartford AA and the New London AA is not inconsistent with the bank's overall "High Satisfactory" performance under the lending test in State of Connecticut. In the Bridgeport AA, the bank's performance is weaker than the overall performance in the state due to weaker geographic and borrower distribution. In the non metropolitan area of Connecticut, the bank's performance is weaker than the bank's overall performance in the state due to weaker borrower distribution. The weaker performance did not impact the overall lending test performance as the AAs with High Satisfactory performance represent a significant majority of the bank's loans and deposits. Refer to the Tables 1 through 13 in the State of Connecticut section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in State of Connecticut is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the New Haven AA is excellent. Performance in limited-scope areas was not as strong as in New Haven and affected the state rating.

Refer to Table 14 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, RBSC made no new investments in the New Haven AA. However; the bank did make 23 grants totaling \$187 thousand. In addition, there were eleven prior period investments totaling \$24.60 million. These prior period investments continue to benefit the assessment area. Due to the large volume of prior period investments, these were given significant weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the prior period investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. The New Haven AA is competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. There were 12 current period investments totaling \$11.29 million and eight prior period investments total \$3.43 million, which had the potential to benefit the full-

scope AA. We gave these investments significant weight in reaching our overall investment test conclusions.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Bridgeport AA is stronger than the bank's overall "High Satisfactory" performance under the investment test in Connecticut. In the Hartford AA, New London AA, and Non MSA AA, the bank's performance is weaker than the bank's overall performance in the state, due to the lower volume of investments activity. This weaker performance did affect the overall rating due to the volume of deposits in these areas. Refer to the Table 14 in the State of Connecticut section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in State of Connecticut is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the New Haven AA is good.

Retail Banking Services

Refer to Table 15 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has a good distribution of delivery systems that are accessible to geographies and individuals of different income levels in the New Haven AA. Access to branches within low-income geographies was poor and access to branches within moderate-income geographies was excellent as compared to the distribution of the population living in such geographies. In addition, there were two branches in this AA that were in middle-income or upper-income geographies, but within one mile of a low- or moderate-income geography. These bordering branches were a positive factor in our analysis of branch distribution and improve the accessibility of branches to low-or moderate-income populations.

The bank did not open or close any branches in low- or moderate-income areas over the course of the evaluation period in the New Haven AA.

RBSC's hours and services offered throughout the New Haven AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to

determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the New Haven AA was adequate. Bank management was involved in community development programs that were targeted to low- and moderate-income individuals and geographies. In the New Haven AA, seven employees participated in six community development organizations. In addition, the bank provided training at six seminars for either basic banking or home ownership.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Bridgeport AA, Hartford AA, and New London AA is not inconsistent with the bank's overall "High Satisfactory" performance under the service test in State of Connecticut. In the Non MSA AA the bank's performance is stronger than the bank's overall performance in the state. The stronger performance was a result of better branch distribution in comparison to the population distribution. Refer to Table 15 in the State of Connecticut section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Delaware

CRA Rating for Delaware⁴:	Outstanding
The lending test is rated:	<u>High Satisfactory</u>
The investment test is rated:	<u>Outstanding</u>
The service test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- Good borrower and geographic distribution of small loans to businesses;
- Excellent geographic and borrower distribution of home purchase and home improvement loans, while geographic distribution of refinance loans was adequate and borrower distribution was good;
- An excellent amount of community development investments, especially when considering the impact of statewide investments;
- A branch distribution system that is readily accessible to individuals living in low-and moderate-income geographies.

Description of Institution's Operations in Delaware

RBSC had three AAs within the State of Delaware. These AAs include the Dover AA comprised of Kent County, the Wilmington AA comprised of New Castle County, and the nonmetropolitan AA comprised of Sussex County. RBSC had 26 branches within the state representing 2.3 percent of the bank's total branch network.

As of June 30, 2009, the bank ranked 15th in total state deposits with a 0.7 percent market share. RBSC's statewide deposits totaled \$1.1 billion. Deposit competitors include ING Bank FSB, Discover Bank, and Chase Bank USA National Assn.

Based on deposits Delaware was the tenth largest rating area and accounted for approximately 1.5 percent of total bank deposits.

Refer to the market profiles for the State of Delaware in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

⁴ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Scope of Evaluation in Delaware

For the State of Delaware, we performed a full-scope review of the Wilmington AA. Limited-scope reviews were completed for the Dover AA and the nonmetropolitan AA of Delaware. The Wilmington AA was selected for full-scope review due to the high percentage of deposits (65 percent), high percentage of branches (67 percent) and the opportunities for community development. Refer to the table in Appendix A for more information.

The Wilmington AA had an eight percent poverty rate. It is expected that a large number of these households would be families in the low-income level. This factor makes it difficult for a low-income family to afford a home in this AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in State of Delaware is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Wilmington is good.

Lending Activity

Refer to Table 1 - Lending Volume, in the State of Delaware section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is excellent, considering the strong competition for all types of loans in this marketplace. The bank's excellent performance in originating small business loans and excellent performance in originating home mortgage loans when compared to its local bank competitor's further supports this conclusion.

Based on 2008 Peer Data, RBSC ranked 16th with respect to overall home mortgage lending in the Wilmington AA with a 1.29 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked 14th in loans to low-income borrowers with 2.06 percent market share and 16th in loans to moderate-income borrowers with 1.50 percent market share. In 2008, competition from national mortgage companies continued to dominate the market and included Countrywide Bank, FSB, JP Morgan Chase, NA, Wells Fargo, GMAC Bank, and Citimortgage, Inc. Considering only area bank competitors, RBSC ranked fourth with respect to overall home mortgage lending in the AA, ranked fourth with respect to low-income borrowers and with respect to moderate-income borrowers. This performance as compared to other deposit taking institutions and to LMI borrowers was exceeded to the RBSC deposit ranking of seventh.

Based on 2008 Peer Data, small business lending in the Wilmington AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked 15th with 0.98 percent market share; and ranked 14th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 1.40 percent market share. Among local bank competitors, RBSC ranked fourth in small business loans in the AA by

volume (number of loans) and fourth to businesses with gross annual revenues of \$1 million or less. This performance exceeded the RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Delaware section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The overall geographic distribution of home purchase and home improvement loans was excellent in the Wilmington AA. The overall geographic distribution of home refinance loans was adequate. There were only 1.53 percent of owner-occupied housing in the low-income census tracts; therefore moderate-income performance was weighted more heavily.

The portion of home purchase loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home purchase loans in moderate-income geographies was higher than the percentage of owner-occupied housing units and was excellent. The market share of home purchase loans in the low-income geographies was near to the bank's overall market share and reflected excellent performance. The market share of home purchase loans in moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of home improvement loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home improvement loans in moderate-income geographies was higher than the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in the low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of home improvement loans in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

There were no refinance loans originated in the low-income geographies and therefore performance was considered to be very poor. The portion of refinance loans in moderate-income geographies was lower than the percentage of owner-occupied housing units and was adequate. The market share of refinance loans in the moderate-income geographies was lower than the bank's overall market share and reflected adequate performance.

Small Loans to Businesses

Refer to Table 6 in the State of Delaware section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses was good.

The portion of small loans to businesses made in low-income geographies was significantly lower than the portion of businesses in those geographies and was poor. The portion of small

loans to businesses made in moderate-income geographies exceeded the portion of businesses in those geographies and was excellent. The market share of small loans to businesses in low-income geographies was somewhat lower than the bank's overall market share and reflected adequate performance. The market share of small loans to businesses in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the Wilmington AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified,

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the State of Delaware section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home purchase and home improvement loans was excellent. The borrower distribution of refinance loans was good.

The portion of home purchase loans to low-income exceeded the percentage of low-income families, and was considered excellent. The portion of home purchase loans to moderate-income borrowers was significantly higher than the percentage of moderate-income families and was excellent. The market share of home purchase loans to low-income borrowers significantly exceeded the bank's overall market share and was excellent. The market share of home purchase loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of home improvement loans to low-income borrowers was somewhat lower than the percentage of low-income families and was considered excellent after analyzing the percentage of households living below the poverty level. The portion of home improvement loans to moderate-income borrowers was higher than the percentage of moderate-income families and was excellent. The market share of home improvement loans to low-income borrowers was somewhat lower than the bank's overall market share and was good. The market share of home improvement loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was significantly lower than the percentage of low-income families, and was still considered poor after analyzing the percentage of households living below the poverty level. The portion of refinance loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of refinance loans to low-income borrowers was somewhat lower

than the bank's overall market share and was good. The market share of refinance loans to moderate-income borrowers was somewhat lower than the bank's overall market share and was good.

Small Loans to Businesses

Refer to Table 11 in the State of Delaware section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Wilmington AA was good.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million. The bank's market share of small loans to businesses exceeded its overall market share and reflected excellent performance. The bank made a substantial majority of its small loans to businesses in amounts below \$100 thousand.

Community Development Lending

Refer to Table 1 - Lending Volume, in the State of Delaware section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multi-family loans that also qualify as CD loans.

RBSC's level of CD lending had no impact on the overall evaluation of its lending performance in the Wilmington AA. RBSC originated one loan for \$600 thousand in qualified CD loans in the AA during the evaluation period.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated ten loans totaling \$57 thousand under its EZ Home Improvement Loan Program in Delaware. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in Delaware that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. The bank made eleven of these loans totaling \$67 thousand during the evaluation period. The Portfolio FHA product offers more flexible underwriting to low- and moderate-income borrowers as well. The bank made nine Portfolio FHA loans totaling \$1.5 million during the examination period. These flexible product offerings had a positive influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the State of Delaware is weaker than the bank's overall "High Satisfactory" performance under the lending test in Delaware. In the Dover AA, the bank's performance is weaker than the bank's overall performance in the state due to weaker geographic distribution and weaker borrower

distribution. In the nonmetropolitan AA, the bank's performance is weaker than the bank's overall performance in the state due to weaker borrower distribution. This weaker performance did not affect the lending test rating. Refer to the Tables 1 through 13 in the State of Delaware section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Delaware is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Wilmington AA is excellent.

Refer to Table 14 in the State of Delaware section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, RBSC made two investments totaling \$3.36 million in the Wilmington AA. The bank also made 22 grants totaling \$95 thousand.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. The Wilmington AAs competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. There were eight current period investments totaling \$4.76 million and three prior period investments total \$1.14 million, which had the potential to benefit the full-scope AA. These statewide investments benefit the assessment area. We gave these investments significant weight in reaching our overall investment test conclusions.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Dover AA and the nonmetropolitan AA is weaker than the bank's overall performance in the state. This weaker performance did not affect the overall rating due to the large amount of statewide investments that could benefit this area and the much smaller bank presence in these AAs. Refer to the Table 14 in the State of Delaware section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Delaware is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Wilmington AA is excellent.

Retail Banking Services

Refer to Table 15 in the State of Delaware section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has an excellent distribution of delivery systems that are readily accessible to geographies and individuals of different income levels in the Wilmington AA. Access to branches within low-income geographies was excellent and access to branches within moderate-income geographies was excellent as compared to the distribution of the population living in such geographies. In addition, there was one branch in this AA that was located in a middle-income geography, but within one mile of low- or moderate-income geographies. This bordering branch was a neutral factor in our analysis of branch distribution since performance was already excellent.

The bank did not open or close any branches in low- or moderate-income areas over the course of the evaluation period in the Wilmington AA.

RBSC's hours and services offered throughout the Wilmington AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the Wilmington AA was poor. Bank management was involved in one community development program that was targeted to low- and moderate-income individuals and geographies. In the Wilmington AA, one employee participated in one community development organization.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the nonmetropolitan AA is not inconsistent with the bank's overall "Outstanding" performance under the service test in Delaware. Performance in the Dover AA was weaker but did not affect the overall service test rating. Refer to Table 15 in the State of Delaware section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Illinois

CRA Rating for Illinois⁵:	Outstanding
The lending test is rated:	<u>Outstanding</u>
The investment test is rated:	<u>Outstanding</u>
The service test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- An excellent geographic and borrower distribution of home purchase loans and geographic distribution of small business loans, while borrower distribution of refinance loans and small business loans were good, and geographic distribution of refinance loans was poor;
- An excellent level of lending for home loans and small business loans;
- A significantly positive level of community development loans that were responsive to community needs;
- Excellent use of flexible loan products to meet community needs;
- An excellent level of community development investments, especially when prior period investments are considered;
- A branch distribution system that is accessible to individuals living in low- and moderate-income geographies.

Description of Institution's Operations in Illinois

RBSC had two AAs within the State of Illinois. They included the Chicago AA comprised of Cook, DuPage, Kane, McHenry, and Will counties, and the Lake County AA comprised of Lake County. RBSC had 111 branches within the state, representing 10.0 percent of the bank's total branch network.

As of June 30, 2009, the bank ranked 10th in total state deposits with a 2.3 percent market share. RBSC's statewide deposits totaled \$5.7 billion. Deposit competitors include JP Morgan Chase Bank NA, Bank of America NA, and Harris National Assn.

Based on deposits Illinois was the fifth largest rating area and accounted for approximately 7.3

⁵ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

percent of total bank deposits.

Refer to the market profiles for the State of Illinois in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Illinois

For the State of Illinois, we performed a full-scope review of the Chicago AA. Limited-scope reviews were completed for the Lake County AA. The Chicago AA was selected for full-scope review due to the high percentage of deposits (95 percent), high percentage of branches (98 percent) and the opportunities for community development. Refer to the table in Appendix A for more information.

The Chicago AA had a ten percent poverty rate. It is expected that a large number of these households would be families in the low-income level. In addition, the median housing price is high at \$175 thousand. These factors make it difficult for a low-income family to afford a home in this AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Illinois is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Chicago AA is excellent.

Lending Activity

Refer to Table 1 - Lending Volume, in the State of Illinois section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is excellent, considering the strong competition for all types of loans in this marketplace. The bank's adequate performance in originating small business loans and good performance in originating home mortgage loans when compared to its local bank competitor's further supports this conclusion.

Based on 2008 Peer Data, RBSC ranked 20th with respect to overall home mortgage lending in the Chicago AA with a 1.16 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked 16th in loans to low-income borrowers with 1.72 percent market share and 26th in loans to moderate-income borrowers with 1.05 percent market share. In 2008, competition from national mortgage companies continued to dominate the market and included Countrywide Bank, FSB, JP Morgan Chase, NA, Wells Fargo, GMAC Bank, and Citimortgage, Inc. Considering only area bank competitors, RBSC ranked sixth with respect to overall home mortgage lending in the AA, ranked fifth with respect to low-income borrowers and seventh with respect to moderate-income borrowers. This performance as compared to other deposit taking institutions and to LMI borrowers was equal to the RBSC deposit ranking of 10th.

Based on 2008 Peer Data, small business lending in the Chicago AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked 23rd with 0.34 percent market share; and ranked 24th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 0.62 percent market share. Among local bank competitors, RBSC ranked 17th in small business loans in the AA by volume (number of loans) and 18th to businesses with gross annual revenues of \$1 million or less. This performance did not meet RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Illinois section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The overall geographic distribution of home purchase and home improvement loans was excellent in the Chicago AA. The overall geographic distribution of home refinance loans was poor.

The portion of home purchase loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home purchase loans in moderate-income geographies was significantly higher than the percentage of owner-occupied housing units and was excellent. The market share of home purchase loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home purchase loans in moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of home improvement loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home improvement loans in moderate-income geographies was significantly higher than the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home improvement loans in moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of refinance loans in low-income geographies was significantly lower than the percentage of owner-occupied units and was very poor. The portion of refinance loans in moderate-income geographies was lower than the percentage of owner-occupied housing units and was adequate. The market share of refinance loans in the low-income geographies was significantly lower than the bank's overall market share and reflected poor performance. The market share of refinance loans in the moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

Small Loans to Businesses

Refer to Table 6 in the State of Illinois section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses was excellent.

The portion of small loans to businesses made in low-income geographies was somewhat lower than the portion of businesses in those geographies and was adequate. The portion of small loans to businesses made in moderate-income geographies exceeded the portion of businesses in those geographies and was excellent. The market share of small loans to businesses in low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of small loans to businesses in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the Chicago AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the State of Illinois section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for and home improvement and refinance loans was excellent. The borrower distribution of home purchase loans was good.

The portion of home purchase loans to low-income was significantly lower than the percentage of low-income families, and was considered adequate after analyzing the percentage of households living below the poverty level. The portion of home purchase loans to moderate-income borrowers was significantly higher than the percentage of moderate-income families and was excellent. The market share of home purchase loans to low-income borrowers was somewhat lower than the bank's overall market share and was adequate. The market share of home purchase loans to moderate-income borrowers significantly exceeded the bank's overall market share and was excellent.

The portion of home improvement loans to low-income borrowers exceeded the percentage of low-income families and was considered excellent. The portion of home improvement loans to moderate-income borrowers was somewhat lower than the percentage of moderate-income

families and was adequate. The market share of home improvement loans to low-income borrowers significantly exceeded the bank's overall market share and was excellent. The market share of home improvement loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was significantly lower than the percentage of low-income families, and was considered adequate after analyzing the percentage of households living below the poverty level. The portion of refinance loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of refinance loans to low-income borrowers exceeded the bank's overall market share and was excellent. The market share of refinance loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

Small Loans to Businesses

Refer to Table 11 in the State of Illinois section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Chicago AA was good.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million. The bank's market share of small loans to businesses significantly exceeded its overall market share and reflected excellent performance.

Community Development Lending

Refer to Table 1 - Lending Volume, in the State of Illinois section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multi-family loans that also qualify as CD loans.

RBSC's level of CD lending had a significant positive impact on the overall evaluation of its lending performance in the Chicago AA. RBSC originated 28 loans for \$75.0 million in qualified CD loans in the AA during the evaluation period. Of the 28 community development loans, 26 were for affordable housing for low- and moderate-income individuals and two were for revitalization and stabilization of low- and moderate-income areas.

Highlights of CD lending in this AA include: a participation in a \$24 million line of credit to construct 199 units of affordable housing. Citizens' portion in the participation was \$10 million and a \$10 million loan to a local business to finance a warehouse that allowed the business to retain 325 employees and hire an additional 200 employees.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated 226

loans totaling \$1.87 million under its EZ Home Improvement Loan Program in Illinois. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in Illinois that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. The bank made 249 of these loans totaling \$2 million during the evaluation period. The Portfolio FHA product offers more flexible underwriting to low- and moderate-income borrowers as well. The bank made four Portfolio FHA loans totaling \$685 thousand during the examination period. The bank made seven loans totaling \$1.1 million to low- and moderate-income borrowers through its Destination Home program. These flexible product offerings had a positive influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Lake County AA is not inconsistent with the bank's overall "Outstanding" performance under the lending test in the State of Illinois. Refer to the Tables 1 through 13 in the State of Illinois section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Illinois is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Chicago AA is excellent.

Refer to Table 14 in the State of Illinois section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, RBSC made three investments totaling \$7.57 million in the Chicago AA. The bank also made 134 grants totaling \$2.20 million. In addition, there were 18 prior period investments totaling \$68.33 million. These prior period investments continue to benefit the assessment area. Due to the large volume of prior period investments, these were given significant weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had an ample number of investment opportunities based on discussions with bank management and community contacts. The Chicago AA is competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. There were five current period investments totaling \$6.06 million, which had the potential to benefit the full-scope AA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Lake County AA is not inconsistent with the bank's overall "Outstanding" performance under the investment test in Illinois. Refer to the Table 14 in the Illinois section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in State of Illinois is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Chicago AA is good.

Retail Banking Services

Refer to Table 15 in the State of Illinois section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has a good distribution of delivery systems that are accessible to geographies and individuals of different income levels in the Chicago AA. Access to branches within low-income geographies was adequate and access to branches within moderate-income geographies was adequate as compared to the distribution of the population living in such geographies. In addition, there were 29 branches in this AA that were located in a middle- or upper-income geography, but within one mile of a low- or moderate-income geography. These bordering branches had a positive impact in our analysis of branch distribution.

The bank did not open or close any branches in low- or moderate-income areas over the course of the evaluation period in the Chicago AA.

RBSC's hours and services offered throughout the Chicago AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the Chicago AA was excellent and had a positive impact on the Service Test performance. Bank management was involved in community development programs that were targeted to low- and moderate-income individuals

and geographies. In the Chicago AA, 57 employees participated in 63 community development organizations. In addition, the bank provided training at 163 seminars for either basic banking or home ownership.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Lake County AA is not inconsistent with the bank's overall "High Satisfactory" performance under the service test in Illinois. Refer to Table 15 in the State of Illinois section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Massachusetts

CRA Rating for Massachusetts⁶: **Satisfactory**

The lending test is rated: High Satisfactory

The investment test is rated: High Satisfactory

The service test is rated: Low Satisfactory

The major factors that support this rating include:

- An excellent geographic and good borrower distribution of home loans and small business loans;
- An good level of community development investments, when prior period investments and statewide investments were considered;
- A branch distribution system that is accessible to individuals living in low- and moderate-income geographies;
- There were no community development services reported in the full-scope AA.

Description of Institution's Operations in Massachusetts

RBSC had five AAs within the State of Massachusetts. They included the Barnstable AA comprised of Barnstable County, the Pittsfield AA comprised of Berkshire County, the Springfield AA comprised of Franklin, Hampden, and Hampshire counties, the Worcester AA comprised of Worcester County, and the nonmetropolitan AA comprised of Dukes and Nantucket counties. RBSC had 53 branches within the state, representing 4.8 percent of the bank's total branch network. Two branches were opened and three were closed in Massachusetts during the evaluation period.

As of June 30, 2009, the bank ranked fourth in total state deposits with a 5.26 market share. RBSC's statewide deposits totaled \$1.7 billion. Deposit competitors include Bank of America NA, TD Bank National Assn, and Sovereign Bank.

Based on deposits, Massachusetts was the ninth largest rating area and accounted for approximately 2.2 percent of total bank deposits.

⁶ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Refer to the market profiles for the State of Massachusetts in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Massachusetts

For the State of Massachusetts, we performed a full-scope review of the Springfield AA. Limited-scope reviews were completed for the Barnstable AA, Pittsfield AA and Worcester AA. The Springfield AA was selected for full-scope review due to relatively high percentage of deposits (31 percent), high percentage of branches (39 percent) and the opportunities for community development. Refer to the table in Appendix A for more information.

The Springfield AA had a thirteen percent poverty rate. It is expected that a large number of these households would be families in the low-income level. This factor makes it difficult for a low-income family to afford a home in this AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in State of Massachusetts is rated High Satisfactory. Based on full-scope reviews, the bank's performance in the Springfield AA is good.

Lending Activity

Refer to Table 1 - Lending Volume, in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is excellent, considering the strong competition for all types of loans in this marketplace. The bank's excellent performance in originating small business loans and good performance in originating home mortgage loans when compared to its local bank competitors supports this conclusion.

Based on 2008 Peer Data, RBSC ranked 18th with respect to overall home mortgage lending in the Springfield AA with a 1.68 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked 10th in loans to low-income borrowers with 2.37 percent market share and ninth in loans to moderate-income borrowers with 2.39 percent market share. In 2008, competition from national mortgage companies continued to dominate the market and included Countrywide Bank, FSB, JP Morgan Chase, NA, Wells Fargo, GMAC Bank, and Citimortgage, Inc. Considering only area bank competitors, RBSC ranked ninth with respect to overall home mortgage lending in the AA, ranked fourth with respect to low-income borrowers and fourth with respect to moderate-income borrowers. This performance as compared to other deposit taking institutions and to LMI borrowers was equal to the RBSC deposit ranking of ninth.

Based on 2008 Peer Data, small business lending in the Springfield AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked 12th with 1.25 percent market share; and ranked ninth with respect to loans to businesses with gross annual revenues of \$1 million or less, with 1.69 percent market share. Among local bank competitors, RBSC ranked second in small business loans in the AA by volume (number of loans) and third to businesses with gross annual revenues of \$1 million or less. This performance was higher than RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The overall geographic distribution of home purchase and home improvement loans was excellent in the Springfield AA. The overall geographic distribution of home refinance loans was good.

The portion of home purchase loans in low-income geographies exceeded the percentage of owner-occupied units and was excellent. The portion of home purchase loans in moderate-income geographies exceeded the percentage of owner-occupied housing units and was excellent. The market share of home purchase loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home purchase loans in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

The portion of home improvement loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home improvement loans in moderate-income geographies significantly exceeded the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home improvement loans in moderate-income geographies also significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of refinance loans in low-income geographies was lower than the percentage of owner-occupied housing units and was poor. The portion of refinance loans in moderate-income geographies was somewhat lower than the percentage of owner-occupied housing units and was adequate. The market share of refinance loans in the low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of refinance loans in the moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Small Loans to Businesses

Refer to Table 6 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses was excellent.

The portion of small loans to businesses made in low-income geographies was somewhat lower than the portion of businesses in those geographies and was adequate. The portion of small loans to businesses made in moderate-income geographies exceeded the portion of businesses in those geographies and was excellent. The market share of small loans to businesses in low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of small loans to businesses in moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the Springfield AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home improvement and refinance loans was excellent. The borrower distribution for home purchase loans was good.

The portion of home purchase loans to low-income was significantly lower than the percentage of low-income families, but was considered adequate after analyzing the percentage of households living below the poverty level. The portion of home purchase loans to moderate-income borrowers was significantly higher than the percentage of moderate-income families and was excellent. The market share of home purchase loans to low-income borrowers was lower than the bank's overall market share and was adequate. The market share of home purchase loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of home improvement loans to low-income borrowers was lower than the percentage of low-income families and was considered good after analyzing the percentage of households living below the poverty level. The portion of home improvement loans to moderate-income borrowers significantly exceeded the percentage of moderate-income

families and was excellent. The market share of home improvement loans to low-income borrowers exceeded the bank's overall market share and was excellent. The market share of home improvement loans to moderate-income borrowers significantly exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was significantly lower than the percentage of low-income families, but was considered adequate after analyzing the percentage of households living below the poverty level. The portion of refinance loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of refinance loans to low-income borrowers exceeded the bank's overall market share and was excellent. The market share of refinance loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

Small Loans to Businesses

Refer to Table 11 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Springfield AA was good.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million and was considered to be good. The bank's market share of small loans to businesses exceeded its overall market share and reflected excellent performance. The bank made a substantial majority of its small loans to businesses in amounts below \$100 thousand.

Community Development Lending

Refer to Table 1 - Lending Volume, in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multi-family loans that also qualify as CD loans.

RBSC's level of CD lending had a positive impact on the overall evaluation of its lending performance in the Springfield AA. RBSC originated five loans for \$5.0 million in qualified CD loans in the AA during the evaluation period. Of the five community development loans, two were for affordable housing for low- and moderate-income individuals and three were for organizations that provide community services to low- and moderate-income individuals.

Highlights of CD lending in this AA include: a \$730 thousand construction loan was provided for the development of 24 units of affordable housing and a renewal of a \$1.5 million line of credit was provided for the preservation of affordable rental units that would have otherwise been converted to market rate rental units.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low-

and moderate-income borrowers, which showed good product flexibility. RBSC originated 76 loans totaling \$560 thousand under its EZ Home Improvement Loan Program in Massachusetts. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in Massachusetts that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. The bank made 92 of these loans totaling \$689 thousand during the evaluation period. The Portfolio FHA product offers more flexible underwriting to low- and moderate-income borrowers as well. The bank made 18 Portfolio FHA loans totaling \$2.9 million during the examination period. RBSC made 15 loans totaling \$2.4 million to low- and moderate-income borrowers through its Destination Home program. These flexible product offerings had a positive influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Barnstable AA and Worcester AA is not inconsistent with the bank's overall High Satisfactory performance under the lending test in State of Massachusetts. In the Pittsfield AA, the bank's performance is weaker than the bank's overall performance in the state due to weaker geographic distribution of home mortgages and small business loans. This weaker performance did not impact the overall rating due to the bank's limited presence in this AA. Refer to the Tables 1 through 13 in the State of Massachusetts section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Massachusetts is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Springfield AA is good.

Refer to Table 14 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, RBSC made two investments totaling \$434 thousand in the Springfield AA. The bank also made 27 grants totaling \$358 thousand. In addition, there were four prior period investments totaling \$1.65 million. These prior period investments continue to benefit the assessment area. Due to the larger volume of prior period investments, these were given significant weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and

community contacts. The Springfield AA is competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. There were three current period investments totaling \$752 thousand and 48 prior period investments total \$69.85 million, which had the potential to benefit the full-scope AA. These prior period investments also continue to benefit the assessment area. Due to the large volume of prior period investments, these were given significant weight in the evaluation of the investment test.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Pittsfield AA and Worcester AA is stronger than the bank's overall performance in the state. In the Barnstable AA, the bank's performance is weaker than the bank's overall performance in the state. These differences in performance were based on level of investments in the respective AA and did not affect the overall rating for the state. Refer to the Table 14 in the State of Massachusetts section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in State of Massachusetts is rated "Low Satisfactory." Based on full-scope reviews, the bank's performance in the Springfield AA is adequate.

Retail Banking Services

Refer to Table 15 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has a good distribution of delivery systems that are accessible to geographies and individuals of different income levels in the Springfield AA. Access to branches within low-income geographies was adequate and access to branches within moderate-income geographies was excellent as compared to the distribution of the population living in such geographies. In addition, there were five branches in this AA that were located in a middle- or upper-income geography, but within one mile of a low- or moderate-income geography. These bordering branches had a positive impact in our analysis of branch distribution.

The bank did not open or close any branches in low- or moderate-income areas over the course of the evaluation period in the Springfield AA.

RBSC's hours and services offered throughout the Springfield AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD Services in the Springfield AA was poor. There were no community development services reported in the Springfield AA.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Worcester AA and Barnstable AA was stronger than the bank's overall "Low Satisfactory" performance under the service test in Massachusetts. In the Pittsfield AA, the bank's performance is weaker than the bank's overall performance in the state. These differences in performance did not affect the overall rating. Refer to Table 15 in the State of Massachusetts section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Michigan

CRA Rating for Michigan) ⁷ :	Outstanding
The lending test is rated:	<u>Outstanding</u>
The investment test is rated:	<u>Outstanding</u>
The service test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- An excellent geographic and borrower distribution of home improvement loans, and excellent geographic distribution of refinance loans;
- A good borrower distribution of home purchase loans and small loans to businesses;
- An adequate geographic distribution of home loans and small business loans;
- An excellent level of community development loans, which had a significant positive impact on the lending test rating;
- An excellent level of community development investments, when prior period investments were considered;
- A branch distribution system that is accessible to geographies and individuals of different income levels.

Description of Institution's Operations in Michigan

RBSC had eight AAs within the State of Michigan. They included the Ann Arbor AA comprised of Washtenaw County, the Detroit AA comprised of Wayne County, the Kalamazoo AA comprised of Kalamazoo County, the Lansing AA comprised of Clinton, Easton, and Ingham counties, the Monroe AA comprised of Monroe County, the Saginaw AA comprised of Saginaw County, the Warren AA comprised of Livingston, Macomb, and Oakland counties, and the nonmetropolitan AA comprised of Allegan and Shiawassee counties. RBSC had 108 branches within the state representing 10.0 percent of the bank's total branch network. There were no branches opened and eleven branches closed in Michigan during the evaluation period.

As of June 30, 2009, the bank ranked seventh in total state deposits with a 4.5 percent market share. RBSC's statewide deposits totaled \$5.0 billion. Deposit competitors include Comerica

⁷ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Bank, Bank of America NA, and JP Morgan Chase Bank.

Based on deposits Michigan was the seventh largest rating area and accounted for approximately 6.4 percent of total bank deposits.

Refer to the market profiles for the State of Michigan in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Michigan

For the State of Michigan, we performed a full-scope review of the Detroit AA. Limited-scope reviews were completed for the Ann Arbor AA, Kalamazoo AA, Lansing AA, Monroe AA, Saginaw AA, Warren AA and the non metropolitan AA. The Detroit AA was selected for full-scope review due its relatively high percentage of deposits (37 percent), high percentage of branches (41 percent) and the opportunities for community development. Refer to the table in Appendix A for more information.

The Detroit AA had a fifteen percent poverty rate. It is expected that a large number of these households would also be low-income families. This factor makes it difficult for a low-income family to afford a home in this AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in the State of Michigan is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Detroit AA is excellent.

Lending Activity

Refer to Table 1 - Lending Volume, in the State of Michigan section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is good, considering the strong competition for all types of loans in this marketplace. The bank's good performance in originating small business loans and good performance in originating home mortgage loans when compared to its local bank competitors supports this conclusion.

Based on 2008 Peer Data, RBSC ranked 19th with respect to overall home mortgage lending in the Detroit AA with a 1.21 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked sixth in loans to low-income borrowers with 3.65 percent market share and 12th in loans to moderate-income borrowers with 2.07 percent market share. In 2008, competition from national mortgage companies continued to dominate the market and included Countrywide Bank, FSB, JP Morgan Chase, NA, Wells Fargo, GMAC Bank, and Citimortgage, Inc. Considering only area bank competitors, RBSC ranked seventh with respect to overall home mortgage lending in the AA, ranked third with respect to low-income borrowers and fifth with respect to moderate-income

borrowers. This performance as compared to other deposit taking institutions and to LMI borrowers was almost equal to the RBSC deposit ranking of sixth.

Based on 2008 Peer Data, small business lending in the Detroit AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked 18th with 0.75 percent market share; and ranked 18th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 1.29 percent market share. Among local bank competitors, RBSC ranked seventh in small business loans in the AA by volume (number of loans) and seventh to businesses with gross annual revenues of \$1 million or less. This performance was slightly higher than RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Michigan section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The overall geographic distribution of home improvement loans in the Detroit AA was excellent. The overall distribution of home purchase loans was adequate. The overall distribution of refinance loans was poor.

The portion of home purchase loans in low-income geographies was significantly lower than the percentage of owner-occupied units and was poor. The portion of home purchase loans in moderate-income geographies was significantly less than the percentage of owner-occupied housing units and was poor. The market share of home purchase loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home purchase loans in moderate-income geographies was somewhat lower than the bank's overall market share and reflected adequate performance.

The portion of home improvement loans in low-income geographies exceeded the percentage of owner-occupied units and was excellent. The portion of home improvement loans in moderate-income geographies significantly exceeded the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in the low-income geographies was somewhat lower than the bank's overall market share and reflected adequate performance. The market share of home improvement loans in moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of refinance loans in low-income geographies was significantly lower than the percentage of owner-occupied housing units and was very poor. The portion of refinance loans in moderate-income geographies was significantly lower than the percentage of owner-occupied housing units and very poor. The market share of refinance loans in the low-income geographies was somewhat lower than the bank's overall market share and reflected adequate

performance. The market share of refinance loans in the moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Small Loans to Businesses

Refer to Table 6 in the State of Michigan section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses in the Detroit AA was adequate.

The portion of small loans to businesses made in low-income geographies was significantly lower than the portion of businesses in those geographies and was very poor. The portion of small loans to businesses made in moderate-income geographies was lower than the portion of businesses in those geographies and was adequate. The market share of small loans to businesses in low-income geographies was near to the bank's overall market share and reflected excellent performance. The market share of small loans to businesses in moderate-income geographies slightly exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the Detroit AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the State of Michigan section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home improvement and refinance loans was excellent. The borrower distribution for home purchase loans was good.

The portion of home purchase loans to low-income was significantly lower than the percentage of low-income families, but was considered adequate after analyzing the percentage of households living below the poverty level. The portion of home purchase loans to moderate-income borrowers was significantly higher than the percentage of moderate-income families and was excellent. The market share of home purchase loans to low-income borrowers was near to the bank's overall market share and excellent. The market share of home purchase loans to moderate-income borrowers was somewhat lower than the bank's overall market share and was good.

The portion of home improvement loans to low-income borrowers exceeded the percentage of low-income families and was considered excellent. The portion of home improvement loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of home improvement loans to low- and moderate-income borrowers significantly exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was significantly lower than the percentage of low-income families, but was considered adequate after analyzing the percentage of households living below the poverty level. The portion of refinance loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of refinance loans to low-income borrowers significantly exceeded the bank's overall market share and was excellent. The market share of refinance loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

Small Loans to Businesses

Refer to Table 11 in the State of Michigan section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Detroit AA was good.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million and was considered to be adequate. The bank's market share of small loans to businesses exceeded its overall market share and reflected excellent performance. The bank made a substantial majority of its small loans to businesses in amounts below \$100 thousand.

Community Development Lending

Refer to Table 1 - Lending Volume, in the State of Michigan section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multi-family loans that also qualify as CD loans.

RBSC's level of CD lending had a significantly positive impact on the overall evaluation of its lending performance in the AA. RBSC originated eight loans for \$37.5 million in qualified CD loans in the AA during the evaluation period. Of the eight community development loans, three were for affordable housing for low- and moderate-income individuals, four were for organizations that provide community services to low- and moderate-income individuals, and one was for revitalization and stabilization of low- and moderate-income areas.

Highlights of CD lending in this AA include: an \$8.6 million construction loan to provide for the development of 45 affordable single family homes in the Detroit area and a \$10 million loan to a local business to finance a warehouse that allowed the business to retain 325 employees and hire an additional 200 employees.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated 289 loans totaling \$2.2 million under its EZ Home Improvement Loan Program in Michigan. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in Michigan that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. The bank made 193 of these loans totaling \$1.4 million during the evaluation period. The Portfolio FHA product offers more flexible underwriting to low- and moderate-income borrowers as well. The bank made one Portfolio FHA loan totaling \$47 thousand during the examination period. The bank made seven loans totaling \$458 thousand to low- and moderate-income borrowers through its Destination Home program. These flexible product offerings had a neutral influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Warren AA is not inconsistent with the bank's overall "Outstanding" performance under the lending test in Michigan. In the Ann Arbor AA, Kalamazoo AA, Lansing AA, and nonmetropolitan AA, the bank's performance is weaker than the bank's overall performance in the state due to weaker performance in both geographic and borrower distribution of loans. In the Monroe AA and Saginaw AA, the bank's performance is weaker than the bank's overall performance in the state due to weaker performance in geographic distributions of loans. The areas with weaker performance did not affect the rating due to the smaller deposit market shares represented. Refer to the Tables 1 through 13 in the State of Michigan section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Michigan is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Detroit AA is excellent. Performance in the largest assessment area, Warren AA, was good and affected the overall state rating.

Refer to Table 14 in the State of Michigan section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, RBSC made four investments totaling \$1.22 million in the Detroit AA. The bank also made 60 grants totaling \$881 thousand. In addition, there were 15 prior period investments totaling \$34.94 million. These prior period investments continue to benefit the assessment area. Due to the large volume of prior period investments, these were given significant weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. The Detroit AA is competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. There were five current period investments totaling \$5.80 million and six prior period investments total \$2.36 million, which had the potential to benefit the full-scope AA. These prior period investments continue to benefit the AA and the greater statewide area.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Warren AA is not inconsistent with the bank's overall "High Satisfactory" performance under the investment test in Michigan. In the Ann Arbor, Kalamazoo, Lansing, and Saginaw AAs and non metropolitan area, the bank's performance is stronger than the bank's overall performance in the state. In the Monroe AA, the bank's performance is weaker than the bank's overall performance in the state. The performance in the Warren AA, had a significant affect on the overall state rating. Performance in this AA was good and based on the volume of deposits in this AA, it was weighed more heavily in the rating. Refer to the Table 14 in the State of Michigan section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Michigan is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Detroit AA is good.

Retail Banking Services

Refer to Table 15 in the State of Michigan section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has a good distribution of delivery systems that are accessible to geographies and individuals of different income levels in the Detroit AA. Access to branches within low-income geographies was poor and access to branches within moderate-income geographies was excellent as compared to the distribution of the population living in such geographies. In addition, there were four branches in this AA that were located in a middle- or upper-income

geography, but within one mile of a low- or moderate-income geography. These bordering branches had a positive impact in our analysis of branch distribution.

The bank did not open any branches in low- or moderate-income areas over the course of the evaluation period in the Detroit AA. One branch was closed in a moderate-income geography.

RBSC's hours and services offered throughout the Detroit AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the Detroit AA was excellent and had a positive impact on the Service Test performance. Bank management was involved in community development programs that were targeted to low- and moderate-income individuals and geographies. In the Detroit AA, three employees participated in ten community development organizations. In addition, the bank provided training at 65 seminars for either basic banking or home ownership.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Kalamazoo AA, Warren AA, and the nonmetropolitan AA is not inconsistent with the bank's overall "High Satisfactory" performance under the service test in Michigan. In the Ann Arbor AA, Lansing AA, Monroe AA, and Saginaw AA, the bank's performance is weaker than the bank's overall performance in the state. This weak performance is a result of weaker branch distribution. This weaker performance did not affect the state rating due to the low level of deposits in these areas. Refer to Table 15 in the State of Michigan section of Appendix D for the facts and data that support these conclusions.

State Rating

State of New Hampshire

CRA Rating for New Hampshire⁸: Outstanding

The lending test is rated: Outstanding

The investment test is rated: High Satisfactory

The service test is rated: High Satisfactory

The major factors that support this rating include:

- An excellent geographic distribution of home purchase loans, home improvement loans, and small business loans, while distribution of refinance loans was adequate;
- Excellent borrower distribution of home improvement loans and refinance loans, but good borrower distribution of home purchase and small business loans;
- Excellent use of flexible loan products to meet community needs;
- A good level of community development investments;
- A branch distribution system that is accessible to individuals living in low- and moderate-income geographies.

Description of Institution's Operations in New Hampshire

RBSC had two AAs within the State of New Hampshire. They included the Manchester AA comprised of Hillsborough County and the nonmetropolitan AA comprised of Belknap, Carroll, Cheshire, Coos, Grafton, Merrimack, and Sullivan counties. RBSC had 55 branches within the state, representing 4.9 percent of the bank's total branch network. One branch was opened and two branches were closed in New Hampshire during the evaluation period.

As of July 30, 2009, the bank ranked first in total state deposits with a 27.9 percent market share. RBSC's statewide deposits totaled \$5.3 billion. Deposit competitors include Bank of America NA, TD Bank North National Assn, and Laconia Savings Bank.

Based on deposits New Hampshire was the sixth largest rating area and accounted for approximately 6.8 percent of total bank deposits.

⁸ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Refer to the market profiles for the State of New Hampshire in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in New Hampshire

For the State of New Hampshire, we performed a full-scope review of the Manchester AA. Limited-scope review was completed for the nonmetropolitan AA within New Hampshire. The Manchester AA was selected for full-scope review due to the high percentage of deposits (75 percent), high percentage of branches (51 percent) and the opportunities for community development. Refer to the table in Appendix A for more information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in New Hampshire is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Manchester AA is excellent.

Lending Activity

Refer to Table 1 - Lending Volume, in the New Hampshire section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is good, considering the strong competition for all types of loans in this marketplace. The bank's good performance in originating small business loans and excellent performance in originating home mortgage loans when compared to its local bank competitors supports this conclusion.

Based on 2008 Peer Data, RBSC ranked eighth with respect to overall home mortgage lending in the Manchester AA with a 3.12 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked fifth in loans to low-income borrowers with 4.54 percent market share and eighth in loans to moderate-income borrowers with 3.29 percent market share. In 2008, competition from national mortgage companies continued to dominate the market and included Countrywide Bank, FSB, JP Morgan Chase, NA, Wells Fargo, GMAC Bank, and Citimortgage, Inc. Considering only area bank competitors, RBSC ranked first with respect to overall home mortgage lending in the AA, ranked second with respect to low-income borrowers and second with respect to moderate-income borrowers. This performance as compared to other deposit taking institutions and to LMI borrowers compares well to the RBSC deposit ranking of first.

Based on 2008 Peer Data, small business lending in the Manchester AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked eighth with 3.94 percent market share; and ranked sixth with respect to loans to businesses with gross annual revenues of \$1 million or less, with a 5.89 percent market share. Among local bank competitors, RBSC ranked second in small business loans in the AA by

volume (number of loans) and second to businesses with gross annual revenues of \$1 million or less. This performance was lower than RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the New Hampshire section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases. Owner-occupied housing in the low-income geographies was less than one percent. Therefore, more weight was given to the moderate-income geographies for conclusions in the full-scope AA.

The overall geographic distribution of home purchase loans and home improvement loans in the Manchester AA was excellent. The overall distribution of home refinance loans was adequate.

The portion of home purchase loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home purchase loans in moderate-income geographies significantly exceeded the percentage of owner-occupied housing units and was excellent. The market share of home purchase loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home purchase loans in moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of home improvement loans in low-income was somewhat lower than the percentage of owner-occupied units and was good. The portion of home improvement loans in moderate-income geographies exceeded the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home improvement loans in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

The portion of refinance loans in low-income geographies was significantly lower than the percentage of owner-occupied housing units and was very poor. The portion of refinance loans in moderate-income geographies was somewhat lower than the percentage of owner-occupied housing units and good. The market share of refinance loans in the low-income geographies was significantly lower than the bank's overall market share and reflected very poor performance. The market share of refinance loans in the moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Small Loans to Businesses

Refer to Table 6 in the New Hampshire section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses was excellent.

The portion of small loans to businesses made in low-income geographies significantly exceeded the portion of businesses in those geographies and was excellent. The portion of small loans to businesses made in moderate-income geographies exceeded the portion of businesses in those geographies and was excellent. The market share of small loans to businesses in low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of small loans to businesses in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the Manchester AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the New Hampshire section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home improvement and refinance loans in the Manchester AA was excellent. The borrower distribution for home purchase loans was good.

The portion of home purchase loans to low-income was lower than the percentage of low-income families, but was considered good. The portion of home purchase loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of home purchase loans to low-income borrowers significantly exceeded the bank's overall market share and was excellent. The market share of home purchase loans to moderate-income borrowers was somewhat lower than the bank's overall market share and was good.

The portion of home improvement loans to low-income borrowers was somewhat lower than the percentage of low-income families but was considered excellent. The portion of home improvement loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of home improvement loans to low-income borrowers exceeded the bank's overall market share and was excellent. The market share of home improvement loans to moderate-income borrowers was near to the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was lower than the percentage of low-income families, but was considered good. The portion of refinance loans to moderate-income

borrowers exceeded the percentage of moderate-income families and was excellent. The market share of refinance loans to low-income borrowers was near the bank's overall market share and was excellent. The market share of refinance loans to moderate-income borrowers was near to the bank's overall market share and was good.

Small Loans to Businesses

Refer to Table 11 in the New Hampshire section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Manchester AA was good.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million and was considered to be poor. The bank's market share of small loans to businesses exceeded its overall market share and reflected excellent performance. The bank made a substantial majority of its small loans to businesses in amounts below \$100 thousand.

Community Development Lending

Refer to Table 1 - Lending Volume, in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multi-family loans that also qualify as CD loans.

RBSC's level of CD lending had a neutral impact on the overall evaluation of its lending performance in the Manchester AA. RBSC originated six loans for \$16.4 million in qualified CD loans in the AA during the evaluation period.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated 42 loans totaling \$255 thousand under its EZ Home Improvement Loan Program in New Hampshire. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in New Hampshire that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. The bank made 68 of these loans totaling \$396 thousand during the evaluation period. The Portfolio FHA product offers more flexible underwriting to low- and moderate-income borrowers as well. The bank made 30 Portfolio FHA loans totaling \$3.1 million during the examination period. The bank also originated 18 loans totaling \$2.86 million to low- and moderate-income borrowers through its Destination Home program. These flexible product offerings had a positive influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the nonmetropolitan AA is not inconsistent with the bank's overall "Outstanding" performance under the lending test in New Hampshire.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the State of New Hampshire is rated "High Satisfactory. Based on full-scope reviews, the bank's performance in the Manchester AA is good.

During the evaluation period, RBSC made five investments totaling \$7.35 million in the Manchester AA. The bank also made 25 grants totaling \$590 thousand. In addition, there was one prior period investment totaling \$2.25 million. These prior period investments continue to benefit the assessment area. Due to the large volume of prior period investments, these were given significant weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. The Manchester AA is competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. There were 18 current period investments totaling \$30.02 million and eight prior period investments total \$17.30 million, which had the potential to benefit the full-scope AA. The prior period investments in statewide investments continue to benefit the AA. Eighty percent of the community development investments made by the bank in the State of New Hampshire were in statewide investments. We gave these investments significant weight in reaching our overall investment test conclusions.

Refer to Table 14 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the nonmetropolitan AA is not inconsistent with the bank's overall "High Satisfactory" performance under the investment test in State of New Hampshire.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in New Hampshire is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Manchester AA is good.

Retail Banking Services

Refer to Table 15 in the New Hampshire section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has a good distribution of delivery systems that are accessible to geographies and individuals of different income levels in the Manchester AA. There were no branches in low-income geographies but access to branches within moderate-income geographies was excellent as compared to the distribution of the population living in such geographies. In addition, there were 12 branches in this AA that were located in a middle- or upper-income geography, but within one mile of a low- or moderate-income geography. These bordering branches had a positive impact in our analysis of branch distribution.

The bank opened one branch and closed two branches in moderate-income areas over the course of the evaluation period in the Manchester AA.

RBSC's hours and services offered throughout the Manchester AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the Manchester AA was excellent and had a positive impact on the Service Test performance. Bank management was involved in community development programs that were targeted to low- and moderate-income individuals and geographies. In the Manchester AA, 13 employees participated in 12 community development organizations. In addition, the bank provided training at 56 seminars for either basic banking or home ownership.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the nonmetropolitan AA is stronger than the bank's overall "High Satisfactory" performance in the state. This performance was due to better branch distribution. The stronger performance did not affect the overall state rating. Refer to Table 15 in the State of New Hampshire section of Appendix D for the facts and data that support these conclusions.

State Rating

State of New York

CRA Rating for New York⁹:	Satisfactory
The lending test is rated:	<u>High Satisfactory</u>
The investment test is rated:	<u>Low Satisfactory</u>
The service test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- Performance within the full-scope area presented below was stronger than that of the limited-scope areas, this affected the overall ratings;
- An adequate level lending for home loans and small business loans;
- An excellent geographic and borrower distribution of home purchase loans and home improvement loans, while adequate geographic distribution of refinance loans and excellent borrower distribution of refinance loans;
- A good geographic distribution of small business loans but only adequate borrower distribution;
- An excellent level of community development lending, which had a significant positive impact;
- An adequate level of community development investments, when prior period and statewide investments were considered;
- A branch distribution system that is accessible to individuals living in low- and moderate-income geographies.

Description of Institution's Operations in New York

RBSC had fourteen AAs within the State of New York. These AAs include the Albany AA, the Binghamton AA, the Buffalo AA, the Glenn Falls AA, the Elmira AA, the Ithaca AA, the Kingston AA, the Nassau-Suffolk AA, the New York-White Plains AA, the Poughkeepsie-Newburgh AA, the Rochester AA, the Syracuse AA, the Utica AA, and the AA of combined

⁹ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

nonmetropolitan areas. RBSC has 226 branches within the state, representing 20.2 percent of the bank's total branch network. Twenty-four branches were opened and three branches were closed in New York during the evaluation period.

As of June 30, 2009 the bank's statewide deposits totaled \$13.9 billion. With a 1.72 percent market share RBSC was ranked 12th in the state. JP Morgan Chase Bank NA, HSBC Bank USA National Assn and Citibank National Assn were among the top deposit competitors.

Based on deposits New York was the second rating area and accounted for approximately 17.8 percent of total bank deposits.

Refer to the market profiles for the State of New York in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in New York

For the State of New York, we performed a full-scope review of the Rochester AA. Limited-scope reviews were completed for the Binghamton AA, the Buffalo AA, the Glenn Falls AA, the Elmira AA, the Ithaca AA, the Kingston AA, the Nassau-Suffolk AA, the New York-White Plains AA, the Poughkeepsie-Newburgh AA, the Syracuse AA, the Utica AA, and the AA of combined nonmetropolitan areas in New York. The Rochester AA was selected for full-scope review due to the high percentage of deposits (18 percent), high percentage of branches (17 percent) and the good level of opportunities for community development. Refer to the table in Appendix A for more information

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in State of New York is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Rochester AA is excellent. Performance in the limited-scope AAs had weaker but good performance. These limited-scope areas had a significant impact on the overall lending test rating.

Lending Activity

Refer to Table 1 - Lending Volume, in the State of New York section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is adequate, considering the strong competition for all types of loans in this marketplace. The bank's good performance in originating small business loans and good performance in originating home mortgage loans when compared to its local bank competitors supports this conclusion.

Based on 2008 Peer Data, RBSC ranked 13th with respect to overall home mortgage lending in the Rochester AA with a 2.20 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked fourth in loans to low-income

borrowers with 5.71 percent market share and 11th in loans to moderate-income borrowers with 3.25 percent market share. In 2008, competition from national mortgage companies continued to dominate the market and included Countrywide Bank, FSB, JP Morgan Chase, NA, Wells Fargo, GMAC Bank, and Citimortgage, Inc. Considering only area bank competitors, RBSC ranked fifth with respect to overall home mortgage lending in the AA, ranked fourth with respect to low-income borrowers and fifth with respect to moderate-income borrowers. This performance as compared to other deposit taking institutions and to LMI borrowers was lower than RBSC's deposit ranking of third.

Based on 2008 Peer Data, small business lending in the Rochester AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked 14th with 1.62 percent market share; and ranked 12th with respect to loans to businesses with gross annual revenues of \$1 million or less, with a 2.23 percent market share. Among local bank competitors, RBSC ranked fifth in small business loans in the AA by volume (number of loans) and fifth to businesses with gross annual revenues of \$1 million or less. This performance was lower than RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of New York section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The overall geographic distribution of home purchase loans and home improvement loans in the Rochester AA was excellent. The overall distribution of home refinance loans was adequate.

The portion of home purchase loans in low-income geographies was somewhat lower than the percentage of owner-occupied units and was good. The portion of home purchase loans in moderate-income geographies significantly exceeded the percentage of owner-occupied housing units and was excellent. The market share of home purchase loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home purchase loans in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

The portion of home improvement loans in low-income significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home improvement loans in moderate-income geographies significantly exceeded the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home improvement loans in moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of refinance loans in low-income geographies was significantly lower than the percentage of owner-occupied housing units and was very poor. The portion of refinance loans in moderate-income geographies was lower than the percentage of owner-occupied housing units and poor. The market share of refinance loans in the low-income geographies was near to the bank's overall market share and reflected excellent performance. The market share of refinance loans in the moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Small Loans to Businesses

Refer to Table 6 in the State of New York section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses in the Rochester AA was good.

The portion of small loans to businesses made in low-income geographies was lower than the portion of businesses in those geographies and was adequate. The portion of small loans to businesses made in moderate-income geographies exceeded the portion of businesses in those geographies and was excellent. The market share of small loans to businesses in low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of small loans to businesses in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the Rochester AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the State of New York section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home purchase loans, home improvement loans, and refinance loans was excellent.

The portion of home purchase loans to low-income borrowers significantly exceeded the percentage of low-income families, and was considered excellent. The portion of home purchase loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of home purchase loans to

low-income borrowers significantly exceeded the bank's overall market share and was excellent. The market share of home purchase loans to moderate-income borrowers was near to the bank's overall market share and was excellent.

The portion of home improvement loans to low-income borrowers significantly exceeded the percentage of low-income families and was considered excellent. The portion of home improvement loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of home improvement loans to low-income borrowers exceeded the bank's overall market share and was excellent. The market share of home improvement loans to moderate-income borrowers significantly exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was lower than the percentage of low-income families, but was considered good. The portion of refinance loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of refinance loans to low-income borrowers exceeded the bank's overall market share and was excellent. The market share of refinance loans to moderate-income borrowers was near to the bank's overall market share and was excellent.

Small Loans to Businesses

Refer to Table 11 in the State of New York section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Rochester AA was adequate.

The percentage of the bank's small loans to businesses was much lower than the percentage of businesses with revenues of less than \$1 million and was considered to be poor. The bank's market share of small loans to businesses exceeded its overall market share and reflected excellent performance. The bank made a substantial majority of its small loans to businesses in amounts below \$100 thousand.

Community Development Lending

Refer to Table 1 - Lending Volume, in the State of New York section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multi-family loans that also qualify as CD loans.

RBSC's level of CD lending had a significantly positive impact on the overall evaluation of its lending performance in the Rochester AA. RBSC originated five loans for \$19.9 million in qualified CD loans in the AA during the evaluation period.

RBSC originated five community development loans totaling \$20 million during the review period. Of the five community development loans, three were for affordable housing for low- and moderate-income individuals, one was for organizations that provide community services to low- and moderate-income individuals, and one was for revitalization and stabilization of low- and moderate-income areas. Highlights of CD lending in this MSA include: a \$15 million

construction loan that revitalized a section of Rochester and provided 92 jobs in addition to the construction jobs and a \$2.1 million construction loan for the development of 24 units of low-income housing.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated 446 loans totaling \$3 million under its EZ Home Improvement Loan Program in New York. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in New York that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. The bank made 1,242 of these loans totaling \$8.2 million during the evaluation period. The Portfolio FHA product offers more flexible underwriting to low- and moderate-income borrowers as well. The bank made 30 Portfolio FHA loans totaling \$3.1 million during the examination period. The bank made 58 loans totaling \$6.1 million to low- and moderate-income borrowers through its Destination Home program. These flexible product offerings had a positive influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Albany AA, Binghamton AA, Buffalo AA, Glens Falls AA, Kingston AA, Poughkeepsie AA, Syracuse AA, Utica AA, Elmira AA, Ithaca AA, Nassau AA, New York White Plains AA, and the nonmetropolitan areas, is weaker than the bank's overall performance in the state. This weaker performance was mainly in geographic distribution of loans; however, borrower distribution was also weaker. This weaker performance did have a negative affect on the overall lending test rating. Refer to the Tables 1 through 13 in the state of New York section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the State of New York is rated "Low Satisfactory." Based on full-scope reviews, the bank's performance in the Rochester AA is good. Performance in several large limited-scope AAs was lower than the full-scope AA and affected the overall rating.

Refer to Table 14 in the State of New York section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, RBSC made five investments totaling \$3.18 million in the Rochester AA. The bank also made 22 grants totaling \$88 thousand. In addition, there were ten prior period investments totaling \$6.28 million. These prior period investments continue to

benefit the assessment area. Due to the large volume of prior period investments, these were given significant weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. The Rochester AA is competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. There were two current period investments totaling \$3.10 million and 16 prior period investments total \$60.25 million, which had the potential to benefit the full-scope AA. These prior period investments continue to benefit the AA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Glens Falls AA, Kingston AA, New York AA, Poughkeepsie AA, Utica AA, and the nonmetropolitan AA is not inconsistent with the bank's overall "Low Satisfactory" performance under the investment test in New York. In the Buffalo AA, Elmira AA, and Syracuse AA, the bank's performance is stronger than the bank's overall performance in the state. In the Albany AA, Binghamton AA, Ithaca AA, and Nassau AA, the bank's performance is weaker than the bank's overall performance in the state. These limited-scope AAs did have a negative impact on the bank's overall investment test rating, due to the significant amount of deposits in these areas. Refer to the Table 14 in the State of New York section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in New York is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in Rochester AA is excellent. Performance in several large AAs was lower than the full-scope AA and affected the overall rating.

Retail Banking Services

Refer to Table 15 in the State of New York section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has an excellent distribution of delivery systems that are readily accessible to geographies and individuals of different income levels in the Rochester AA. Access to branches in low-income geographies was excellent and access to branches within moderate-

income geographies was excellent as compared to the distribution of the population living in such geographies. In addition, there were six branches in this AA that were located in a middle- or upper-income geography, but within one mile of a low- or moderate-income geography. These bordering branches had a positive impact in our analysis of branch distribution.

The bank did not open or close any branches in any low- or moderate-income areas over the course of the evaluation period in the Rochester AA.

RBSC's hours and services offered throughout the Rochester AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the Rochester AA was good and had a positive impact on the Service Test performance. Bank management was involved in community development programs that were targeted to low- and moderate-income individuals and geographies. In the Rochester AA, nine employees participated in 23 community development organizations. In addition, the bank provided training at 23 seminars for either basic banking or home ownership.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Albany AA, Buffalo AA, Poughkeepsie AA, and Syracuse AA is not inconsistent with the bank's overall "High Satisfactory" performance under the service test in New York. In the Binghamton AA, Ithaca AA, Kingston AA, Nassau AA, Utica AA, and the nonmetropolitan AA, the bank's performance is stronger than the bank's overall performance in the state. In the Elmira AA, Glens Falls AA, and the New York AA, the bank's performance is weaker than the bank's overall performance in the state. These limited-scope AAs did have a negative effect on the overall service test rating, due to the size of the deposit bases. Refer to Table 15 in the State of New York section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Ohio

CRA Rating for Ohio ¹⁰:	Satisfactory
The lending test is rated:	<u>High Satisfactory</u>
The investment test is rated:	<u>Outstanding</u>
The service test is rated:	<u>High Satisfactory</u>

The major factors that support this rating include:

- A good geographic distribution of home loans and small business loans, excellent borrower distribution of home loans, and good distribution of small loans;
- An excellent level of community development investments, when the benefits of prior period and statewide investments were considered;
- A branch distribution system that is accessible to individuals living in low- and moderate-income geographies, especially after considering the positive impact of branches bordering low- or moderate-income areas.

Description of Institution's Operations in Ohio

RBSC had seven AAs within the State of Ohio. They included the Akron AA comprised of Portage and Summit counties, the Canton AA comprised of Stark County, the Cleveland AA comprised of Cuyahoga, Geauga, Lake, Lorain, and Medina counties, the Columbus AA comprised of Delaware, Fairfield, and Franklin counties, the Toledo AA comprised of Lucas and Wood counties, the Youngstown AA comprised of Mahoning and Trumbull counties, and the nonmetropolitan AA comprised of Columbiana, Scioto, and Tuscarawas counties. RBSC had 150 branches within the state, representing 13.5 percent of the bank's total branch network. One branch was opened and fifteen were closed in Ohio during the evaluation period.

As of June 30, 2009, the bank ranked sixth in total state deposits with a 5.64 percent market share. RBSC's statewide deposits totaled \$7.5 billion. Deposit competitors include National City Bank, Huntington National Bank, and Key Bank National Assn.

Based on deposits, Ohio was the fourth largest rating area and accounted for approximately

¹⁰ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

9.6 percent of total bank deposits.

Refer to the market profiles for the State of Ohio in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Ohio

For the State of Ohio, we performed a full-scope review of the Cleveland AA. Limited-scope reviews were completed for the Akron AA, the Canton AA, the Columbus AA, the Toledo AA, the Youngstown AA and the nonmetropolitan AA in Ohio. The Cleveland AA was selected for full-scope review due to the high percentage of deposits (68 percent), high percentage of branches (47 percent) and the good number of opportunities for community development. Refer to the table in Appendix A for more information

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Ohio is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Cleveland AA is good.

Lending Activity

Refer to Table 1 - Lending Volume, in the State of Ohio section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is adequate, considering the strong competition for all types of loans in this marketplace. The bank's good performance in originating small business loans and adequate performance in originating home mortgage loans when compared to its local bank competitors supports this conclusion.

Based on 2008 Peer Data, RBSC ranked 19th with respect to overall home mortgage lending in the Cleveland AA with a 1.33 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked 9th in loans to low-income borrowers with 3.14 percent market share and 14th in loans to moderate-income borrowers with 1.91 percent market share. In 2008, competition from national mortgage companies continued to dominate the market and included Countrywide Bank, FSB, JP Morgan Chase, NA, Wells Fargo, GMAC Bank, and Citimortgage, Inc. Considering only area bank competitors, RBSC ranked ninth with respect to overall home mortgage lending in the AA, ranked fifth with respect to low-income borrowers and seventh with respect to moderate-income borrowers. This performance as compared to other deposit taking institutions and to LMI borrowers was lower than RBSC's deposit ranking of fourth.

Based on 2008 Peer Data, small business lending in the Cleveland AA was dominated by national credit card lenders, such as American Express, JP Morgan Chase, Citibank, and Capital One. With respect to overall small business lending performance within the AA, RBSC ranked 13th with 1.56 percent market share; and ranked 12th with respect to loans to businesses with gross annual revenues of \$1 million or less, with a 2.69 percent market share.

Among local bank competitors, RBSC ranked third in small business loans in the AA by volume (number of loans) and fourth to businesses with gross annual revenues of \$1 million or less. This performance was comparable to RBSC's deposit ranking.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Ohio section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The overall geographic distribution of home purchase loans and home improvement loans in the Cleveland AA was excellent. The overall distribution of home refinance loans was poor.

The portion of home purchase loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home purchase loans in moderate-income geographies was somewhat lower than the percentage of owner-occupied housing units and was adequate. The market share of home purchase loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home purchase loans in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

The portion of home improvement loans in low-income geographies significantly exceeded the percentage of owner-occupied units and was excellent. The portion of home improvement loans in moderate-income geographies significantly exceeded the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in the low-income geographies significantly exceeded the bank's overall market share and reflected excellent performance. The market share of home improvement loans in moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of refinance loans in low-income geographies was significantly lower than the percentage of owner-occupied housing units and was very poor. The portion of refinance loans in moderate-income geographies was significantly lower than the percentage of owner-occupied housing units and very poor. The market share of refinance loans in the low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of refinance loans in the moderate-income geographies was somewhat lower than the bank's overall market share and reflected adequate performance.

Small Loans to Businesses

Refer to Table 6 in the State of Ohio section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination and purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses in the Cleveland AA was good.

The portion of small loans to businesses made in low-income geographies was lower than the portion of businesses in those geographies and was adequate. The portion of small loans to businesses made in moderate-income geographies was somewhat lower than the portion of businesses in those geographies and was adequate. The market share of small loans to businesses in low-income geographies exceeded the bank's overall market share and reflected excellent performance. The market share of small loans to businesses in moderate-income geographies exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the Cleveland AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the State of Ohio section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home purchase loans and home improvement loans in the Cleveland AA was excellent. Borrower distribution of refinance loans was good.

The portion of home purchase loans to low-income borrowers exceeded the percentage of low-income families, and was considered excellent. The portion of home purchase loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of home purchase loans to low-income borrowers significantly exceeded the bank's overall market share and was excellent. The market share of home purchase loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of home improvement loans to low-income borrowers exceeded the percentage of low-income families and was excellent. The portion of home improvement loans to moderate-income borrowers significantly exceeded the percentage of moderate-income families and was excellent. The market share of home improvement loans to low-income borrowers significantly exceeded the bank's overall market share and was excellent. The market share of home improvement loans to moderate-income borrowers significantly exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was significantly lower than the percentage of low-income families, but was considered adequate. The portion of refinance loans to moderate-income borrowers exceeded the percentage of moderate-income families

and was excellent. The market share of refinance loans to low-income borrowers significantly exceeded the bank's overall market share and was excellent. The market share of refinance loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

Small Loans to Businesses

Refer to Table 11 in the State of Ohio section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

Borrower distribution of small loans to businesses in the Cleveland AA was good.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million and was adequate. The bank's market share of small loans to businesses exceeded its overall market share and reflected excellent performance. The bank made a substantial majority of its small loans to businesses in amounts below \$100 thousand.

Community Development Lending

Refer to Table 1 - Lending Volume, in the State of Ohio section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multi-family loans that also qualify as CD loans.

RBSC's level of CD lending had no impact on the overall evaluation of its lending performance in the nonmetropolitan AA. RBSC originated four loans for \$17.2 million in qualified CD loans in the AA during the evaluation period. Of the five community development loans, three were for affordable housing for low- and moderate-income individuals, one was for organizations that provide community services to low- and moderate-income individuals, and one was for revitalization and stabilization of low- and moderate-income areas.

Highlights of CD lending in this AA include: a \$15 million construction loan that revitalized a section of Rochester and provided 92 jobs in addition to the construction jobs and a \$2.1 million construction loan for the development of 24 units of low-income housing.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated 495 loans totaling \$3.7 million under its EZ Home Improvement Loan Program in Ohio. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in Ohio that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. The bank made 375 of these loans totaling \$2.55 million during the evaluation period. The Portfolio FHA product offers more flexible underwriting to low- and moderate-income borrowers as well. The bank made

one Portfolio FHA loan totaling \$79 thousand during the examination period. The bank made 42 loans totaling \$4.75 million to low- and moderate-income borrowers through its Destination Home program. These flexible product offerings had a positive influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Canton AA and Toledo AA is not inconsistent with the bank's overall "High Satisfactory" performance under the lending test in Ohio. In the Akron AA, the bank's performance was stronger than the bank's overall performance in the state due to stronger community development lending. In the Columbus AA, Youngstown AA, and the nonmetropolitan AA, the bank's performance is weaker than the bank's overall performance in the state. The weaker performance is due to weaker geographic performance in these AAs. These differences in performance did not affect the bank's state rating. Refer to the Tables 1 through 13 in the State of Ohio section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the State of Ohio is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Cleveland AA is excellent.

Refer to Table 14 in the State of Ohio section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, RBSC made five investments totaling \$4.18 million in the Cleveland AA. The bank also made 98 grants totaling \$772 thousand. In addition, there were 23 prior period investments totaling \$39.40 million. These prior period investments continue to benefit the assessment area. Due to the large volume of prior period investments, these were given significant weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. The Cleveland AA is competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. There were seven current period investments totaling \$19.22 million, which had the potential to benefit the full-scope AA. These current period statewide investments, further demonstrate the bank's excellent performance.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Youngstown AA and the non metropolitan AA is not inconsistent with the bank's overall "Outstanding" performance under the investment test in the State of Ohio. In the Akron AA, Canton AA, Columbus AA, and the Toledo AA, the bank's performance is weaker than the bank's overall performance in the state. This weaker performance was based on the level of current period and prior period investments. This weaker performance did not have a negative impact on the overall state rating. Refer to the Table 14 in the State of Ohio section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the State of Ohio is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Cleveland AA is good.

Retail Banking Services

Refer to Table 15 in the State of Ohio section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has a good distribution of delivery systems that are accessible to geographies and individuals of different income levels in the Cleveland AA. Access to branches in low-income geographies was good and access to branches within moderate-income geographies was adequate as compared to the distribution of the population living in such geographies. In addition, there were 14 branches in this AA that were located in a middle- or upper-income geography, but within one mile of a low- or moderate-income geography. These bordering branches had a positive impact in our analysis of branch distribution.

The bank closed one branch in a low-income geography and one branch in a moderate-income geography over the course of the evaluation period in the Cleveland AA. The low-income branch was consolidated with another within one-half mile and the branch location was sub-leased to a non-profit community group for \$1 per year through 2021. In addition, seven branches were closed in middle- and upper-income geographies.

RBSC's hours and services offered throughout the Cleveland AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to

determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the Cleveland AA was excellent and had a positive impact on the Service Test performance. Bank management was involved in community development programs that were targeted to low- and moderate-income individuals and geographies. In the Cleveland AA, 46 employees participated in 34 community development organizations. In addition, the bank provided training at four seminars for home ownership.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Akron AA is not inconsistent with the bank's overall "High Satisfactory" performance under the service test in Ohio. In the Canton AA, Columbus AA, and the nonmetropolitan AA, the bank's performance is stronger than the bank's overall performance in the state. In the Toledo AA and the Youngstown AA, the bank's performance is weaker than the bank's overall performance in the state. Differences in performance were based on branch distribution and did not affect the overall state rating. Refer to Table 15 in the State of Ohio section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Vermont

CRA Rating for Vermont)¹¹:	Outstanding
The lending test is rated:	<u>High Satisfactory</u>
The investment test is rated:	<u>Outstanding</u>
The service test is rated:	<u>Outstanding</u>

The major factors that support this rating include:

- A good geographic and borrower distribution of home purchase loans and refinance loans, and excellent geographic and borrower distribution of home improvement loans;
- An excellent geographic distribution of small business loans and good borrower distribution of small business loans;
- An excellent level of community development investments, especially when the impact of statewide investments was considered;
- A branch distribution system that is readily accessible to individuals living in low- and moderate-income geographies.

Description of Institution's Operations in Vermont

RBSC has two AAs within the State of Vermont. They included the Burlington AA and the nonmetropolitan AA. The Burlington AA included all tracts within the AA. The nonmetropolitan AA is comprised of Addison, Bennington, Rutland, Washington, Windham, and Windsor counties which are contiguous. RBSC had 25 branches within the state, representing 2 percent of the bank's total branch network. There were no branch openings and one branch closing in Vermont during the evaluation period.

As of June 30, 2009, the bank ranked fourth in total state deposits with a 9.87 percent market share. RBSC statewide deposits totaled \$851 million. Deposit competitors include Peoples United Bank, TD Bank North National Association, and Key Bank National Association.

Based on deposits, Vermont was the smallest rating area and accounted for approximately 1.1 percent of total bank deposits.

¹¹ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Refer to the market profiles for the State of Vermont in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Vermont

We conducted a full-scope review of the nonmetropolitan AA. This AA had 64.2 percent of the state's deposits and accounted for 62.6 percent of the HMDA lending and 62.0 percent of the small loans to businesses in the state. The nonmetropolitan AA had 72.0 percent of the state's branches. We based our ratings for the State of Vermont primarily on the results of our analysis of the AA selected for full-scope review due to the majority of the deposits and loans located in this AA. We conducted a limited-scope review of the Burlington AA.

There are no low-income geographies and only five moderate-income geographies in the six counties that comprise the full-scope assessment area. Due to the limited number of moderate area geographies, we placed more weight on borrower distribution in our analysis of the lending test performance.

The nonmetropolitan AA had a ten percent poverty rate. It is expected that a large number of these households would be families in the low-income level. This factor makes it difficult for a low-income family to afford a home in this AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Vermont is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the nonmetropolitan AA was good.

Lending Activity

Refer to Table 1 - Lending Volume, in the State of Vermont section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is good. In the full-scope AA, lending market shares are lower than deposit market shares. There are 18 depository institutions in the AA, but 223 mortgage lenders. This strong competition was taken into consideration in assessing the lending volume performance. Six of the small business lenders with higher market share are nationwide credit card issuers. This competition from the credit card issuers was also considered in our lending volume analysis. The bank's good performance in originating small business loans and good performance in originating home mortgage loans when compared to its local bank competitor's further supports this conclusion.

Based on 2008 Peer Data, RBSC ranked 10th with respect to overall home mortgage lending in the nonmetropolitan AA in Vermont with a 3.18 percent market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, RBSC ranked sixth in loans to low-income borrowers with 5.52 percent market share and fifth in loans to moderate-income borrowers with 4.61 percent market share. In 2008, competition from national mortgage

companies continued to skew the market and included Countrywide Bank, Wells Fargo, CitiFinancial, and Quicken Loans. Considering only area bank competitors, RBSC ranked sixth with respect to overall home mortgage lending in the AA, ranked sixth with respect to low-income borrowers and third with respect to moderate-income borrowers. This performance to LMI borrowers was less than RBSC's deposit ranking of third, with a market share of 10.97 percent. One large competitor for mortgages is the VT State Employees Credit Union which is not included in the deposit share information collected by the FDIC.

Based on 2008 Peer Data, small business lending in the nonmetropolitan AA in Vermont was dominated by national credit card lenders, such as American Express, Chase Bank USA, Capital One, Citibank, and Wells Fargo. With respect to overall small business lending performance within the AA, RBSC ranked 12th with 1.93 percent market share; and ranked 11th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 2.48 percent market share. Among local bank competitors, RBSC ranked fifth in small business loans in the AA by volume (number of loans) and fifth to businesses with gross annual revenues of \$1 million or less. This performance was below RBSC's deposit ranking of third.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Vermont section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations/purchases.

The overall geographic distribution of home purchase and refinance loans was good in the nonmetropolitan AA. The overall geographic distribution of home improvement loans was excellent.

The portion of home purchase loans in moderate-income geographies was slightly lower than the percentage of owner-occupied housing units and was good. The market share of home purchase loans in the moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of home improvement loans in moderate-income geographies significantly exceeded the percentage of owner-occupied housing units and was excellent. The market share of home improvement loans in moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

The portion of refinance loans in moderate-income geographies was somewhat lower than the percentage of owner-occupied housing units and was good. The market share of refinance loans in the moderate-income geographies significantly exceeded the bank's overall market share and reflected excellent performance.

Small Loans to Businesses

Refer to Table 6 in the State of Vermont section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses in the nonmetropolitan AA was excellent.

The portion of small loans to businesses made in moderate-income geographies exceeded the portion of businesses in those geographies and was excellent. The market share of small loans to businesses exceeded the bank's overall market share and reflected excellent performance.

Lending Gap Analysis

We evaluated the lending distribution in the nonmetropolitan AA to determine if any unexplained conspicuous gaps existed. We used reports to compare the geographies where loans were made to the overall geographies. We also reviewed the demographics of geographies where no loans were made. We considered loan distributions, branch locations, market conditions and demographic information. No unexplained conspicuous gaps were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9 and 10 in the State of Vermont section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution for home purchase and refinance loans was good. The borrower distribution for home improvement was excellent.

The portion of home purchase loans to low-income was significantly lower than the percentage of low-income families, but was considered adequate after analyzing the percentage of households living below the poverty level. The portion of home purchase loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of home purchase loans to low- and moderate-income borrowers exceeded the bank's overall market share and was excellent.

The portion of home improvement loans to low-income borrowers was near to the percentage of low-income families and was considered excellent. The portion of home improvement loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of home improvement loans to low- and moderate-income borrowers significantly exceeded the bank's overall market share and was excellent.

The portion of refinance loans to low-income borrowers was significantly lower than the percentage of low-income families, but was considered adequate after analyzing the

percentage of households living below the poverty level. The portion of refinance loans to moderate-income borrowers exceeded the percentage of moderate-income families and was excellent. The market share of refinance loans to low-income borrowers was somewhat lower than the bank's overall market share and was good. The market share of refinance loans to moderate-income borrowers exceeded the bank's overall market share and was excellent.

Small Loans to Businesses

Refer to Table 11 in the State of Vermont section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses. Borrower distribution of small loans to businesses in the nonmetropolitan AA was good.

The percentage of the bank's small loans to businesses was lower than the percentage of businesses with revenues of less than \$1 million. The bank's market share of small loans to businesses exceeded its overall market share and reflected excellent performance. The bank made a substantial majority of its small loans to businesses in amounts below \$100 thousand.

Community Development Lending

Refer to Table 1 - Lending Volume, in the State of Vermont section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multi-family loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans.

RBSC's level of CD lending had no impact on the evaluation of its lending performance in the nonmetropolitan AA. RBSC originated two loans for \$1.6 million in qualified CD loans in the AA during the evaluation period.

Product Innovation and Flexibility

RBSC offered a standard product mix of loans including FHA loans and FNMA affordable housing loans. In addition, RBSC offered several loan programs of its own targeted to low- and moderate-income borrowers, which showed good product flexibility. RBSC originated nine loans totaling \$55 thousand under its EZ Home Improvement Loan Program in Vermont. This program offers loans of less than \$1,000 at one percent and loans of up to \$10,000 at six percent for low- and moderate-income borrowers. The bank also offers a Winterization Loan Program in Vermont that provides low interest loans to low- and moderate-income borrowers to make home improvements that aid in heating cost reduction. The bank made 42 of these loans totaling \$210 thousand during the evaluation period. These flexible product offerings had a positive influence on the bank's lending test performance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Burlington AA is not inconsistent with the bank's overall "Outstanding" performance under the

lending test in Vermont. Refer to the Tables 1 through 13 in the State of Vermont section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the State of Vermont is rated "Outstanding." Based on full-scope reviews, the bank's performance in the nonmetropolitan AA is good.

Refer to Table 14 in the State of Vermont section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, RBSC made one investments totaling \$2 million in the nonmetropolitan AA. The bank also made 12 grants totaling \$103 thousand. In addition, there was one prior period investments totaling \$666 thousand. This prior period investment continues to benefit the assessment area and was given weight in the evaluation of the investment test.

RBSC exhibited a low level of complexity and was not innovative in its qualified investments. A substantial majority of the investments were associated with affordable housing for low- and moderate-income individuals, which showed excellent responsiveness to the main identified need in the area. Grants were associated with affordable housing, economic development, and community services for low- and moderate-income individuals. The AA had a reasonable number of investment opportunities based on discussions with bank management and community contacts. The Burlington AA is competitive with other large banks competing for qualified investments in this market.

In addition, we considered investments made in the larger statewide area that have the potential to benefit the AA. Over seventy percent of the bank's investments in Vermont were statewide investments; we gave strong weight to these investments when reaching our overall investment test conclusions. There were two current period investments totaling \$1.85 million and five prior period investments total \$7.42 million, which had the potential to benefit the full-scope AA. Due to the large volume of statewide investments, these were given significant weight in the evaluation of the investment test.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Burlington AA is weaker than the bank's overall "Outstanding" performance under the investment test in Vermont. This weaker performance was based on the volume of current period investments and prior period investments before considering the statewide investments. Refer to the Table 14 in the State of Vermont section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the State of Vermont is rated "Outstanding." Based on full-scope reviews, the bank's performance in nonmetropolitan AA is excellent.

Retail Banking Services

Refer to Table 15 in the State of Vermont section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

RBSC has an excellent distribution of delivery systems that are readily accessible to geographies and individuals of different income levels in the nonmetropolitan AA. Access to branches in moderate-income geographies was excellent as compared to the distribution of the population living in such geographies.

The bank did not open or close any branches in moderate-income geographies over the course of the evaluation period in the nonmetropolitan AA.

RBSC's hours and services offered throughout the nonmetropolitan AA were good. Services offered and hours are comparable among locations regardless of the income level of the geography. Differences in services are based only on branch type.

RBSC offered a variety of alternative delivery systems, which included full-service ATMs and telephone banking, including loan-by-phone services. On-line banking services included deposit applications, retail loan applications, home equity and mortgage loan applications, small business and commercial loan applications and bill payment services. No significant weight was placed on these alternative delivery systems, as no data was available to determine the impact of these banking services on low- and moderate-income geographies and individuals.

Community Development Services

RBSC's performance in providing CD services in the nonmetropolitan AA was good and had a positive impact on the Service Test performance. Bank management was involved in community development programs that were targeted to low- and moderate-income individuals and geographies. In the nonmetropolitan AA, the bank provided 59 training seminars for home ownership and basic banking.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Burlington AA is weaker than the bank's overall performance in the state. The weaker performance was based on branch distribution. This performance did not affect the overall rating for the state. Refer to Table 15 in the State of Vermont section of Appendix D for the facts and data that support these conclusions.

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, and loan products considered. The table also reflects the metropolitan and nonmetropolitan areas that received comprehensive examination review (designated by the term “full-scope”) and those that received a less comprehensive review (designated by the term “limited-scope”).

Time Period Reviewed	Lending Test, Investment and Service Tests and CD Loans: 01/01/2008 to 12/31/2009	
Financial Institution	Products Reviewed	
RBS Citizens, N.A. Providence, RI	Home Purchase, Home Improvement, and Refinance loans, Multi-family loans, Small Business loans, Community Development loans, investments, and services.	
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Multistate MSAs		
Boston-Cambridge-Quincy (MA-NH) Boston-Quincy MA MD Cambridge-Newton-Framingham MA MD Peabody MA MD Rockingham County NH MD	Full-scope Limited-scope Limited-scope Limited-scope	MSA 14460 MD14484 MD15764 MD 37764 MD 40484
Providence-New Bedford-Fall River (MA-RI)	Full-scope	MSA 39300
States		
Connecticut New Haven –Milford CT AA Bridgeport-Stamford-Norwalk CT AA Hartford-W. Hartford-E. Hartford CT AA Norwich-New London Nonmetropolitan CT AA	Full-scope Limited-scope Limited-scope Limited-scope Limited-scope	MSA 35300 MSA 14860 MSA 25540 MSA 35980 Non MSA 99999
Delaware Wilmington DE AA Dover DE AA Nonmetropolitan DE AA	Full-scope Limited-scope Limited-scope	MSA 48864 MSA 20100 Non MSA 99999
Illinois Chicago-Naperville-Joliet Lake County IL AA	Full-scope Limited-scope	MSA 16974 MSA 29404
Massachusetts Springfield MA AA Barnstable MA AA Pittsfield MA AA Worcester MA AA	Full-scope Limited-scope Limited-scope Limited-scope	MSA 44140 MSA 12700 MSA 38340 MSA 49340
Michigan Detroit-Livonia-Dearborn MI AA Ann Arbor MI AA	Full-scope Limited-scope	MSA19804 MSA 11460

Kalamazoo-Portage MI AA	Limited-scope	MSA 28020
Lansing-East Lansing MI AA	Limited-scope	MSA 29620
Monroe MI AA	Limited-scope	MSA 33780
Saginaw-Saginaw Township MI AA	Limited-scope	MSA 40980
Warren-Farmington Hills-Troy MI AA	Limited-scope	MSA 47644
Nonmetropolitan MI AA	Limited-scope	Non MSA 99999
New Hampshire		
Manchester-Nashua NH AA	Full-scope	MSA 31700
Nonmetropolitan NH AA	Limited-scope	Non MSA 99999
New York		
Rochester NY AA	Full-scope	MSA 40380
Albany-Schenectady-Troy NY AA	Limited-scope	MSA 10580
Binghamton NY AA	Limited-scope	MSA 13780
Buffalo-Niagara Falls NY AA	Limited-scope	MSA 15380
Elmira NY AA	Limited-scope	MSA 21300
Glens Falls NY AA	Limited-scope	MSA 24020
Ithaca NY AA	Limited-scope	MSA 27060
Kingston NY AA	Limited-scope	MSA 28740
Nassau-Suffolk NY AA	Limited-scope	MSA 35004
New York-White Plains-Wayne NY AA	Limited-scope	MSA 35644
Poughkeepsie-Newburgh-Middletown NY AA	Limited-scope	MSA 39100
Syracuse NY AA	Limited-scope	MSA 45060
Utica NY AA	Limited-scope	MSA 46540
Nonmetropolitan NY AA	Limited-scope	Non MSA 99999
Ohio		
Cleveland-Elyria-Mentor OH AA	Full-scope	MSA 17460
Akron OH AA	Limited-scope	MSA 10420
Canton-Massillon OH AA	Limited-scope	MSA 15940
Columbus OH AA	Limited-scope	MSA 18140
Toledo OH AA	Limited-scope	MSA 45780
Youngstown-Warren-Boardman OH AA	Limited-scope	MSA 49660
Nonmetropolitan OH AA	Limited-scope	Non MSA 99999
Vermont		
Nonmetropolitan VT AA	Full-scope	Non MSA 99999
Burlington-S. Burlington VT AA	Limited-scope	MSA 15540

Appendix B: Summary of Multistate Metropolitan Area and State Ratings

RATINGS RBS Citizens N.A.				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
RBS Citizens, N.A.	Outstanding	High Satisfactory	High Satisfactory	Outstanding
Multistate Metropolitan Area or State:				
Boston-Cambridge-Quincy (MA-NH)	Outstanding	High Satisfactory	Outstanding	Outstanding
Providence-New Bedford-Fall River (MA-RI)	Outstanding	High Satisfactory	Outstanding	Outstanding
Connecticut	High Satisfactory	High Satisfactory	High Satisfactory	Satisfactory
Delaware	High Satisfactory	Outstanding	Outstanding	Outstanding
Illinois	Outstanding	Outstanding	High Satisfactory	Outstanding
Massachusetts	High Satisfactory	High Satisfactory	Low Satisfactory	Satisfactory
Michigan	Outstanding	Outstanding	High Satisfactory	Outstanding
New Hampshire	Outstanding	High Satisfactory	High Satisfactory	Outstanding
New York	High Satisfactory	Low Satisfactory	High Satisfactory	Satisfactory
Ohio	High Satisfactory	Outstanding	High Satisfactory	Satisfactory
Vermont	High Satisfactory	Outstanding	Outstanding	Outstanding

(*) The lending test is weighted more heavily than the investment and service tests in the overall rating.

Appendix C: Market Profiles for Full-Scope Areas

Multi-state Boston-Cambridge-Quincy (MA-NH)

2009 MSA 14484 Boston-Quincy MA

Demographic Information for Full-scope Area: 2009 MSA 14484 Boston-Quincy MA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	388	10.05	23.97	39.18	26.29	0.52
Population by Geography	1,812,937	7.06	23.54	40.00	29.24	0.16
Owner-Occupied Housing by Geography	395,204	1.97	14.35	46.50	37.18	0.00
Business by Geography	167,178	10.07	15.36	35.13	39.42	0.01
Farms by Geography	2,372	2.19	8.60	49.79	39.42	0.00
Family Distribution by Income Level	430,748	21.69	17.14	21.61	39.56	0.00
Distribution of Low- and Moderate-income Families throughout AA Geographies	167,262	12.60	32.98	38.61	15.80	0.00
Median Family Income HUD Adjusted Median Family Income for 2009 Households Below Poverty Level		62,948 83,900 11%	Median Housing Value Unemployment Rate (2000 US Census)		224,547 2.55%	

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 census, the population of the Boston-Quincy AA was 1,812,937. The AA includes Norfolk County, Suffolk County, and Plymouth County. The AA population has grown by 2.13 percent for the period 2000-2005, and by 5.81 percent for the period 2000-2009. As of 2000, the population of residents age 25 to 64 years account for the largest percent, 54.34 percent, of the Boston-Quincy population. Residents aged 18 to 24 years account for the smallest percentage, 10.14 percent. This MD accounts for 28.55 percent of the total state population.

The 2009 HUD median family income for the Boston-Quincy AA was \$83,900, an increase from \$79,500 in 2008. Approximately 21.69 percent of the families in the AA were LOW-INCOME, earning a median income of \$41,950 or less. Approximately 17.14 percent of families were MODERATE-INCOME, earning a median income of no more than \$67,120. Of all households, 11 percent have incomes below poverty level.

RBSC has 100 branches located within the Boston-Quincy AA. As of June 30, 2009, \$12.4MM, or 58.29 percent, of RBSC's deposits within this multistate MSA are from the branch offices in this AA.

Employment and Economic Factors

The 2000 unemployment rate for the Boston-Quincy AA was 2.55 percent. According to the Bureau of Labor Statistics (BLS), in 2009 the unemployment rate for the AA was 8.3 percent, slightly below the statewide unemployment of 8.5 percent. Service industries, especially finance and consumer related industries, continue to experience job losses. According to Moody's Economy and BLS (2007-2008), the highest average annual earnings belong to the Financial Activities sector, earning \$128,050, and accounting for 11.3 percent of total employment in the AA.

According to Moody's Economy and the BLS in 2008, the leading industries include state and local government, general medical and surgical hospitals, full-service restaurants, and professional schools. Education and Health Services account for 20.7 percent of total employment in the AA, as Brigham & Women's Hospital, Massachusetts General Hospital, Beth Israel Deaconess Medical Center, and Boston University are the four top employers. Brigham & Women's and Massachusetts General Hospital also are the top two employers in Massachusetts as well. Colleges, universities, and professional schools largely populated the Boston area. Average annual earnings in the Education and Health Services sector are \$56,376.

Housing

Within the Boston-Quincy AA, total housing units consist of 54.2 percent owner-occupied units, 41.24 percent occupied rental units, and 4.57 percent vacant units. Of all owner-occupied units and all occupied rental units, 16.32 percent and 47.83 percent are located in LMI census tracts, respectively. Total housing units consist of 73.55 percent 1-4 family units, 26.45 percent multi-family units, and 0.86 percent mobile homes. Throughout the AA, 15.82 percent of all households have rental costs that exceed 30 percent of income.

The foreclosure rate for Massachusetts in 2009 fell 25 percent compared with 2008. According to the Warren Group published real estate and financial data, the number of foreclosures in the state fell from 12,430 to 9,269 when comparing 2008 and 2009. The most recent HUD data (October 2008) estimates foreclosure rates for Norfolk County is 3.0 percent, Suffolk County is 5.0 percent, and Plymouth County is 4.9 percent. Foreclosure rates in these counties are generally in line with the remaining Massachusetts counties.

Multi-State – Rhode Island and Massachusetts

2009 MSA 39300 Multi-State, RI and MA

Demographic Information for Full-scope Area: 2009 MSA 39300 Multi-State, RI and MA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	349	10.89	20.34	43.55	25.21	0.00
Population by Geography	1,582,997	8.14	18.16	44.55	29.15	0.00
Owner-Occupied Housing by Geography	371,681	2.94	10.87	50.84	35.35	0.00
Business by Geography	109,783	8.39	15.30	44.49	31.82	0.00
Farms by Geography	2,586	2.86	5.41	44.39	47.33	0.00
Family Distribution by Income Level	408,200	21.48	17.23	22.00	39.28	0.00
Distribution of Low- and Moderate-income Families throughout AA Geographies	158,016	13.82	27.26	42.58	16.34	0.00
Median Family Income HUD Adjusted Median Family Income for 2009		53,013 72,500	Median Housing Value Unemployment Rate (2000 US Census)		139,513 2.89%	
Households Below Poverty Level		12%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 census, the population of the Multi-state MSA (39300) was 1,582,997. The Multi-state MSA is comprised of areas within southeastern Massachusetts and the entire state of Rhode Island, with Providence representing the largest city. The AA consists of the following counties: Bristol County, MA; Bristol County, RI; Kent County, RI; Newport County, RI; Providence County, RI; and Washington County, RI. Providence, RI is the largest city in the AA. The AA grew 1.6 percent between 2000 and 2005. Growth slowed to 1.11 percent between 2000 and 2009.

The 2009 HUD median family income for the AA was \$72,500, an increase from \$63,800 in 2008. Approximately 21.48 percent of families in the AA were low-income, earning a median income of \$36,250 or less. Approximately 17.23 percent of the families in the AA were moderate-income, earning a median income of no more than \$58,000. Of all households, 12 percent have income below poverty level.

RBSC has 100 branches located within the Multi-state AA. As of June 30, 2009, \$12.2MM in deposits are located within the branch offices in this AA.

Employment and Economic Factors

The 2000 unemployment rate for the AA was 2.89 percent. According to the Bureau of Labor Statistics (BLS), in 2009 the unemployment rate for the AA was 11.4 percent, in line with RI unemployment and above MA unemployment at 8.5 percent. Fluctuations in unemployment occurred throughout 2009, partially due to an outflow of discouraged workers rather than job

growth. During 2009, financial and real estate jobs have had an excessive share of losses, partially due to the downsizing of Fidelity Investment's located in Providence, RI. Financial employment accounts for 5.8 percent of total employment.

According to Moody's Economy and BLS (2007-2008), the leading industries include state and local government, general medical and surgical hospitals, full-service restaurants, and professional schools. Professional and business services, education and health services, and government jobs account for approximately 43.2 percent of total employment in the AA. The top employers in the Providence area are Lifespan, Sensata Technologies, and Naval State Newport. Lifespan is the largest health system and private employer in Rhode Island, with 11,848 employees in 2008. There are six colleges and universities located in the Providence area.

Housing

Within the AA, total housing units consist of 56.6 percent owner-occupied units, 36.87 percent occupied rental units, and 5.32 percent vacant units. Of all owner-occupied units and all occupied rental units, 13.8 percent and 47.12 percent are located in LMI census tracts, respectively. Total housing units consist of 83.94 percent 1-4 family units, 16.06 percent multi-family units, and 1.22 percent mobile homes. Throughout the AA, 13.06 percent of all households have rental costs that exceed 30 percent of income.

According to RealtyTrac, an online marketplace of foreclosure properties, Rhode Island was ranked 27th in foreclosures among US states by year-end 2009. RI foreclosures fell 23 percent in 2009 when compared to 2008. The most recent HUD data (October 2008) estimates foreclosure rates for Bristol County MA is 5.4 percent, Bristol County RI is 3.1 percent, Kent County RI is 5.6 percent, Newport County RI is 3.2 percent, Providence County RI is 7.2 percent, and Washington County RI is 3.5 percent. However, distressed sales accounted for 33.6 percent of all housing sales in 2009.

State of Connecticut

2009 MSA 35300 New Haven-Milford CT

Demographic Information for Full-Scope Area: 2009 MSA 35300 New Haven-Milford CT						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	185	12.43	19.46	43.24	24.32	0.54
Population by Geography	824,008	9.45	19.46	45.77	25.31	0.01
Owner-Occupied Housing by Geography	201,349	3.04	12.33	52.39	32.24	0.00
Businesses by Geography	76,493	8.46	18.35	42.72	30.45	0.02
Farms by Geography	1,575	2.10	10.73	41.97	45.21	0.00
Family Distribution by Income Level	211,878	20.85	17.34	22.55	39.26	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	80,907	16.50	26.95	42.83	13.72	0.00
Median Family Income	60,512					
HUD Adjusted Median Family Income for 2009	77,900			Median Housing Value	143,946	
Households Below the Poverty Level	10%			Unemployment Rate (2000 Census)	3.02%	

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 Census, the population of the New Haven-Milford AA was 824,008. Since 2005, New Haven has been experiencing increasing negative net migration every year with the largest increase happening between 2007 and 2008. The population of the New Haven AA grew by 2.91 percent for the period 2000-2009.

The 2009 HUD adjusted median family income for the New Haven-Milford AA was \$77,900. Within the New Haven AA, 20.85 percent of the families in the AA were low-income, earning a median income of \$30,256 or less and 38.19 percent of families were moderate-income, earning \$48,410 or less. Approximately 10 percent of all households had incomes below the poverty level and 4.72 percent received public assistance.

The bank has 15 branches within the New Haven AA and 35 branches in the rest of Connecticut. As of December 31, 2009, 28.71 percent of the bank's deposits within the state were derived from offices in New Haven AA.

Employment and Economic Factors

According to the Bureau of Labor Statistics, the 2000 unemployment rate for the New Haven MSA was 2.3 percent for 2000 and rose to 8.2 percent for 2009. State wide unemployment for 2000 was 2.3 percent and 8.2 percent for 2009. This is compared to the national rate of 4 percent for 2000 and 9.3 percent for 2009.

New Haven's top five employers are Yale University, AT&T, Yale New Haven Hospital, Webster Financial Corporation, and IBM Corporation. The leading industries are education & health services, government, retail trade, professional and business services, and manufacturing (of which 75.5 percent is durable goods and 24.5 percent is nondurable goods.) The education and health services industries will recover slowly as there is a lack of job growth in education jobs. In addition, cut endowments have slowed and even frozen hiring at major universities. This includes New Haven's top employer, Yale University.

Housing

Within the New Haven AA, 59.09 percent of housing units are owner-occupied and 34.54 percent are renter occupied. In addition, 15.37 percent of all owner-occupied units and 51.19 percent of all renter occupied units were located in the LMI census tracts; 25.39 percent of the AA's single family (1-4 unit) homes and 49.79 percent of all multi-family (5+ units) housing were located in LMI tracts. The breakdown of housing in the New Haven-Milford AA is 80.73 percent 1-4 family, 19.27 percent multi-family, and 0.57 percent mobile homes and trailers. According to the 2000 census, the median housing value is \$143,946. Throughout the AA, 13.43 percent of all households have rental costs that exceed 30 percent of income.

According to HUD's 2008 data, Connecticut's foreclosure rate was 3.68 percent. New Haven, Windham, and Hartford counties had the highest foreclosure rates in the state as of 2008.

State of Delaware

2009 MSA 48864 Wilmington DE

Demographic Information for Full-Scope Area: 2009 MSA 48864 Wilmington DE						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	127	7.87	18.11	48.03	25.20	0.79
Population by Geography	500,265	4.17	17.63	50.63	27.58	0.00
Owner-Occupied Housing by Geography	132,493	1.53	14.54	51.24	32.69	0.00
Businesses by Geography	43,253	14.60	14.36	43.36	27.57	0.12
Farms by Geography	763	3.01	12.71	48.36	35.91	0.00
Family Distribution by Income Level	127,997	18.53	17.33	23.55	40.59	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	45,905	7.24	26.95	51.40	14.41	0.00
Median Family Income	60,622	Median Housing Value		138,361		
HUD Adjusted Median Family Income for 2009	78,900	Unemployment Rate (2000 Census)		2.71%		
Households Below the Poverty Level	8%					

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 Census, the population of the Wilmington AA was 500,265. The population of the Wilmington AA has grown by 5.00 percent for the period 2000-2005, and has increased in total by 7.88 percent for the period 2000-2009.

The 2009 HUD adjusted median family income for the Wilmington AA was \$78,900. Within the Wilmington AA, 18.53 percent of the families in the AA were LOW-INCOME, earning a median income of \$30,311 or less and 35.86 percent of families were MODERATE-INCOME, earning \$48,498 or less. Approximately 7.95 percent of all households had incomes below the poverty level and 2.35 percent received public assistance

The bank has 18 branches within the Wilmington AA and 9 branches outside the AA. As of December 31, 2009, 65.77 percent of the bank's deposits within the state were derived from offices in the Wilmington AA.

Employment and Economic Factors

According to the Bureau of Labor Statistics, the 2000 unemployment rate for the Wilmington MSA was 3.9 percent for 2000 and rose to 8.3 percent for 2009. State wide unemployment for 2000 was 3.3 percent and 8.1 percent for 2009. This is compared to the national rate of 4 percent for 2000 and 9.3 percent for 2009.

Wilmington's top five employers are Christiana Care Health System, E.I. du Pont de Nemours & Company, Bank of America Corporation, JP Morgan Chase and Company, and Astra Zeneca Pharmaceuticals. The leading industries are professional and business services, government, education & health services, financial services, and retail trade. The financial services industry continues to struggle and contract as bank card default rates climb. The manufacturing industry is expected to benefit from a turn in the inventory cycle and business/professional services are expected to increase their payrolls in the later half of 2010.

Housing

Within the Wilmington AA, 66.41 percent of housing units are owner-occupied and 28.29 percent are renter occupied. In addition, 16.07 percent of all owner-occupied units and 34.64 percent of all renter occupied units were located in the LMI census tracts; 22.03 percent of the AA's single family (1-4 unit) homes and 26.70 percent of all multi-family (5+ units) housing were located in LMI tracts. The breakdown of housing in the Wilmington AA is 81.49 percent 1-4 family, 18.51 percent multi-family, and 2.54 percent mobile homes and trailers. According to the 2000 census, the median housing value is \$138,361. Throughout the AA, 10.07 percent of all households have rental costs that exceed 30 percent of income.

According to HUD's 2008 data, Delaware's foreclosure rate was 3.05 percent. There are only three counties in Delaware; Kent, New Castle, and Sussex and their foreclosure rates were 3.3 percent, 3.2 percent, and 2.2 percent.

State of Illinois

2009 MSA 16974 Chicago-Naperville-Joliet IL

Demographic Information for Full-scope Area: 2009 MSA 16974 Chicago-Naperville-Joliet IL						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,686	13.82	25.27	34.64	25.27	1.01
Population by Geography	7,447,364	8.04	23.84	38.60	29.51	0.01
Owner-Occupied Housing by Geography	1,706,976	2.65	15.37	44.30	37.68	0.00
Business by Geography	534,909	3.92	14.64	36.90	44.23	0.30
Farms by Geography	7,420	1.54	9.34	45.39	43.73	0.00
Family Distribution by Income Level	1,818,388	21.02	17.57	21.95	39.46	0.00
Distribution of Low- and Moderate-income Families throughout AA Geographies	701,684	14.60	34.01	37.28	14.12	0.00
Median Family Income HUD Adjusted Median Family Income for 2009 Households Below Poverty Level	60,166 74,600 10%	Median Housing Value Unemployment Rate (2000 US Census)	175,341 3.22%			

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 census, the population of the Chicago-Naperville-Joliet AA was 7,447,364. The AA includes the counties of Cook, DeKalb, DuPage, Grundy, Kane, Kendall, McHenry, and Will. The population of the AA has grown 2.53 percent for the period 2000-2005, and has grown 4.85 percent for the period 2000-2009. As of 2000, the population of residents age 25 to 64 years account for 53 percent, the largest percent of the AA population. Residents aged 65 and older account for only 11 percent of the population.

The 2009 HUD median family income for the Chicago AA was \$74,600, an increase from \$71,100 in 2008. Approximately 21.02 percent of the families in the AA are LOW-INCOME, earning a median income of \$37,300 or less. Approximately 17.57 percent of the families in the AA are MODERATE-INCOME, earning a median income of no more than \$59,680. Of all households, 10 percent have income below poverty level.

RBSC has 109 branches located within the Chicago AA. As of June 30, 2009, \$5.7MM, or 99.5 percent, of RBSC's deposits within this particular portion of the state are from the branch offices in this AA.

Employment and Economic Factors

The 2000 unemployment rate for the Chicago AA was 3.22 percent. According to the Bureau of Labor Statistics (BLS), in 2009 the unemployment rate for the AA was 11.3 percent, slightly

above the statewide unemployment of 11.2 percent. The only industries with any job growth in 2009 have been education and local government, however, both are susceptible to restrictions in short term state and local government budget. During 2009, the AA experienced nearly no out-migration, resulting in a large amount of persons looking for employment in a weak job market. The out-migration has slowed, as national job prospects are minimal. The AA's high dependence on slow-growing industries has also had a negative effect on unemployment.

According to Moody's Economy and BLS (2007-2008), the leading industries include state and local government, general medical and surgical hospitals, employment services, and full-service restaurants. Professional and business services, education and health services, and government account for 43 percent of total employment in the AA. As the leading employment sector, professional and business services have average annual earnings \$73,528. Top employers include Wal-Mart Stores, Inc., Advocated Health Care System, University of Chicago, and Walgreen Company.

Housing

Within the Chicago AA, total housing units consist of 60.12 percent owner-occupied units, 34.65 percent occupied rental units, and 5.23 percent vacant units. Of all owner-occupied units and all occupied rental units, 18.02 percent and 47.52 percent are located in LMI census tracts, respectively. Total housing units consist of 71.81 percent 1-4 family units, 28.19 percent multi-family units, and 0.74 percent mobile homes. Throughout the AA, 12.62 percent of all households have rental costs that exceed 30 percent of income.

The foreclosure rate for Illinois in 2009 increased 32 percent compared with 2008, according to RealtyTrac, an online marketplace of foreclosed properties. The most recent HUD data (October 2008) estimates foreclosure rates for Cook County is 5.9 percent, DeKalb County is 4.4 percent, DuPage County is 3.4 percent, Grundy County is 5.4 percent, Kane County is 5.0 percent, Kendall County is 4.4 percent, McHenry is 4.0 percent, and Will County is 5.3 percent.

Massachusetts

2009 MSA 44140 Springfield MA

Demographic Information for Full-scope Area: 2009 MSA 44140 Springfield MA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	140	12.14	16.43	45.71	25.00	0.71
Population by Geography	680,014	8.43	17.83	48.62	25.13	0.00
Owner-Occupied Housing by Geography	164,620	2.29	11.06	56.42	30.22	0.00
Business by Geography	49,004	11.19	16.09	46.83	25.89	0.00
Farms by Geography	1,384	1.59	6.58	53.61	38.22	0.00
Family Distribution by Income Level	168,966	21.40	17.35	22.20	39.05	0.00
Distribution of Low- and Moderate-income Families throughout AA Geographies	65,476	15.11	23.30	47.26	14.33	0.00
Median Family Income		51,150	Median Housing Value		119,209	
HUD Adjusted Median Family Income for 2009		67,200	Unemployment Rate (2000 US Census)		2.74%	
Households Below Poverty Level		13%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 census, the population of the Springfield AA was 680,014. The counties within the AA include Franklin County, Hamden County, and Hampshire County. The population of the AA has grown by 1.75 percent for the period 2000 to 2005, and has grown 2.78 percent for the period 2000 to 2009. The majority of residents are aged 18 to 44 years old.

The 2009 HUD family median income for the Springfield AA was \$67,200, an increase from \$64,800 in 2008. Approximately 21.4 percent of the families within the AA were LOW-INCOME, earning a median income of \$33,600 or less. Approximately 17.35 of the families were MODERATE-INCOME, earning a median income of no more than \$53,760. Of all households, 13 percent have incomes below poverty level.

RBSC has 20 branches located within the Springfield AA. As of June 30, 2009, \$539M, or 31.87 percent of RBSC's deposits within this particular portion of Massachusetts are from the branch offices in the Springfield AA.

Employment and Economic Factors

The 2000 unemployment rate for the Springfield AA was 2.74 percent. According to the Bureau of Labor Statistics (BLS), in 2009 the unemployment rate for the AA was 8.6 percent, slightly above the statewide unemployment of 8.5 percent. Layoffs in the education and health care services have subsided, and employment is expected to bottom by mid-2010. The manufacturing sector is becoming revived as well, as layoffs began to diminish into 2010.

According to Moody's Economy and BLS (2007-2008), the manufacturing sector accounts for 10.5 percent of total employment, earning average annual earnings of \$60,380.

According to Moody's Economy and the BLS in 2008, the leading industries include state and local governments, general medicine and surgical hospitals, full-service restaurants, and grocery stores. Meanwhile, the top employers in the Springfield AA include Baystate Health, MassMutual Financial Group, and the University of Massachusetts. Education and health services account for 21.1 percent of employment in the AA, and the government sector accounts for 18.9 percent. Average annual earnings in the education and health sector are \$42,404, 18 percent below the average annual earnings for Massachusetts.

Housing

Within the Springfield AA, total housing units consist of 59.55 percent owner-occupied units, 34.77 percent occupied rental units, and 5.68 percent vacant units. Of all owner-occupied units and all occupied rental units, 13.35 percent and 45.32 percent are located in LMI census tracts, respectively. Total housing units consist of 82.94 percent 1-4 family units, 17.06 multi-family units, and 1.75 percent mobile homes. Throughout the AA, 13 percent of all households have rental costs that exceed 30 percent of income.

The foreclosure rate for Massachusetts in 2009 fell 25 percent compared with 2008. According to the Warren Group published real estate and financial data, the number of foreclosures in the state fell from 12,430 to 9,269 when comparing 2008 and 2009. The most recent HUD data (October 2008) estimates foreclosure rates for Hamden County 6.6 percent, Hampshire County 2.4 percent, and Franklin County 3.6 percent. Foreclosure rates in Hamden County were highest among all Massachusetts counties.

State of Michigan

2009 MSA 19804 Detroit-Livonia-Dearborn MI

Demographic Information for Full-scope Area: 2009 MSA 19804 Detroit-Livonia-Dearborn MI						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	620	11.45	30.65	30.81	25.81	1.29
Population by Geography	2,061,162	7.80	30.49	33.77	27.85	0.09
Owner-Occupied Housing by Geography	511,936	3.81	22.11	38.26	35.82	0.00
Business by Geography	121,871	6.48	24.13	34.83	34.05	0.50
Farms by Geography	1,961	3.42	17.95	39.67	38.76	0.20
Family Distribution by Income Level	514,979	23.09	16.60	19.31	41.01	0.00
Distribution of Low- and Moderate-income Families throughout AA Geographies	204,384	12.63	42.64	31.52	13.22	0.00
Median Family Income		48,792	Median Housing Value		102,841	
HUD Adjusted Median Family Income for 2009		57,100	Unemployment Rate (2000 US Census)		3.84%	
Households Below Poverty Level		15%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 census, the population of the Detroit-Livonia-Dearborn AA was 2,061,162. The AA includes Wayne County. The population of the AA has decreased 1.75 percent for the period 2000 to 2005, and decreased 6.56 percent for the period 2000 to 2009. As of 2000, the population of residents aged 18 to 44 account for the largest portion of the AA population.

The 2009 HUD median family income for the Detroit-Livonia-Dearborn AA was \$57,100, an increase from \$54,400 in 2008. Approximately 23.09 percent of the families in the AA were low-income (LI), earning a median income of \$28,550 or less. Approximately 16.6 percent of the families were moderate-income (MI), earning a median income of no more than \$45,680. Of all households, 15 percent have incomes below poverty level.

RBSC has 44 branches located within the Detroit AA. As of June 30, 2009, \$2MM, or 40 percent of RBSC's deposits within this particular portion of Michigan are from the branch offices in this AA.

Employment and Economic Factors

The 2000 unemployment rate for the Detroit AA was 3.84 percent. According to the Bureau of Labor Statistics (BLS), the unemployment rate for the AA was 16.5 percent, above the statewide unemployment of 14 percent. The unemployment in Detroit is the highest among all US large metro areas. Weak consumer industries have largely affected the increase in unemployment. The AA's involvement in the auto industry is improving as automotive production is improving and General Motors is making investments in the local economy that could result in job opportunities.

According to Moody's Economy and the BLS in 2008, the leading industries are state and local government, general medical and surgical hospitals, limited and full-service eating places, and motor vehicle parts manufacturing. Education and health services, professional and business services, and government account for 46 percent of total employment in the AA, as Detroit Medical Center, Henry Ford Health, and Wayne State University are the three top employers in the AA. General Motors Corporation and Chrysler LLC are within the top five employers, and the manufacturing sector accounts for 11.1 percent of total employment. The average annual earnings in the manufacturing sector is \$106,750, the highest among top contributing employment sectors.

Housing

Within the Detroit AA, total housing units consist of 61.97 percent owner-occupied units, 31.05 percent rental occupied units, and 6.9 percent vacant units. Of all owner-occupied units and all occupied rental units, 25.9 percent and 54.7 percent are located in LMI census tracts, respectively. Total housing units consist of 84.98 percent 1-4 family units, 15.02 percent multi-family units, and 1.97 percent mobile homes. Throughout the AA, 11.46 percent of all households have rental costs that exceed 30 percent of income.

The foreclosure rate for Michigan in 2009 increased 11.54 percent compared with 2008. Moody's Economy expects foreclosures to continue to grow in 2010, although home sales are increasing due to housing affordability and federal homeowners' tax credits. The most recent HUD data (October 2008) estimates foreclosure rates for Wayne County is 11 percent, higher than any other foreclosure rate in Michigan counties.

State of New Hampshire

2009 MSA 31700 Manchester-Nashua NH

Demographic Information for Full-Scope Area: 2009 MSA 31700 Manchester-Nashua NH						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	81	2.47	23.46	51.85	22.22	0.00
Population by Geography	380,841	2.68	17.41	52.62	27.29	0.00
Owner-Occupied Housing by Geography	93,820	0.73	8.76	56.63	33.88	0.00
Businesses by Geography	35,176	2.12	18.38	52.15	27.36	0.00
Farms by Geography	779	0.51	7.45	60.08	31.96	0.00
Family Distribution by Income Level	99,448	16.82	18.82	26.62	37.74	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	35,448	4.74	26.94	52.65	15.67	0.00
Median Family Income	62,255	Median Housing Value Unemployment Rate (2000 Census)				132,097
HUD Adjusted Median Family Income for 2009	84,000					1.87%
Households Below the Poverty Level	6%					

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 Census, the population of the Manchester-Nashua AA was 380,841. The population of the Manchester AA has grown by 4.75 percent for the period 2000-2005, and has in total increased by 6.58 percent for the period 2000-2009. Net migration continues to be negative since the last positive migration in 2005. Manchester has among the highest per capita income in the country, which has helped curb the effect of the recession.

The 2009 HUD adjusted median family income for the Manchester AA was \$84,000. Within the Manchester AA, 16.82 percent of the families in the AA were LOW-INCOME, earning a median income of \$42,000 or less and 35.64 percent of families were MODERATE-INCOME, earning \$67,200 or less. Approximately 6 percent of all households had incomes below the poverty level and 3.27 percent received public assistance.

The bank has 28 branches within the Manchester AA and 27 branches outside the AA. As of December 31, 2009, 74.63 percent of the bank's deposits within the state were derived from offices in Manchester AA.

Employment and Economic Factors

According to the Bureau of Labor Statistics, the 2000 unemployment rate for the Manchester MSA was 2.5% for 2000 and rose to 6.4% for 2009. State wide unemployment for 2000 was

2.7% and 6.3% for 2009. This is compared to the national rate of 4% for 2000 and 9.3% for 2009.

Manchester's top five employers are DeMoulas Super Markets, Inc., Hannaford Brothers Company, Elliot Hospital, Southern NH Medical Center, and Catholic Medical Center. The leading industries are education & health services, manufacturing (of which 78.8 percent is durable goods and 21.2 percent is nondurable goods), retail trade, professional and business services, and government. The financial services industry accounts for 10 percent of Manchester's wages and has been contributing to higher unemployment for nearly two years. This industry will be one of the last industries to recover.

Housing

Within the Manchester AA, 62.56 percent of housing units are owner-occupied and 33.77 percent are renter occupied. In addition, 9.49 percent of all owner-occupied units and 46.61 percent of all renter occupied units were located in the LMI census tracts; 17.87 percent of the AA's single family (1-4 unit) homes and 44.57 percent of all multi-family (5+ units) housing were located in LMI tracts. The breakdown of housing in the Manchester AA is 80.30 percent 1-4 family, 19.70 percent multi-family, and 2.41 percent mobile homes and trailers. According to the 2000 census, the median housing value is \$132,097. Throughout the AA, 11.03 percent of all households have rental costs that exceed 30 percent of income.

According to HUD's 2008 data, New Hampshire's foreclosure rate was 3.66 percent. Coos, Sullivan, and Cheshire counties had the highest foreclosure rates in New Hampshire as of 2008.

State of New York

2009 MSA 40380 Rochester NY

Demographic Information for Full-Scope Area: 2009 MSA 40380 Rochester NY						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	253	15.02	17.79	43.08	22.13	1.98
Population by Geography	1,037,831	8.63	14.32	48.68	27.76	0.61
Owner-Occupied Housing by Geography	269,898	3.53	11.76	51.96	32.74	0.00
Businesses by Geography	72,812	9.01	14.26	46.20	30.39	0.13
Farms by Geography	2,673	1.01	6.96	66.14	25.89	0.00
Family Distribution by Income Level	263,806	19.78	18.27	22.85	39.10	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	100,384	15.85	20.37	48.19	15.58	0.00
Median Family Income	53,852	Median Housing Value		95,330		
HUD Adjusted Median Family Income for 2009	66,500	Unemployment Rate (2000 Census)		2.96%		
Households Below the Poverty Level	10%					

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 Census, the population of the Rochester AA was 1,037,831. Since 2005, the population's net migration has been negative but slowly improving from the high levels of out migration in 2005. Rochester has also experienced a steady increase in retention of adults with at least a college degree. The population of the Rochester AA has decreased by 0.42 percent for the period 2000-2005, and has in total decreased by 0.22 percent for the period 2000-2009.

The 2009 HUD adjusted median family income for the Rochester AA was \$66,500. Within the Rochester AA, 19.78 percent of the families in the AA were LOW-INCOME, earning a median income of \$26,926 or less and 38.05 percent of families were MODERATE-INCOME, earning \$43,082 or less. Approximately 10 percent of all households had incomes below the poverty level and 4.62 percent received public assistance.

The bank has 38 branches within the Rochester AA and 188 branches outside the AA. As of December 31, 2009, 12.07 percent of the bank's deposits within the state were derived from offices in Rochester AA.

Employment and Economic Factors

According to the Bureau of Labor Statistics, the 2000 unemployment rate for the Rochester MSA was 3.6 percent for 2000 and rose to 7.9 percent for 2009. State wide unemployment for 2000

was 4.5 percent and 8.4% for 2009. This is compared to the national rate of 4% for 2000 and 9.3% for 2009.

Rochester's top five employers are University of Rochester, Wegman's Food Markets, Inc., Eastman Kodak Company, Rochester General Health System, and Xerox Corporation. The leading industries are education & health services, government, manufacturing (of which 60.9 percent is durable goods and 39.1 percent is nondurable goods), professional and business services, and retail trade. Education and healthcare are the only two industries that are adding jobs. Recent economic improvement was due to hiring in the public sector. However, the private sector is still losing jobs at a rapid pace.

Housing

Within the Rochester AA, 63.18 percent of housing units are owner-occupied and 29.83 percent are renter occupied. In addition, 15.29 percent of all owner-occupied units and 42.29 percent of all renter occupied units were located in the LMI census tracts; 23.72 percent of the AA's single family (1-4 unit) homes and 35.47 percent of all multi-family (5+ units) housing were located in LMI tracts. The breakdown of housing in the Rochester AA is 86.05 percent 1-4 family, 13.95 percent multi-family, and 3.59 percent mobile homes and trailers. According to the 2000 census, the median housing value is \$95,330. Throughout the AA, 12.80 percent of all households have rental costs that exceed 30 percent of income.

According to HUD's 2008 data, New York's foreclosure rate was 3.62 percent. The highest foreclosure rates are outside of this full-scope area.

State of Ohio

2009 MSA 17460 Cleveland-Elyria-Mentor OH

Demographic Information for Full-Scope Area: 2009 MSA 17460 Cleveland-Elyria-Mentor OH						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	693	16.02	20.06	38.82	23.81	1.30
Population by Geography	2,148,143	9.74	16.77	43.79	29.67	0.03
Owner-Occupied Housing by Geography	580,878	4.83	12.41	48.22	34.54	0.00
Businesses by Geography	152,826	7.89	14.54	40.56	36.32	0.69
Farms by Geography	3,766	2.31	6.40	51.41	39.75	0.13
Family Distribution by Income Level	562,913	20.34	18.08	22.21	39.37	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	216,274	17.82	24.67	41.67	15.84	0.00
Median Family Income	52,660	Median Housing Value		121,274		
HUD Adjusted Median Family Income for 2009	64,800	Unemployment Rate (2000 Census)		2.62%		
Households Below the Poverty Level	11%					

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 Census, the population of the Cleveland-Elyria-Mentor AA was 2,148,143. The population of the Cleveland AA has decreased by 1.39 percent for the period 2000-2005, and in total has decreased by 2.65 percent for the period 2000-2009. Since the out migration hit its peak in 2006, out migration has trended down but there is still significantly more people leaving than entering Cleveland. Cleveland faces a shortage of prime work force aged people, as the AA has a larger population of older citizens.

The 2009 HUD adjusted median family income for the Cleveland AA was \$64,800. Within the Cleveland AA, 20.34 percent of the families in the AA were LOW-INCOME, earning a median income of \$26,330 or less and 38.42 percent of families were MODERATE-INCOME, earning \$42,128 or less. Approximately 11 percent of all households had incomes below the poverty level and 4.70 percent received public assistance. According to the COHHIO (Coalition on homelessness and housing in Ohio), Ohio experienced a slight decline in homelessness from 2008 to 2009, including notable decreases in both unsheltered and chronically homeless.

The bank has 71 branches within the Cleveland AA and 79 branches outside the AA. As of December 31, 2009, 68.57 percent of the bank's deposits within the state were derived from offices in Cleveland AA.

Employment and Economic Factors

According to the Bureau of Labor Statistics, the 2000 unemployment rate for the Cleveland MSA was 3.9 percent for 2000 and rose to 9.1 percent for 2009. State wide unemployment for 2000 was 4.0 percent and 10.2 percent for 2009. This is compared to the national rate of 4 percent for 2000 and 9.3 percent for 2009.

Cleveland's top five employers are Cleveland Clinic, University Hospitals Health System, Giant Eagle, Inc., Progressive Corporation, and Group Management Services, Inc. The leading industries are education & health services, government, professional and business services, manufacturing (of which 71.3 percent is durable goods and 28.7 percent is nondurable goods), and retail trade. Cleveland's unemployment rate is stabilizing (but still climbing slightly) as growth in the healthcare industry has slowed and manufacturing and construction losses are moderating, but only slowly.

Housing

Within the Cleveland AA, 63.74 percent of housing units are owner-occupied and 29.88 percent are renter occupied. In addition, 17.24 percent of all owner-occupied units and 47.72 percent of all renter occupied units were located in the LMI census tracts; 26.30 percent of the AA's single family (1-4 unit) homes and 38.06 percent of all multi-family (5+ units) housing were located in LMI tracts. The breakdown of housing in the Cleveland AA is 81.54 percent 1-4 family, 18.46 percent multi-family, and 1.22 percent mobile homes and trailers. According to the 2000 census, the median housing value is \$121,274. Throughout the AA, 10.86 percent of all households have rental costs that exceed 30 percent of income.

According to HUD's 2008 data, Ohio's foreclosure rate is 6.73 percent. Muskingum, Coshocton, and Meigs Counties had the highest foreclosure rates.

State of Vermont

2009 Nonmetropolitan Areas of Vermont

Demographic Information for Full-Scope Area: 2009 Nonmetropolitan Areas of Vermont						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	96	0.00	5.21	78.13	16.67	0.00
Population by Geography	296,041	0.00	6.79	77.19	16.01	0.00
Owner-Occupied Housing by Geography	84,285	0.00	4.86	77.66	17.48	0.00
Businesses by Geography	33,470	0.00	7.68	72.26	20.06	0.00
Farms by Geography	1,401	0.00	2.50	81.51	15.99	0.00
Family Distribution by Income Level	78,406	16.59	18.38	24.50	40.53	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	27,419	0.00	9.42	78.98	11.60	0.00
Median Family Income	46,084	Median Housing Value				115,847
HUD Adjusted Median Family Income for 2009	61,400					
Households Below the Poverty Level	10%					

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2009 HUD updated MFI

Based on the 2000 Census, the population of the nonmetropolitan AA was 296,041. The population of the nonmetropolitan AA has diminished slightly for the period 2000-2009, while the state's population grew by 2.3 percent. Like the neighboring state of New Hampshire, Vermont has one of the oldest populations in the country. The migration of young people from the state continues to grow the percentage of the older population. There were no low-income census tracts in this assessment area.

The 2009 HUD median family income for the nonmetropolitan AA was \$61,400. Within the nonmetropolitan AA, 16.59 percent of the families in the AA were LOW-INCOME, earning a median income of \$30,700 or less and 18.38 percent of families were MODERATE-INCOME, earning \$49,120 or less. Approximately 10 percent of all households had incomes below the poverty level and 4.85 percent received public assistance. Vermont has the highest rate of homelessness in New England. During the period from 2005 to 2009, the number of homeless people in Vermont increased from 213 to 627.

The bank has 72 branches within the nonmetropolitan AA and 28 branches outside the AA. As of December 31, 2009, 68.15 percent of the bank's deposits within the state were derived from offices in nonmetropolitan AA.

Employment and Economic Factors

According to the Bureau of Labor Statistics, the 2000 unemployment rate for the nonmetropolitan was percent 2.7 percent for 2000 and rose to 7.1 percent for 2009. State wide unemployment for 2000 was 2.4 percent and 6.6 percent for 2009. This is compared to the national rate of 4 percent for 2000 and 9.3 percent for 2009.

The nonmetropolitan AA is primary rural with the majority of the population residing in small towns. Major industries consist of retail trade, health care, and manufacturing. A large portion of the economy is dependent upon tourism. Major employers include IBM, University of Vermont, and the State of Vermont. Construction and retail trade have taken the largest hit with the decline in the economy.

Housing

Within the nonmetropolitan AA, 4.86 percent of all owner-occupied units and 12.62 percent of all renter occupied units were located in the moderate-income census tracts; 5.38 percent of the AA's single family (1-4 unit) homes and 11.42 percent of all multi-family (5+ units) housing were located in moderate-income tracts. The breakdown of housing in the nonmetropolitan AA is 82.91 percent 1-4 family, 9.50 percent multi-family, and 7.34 percent mobile homes and trailers. Of the housing units, 54.96 percent are owner-occupied and 21.87 percent are renter occupied. According to the 2000 census, the median housing value is \$115,847. Throughout the AA, 10.26 percent of all households have rental costs that exceed 30 percent of income.

According to HUD's 2008 data, Vermont's foreclosure rate is the lowest in the country at 2.35 percent. This is in part, due to the state's consumer protection laws which helped minimize the number of sub-prime, adjustable rate mortgage loans.

Appendix D: Tables of Performance Data

Content of Standardized Tables

A separate set of tables is provided for each state. All multistate metropolitan areas are presented in one set of tables. References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to Appendix A: Scope of the Examination). For purposes of reviewing the lending test tables, the following are applicable: (1) purchased loans are treated as originations/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and percent Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Deposit data are compiled by the FDIC and are available as of June 30th of each year. Tables without data are not included in this PE. [Note: Do not renumber the tables.]

The following is a listing and brief description of the tables included in each set:

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.
- Table 2. Geographic Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of Home Improvement Loans** - See Table 2.
- Table 4. Geographic Distribution of Home Mortgage Refinance Loans** - See Table 2.
- Table 5. Geographic Distribution of Multi-family Loans** - Compares the percentage distribution of the number of multi-family loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of multi-family housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.

- Table 6. Geographic Distribution of Small Loans to Businesses** - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small business data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 7. Geographic Distribution of Small Loans to Farms** - The percentage distribution of the number of small loans (less than or equal to \$500,000) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 8. Borrower Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MA/assessment area. The table also presents market share information based on the most recent aggregate market data available.
- Table 9. Borrower Distribution of Home Improvement Loans** - See Table 8.
- Table 10. Borrower Distribution of Refinance Loans** - See Table 8.
- Table 11. Borrower Distribution of Small Loans to Businesses** - Compares the percentage distribution of the number of small loans (less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.
- Table 12. Borrower Distribution of Small Loans to Farms** - Compares the percentage distribution of the number of small loans (less than or equal to \$500,000) originated and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.

Table 13. Geographic and Borrower Distribution of Consumer Loans (OPTIONAL) - For geographic distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of households within each geography. For borrower distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage of households by income level in each MA/assessment area.

Table 14. Qualified Investments - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

A bank may receive positive consideration for qualified investments in statewide/regional entities or made outside of the bank's assessment area. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings - Compares the percentage distribution of the number of the bank's branches in low-, moderate-, middle-, and upper-income geographies to the percentage of the population within each geography in each MA/AA. The table also presents data on branch openings and closings in each MA/AA.

Institution ID: RBS Citizens, N.A.

Table 1. Lending Volume

LENDING VOLUME 2009		Geography: BOSTON-CAMBRIDGE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,				
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Boston Quincy MA MD	44.01	4,070	879,967	3,384	371,645	0	0	10	20,788	7,464	1,272,400	58.29
Limited Review:												
Cambridge Newton Framingham MA MD	30.68	2,670	639,906	2,534	246,546	0	0	0	0	5,204	886,452	31.27
Peabody MA MD	7.10	691	146,347	510	39,740	0	0	3	4,543	1,204	190,630	2.98
Rockingham County-Stratford County NH MD	18.21	1,703	280,594	1,385	119,205	0	0	1	1,600	3,089	401,399	7.47

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of May 11, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: RBS Citizens, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: BOSTON-CAMBRIDGE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Boston Quincy MA MD	1,296	51.33	1.97	7.56	14.35	32.64	46.50	36.34	37.18	23.46	2.41	4.99	4.37	1.95	1.55
Limited Review:															
Cambridge Newton Framingham MA MD	661	26.18	0.94	1.06	14.92	28.14	53.92	46.90	30.23	23.90	1.28	0.86	2.25	1.09	0.99
Peabody MA MD	237	9.39	1.66	5.06	11.05	25.74	55.92	48.52	31.37	20.68	0.84	0.76	1.41	0.74	0.65
Rockingham County-Stratford County NH MD	331	13.11	0.00	0.00	16.82	20.85	63.78	67.37	19.40	11.78	2.43	0.00	2.48	2.69	1.49

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: BOSTON-CAMBRIDGE MSA				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Boston Quincy MA MD	387	45.48	1.97	3.88	14.35	26.10	46.50	40.57	37.18	29.46	9.18	21.05	14.42	8.71	7.25	
Limited Review:																
Cambridge Newton Framingham MA MD	197	23.15	0.94	1.52	14.92	25.38	53.92	51.78	30.23	21.32	5.44	6.06	8.16	4.77	5.13	
Peabody MA MD	65	7.64	1.66	6.15	11.05	15.38	55.92	55.38	31.37	23.08	3.62	9.52	3.60	3.71	3.12	
Rockingham County-Stratford County NH MD	202	23.74	0.00	0.00	16.82	20.79	63.78	64.36	19.40	14.85	11.71	0.00	11.07	12.65	9.17	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE Geography: BOSTON-CAMBRIDGE MSA Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009															
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Boston Quincy MA MD	2,386	41.46	1.97	1.80	14.35	10.60	46.50	40.70	37.18	46.90	1.67	1.57	1.72	1.81	1.50
Limited Review:															
Cambridge Newton Framingham MA MD	1,812	31.49	0.94	0.39	14.92	10.71	53.92	49.45	30.23	39.46	1.23	1.22	1.46	1.20	1.19
Peabody MA MD	389	6.76	1.66	1.03	11.05	3.60	55.92	51.41	31.37	43.96	0.69	1.50	0.35	0.75	0.67
Rockingham County-Stratford County NH MD	1,168	20.30	0.00	0.00	16.82	12.24	63.78	69.09	19.40	18.66	3.40	0.00	2.68	3.95	2.21

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 5. Geographic Distribution of Multi-family Loans

Geographic Distribution: MULTI-FAMILY 2009		Geography: BOSTON-CAMBRIDGE MSA					Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,										
Assessment Area:	Total Multi-family Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*						
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:																	
Boston Quincy MA MD	1	33.33	13.39	0.00	29.57	100.00	31.06	0.00	25.97	0.00	0.20	0.00	0.52	0.00	0.00		
Limited Review:																	
Cambridge Newton Framingham MA MD	0	0.00	7.40	0.00	30.67	0.00	48.78	0.00	13.16	0.00	0.00	0.00	0.00	0.00	0.00		
Peabody MA MD	0	0.00	14.41	0.00	28.40	0.00	46.94	0.00	10.24	0.00	0.00	0.00	0.00	0.00	0.00		
Rockingham County-Stratford County NH MD	2	66.67	0.00	0.00	30.35	0.00	64.88	100.00	4.78	0.00	2.78	0.00	0.00	4.08	0.00		

* Based on 2008 Peer Mortgage Data (Eastern)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multi-family housing units in the area based on 2000 Census information.

**** Multi-family loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: BOSTON-CAMBRIDGE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009									
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*						
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:																	
Boston Quincy MA MD	3,384	43.31	10.07	9.96	15.36	15.69	35.13	35.61	39.42	38.74	2.61	3.74	2.97	2.34	2.58		
Limited Review:																	
Cambridge Newton Framingham MA MD	2,534	32.43	3.24	2.01	17.41	16.38	51.40	53.47	27.96	28.14	2.14	2.12	2.22	2.14	2.07		
Peabody MA MD	510	6.53	6.49	5.49	15.05	15.49	49.99	49.22	28.47	29.80	1.01	1.75	1.58	0.88	0.89		
Rockingham County-Stratford County NH MD	1,385	17.73	0.00	0.00	17.08	17.26	67.30	68.52	15.62	14.22	3.77	0.00	4.81	3.59	3.20		

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2009).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE 2009			Geography: BOSTON-CAMBRIDGE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Boston Quincy MA MD	1,296	51.33	21.69	8.46	17.14	43.71	21.61	21.12	39.56	26.71	2.80	4.37	5.98	2.36	1.53
Limited Review:															
Cambridge Newton Framingham MA MD	661	26.18	19.32	17.26	18.26	32.36	22.74	21.11	39.69	29.28	1.49	4.05	2.31	1.10	0.87
Peabody MA MD	237	9.39	20.76	14.35	17.43	42.19	21.99	14.35	39.82	29.11	0.97	2.03	1.62	0.56	0.66
Rockingham County-Stratford County NH MD	331	13.11	16.53	9.39	19.79	36.06	26.38	24.55	37.30	30.00	2.97	2.13	4.60	2.10	2.86

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.8% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: BOSTON-CAMBRIDGE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Boston Quincy MA MD	387	45.48	21.69	11.61	17.14	21.90	21.61	29.82	39.56	36.68	9.65	10.76	11.25	10.50	8.34
Limited Review:															
Cambridge Newton Framingham MA MD	197	23.15	19.32	9.23	18.26	24.10	22.74	29.74	39.69	36.92	5.83	6.17	5.71	6.16	5.56
Peabody MA MD	65	7.64	20.76	4.62	17.43	21.54	21.99	27.69	39.82	46.15	3.89	0.81	4.72	4.01	4.07
Rockingham County-Stratford County NH MD	202	23.74	16.53	17.33	19.79	27.72	26.38	25.74	37.30	29.21	12.16	11.56	13.93	11.95	11.37

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.2% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: BOSTON-CAMBRIDGE MSA				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers							
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
Boston Quincy MA MD	2,386	41.46	21.69	6.41	17.14	19.02	21.61	25.60	39.56	48.97	2.05	3.21	2.50	1.85	1.91	
Limited Review:																
Cambridge Newton Framingham MA MD	1,812	31.49	19.32	7.55	18.26	19.84	22.74	26.66	39.69	45.95	1.49	2.35	1.85	1.29	1.36	
Peabody MA MD	389	6.76	20.76	4.38	17.43	17.01	21.99	27.32	39.82	51.29	0.86	0.51	0.98	0.80	0.89	
Rockingham County-Stratford County NH MD	1,168	20.30	16.53	8.42	19.79	21.65	26.38	30.93	37.30	39.00	4.06	5.46	3.85	3.93	4.00	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.7% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: BOSTON-CAMBRIDGE MSA			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
Boston Quincy MA MD	3,384	43.31	73.78	39.66	77.75	9.96	12.29	2.61	4.28
Limited Review:									
Cambridge Newton Framingham MA MD	2,534	32.43	75.16	41.40	81.57	8.33	10.10	2.14	3.46
Peabody MA MD	510	6.53	77.13	46.27	87.45	4.71	7.84	1.01	1.89
Rockingham County-Stratford County NH MD	1,385	17.73	77.73	41.95	83.83	6.64	9.53	3.77	5.34

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2009).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 34.47% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: BOSTON-CAMBRIDGE				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**		
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)	
Full Review:										
Boston-Quincy	21	40,782	383	9,708	404	50,490	75.92	0	0	
Limited Review:										
Cambridge-Newton	6	5,619	59	3,286	65	8,905	13.39	0	0	
Peabody	6	2,759	28	2,637	34	5,396	8.11	0	0	
Rockingham County- Stratford County	0	0	13	1,716	13	1,716	2.58	0	0	

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: BOSTON-CAMBRIDGE																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Boston- Quincy MSA	58.29	100	47.39	11.00	18.00	38.00	33.00	1	1	0	0	+1	-1	7.06	23.54	40.00	29.24
Limited Review:																	
Cambridge-Newton-Framingham MSA	31.27	68	32.23	1.47	19.12	52.94	26.47	0	3	0	0	-2	-1	3.46	22.32	49.69	24.54
Peabody MD	2.98	15	7.11	0	26.67	60.00	13.33	0	1	0	0	-1	0	6.49	18.99	49.28	25.25
Rockingham County-Strafford County	7.46	28	13.27	0	28.57	50.00	21.43	0	0	0	0	0	0	0.00	19.21	63.51	17.27

Institution ID: RBS Citizens, N.A.

Table 1. Lending Volume

LENDING VOLUME 2009		Geography: PROVIDENCE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,				
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Providence New Bedford Fall River MSA	100.00	6,271	1,086,882	3,857	362,446	0	0	13	32,756	10,141	1,482,084	100.00

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of May 11, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: RBS Citizens, N.A.

Institution ID: RBS Citizens, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: PROVIDENCE MSA				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans					
Full Review:															
Providence New Bedford Fall River MSA	1,506	100.00	2.94	4.12	10.87	13.01	50.84	51.26	35.35	31.61	3.89	2.65	3.65	3.94	4.07

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: PROVIDENCE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Providence New Bedford Fall River MSA	554	100.00	2.94	3.07	10.87	9.93	50.84	55.05	35.35	31.95	9.94	10.77	8.76	10.86	8.95

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		Geography: PROVIDENCE MSA								Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Providence New Bedford Fall River MSA	4,209	100.00	2.94	1.64	10.87	5.54	50.84	47.33	35.35	45.50	4.55	4.60	3.84	4.90	4.30

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 5. Geographic Distribution of Multi-family Loans

Geographic Distribution: MULTI-FAMILY		Geography: PROVIDENCE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Multi-family Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Providence New Bedford Fall River MSA	2	100.00	16.04	0.00	28.43	0.00	38.62	100.00	16.91	0.00	0.57	0.00	0.00	1.92	0.00

* Based on 2008 Peer Mortgage Data (Eastern)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multi-family housing units in the area based on 2000 Census information.

**** Multi-family loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: PROVIDENCE MSA				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans						
Full Review:																
Providence New Bedford Fall River MSA	3,857	100.00	8.72	7.31	15.67	14.39	44.41	46.25	31.20	32.05	3.96	4.74	4.33	4.09	3.53	

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2008).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: PROVIDENCE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Providence New Bedford Fall River MSA	1,506	100.00	21.48	9.72	17.23	29.69	22.00	28.89	39.28	31.70	4.32	5.44	5.27	4.42	3.66

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.9% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT 2009		Geography: PROVIDENCE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families**	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Providence New Bedford Fall River MSA	554	100.00	21.48	13.11	17.23	24.16	22.00	27.34	39.28	35.39	10.21	13.31	12.52	9.38	9.14

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.6% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: PROVIDENCE MSA						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Providence New Bedford Fall River MSA	4,209	100.00	21.48	6.88	17.23	20.31	22.00	28.39	39.28	44.41	5.24	7.26	6.37	4.71	4.86

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.9% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: PROVIDENCE MSA			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
Providence New Bedford Fall River MSA	3,857	100.00	68.40	42.70	81.77	7.70	10.53	3.96	5.75

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2008).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 35.44% of small loans to businesses originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: PROVIDENCE MSA			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
Full Review:									
Providence New Bedford Fall River MSA	0	0.00	96.21	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2008).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.00% of small loans to farms originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: PROVIDENCE MSA			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Providence-New Bedford- Fall River MA-RI MSA	35	58,736	129	9,785	164	68,522	100.00	1	25

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: RBS Citizens, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: PROVIDENCE-NEW BEDFORD																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Providence-New Bedford	100	99	100	7.00	14.00	51.00	27.00	1	0	0	0	+1	0	8.14	18.16	44.55	29.15

Institution ID: RBS Citizens, N.A.

Table 1. Lending Volume

LENDING VOLUME		Geography: CONNECTICUT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
New Haven Milford CT MSA	35.82	799	162,660	618	74,788	0	0	5	4,926	1422	242,374	28.70
Limited Review:												
Bridgeport Stamford Norwalk CT MSA	4.28	148	59,236	22	5,678	0	0	0	0	170	64,914	0
Hartford MSA	30.43	724	128,672	480	51,067	0	0	4	3,425	1,208	183,164	29.38
Non MSA Areas CT	3.75	109	17,238	40	1,481	0	0	0	0	149	18,719	1.19
Norwich New London CT MSA	25.72	734	133,256	287	16,667	0	0	0	0	1,021	149,923	40.73

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of April 26, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: CONNECTICUT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
New Haven Milford CT MSA	274	36.98	3.04	6.20	12.33	9.12	52.39	48.54	32.24	36.13	1.06	2.52	0.66	1.13	0.96
Limited Review:															
Bridgeport Stamford Norwalk CT MSA	49	6.61	3.34	4.08	16.53	12.24	39.53	30.61	40.60	53.06	0.33	0.42	0.23	0.18	0.53
Hartford MSA	172	23.21	2.33	2.91	9.56	11.05	53.21	54.65	34.90	31.40	0.44	0.76	0.41	0.48	0.37
Non MSA Areas CT	46	6.21	0.74	0.00	34.58	34.78	64.67	65.22	0.00	0.00	2.16	0.00	2.40	2.05	0.00
Norwich New London CT MSA	200	26.99	1.09	2.50	7.53	8.00	67.69	68.00	23.70	21.50	2.99	5.36	2.41	3.18	2.45

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: CONNECTICUT				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
New Haven Milford CT MSA	71	27.63	3.04	8.45	12.33	23.94	52.39	38.03	32.24	29.58	2.75	6.90	5.68	2.08	2.33	
Limited Review:																
Bridgeport Stamford Norwalk CT MSA	20	7.78	3.34	0.00	16.53	5.00	39.53	50.00	40.60	45.00	1.17	0.00	0.33	1.48	1.42	
Hartford MSA	80	31.13	2.33	0.00	9.56	1.25	53.21	58.75	34.90	40.00	1.57	0.00	0.29	1.64	1.91	
Non MSA Areas CT	12	4.67	0.74	0.00	34.58	50.00	64.67	50.00	0.00	0.00	1.34	0.00	2.21	0.88	0.00	
Norwich New London CT MSA	74	28.79	1.09	2.70	7.53	5.41	67.69	68.92	23.70	22.97	4.26	12.50	2.11	4.28	4.49	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: CONNECTICUT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
New Haven Milford CT MSA	453	29.94	3.04	1.55	12.33	6.62	52.39	40.40	32.24	51.43	1.01	0.82	0.53	0.89	1.41
Limited Review:															
Bridgeport Stamford Norwalk CT MSA	79	5.22	3.34	1.27	16.53	6.33	39.53	32.91	40.60	59.49	0.25	0.18	0.11	0.16	0.38
Hartford MSA	471	31.13	2.33	0.85	9.56	3.18	53.21	57.11	34.90	38.85	0.75	0.57	0.31	0.90	0.65
Non MSA Areas CT	51	3.37	0.74	0.00	34.58	33.33	64.67	66.67	0.00	0.00	0.74	0.00	0.59	0.82	0.00
Norwich New London CT MSA	459	30.34	1.09	0.65	7.53	1.74	67.69	59.48	23.70	38.13	3.32	1.89	1.63	3.11	4.41

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: CONNECTICUT				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans						
Full Review:																
New Haven Milford CT MSA	618	42.71	8.46	8.58	18.35	17.48	42.72	43.53	30.45	30.42	0.98	1.73	1.12	0.97	0.86	
Limited Review:																
Bridgeport Stamford Norwalk CT MSA	22	1.52	8.38	4.55	19.70	18.18	34.18	40.91	37.74	36.36	0.02	0.03	0.01	0.03	0.02	
Hartford MSA	480	33.17	9.74	7.92	12.10	15.63	48.61	52.50	29.19	23.96	0.67	0.91	1.16	0.66	0.45	
Non MSA Areas CT	40	2.76	4.85	0.00	35.82	40.00	59.33	60.00	0.00	0.00	0.68	0.00	0.73	0.75	0.00	
Norwich New London CT MSA	287	19.83	1.43	1.39	15.04	11.85	58.30	53.31	25.23	33.45	1.85	1.94	2.56	1.48	2.06	

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2009).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: CONNECTICUT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
New Haven Milford CT MSA	274	36.98	20.85	4.56	17.34	22.43	22.55	19.39	39.26	53.61	1.17	1.16	1.05	0.84	1.54
Limited Review:															
Bridgeport Stamford Norwalk CT MSA	49	6.61	21.61	5.71	17.25	17.14	19.58	17.14	41.56	60.00	0.24	0.29	0.21	0.09	0.32
Hartford MSA	172	23.21	20.19	14.56	17.69	26.58	23.41	25.95	38.71	32.91	0.48	0.89	0.43	0.48	0.42
Non MSA Areas CT	46	6.21	23.54	8.70	22.37	32.61	26.07	34.78	28.02	23.91	2.54	2.04	2.33	2.40	3.31
Norwich New London CT MSA	200	26.99	18.05	9.09	18.82	31.31	25.11	28.79	38.02	30.81	3.43	4.15	3.17	3.97	3.05

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 5.5% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: CONNECTICUT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families**	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
New Haven Milford CT MSA	71	27.63	20.85	16.42	17.34	29.85	22.55	23.88	39.26	29.85	2.70	4.70	4.44	2.30	1.96
Limited Review:															
Bridgeport Stamford Norwalk CT MSA	20	7.78	21.61	5.26	17.25	5.26	19.58	15.79	41.56	73.68	1.22	0.77	0.37	0.90	1.82
Hartford MSA	80	31.13	20.19	12.82	17.69	25.64	23.41	26.92	38.71	34.62	1.57	1.93	1.59	1.40	1.59
Non MSA Areas CT	12	4.67	23.54	9.09	22.37	45.45	26.07	27.27	28.02	18.18	1.21	0.00	1.49	1.74	0.74
Norwich New London CT MSA	74	28.79	18.05	17.57	18.82	20.27	25.11	24.32	38.02	37.84	4.37	7.55	3.14	4.86	4.10

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.1% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: CONNECTICUT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
New Haven Milford CT MSA	453	29.94	20.85	3.89	17.34	14.65	22.55	24.03	39.26	57.44	1.13	1.49	0.56	1.04	1.43
Limited Review:															
Bridgeport Stamford Norwalk CT MSA	79	5.22	21.61	3.17	17.25	12.70	19.58	22.22	41.56	61.90	0.18	0.00	0.13	0.13	0.25
Hartford MSA	471	31.13	20.19	6.96	17.69	23.26	23.41	26.09	38.71	43.70	0.83	0.54	0.97	0.59	1.01
Non MSA Areas CT	51	3.37	23.54	12.00	22.37	36.00	26.07	32.00	28.02	20.00	0.85	0.71	1.32	0.81	0.42
Norwich New London CT MSA	459	30.34	18.05	7.24	18.82	24.12	25.11	27.19	38.02	41.45	3.73	3.38	4.25	2.80	4.24

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.1% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES			Geography: CONNECTICUT		Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
New Haven Milford CT MSA	618	42.71	76.69	38.51	73.46	12.30	14.24	0.98	1.41
Limited Review:									
Bridgeport Stamford Norwalk CT MSA	22	1.52	77.90	27.27	59.09	4.55	36.36	0.02	0.03
Hartford MSA	480	33.17	76.20	43.75	78.96	8.54	12.50	0.67	1.03
Non MSA Areas CT	40	2.76	78.06	35.00	90.00	5.00	5.00	0.68	0.78
Norwich New London CT MSA	287	19.83	76.75	47.74	87.80	6.27	5.92	1.85	3.08

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2009).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 30.96% of small loans to businesses originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: CONNECTICUT				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
New Haven	11	24,597	23	187	34	24,783	48.27	0	0
Limited Review:									
Bridgeport	14	6,482	17	370	31	6,852	13.34	0	0
Hartford	6	3,208	27	412	33	3,620	7.05	0	0
New London	4	1,141	13	83	17	1,223	2.38	0	0
Non MSA	1	154	0	0	1	154	.30	0	0
Statewide	8	3,427	12	11,288	20	14,715	28.66	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: RBS Citizens, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: CONNECTICUT																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposit s	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
New Haven	28.71	15	30.61	0	33.33	46.67	20.00	0	1	0	0	-1	0	9.45	19.46	45.77	25.31
Limited Review:																	
Bridgeport	0	1	2.04	0	100.00	0	0	1	0	0	+1	0	0	10.24	22.80	33.16	33.80
Hartford	29.38	18	36.73	5.56	11.11	61.11	22.22	0	2	0	-1	-1	0	9.56	13.97	48.25	28.14
New London	40.73	14	28.57	0.00	21.43	57.14	21.43	0	0	0	0	0	0	3.44	15.12	60.85	20.59
Non MSA	1.19	1	2.04	0	100.00	0	0	0	0	0	0	0	0	3.58	40.37	56.05	0.00

Table 1. Lending Volume

LENDING VOLUME		Geography: DELAWARE						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Wilmington DE MSA	54.33	650	108,536	329	32,010	0	0	1	600	980	141,146	65.77
Limited Review:												
Dover DE MSA	21.06	242	33,436	133	15,498	5	1,815	0	0	380	50,749	17.23
Non MSA Areas DE	24.61	300	54,886	144	13,244	0	0	0	0	444	68,130	17.00

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of April 26, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: RBS Citizens, N.A.

Institution ID: RBS Citizens, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: DELAWARE				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Wilmington DE MSA	174	67.18	1.53	2.87	14.54	24.71	51.24	42.53	32.69	29.89	0.95	0.91	1.64	0.76	0.84	
Limited Review:																
Dover DE MSA	43	16.60	0.00	0.00	5.30	0.00	82.64	93.02	12.06	6.98	1.19	0.00	0.00	1.24	1.11	
Non MSA Areas DE	42	16.22	0.00	0.00	0.00	0.00	90.18	76.19	9.82	23.81	0.38	0.00	0.00	0.28	0.93	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: DELAWARE						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% Owner Occ Units***	% BANK Loans ****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Wilmington DE MSA	117	56.80	1.53	2.56	14.54	17.95	51.24	43.59	32.69	35.90	3.92	5.13	4.31	3.04	5.20
Limited Review:															
Dover DE MSA	39	18.93	0.00	0.00	5.30	5.13	82.64	92.31	12.06	2.56	4.81	0.00	7.41	5.04	1.72
Non MSA Areas DE	50	24.27	0.00	0.00	0.00	0.00	90.18	94.00	9.82	6.00	5.70	0.00	0.00	5.72	5.45

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: DELAWARE				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Wilmington DE MSA	359	49.38	1.53	0.00	14.54	9.47	51.24	38.16	32.69	52.37	1.01	0.00	0.68	0.79	1.64	
Limited Review:																
Dover DE MSA	160	22.01	0.00	0.00	5.30	3.13	82.64	83.75	12.06	13.13	2.20	0.00	2.22	2.15	2.57	
Non MSA Areas DE	208	28.61	0.00	0.00	0.00	0.00	90.18	83.65	9.82	16.35	1.35	0.00	0.00	1.42	0.95	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES 2009			Geography: DELAWARE						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,						
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Wilmington DE MSA	326	54.06	14.60	5.21	14.36	15.03	43.36	56.44	27.57	23.31	1.08	0.90	1.19	1.32	0.71
Limited Review:															
Dover DE MSA	133	22.06	0.00	0.00	8.37	7.52	77.95	85.71	13.68	6.77	1.90	0.00	0.88	2.16	0.77
Non MSA Areas DE	144	23.88	0.00	0.00	0.00	0.00	83.49	84.72	16.51	15.28	1.06	0.00	0.00	1.17	0.81

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2009).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: DELAWARE						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
Wilmington DE MSA	174	67.18	18.53	24.28	17.33	41.62	23.55	11.56	40.59	22.54	1.06	2.86	1.45	0.34	0.76
Limited Review:															
Dover DE MSA	43	16.60	18.78	0.00	18.66	11.63	23.18	30.23	39.38	58.14	1.31	0.00	0.42	1.13	1.93
Non MSA Areas DE	42	16.22	18.14	0.00	19.53	14.63	23.99	17.07	38.34	68.29	0.39	0.00	0.52	0.44	0.38

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.8% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: DELAWARE								Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
Wilmington DE MSA	117	56.80	18.53	15.93	17.33	25.66	23.55	22.12	40.59	36.28	3.92	3.19	4.14	3.18	4.54
Limited Review:															
Dover DE MSA	39	18.93	18.78	10.26	18.66	10.26	23.18	28.21	39.38	51.28	4.90	2.63	3.37	6.54	4.80
Non MSA Areas DE	50	24.27	18.14	12.00	19.53	4.00	23.99	28.00	38.34	56.00	5.80	6.67	1.44	6.59	7.19

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.9% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: DELAWARE								Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
Wilmington DE MSA	359	49.38	18.53	5.08	17.33	21.75	23.55	26.84	40.59	46.33	1.23	0.97	0.92	1.37	1.40
Limited Review:															
Dover DE MSA	160	22.01	18.78	6.25	18.66	18.75	23.18	23.75	39.38	51.25	2.64	7.07	2.11	2.39	2.65
Non MSA Areas DE	208	28.61	18.14	3.40	19.53	17.48	23.99	22.82	38.34	56.31	1.52	2.86	2.80	1.22	1.30

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.0% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: DELAWARE			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
Wilmington DE MSA	329	54.29	73.03	49.24	79.64	10.33	10.03	1.08	1.90
Limited Review:									
Dover DE MSA	133	21.95	73.38	57.14	78.20	7.52	14.29	1.90	3.08
Non MSA Areas DE	144	23.76	76.18	51.39	76.39	13.19	10.42	1.06	1.58

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2009).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 17.82% of small loans to businesses originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: DELAWARE				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Wilmington, DE MSA	0	0	24	3,457	24	3,457	35.11	0	0
Limited Review:									
DE Non MSA	0	0	3	326	3	326	3.31	0	0
Dover, DE MSA	0	0	4	173	4	173	1.75	0	0
Statewide	3	1,136	8	4,755	11	5,891	59.83	1	214

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: RBS Citizens, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: DELAWARE																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposit s	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Wilmington, DE MSA	65.77	18	66.67	5.88	22.53	41.18	29.41	0	0	0	0	0	0	4.17	17.63	50.63	27.58
Limited Review:																	
DE Non MSA	17.23	4	14.81	0	25.00	75.00	0	0	0	0	0	0	0	0.00	8.88	77.69	13.42
Dover, DE MSA	17	5	18.52	0	0	40.00	60.00	0	0	0	0	0	0	0.00	0.00	92.26	7.74

Table 1. Lending Volume

LENDING VOLUME		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009						
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full Review:												
Chicago Naperville Joliet IL MSA	95.40	3,735	607,079	1,821	135,335	0	0	28	75,031	5584	817,445	99.52
Limited Review:												
Lake County Kenosha County IL MD	4.60	200	53,248	68	9,722	0	0	1	6,135	269	69,105	.48

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of April 26, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: RBS Citizens, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Chicago Naperville Joliet IL MSA	618	91.83	2.65	4.21	15.37	24.27	44.30	34.79	37.68	36.73	0.25	0.34	0.38	0.25	0.20	
Limited Review:																
Lake County Kenosha County IL MD	55	8.17	1.19	3.64	16.35	16.36	36.62	36.36	45.84	43.64	0.23	2.70	0.14	0.12	0.33	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 2009		Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,					
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago Naperville Joliet IL MSA	843	97.23	2.65	9.73	15.37	41.40	44.30	37.13	37.68	11.74	5.11	8.27	8.84	4.68	2.58
Limited Review:															
Lake County Kenosha County IL MD	24	2.77	1.19	0.00	16.35	33.33	36.62	25.00	45.84	41.67	2.42	0.00	4.67	1.11	3.05

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% Owner Occ Units***	% BANK Loans ****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago Naperville Joliet IL MSA	2,258	94.91	2.65	1.20	15.37	11.82	44.30	41.28	37.68	45.70	0.36	0.17	0.43	0.44	0.28
Limited Review:															
Lake County Kenosha County IL MD	121	5.09	1.19	0.00	16.35	2.48	36.62	24.79	45.84	72.73	0.14	0.00	0.04	0.16	0.16

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total **	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans						
Full Review:																
Chicago Naperville Joliet IL MSA	1,815	96.39	3.92	3.03	14.64	15.48	36.90	40.22	44.23	41.27	0.35	0.43	0.40	0.38	0.31	
Limited Review:																
Lake County Kenosha County IL MD	68	3.61	0.96	0.00	14.82	19.12	31.76	32.35	52.46	48.53	0.13	0.00	0.34	0.14	0.09	

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2009).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009									
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*						
	#	% of Total **	% Families ***	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:																	
Chicago Naperville Joliet IL MSA	619	91.84	21.02	9.97	17.57	30.07	21.95	20.95	39.46	39.02	0.28	0.23	0.44	0.23	0.24		
Limited Review:																	
Lake County Kenosha County IL MD	55	8.16	17.00	25.93	17.25	22.22	22.01	12.96	43.75	38.89	0.25	0.42	0.00	0.15	0.41		

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 4.2% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: ILLINOIS					Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share*				
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****						
Full Review:																
Chicago Naperville Joliet IL MSA	843	97.23	21.02	23.41	17.57	33.33	21.95	25.25	39.46	18.01	5.40	10.77	7.38	4.96	3.17	
Limited Review:																
Lake County Kenosha County IL MD	24	2.77	17.00	16.67	17.25	33.33	22.01	16.67	43.75	33.33	2.62	2.06	4.14	2.06	2.43	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.1% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago Naperville Joliet IL MSA	2,259	94.92	21.02	7.62	17.57	21.37	21.95	27.10	39.46	43.91	0.42	0.63	0.56	0.41	0.34
Limited Review:															
Lake County Kenosha County IL MD	121	5.08	17.00	5.04	17.25	6.72	22.01	19.33	43.75	68.91	0.16	0.07	0.07	0.20	0.19

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.8% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: ILLINOIS			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
Chicago Naperville Joliet IL MSA	1,821	96.40	74.75	48.33	87.37	4.61	8.02	0.35	0.63
Limited Review:									
Lake County Kenosha County IL MD	68	3.60	77.94	38.24	73.53	11.76	14.71	0.13	0.18

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2009).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 33.35% of small loans to businesses originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Chicago	18	69,333	137	7,567	155	76,901	87.14	1	2,908
Limited Review:									
Lake County – Kenosha, IL MD	1	4,233	3	1,055	4	5,288	5.99	0	0
Statewide	0	0	5	6,059	5	6,059	6.87	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: RBS Citizens, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: ILLINOIS																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Chicago	99.52	109	98.2	3.67	13.76	47.71	34.86	0	19	0	0	-8	-11	8.04	23.84	38.60	29.51
Limited Review:																	
Lake County – Kenosha, IL MD	0.48	2	1.8	0	50.00	50.00	0	0	0	0	0	0	0	2.76	24.34	33.68	39.23

Institution ID: RBS Citizens, N.A.

Table 1. Lending Volume

LENDING VOLUME		Geography: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full Review:												
Springfield MSA	31.37	639	75,749	392	18,954	0	0	5	5,034	1,036	99,737	31.87
Limited Review:												
Barnstable MA MSA	42.51	948	207,932	454	26,160	0	0	2	5,446	1,404	239,538	47.69
Pittsfield MA MSA	2.82	63	9,092	30	1,558	0	0	0	0	93	10,650	2.83
Worcester MSA	23.31	423	76,105	347	28,456	0	0	0	0	770	104,561	17.61

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of March 25, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: RBS Citizens, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Springfield MSA	155	30.33	2.29	3.23	11.06	14.84	56.42	54.84	30.22	27.10	1.21	2.16	1.24	1.11	1.28
Limited Review:															
Barnstable MA MSA	232	45.40	0.44	2.59	5.19	4.74	78.19	80.60	16.18	12.07	2.38	10.26	1.34	2.49	2.07
Pittsfield MA MSA	10	1.96	0.62	0.00	12.05	10.00	71.43	70.00	15.89	20.00	0.40	0.00	0.52	0.28	0.89
Worcester MSA	114	22.31	1.46	3.51	12.32	9.65	57.33	53.51	28.90	33.33	0.65	1.75	0.61	0.64	0.59

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 2009			Geography: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% Owner Occ Units***	% BANK Loans ****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Springfield MSA	140	55.56	2.29	8.57	11.06	20.71	56.42	51.43	30.22	19.29	4.57	16.07	8.24	3.95	3.41
Limited Review:															
Barnstable MA MSA	58	23.02	0.44	0.00	5.19	1.72	78.19	87.93	16.18	10.34	6.48	0.00	2.56	7.30	3.30
Pittsfield MA MSA	12	4.76	0.62	0.00	12.05	16.67	71.43	75.00	15.89	8.33	1.62	0.00	0.98	1.83	1.45
Worcester MSA	42	16.67	1.46	0.00	12.32	16.67	57.33	42.86	28.90	40.48	1.49	0.00	2.02	0.94	2.71

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: MASSACHUSETTS				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total **	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
Springfield MSA	344	26.26	2.29	1.45	11.06	7.85	56.42	53.49	30.22	37.21	1.34	1.79	1.52	1.37	1.17	
Limited Review:																
Barnstable MA MSA	658	50.23	0.44	0.00	5.19	4.10	78.19	80.09	16.18	15.81	2.44	0.00	1.50	2.72	1.69	
Pittsfield MA MSA	41	3.13	0.62	2.44	12.05	4.88	71.43	73.17	15.89	19.51	0.41	4.55	0.39	0.32	0.59	
Worcester MSA	267	20.38	1.46	0.00	12.32	5.99	57.33	45.69	28.90	48.31	0.51	0.00	0.36	0.50	0.58	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: MASSACHUSETTS				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total **	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans						
Full Review:																
Springfield MSA	392	32.13	11.48	8.93	16.53	22.70	46.43	44.39	25.55	23.98	1.26	1.47	2.37	1.11	0.96	
Limited Review:																
Barnstable MA MSA	454	37.21	7.91	7.71	9.12	3.08	68.34	74.67	14.64	14.54	2.21	3.22	0.54	2.20	1.85	
Pittsfield MA MSA	30	2.46	8.41	0.00	14.73	0.00	61.56	86.67	15.29	13.33	0.37	0.00	0.00	0.50	0.24	
Worcester MSA	344	28.20	6.23	5.52	19.28	11.34	47.84	44.77	26.38	38.37	0.78	0.68	0.57	0.71	0.94	

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2008).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME		Geography: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Springfield MSA	155	30.33	21.40	6.45	17.35	36.77	22.20	27.74	39.05	29.03	1.37	0.93	1.85	1.18	1.24
Limited Review:															
Barnstable MA MSA	232	45.40	17.31	9.96	19.45	30.74	23.97	13.42	39.26	45.89	2.87	5.73	5.76	2.42	2.15
Pittsfield MA MSA	10	1.96	18.39	0.00	19.87	22.22	23.55	22.22	38.18	55.56	0.37	0.00	0.62	0.00	0.49
Worcester MSA	114	22.31	20.29	11.50	17.67	33.63	22.54	27.43	39.50	27.43	0.74	1.20	1.16	0.65	0.41

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.6% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Springfield MSA	140	55.56	21.40	13.53	17.35	39.10	22.20	30.83	39.05	16.54	4.66	6.28	7.85	5.24	2.15
Limited Review:															
Barnstable MA MSA	58	23.02	17.31	10.53	19.45	21.05	23.97	33.33	39.26	35.09	6.78	3.28	7.97	8.64	5.90
Pittsfield MA MSA	12	4.76	18.39	8.33	19.87	41.67	23.55	33.33	38.18	16.67	1.69	0.00	3.39	2.29	0.84
Worcester MSA	42	16.67	20.29	21.95	17.67	17.07	22.54	24.39	39.50	36.59	1.57	1.35	1.42	1.32	1.89

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 3.6% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE 31, 2009			Geography: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2008 TO DECEMBER						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Springfield MSA	344	26.26	21.40	7.27	17.35	20.64	22.20	29.07	39.05	43.02	1.56	2.04	1.59	1.38	1.60
Limited Review:															
Barnstable MA MSA	658	50.23	17.31	7.91	19.45	24.66	23.97	28.77	39.26	38.66	3.11	4.80	4.71	4.16	2.06
Pittsfield MA MSA	41	3.13	18.39	5.00	19.87	17.50	23.55	27.50	38.18	50.00	0.42	0.00	0.23	0.75	0.38
Worcester MSA	267	20.38	20.29	4.49	17.67	15.36	22.54	26.22	39.50	53.93	0.61	0.26	0.43	0.57	0.78

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.2% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES 31, 2009			Geography: MASSACHUSETTS		Evaluation Period: JANUARY 1, 2008 TO DECEMBER				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% BANK Loans ****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
Springfield MSA	392	32.05	62.81	38.78	91.84	3.83	4.34	1.26	1.71
Limited Review:									
Barnstable MA MSA	454	37.12	69.29	48.90	90.97	2.64	6.39	2.21	3.64
Pittsfield MA MSA	30	2.45	60.29	43.33	83.33	13.33	3.33	0.37	0.49
Worcester MSA	347	28.37	65.20	43.23	86.74	5.19	8.07	0.78	1.20

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2008).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 41.70% of small loans to businesses originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: MASSACHUSETTS				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Springfield MA MSA	4	1,648	29	792	33	2,440	2.91	0	0
Limited Review:									
Barnstable MA MSA	4	1,442	7	486	11	1,929	2.30	0	0
Pittsfield MA MSA	1	159	4	395	5	554	.66	0	0
Worcester MSA	7	7,066	22	1,290	29	8,356	9.96	0	0
Statewide	48	69,854	3	752	51	70,606	84.17	2	149

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: RBS Citizens, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: MASSACHUSETTS																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Springfield MA MSA	31.87	20	39	5.00	25.00	60.00	10.00	1	2	0	0	-1	0	8.43	17.83	48.62	25.13
Limited Review:																	
Barnstable MA MSA	47.69	17	33	11.76	0	76.47	11.76	0	0	0	0	0	0	1.55	7.25	76.21	14.98
Pittsfield MA MSA	2.83	3	6	0	0	66.67	33.33	0	1	0	0	-1	0	2.72	16.73	65.66	14.90
Worcester MSA	17.62	11	22	0	18.18	54.55	27.27	0	0	0	0	0	0	6.08	18.12	51.85	23.81

Table 1. Lending Volume

LENDING VOLUME		Geography: MICHIGAN						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Detroit Livonia Dearborn MI MD	37.44	949	61,802	622	32,626	0	0	8	37,496	1,579	131,924	40.06
Limited Review:												
Ann Arbor MI MSA	2.66	68	11,722	44	4,124	0	0	0	0	112	15,846	.94
Kalamazoo Portage MI MSA	2.35	84	9,163	15	643	0	0	0	0	99	9,806	.92
Lansing East Lansing MI MSA	2.37	84	12,494	15	3,209	0	0	1	300	100	16,003	.36
MI NON MSA	3.25	105	6,920	32	458	0	0	0	0	137	7,378	1.71
Monroe MI MSA	1.83	48	3,994	29	1,465	0	0	0	0	77	5,459	.23
Saginaw - Saginaw Township North MI MSA	1.11	33	2,395	13	434	0	0	1	275	47	3,104	.56
Warren Troy Farmington MI MD	48.99	1,191	138,349	875	69,265	0	0	0	0	2,066	207,614	55.22

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of April 26, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: RBS Citizens, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: MICHIGAN				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Detroit Livonia Dearborn MI MD	163	39.66	3.81	1.23	22.11	8.59	38.26	36.20	35.82	53.99	0.37	0.88	0.24	0.25	0.48	
Limited Review:																
Ann Arbor MI MSA	12	2.92	2.07	0.00	13.42	0.00	55.60	58.33	28.90	41.67	0.11	0.00	0.00	0.12	0.15	
Kalamazoo Portage MI MSA	4	0.97	2.27	0.00	11.27	0.00	50.65	75.00	35.81	25.00	0.06	0.00	0.00	0.12	0.00	
Lansing East Lansing MI MSA	5	1.22	1.72	0.00	13.87	0.00	61.20	60.00	23.22	40.00	0.04	0.00	0.00	0.06	0.00	
MI NON MSA	9	2.19	0.00	0.00	3.96	0.00	59.82	100.00	36.22	0.00	0.19	0.00	0.00	0.33	0.00	
Monroe MI MSA	9	2.19	0.58	0.00	1.35	0.00	94.57	88.89	3.51	11.11	0.19	0.00	0.00	0.14	2.13	
Saginaw - Saginaw Township North MI MSA	6	1.46	8.48	0.00	8.97	0.00	58.66	83.33	23.89	16.67	0.17	0.00	0.00	0.28	0.00	
Warren Troy Farmington MI MD	203	49.39	0.79	0.00	17.10	16.26	52.51	50.74	29.60	33.00	0.22	0.00	0.27	0.18	0.25	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 2009			Geography: MICHIGAN						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% Owner Occ Units***	% BANK Loans ****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Detroit Livonia Dearborn MI MD	390	52.42	3.81	4.10	22.11	46.67	38.26	31.54	35.82	17.69	9.27	6.98	19.84	6.75	5.82
Limited Review:															
Ann Arbor MI MSA	17	2.28	2.07	0.00	13.42	47.06	55.60	35.29	28.90	17.65	1.52	0.00	6.76	0.58	1.21
Kalamazoo Portage MI MSA	10	1.34	2.27	0.00	11.27	20.00	50.65	80.00	35.81	0.00	0.88	0.00	1.72	1.40	0.00
Lansing East Lansing MI MSA	6	0.81	1.72	0.00	13.87	16.67	61.20	66.67	23.22	16.67	0.19	0.00	0.00	0.15	0.45
MI NON MSA	32	4.30	0.00	0.00	3.96	18.75	59.82	59.38	36.22	21.88	4.90	0.00	40.00	4.25	3.75
Monroe MI MSA	10	1.34	0.58	0.00	1.35	0.00	94.57	90.00	3.51	10.00	2.30	0.00	0.00	2.03	33.33
Saginaw - Saginaw Township North MI MSA	7	0.94	8.48	0.00	8.97	0.00	58.66	100.00	23.89	0.00	1.97	0.00	0.00	3.00	0.00
Warren Troy Farmington MI MD	272	36.56	0.79	1.10	17.10	43.75	52.51	40.81	29.60	14.34	5.78	3.57	12.81	4.62	3.74

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: MICHIGAN				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total **	% Owner Occ Units***	% BANK Loans ****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
Detroit Livonia Dearborn MI MD	396	28.14	3.81	0.51	22.11	9.60	38.26	32.32	35.82	57.58	1.02	0.82	1.21	1.15	0.88	
Limited Review:																
Ann Arbor MI MSA	39	2.77	2.07	0.00	13.42	2.56	55.60	51.28	28.90	46.15	0.19	0.00	0.00	0.17	0.29	
Kalamazoo Portage MI MSA	70	4.98	2.27	0.00	11.27	1.43	50.65	45.71	35.81	52.86	0.55	0.00	0.32	0.56	0.60	
Lansing East Lansing MI MSA	73	5.19	1.72	0.00	13.87	1.37	61.20	50.68	23.22	47.95	0.13	0.00	0.00	0.13	0.20	
MI NON MSA	64	4.55	0.00	0.00	3.96	4.69	59.82	65.63	36.22	29.69	0.82	0.00	2.33	0.94	0.52	
Monroe MI MSA	29	2.06	0.58	0.00	1.35	0.00	94.57	96.55	3.51	3.45	0.51	0.00	0.00	0.55	0.00	
Saginaw - Saginaw Township North MI MSA	20	1.42	8.48	0.00	8.97	0.00	58.66	95.00	23.89	5.00	0.26	0.00	0.00	0.42	0.00	
Warren Troy Farmington MI MD	716	50.89	0.79	0.00	17.10	7.54	52.51	46.93	29.60	45.53	0.63	0.00	0.72	0.73	0.49	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES				Geography: MICHIGAN				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total **	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Detroit Livonia Dearborn MI MD	619	37.72	6.48	2.91	24.13	15.99	34.83	39.74	34.05	41.36	0.75	0.72	0.76	0.91	0.61
Limited Review:															
Ann Arbor MI MSA	44	2.68	10.36	2.27	13.77	15.91	51.93	65.91	23.95	15.91	0.22	0.10	0.24	0.27	0.19
Kalamazoo Portage MI MSA	15	0.91	3.18	0.00	20.00	20.00	47.51	73.33	29.31	6.67	0.18	0.00	0.10	0.29	0.05
Lansing East Lansing MI MSA	15	0.91	4.42	6.67	17.38	13.33	52.03	13.33	23.95	66.67	0.10	0.00	0.06	0.02	0.30
MI NON MSA	32	1.95	0.00	0.00	5.84	25.00	60.71	68.75	33.45	6.25	0.23	0.00	0.45	0.30	0.00
Monroe MI MSA	29	1.77	0.83	0.00	2.65	0.00	94.05	89.66	2.46	10.34	0.48	0.00	0.00	0.42	2.70
Saginaw - Saginaw Township North MI MSA	13	0.79	8.60	0.00	11.11	23.08	55.65	76.92	24.64	0.00	0.17	0.00	0.79	0.18	0.00
Warren Troy Farmington MI MD	874	53.26	2.02	1.37	16.40	16.25	50.80	51.95	30.63	30.43	0.52	0.63	0.59	0.57	0.44

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2009).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: MICHIGAN								Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% BANK Loans ****	% Families	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
Detroit Livonia Dearborn MI MD	163	39.66	23.09	10.43	16.60	27.61	19.31	23.93	41.01	38.04	0.43	0.40	0.38	0.32	0.57
Limited Review:															
Ann Arbor MI MSA	12	2.92	19.62	8.33	18.04	8.33	22.71	25.00	39.63	58.33	0.12	0.00	0.00	0.09	0.29
Kalamazoo Portage MI MSA	4	0.97	17.89	0.00	17.69	0.00	23.20	100.00	41.21	0.00	0.07	0.00	0.00	0.29	0.00
Lansing East Lansing MI MSA	5	1.22	18.99	20.00	18.70	0.00	23.64	20.00	38.67	60.00	0.04	0.16	0.00	0.00	0.08
MI NON MSA	9	2.19	12.97	11.11	15.80	33.33	23.31	11.11	47.92	44.44	0.25	0.00	0.54	0.00	0.31
Monroe MI MSA	9	2.19	17.78	11.11	19.03	22.22	25.15	66.67	38.05	0.00	0.21	0.54	0.24	0.24	0.00
Saginaw - Saginaw Township North MI MSA	6	1.46	21.61	16.67	17.36	33.33	20.27	0.00	40.76	50.00	0.20	0.00	0.22	0.00	0.42
Warren Troy Farmington MI MD	203	49.39	17.64	29.29	18.11	28.28	23.75	16.16	40.50	26.26	0.25	0.32	0.24	0.12	0.31

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.2% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: MICHIGAN						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Detroit Livonia Dearborn MI MD	390	52.42	23.09	27.23	16.60	41.88	19.31	17.02	41.01	13.87	9.63	20.00	15.34	7.05	4.77
Limited Review:															
Ann Arbor MI MSA	17	2.28	19.62	52.94	18.04	17.65	22.71	11.76	39.63	17.65	1.56	6.15	0.88	1.19	0.87
Kalamazoo Portage MI MSA	10	1.34	17.89	20.00	17.69	40.00	23.20	10.00	41.21	30.00	0.91	0.00	0.99	0.98	1.27
Lansing East Lansing MI MSA	6	0.81	18.99	16.67	18.70	33.33	23.64	16.67	38.67	33.33	0.20	0.00	0.00	0.36	0.29
MI NON MSA	32	4.30	12.97	29.03	15.80	45.16	23.31	16.13	47.92	9.68	5.17	13.16	13.33	4.82	0.95
Monroe MI MSA	10	1.34	17.78	30.00	19.03	40.00	25.15	30.00	38.05	0.00	2.48	3.85	2.67	3.41	0.00
Saginaw - Saginaw Township North MI MSA	7	0.94	21.61	33.33	17.36	16.67	20.27	16.67	40.76	33.33	1.74	2.90	1.22	1.16	1.87
Warren Troy Farmington MI MD	272	36.56	17.64	33.97	18.11	32.82	23.75	22.52	40.50	10.69	5.91	9.70	6.75	5.91	2.71

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: MICHIGAN						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families**	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Detroit Livonia Dearborn MI MD	396	28.14	23.09	9.92	16.60	20.61	19.31	26.21	41.01	43.26	1.46	3.34	2.20	1.31	1.09
Limited Review:															
Ann Arbor MI MSA	39	2.77	19.62	0.00	18.04	20.51	22.71	25.64	39.63	53.85	0.24	0.00	0.26	0.20	0.30
Kalamazoo Portage MI MSA	70	4.98	17.89	7.14	17.69	10.00	23.20	25.71	41.21	57.14	0.73	0.85	0.55	0.57	0.89
Lansing East Lansing MI MSA	73	5.19	18.99	2.74	18.70	10.96	23.64	31.51	38.67	54.79	0.17	0.00	0.07	0.29	0.17
MI NON MSA	64	4.55	12.97	6.25	15.80	25.00	23.31	20.31	47.92	48.44	1.07	1.43	2.28	0.54	0.90
Monroe MI MSA	29	2.06	17.78	6.90	19.03	27.59	25.15	37.93	38.05	27.59	0.66	0.00	1.18	0.20	0.93
Saginaw - Saginaw Township North MI MSA	20	1.42	21.61	10.00	17.36	10.00	20.27	40.00	40.76	40.00	0.32	0.00	0.00	1.03	0.10
Warren Troy Farmington MI MD	716	50.89	17.64	12.39	18.11	23.66	23.75	28.45	40.50	35.49	0.82	1.15	1.02	0.84	0.62

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.6% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: MICHIGAN			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% BANK Loans ****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
Detroit Livonia Dearborn MI MD	622	37.81	78.10	50.16	92.60	2.25	5.14	0.75	1.30
Limited Review:									
Ann Arbor MI MSA	44	2.67	77.84	50.00	86.36	2.27	11.36	0.22	0.35
Kalamazoo Portage MI MSA	15	0.91	76.07	46.67	93.33	6.67	0.00	0.18	0.29
Lansing East Lansing MI MSA	15	0.91	76.96	46.67	46.67	20.00	33.33	0.10	0.13
MI NON MSA	32	1.95	81.57	53.13	100.00	0.00	0.00	0.23	0.15
Monroe MI MSA	29	1.76	80.05	51.72	89.66	6.90	3.45	0.48	0.88
Saginaw - Saginaw Township North MI MSA	13	0.79	76.76	61.54	92.31	0.00	7.69	0.17	0.30
Warren Troy Farmington MI MD	875	53.19	78.27	47.54	86.51	5.03	8.46	0.52	0.92

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2009).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 34.22% of small loans to businesses originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: MICHIGAN				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Detroit-Livonia- Dearborn	15	35,943	64	2,101	79	38,044	48.46	0	0
Limited Review:									
Ann Arbor MI MSA	2	1,025	6	1,254	8	2,279	2.90	0	0
Kalamazoo Portage MI MSA	2	12,032	5	630	7	12,662	16.13	0	0
Lansing East Lansing MI MSA	2	1,455	8	1,304	10	2,758	3.51	0	0
MI NON MSA	0	0	3	414	3	414	.53	0	0
Monroe MI MSA	0	0	0	0	0	0	0	0	0
Saginaw - Saginaw Township North MI MSA	0	0	2	141	2	141	.18	0	0
Warren Troy Farmington MI MD	3	6,943	27	7,102	30	14,045	17.89	0	0
Statewide	6	2,357	5	5,804	11	8,161	10.40	5	631

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: RBS Citizens, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: MICHIGAN																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Detroit-Livonia- Dearborn	40.06	44	40.74	2.27	22.73	36.36	38.64	0	5	0	-1	-1	-3	7.80	30.49	33.77	27.85
Limited Review:																	
Ann Arbor MI MSA	0.94	2	1.85	0	0	50.00	50.00	0	0	0	0	0	0	11.48	18.11	48.69	21.72
Kalamazoo Portage MI MSA	0.92	2	1.85	0	50.00	50.00	0	0	1	0	0	-1	0	7.82	16.76	46.63	28.79
Lansing East Lansing MI MSA	0.36	1	0.93	0	0	0	100	0	0	0	0	0	0	5.69	16.98	55.47	21/05
MI NON MSA	1.71	3	2.78	0	33.33	66.67	0	0	0	0	0	0	0	0.00	5.06	60.00	34.94
Monroe MI MSA	0.23	1	0.93	0	0	100	0	0	0	0	0	0	0	1.03	2.15	93.50	3.33
Saginaw - Saginaw Township North MI MSA	0.56	1	0.93	0	0	100	0	0	0	0	0	0	0	12.52	11.50	53.37	22.61
Warren Troy Farmington MI MD	55.24	54	50.00	0	18.52	50.00	31.48	0	3	0	-2	0	-1	1.73	18.59	51.65	28.01

Institution ID: RBS Citizens, N.A.

Table 1. Lending Volume

LENDING VOLUME		Geography: NEW HAMPSHIRE						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Manchester Nashua NH MSA	47.17	1,126	188,057	1,178	114,812	0	0	6	16,420	2,310	319,289	74.63
Limited Review:												
Non MSA Areas NH	52.83	1,609	231,155	978	76,587	0	0	0	0	2,587	307,742	25.37

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of April 26, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: RBS Citizens, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE 2009			Geography: NEW HAMPSHIRE								Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Manchester Nashua NH MSA	179	36.46	0.73	2.23	8.76	15.08	56.63	54.19	33.88	28.49	1.92	4.00	3.14	1.95	1.37
Limited Review:															
Non MSA Areas NH	312	63.54	0.00	0.00	7.55	9.94	80.97	82.37	11.47	7.69	2.88	0.00	5.21	2.93	1.44

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: NEW HAMPSHIRE				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Manchester Nashua NH MSA	158	40.83	0.73	0.63	8.76	12.03	56.63	56.96	33.88	30.38	13.11	25.00	14.42	11.74	15.32	
Limited Review:																
Non MSA Areas NH	229	59.17	0.00	0.00	7.55	11.35	80.97	78.17	11.47	10.48	12.74	0.00	22.62	11.96	12.86	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: NEW HAMPSHIRE				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009								
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Manchester Nashua NH MSA	786	42.42	0.73	0.25	8.76	7.38	56.63	51.91	33.88	40.46	2.80	0.00	3.99	2.46	3.15
Limited Review:															
Non MSA Areas NH	1,067	57.58	0.00	0.00	7.55	7.59	80.97	77.60	11.47	14.81	3.56	0.00	6.42	3.37	3.61

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: NEW HAMPSHIRE				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total **	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans						
Full Review:																
Manchester Nashua NH MSA	1,178	54.64	2.12	3.57	18.38	23.09	52.15	43.97	27.36	29.37	3.96	6.94	5.69	3.37	3.79	
Limited Review:																
Non MSA Areas NH	978	45.36	0.00	0.00	9.15	10.74	78.99	73.52	11.86	15.75	2.59	0.00	3.85	2.26	3.38	

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2009).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: NEW HAMPSHIRE						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
Manchester Nashua NH MSA	179	36.46	16.82	9.71	18.82	30.29	26.62	23.43	37.74	36.57	2.28	4.05	1.96	1.94	2.47
Limited Review:															
Non MSA Areas NH	312	63.54	16.66	7.69	19.86	21.47	26.01	26.92	37.47	43.91	3.41	2.97	3.69	3.47	3.32

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.8% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: NEW HAMPSHIRE						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Manchester Nashua NH MSA	158	40.83	16.82	12.90	18.82	23.87	26.62	25.16	37.74	38.06	13.43	14.77	13.14	13.08	13.51
Limited Review:															
Non MSA Areas NH	229	59.17	16.66	16.30	19.86	26.87	26.01	25.11	37.47	31.72	13.01	11.97	17.47	11.33	12.07

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.3% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE 2009			Geography: NEW HAMPSHIRE						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Manchester Nashua NH MSA	786	42.42	16.82	9.88	18.82	21.31	26.62	25.93	37.74	42.88	3.38	3.12	3.19	2.73	4.18
Limited Review:															
Non MSA Areas NH	1,067	57.58	16.66	8.17	19.86	20.19	26.01	26.10	37.47	45.54	4.21	5.23	4.65	4.07	3.95

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.5% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: NEW HAMPSHIRE			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% BANK Loans ****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
Manchester Nashua NH MSA	1,178	54.64	77.00	42.87	81.66	7.64	10.70	3.96	5.94
Limited Review:									
Non MSA Areas NH	978	45.36	74.70	47.55	84.97	7.36	7.67	2.59	4.17

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2009).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 31.82% of small loans to businesses originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS 2009		Geography: NEW HAMPSHIRE				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Manchester Nashua NH MSA	1	2,247	30	7,940	31	10,188	17.35	0	0
Limited Review:									
Non MSA Areas NH	0	0	35	1,210	35	1,210	2.06	0	0
Statewide	8	17,298	18	30,018	26	47,316	80.59	3	3,821

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: RBS Citizens, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: NEW HAMPSHIRE																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Manchester Nashua NH MSA	74.63	28	50.90	0	21.43	57.14	21.43	1	2	0	-1	0	0	2.68	17.41	52.62	27.29
Limited Review:																	
Non MSA Areas NH	25.37	27	49.09	0	22.22	66.67	11.11	0	0	0	0	0	0	0.00	8.46	79.59	11.95

Table 1. Lending Volume

LENDING VOLUME		Geography: NEW YORK						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Rochester NY MSA	17.64	1,112	69,759	798	30,844	0	0	5	19,947	1,915	120,550	12.07
Limited Review:												
Albany Schenectady Troy NY MSA	14.28	933	110,542	613	61,572	0	0	5	46,010	1,551	218,124	55.93
Binghamton NY MSA	3.04	169	15,859	161	3,378	0	0	0	0	330	19,237	1.37
Buffalo Niagara Falls NY	27.04	2,257	171,726	679	42,237	0	0	0	0	2,936	213,963	11.24
Elmira NY MSA	0.17	9	358	9	143	0	0	0	0	18	501	.08
Glens Falls NY MSA	2.77	211	22,200	90	4,987	0	0	0	0	301	27,187	.99
Ithaca NY MSA	.57	29	1,143	33	1,640	0	0	0	0	62	2,783	.25
Kingston NY MSA	1.90	113	13,416	93	2,463	0	0	0	0	206	15,879	1.55
Nassau Suffolk NY MSA	3.78	281	72,976	129	12,394	0	0	0	0	410	85,370	.45
New York White Plains Wayne NY MSA	5.86	468	139,219	167	15,735	0	0	1	1,600	636	156,554	2.23
Non MSA Areas NY	8.72	633	53,842	313	21,576	0	0	1	4,100	947	79,518	2.34
Poughkeepsie Newburgh Middletown NY MSA	5.34	375	54,233	205	9,090	0	0	0	0	580	63,323	8.13
Syracuse NY MSA	5.77	342	15,112	284	28,833	0	0	0	0	626	43,945	1.94
Utica NY MSA	3.13	263	10,921	77	4,024	0	0	0	0	340	14,945	1.43

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of April 26, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: NEW YORK					Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans ****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Rochester NY MSA	230	11.03	3.53	3.04	11.76	23.04	51.96	45.65	32.74	28.26	0.69	1.23	1.57	0.63	0.41	
Limited Review:																
Albany Schenectady Troy NY MSA	371	17.79	2.78	5.93	13.35	15.90	53.66	55.80	30.21	22.37	1.69	3.71	2.33	1.69	1.19	
Binghamton NY MSA	31	1.49	0.97	3.23	9.07	0.00	61.79	64.52	28.17	32.26	0.47	0.00	0.00	0.61	0.41	
Buffalo Niagara Falls NY	744	35.67	4.34	1.48	13.17	11.02	51.87	50.40	30.61	37.10	2.47	2.35	2.79	2.33	2.58	
Elmira NY MSA	1	0.05	0.44	0.00	9.73	0.00	63.37	100.00	26.45	0.00	0.00	0.00	0.00	0.00	0.00	
Glens Falls NY MSA	73	3.50	0.00	0.00	7.87	8.22	76.58	69.86	15.56	21.92	3.37	0.00	2.68	3.41	3.54	
Ithaca NY MSA	0	0.00	0.00	0.00	6.41	0.00	82.16	0.00	11.43	0.00	0.00	0.00	0.00	0.00	0.00	
Kingston NY MSA	32	1.53	0.00	0.00	8.34	9.38	76.90	75.00	14.76	15.63	0.78	0.00	0.65	0.77	0.95	
Nassau Suffolk NY MSA	49	2.35	0.22	0.00	12.21	10.20	66.17	51.02	21.40	38.78	0.12	0.00	0.05	0.11	0.24	
New York White Plains Wayne NY MSA	217	10.40	0.36	0.00	7.15	1.84	28.32	8.29	64.18	89.86	0.33	0.00	0.05	0.09	0.54	
Non MSA Areas NY	143	6.86	0.11	0.00	3.97	2.10	82.81	87.41	13.11	10.49	1.13	0.00	0.44	1.24	0.70	
Poughkeepsie Newburgh Middletown NY MSA	104	4.99	2.07	1.92	8.38	4.81	66.59	73.08	22.96	20.19	0.72	0.46	0.00	0.82	0.86	
Syracuse NY MSA	49	2.35	2.90	2.04	8.95	6.12	51.25	48.98	36.91	42.86	0.36	0.63	0.15	0.34	0.42	
Utica NY MSA	42	2.01	2.64	2.38	9.37	11.90	65.33	76.19	22.66	9.52	1.01	0.00	1.34	1.24	0.30	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: NEW YORK				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Rochester NY MSA	442	17.74	3.53	8.37	11.76	23.76	51.96	56.79	32.74	11.09	9.61	22.89	16.37	9.16	5.09	
Limited Review:																
Albany Schenectady Troy NY MSA	206	8.27	2.78	6.31	13.35	15.53	53.66	53.88	30.21	24.27	6.35	13.64	7.72	6.02	5.74	
Binghamton NY MSA	102	4.09	0.97	2.94	9.07	17.65	61.79	53.92	28.17	25.49	6.56	33.33	19.67	5.39	5.69	
Buffalo Niagara Falls NY	766	30.75	4.34	6.14	13.17	23.37	51.87	52.09	30.61	18.41	26.08	45.16	37.79	24.59	20.45	
Elmira NY MSA	5	0.20	0.44	0.00	9.73	0.00	63.37	100.00	26.45	0.00	0.19	0.00	0.00	0.29	0.00	
Glens Falls NY MSA	46	1.85	0.00	0.00	7.87	13.04	76.58	65.22	15.56	21.74	7.17	0.00	10.87	6.98	5.80	
Ithaca NY MSA	22	0.88	0.00	0.00	6.41	9.09	82.16	86.36	11.43	4.55	4.93	0.00	9.09	4.85	4.00	
Kingston NY MSA	25	1.00	0.00	0.00	8.34	24.00	76.90	76.00	14.76	0.00	2.90	0.00	5.88	3.01	0.00	
Nassau Suffolk NY MSA	98	3.93	0.22	0.00	12.21	12.24	66.17	76.53	21.40	11.22	1.47	0.00	1.20	1.61	1.14	
New York White Plains Wayne NY MSA	75	3.01	0.36	0.00	7.15	2.67	28.32	21.33	64.18	76.00	1.54	0.00	0.00	1.15	1.92	
Non MSA Areas NY	233	9.35	0.11	0.00	3.97	5.58	82.81	88.41	13.11	6.01	5.14	0.00	7.76	5.37	2.63	
Poughkeepsie Newburgh Middletown NY MSA	81	3.25	2.07	4.94	8.38	20.99	66.59	64.20	22.96	9.88	4.32	7.14	8.11	4.15	2.53	
Syracuse NY MSA	216	8.67	2.90	3.70	8.95	18.52	51.25	56.02	36.91	21.76	8.02	17.50	18.18	7.87	5.25	
Utica NY MSA	174	6.99	2.64	17.82	9.37	30.46	65.33	44.25	22.66	7.47	9.27	43.40	31.67	5.48	4.12	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE 31, 2009			Geography: NEW YORK						Evaluation Period: JANUARY 1, 2008 TO DECEMBER						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Rochester NY MSA	440	16.84	3.53	1.14	11.76	7.05	51.96	45.00	32.74	46.82	2.18	2.15	2.31	1.88	2.61
Limited Review:															
Albany Schenectady Troy NY MSA	355	13.59	2.78	1.13	13.35	7.04	53.66	54.08	30.21	37.75	1.19	1.04	0.73	1.24	1.35
Binghamton NY MSA	34	1.30	0.97	0.00	9.07	11.76	61.79	64.71	28.17	23.53	0.70	0.00	0.55	0.76	0.65
Buffalo Niagara Falls NY	745	28.51	4.34	0.40	13.17	4.83	51.87	50.07	30.61	44.70	3.11	1.85	3.09	2.92	3.45
Elmira NY MSA	3	0.11	0.44	0.00	9.73	0.00	63.37	0.00	26.45	100.00	0.14	0.00	0.00	0.00	0.43
Glens Falls NY MSA	92	3.52	0.00	0.00	7.87	9.78	76.58	72.83	15.56	17.39	2.48	0.00	3.11	2.42	2.45
Ithaca NY MSA	7	0.27	0.00	0.00	6.41	0.00	82.16	100.00	11.43	0.00	0.83	0.00	0.00	0.98	0.00
Kingston NY MSA	56	2.14	0.00	0.00	8.34	8.93	76.90	76.79	14.76	14.29	1.71	0.00	2.19	1.60	2.02
Nassau Suffolk NY MSA	134	5.13	0.22	0.00	12.21	6.72	66.17	60.45	21.40	32.84	0.34	0.00	0.10	0.29	0.79
New York White Plains Wayne NY MSA	176	6.74	0.36	0.00	7.15	1.14	28.32	11.36	64.18	87.50	0.39	0.00	0.00	0.12	0.59
Non MSA Areas NY	257	9.84	0.11	0.00	3.97	0.39	82.81	89.11	13.11	10.51	1.77	0.00	0.34	1.87	1.52
Poughkeepsie Newburgh Middletown NY MSA	190	7.27	2.07	0.53	8.38	10.00	66.59	69.47	22.96	20.00	1.40	0.46	0.92	1.57	1.21
Syracuse NY MSA	77	2.95	2.90	0.00	8.95	2.60	51.25	68.83	36.91	28.57	0.76	0.00	0.64	1.02	0.47
Utica NY MSA	47	1.80	2.64	2.13	9.37	8.51	65.33	70.21	22.66	19.15	0.94	0.00	1.61	1.00	0.68

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES 2009			Geography: NEW YORK				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,					Market Share (%) by Geography*				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total **	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans						
Full Review:																
Rochester NY MSA	797	21.85	9.01	6.65	14.26	14.93	46.20	42.03	30.39	36.39	1.65	1.83	1.84	1.55	1.64	
Limited Review:																
Albany Schenectady Troy NY MSA	613	16.81	11.50	8.81	13.44	11.75	48.50	47.15	26.54	32.30	1.41	1.70	1.45	1.29	1.37	
Binghamton NY MSA	161	4.41	7.67	6.83	15.15	13.66	51.75	42.24	25.43	37.27	1.57	1.94	1.33	1.37	1.91	
Buffalo Niagara Falls NY	676	18.54	9.42	3.99	13.11	9.47	45.16	49.26	30.45	37.28	1.34	0.75	1.24	1.49	1.30	
Elmira NY MSA	9	0.25	12.24	11.11	15.70	22.22	47.18	33.33	24.86	33.33	0.23	0.00	0.39	0.00	0.40	
Glens Falls NY MSA	90	2.47	0.00	0.00	11.81	4.44	68.72	74.44	19.47	21.11	1.17	0.00	0.22	1.16	1.09	
Ithaca NY MSA	33	0.90	0.00	0.00	25.20	27.27	61.36	66.67	13.44	6.06	0.70	0.00	0.80	0.73	0.61	
Kingston NY MSA	93	2.55	0.00	0.00	11.13	16.13	74.86	66.67	14.01	17.20	0.87	0.00	1.97	0.75	0.99	
Nassau Suffolk NY MSA	129	3.54	0.72	0.78	13.44	15.50	62.68	64.34	23.16	19.38	0.02	0.14	0.01	0.02	0.03	
New York White Plains Wayne NY MSA	167	4.58	1.22	6.59	16.47	7.19	29.75	26.35	52.05	59.88	0.06	0.45	0.03	0.05	0.05	
Non MSA Areas NY	313	8.58	1.04	0.00	6.31	4.79	80.76	84.98	11.84	10.22	0.78	0.00	0.52	0.79	0.56	
Poughkeepsie Newburgh Middletown NY MSA	205	5.62	7.74	5.37	11.99	10.73	61.49	71.22	18.76	12.68	0.48	0.44	0.55	0.54	0.29	
Syracuse NY MSA	284	7.79	15.27	16.55	9.80	8.80	45.48	44.01	29.45	30.63	0.96	1.24	1.19	0.86	0.99	
Utica NY MSA	77	2.11	9.15	2.60	12.75	16.88	58.53	54.55	19.56	25.97	0.58	0.00	0.56	0.55	0.62	

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2009).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: NEW YORK						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total **	% Families ***	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
Rochester NY MSA	230	11.02	19.78	30.84	18.27	29.96	22.85	22.47	39.10	16.74	0.74	2.61	0.72	0.71	0.30
Limited Review:															
Albany Schenectady Troy NY MSA	371	17.77	19.23	8.94	18.71	40.38	23.17	21.68	38.88	29.00	1.83	2.60	2.93	1.32	1.31
Binghamton NY MSA	31	1.48	18.72	9.68	19.02	35.48	23.21	29.03	39.04	25.81	0.51	0.00	0.80	0.61	0.36
Buffalo Niagara Falls NY	746	35.73	20.37	13.50	18.07	29.69	22.08	27.40	39.48	29.42	2.80	3.28	3.21	2.63	2.47
Elmira NY MSA	1	0.05	18.47	100.00	18.72	0.00	23.44	0.00	39.37	0.00	0.00	0.00	0.00	0.00	0.00
Glens Falls NY MSA	73	3.50	17.50	4.17	19.41	36.11	24.45	36.11	38.65	23.61	3.60	1.61	7.03	4.72	1.35
Ithaca NY MSA	0	0.00	19.53	0.00	17.96	0.00	23.38	0.00	39.13	0.00	0.00	0.00	0.00	0.00	0.00
Kingston NY MSA	32	1.53	19.23	0.00	18.20	28.13	23.74	40.63	38.83	31.25	0.85	0.00	1.63	1.16	0.43
Nassau Suffolk NY MSA	49	2.35	18.03	10.00	18.61	20.00	24.19	20.00	39.18	50.00	0.02	0.17	0.00	0.00	0.03
New York White Plains Wayne NY MSA	217	10.39	18.23	0.00	14.37	1.69	17.80	13.48	49.61	84.83	0.28	0.00	0.00	0.11	0.35
Non MSA Areas NY	143	6.85	17.89	7.09	18.72	21.28	23.03	29.08	40.36	42.55	1.20	1.50	1.13	1.44	1.05
Poughkeepsie Newburgh Middletown NY MSA	104	4.98	19.14	7.29	18.04	29.17	24.40	27.08	38.41	36.46	0.66	0.49	0.60	0.46	0.83
Syracuse NY MSA	49	2.35	19.49	12.24	17.65	24.49	21.50	28.57	41.36	34.69	0.39	0.67	0.39	0.37	0.34
Utica NY MSA	42	2.01	19.89	0.00	18.20	45.24	23.06	16.67	38.84	38.10	1.08	0.00	1.84	0.70	0.98

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 4.3% of loans originated and purchased by bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: NEW YORK						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families ***	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	% Families	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
Rochester NY MSA	442	17.74	19.78	30.43	18.27	48.51	22.85	14.42	39.10	6.64	9.67	17.95	15.99	6.13	2.93
Limited Review:															
Albany Schenectady Troy NY MSA	206	8.27	19.23	20.30	18.71	36.14	23.17	18.81	38.88	24.75	6.36	13.49	9.30	3.90	4.68
Binghamton NY	102	4.09	18.72	34.34	19.02	49.49	23.21	11.11	39.04	5.05	6.46	17.36	15.12	2.34	0.83
Buffalo Niagara Falls NY MSA	766	30.75	20.37	23.16	18.07	55.29	22.08	10.98	39.48	10.58	26.20	35.76	44.74	11.76	11.93
Elmira NY MSA	5	0.20	18.47	20.00	18.72	80.00	23.44	0.00	39.37	0.00	0.20	1.79	0.00	0.00	0.00
Glens Falls NY MSA	46	1.85	17.50	6.52	19.41	43.48	24.45	19.57	38.65	30.43	7.39	7.50	11.11	6.40	5.85
Ithaca NY MSA	22	0.88	19.53	45.45	17.96	40.91	23.38	4.55	39.13	9.09	4.98	6.78	10.81	1.33	2.15
Kingston NY MSA	25	1.00	19.23	24.00	18.20	24.00	23.74	32.00	38.83	20.00	3.01	10.71	3.13	2.03	2.00
Nassau Suffolk NY MSA	98	3.93	18.03	7.14	18.61	14.29	24.19	40.82	39.18	37.76	1.72	0.97	1.11	2.28	1.74
New York White Plains Wayne NY MSA	75	3.01	18.23	6.67	14.37	10.67	17.80	10.67	49.61	72.00	1.73	1.56	1.60	0.99	1.97
Non MSA Areas NY	233	9.35	17.89	17.83	18.72	40.87	23.03	15.65	40.36	25.65	5.18	6.50	9.10	3.68	3.58
Poughkeepsie Newburgh Middletown NY MSA	81	3.25	19.14	25.93	18.04	34.57	24.40	16.05	38.41	23.46	4.57	9.40	7.69	2.79	3.13
Syracuse NY MSA	216	8.67	19.49	22.75	17.65	55.45	21.50	12.80	41.36	9.00	8.05	20.34	19.23	4.92	1.72
Utica NY MSA	174	6.99	19.89	19.77	18.20	48.84	23.06	18.02	38.84	13.37	9.20	19.13	18.66	9.51	2.86

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.6% of loans originated and purchased by bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE 2009			Geography: NEW YORK						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Rochester NY MSA	440	16.84	19.78	13.53	18.27	22.71	22.85	26.83	39.10	36.93	2.43	3.21	2.39	2.52	2.21
Limited Review:															
Albany Schenectady Troy NY MSA	355	13.59	19.23	8.81	18.71	24.72	23.17	28.69	38.88	37.78	1.38	1.63	1.52	1.16	1.43
Binghamton NY	34	1.30	18.72	20.59	19.02	35.29	23.21	14.71	39.04	29.41	0.79	1.15	1.14	0.59	0.62
Buffalo Niagara Falls NY MSA	745	28.51	20.37	7.41	18.07	22.64	22.08	29.25	39.48	40.70	3.57	4.54	3.15	3.30	3.83
Elmira NY MSA	3	0.11	18.47	0.00	18.72	0.00	23.44	0.00	39.37	100.00	0.15	0.00	0.00	0.00	0.31
Glens Falls NY MSA	92	3.52	17.50	9.89	19.41	19.78	24.45	27.47	38.65	42.86	2.79	4.55	2.79	2.12	3.10
Ithaca NY MSA	7	0.27	19.53	14.29	17.96	28.57	23.38	28.57	39.13	28.57	0.89	1.82	1.27	1.09	0.36
Kingston NY MSA	56	2.14	19.23	5.45	18.20	32.73	23.74	36.36	38.83	25.45	1.95	2.17	2.34	2.29	1.47
Nassau Suffolk NY MSA	134	5.13	18.03	5.26	18.61	13.68	24.19	37.89	39.18	43.16	0.26	0.15	0.15	0.26	0.33
New York White Plains Wayne NY MSA	176	6.74	18.23	2.29	14.37	7.63	17.80	9.92	49.61	80.15	0.28	0.31	0.20	0.07	0.36
Non MSA Areas NY	257	9.84	17.89	4.37	18.72	15.48	23.03	26.19	40.36	53.97	1.93	1.63	1.76	1.97	2.02
Poughkeepsie Newburgh Middletown NY MSA	190	7.27	19.14	12.97	18.04	25.95	24.40	27.03	38.41	34.05	1.55	2.59	1.98	1.16	1.51
Syracuse NY MSA	77	2.95	19.49	6.49	17.65	22.08	21.50	33.77	41.36	37.66	0.86	1.05	1.34	0.96	0.58
Utica NY MSA	47	1.80	19.89	4.26	18.20	23.40	23.06	19.15	38.84	53.19	1.05	0.71	1.65	0.85	0.99

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 4.1% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: NEW YORK			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
Rochester NY MSA	798	21.86	76.23	47.37	93.86	2.26	3.88	1.65	2.29
Limited Review:									
Albany Schenectady Troy NY MSA	613	16.79	73.72	35.56	82.06	6.36	11.58	1.41	1.93
Binghamton NY MSA	161	4.41	70.65	43.48	97.52	1.86	0.62	1.57	1.78
Buffalo Niagara Falls NY MSA	679	18.60	73.75	48.75	90.13	2.95	6.92	1.34	2.09
Elmira NY MSA	9	0.25	72.66	77.78	100.00	0.00	0.00	0.23	0.56
Glens Falls NY MSA	90	2.47	75.61	51.11	91.11	2.22	6.67	1.17	1.71
Ithaca NY MSA	33	0.90	73.47	54.55	93.94	3.03	3.03	0.70	1.18
Kingston NY MSA	93	2.55	78.30	55.91	97.85	1.08	1.08	0.87	1.72
Nassau Suffolk NY MSA	129	3.53	80.23	31.01	80.62	6.20	13.18	0.02	0.02
New York White Plains Wayne NY MSA	167	4.57	79.18	46.11	82.63	6.59	10.78	0.06	0.09
Non MSA Areas NY	313	8.57	72.83	35.78	86.58	5.75	7.67	0.78	0.87
Poughkeepsie Newburgh Middletown NY MSA	205	5.61	77.06	47.32	90.73	4.88	4.39	0.48	0.84
Syracuse NY MSA	284	7.78	74.71	43.31	78.52	7.75	13.73	0.96	1.47
Utica NY MSA	77	2.11	74.06	38.96	90.91	2.60	6.49	0.58	0.68

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2009).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 40.89% of small loans to businesses originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: NEW YORK				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Rochester NY MSA	10	6,281	27	3,268	37	9,549	13.27	2	338
Limited Review:									
Albany Schenectady Troy NY MSA	11	8,484	27	150	38	8,634	12.00	1	147
Binghamton NY MSA	3	164	1	2.5	4	166	.23	0	0
Buffalo Niagara Falls NY MSA	5	2,416	21	4,917	26	7,333	10.19	0	0
Elmira NY MSA	1	69	0	0	1	69	.10	0	0
Glens Falls NY MSA	5	500	0	0	5	500	.69	0	0
Ithaca NY MSA	0	0	5	11.5	5	11.5	.02	0	0
Kingston NY MSA	5	771	1	4	6	775	1.08	0	0
Nassau Suffolk NY MSA	0	0	3	13.5	3	13.5	.02	0	0
New York White Plains Wayne NY MSA	4	1,062	6	18	10	1,080	1.5	0	0
Non MSA Areas NY	7	1,863	3	8	10	1,871	2.60	0	0
Poughkeepsie Newburgh Middletown NY MSA	7	3,886	4	19	11	3,905	5.43	0	0
Syracuse NY MSA	8	1,274	11	180	19	1,454	2.02	0	0
Utica NY MSA	2	645	2	5	4	650	.90	0	0
Statewide	16	32,838	2	3,100	18	35,938	49.95	3	1,013

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: NEW YORK																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Rochester NY MSA	12.07	38	16.81	10.53	13.16	42.11	46.43	0	1	0	0	-1	0	8.63	14.32	48.68	27.76
Limited Review:																	
Albany Schenectady Troy NY MSA	55.93	34	15.04	14.71	8.82	29.41	47.06	1	0	0	0	0	1	7.34	16.25	50.39	25.85
Binghamton NY MSA	1.37	9	3.98	11.11	44.44	0	44.44	0	0	0	0	0	0	2.83	14.70	56.37	26.10
Buffalo Niagara Falls NY MSA	11.24	44	19.47	4.55	13.64	50.00	31.82	0	0	0	0	0	0	8.78	16.45	47.62	26.35
Elmira NY MSA	.08	1	.44	0	0	0	100	0	0	0	0	0	0	2.98	15.65	57.50	21.84
Glens Falls NY MSA	1.00	4	1.77	0	0	25.00	75.00	0	0	0	0	0	0	0.00	10.39	74.77	14.84
Ithaca NY MSA	.25	3	1.33	0	66.67	0	33.33	0	0	0	0	0	0	0.00	13.96	67.88	18.15
Kingston NY MSA	1.55	5	2.21	0	0	100	0	0	0	0	0	0	0	0.00	11.46	75.10	13.44
Nassau Suffolk NY MSA	.45	23	10.18	0	17.30	69.57	13.04	18	0	0	3	13	2	0.76	16.02	64.36	18.86
New York White Plains Wayne NY MSA	2.23	20	8.85	0	10.00	45.00	45.00	5	0	0	0	2	3	1.65	18.75	34.67	44.90
Non MSA Areas NY	2.34	11	4.87	0	9.09	81.82	9.09	0	0	0	0	0	0	0.34	5.65	80.82	12.41
Poughkeepsie Newburgh Middletown NY MSA	8.13	16	7.08	6.25	18.75	75.00	0	0	1	0	0	-1	0	7.18	11.97	62.07	18.75
Syracuse NY MSA	1.94	14	6.19	0	21.43	42.86	35.71	0	0	0	0	0	0	10.10	13.01	44.81	32.09
Utica NY MSA	1.40	4	1.77	25.00	0	75.00	0	0	0	0	0	0	0	5.95	13.31	60.65	20.07

Table 1. Lending Volume

LENDING VOLUME		Geography: OHIO				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009						
Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
Cleveland Elyria Mentor OH MSA	51.2	1,731	166,750	1,818	155,757	0	0	4	17,241	3,553	339,748	68.57
Limited Review:												
Akron OH MSA	14.67	582	49,268	434	28,949	0	0	2	8,435	1,018	82,652	8.07
Canton Massillon OH MSA	11.14	540	40,261	233	20,219	0	0	0	0	773	60,480	8.84
Columbus OH MSA	2.49	131	9,564	42	1,990	0	0	0	0	173	11,554	.58
Non MSA Areas OH	4.14	233	16,372	54	1,524	0	0	0	0	287	17,896	2.21
Toledo OH MSA	13.07	698	41,914	208	4,148	0	0	1	3,696	907	49,758	9.86
Youngstown Warren Boardman OH MSA	3.30	159	11,940	70	8,437	0	0	0	0	229	20,377	1.86

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2009 to December 31, 2009.

*** Deposit Data as of April 26, 2010. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: RBS Citizens, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: OHIO				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Cleveland Elyria Mentor OH MSA	416	52.00	4.83	9.62	12.41	9.13	48.22	48.80	34.54	32.45	0.83	2.99	0.99	0.76	0.73	
Limited Review:																
Akron OH MSA	87	10.88	2.76	2.30	18.38	16.09	51.56	49.43	27.30	32.18	0.40	0.79	0.50	0.41	0.32	
Canton Massillon OH MSA	137	17.13	1.00	0.00	14.85	12.41	63.33	67.88	20.82	19.71	1.84	0.00	1.96	1.91	1.67	
Columbus OH MSA	14	1.75	3.62	0.00	17.85	35.71	40.69	28.57	37.85	35.71	0.02	0.00	0.07	0.00	0.02	
Non MSA Areas OH	47	5.88	0.26	0.00	24.82	10.64	70.62	85.11	4.30	4.26	1.09	0.00	0.40	1.29	0.85	
Toledo OH MSA	59	7.38	3.20	1.69	16.37	15.25	49.55	47.46	30.88	35.59	0.49	1.32	0.90	0.47	0.35	
Youngstown Warren Boardman OH MSA	40	5.00	2.74	0.00	12.34	5.00	60.78	65.00	24.14	30.00	0.49	0.00	0.00	0.57	0.44	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: OHIO				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
Cleveland Elyria Mentor OH MSA	403	34.71	4.83	15.88	12.41	37.47	48.22	36.97	34.54	9.68	4.53	11.57	11.30	3.55	1.78	
Limited Review:																
Akron OH MSA	173	14.90	2.76	6.94	18.38	43.93	51.56	39.88	27.30	9.25	6.27	17.24	13.10	4.23	3.64	
Canton Massillon OH MSA	126	10.85	1.00	0.79	14.85	34.13	63.33	56.35	20.82	8.73	9.13	7.69	9.92	9.28	7.94	
Columbus OH MSA	71	6.12	3.62	12.68	17.85	40.85	40.69	30.99	37.85	15.49	1.11	2.94	2.91	0.83	0.35	
Non MSA Areas OH	72	6.20	0.26	0.00	24.82	69.44	70.62	25.00	4.30	5.56	8.85	0.00	18.18	3.54	20.00	
Toledo OH MSA	284	24.46	3.20	3.87	16.37	51.06	49.55	32.75	30.88	12.32	16.71	23.53	37.57	12.50	7.14	
Youngstown Warren Boardman OH MSA	32	2.76	2.74	0.00	12.34	40.63	60.78	50.00	24.14	9.38	2.21	0.00	7.22	1.99	0.83	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: OHIO				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
Full Review:																
Cleveland Elyria Mentor OH MSA	912	43.16	4.83	1.75	12.41	4.17	48.22	40.46	34.54	53.62	1.35	1.98	0.98	1.38	1.34	
Limited Review:																
Akron OH MSA	322	15.24	2.76	1.55	18.38	9.01	51.56	45.03	27.30	44.41	1.19	1.86	0.86	1.20	1.28	
Canton Massillon OH MSA	277	13.11	1.00	0.00	14.85	4.69	63.33	72.56	20.82	22.74	2.62	0.00	1.61	3.26	1.55	
Columbus OH MSA	46	2.18	3.62	2.17	17.85	6.52	40.69	36.96	37.85	54.35	0.07	0.15	0.00	0.08	0.07	
Non MSA Areas OH	114	5.40	0.26	0.00	24.82	29.82	70.62	58.77	4.30	11.40	1.65	0.00	2.74	1.22	3.20	
Toledo OH MSA	355	16.80	3.20	1.13	16.37	10.42	49.55	40.00	30.88	48.45	3.21	5.17	4.94	3.52	2.31	
Youngstown Warren Boardman OH MSA	87	4.12	2.74	0.00	12.34	3.45	60.78	64.37	24.14	32.18	0.61	0.00	0.32	0.64	0.62	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: OHIO				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share (%) by Geography*				
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans						
Full Review:																
Cleveland Elyria Mentor OH MSA	1,796	63.31	7.89	5.29	14.54	11.86	40.56	40.87	36.32	41.98	1.57	1.95	1.76	1.55	1.49	
Limited Review:																
Akron OH MSA	434	15.30	9.30	8.06	14.36	11.29	43.19	35.48	33.15	45.16	1.17	1.51	1.41	0.79	1.41	
Canton Massillon OH MSA	233	8.21	3.77	4.29	15.11	11.59	55.17	58.80	25.95	25.32	1.49	2.39	1.72	1.55	1.23	
Columbus OH MSA	42	1.48	8.01	4.76	18.54	16.67	36.13	42.86	37.32	35.71	0.06	0.05	0.07	0.08	0.05	
Non MSA Areas OH	54	1.90	3.45	1.85	23.31	11.11	69.29	68.52	3.96	18.52	0.48	0.83	0.20	0.43	1.88	
Toledo OH MSA	208	7.33	5.16	5.77	13.76	14.90	46.36	40.87	34.72	38.46	0.92	1.54	1.46	0.93	0.70	
Youngstown Warren Boardman OH MSA	70	2.47	4.81	1.43	14.14	10.00	51.00	58.57	29.78	30.00	0.31	0.33	0.28	0.41	0.20	

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2009).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: OHIO						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families**	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Cleveland Elyria Mentor OH MSA	416	52.00	20.34	24.94	18.08	33.99	22.21	17.36	39.37	23.72	0.94	1.98	1.25	0.60	0.65
Limited Review:															
Akron OH MSA	87	10.88	19.24	13.79	18.62	34.48	23.21	27.59	38.93	24.14	0.45	0.70	0.36	0.53	0.39
Canton Massillon OH MSA	137	17.13	17.39	20.59	19.20	30.15	23.89	21.32	39.52	27.94	2.12	4.58	1.54	1.93	1.98
Columbus OH MSA	14	1.75	19.48	0.00	17.88	35.71	22.50	28.57	40.14	35.71	0.02	0.00	0.00	0.02	0.04
Non MSA Areas OH	47	5.88	22.00	14.89	21.33	29.79	23.70	19.15	32.97	36.17	1.20	0.50	1.55	0.51	1.62
Toledo OH MSA	59	7.38	21.22	15.25	17.65	27.12	22.05	27.12	39.07	30.51	0.54	0.59	0.66	0.49	0.47
Youngstown Warren Boardman OH MSA	40	5.00	18.59	12.50	18.34	32.50	22.23	27.50	40.83	27.50	0.54	0.50	0.73	0.57	0.37

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.0% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: OHIO						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
Cleveland Elyria Mentor OH MSA	403	34.71	20.34	29.11	18.08	44.05	22.21	15.95	39.37	10.89	4.58	10.24	7.02	3.11	2.11
Limited Review:															
Akron OH MSA	173	14.90	19.24	22.22	18.62	42.69	23.21	22.81	38.93	12.28	6.31	8.93	7.48	8.09	3.39
Canton Massillon OH MSA	126	10.85	17.39	26.45	19.20	39.67	23.89	18.18	39.52	15.70	9.01	10.53	10.23	9.36	7.05
Columbus OH MSA	71	6.12	19.48	27.54	17.88	65.22	22.50	5.80	40.14	1.45	1.10	2.11	3.38	0.54	0.10
Non MSA Areas OH	72	6.20	22.00	26.39	21.33	29.17	23.70	23.61	32.97	20.83	9.00	19.40	10.00	7.87	5.17
Toledo OH MSA	284	24.46	21.22	25.71	17.65	52.14	22.05	14.64	39.07	7.50	16.62	25.38	27.63	12.14	5.45
Youngstown Warren Boardman OH MSA	32	2.76	18.59	34.38	18.34	21.88	22.23	21.88	40.83	21.88	2.24	5.05	1.69	2.39	1.71

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.8% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: OHIO				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share*				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****						
Full Review:																
Cleveland Elyria Mentor OH MSA	912	43.16	20.34	9.05	18.08	23.07	22.21	28.81	39.37	39.07	1.56	2.57	1.79	1.50	1.29	
Limited Review:																
Akron OH MSA	322	15.24	19.24	8.07	18.62	20.81	23.21	29.81	38.93	41.30	1.37	1.31	0.87	1.74	1.41	
Canton Massillon OH MSA	277	13.11	17.39	11.27	19.20	22.91	23.89	30.18	39.52	35.64	2.98	4.44	3.65	2.80	2.34	
Columbus OH MSA	46	2.18	19.48	8.70	17.88	13.04	22.50	32.61	40.14	45.65	0.08	0.08	0.06	0.12	0.08	
Non MSA Areas OH	114	5.40	22.00	7.02	21.33	21.05	23.70	23.68	32.97	48.25	1.84	2.67	1.23	1.90	1.97	
Toledo OH MSA	355	16.80	21.22	11.02	17.65	22.03	22.05	20.90	39.07	46.05	3.70	6.49	4.06	2.58	3.58	
Youngstown Warren Boardman OH MSA	87	4.12	18.59	9.20	18.34	22.99	22.23	24.14	40.83	43.68	0.67	0.59	0.61	0.56	0.78	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Families is based on the 2000 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.4% of loans originated and purchased by bank.

Institution ID: RBS Citizens, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES			Geography: OHIO		Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
Cleveland Elyria Mentor OH MSA	1,818	63.59	74.83	47.08	83.55	6.82	9.63	1.57	2.71
Limited Review:									
Akron OH MSA	434	15.18	75.48	47.70	86.64	5.07	8.29	1.17	2.10
Canton Massillon OH MSA	233	8.15	76.26	53.22	82.83	9.01	8.15	1.49	2.99
Columbus OH MSA	42	1.47	74.52	42.86	90.48	7.14	2.38	0.06	0.09
Non MSA Areas OH	54	1.89	76.33	53.70	94.44	5.56	0.00	0.48	0.85
Toledo OH MSA	208	7.28	72.71	48.08	97.60	1.92	0.48	0.92	1.26
Youngstown Warren Boardman OH MSA	70	2.45	75.22	37.14	77.14	5.71	17.14	0.31	0.35

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2009).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 33.02% of small loans to businesses originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: OHIO				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
Cleveland-Elyria-Mentor OH MSA	23	39,395	103	4,957	126	44,352	56.88	8	8,868
Limited Review:									
Akron OH MSA	1	815	22	1,968	23	2,783	3.57	0	0
Canton Massillon OH MSA	3	3,111	17	837	20	3,948	5.06	0	0
Columbus OH MSA	0	0	19	142	19	142	.18	0	0
Non MSA Areas OH	2	2,520	3	250	5	2,769	3.55	0	0
Toledo OH MSA	2	1,894	20	1,583	22	3,476	4.46	0	0
Youngstown Warren Boardman OH MSA	2	220	11	1,055	13	1,275	1.64	0	0
Statewide	0	0	7	19,224	7	19,224	24.66	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: RBS Citizens, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: OHIO																	
Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
Cleveland-Elyria-Mentor	68.57	71	47.33	7.04	9.86	50.70	32.39	1	9	-1	-1	-4	-2	9.74	16.77	43.79	29.67
Limited Review:																	
Akron OH MSA	8.07	20	13.33	15.00	10.00	40.00	35.00	0	0	0	0	0	0	6.29	21.45	48.11	24.15
Canton Massillon OH MSA	8.84	14	9.33	14.29	14.29	42.86	28.57	0	1	0	-1	0	0	2.03	17.52	60.40	20.05
Columbus OH MSA	.58	12	8.00	0	33.33	33.33	33.33	0	1	0	0	-1	0	7.94	23.50	37.31	31.25
Non MSA Areas OH	2.21	6	4.00	33.33	0	50.00	16.67	0	1	0	0	-1	0	0.93	26.43	68.52	4.12
Toledo OH MSA	9.86	22	14.67	0	9.09	63.64	27.27	0	2	0	-1	-1	0	7.02	20.24	45.82	26.91
Youngstown Warren Boardman OH MSA	1.86	5	3.33	0	0	60.00	40.00	0	1	0	0	-1	0	4.61	15.87	58.03	21.49

Table 1. Lending Volume

LENDING VOLUME		Geography: VERMONT				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009						
MA/Assessment Area (2009):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
VT Non-MSA	62.34	518	62,894	386	18,708	0	0	0	0	904	81,602	64.19
Limited Review:												
Burlington-S. Burlington, VT MSA	37.66	309	56,539	237	12,849	0	0	2	1,615	548	81,602	25.81

* Loan Data as of December 31, 2009. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2010 to December 31, 2010.

*** Deposit Data as of February 28, 2011. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: RBS Citizens, N.A.

Table2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE 2009			Geography: VERMONT				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
VT Non MSA	47	41.23	0.00	0.00	4.86	4.26	77.66	85.11	17.48	10.64	1.04	0.00	2.20	1.12	0.64	
Limited Review:																
Burlington-South Burlington, VT MSA	67	58.77	0.39	0.00	9.35	5.97	59.20	55.22	31.06	38.81	0.93	0.00	1.20	0.96	0.84	

* Based on 2008 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 2009		Geography: VERMONT								Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans ****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
VT Non MSA	105	72.41	0.00	0.00	4.86	10.48	77.66	78.10	17.48	11.43	8.35	0.00	32.35	7.92	6.00
Limited Review:															
Burlington-South Burlington, VT MSA	40	27.59	0.39	0.00	9.35	20.00	59.20	62.50	31.06	17.50	4.37	0.00	3.41	4.91	3.51

* Based on 2008 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: VERMONT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009						
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
VT Non MSA	366	64.44	0.00	0.00	4.86	4.37	77.66	70.77	17.48	24.86	2.16	0.00	4.72	2.00	2.23
Limited Review:															
Burlington-South Burlington, VT MSA	202	35.56	0.39	0.50	9.35	5.45	59.20	46.04	31.06	48.02	1.01	2.70	1.45	0.72	1.40

* Based on 2008 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner-occupied Units is the number of owner-occupied units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: RBS Citizens, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: VERMONT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009						
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
VT Non MSA	386	61.96	0.00	0.00	7.68	9.33	72.26	60.10	20.06	30.57	1.93	0.00	2.06	1.62	2.06
Limited Review:															
Burlington-South Burlington, VT MSA	237	38.04	1.54	0.42	17.14	10.97	51.74	53.16	29.58	35.44	1.51	0.00	1.47	1.52	1.55

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2009).

Institution ID: RBS Citizens, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: VERMONT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
VT Non MSA	47	41.23	16.59	4.35	18.38	23.91	24.50	26.09	40.53	45.65	1.12	1.52	1.29	1.23	1.01
Limited Review:															
Burlington-South Burlington, VT MSA	67	58.77	17.35	7.46	19.34	19.40	24.71	22.39	38.60	50.75	1.05	1.14	0.33	1.06	1.50

* Based on 2008 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 0.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: RBS Citizens, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: VERMONT					Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****	% Families	% BANK Loans****						
Full Review:																
VT Non MSA	105	72.41	16.59	15.38	18.38	26.92	24.50	24.04	40.53	33.65	8.46	17.57	13.02	6.82	6.16	
Limited Review:																
Burlington-South Burlington, VT MSA	40	27.59	17.35	22.50	19.34	35.00	24.71	22.50	38.60	20.00	4.57	9.52	6.41	4.91	1.81	

* Based on 2008 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 0.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: RBS Citizens, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE 2009			Geography: VERMONT						Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31,						
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
VT Non MSA	366	64.44	16.59	6.58	18.38	21.10	24.50	24.38	40.53	47.95	2.44	1.97	3.11	2.33	2.34
Limited Review:															
Burlington-South Burlington, VT MSA	202	35.56	17.35	4.46	19.34	18.81	24.71	27.23	38.60	49.50	1.12	1.63	0.80	0.92	1.33

* Based on 2008 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 0.2% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: RBS Citizens, N.A.

Table11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: VERMONT			Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
VT Non MSA	386	61.96	73.85	51.30	90.67	5.18	4.15	1.93	2.52
Limited Review:									
Burlington-South Burlington, VT MSA	237	38.04	74.74	54.43	89.87	5.49	4.64	1.51	2.85

* Based on 2008 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2009).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 32.91% of small loans to businesses originated and purchased by the bank.

Institution ID: RBS Citizens, N.A.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: VERMONT				Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
VT Non MSA	1	667	13	2,103	14	2,770	21.50	1	1,990
Limited Review:									
Burlington-South Burlington, VT MSA	2	557	15	284	17	841	6.53	0	0
Statewide	5	7,422	2	1,850	7	9,272	71.97	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: RBS Citizens, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: VERMONT Evaluation Period: JANUARY 1, 2008 TO DECEMBER 31, 2009																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
VT Non MSA	64.19	18	72	0	16.67	66.67	16.67	0	0	0	0	0	0	0.00	6.79	77.19	16.01
Limited Review:																	
Burlington-South Burlington, VT MSA	35.81	7	18	0	28.57	28.57	42.86	0	0	0	0	0	0	1.56	12.15	59.14	27.15