



PUBLIC DISCLOSURE

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COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Barrington Bank & Trust Company, National Association

Charter Number 23216

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Barrington, IL 60010

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Chicago Field Office
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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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General Information and Overall CRA Rating

Institution’s CRA Rating: This institution is rated Satisfactory.

The Community Reinvestment Act (CRA) requires each federal financial supervisory agency to use its authority, when examining financial institutions subject to its supervision, to assess the institution’s record of meeting the credit needs of its entire community, including low- and moderate- income (LMI) neighborhoods, consistent with the safe and sound operation of the institution. Upon conclusion of such examination, the agency must prepare a written evaluation of the institution’s record of meeting the credit needs of its community.

This document is an evaluation of the CRA performance of **Barrington Bank and Trust Company, NA (BBT)** issued by the OCC, the institution’s supervisory agency, for the evaluation period starting September 26, 2011. The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A to 12 C.F.R. Part 25.

The following table indicates the performance level of BBT with respect to the Lending, Investment, and Service Tests:

Performance Levels	Barrington Bank and Trust Company, NA 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:

- **BBT’s lending levels reflects good responsiveness to the assessment area (AA) residential and small business lending credit needs.**
- **BBT’s borrower distribution of home mortgage and small loans to businesses reflects adequate penetration in the AA.**
- **BBT’s overall volume of qualified investments for the current and prior periods, including unfunded commitments and BBT’s responsiveness to community development investment needs is good.**
- **Overall, BBT’s retail service performance in the delineated AA is good and the bank has demonstrated strong leadership with community development services.**

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) 2010: Small, relatively permanent statistical subdivisions of a county delineated by local participants as part of the U.S. Census Bureau's Participant Statistical Areas Program. The primary purpose of CTs is to provide a stable set of geographic units for the presentation of decennial census data. CTs generally have between 1,500 and 8,000 people, with an optimum size of 4,000 people.

Community Development: Affordable housing (including multifamily 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 additional 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 multifamily (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) 2010: The median income derived from the United States Census Bureau's American Community Survey data every 5 years and used to determine the income level category geographies. Also, it is the median income determined by the Federal Financial Institutions Examination Council (FFIEC) annually that is used to determine the income level of individuals within

a geography. For any given geography, 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: 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.

Multifamily: 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 secured by either 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

Barrington Bank & Trust Company, NA is a \$1.5 billion intrastate financial institution located in Barrington, IL. BBT is a subsidiary of Wintrust Financial Corporation (Wintrust). The bank opened in 1996 and expanded into Hoffman Estates, IL in 2001 and into Palatine, IL in 2005. Also in 2005, the bank opened the Northwest Highway office expanding into Lake County, IL. A new office in Hoffman Estates, IL opened in 2007. In 2012, the bank acquired two branch locations of a failed institution from the FDIC. These locations were converted to BBT branches in June 2012. The bank currently has one main location and six full service branch locations.

The current AA for BBT consists of 80 census tracts located in the northwestern portion of Cook County, IL and the southwestern portion of Lake County, IL. This area encompasses a portion of the Chicago-Naperville, Joliet MD (Chicago/Cook County MD AA) and the Lake County-Kenosha County, IL/WI MD (Lake County MD AA.)

Wintrust is a financial services holding company based in Rosemont, IL, with assets over \$18 billion. Wintrust, through its financial subsidiaries, provides community-oriented, personal and commercial bank services, wealth management services, commercial insurance premium financing, mortgage origination, short-term accounts receivable financing, and administrative services, such as data processing of payrolls, billing and treasury management services. Wintrust's market area includes the greater Chicago, IL and southern Wisconsin metropolitan areas through its 15 wholly owned banking subsidiaries. Wintrust also provides a range of wealth management services through three separate subsidiaries, operating under one name, Wintrust Wealth Management. Since, 1931, Chicago-based Wayne Hummer Investments has been providing a full-range of investment products and services tailored to meet the specific needs of individual investors throughout the country. Great Lakes Advisors, a registered investment adviser, provides portfolio management for individuals, as well as institutional investors. The Chicago Trust Company, N.A. provides trust and investment products and services to individuals and businesses in Wintrust community bank markets. Wintrust offers specialty lending through indirect non-bank subsidiaries and divisions of its banks. First Insurance Funding Corp. (FIRST), and its subsidiary Broadway Premium Funding Corp. (Broadway), is in the business of originating financing for the payment of commercial insurance premiums on a national basis. Tricom, Inc. provides short-term accounts receivable financing, value-added out-sourced administrative services to clients in the temporary staffing industry throughout the United States and payroll services to small businesses. This evaluation does not include any affiliate lending, investment or service activities.

As of December 31, 2013, BBT reported total assets of \$1.5 billion and Tier 1 capital of \$123 million. In addition to a wide array of loan and deposit products and services available to the bank's market area, BBT has two specialized lines of business. Community Advantage Program provides financial services to its specific market of condominium, townhome, homeowner associations and the property management companies that serve these entities. Financial services include treasury management, reserve investments and specialized lending. Approximately 90 percent of the Community Advantage clients are located in the greater Chicagoland area with the remainder located in Illinois, Wisconsin, Minnesota and Michigan. Community Advantage generates 100 percent of their deposits from the market niche to offset the lending to homeownership associations. Wintrust Mortgage, a national mortgage operation with 94 offices in 14 states is now a division of BBT. In 2013, Wintrust Mortgage originated more than \$3 billion in residential mortgage loans.

BBT's loan portfolio as of December 31, 2013 was comprised of the following loan types:

Loan Type	Dollar Amount (000s)	Percent of Total Loans
Construction, Land Development and other Land Loans	33,375	2.75
Secured by Farm Land	181	<1.00
1-4 Family Residential	451,135	37.19
Multi-Family Residential	7,698	0.64
Nonfarm, Nonresidential Real Estate	117,577	9.69
Commercial and Industrial Loans	370,348	30.53
Consumer	225,244	18.57
Other	7,752	0.64
Total Loans	1,213,290	100.00

There are no known legal or financial factors impeding the bank's ability to meet the credit needs of its community. BBT has the resources and financial wherewithal to help meet the legitimate credit needs of its AA. BBT was rated SATISFACTORY at the prior CRA evaluation dated September 26, 2011.

Scope of the Evaluation

Evaluation Period/Products Evaluated

The evaluation period for this CRA assessment is September 26, 2011 (date of the prior Public Evaluation) through May 31, 2014. BBT's performance under the lending test covers the time period January 1, 2011 through December 31, 2013. The bank's primary loan categories are residential real estate loans and small business loans. We used the bank's Home Mortgage Disclosure Act (HMDA) Loan Application Register (LAR) reports for each of the three years under the lending test to evaluate the bank's residential mortgage lending. We also reviewed the bank's small business lending. We used the bank's CRA small business reports for 2011, 2012 and 2013 to evaluate the bank's small business lending performance. Due to the low volume of home improvement, multi-family and small farm lending, these products were not included in our lending analysis.

Community development activity was evaluated based on compiled internal bank reports. The evaluation period for all community development activities is September 26, 2011 through May 31, 2014.

Data Integrity

Loan data reported by the bank on its HMDA and CRA LARs was tested for accuracy during a data integrity examination conducted prior to the start of this CRA evaluation. All data was found to be accurate and reliable for analysis. We also conducted a data integrity review of the bank's community development loans, investments and services. All community development transactions and activities included in this performance review were validated as meeting community development regulatory definitions.

Selection of Areas for Full-Scope Review

The bank has one designated AA that includes portions of Chicago/Joliet/Naperville IL Metropolitan Division (Chicago/Cook County MD) as well as a portion of the Lake County/Kenosha County IL – WI MD (Lake County MD). This AA meets all regulatory requirements in that it consists of whole geographies and does not arbitrarily exclude any low- or moderate- income areas.

In March of 2012, the bank expanded their delineated AA to incorporate into the bank's market area the surrounding geographic areas of an acquisition of a failed financial institution from the FDIC. This acquisition added two branch locations for BBT and the bank added 11 census tracts to the AA. Those branches are located in Hoffman Estates, IL and Hanover Park, IL. Furthermore, in December of 2012, after reviewing 2010 census data, the bank re-defined its delineated AA to include whole townships expanding the existing 66 census tract AA to include 80 whole contiguous census tracts.

The Chicago/Cook County MD AA includes the main office, five of the six other bank branch offices, accounts for more than 95 percent of the bank's deposit base, and over 73 percent of the bank's lending volume. For these reasons, the Chicago/Cook County MD AA was selected for full-scope review and the Lake County MD AA received a limited-scope review for this evaluation.

Please refer to the table in Appendix A for more information.

Ratings

The overall rating is based primarily on the performance in the portion of the bank's AA that received the full-scope review. The volume of home mortgage lending was slightly higher than the overall volume of small business lending thus receiving slightly more emphasis in reaching overall conclusions. We did not evaluate the bank's home improvement, multi-family, or small farm lending performance due to the very low volume of such loans made during the evaluation period. Based on the limited geographic diversity of the bank's AA, borrower distribution received greater weight in determining the bank's overall lending test rating. We reached conclusions for home purchase, home refinancing and small business lending for the full-scope area. We then determined whether the limited-scope area's CRA performance was not inconsistent, or if inconsistent whether the performance in the limited scope AA was stronger or weaker than the overall conclusion for the full-scope area. Our final overall conclusion was a compilation of each performance factor.

During this evaluation period, two different sets of census data were applicable. For loans originated or purchased in 2011, we based our analysis on 2000 census data. For loans originated or purchased in 2012 and 2013, we based our analysis on 2010 census data. At the time of this evaluation, 2013 aggregate lending data was not yet available. As such, we analyzed the bank's market share performance against 2012 aggregate lending data.

Deposit market share was determined using the FDIC's annual deposit market share reports. The most current data was dated June 30, 2013.

One set of tables is attached to this public evaluation showing 2012 and 2013 bank lending data, 2012 aggregate lending data and 2010 census data.

Other

During this evaluation, we contacted two community development organizations. Both organizations primarily serve the Chicago/Cook County MD AA. Each community contact stressed the importance of continued sponsorship and volunteer assistance given the continued uncertain economic environment. Both contacts viewed BBT as a positive partner with their organization. While large community development opportunities are limited in the immediate service area, credit needs, especially for affordable housing and small business development do exist. Economic development, financial education and job creation, through financial assistance to local small businesses, were also noted as being prominent credit needs for the area.

Fair Lending or Other Illegal Credit Practices Review

Pursuant to 12 C.F.R. 25.28(c) in determining a national bank's CRA rating, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the bank or in any assessment area by an affiliate whose loans have been considered as part of the bank's lending performance.

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

Conclusions with Respect to Performance Tests

LENDING TEST

The bank's performance under the lending test is rated High Satisfactory.

Conclusions for Areas Receiving Full-Scope Reviews

Based on our full-scope review, the bank's performance in the Chicago/Cook County MD AA is good.

Lending Activity

Refer to Table 1 Lending Volume in appendix C for the facts and data used to evaluate the bank's lending activity. Our analysis of the bank's lending volume focused on the bank's loan to deposit ratio in relation to a peer group. In addition, we analyzed the bank's deposit market share ranking in the full-scope AA in comparison to the most current residential loan and small business market share ranking analysis.

BBT's lending levels reflects excellent responsiveness to AA residential and small business lending credit needs.

Loan to Deposit Ratio:

BBT's quarterly average (since the prior Public Evaluation September 26, 2011) loan to deposit ratio equaled 116.02 percent. This average was the highest of all sixteen financial institutions with offices in the bank's delineated AA with total assets between \$1 billion and \$3 billion. The peer group's average loan to deposit ratio range for the same time period was 42.20 percent to 94.84 percent.

Market Share Analysis Chicago/Cook County MD:

In 2013, BBT ranked twenty-seventh out of 142 institutions for deposit market share for Cook County, IL. The bank's deposit market share equaled 0.42 percent. The bank ranked thirtieth (out of 147) for deposit market share for Cook County, IL in 2012. The bank also ranked thirtieth (out of 153) in 2011. For each year 2011 through 2013, these rankings placed the bank in the top twenty-first percentile, top twentieth percentile, and top nineteenth percentile, respectively. The most current aggregate lending data for residential and reported small business loans is from 2012. For home purchase loans purchased or originated in the bank's designated Chicago/Cook County MD AA BBT ranked fourth out of 222 home purchase lenders. This ranking placed the bank in the top two percentile. For home refinancing loans purchased or originated BBT ranked sixteenth out of 332 home refinancing lenders in the bank's designated Chicago/Cook County MD AA. This ranking placed the bank in the top five percentile. For small business lending BBT, ranked thirty-second out of 174 small business lenders in the bank's delineated AA for the Chicago/Cook County MD. This ranking placed the bank in the top nineteenth percentile.

Distribution of Loans by Income Level of the Geography

Overall, BBT's geographic distribution of home mortgage loans and small loans to businesses reflects adequate distribution in the delineated AA. Overall, geographic distribution of home mortgage loans reflects poor distribution in the AA. Geographic distribution of small loans to businesses reflects excellent distribution in the AA.

Home Mortgage Loans

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

Overall, the geographic distribution of home mortgage loans reflects poor penetration throughout the AA, particularly in low- and moderate- income geographies in the AA.

Chicago/Cook County MD:

Geographic distribution of home purchase lending in the Chicago/Cook County MD AA is poor.

Geographic distribution of home refinancing loans in the Chicago/Cook County MD AA is also poor.

2012 and 2013

The bank's geographic distribution of home purchase loans is poor for lending in low- income geographies as the percentage of home purchase loans originated or purchased in low- income geographies is well below the percentage of owner occupied housing units located in low- income geographies. The bank's market share for home purchase loans in low- income geographies is also poor as the bank's market share in low-income geographies is well below the bank's overall home purchase loan market share. The bank's geographic distribution of home purchase loans is poor for lending in moderate- income geographies as the percentage of home purchase loans originated or purchased in moderate- income geographies is well below the percentage of owner occupied housing units located in moderate- income geographies. The bank's market share for home purchase loans in moderate- income geographies is poor as the bank's market share in moderate- income geographies is well below the bank's overall home purchase loan market share.

The bank's geographic distribution of home refinancing loans is poor for lending in low- income geographies as the percentage of home refinancing loans originated or purchased in low- income geographies is well below the percentage of owner occupied housing units located in low- income geographies. The bank's market share for home refinancing loans in low- income geographies is poor as the bank's market share in low- income geographies is well below the bank's overall home refinancing loan market share. The bank's geographic distribution of home refinancing loans is poor for lending in moderate- income geographies as the percentage of home refinancing loans originated or purchased in moderate- income geographies is well below the percentage of owner occupied housing units located in moderate- income geographies. The bank's market share for home refinancing loans in moderate- income geographies is also poor as the bank's market share in moderate- income geographies is well below the bank's overall home refinancing loan market share.

2011

There were no low- income geographies in the bank's AA in 2011. The bank's geographic home purchase lending and market share performance in 2011 in moderate- income geographies is stronger than the bank's home purchase lending and market share performance for 2012 and 2013. The bank's

percentage of home purchase loans originated or purchased in moderate- income geographies is greater than the percentage of owner occupied housing units located in moderate- income geographies. The bank's market share for home purchase loans in moderate- income geographies is greater than the bank's overall home purchase loan market share. The bank's home refinancing lending performance for 2011 is not inconsistent with the bank's geographic home refinancing lending performance for the years 2012 and 2013. These conclusions did not have a significant impact on the bank's overall lending test rating for the AA.

Small Loans to Businesses

Refer to Table 6 in appendix C for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

Chicago/Cook County MD AA:

Geographic distribution of small business lending in the Chicago/Cook County MD AA is excellent.

2012 and 2013

The bank's geographic distribution of small loans to businesses is excellent for small business lending in low- income geographies as the percentage of small loans to businesses originated or purchased in low- income geographies exceeds the percentage of small businesses located in low- income geographies. The bank's market share for small loans to businesses in low- income geographies is adequate as the bank's market share in low- income geographies is below the bank's overall small loans to businesses market share. The bank's geographic distribution of small loans to businesses is excellent for lending in moderate- income geographies as the percentage of small loans to businesses originated or purchased in moderate- income geographies approximates the percentage of small businesses located in moderate- income geographies. The bank's market share for small loans to businesses in moderate- income geographies is adequate as the bank's market share in moderate- income geographies is below the bank's overall small business loan market share.

2011

There were no low- income geographies in the bank's AA in 2011. The bank's small loans to businesses geographic lending performance for 2011 is weaker than the bank's geographic small loans to businesses lending performance for the years 2012 and 2013. In 2011, both the bank's lending penetration and market share performance in moderate- income geographies was lower in the Chicago/Cook County MD AA. This did not have a significant impact on the bank's overall lending test rating for the AA.

Lending Gap Analysis

BBT exhibits an adequate record of serving the home mortgage and small business credit needs of the most economically disadvantaged areas and no unexplained lending gaps were noted. BBT extended either home mortgage loans or small business loans to all low- and moderate- income tracts in the AA during the evaluation period.

Inside/Outside Ratio

Due to BBT's corporate structure only a small percentage of mortgage loans are made in the bank's combined AA. An adequate percentage of small business loans are made within the bank's combined AA.

Wintrust Mortgage became a division of BBT in 2011. Wintrust Mortgage, formerly known as West America Mortgage Company, is a national mortgage operation with 94 offices in 14 states. Wintrust Mortgage was formerly a wholly owned subsidiary of BBT and filed its own HMDA LAR. Now all Wintrust Mortgage applications are filed on the bank's HMDA LAR. Mortgage lending in the bank's AA is reported to be 2.18 percent of total mortgage loans for 2011 and 3.83 percent for 2012 and 2013. The bank's business loan distribution inside the delineated AA is also low primarily due to the specialized business lending division of the bank: Community Advantage. Community Advantage provides financial services throughout the greater Chicagoland and regional area to condominium, townhome, homeowners associations and the property management companies that serve them. Financial services include specialized lending products. The Community Advantage loan portfolio is fully funded by the Community Advantage deposit portfolio. Community Advantage generates 100 percent of their deposits from the market niche to offset the lending to homeownership associations. Small business lending (including Community Advantage lending) in the bank's AA is reported to be 44.37 percent of total small business lending for 2011 and 68.84 percent for 2012 and 2013. BBT has calculated the percentage of small business lending within the bank's AA without the Community Advantage loans at 75.55 percent for 2012 and 82.12 percent for 2013.

Distribution of Loans by Income Level of the Borrower

Overall, BBT's borrower distribution of home mortgage and small loans to businesses reflects adequate penetration in the AA. Overall, borrower distribution of home mortgage loans reflects adequate penetration in the AA. Overall, borrower distribution of small loans to businesses lending reflects excellent penetration in the AA.

Consideration was given in our analysis to the percentage of families living below the poverty rate in reaching conclusions on the bank's borrower distribution performance to low- income borrowers. Families living below the poverty rate cannot readily afford homeownership. For the 2000 Census, the percentage of families living below the poverty rate equals 2.77 percent and 1.56 percent for the Chicago/Cook County MD AA and the Lake County MD AA, respectively. For the 2010 Census, the percentage of families living below the poverty rate equals 5.08 percent and 1.45 percent for the Chicago/Cook County MD AA and the Lake County MD AA, respectively.

Home Mortgage Loans

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

Chicago/Cook County MD AA:

Borrower distribution of home purchase lending in the Chicago/Cook County MD AA is good.
Borrower distribution of home refinancing loans in the Chicago/Cook County MD AA is poor.

2012 and 2013

The bank's borrower distribution of home purchase loans is adequate for lending to low- income borrowers as the percentage of home purchase loans originated or purchased to low- income borrowers approximates the percentage of low- income families located in the AA. The bank's market share for home purchase loans to low- income borrowers is excellent as the bank's market share in loans to low- income borrowers exceeds the bank's overall home purchase loan market share. The bank's borrower distribution of home purchase loans is excellent for lending to moderate-income borrowers as the percentage of home purchase loans originated or purchased exceeds the percentage of moderate- income families located in the AA. The bank's market share for home purchase loans to moderate- income borrowers is good as the bank's market share in loans to moderate- income borrowers is near to the bank's overall home purchase loan market share.

The bank's borrower distribution of home refinancing loans is poor for lending to low- income borrowers as the percentage of home refinancing loans originated or purchased to low- income borrowers is well below to the percentage of low- income families located in the AA. The bank's market share for home refinancing loans to low- income borrowers is poor as the bank's market share in loans to low- income borrowers is well below the bank's overall home refinancing loan market share. The bank's borrower distribution of home refinancing loans is poor for lending to moderate- income borrowers as the percentage of home refinancing loans originated or purchased to moderate- income borrowers is well below the percentage of moderate- income families located in the AA. The bank's market share for home refinancing loans to moderate- income borrowers is poor as the bank's market share in loans to moderate- income borrowers is well below the bank's overall home refinancing loan market share.

2011

The bank's borrower distribution for home purchase and home refinance lending performance for the year 2011 is not inconsistent with the bank's borrower performance for 2012 and 2013. These performance conclusions did not have a significant impact on the bank's overall lending test rating for the AA.

Small Loans to Businesses

Refer to Table 11 in 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.

Chicago/Cook County MD AA:

Borrower distribution of small loans to businesses in the Chicago/Cook County MD is excellent.

2012 and 2013

The bank's borrower distribution of small loans to businesses is excellent as the percentage of small loans to businesses originated or purchased exceeds the percentage of small businesses located in the AA. The vast majority of the banks loans to businesses are small business loans with 82.76 percent being \$100 thousand or less. The bank's market share for small loans to businesses is excellent as the bank's market share in loans to small businesses exceeds the bank's overall business loan market share.

2011

The bank's borrower distribution of small business loans for the years 2011 was not inconsistent with the borrower distribution performance for small business loans for the years 2012 and 2013. This performance conclusion did not have a significant impact on the bank's overall lending test rating.

Community Development Lending

Refer to Table 1 Lending Volume in appendix C for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily 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. Table 5 does not separately list CD loans, however.

CD lending reflects a relatively high level of qualified CD lending for the bank's CRA lending test performance in the AA.

Chicago/Cook County MD AA:

Community development lending in the Chicago/Cook County MD AA is reflective of a relatively high level of qualified CD lending for CRA performance.

2012 and 2013

The level of community development lending in the Chicago/Cook County MD AA is relatively high. Overall, the bank's level of community development lending in the Chicago/Cook County MD AA equaled six percent of allocated Tier 1 capital. BBT originated 13 affordable housing community development loans for over \$2.3 million during this evaluation period. These loans facilitated the creation or redevelopment of 28 affordable housing units. The bank also extended four other community development loans for affordable housing in a broader regional area for \$5.9 million resulting in the creation/retention of 163 affordable housing units.

The bank extended eight community development loans totaling \$3.7 million to facilitate qualified community development services within the designated Chicago/Cook County MD and the broader regional area. In the Chicago/Cook County MD, the bank lent \$1.4 million in three loans to a local community organization that provides various social services to low- or moderate- income women and children. In the broader regional area, the bank made five loans for \$2.3 million to an organization primarily providing educational services to low- or moderate- income persons. In the Chicago/Cook County MD, the bank extended two loans for local economic development and one loan to revitalize/stabilize a low- income census tract. These three loans totaled \$2.4 million. In a broader regional area, the bank made three loans totaling \$7.2 million for economic development purposes and one loan for \$1.0 million to revitalize/stabilize a moderate- income area.

2011

Community development lending for this time period is also considered to be at a relatively high level. The bank extended two qualified economic development community development loans for \$6.4 million in 2011.

Product Innovation and Flexibility

BBT uses flexible lending practices in order to help serve AA credit area needs. The bank's lending performance reflects a good record of serving the credit needs in the AA including assisting the most disadvantage areas, low- and moderate- income individuals, and very small businesses consistent with safe and sound banking practices. The bank has demonstrated a positive responsiveness to the AA's identified credit needs.

Through a partnership with the Illinois Housing Development Authority (IHDA), BBT's Wintrust Mortgage Division has extended affordable housing loans to 1,149 borrowers for over \$86 million. BBT/Wintrust Mortgage Division is also a member of the Federal Home Loan Bank Down-Payment Assistance Program. During this evaluation period, BBT/ Wintrust Mortgage Division had 78 borrowers receive subsidies from this down-payment assistance program.

BBT is a SBA lender and participates in the 504 Program, the 7A Program, and the SBA Express Program. The bank has also created three micro-loan programs to assist small business borrowers with Small Business Overdraft Protection; EasyAccess Line of Credit and EasyAccess Installment Loan. To help serve consumer loan needs in the AA, the bank developed two loan programs. One program is to assist customers needing to build or rebuild their credit through the Money Smart Certificate of Deposit loan program where the loan proceeds fund the collateral. The other program is the Money Smart Everyday Small Dollar Loan, a no fee unsecured loan product. Combined under these flexible lending programs, the bank has extended over \$6 million during this evaluation period. The number of loans extended during this evaluation period for each of these different loan programs is provided in the table below:

Loan Program	Number of Loans Originated or Renewed
SBA – 504 Program	5
SBA – 7A Program	16
SBA – Express	2
Small Business EasyAccess Line of Credit	63
Small Business EasyAccess Instalment Loan	53
Small Business Overdraft Protection Line	284
Money Smart CD Secured Loan Program	15
Money Smart Everyday Loan Program	56

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's overall performance under the lending test in the Lake County MD AA is weaker than the bank's overall High Satisfactory performance under the lending test. As the Lake County MD AA does not have any low- or moderate- income census tracts our analysis relied upon the bank's origination or purchase of loans to low- and moderate- income borrowers. In 2012 and 2013, the bank's home purchase lending to low- and moderate- income borrowers is weaker than the bank's lending performance in the Chicago/Cook County MD AA. In addition, the bank's lending to small businesses was also weaker than the bank's lending to small businesses in the

Chicago/Cook County MD AA. The bank's home refinance lending reflected stronger performance in the Lake County MD AA. Borrower distribution for all lending categories in 2011 was not inconsistent with the bank's lending performance for 2011 in the Chicago/County MD AA. These performance factors did not have a significant impact on the bank's overall lending test rating. Refer to Tables 1 through 12 in appendix C for the facts and data that support these conclusions.

INVESTMENT TEST

The bank's performance under the investment test is rated High Satisfactory.

Conclusions for Areas Receiving Full-Scope Reviews

Based on full-scope reviews, the bank's performance in the Chicago/Cook County MD is adequate.

Refer to Table 14 in appendix C for the facts and data used to evaluate the bank's level of qualified investments.

Overall, BBT's volume of qualified community development investments for this evaluation period in the Chicago/Cook County MD AA is adequate. Community development investment opportunities in the bank's delineated Chicago/Cook County MD AA are considered limited. As prior period investments (with monies still outstanding) continue to meet current community development needs within the bank's AA, we took into consideration the positive impact these investments have in the bank's AA. We also took into consideration those investment commitments in place that to date are unfunded.

Based on the adequate performance in the Chicago/Cook County MD AA, we gave positive consideration to the significant volume of qualified broader statewide or regional area community development investments made during the evaluation period. The bank's overall volume of qualified investments for the current and prior periods is good and BBT's responsiveness to community development needs is good. Investments made included a state affordable housing bond, five certificates of deposits in Community Development Financial Institutions, participation in three community development loan pools as well as investments made in two small business investment corporations. The bank also invested in many community development organizations with over 200 grants or contributions that supported qualified community development service activities in the bank's delineated AA as well as a broader regional or statewide areas that included the bank's delineated AA.

Total prior period and current period qualified investments for BBT equals 6.35 percent of Tier 1 capital.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Lake County MD AA is not inconsistent with the bank's adequate investment test performance conclusion in the full-scope Chicago/Cook County MD AA and the overall High Satisfactory investment test rating. The broader statewide or regional area community development investments also positively impacted the Lake County MD AA. Refer to Table 14 in appendix C for the facts and data that support these

conclusions.

SERVICE TEST

BBT's performance under the service test is rated Outstanding.

Conclusions for Areas Receiving Full-Scope Reviews

Based on full-scope reviews, the bank's retail service performance in the Chicago/Cook County MD AA is good. The bank is a leader in providing community development services.

Retail Banking Services

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

Retail services are good for the Chicago/Cook County MD AA.

Branch delivery systems are essentially assessable to the entire AA, including low- and moderate-income geographies and for low- and moderate- income persons. The bank operates six full service offices in the Chicago/Cook County MD AA. BBT does not have any branches located in the one low-income census tract in the delineated AA. With one branch located in a moderate- income census tract, the bank's distribution of branches in moderate-income geographies exceeds the percentage of the AA population living within moderate- income census tracts. This moderate- income census tract branch location was acquired in 2012 and improved the bank's overall accessibility to the surrounding moderate- income areas. The bank did not close any branch locations during this evaluation period. The bank's services do not vary in any way that inconveniences the AA, particularly low- and moderate-income individuals or low- and moderate-income areas.

BBT's distribution of ATMs for the Chicago/Cook County MD AA is very similar to the branch distribution discussed above. ATM distribution does not vary in any way that inconveniences the AA, particularly low- and moderate-income individuals or low- and moderate-income areas.

Banking hours do not vary in a way that inconveniences low- or moderate-income areas or people and provide reasonable accommodations to the bank's entire AA. BBT offers a wide range of traditional deposit and banking products and services as well as a host of mortgage lending products through the Wintrust Mortgage Division. In addition, BBT developed several specialized small business and consumer loan products described above under the lending test segment of this public evaluation. The bank offers alternative delivery systems through telephone and on-line banking, electronic bill pay and mobile banking options.

Community Development Services

Overall, BBT's level of community development services is excellent as bank personnel demonstrate strong leadership in many community development service organizations.

Chicago/Cook County MD AA:

The bank's level of community development services is relatively high and responsive to identified needs within the AA. For many community development service organizations, bank personnel actively participate in leadership roles resulting in greater benefits to the Chicago/Cook County MD AA.

During the evaluation period, BBT participated in 184 different community development service activities in the Chicago/Cook County MD AA. In addition, BBT participated in an additional 36 community development service activities in a broader statewide or regional area with organizations whose service area overlaps the Chicago/Cook County MD AA. These community development service activities were very responsive to the known credit needs of the community, especially during the recent economic recession. The bank recorded over 356 participants in 34 Money Smart small business or personal financial educational seminars conducted during the evaluation period. Management participated with 25 different community development service organizations, two affordable housing associations, and ten different economic development organizations.

Local BBT management or bank personnel were actively involved in providing leadership with 105 different community development service activities. The leadership roles included being a member on a board of directors, financial committee memberships, chairmanships, or serving as an officer or treasurer for the different community development qualified organizations.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's retail performance under the service test in the Lake County MD AA was not inconsistent than the bank's good service test performance in the Chicago/Cook County MD AA and the bank's overall Outstanding service test rating. The bank's performance in this limited scope area did not have a significant impact on the bank's overall service test performance rating. Refer to Table 15 in appendix D.

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, 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 (excludes CD Loans): 01/01/2011 to 12/31/2013 Investment and Service Tests and CD Loans: 09/26/2011 to 05/31/2014	
Financial Institution	Products Reviewed	
Barrington Bank & Trust Company, NA (BBT) Barrington, IL	Home Purchase Loans Home Refinance Loans Small Business Loans	
Affiliate(s)	Affiliate Relationship	Products Reviewed
Not Applicable		
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Chicago/Cook County MD Lake County MD	Full-Scope Limited-Scope	

Appendix B: Market Profiles for Full-Scope Areas

Chicago/Cook County MD AA:

Demographic Information for Full-Scope Area: Chicago/Cook County MD AA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	67	1.49	13.43	41.79	43.28	0.00
Population by Geography	363,529	2.28	10.84	39.42	47.46	0.00
Owner-Occupied Housing by Geography	101,500	1.01	7.80	39.82	51.37	0.00
Businesses by Geography	26,636	1.23	15.85	31.61	51.31	0.00
Farms by Geography	384	1.82	9.11	30.47	58.59	0.00
Family Distribution by Income Level	91,349	14.99	15.16	20.16	49.69	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	27,543	4.75	17.95	43.86	33.43	0.00
Median Family Income	= \$72,747					
FFIED Adjusted Median Family Income for 2013	= \$73,400					
Households Below the Poverty Level	=6%					
				Median Housing Value	= \$300,570	
				Unemployment Rate	= 3.67%	

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

Source: 2010 U.S. Census, and 2013 FFEIC updated MFI.

BBT has one main office and five full-service branch offices located within this AA. The AA consists of 67 census tracts located in the northwestern sector of Cook County, IL. Cook County is part of the Chicago-Naperville, Joliet IL MD. Over 96 percent of the bank's deposits and over 73 percent of the bank's loans are attributed to this AA. Contiguous to this AA, the bank has delineated 13 census tracts located in southwestern portion of Lake County, IL. Lake County, IL is part of the Lake County-Kenosha County, IL-WI MD. While part of the same MSA, each MD under CRA is evaluated separately. The bank has only one branch in the Lake County MD. The AA is legal and consists of a reasonable market area that can be serviced by BBT.

As of June 30, 2013, BBT ranked twenty-seventh out of 142 financial institutions for deposit market share in Cook County. The bank's deposit market share equaled 0.42 percent. JP Morgan Chase Bank, NA, BMO Harris Bank, NA and Bank of America, NA are the three largest deposit market share holders in Cook County and combined have greater than 49 percent of the deposit market share for the county. BBT is a large community bank that offers a full range of consumer, mortgage and business loan and deposit options. Large community development opportunities are not readily available in the immediate area. BBT is able to take advantage of broader statewide and regional community development transactions that do overlap the bank's AA.

While several large employers are in the area, mainly along the I-90 Interstate corridor that runs through the bank's AA, the vast majority of businesses in the AA are small businesses and sole proprietorships.

Types of businesses include construction companies, wholesale or retail trade, finance and insurance agencies, professional, scientific and technical services, along with various healthcare and social assistance organizations.

The market area is slowly recovering from the recent economic recession. Unemployment is slightly below State of Illinois unemployment rates, which are above national rates. Real estate values are beginning to rebound.

Appendix C: Tables of Performance Data

Content of Standardized 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 % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. 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:

- 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 1. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank over the evaluation period by MA/assessment area. Examples include consumer loans or other data that a bank may provide, at its option, concerning its lending performance. This is a two-page table that lists specific categories. BBT did not provide any optional loan data.
- 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 Multifamily Loans** - Compares the percentage distribution of the number of multifamily loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of

multifamily 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.

Table 1. Lending Volume

LENDING VOLUME		Geography: BARRINGTON 2012-2013								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013		
Assessment Area (2013):	% 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/Cook County MD AA	73.59	860	186,414	522	36,923	1	256	19	7,153	1383	223,593	96.19
Limited Scope:												
Lake County MD	26.41	285	87,799	216	23,585	0	0	1	2,880	501	111,384	3.81
Broader Regional or Statewide CD Loans								13	16,490	13	16,490	

* Loan Data for 2 years ending December 31, 2013. Rated area refers to State of Illinois.

** The evaluation period for Community Development Loans for this table is from January 1, 2012 to May 31, 2014.

*** Deposit Data as of June 30, 2013. Rated Area refers to State of Illinois.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: BARRINGTON 2012-2013						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
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	Over all	Low	Mod	Mid	Upp
Full Review:															
Chicago/Cook County MD AA	419	79.51	1.01	0.24	7.80	3.82	39.82	36.99	51.37	58.95	3.84	0.00	1.97	3.77	4.22
Limited Scope:															
Lake County MD	108	20.49	NA	NA	NA	NA	11.80	12.04	88.20	87.96	4.92	NA	NA	5.04	4.90

^{*} Based on 2012 Peer Mortgage Data (USPR)

^{**} 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 2010 Census information.

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

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT		Geography: BARRINGTON 2012-2013								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
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/Cook County MD AA	3	75.00	1.01	0.00	7.80	0.00	39.82	66.67	51.37	33.33	1.01	0.00	0.00	1.49	0.81
Limited Scope:															
Lake County MD	1	25.00	NA	NA	NA	NA	11.80	0.00	88.20	100.00	1.96	NA	NA	0.00	2.13

^{*} Based on 2012 Peer Mortgage Data (USPR)

^{**} 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 2010 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		Geography: BARRINGTON 2012-2013								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
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/Cook County MD AA	433	71.10	1.01	0.23	7.80	1.85	39.82	23.33	51.37	74.60	1.76	0.00	0.39	1.31	2.14
Limited Scope:															
Lake County MD	176	28.90	NA	NA	NA	NA	11.80	6.82	88.20	93.18	2.64	NA	NA	1.79	2.73

^{*} Based on 2012 Peer Mortgage Data (USPR)

^{**} 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 2010 Census information.

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

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: BARRINGTON 2012-2013						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Multifamily 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:															
Chicago/Cook County MD AA	5	100.00	7.11	0.00	16.72	20.00	45.98	40.00	30.19	40.00	0.00	0.00	0.00	0.00	0.00
Limited Scope:															
Lake County MD	0	0.00	NA	NA	NA	NA	45.15	0.00	54.85	0.00	0.00	NA	NA	0.00	0.00

^{*} Based on 2012 Peer Mortgage Data (USPR)

^{**} 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 multifamily units in a particular geography divided by the number of multifamily housing units in the area based on 2010 Census information.

^{****} Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: BARRINGTON 2012-2013								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
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 Businessess***	% BANK Loans	% of Businessess***	% BANK Loans	% of Businessess***	% BANK Loans	% of Businessess***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago/Cook County MD AA	522	70.73	1.23	1.72	15.85	14.56	31.61	15.52	51.31	68.20	0.24	0.10	0.10	0.12	0.41
Limited Scope:															
Lake County MD	216	29.27	NA	NA	NA	NA	22.15	24.54	77.85	75.46	0.52	NA	NA	0.30	0.80

* Based on 2012 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 (2013).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: BARRINGTON 2012-2013					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013								
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago/Cook County MD AA	1	100.00	1.82	0.00	9.11	0.00	30.47	0.00	58.59	100.00	1.45	0.00	0.00	0.00	2.17
Limited Scope:															
Lake County MD	0	0.00	NA	NA	NA	NA	20.81	0.00	79.19	0.00	0.00	NA	NA	0.00	0.00

* Based on 2012 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.

*** Source Data - Dun and Bradstreet (2013).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: BARRINGTON 2012-2013						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share ¹				
	#	% of Total ^{**}	% Families ^{***}	% BANK Loans ^{****}	% Families ¹	% BANK Loans ^{****}	% Families ^{***}	% BANK Loans ^{****}	% Families ^{***}	% BANK Loans ^{****}	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago/Cook County MD AA	419	79.51	14.99	10.68	15.16	19.90	20.16	26.21	49.69	43.20	4.16	4.50	3.39	4.70	4.20
Limited Scope:															
Lake County MD	108	20.49	7.58	2.80	10.63	9.35	16.58	22.43	65.21	65.42	5.24	5.56	3.54	8.75	4.55

^{*} Based on 2012 Peer Mortgage Data (USPR)

^{**} 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 2010 Census information.

^{****} As a percentage of loans with borrower income information available. No information was available for 1.5% of loans originated and purchased by bank.

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

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: BARRINGTON 2012-2013								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
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 ²	% BANK Loans ^{****}	% Families ^{***}	% BANK Loans ^{****}	% Families ^{***}	% BANK Loans ^{****}	Overall	Low	Mod	Mid	Upp
Full Review:															
Chicago/Cook County MD AA	3	75.00	14.99	0.00	15.16	66.67	20.16	0.00	49.69	33.33	1.10	0.00	3.70	0.00	0.99
Limited Scope:															
Lake County MD	1	25.00	7.58	0.00	10.63	0.00	16.58	0.00	65.21	100.00	2.00	0.00	0.00	0.00	3.57

^{*} Based on 2012 Peer Mortgage Data (USPR)

^{**} 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 2010 Census information.

^{****} As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by bank.

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

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: BARRINGTON 2012-2013					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					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 ³	% BANK Loans ^{****}	% Families ^{***}	% BANK Loans ^{****}	% Families ^{***}	% BANK Loans ^{****}						
Full Review:																
Chicago/Cook County MD AA	433	71.10	14.99	3.37	15.16	7.95	20.16	23.37	49.69	65.30	1.93	1.12	1.12	1.95	2.22	
Limited Scope:																
Lake County MD	176	28.90	7.58	1.75	10.63	8.77	16.58	17.54	65.21	71.93	2.88	2.83	3.57	2.47	2.92	

^{*} Based on 2012 Peer Mortgage Data (USPR)

^{**} 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 2010 Census information.

^{****} As a percentage of loans with borrower income information available. No information was available for 3.8% of loans originated and purchased by bank.

³ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: BARRINGTON 2012-2013			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
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/Cook County MD AA	522	70.73	70.25	72.22	82.76	7.85	9.39	0.24	0.49
Limited Scope:									
Lake County MD	216	29.27	74.67	57.41	72.69	10.19	17.13	0.52	0.82

^{*} Based on 2012 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 - 2013).

^{****} 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 0.40% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: BARRINGTON 2012-2013			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
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:									
Chicago/Cook County MD AA	1	100.00	95.83	0.00	0.00	0.00	100.00	1.45	0.00
Limited Scope:									
Lake County MD	0	0.00	91.28	0.00	0.00	0.00	0.00	0.00	0.00

^{*} Based on 2012 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 - 2013).

^{****} 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.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: BARRINGTON				Evaluation Period: SEPTEMBER 26, 2011 TO MAY 31, 2014			
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 MSA 2010 Census	7	273	156	219	163	492	6.30	0	0
Limited Scope:									
Lake County MD 2010 Census	0	0	49	129	49	129	1.65	0	0
Broader Regional or Statewide Investments	3	372	47	6,821	50	7,193	92.05	3	2,999

^{*} '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: BARRINGTON Evaluation Period: September 26, 2011 to May 31, 2014																	
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/Cook County MD AA	96.19	6	85.71	0.0	16.7	33.3	50.0	2	0	0	+1	+1	0	2.28	10.84	39.42	47.46
Limited Review:																	
Lake County MD	3.81	1	14.29	NA	NA	0.0	100	0	0	NA	NA	0	0	NA	NA	12.75	87.25

