



## **PUBLIC DISCLOSURE**

February 5, 2018

# **COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION**

Citibank, N.A.  
Charter Number 1461

701 East 60th Street North  
Sioux Falls, SD 57104

Office of the Comptroller of the Currency

Large Bank Supervision  
Constitution Center  
400 7th Street, S.W.  
Washington, DC 20219

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 **Satisfactory**.

The following table indicates the performance level of Citibank, N.A. with respect to the Lending, Investment, and Service Tests:

Performance Levels	Citibank, N.A. Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding	X	X	X
High Satisfactory			
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:

- CBNA’s overall Lending Test performance is excellent.
- CBNA’s overall Investment Test performance is excellent.
- CBNA’s overall Service Test performance is excellent.
- Notwithstanding the bank’s otherwise excellent performance levels, evidence of discriminatory or other illegal credit practices resulted in lowering the overall CRA Performance Evaluation rating to “Satisfactory.”

## **Executive Summary**

This section provides narrative support for CBNA's overall performance rating. The rating area sections of this evaluation provide additional comments regarding performance for each multistate MSA (MMSA) and state. Supporting numerical tables, found in Appendix D, reflect data considered during the analysis of the bank's CRA performance.

### **DISCRIMINATORY OR OTHER ILLEGAL CREDIT PRACTICES**

Evidence of discriminatory or other illegal credit practices resulted in lowering the overall CRA Performance Evaluation rating to "Satisfactory." Without the evidence of the practices discussed in the Discriminatory or Other Illegal Credit Practices section of this document, the overall CRA Performance Evaluation rating would have been "Outstanding."

The bank violated the Fair Housing Act through its Relationship Loan Pricing program, which adversely impacted approximately 24,000 consumers in an aggregate amount of approximately \$24 million. The bank paid a civil money penalty of \$25 million as a result of this violation.

The bank violated the Truth in Lending Act by failing to reevaluate and reduce the annual percentage rates for certain consumer credit card accounts, which adversely impacted approximately 1.8 million credit card accounts in an amount totaling approximately \$357 million.

The bank also violated the Consumer Financial Protection Act of 2010, the law prohibiting unfair, deceptive, or abusive acts or practices, in a matter involving altered affidavits filed in debt collection lawsuits by law firms retained by CBNA and its affiliate, Department Stores National Bank. The New Jersey Superior Court approved a settlement for both banks which involved customer refunds totaling approximately \$11 million, dismissal of all 6,738 pending cases, and forgiveness of debts totaling nearly \$34 million.

In addition, the OCC has considered information that was made available to the OCC on a confidential basis during its consultations.

### **LENDING TEST**

Overall lending performance during the evaluation period is excellent.

Overall lending performance in the rating areas generally ranged from good to excellent, with excellent performance in the New York-New Jersey MMSA (NY-NJ MMSA) as well as the states of California, Florida and Illinois, the four largest rating areas. Together these areas represent 80.4 percent of total bank lending considered in all rating areas and 87.7 percent of the bank's adjusted deposits.

Excellent lending activity levels were evident in all of the full-scope assessment areas (AA), with small loans to businesses market shares and rankings exceeding deposit market share and rankings. Home

mortgage market share and rankings were good to excellent, given the strong competition from both deposit and non-deposit taking lenders in many of the bank's major markets. Both geographic and borrower distribution of both home mortgage and small loans to businesses were good to excellent in almost all of the full-scope areas. Weaker, but still considered adequate, geographic distribution of home mortgage loans was noted in the Philadelphia MMSA, Florida, New Jersey (outside of the MMSA), and Texas rating areas.

Community development (CD) lending was significantly strong in most AAs, which in turn had a significantly positive impact on lending performance in those rating areas. CBNA originated over \$20 billion in CD loans, including those made in the broader statewide and regional areas. Another \$627 million in letters of credit, primarily in New York, were issued to support CD projects. Letters of credit provide a valuable credit enhancement necessary for many CD projects to be viable. Without these letters of credit, many needed CD projects would not have been completed. Throughout the evaluation period, CBNA retained the top ranking in *Affordable Housing Finance* magazine's annual survey of affordable housing lenders.

## **INVESTMENT TEST**

CBNA's overall investment performance is excellent and responsive to the needs of the communities. In many of the AAs, the bank took a leadership role in developing and participating in investments that were large, complex and involved multiple partners with both public and private funding.

The bank has continued to be a long-term provider of capital, which positively affected low- and moderate-income (LMI) communities and residents. Excellent performance is evident in the nearly five thousand investments, grants, and donations totaling \$8.6 billion made during the evaluation period in its AAs. Another \$1.4 billion of CD investments from prior periods remain outstanding and continue to support identified needs. CBNA also made numerous CD investments that benefit areas outside of the bank's AAs. This includes broader statewide and regional areas that total \$707 million in current and prior period investments which further supports the overall excellent investment performance of the bank.

## **SERVICE TEST**

CBNA's overall service performance is excellent.

The bank's branches and alternative delivery systems were readily accessible to geographies and individuals of different income levels in the bank's major markets. Performance was considered good to excellent in all of the AAs.

During the evaluation period, the bank exited or scaled back their retail presence in several markets. On a net basis, CBNA closed and/or sold 300 branches, primarily in Texas, the NY-NJ MMSA, California, Massachusetts (Boston), and Pennsylvania (Philadelphia MMSA).

Community development services were effective and addressed community needs in all AAs.

## 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 generally have a population between 1,200 and 8,000 people, with an optimal size of 4,000 people. 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:** 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 Small Business Administration Development Company or Small Business Investment Company programs size eligibility standards or have gross annual revenues of \$1 million or less; activities that revitalize or stabilize low- or moderate-income geographies, distressed or underserved nonmetropolitan middle-income geographies, or designated disaster areas; or loans, investments, and services that support, enable or facilitate projects or activities under HUD Neighborhood Stabilization Program criteria that benefit low-, moderate-, and middle-income individuals and geographies in the bank's assessment area(s) or outside the assessment area(s) provided the bank has adequately addressed the community development needs of its assessment area(s).

**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 conduct 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 applicants, the amount of loan requested, the disposition of the application (e.g., approved, denied, and withdrawn, 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):** The median income determined by the U.S. Census Bureau every five years and used to determine the income level category of geographies. Also, the median income determined by the Federal Financial Institutions Examination Council (FFIEC) 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:** As defined by Office of Management and Budget, a county or group of counties within a Core Based Statistical Area that contains an urbanized population of at least 2.5 million. A Metropolitan Division consists of one or more main/secondary counties that represent an employment center or centers, plus adjacent counties associated with the main/secondary county or counties through commuting ties.

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

Citibank, National Association (Citibank, CBNA, or bank) is a full-service interstate bank with its main office in Sioux Falls, South Dakota and headquarters in New York City, New York (NYC). Citibank is a subsidiary of Citicorp LLC, which is a direct subsidiary of Citigroup Inc. (Citi). Citi is a global financial services company with approximately 200 million customer accounts, does business in more than 160 countries and jurisdictions, and has 219,000 employees worldwide. Citi's total assets of \$1.8 trillion as of December 31, 2016 made it the fourth largest bank holding company in the U.S. and the 13<sup>th</sup> largest banking organization in the world. Citi provides consumers, corporations, governments and institutions with a broad range of financial products and services, including consumer banking and credit, corporate and investment banking, securities brokerage, transaction services and wealth management.

At year-end 2016, Citibank operated 730 retail branches with 206 (28.2 percent) of these branches located in LMI geographies and 2,389 ATMs with 665 (27.8 percent) of these ATMs in LMI geographies.

The table below provides basic bank financial information as of the beginning of the first year (with the exception of Net Income) and end of the fifth year of the evaluation period:

Loan Mix	01/01/2012		12/31/2016		% Growth / (Decline) in Period
	Balance Sheet \$ Amount (000)	% of Total Loans	Balance Sheet \$ Amount (000)	% of Total Loans	
Real Estate Loans	191,192,000	32.2	154,470,000	26.0	-19.2
Commercial Loans	152,269,000	25.6	160,788,000	27.0	+5.6
Individual Loans	180,200,000	30.4	169,077,000	28.4	(-6.2)
Agricultural Loans	903,000	0.2	1,181,000	0.2	+30.8
All Other Loans/Leases	69,162,000	11.6	110,228,000	18.4	+59.4
Total Assets	1,288,658,000		1,349,581,000		+4.7
Total Deposits	882,541,000		945,683,000*		+7.2
Net Income	(Year end 2012)	11,845,000	12,799,000		+8.1
Tier One Capital	121,862,000		126,465,000		+3.8

Source: FFIEC Call Reports

\*Total deposits includes international and domestic deposits. For CRA evaluation purposes, international and interbank/intercompany deposits were eliminated, resulting in adjusted deposits of \$226.3 billion.

Throughout the evaluation period, economic recovery from the devastating effects of the worst financial and recession since the Great Depression continued to impact the national economy and local economies in many of the bank's AAs.

Beginning in 2012, Citibank began to scale back its retail branch operations and the geographies in which it operates. At year-end 2016, the bank had offices in California, Connecticut, District of Columbia, Florida, Illinois, Maryland, Nevada, New Jersey, New York, Puerto Rico, South Dakota, and

Virginia. During a portion of the evaluation period, CBNA also operated within Guam, Massachusetts, Pennsylvania, and Texas. Due to the lack of demographic, business, and market data for Guam and limited presence in relation to the entire evaluation period, we did not evaluate performance in Guam. For this evaluation, there are 49 AAs delineated. This includes three MMSAs where the bank operated in at least two states.

In October 2012, Superstorm Sandy resulted in major damage to homes, businesses, and infrastructure throughout the New York City (NYC) and NJ areas. Damage estimates for the entire area ranged from \$30-50 billion, with the NYC area accounting for \$19 billion. An estimated 30,000 jobs in NYC and 70,000 jobs in NJ were lost in the storm's immediate aftermath. A national affordable housing intermediary found that one year after the storm, 39 percent of all homes damaged by the storm and 50 percent of all homes owned by low-income families or in low-income geographies had not been fully repaired. More than five years later, the areas are still recovering and rebuilding from the effects of the storm.

In February 2016, CBNA announced their intention to purchase the Costco credit card portfolio from American Express. The transaction closed in October 2016 (two months prior to the end of this CRA evaluation period) which added nearly one million small business loans to the bank's CRA loan register for 2016. In evaluating small business lending in affected AAs, we adjusted the number of small loans to businesses downward and excluded the acquisition, given the timing of the transaction. However, the lending tables in Appendix D reflect the number of loans reported on the bank's loan/application register.

In 2016, CBNA retained the top ranking in Affordable Housing Finance magazine's annual survey of affordable housing lenders. This was the seventh consecutive year that CBNA was the top ranked lender.

At the bank's request, we considered loans, investments, and grants from several affiliates and subsidiaries. Refer to Appendix A for a complete list. The bank and its affiliates were not constrained by any legal or financial impediments that would hinder its ability to meet the credit, investment, and service needs of its communities.

Citibank was rated Satisfactory at its previous CRA evaluation dated December 31, 2011.

## Scope of the Evaluation

### Evaluation Period/Products Evaluated

This performance evaluation assesses the bank's CRA performance under the large institution Lending, Investment, and Service Tests. Generally, the evaluation period is January 1, 2012 to December 31, 2016; for those rating areas where the bank completely exited earlier (Philadelphia MMSA, the states of Maryland; NJ outside of MMSAs; Massachusetts; and Texas), the evaluation period is noted in the applicable rating area section and the tables in Appendix D.

In evaluating the bank's lending performance, the OCC reviewed home mortgage loans reported under the Home Mortgage Disclosure Act (HMDA) and small loans to businesses reported under the CRA. All home mortgage products were reviewed and conclusions reached in the aggregate. Loans to farms were not considered because the bank made very few reportable farm loans during the evaluation period. Additionally, multifamily home loans were considered only in the NY-NJ MMSA rating area. In other areas, the bank made either no or too few multifamily loans to permit a meaningful analysis of performance.

### Selection of Areas for Full-Scope Review

In each rating area where the bank has an office, at least one AA within that area was selected for a full-scope review. In a MMSA where the bank has offices within at least two states within the MMSA, all applicable MDs/AAs were combined for analysis purposes and the MMSA received a full-scope review. Refer to the "Scope" section under each rating section for details regarding how the areas were selected.

### Ratings

The bank's overall rating is a blend of the MMSA ratings and state ratings. The state ratings are based primarily on those areas that received full-scope reviews. Refer to the "Scope" section under each State and MMSA Rating section for details regarding how the areas were weighted in arriving at the respective ratings.

### Lending Test

For the various loan products considered under the Lending Test, generally small loans to businesses received slightly greater weight than home mortgage loans in developing our conclusions due to a higher volume of small loans to businesses during the evaluation period. In rating areas where there was a significant difference in our weighting, it is noted under the Scope of the Evaluation section.

Mortgage lending was analyzed based on aggregated mortgage loan data, which is provided at the product level in Appendix D. Conclusions are based on the analysis of the aggregated data and performance context considerations that are discussed in each applicable rating area section within the Lending Test.

Throughout all rating areas, as data was available, we gave equal emphasis to the geographic and borrower distribution components of the Lending Test.

In our analysis of the distribution of home mortgage loans to borrowers of different income levels, we considered the impact that poverty levels had on the demand for mortgages from low-income individuals and the affordability or high cost of housing in some markets. The costs associated with financing homeownership has a more significant impact on the opportunity to lend to low-income populations where a larger proportion of the individuals and families fall below the poverty line.

Our small business analysis of the geographic distribution and the distribution of loans by revenue of businesses considered the effects of the October 2016 Costco portfolio acquisition. The portfolio contained loans outside of the bank's AAs and a substantial majority of these loans did not contain gross annual revenue data. Although the bank was required to submit its 2016 CRA loan register with these loans, we adjusted our analysis for the individual AAs. The lending tables presented in Appendix D reflect unadjusted data.

In evaluating the distribution of small loans to businesses by revenue, we used a five-year average of the percentage of small businesses reported by Dunn & Bradstreet (D&B). As D&B has improved the collection of revenue data, the percentage reported for each of the five years of the evaluation period has varied greatly for many of the bank's major markets. However, the tables presented in Appendix D generally reflects the most current year (2016) D&B data.

The volume of CD loans and the degree of responsiveness of those loans to the needs in the community were considered in the lending evaluation. CD lending in an AA influenced the Lending Test rating either positively, neutrally, or negatively, to the extent of opportunity, responsiveness, and performance context. In situations where the bank's CD lending positively influenced the rating, it is described in the conclusions for the rating area. We compared the dollar amount of CD loans to the Tier One Capital allocated to the AAs to gain a common perspective regarding the volume of CD lending activity. Tier One Capital was allocated to the rating areas and AAs based on the percentage of bank deposits in the AAs.

We did not draw conclusions on a particular loan product if the bank made less than 50 loans in an AA during the evaluation period, as the analysis on fewer than 50 loans did not provide meaningful conclusions.

### **Investment Test**

We considered the volume of qualified investments made during the current evaluation period and qualified investments that were made prior to the current evaluation period and still outstanding. The amount of consideration given to the current and prior period investments is based on the responsiveness of the investments to the needs in the AAs.

We compared the dollar amount of qualified investments made in the current evaluation period and prior evaluation periods to the Tier One Capital allocated to the AAs to gain a common perspective regarding the volume of investment activity. Tier One Capital was allocated to the rating areas and AAs based on the percentage of bank deposits in each AA.

### **Service Test**

Primary consideration is given to the bank's performance in delivering retail products and services to geographies and individuals of different income levels through the bank's distribution of branches. We focused on branches in LMI geographies, but also considered branches in middle- and upper-income (MUI) geographies that are in close proximity to LMI geographies. Alternate delivery systems including ATMs, mobile, remote, and internet banking, were given positive consideration as the bank provided detailed reports on the use of these systems by LMI households.

Where the bank opened or closed branches within an AA, the overall impact of the changes was evaluated. If no branches were opened or closed in an AA, we did not include that performance element in our analysis.

We evaluated the range of services and products offered by all of the bank's branches and if services and products offered at branches were consistent throughout the branch network. We specifically focused on differences in branch hours and services in LMI geographies compared to those in middle- or upper- income geographies. We did not note any material differences in any AA.

The bank's record of providing CD services was evaluated in AAs that received full-scope reviews. Our primary consideration was the responsiveness of CBNA to the needs of the community.

### **Other Information**

*AAs* – The OCC determined that all AAs consisted of whole geographies and met the requirements of the regulation. The areas reasonably reflected the different trade areas that CBNA's branches service and did not arbitrarily exclude any LMI areas.

*Inside/Outside Ratio* – The OCC analyzed the volume of bank loans made within CBNA's AAs versus those outside the AAs. CBNA originated 52.0 percent of all home mortgage loans and 48.6 percent of small loans to businesses within their AAs.

*Lending Gap Analysis* – The OCC reviewed summary reports and maps, and analyzed home mortgage and small business lending activity to identify any gaps in the geographic distribution of loans in all full-scope AAs. The OCC did not identify any unexplained conspicuous gaps in any of the areas they reviewed.

*Flexible and Innovative Lending Products* – The bank offered several CRA affordable mortgage products during the evaluation period. The volume of originations are discussed within the rating areas, where applicable. Some of the more significant products include:

- Closing Cost Assistance – Through 2015, CBNA provided up to \$3,000 closing cost credit to LMI borrowers who met certain program criteria.
- Home Run – Proprietary first mortgage offering LMI borrowers flexible underwriting terms and no requirement for mortgage insurance. Offered through approved nonprofits providing pre- and post-purchase homeownership counseling services.
- Lender Paid Assistance – CBNA funded closing cost assistance up to \$5,000 for first-time homebuyers who received counseling from an approved nonprofit organization.
- Deed Restriction – Mortgage program for properties with deed restrictions, including those that survive foreclosure. Deed restricted properties is a key feature to preserve affordability in many communities.
- FHA and VA Programs – FHA and VA insured loans had more flexible lending criteria than conventional mortgage loans. HUD provided mortgage insurance for FHA loans, enabling the Bank to offer additional loan options to borrowers who may not have qualified for a conventional mortgage. The U.S. Department of Veterans Affairs guaranteed the VA loans, which provided protection against losses arising from a borrower default.

*Flexible and Innovative Retail Service Products* – The bank offered several retail products and services across its AAs that address the needs of all of its customers, including LMI. Some of these included:

- Access Account – A checkless bank account with low or avoidable monthly service charge and cannot incur an overdraft fee. The account was available from 2014 to 2016.
- Citibank Basic Savings Account – A bank account with no monthly fee and a low minimum balance requirement when combined with a financial education program to introduce customers new to banking how to build savings. These programs, called Financial Empowerment Programs, are offered through Citibank nonprofit partners.
- Citi ATM Community Network – A 2016 pilot program providing customers from participating minority-owned and/or low-income credit unions with the ability to withdraw cash and conduct balance inquiries with no surcharge fee at Citibank branch ATMs.

## Discriminatory or Other Illegal Credit Practices Review

Pursuant to 12 C.F.R. §25.28(c) or §195.28(c), respectively, in determining a national bank's or federal savings association's (collectively, bank) 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. As part of this evaluation process, the OCC consults with other federal agencies with responsibility for compliance with the relevant laws and regulations, including the U.S. Department of Justice, the U.S. Department of Housing and Urban Development, and the Consumer Financial Protection Bureau, as applicable.

The OCC identified public information regarding noncompliance with the statutes and regulations prohibiting discriminatory or other illegal credit practices with respect to this institution:

- Violation of the Fair Housing Act involving CBNA's Relationship Loan Pricing ("RLP") program. In August 2011, CBNA piloted an RLP program and in February 2012, CBNA more widely implemented it across its customer base. Under the program, customers who had a qualifying banking relationship with CBNA at the time of mortgage loan origination and applied for RLP-eligible mortgages could receive either a credit to closing costs or an interest rate reduction. From the inception of the program through January 2015, the bank failed to ensure effective risk management and internal controls over the RLP program. As a result, certain borrowers did not receive the RLP benefit for which they were eligible and were adversely affected on the basis of their race, color, national origin, and/or sex. After finding in 2014 that the borrowers had not received the correct RLP benefit, in 2015 CBNA self-reported its findings to the OCC. CBNA has initiated and largely completed a plan to reimburse customers affected by these violations, which involved approximately 24,000 customers in the amount of approximately \$24 million. CBNA is also taking appropriate remedial actions to fully address and correct the violation of law. The bank paid a civil money penalty of \$25 million. For further information, see OCC Consent Order AA-EC-2019-8 dated March 19, 2019.
- Violation of the Truth in Lending Act by failing to reevaluate and reduce the annual percentage rates (APR) for certain consumer credit card accounts and failing to have reasonable written policies and procedures to conduct the APR reevaluations consistent with the regulation. The reevaluation requirements went into effect in August 2010 and, among other things, require that if a creditor increases the APR applicable to a credit card account under an open-end consumer credit plan, based on factors including the credit risk of the obligor and market conditions, the creditor shall consider changes in such factors in subsequently determining whether to reduce the APR for such obligor. The requirements also direct a creditor that previously increased the APR on a credit card to review the account at least every six months to assess whether the factors that prompted the increase have changed, and reduce the account's APR when indicated by the review. The bank identified deficiencies in its APR reevaluation processes and reported the deficiencies to the CFPB and OCC. The bank determined the deficiencies occurred between February 2011 and February 2018 and adversely impacted approximately 1.8 million credit card accounts in an amount totaling approximately \$357 million. CBNA initiated remediation to impacted customers and reports the remediation is largely complete. CBNA consented to the issuance of a Consent Order by the CFPB on June 28, 2018. See File No. 2018-BCFP-0003.

- Noncompliance with laws prohibiting CBNA from engaging in Unfair Acts or Practices in violation of the Consumer Financial Protection Act of 2010 (12 USC 5531 and 12 USC 5536). Attorneys representing the bank modified previously executed sworn statements filed in debt collection cases in New Jersey state courts. The practice, affecting approximately 7,000 customers of both CBNA and its affiliate, DSNB, was identified by the bank in May 2011. The bank reported its findings to the New Jersey Administrative Office of the Courts and the OCC in November 2011, and subsequently to the CFPB. The New Jersey Superior Court approved the settlement offer provided by the bank in June 2014. The settlement provided for the bank to return \$11 million in payments from customers who made payments after the filing of the modified court documents, dismiss 6,738 pending collection lawsuits, and forgive approximately \$34 million in unsecured debt. CBNA consented to the issuance of a Consent Order by the CFPB on February 23, 2016. See 2016-CFPB-0004. The Order requires the bank to comply with the bank's settlement with the New Jersey Superior Court and periodic submission of compliance plans to enhance oversight and compliance management systems.

The OCC does not have additional public information regarding noncompliance with statutes and regulations prohibiting discriminatory or other illegal credit practices with respect to this institution. In determining this institution's overall CRA rating, the OCC has considered information that was made available to the OCC on a confidential basis during its consultations.

As a result of these findings, and after consideration of the nature, extent, and strength of the evidence of the practices; the extent to which institution had policies and procedures in place to prevent the practices; the extent to which the institution has taken or has committed to take corrective action, including voluntary corrective action resulting from self-assessment; and other relevant information, the CRA Performance Evaluation rating was lowered from "Outstanding" to "Satisfactory."

The OCC will consider any information that this institution engaged in discriminatory or other illegal credit practices, identified by or provided to the OCC before the end of the institution's next performance evaluation in that subsequent evaluation, even if the information concerns activities that occurred during the evaluation period addressed in this performance evaluation.

## Multistate Metropolitan Statistical Area Rating

### New York-Newark-Jersey City, NY-NJ-PA Multistate Metropolitan Statistical Area (NY-NJ MMSA)

**CRA rating for the NY-NJ MMSA:** Outstanding  
**The Lending Test is rated:** Outstanding  
**The Investment Test is rated:** Outstanding  
**The Service Test is rated:** Outstanding

The major factors that support this rating include:

- The level of lending activity, geographic distribution of the bank's home mortgage and small loans to businesses is excellent, and borrower distribution of the bank's home mortgage and small loans to businesses is good;
- CBNA is a leader in making community development loans effective in addressing community credit needs. In addition, the institution makes extensive use of innovative or flexible loan programs to addressing community credit needs;
- CBNA has an excellent level of qualified investments, grants and donations under its program. Qualified investments were effective and responsive in addressing community credit needs;
- The bank's branches were effective and alternative delivery systems reasonable and responsive in helping the bank provide services across the community; and
- CBNA is a leader in providing CD services. CD services were effective in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

### Description of Institution's Operations in the NY-NJ MMSA

Citibank's AA in the NY-NJ MMSA is comprised of geographies in New York and New Jersey. The bank conducts operations within three MDs: New York-Jersey City-White Plains, NY-NJ MD consisting of Bergen, Hudson, Middlesex, Monmouth, Ocean, and Passaic counties in NJ and Bronx, Kings, New York, Queens, Richmond, Rockland, and Westchester counties in NY; Nassau County-Suffolk County, NY MD in its entirety; and the Newark, NJ MD consisting of Essex, Morris, Somerset, and Union counties in NJ. This AA represents the largest retail market for the bank in terms of deposits and branches.

Citibank had \$115.4 billion in deposits in the MMSA representing 51.0 percent of its adjusted deposits. The local banking environment is highly competitive with 214 FDIC-insured institutions operating over 5,700 branches. Citibank ranked fifth in deposit market share with seven percent. The top three banks by deposit market share are JPMorgan Chase (33.3 percent), Bank of America (7.4 percent), and BNY Mellon (7.3 percent). In addition to FDIC-insured institutions, this area is served by a number of credit unions, mortgage lenders and brokers, and money service businesses. Citibank operated 244 branches

and 1,240 ATMs in the MMSA, representing 33.4 percent of total branches and 51.9 percent of total ATMs.

The NY-NJ MMSA poses a number of challenges to home mortgage lenders in the AA, including Citibank. The MMSA is a high-cost housing area, limiting access to affordable home ownership among LMI borrowers. The median housing value in the MMSA is \$484,457 while the National Association of Realtors (NAR) 4Q2016 median sales price of a single family home is \$388,500. One simplistic method used to determine housing affordability assumes a maximum monthly principal and interest payment of no more than 30 percent of the applicant's income. Assuming a 30-year mortgage with a 4.5 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, a low-income borrower making \$39,882 per year (or less than 50 percent of the FFIEC adjusted median family income in the AA) could afford a \$169,465 mortgage with a payment of \$997 per month; a moderate-income borrower earning \$63,811 per year (or less than 80 percent of the FFIEC adjusted median family income in the AA) could afford a \$271,143 mortgage with a payment of \$1,595 per month.

The poverty level across the AA was considered in our evaluation of lending performance. Families living below the stated poverty rate are identified as having difficulty meeting basic financial needs and as such are less likely to have the financial wherewithal to qualify for a home loan than those with income above poverty. In the NY-NJ MMSA, the overall poverty level was 13 percent. However, in low-income tracts, the household poverty rate increases to 36 percent and in moderate-income tracts it increases to 19 percent. In middle- and upper-income tracts, the combined poverty level is just seven percent.

Refer to Appendix C-Community Profiles for detailed demographics and other performance context information.

### **Scope of Evaluation in the NY-NJ MMSA**

The NY-NJ MMSA received a full-scope review. All MDs were combined in evaluating performance under each test.

To understand the credit and community development needs in the area, OCC representatives met with seven non-profit and community-based organizations within the AA during listening sessions and in-person interviews. Participants noted a need for affordable housing, especially for the chronically homeless, higher paying wages, and affordable banking products.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE NY-NJ MMSA**

### **LENDING TEST**

#### **Lending Activity**

Based on the data in Lending Volume Tables #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition, and market presence.

CBNA ranked fifth in deposits out of 214 insured depository institutions with seven percent market share. In small loans to businesses, CBNA ranked third with a market share of 13.6 percent. The other top lenders were American Express with a market share of 31.2 percent and JPMorgan Chase with a market share of 15 percent. Costco accounted for 22.1 percent of the reported small loans to businesses.

In overall HMDA lending, CBNA ranked second with 6.4 percent market share. While the HMDA lending market share is slightly lower than the bank's deposit market share, this is a highly competitive market with 879 home mortgage lenders. The top lender in this market was Wells Fargo Bank with an 11 percent market share.

#### **Distribution of Loans by Income Level of the Geography**

##### ***Home Mortgage Loans***

Based on the data in Tables #2, 3, 4, and 5 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is excellent.

The proportion of loans in low-income geographies exceeded the proportion of owner-occupied housing units in those geographies and was consistent with the aggregate distribution of loans. The proportion of loans in moderate-income geographies was consistent with the proportion of owner-occupied housing in those geographies and exceeded the aggregate distribution of loans.

##### ***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is excellent.

After adjusting for Costco, the proportion of loans in low-income geographies was consistent with the proportion of businesses located in those geographies and the aggregate distribution of loans. The proportion of loans in moderate-income geographies exceeded both the proportion of businesses located in those geographies and the aggregate distribution of loans.

## **Distribution of Loans by Income Level of the Borrower**

### ***Home Mortgage Loans***

Based on the data in Tables #8, 9, and 10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is good.

The proportion of loans to low-income borrowers is significantly less than the proportion of low-income families within the AA, but was stronger than exceeded the aggregate distribution of loans. The proportion of loans to moderate-income borrowers is less than the proportion of moderate-income families and exceeded the aggregate distribution of loans. The high housing cost and poverty levels within the MMSA constrain lending opportunities to LMI borrowers.

### ***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

After adjusting for Costco, the proportion of loans to small businesses is comparable to the percentage of small businesses in the AA and stronger than the aggregate distribution of loans.

## **Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded community development lending is excellent.

CBNA is a leader in making community development loans, which were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs totaling nearly \$6 billion, or 39.1 percent of allocated Tier One Capital.

Examples include:

- Following Superstorm Sandy in October 2012, many of NYC subway lines and tunnels suffered significant damage. CBNA provided a \$500 million loan to assist NYC to restore mass transit service throughout the city's five boroughs. The entire mass transit system was included in the federally designated disaster zone following the storm.
- CBNA structured and underwrote a \$350 million loan facility on behalf of a 12 member syndicate to recapitalize a nonprofit affordable housing and community revitalization finance company. This facility gave the nonprofit the ability to restructure debt and resume loan originations to assist in creating and preserving affordable housing in NYC.

- CBNA provided a \$12.8 million loan to a NYC governmental entity for new construction of a 60-unit multifamily project, of which 46 units were restricted to tenants earning 60 percent of area median income (AMI) and 12 units will be reserved for youth aging out of foster care. This was the first back-to-back financing between CBNA and the governmental entity, where CBNA provided funds and the governmental entity in turn funded the project.

### **Other Loan Data**

CBNA issued 25 standby letter of credit totaling \$565 million that have a qualified CD purpose. The letters of credit were given positive consideration and supported the creation/preservation of affordable housing for LMI persons in the AA.

### **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a significant number of loans under these programs. The bank originated over 3,800 loans totaling \$978 million under its affordable mortgage products programs that are noted earlier in the “Other Information” section of this evaluation. Deed restriction, FHA, and closing cost assistance loans accounted for the majority of the loans originated under all programs.

### **INVESTMENT TEST**

Based on the data in Table #14 and performance context considerations, we concluded the bank’s qualified investment performance is excellent.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs. The combined current and prior period investment dollar volume represent 25.0 percent of allocated Tier One Capital.

The investments and grants reflect excellent responsiveness to the needs identified in the AA, including affordable housing, small business development, and financial literacy for LMI persons. Over 83 percent of the bank’s CD investments focused on affordable housing, which is a key issue in the MMSA.

Examples include:

- CBNA partnered with a non-profit housing developer to create a fund that focuses on acquiring properties to preserve and/or create affordable housing in NYC. The fund renews or initiates the properties’ participation in subsidy programs to preserve/create affordability for LMI occupants. CBNA funded \$95 million of its maximum commitment of \$142.5 million. The fund made investments in nine projects with a total of 2,027 units, of which 1,703 are affordable.

- CBNA made a \$3.2 million New Market Tax Credit (NMTC) investment to facilitate renovation of a cultural research center. The building is located in a federally designated Urban Renewal Community, a New York Empowerment Zone, and a highly distressed census tract with a poverty rate of 28 percent and an unemployment rate of 12.6 percent. It is expected that the renovations will provide an economic stimulus to the area and create ten permanent jobs.

## **SERVICE TEST**

### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is excellent.

The bank's branches and alternative delivery systems were reasonable and responsive in helping the bank provide services across the community. The bank had an adequate number of branches and ATMs, reflected in Table #15, in LMI areas compared to the population distribution. However, when considering 67 branches adjacent to LMI areas, 19 serving low-income geographies and 48 serving moderate-income geographies within the AA, the distribution exceeds the percentage of the population within those geographies. The bank was able to demonstrate that alternative delivery systems are a reasonable method of providing banking services to LMI households when compared to the delivery of the same services to MUI households.

Two branches, both located in LMI geographies, offer Sunday hours. Additionally, branches located in LMI geographies offer extended hours on Tuesdays and Thursdays whereas those in MUI geographies do not.

The opening and closing of branches, reflected in Table #15, had limited impact on the delivery of service across the community.

During the evaluation period, CBNA opened eight branches and closed 42 branches in the MMSA. One branch was opened and one branch was closed in low-income geographies and six branches were closed in moderate-income geographies. Twenty-five of the closures were in areas outside the bank's core service area (five boroughs of NYC and adjacent suburbs). A substantial majority were in suburban NJ, which was entered via a de novo program that began in 2005. The remaining 17 closures were in areas with high trade area overlap between branches. Closures emphasized underperforming branches with expiring leases that were nearby other branches to accommodate the customers.

CBNA makes good use of alternative delivery systems through ATMs, telephone and online banking, electronic bill pay, and mobile banking options. CBNA has 1,240 ATMs in the AA, all of which are deposit-taking. These systems provide additional delivery availability and access to banking services to both retail and business customers in LMI geographies.

In 2016, CBNA piloted a remittance program in NY that allowed U.S. customers to make economical and safe money transfers to Mexico. CBNA also provided the same service to Ecuador and Dominican Republic through specific branches in Queens, NY. The bank processed nearly 32,000 transactions. Additionally, the bank opened over 111,000 Access Accounts and 39,000 Basic Savings Accounts. Over 12,000 transactions were processed through the Citi ATM Community Network.

## **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded CBNA is a leader in the provision of community development services. The bank conducted or supported a significant number of responsive CD services, consistent with its capacity and expertise to conduct specific activities. Seventy-four employees served as board or committee members for 82 CD organizations that focused on affordable housing, economic development, and community services to primarily LMI individuals. Additionally, CBNA employees were involved in 407 events and provided 9,730 hours of service to 79 organizations benefitting 20,492 LMI individuals.

Examples include:

- A managing director served as a board member of an organization focused on addressing poverty in NYC communities through workforce development and educational programs targeting LMI individuals.
- Teach Children to Save sessions were conducted by 267 employees benefitting nearly 5,200 LMI students.

## Philadelphia-Camden-Wilmington PA-NJ-DE-MD Multistate Metropolitan Statistical Area Rating (Philadelphia MMSA)

**CRA rating for the Philadelphia MMSA<sup>1</sup>:** Outstanding

<b>The Lending Test is rated:</b>	Outstanding
<b>The Investment Test is rated:</b>	Outstanding
<b>The Service Test is rated:</b>	High Satisfactory

The major factors that support this rating include:

- The level of lending activity, geographic distribution of the bank's small business loan originations and purchases, and borrower distribution of home mortgage loans is excellent; borrower distribution of small business loans is good; and the geographic distribution of home mortgage loans is adequate;
- Community development loans offered were effective in addressing community credit needs. The bank originated a significant number of loans, given the short evaluation period in the AA. In addition, innovative or flexible loan programs offered were effective in addressing community credit needs;
- Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs;
- The bank's branches were effective and responsive in helping the bank provide services across the community; and
- Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

### Description of Institution's Operations in Philadelphia MMSA

For a portion of the evaluation period, CBNA's operations in the Philadelphia MMSA were in three MDs: Philadelphia MD in its entirety, Camden County, New Jersey within the Camden, NJ MD, and New Castle County, Delaware within the Wilmington, DE MD. In a series of branch closures beginning on December 14, 2012 and concluding on March 21, 2014, the bank exited the Philadelphia MMSA. As of the June 30, 2013 FDIC Summary of Deposits, the bank had \$4.0 billion in deposits and ranked 13<sup>th</sup> with a 0.8 percent market share. The top three banks were FIA Card Services (22.9 percent), Capital One (18.2 percent), and TD Bank (17.0 percent). At the beginning of the evaluation period, CBNA operated 23 branches.

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<sup>1</sup> This rating reflects performance within the Multistate Metropolitan Statistical Area. The statewide evaluations do not reflect performance in the parts of those states contained within the Multistate Metropolitan Statistical Area.

Refer to Appendix C-Community Profiles for detailed demographics and other performance context information.

## **Scope of Evaluation in Philadelphia MMSA**

CRA performance for all tests was evaluated for the period January 1, 2012 to December 31, 2013. The three MDs/AAs within the Philadelphia MMSA were combined in evaluating performance under each test. Mortgage lending received greater weight based on the volume of loan originations and purchases.

To understand the credit and community development needs in the area, OCC representatives met with two community-based organizations and the state housing authority during in-person interviews. Participants noted a need for affordable housing, and small business, and commercial real estate loans.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN PHILADELPHIA MMSA**

### **LENDING TEST**

#### **Lending Activity**

Based on the data in Lending Volume Tables #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition, and market presence.

The bank ranked 13<sup>th</sup> in deposits with 0.8 percent market share in the AA. In overall HMDA lending, the bank ranked second with 6.8 percent market share. There is strong competition as reflected by the 729 lenders and 139 depository institutions in the AA. The top lender was Wells Fargo (18.9 percent). In small loans to businesses, the bank ranked sixth with 5.8 percent market share. The top three lenders were American Express (24.9 percent), Wells Fargo (11.7 percent), and PNC Bank (8.1 percent).

#### **Distribution of Loans by Income Level of the Geography**

##### ***Home Mortgage Loans***

Based on the data in Tables #2, 3, 4, and 5 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is adequate.

The proportion of loans in low-income geographies was weaker than the proportion of owner-occupied housing units in those geographies and generally comparable to the aggregate distribution of loans. The proportion of loans in moderate-income geographies was comparable to the percentage of owner-occupied housing units in those geographies and generally comparable to the aggregate distribution of loans.

***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is excellent.

The proportion of loans in low-income geographies was generally comparable to the proportion of businesses located in those geographies and stronger than the aggregate distribution of loans. The proportion of loans in moderate-income geographies was consistent with the proportion of businesses in those geographies and not stronger than the aggregate distribution of loans.

**Distribution of Loans by Income Level of the Borrower*****Home Mortgage Loans***

Based on the data in Table #8, 9 and 10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is excellent.

The proportion of loans to low-income borrowers is weaker than the proportion of low-income families and stronger than the aggregate distribution of loans. The proportion of loans to moderate-income borrowers was stronger than both the proportion of moderate-income families and the aggregate distribution of loans.

***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

The proportion of loans was significantly comparable to the proportion of small businesses and stronger than the aggregate distribution of loans.

**Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded the community development lending is excellent.

Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans, given the short evaluation period in this AA.

Examples includes:

- CBNA provided a \$4.7 million loan to construct a charter school in a low-income geography in Philadelphia. A substantial majority of the students are eligible for free or reduced lunch.
- CBNA provided an \$8.2 million loan to construct 64 units of affordable senior housing in South Philadelphia. The project was awarded LIHTCs and the units are available to tenants earning between 20 to 60 percent of the AMI.

## **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a significant number of loans under these programs.

The bank originated 653 loans totaling \$96 million under its affordable mortgage products programs that are noted earlier in the “Other Information” section of this evaluation. Lender Paid Assistance and Home Run loans accounted for the majority of the number of loans originated under all programs.

## **INVESTMENT TEST**

Based on the data in Table #14 and performance context considerations, we concluded the bank’s qualified investment performance is excellent.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs.

The investments and grants reflect excellent responsiveness to the needs identified in the AA, including affordable housing, small business development, and community services.

One example includes:

- CBNA made a \$3.1 million NMTC investment for the construction of a pediatric primary care center located in a LMI geography in West Philadelphia. The center also houses ancillary services including Early Head Start and social work services.

## **SERVICE TEST**

### **Retail Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank’s retail service performance is adequate. CBNA operated 23 branches in the AA for part of the evaluation period. As noted earlier, the bank exited the Philadelphia MMSA through a series of branch closures that concluded on March 21, 2014. The bank entered the market through a de novo program that began in 2006 opening 24 branches over the next several years. The financial crisis of 2008 limited the bank’s ability to invest and expand further resulting in a marginal and uncompetitive retail presence. Going into 2012, 14 of the branches were unprofitable and retail deposits per branch averaged only \$15 million. At the time, retail deposits and financial margins were well below the average of all CBNA branches nationally. With 139 depository institutions serving the AA, CBNA did not have a material impact on the banking services provided in the AA when it exited.

## **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development services is excellent. CD services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities. Eleven employees served as board or committee members for 17 CD organizations that focused on affordable housing, economic development, and community services to primarily LMI individuals. Additionally, 52 CBNA employees were involved in 50 events and provided 198 hours of service to 11 organizations benefitting 1,485 LMI individuals.

## Washington-Arlington-Alexandria, DC-VA-MD-WV Multistate Metropolitan Statistical Area Rating (DC MMSA)

**CRA rating for the DC MMSA<sup>2</sup>:** Outstanding

**The lending test is rated:** Outstanding

**The investment test is rated:** Outstanding

**The service test is rated:** Outstanding

The major factors that support this rating:

- The level of lending activity, geographic distribution of the bank's home mortgage, small loans to businesses, and borrower distribution of the bank's home mortgage and small loans to businesses is excellent;
- Community development loans and flexible loan programs offered were effective in addressing community credit needs;
- Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs;
- The bank's branches and alternative delivery systems were effective and responsive in helping the bank provide services across the community; and
- CBNA is a leader in providing CD services. CD services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

### Description of Institution's Operations in the DC MMSA

The bank has delineated two AAs within the DC MMSA. The Washington, DC AA contains the District of Columbia; Charles and Prince George's counties in Maryland; Arlington, Fairfax, Loudon, and Prince William counties in Virginia, and the independent cities Alexandria City, Fairfax City, Falls Church City, Manassas City, and Manassas Park City in Virginia. The Silver Spring AA consists of Montgomery County in Maryland.

CBNA had \$7.9 billion of deposits in the DC MMSA, representing 3.5 percent of adjusted deposits and ranked eighth with 3.5 percent market share. The top three banks within the MMSA were E-Trade Bank (14.9 percent), Wells Fargo Bank (14.3 percent), and Bank of America (13.6 percent). Both Wells Fargo and Bank of America have substantially larger branch networks. CBNA operated 34 branches

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<sup>2</sup> This rating reflects performance within the Multistate Metropolitan Statistical Area. The statewide evaluations do not reflect performance in the parts of those states contained within the Multistate Metropolitan Statistical Area.

and 82 ATMs within the MMSA, representing 4.7 percent of the bank's branches and 3.4 percent of the bank's ATMs.

The MMSA is a high-cost housing area, limiting access to affordable home ownership among LMI borrowers. The median housing value in the MMSA is \$448,749 while the NAR 4Q2016 median sales price of a single family home is \$390,600. One simplistic method used to determine housing affordability assumes a maximum monthly principal and interest payment of no more than 30 percent of the applicant's income. Assuming a 30-year mortgage with a 4.5 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, a low-income borrower making \$53,599 per year (or less than 50 percent of the FFIEC adjusted median family income in the AA) could afford a \$227,751 mortgage with a payment of \$1,340 per month; a moderate-income borrower earning \$85,759 per year (or less than 80 percent of the FFIEC adjusted median family income in the AA) could afford a \$364,403 mortgage with a payment of \$2,144 per month.

Refer to Appendix C-Community Profiles for detailed demographics and other performance context information.

## **Scope of Evaluation in the DC MMSA**

The two AAs within the DC MMSA were combined in evaluating performance under each test.

To understand the credit and community development needs in the area, OCC representatives met with 12 community-based organizations during two listening sessions. Participants noted a need for affordable housing, capital access for new entrepreneurs, and workforce development.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN DC MMSA**

### **LENDING TEST**

#### **Lending Activity**

Based on the data in Lending Volume Tables #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition, and market presence.

CBNA ranked eighth in deposits of 84 institutions with 3.5 percent market share. In small loans to businesses, CBNA ranked second with 18.4 percent market share. The top lender was American Express with 23.1 percent market share. Costco accounted for 35.1 percent of the reported small loans to businesses.

In overall HMDA lending, CBNA ranked 13<sup>th</sup> with 1.7 percent market share. While the bank's mortgage lending market share is lower than the bank's deposit market share, this is a highly competitive market with 780 home lenders and 84 depository institutions. The top three lenders in this

market were Wells Fargo Bank (9.3 percent), SunTrust Bank (5.2 percent), and Quicken Loans (3.6 percent).

## **Distribution of Loans by Income Level of the Geography**

### ***Home Mortgage Loans***

Based on the data in Tables #2, 3, 4, and 5 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is excellent.

The proportion of loans in both LMI geographies is stronger than the proportion of owner-occupied housing units in those geographies and the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is excellent.

After adjusting for Costco, the proportion of loans in both LMI geographies was stronger than the proportion of businesses located in those geographies and the aggregate distribution of loans. As noted earlier, the Costco loans were acquired near the end of the evaluation period and accounted for 35.1 percent of the business loans in this AA.

## **Distribution of Loans by Income Level of the Borrower**

### ***Home Mortgage Loans***

Based on the data in Tables #8, 9, and 10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is excellent.

Although the proportion of loans is weaker than the proportion of low-income families, the bank achieved 56 percent of the demographic comparator, given the high cost of housing within the AA. Additionally, the bank significantly exceeded the aggregate distribution of loans. The proportion of loans to moderate-income borrowers was stronger than both the proportion of moderate-income families and the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is excellent.

After adjusting for Costco, the proportion of loans was comparable to the percentage of small businesses. The proportion of loans to small businesses was significantly stronger than the aggregate distribution of loans.

## Community Development Lending

Based on the data in Table #1 and performance context considerations, we concluded community development lending is excellent.

CBNA originated 48 loans totaling \$750.8 million or 66.7 percent of allocated Tier One Capital and which were responsive to area needs.

Examples include:

- CBNA financed a \$24.6 million mortgage loan to two nonprofits to finance the acquisition and renovation of a 223-unit multifamily project in Washington, DC. Under an agreement, the nonprofit developers maintained the affordability of the property.
- CBNA provided \$28 million loan financing to a district governmental housing agency, which in turn, funded a multifamily apartment project consisting of 223 affordable housing units. Forty-four of the units are restricted to tenants earning up to 30 percent AMI, 17 units are restricted to 40 percent AMI, 82 units are restricted to 50 percent AMI, and 80 units are restricted to 60 percent AMI.

## Product Innovation and Flexibility

Product flexibility was given positive consideration in the overall Lending Test rating for the DC MMSA. CBNA originated almost 1,800 loans totaling \$520 million under its affordable mortgage product programs that are noted earlier in the “Other Information” section of this evaluation. FHA and VA loans accounted for the large majority of the number of loans originated under all programs.

## INVESTMENT TEST

Based on the data in Table #14 and performance context considerations, we concluded the bank’s qualified investment performance is excellent.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs.

The combined current and prior period investment dollar volume represent 35.6 percent of allocated Tier One Capital.

The investments and grants reflect excellent responsiveness to the needs identified in the AA, including affordable housing, small business development, and financial literacy for LMI persons. A majority of the bank’s CD investments focused on affordable housing, which is a key issue in the AA.

One example includes:

- CBNA made an \$18 million NMTC investment to finance the construction of a mixed-use commercial redevelopment of a distressed area in Southeast Washington, DC. The project is expected to include 5.5 million square feet of retail, housing, office, and civic use space spread

across 25 buildings and 48 acres. It is estimated that 1,400 housing units will be created, of which 20 percent will be affordable to persons earning 50 percent of AMI. It is also estimated that 7,700 jobs will be created. The project was complex and involved both public and private funding and multiple parties.

## **SERVICE TEST**

### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is excellent.

The bank's branches and alternative delivery systems were effective and responsive in helping the bank provide services across the community. The bank had a significant number of branches and ATMs, reflected in Table #15, in LMI areas compared to the population distribution. The bank was able to demonstrate that alternative delivery systems are an effective method of providing banking services to LMI households when compared to the delivery of the same services to MUI households.

The opening and closing of branches, reflected in Table #15, had limited impact on the delivery of service across the community. During the evaluation period, CBNA opened one branch and closed eight branches. One branch was closed in a low-income geography and three branches were closed in moderate-income geographies. Seven of the branches were in distant suburbs in relation to market. The branches were below market averages for deposits and profitability at the time of the closure.

The bank offered innovative or flexible deposit products and retail services that were effective in addressing community needs. The bank opened a significant number of accounts under these programs. CBNA opened nearly 8,000 Access Accounts, 3,000 Youth Savings Accounts, and processed 3,500 transactions through the Citi ATM Community Network.

### **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development services is excellent. CD services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities. Fourteen employees served as board or committee members for 20 CD organizations that focused on affordable housing, economic development, and community services to primarily LMI individuals. Additionally, 339 CBNA employees were involved in 96 events and provided 520 hours of service to 20 organizations benefitting 3,065 LMI individuals.

Examples include:

- A managing director served on the board of an economic development corporation for four years.
- 121 CBNA employees conducted 102 sessions of Teach Children to Save reaching over one thousand LMI students.

## State of California

**CRA Rating for California:** Outstanding

**The lending test is rated:** Outstanding

**The investment test is rated:** Outstanding

**The service test is rated:** Outstanding

The major factors that support this rating include:

- The level of lending activity and the geographic distribution of the bank's home mortgage and small loans to businesses is excellent and the borrower distribution of the bank's home mortgage and small loans to businesses is good;
- CBNA is a leader in making community development loans. Community development loans offered were effective in addressing community credit needs. The bank originated a significant number of loans. In addition, innovative or flexible loan programs offered were effective in addressing community credit needs.
- CBNA has an excellent level of qualified investments, grants and donations under its program. Qualified investments were effective and responsive in addressing community credit needs;
- The bank's branches and alternative delivery systems are readily accessible to geographies and individuals of different income levels in its AA. The bank had a significant number of branches and ATMs in LMI areas; and
- CBNA is a leader in providing CD services. CD services were effective and responsive in addressing community needs.

## Description of Institution's Operations in California

CBNA delineated 25 AAs within California and include MDs or MSAs: Anaheim-Santa Ana-Irvine MD, Bakersfield, Fresno, Hanford-Corcoran, Los Angeles-Long Beach-Glendale MD, Madera (exited 3/2015), Merced, Modesto, Napa, Oakland-Hayward-Berkeley MD, Oxnard-Thousand Oaks-Ventura, Riverside-San Bernardino-Ontario, Sacramento-Roseville-Arden-Arcade (excludes El Dorado County), Salinas (exited 1/2016), San Diego-Carlsbad, San Francisco-Redwood City-South San Francisco MD, San Jose-Sunnyvale-Santa Clara (excludes San Benito County), San Luis Obispo-Paso Robles-Arroyo Grande (exited 3/2015), San Rafael MD, Santa Cruz-Watsonville, Santa Maria-Santa Barbara (exited 1/2016), Santa Rosa, Stockton-Lodi, Vallejo-Fairfield (exited 3/2015), and Visalia-Porterville (exited 3/2015).

California represents the second largest market by deposits for CBNA. CBNA had \$53.2 billion of deposits in California and ranked fifth with 4.2 percent market share. There are \$4 billion of deposits within the San Francisco MD that are mortgage escrow accounts of the bank's affiliate, CitiMortgage. These deposits do not represent traditional retail deposits from customers. The deposits within California (excluding the escrow accounts) represent 21.7 percent of the bank's adjusted deposits. The top three banks within California were Bank of America (21.7 percent), Wells Fargo Bank (19.5

percent), and JPMorgan Chase Bank (9.4 percent). Those banks have substantially larger branch networks. At the end of the evaluation period, CBNA operated 313 branches and 611 ATMs within California, representing 42.9 percent and 25.6 percent of the bank's total branches and ATMs.

Both the Los Angeles (LA) MSA and San Francisco (SF) MSA are high-cost housing areas, limiting access to affordable home ownership among LMI borrowers. The median housing value of a single family home in the LA AA and SF AA is \$543,246 and \$649,463, respectively. The NAR 4Q2016 median sales price is \$509,000 and \$828,000, respectively. One simplistic method used to determine housing affordability assumes a maximum monthly principal and interest payment of no more than 30 percent of the applicant's income.

In the LA MSA, assuming a 30-year mortgage with a 4.5 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, a low-income borrower making \$33,449 per year (or less than 50 percent of the FFIEC adjusted median family income in the MSA) could afford a \$142,130 mortgage with a payment of \$836 per month; a moderate-income borrower earning \$53,518 per year (or less than 80 percent of the FFIEC adjusted median family income in the AA) could afford a \$227,406 mortgage with a payment of \$1,338 per month.

Using the same assumptions for the SF MSA, a low-income borrower making \$49,676 per year (or less than 50 percent of the FFIEC adjusted median family income in the MSA) could afford a \$211,081 mortgage with a payment of \$1,242 per month; a moderate-income borrower earning \$79,482 per year (or less than 80 percent of the FFIEC adjusted median family income in the AA) could afford a \$337,732 mortgage with a payment of \$1,987 per month.

### **Scope of Evaluation in California**

The LA MSA and SF MSA received full-scope reviews. These two areas accounted for the largest portion of lending and deposits among the AAs in California. The MDs comprising each of these two MSAs were combined for evaluating performance for each test, reducing the effective number of AAs to 22. The LA MSA was given more weight based on the volume of loans and deposits in each of the AAs. The remaining 20 AAs received limited-scope reviews.

To understand the credit and community development needs in the area, OCC representatives met with 10 community-based organizations during two listening sessions in the LA MSA and two organizations in the SF MSA. In both MSAs, participants noted a need for affordable housing, micro small business loans, financial literacy, and down payment assistance programs.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN CALIFORNIA**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

## **Lending Activity**

Based on the data in Lending Volume Tables and Other Products #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AAs relative to its capacity based on deposits, competition, and market presence.

### Los Angeles MSA

CBNA had \$21.6 billion in deposits and ranked seventh with 4.4 percent market share. In small loans to businesses, CBNA ranked first with 27.3 percent market share. The other top lenders and their market shares were American Express (20.9 percent) and JPMorgan Chase (10.2 percent). Costco accounted for 34 percent of the small loans to businesses. In overall HMDA lending, CBNA ranked third with 4.5 percent market share. This is a very competitive market with 914 home mortgage lenders and 125 depository institutions. The other top lenders in this market were Wells Fargo Bank (9.5 percent) and JPMorgan Chase (6.2 percent).

### San Francisco MSA

CBNA had \$12.5 billion in deposits (excluding escrow accounts) and ranked seventh with 4.9 percent market share. In small loans to businesses, CBNA ranked first with market share of 33 percent. The other top two lenders and their market shares were American Express (16.3 percent) and JPMorgan Chase (12.2 percent). Costco accounted for 51.2 percent of small loans to businesses. In overall HMDA lending, CBNA ranked fifth with 3.8 percent market share. While the home mortgage lending market share is slightly lower than the bank's deposit market share, this is a highly competitive market with 723 home mortgage lenders compared to 73 depository institutions. The top three lenders in this market were Wells Fargo Bank (11.7 percent), JPMorgan Chase (7.1 percent), and Bank of America (5.1 percent).

## **Distribution of Loans by Income Level of the Geography**

### ***Home Mortgage Loans***

Based on the data in Tables #2, 3, 4, and 5 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is excellent.

### Los Angeles MSA

The proportion of loans in both LMI geographies exceeds the proportion of owner-occupied housing units in those geographies and the aggregate distribution of loans.

### San Francisco MSA

The proportion of loans in both LMI geographies exceeds the proportion of owner-occupied housing units in those geographies and the aggregate distribution of loans.

***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is excellent.

**Los Angeles MSA**

After adjusting for Costco, the geographic distribution of the bank's origination and purchase of small loans to businesses is excellent. The proportion of loans in low-income geographies was consistent with the proportion of businesses located in low-income geographies and the aggregate distribution of loans. The proportion of loans in moderate-income geographies exceeded both the proportion of businesses located in moderate-income geographies and the aggregate distribution of loans.

**San Francisco MSA**

After adjusting for Costco, the geographic distribution of the bank's origination and purchase of small loans to businesses is good. The proportion of loans in low-income geographies was below the proportion of businesses located in low-income geographies and was consistent with the aggregate distribution of loans. The proportion of loans in moderate-income geographies exceeded both the proportion of businesses located in moderate-income geographies and the aggregate distribution of loans.

**Distribution of Loans by Income Level of the Borrower*****Home Mortgage Loans***

Based on the data in Tables #8, 9, and 10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is good.

**Los Angeles MSA**

The overall borrower distribution of home mortgage loans reported in the AA is good, given the high cost of housing. The proportion of the bank's distribution of loans to low-income borrowers was significantly below the proportion of low-income families, but significantly exceeded the aggregate distribution of loans. The proportion of the bank's distribution of loans to moderate-income borrowers was consistent with the percentage of moderate-income families and significantly exceeded the aggregate distribution of loans.

San Francisco MSA

The overall borrower distribution of home mortgage loans reported in the AA is good, given the high cost of housing. The proportion of the bank's loans to low-income borrowers was significantly below the proportion of low-income families and significantly exceeded the aggregate distribution of loans. The bank's distribution of loans to moderate-income borrowers is consistent with the proportion of moderate-income families and significantly exceeded the aggregate distribution of loans.

***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good. We used the five-year D&B average of small businesses in both the LA and SF AAs.

Los Angeles MSA

The distribution of loans to businesses of different sizes in the AA is good. The bank's percentage of loans to small businesses is consistent with the percentage of small businesses in the AA and exceeded the aggregate distribution of loans.

San Francisco MSA

The distribution of loans to businesses of different sizes in the AA is good. The bank's percentage of loans to small businesses is consistent with the percentage of small businesses in the AA and exceeded the aggregate distribution of loans.

**Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded the community development lending is excellent.

Los Angeles MSA

Community development loans offered were effective in addressing community credit needs. CBNA originated 177 CD loans totaling \$2.3 billion and equal to 78.3 percent of allocated Tier One Capital. Almost all of the loans were for affordable housing for LMI persons, a critical need within the AA.

Examples include:

- CBNA originated a \$14.9 million loan to a fund that supports the City of Los Angeles production of affordable housing. The loan enabled the funding of five different projects totaling 322 units of affordable housing targeted to various populations including LMI seniors and homeless individuals.
- CBNA provided a \$7.6 million loan to finance a charter school located in South Los Angeles. Nearly all of the students are eligible for the free or reduced lunch program.

## San Francisco MSA

Community development loans offered were effective in addressing community credit needs. CBNA originated 94 CD loans totaling \$1.4 billion and equal to 81.2 percent of allocated Tier One Capital. Almost all of the loans were for affordable housing for LMI persons, a critical need within the AA.

Examples include:

- CBNA originated a \$69.4 million loan for the acquisition and development of a 196-unit LIHTC multifamily project. Of the total units, 43 are for persons earning up to 50 percent AMI and 151 are for persons earning up to 60 percent AMI.
- CBNA provided \$59.7 million in construction and permanent financing for a 200-unit LIHTC project. Of the total units, 40 units are for persons earning up to 40 percent of AMI and 158 units are for persons earning up to 60 percent AMI.

## **Other Loan Data**

CBNA issued one standby letter of credit in the LA AA totaling \$5.9 million that has a qualified CD purpose. The letter of credit was given positive consideration and supported the creation of 96 affordable housing units for LMI seniors within Los Angeles.

## **Product Innovation and Flexibility**

Product flexibility was given positive consideration in the overall Lending Test rating for California. In the Los Angeles and San Francisco MSAs, CBNA originated over 3,300 loans totaling over \$840 million under its affordable mortgage product programs that are noted earlier in the “Other Information” section of this evaluation. A large majority of the loans included the Closing Cost Assistance, FHA, and deed restriction programs.

## **Conclusions for Areas Receiving Limited-Scope Reviews**

The bank’s performance under the Lending Test in all of the limited-scope AAs is consistent with the bank’s overall Outstanding performance under the Lending Test in the State of California.

Refer to the Tables #1 through 11 in the State of California section of Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

Based on the data in Table #14 and performance context considerations, we concluded the bank’s qualified investment performance is excellent.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs. Over 60 percent of the qualified investments in the state are within the LA MSA and the SF MSA.

The investments and grants reflect excellent responsiveness to the needs identified in the AA, including affordable housing, small business development, and financial literacy for LMI persons. Over 83 percent of the bank's CD investments focused on affordable housing, which is a key issue in the MSA.

### Los Angeles MSA

The current and prior period investments dollar volume represent 40.5 percent of Tier One Capital allocated to the AA.

The investments and grants reflect excellent responsiveness to the needs identified in the AA. A substantial majority of the bank's CD investments focused on affordable housing, which is a key issue in the AA.

Examples include:

- CBNA made a \$31.3 million LIHTC investment to fund a multifamily Section 8 housing development. There are 125 residential units reserved for formerly homeless families and for households earning between 30 and 60 percent of the AMI. Through a partnership with the county's department of health, onsite health services will be available to residents.
- CBNA provided \$590 thousand to assist 2,500 low-income residents access financial education and asset building opportunities.

### San Francisco MSA

The current and prior period investment dollar volume represent 49.5 percent of allocated Tier One Capital.

The investments and grants reflect excellent responsiveness to the needs identified in the AA. A substantial majority of the bank's CD investments focused on affordable housing, which is a key issue in the AA.

Examples include:

- CBNA purchased a \$12.5 million tax-exempt bond issued by the California Housing Finance Agency that was used to finance the acquisition and rehabilitation of two properties with 50 units. The properties qualified for LIHTC with 49 units set aside for households earning 50 percent or less of AMI. The properties are also covered by HUD Section 8 HAP.

- CBNA provided \$286.3 million in bond financing to improve the San Francisco General Hospital and Trauma Center (SFGH). Located in a moderate-income geography, SFGH is the sole provider of trauma and psychiatric emergency services for the City and County of San Francisco. It also includes the provision of health care services to LMI and homeless in the surrounding community. SFGH also provides the majority of the medical needs for San Francisco's homeless population.

## **Conclusions for Area Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Investment Test in the Bakersfield, Fresno, Madera, Merced, Oxnard, Riverside, Sacramento, Salinas, San Diego, San Jose, San Luis Obispo, Santa Maria-Santa Barbara, Santa Rosa, Stockton, Vallejo, and Visalia AAs is consistent with the overall Outstanding performance under the Investment Test in the state of California. The bank's performance in the Hanford, Modesto, Napa, and Santa Cruz AAs is weaker than the bank's overall performance in the state due to lower level of investments. Weaker performance had no impact on the overall performance in the state. Refer to the Table #14 in the state of California section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

#### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is excellent.

#### Los Angeles AA

The bank's branches and alternative delivery systems were effective and responsive in helping the bank provide services across the community. The bank had a significant number of branches and ATMs, reflected in Table #15, in LMI areas compared to the population distribution. The bank was able to demonstrate that alternative delivery systems are an effective method of providing banking services to LMI households when compared to the delivery of the same services to MUI households.

The opening and closing of branches, reflected in Table #15, had limited impact on the delivery of service across the community. Branch closings were the result of reducing overlaps in branch coverage areas and real estate issues not allowing for continuing operations (i.e. eminent domain). Branch hours are comparable across the AA.

CBNA offered innovative or flexible deposit products and retail services that were effective in addressing community needs. The bank opened a significant number of accounts under these programs. Over 22,000 Access Accounts were opened in the AA, along with nearly 5,000 IDAs and 1,000 Basic Savings Accounts.

San Francisco MSA

The bank's branches and alternative delivery systems were effective and responsive in helping the bank provide services across the community. The bank had a significant number of branches and ATMs, reflected in Table #15, in LMI areas compared to the population distribution. The opening and closing of branches, reflected in Table #15, had limited impact on the delivery of service across the community. Branch closures were the result of reducing overlaps in branch coverage areas and outlying areas of the market area. The bank was able to demonstrate that alternative delivery systems are an effective method of providing banking services to LMI households when compared to the delivery of the same services to MUI households.

The bank offered innovative or flexible deposit products and retail services that were effective in addressing community needs. The bank opened a significant number of accounts under these programs. Over 94,000 Youth Savings Accounts were opened in the AA, along with nearly 9,800 IDAs, 8,600 Access Accounts, and 7,800 Basic Savings Accounts. Additionally, the Citi ATM Community Network processed nearly 6,000 transactions.

**Community Development Services**Los Angeles MSA

Based on the level of community development services and performance context considerations, we concluded the provision of community development services is excellent. CD services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

Nineteen employees served as board or committee members for 24 different organizations. These organizations focused on affordable housing, economic development, and community services. Additionally, 759 CBNA employees were involved in 302 events, provided 2,938 hours of service to 46 different organizations, and reached 10,915 LMI beneficiaries.

Examples include:

- The Teach Children to Save program reached 1,672 LMI students in the LA school system.
- Eighteen sessions of a homebuyer education workshop were conducted in conjunction with a community development organization and reached 693 LMI individuals.
- A managing director served on the advisory board of a non-profit organization that connects LMI households to affordable housing.

San Francisco MSA

Based on the level of community development services and performance context considerations, we concluded the provision of community development services is excellent. CD services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

Twenty-five employees served as board or committee members for 29 different organizations. These organizations focused on affordable housing, economic development, and community services. Additionally, 396 employees were involved in 167 events, provided 940 hours of service to 36 different organizations, and reached nearly 6,000 LMI beneficiaries.

Examples include:

- A senior vice president served as board chair for a non-profit assisting LMI persons to gain access to the financial community through financial education and small loans to assist in building financial capacity.
- Teach Children to Save program reached 877 LMI students within school systems in the AA.
- Free income tax preparation conducted by six employees reached nearly 600 LMI individuals. Many of these individuals qualify for the Earned Income Credit.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Service Test in the Fresno, Hanford, Madera, Napa, Riverside, San Jose, San Luis Obispo, Santa Rosa, and Visalia MSAs is consistent with the bank's overall Outstanding performance under the Service Test in California. In the Bakersfield, Modesto, Sacramento, Salinas, San Diego, Santa Cruz, Santa Maria, Stockton, and Vallejo MSAs the bank's performance is weaker than the bank's overall performance in the state. Weaker performance is the result of weaker distributions of branches among low- and/or moderate-income geographies. Performance in the limited-scope areas did not impact the overall state rating. Refer to Table #15 in the state of California section of Appendix D for the facts and data that support these conclusions.

## State of Connecticut

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

The major factors that support this rating include:

- The level of lending activity and the geographic distribution of the bank's small loans to businesses is excellent. The geographic distribution of home mortgage loans, and the borrower distribution of the bank's home mortgage and small loans to businesses is good;
- CBNA is a leader in making community development loans. Innovative or flexible loan programs offered were effective in addressing community credit needs;
- CBNA has an excellent level of qualified investments. CBNA is effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs;
- The bank's branches and alternative delivery systems were effective and responsive in helping the bank provide services across the community; and
- Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

## Description of Institution's Operations in Connecticut

During the evaluation period, CBNA had two AAs in Connecticut consisting of the Bridgeport-Stamford-Norwalk MSA (Bridgeport AA) and New Haven-Milford MSA (New Haven AA) in their entirety. CBNA ranked sixth in the state with \$6.8 billion of deposits, representing three percent of adjusted deposits and 5.3 percent market share. The top three banks within the state were Bank of America (23.2 percent), Webster Bank (12.8 percent), and Peoples United Bank (12.7 percent), each with substantially larger branch networks. At the start of the evaluation period, the bank operated 19 branches in the Bridgeport MSA, but reduced the number to 13 by year-end 2016. In March 2014, CBNA closed its one branch in the New Haven AA, but kept open a deposit taking ATM until December 2015. The branches and ATMs represent 1.8 percent and 1.6 percent of the bank's total branches and ATMs, respectively.

The Bridgeport AA is a high-cost housing area, limiting access to affordable home ownership among LMI borrowers. The median housing value is \$503,921 and the NAR 4Q2016 median sales price is \$412,100. One simplistic method used to determine housing affordability assumes a maximum monthly principal and interest payment of no more than 30 percent of the applicant's income. Assuming a 30-year mortgage with a 4.5 percent interest rate, and not accounting for down payment, homeowners

insurance, real estate taxes, or any additional monthly expenses, a low-income borrower making \$52,199 per year (or less than 50 percent of the FFIEC adjusted median family income in the MSA) could afford a \$221,806 mortgage with a payment of \$1,305 per month; a moderate-income borrower earning \$83,519 per year (or less than 80 percent of the FFIEC adjusted median family income in the MSA) could afford a \$354,885 mortgage with a payment of \$2,088 per month.

The poverty rate within the Bridgeport AA was taken into account for the bank's lending performance. Within the AA, the poverty rate in low-income geographies rises to 24 percent and in moderate-income tracts to 13 percent. In middle- and upper-income geographies combined, the overall poverty rate is just four percent.

Refer to Appendix C-Community Profiles for detailed demographics and other performance context information.

## **Scope of Evaluation in Connecticut**

The Bridgeport AA received a full-scope review. This AA accounted for 71.3 percent of the bank's lending and 100 percent of deposits in the state. The New Haven AA received a limited-scope review.

To understand the credit and community development needs in the area, OCC representatives met with a community development financial institution (CDFI) and a community development housing organization. Participants noted a need for affordable housing, especially for owners and renters; direct loans and grants for non-profit organizations; and small business loans for working capital and expansion.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN CONNECTICUT**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

##### **Lending Activity**

Based on the data in Lending Volume Tables #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition and market presence.

The bank's market share and rank in small loans to businesses exceeded the bank's share and rank in deposits. CBNA ranked third in deposits out of 29 institutions with 14.2 percent market share. In small loans to businesses, CBNA ranked second with 19.9 percent market share. The top lender was American Express with 30 percent market share. Costco accounted for 23.3 percent of the reported small loans to businesses.

In overall HMDA lending, CBNA ranked fourth with 4.3 percent market share. While the HMDA market share is lower than the bank's deposit market share, this is a very competitive market with 441 home lenders. The top three lenders in this market were Wells Fargo Bank (9.7 percent), JPMorgan Chase (7.2 percent), and People's United Bank (4.7 percent).

## **Distribution of Loans by Income Level of the Geography**

### ***Home Mortgage Loans***

Based on the data in Tables #2, 3, 4, and 5 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is good.

The proportion of loans in low-income geographies was lower than the proportion of owner-occupied housing units in those geographies and consistent with the aggregate distribution of loans. The proportion of loans in moderate-income geographies was consistent with the proportion of owner-occupied housing in those geographies and exceeded the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is excellent.

After adjusting for Costco, the proportion of loans in low-income geographies was consistent with the proportion of businesses located in those geographies and exceeded the aggregate distribution of loans. The proportion of loans in moderate-income geographies exceeded both the percentage of businesses located in those geographies and the aggregate distribution of loans.

## **Distribution of Loans by Income Level of the Borrower**

### ***Home Mortgage Loans***

Based on the data in Table #8, 9, and 10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is good. The proportion of lending to low-income borrowers was below the proportion of low-income families and exceeded the aggregate distribution of loans. The proportion of lending to moderate-income borrowers exceeded both the percentage of moderate-income families and the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

After adjusting for Costco, the bank's proportion of loans to small businesses was consistent with the proportion of small businesses in the AA and exceeded the aggregate distribution of loans. We also used the five-year D&B average of small businesses in the Bridgeport AA to draw our conclusion.

## **Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded the community development lending is excellent.

Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs.

CBNA originated 17 loans totaling \$214 million and equal to 23.6 percent of allocated Tier One Capital. All of the CD loans targeted affordable housing for LMI individuals.

Examples include:

- CBNA originated a \$35 million loan to finance the acquisition of a 431-unit apartment complex in Stamford. All but one of the units are LIHTC designated for households earning up to 35, 50, and 60 percent of the AMI.
- CBNA financed a \$16.4 million construction loan for the development of a 93-unit affordable complex in Bridgeport. All units were awarded LIHTCs and are designated for households earning up to 60 percent of AMI. Additionally, 33 units are covered under a Section 8 HAP contract.

## **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a significant number of loans under these programs. CBNA originated 492 loans totaling \$111.3 million under its affordable mortgage product programs that are noted earlier in the “Other Information” section of this evaluation. The majority of loans were originated under the Lender Paid Assistance, Home Run, and FHA products.

## **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on a limited-scope review, the bank’s performance under the Lending Test in the New Haven AA is consistent with the bank’s overall Outstanding performance under the Lending Test in the state of Connecticut. Refer to the Tables #1 through #11 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**

Based on the data in Table #14 and performance context considerations, we concluded the bank’s qualified investment performance is excellent.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs. The combined current and prior period investment dollar volume represent 16.7 percent of allocated Tier One Capital. A substantial majority of the bank's CD investments focused on affordable housing, which is a key issue in the AA.

Examples include:

- CBNA made a \$28.3 million LIHTC equity investment that financed the construction of 106-unit apartment complex. The units are designated for households earning up to 25, 50, and 60 percent of the AMI.
- CBNA made a \$9.4 million investment in a LIHTC fund. The investment helped to fund an apartment complex in Bridgeport, Connecticut. The complex contains 48 units, 38 of which are set aside for LMI families. Ten units will be reserved for homeless veterans and other homeless persons and very low-income persons. CBNA was the single limited partner in the fund.

### **Conclusions for Area Receiving Limited-Scope Reviews**

Based on a limited-scope review, the bank's performance under the Investment Test in the New Haven MSA is consistent with the bank's overall Outstanding performance under the Investment Test in Connecticut. Refer to 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**

#### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is adequate.

The bank's branches and alternative delivery systems were effective and responsive in helping the bank provide services across the community. The bank had a limited number of branches and ATMs, reflected in Table #15, in LMI areas compared to the population distribution.

The opening and closing of branches, reflected in Table #15, had limited impact on the delivery of service across the community. The bank closed six branches; one was located in a moderate-income geography. The branches were outside of the bank's core market area and financially underperformed the national and market averages. One branch provided redundant trade area coverage. Branch hours are comparable across the AA.

CBNA offered innovative or flexible deposit products and retail services that were effective in addressing community needs. The bank opened a significant number of accounts under these programs.

Over 3,330 Access Accounts were opened in the AA and over 3,200 transactions were conducted under the remittance program pilot.

### **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development services is excellent.

Eight employees served as board or committee members for six different organizations. These organizations focused on community services and affordable housing for LMI individuals. Additionally, 123 CBNA employees were involved in 64 events, provided 348 hours of service to 12 organizations, and reached 1,389 LMI beneficiaries.

Examples include:

- Teach Children to Save program reached 669 LMI students in the Stamford and Bridgeport school districts.
- Ten financial literacy workshops were conducted with 274 participating LMI individuals.
- A director level employee served as a board member and loan committee chair of a non-profit organization that creates affordable housing for LMI people.
- A director level employee served as a board member of a non-profit organization targeting workforce development programs serving primarily LMI persons.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the service test in the New Haven MSA is consistent with the bank's overall High Satisfactory performance under the service test in Connecticut. Refer to Table #15 in the state of Connecticut section of Appendix D for the facts and data that support these conclusions.

## State of Florida

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

The major factors that support this rating include:

- The level of lending activity and geographic distribution of the bank's small loans to businesses is excellent, borrower distribution of the bank's home mortgage and small loans to businesses is good, and the geographic distribution of the bank's home mortgage loans is adequate;
- Community development loans and flexible loan programs offered were effective in addressing community credit needs;
- Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs;
- The bank's branches and alternative delivery systems were reasonably effective and responsive in helping the bank provide services across the community; and
- Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

## Description of Institution's Operations in Florida

CBNA has delineated four AAs in the state of Florida. These include the three MDs that make up the Miami-Fort Lauderdale-West Palm Beach MSA (Miami AA) and include Fort Lauderdale-Pompano Beach-Deerfield Beach, Miami-Miami Beach-Kendall, and West Palm Beach-Boca Raton-Delray Beach in their entirety. The bank has also delineated Duval County (Jacksonville AA) within the Jacksonville MSA.

The bank had \$20.3 billion of deposits in the state and ranked fifth with 3.7 percent market share. The deposits represent nine percent of the bank's adjusted deposits. The top three banks were Bank of America (19 percent), Wells Fargo (14.6 percent), and SunTrust Bank (8.9 percent), each with substantially larger branch networks. CBNA operated 53 branches and 144 ATMs within the state, representing 7.3 percent and six percent of the bank's total branches and ATMS, respectively.

The Miami AA is a high-cost housing area, limiting access to affordable home ownership among LMI borrowers. The median housing value is \$284,593 while the NAR 4Q2016 median sales price of a single family home is \$310,500. One simplistic method used to determine housing affordability assumes a maximum monthly principal and interest payment of no more than 30 percent of the applicant's income. Assuming a 30-year mortgage with a 4.5 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, a low-income borrower

making \$28,346 per year (or less than 50 percent of the FFIEC adjusted median family income in the AA) could afford a \$120,447 mortgage with a payment of \$709 per month; a moderate-income borrower earning \$45,354 per year (or less than 80 percent of the FFIEC adjusted median family income in the AA) could afford a \$192,716 mortgage with a payment of \$1,134 per month.

Refer to Appendix C-Community Profiles for detailed demographics and other performance context information.

## **Scope of Evaluation in Florida**

The Miami AA received a full-scope review. This AA accounted for 92.2 percent of the bank's lending and nearly all of the deposits in the state. The three MDs that make up the Miami AA were combined in evaluating performance for each test. Of the reported loans, 75 percent were small loans to businesses and 25 percent were home mortgage loans. Miami is the third largest retail market for CBNA after NYC and Los Angeles. The Jacksonville AA received a limited-scope review.

To understand the credit and community development needs in the area, OCC representatives met with two community-based organizations during two in-person interviews. Participants noted a need for affordable owner-occupied and rental housing, preservation of affordable housing, and low-fee deposit products.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN FLORIDA**

### **LENDING TEST**

#### **Conclusions for Areas Receiving Full-Scope Reviews**

##### **Lending Activity**

Based on the data in Lending Volume and Other Products Tables #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition and market presence.

The bank ranked third in deposits with an eight percent market share. In small loans to businesses, the bank ranked second with 19.2 percent market share. The top lender was American Express with 25.6 percent market share. Costco accounted for nearly 25 percent of the small loans to businesses. In overall HMDA lending, the bank ranked tenth with 2.5 percent market share. In the AA, there is strong competition for home mortgage lending. There are nearly one thousand home mortgage lenders compared to 101 depository institutions. The top three lenders were Wells Fargo Bank (10.2 percent), Quicken Loans (5.2 percent), and Caliber Home Loans, Inc. (4.8 percent).

## **Distribution of Loans by Income Level of the Geography**

### ***Home Mortgage Loans***

Based on the data in Tables #2, 3, 4, and 5 in the state of Florida section of Appendix D and performance considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases was adequate.

The proportion of loans in low-income geographies was weaker than the proportion of owner-occupied housing units in those geographies and stronger than the aggregate distribution of loans. The bank's proportion of loans in moderate-income geographies was consistent with both the percentage of owner-occupied housing and the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #6 in the state of Florida section of Appendix D and performance considerations, we concluded the geographic distribution of the bank's small loans to businesses originations and purchases was excellent.

After adjusting for Costco, in both LMI geographies, the bank's lending was stronger than both the percentage of businesses located in those geographies and the aggregate distribution of loans.

## **Distribution of Loans by Income Level of the Borrower**

### ***Home Mortgage Loans***

Based on the data in Tables #8, 9 and 10 in the state of Florida section of Appendix D and performance considerations, we concluded the borrower distribution of the bank's home mortgage loan originations and purchases was good.

The proportion of loans to low-income borrowers is weaker than the proportion of low-income families, but was significantly stronger than the aggregate distribution of loans. The bank's distribution of loans to moderate-income borrowers is consistent with the percentage of moderate-income families and was stronger than the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

After adjusting for Costco, the bank's percentage of loans to small businesses was consistent with the percentage of small businesses in the AA and stronger than the aggregate distribution of loans.

## **Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded community development lending is excellent.

Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs.

CBNA originated 82 CD loans totaling \$847.9 million and equal to 31.3 percent of allocated Tier 1 Capital. The loans were responsive to the critical need of affordable housing for LMI people. Ninety eight percent of the dollars were for affordable housing.

Examples include:

- CBNA provided a total of \$20.5 million in a senior loan (\$19.5 million) and a subordinate loan (\$1 million) to finance the new construction of 150 units of affordable housing that were awarded LIHTCs. The units are available to persons with incomes ranging from 33 to 60 percent of AMI and are located within the Liberty City area of Miami.
- CBNA provided a \$13.6 million loan to finance the acquisition/rehabilitation and permanent financing for a 259-unit garden apartment building near Homestead. Fifty two units are available to those with income below 40 percent of AMI, 52 units are available to those with income at or below 50 percent of AMI, and 155 units are available to those with income at or below 60 percent of AMI.

### **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a significant number of loans under these programs. CBNA originated over 900 loans totaling \$137.7 million under its affordable mortgage product programs that are noted earlier in the “Other Information” section of this evaluation. Notable were the Closing Cost Assistance and FHA programs.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on a limited-scope review, the bank’s performance under the Lending Test in the Jacksonville MSA is consistent with the bank’s overall Outstanding performance under the Lending Test in the state of Florida. Refer to the Tables #1 through 11 in the state of Florida section of Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

Based on the data in Table #14 and performance context considerations, we concluded the bank has an excellent level of qualified investments. The combined current and prior period investment dollar volume represent 27.5 percent of allocated Tier One Capital.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs. A substantial majority of the bank’s qualified investments focused on affordable housing, which is a key issue in the AA.

Examples include:

- CBNA invested \$17.1 million in LIHTCs to facilitate the rehabilitation of a 151-unit apartment complex for seniors and non-elderly persons with disabilities in Miami. Thirty-one units are for persons earning up to 28 percent of the AMI and 120 units are for persons earning up to 60 percent of the AMI.
- CBNA made a \$2.3 million NMTC investment to support the expansion of facilities used to house homeless individuals across 16 locations within Miami-Dade County. This allowed the non-profit to add 118 shelter beds.

### **Conclusions for Area Receiving Limited-Scope Reviews**

Based on a limited-scope review, the bank's performance under the Investment Test in the Jacksonville AA is consistent with the bank's overall Outstanding performance under the Investment Test in Florida. Refer to Table #14 in the state of Florida section of Appendix D for the facts and data that support these conclusions.

## **SERVICE TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

#### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is good.

The bank's branches and alternative delivery systems were reasonably effective and responsive in helping the bank provide services across the community. The bank had a limited number of branches and ATMs, reflected in Table #15, in LMI areas compared to the population distribution. However, when considering branches in MUI geographies that are near to LMI geographies, the distribution improves. The bank was able to demonstrate that alternative delivery systems are a reasonable method of providing banking services to LMI households when compared to the delivery of the same services to MUI households.

The opening and closing of branches, reflected in Table #15, had limited impact on the delivery of service across the community. The bank opened four branches, one in a moderate-income geography, and closed five branches in MUI geographies as part of a strategic initiative to reduce the bank's presence in the outer market, namely northern Palm Beach county. Hours are consistent among geographies.

CBNA offered innovative or flexible deposit products and retail services that were effective in addressing community needs. The bank opened a significant number of accounts under these programs. Over 38,000 Payroll Card accounts were opened in the AA along with over 13,500 Access Accounts. There were 1,892 transactions conducted with the Citi ATM Community Network.

## **Community Development Services**

CBNA provided an excellent level of CD services in the Miami AA. Participation includes leadership positions within 14 organizations with 11 employees serving as board or committee members. These organizations focused on affordable housing and community services. Additionally, 214 CBNA employees were involved in 99 events and provided 438 hours of service to 17 different organizations benefitting 5,286 LMI individuals.

Examples include:

- A senior vice president served as board chair of a community-based non-profit affordable housing organization.
- Teach Children to Save reached 1,320 LMI students throughout the AA.
- First time homebuyer education sessions with multiple non-profit organizations reached 3,292 LMI individuals.

## **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on a limited-scope review, the bank's performance under the Service Test in the Jacksonville AA is weaker than the bank's overall High Satisfactory performance under the Service Test in Florida. Weaker performance is based on the distribution of the bank's branch in proportion to the population. The weaker performance did not impact the Service Test rating in the state. Refer to Table #15 in the state of Florida section of Appendix D for the facts and data that support these conclusions.

## State of Illinois

**CRA Rating for Illinois:** Outstanding

**The lending test is rated:** Outstanding

**The investment test is rated:** Outstanding

**The service test is rated:** Outstanding

The major factors that support this rating include:

- The level of lending activity, geographic distribution of the bank's home mortgage and small loans to businesses and borrower distribution of the bank's home mortgage loans is excellent and the borrower distribution of small loans to businesses is good;
- CD loans offered were effective in addressing community credit needs. In addition, innovative or flexible loan programs offered were effective in addressing community credit needs;
- Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs;
- The bank's branches and alternative delivery systems were effective and responsive in helping the bank provide services across the community; and
- Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

## Description of Institution's Operations in Illinois

CBNA delineated three AAs to include Cook, DuPage, Kendall, McHenry, and Will counties within the Chicago-Naperville-Arlington Heights MD; Kane County within the Elgin MD; and Lake County within the Lake County-Kenosha County MD. All counties of the AA are within the state of Illinois and are part of the larger multistate Chicago-Naperville-Elgin IL-IN-WI MSA (Chicago AA).

CBNA held \$13.6 billion in deposits in Illinois, ranked seventh with 2.9 percent market share, and represented six percent of the bank's adjusted deposits. The top three banks within the state were JPMorgan Chase Bank (17.8 percent), BMO Harris Bank (11.1 percent), and Bank of America (8.8 percent). All three banks have substantially larger branch networks. CBNA operated 62 branches and 248 ATMs representing 8.5 percent and 10.4 percent of the bank's total branches and ATMs, respectively.

Refer to Appendix C - Community Profiles for detailed demographics and other performance context information.

## Scope of Evaluation in Illinois

The Chicago AA received a full-scope review. The three AAs/MDs were combined in evaluating performance with each test.

To understand the credit and community development needs in the area, OCC representatives met with a CDFI in-person. The CDFI representative noted a need for conventional home purchase loans, home improvement loans for older housing stock, and support of community service organizations and their programs.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE CHICAGO AA**

### **LENDING TEST**

#### **Lending Activity**

Based on the data in Lending Volume Table #1 and Other Products Table #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significantly greater volume of loans in the AA relative to its capacity based on deposits, competition and market presence.

CBNA ranked fifth in deposits within the AA with 3.6 percent market share. In small loans to businesses, CBNA ranked first with a 21.0 percent market share. The other top lenders were American Express with 16.8 percent market share and Chase with a 16.4 percent market share. Costco accounted for 26.4 percent of the small loans to businesses. In overall HMDA lending, CBNA ranked fifth with 3.2 percent market share. This is a very competitive market with 895 home mortgage lenders. The top three lenders in this AA were JPMorgan Chase Bank (8.9 percent), Wells Fargo Bank (8.6 percent), and Guaranteed Rate Inc. (6.5 percent).

#### **Distribution of Loans by Income Level of the Geography**

##### ***Home Mortgage Loans***

Based on the data in Tables #2, #3, #4, and #5 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is excellent. The proportion of loans in both LMI geographies was stronger than both the proportion of owner-occupied housing units in those geographies and the aggregate distribution of loans.

##### ***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is excellent.

After adjusting for Costco, the proportion of loans was consistent with the proportion of businesses located in those geographies and was stronger than the aggregate distribution of loans. The proportion of loans in moderate-income geographies was stronger than both the proportion of businesses located in those geographies and the aggregate distribution of loans.

#### **Distribution of Loans by Income Level of the Borrower**

##### ***Home Mortgage Loans***

Based on the data in Table #8, #9, and #10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is excellent.

The proportion of loans to low-income borrowers was generally consistent with the proportion of low-income families within the AA and significantly stronger than the aggregate distribution of loans. The proportion of loans to moderate-income borrowers was stronger than both the proportion of moderate-income families and the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

After adjusting for Costco, the proportion of loans was generally consistent with the proportion of small businesses and stronger than aggregate distribution of loans.

### **Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded the level of community development lending is excellent.

Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs. The volume of lending was equal to 67.5 percent of allocated Tier One Capital. Also, one letter of credit was issued to support the pre-development of an affordable housing project in the city of Chicago.

One example includes:

- CBNA provided a \$58.6 million loan to an affordable mixed-use family and senior housing complex that was awarded LIHTC and historical tax credit status. The complex consists of 239 units, of which 65 units are reserved for tenants earning 50 percent of AMI and 160 units for tenants earning 60 percent of AMI.

### **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a significant number of loans under these programs. CBNA originated 4,574 loans totaling \$700.6 million under its affordable mortgage product programs that are noted earlier in the "Other Information" section of this evaluation. A large majority of these loans were the Closing Cost Assistance product.

### **INVESTMENT TEST**

Based on the data in Table #14 and performance context considerations, we concluded the bank's qualified investment performance is excellent. The combined current and prior period investment dollar volume represent 45.6 percent of Tier One Capital allocated to the AA. A substantial majority of the bank's CD investments focused on affordable housing, which is a key issue in the AA.

One example includes:

- CBNA made a \$13 million LIHTC investment in a 70-unit housing development for LMI seniors. Five units are for households earning up to 30 percent of AMI, 39 units are for households earning up to 50 percent of AMI, 21 units are for households earning up to 60 percent of AMI, and five units are at market rate.

## **SERVICE TEST**

### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is excellent.

The bank's branches and alternative delivery systems were effective and responsive in helping the bank provide services across the community. The bank had an adequate number of branches and ATMs, reflected in Table #15, in LMI areas compared to the population distribution. However, when considering the adjacent-serving branches in MUI geographies, eight serving low-income geographies and seven serving moderate-income geographies, the distribution of branches improves significantly.

The opening and closing of branches, reflected in Table #15, had limited impact on the delivery of service across the community. The bank opened one branch in an upper-income geography and closed 13 branches in MUI geographies. The closures were due to financial underperformance. Hours are consistent among geographies.

### **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development service is excellent. Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

Twenty-four employees served as board or committee members for 24 qualified organizations. Additionally, 520 CBNA employees were involved in 146 events and provided 2,310 hours of service to 33 organizations benefitting 8,339 LMI individuals.

Examples include:

- A regional director served as board vice chairman for a non-profit organization that assists LMI families with tax and financial services.
- The Teach Children to Save program reached 2,058 LMI students in the Chicago school system.

## State of Maryland

<b>CRA Rating for Maryland<sup>3</sup>:</b>	Outstanding
<b>The lending test is rated:</b>	Outstanding
<b>The investment test is rated:</b>	Outstanding
<b>The service test is rated:</b>	High Satisfactory

The major factors that support this rating include:

- The level of lending activity and the borrower distribution of the bank's home mortgage lending is excellent. The geographic distribution of the bank's home mortgage and small loans to businesses and borrower distribution of small loans to businesses is good;
- CD loans offered were effective in addressing community credit needs. Additionally, innovative or flexible loan programs offered were effective in addressing community credit needs;
- Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs;
- The bank's branches and alternative delivery systems were effective and responsive in helping the bank provide services across the community; and
- Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

## Description of Institution's Operations in Maryland

CBNA delineated one AA within the Baltimore MSA for a portion of the evaluation period that included January 1, 2012 to December 12, 2014. The AA consisted of Anne Arundel County (exited 2012), Baltimore County (exited March 2014), and Baltimore City (exited December 2014).

Using the FDIC Summary of Deposits from June 30, 2012 to June 30, 2014, CBNA's deposits ranged from \$260 million to \$349 million and never had a market share of more than 0.6 percent. At the start of the evaluation period, CBNA operated four branches. Through a series of transactions in 2012 and 2014, the bank closed the four branches and exited the Maryland market.

Refer to the community profiles for the state of Maryland in Appendix C for detailed demographics and other performance context information.

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<sup>3</sup> For institutions with branches in two or more states in a Multistate Metropolitan Statistical Area, this statewide evaluation does not reflect performance in the parts of this state contained within the Multistate Metropolitan Statistical Area. Refer to the Multistate Metropolitan Statistical Area rating and discussion for the rating and evaluation of the institution's performance in that area.

## **Scope of Evaluation in Maryland**

We conducted a full-scope review of the Baltimore AA. The evaluation period for the state of Maryland (excluding the portion within the DC MMSA) was January 1, 2012 to December 31, 2014. Mortgage lending was given more weight in this AA based on the overall volume of lending in the AA.

To understand the credit and community development needs in the area, we reviewed community contacts made during the state of Maryland evaluation period. Contacts indicated the need for loans for start-up businesses and grants to fund community service programs.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MARYLAND**

### **LENDING TEST**

#### **Lending Activity**

Based on the data in Lending Volume Table #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition and market presence.

The proportion of bank loans is significantly greater than the proportion of bank deposits in the AA. As noted earlier, the bank had a limited branch presence in the AA for the evaluation period.

CBNA ranked 19<sup>th</sup> in deposits out of 58 insured depository institutions with 0.5 percent market share. In overall HMDA lending, the bank ranked ninth with a 2.3 percent market share. The top three lenders were Wells Fargo (12.2 percent), Suntrust (4.0 percent), and Chase (3.9 percent). In small loans to businesses, the bank ranked sixth with 5.1 percent market share. The top three lenders were American Express (20.6 percent), Bank of America (13.3 percent), and Capital One (12.9 percent).

#### **Distribution of Loans by Income Level of the Geography**

##### ***Home Mortgage Loans***

Based on the data in Tables #2, #3 and #4 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is good.

The proportion of the bank's loans in both LMI geographies were consistent with the proportion of owner-occupied housing in those geographies and was stronger than the aggregate distribution of loans.

##### ***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is good.

The proportion of loans in both LMI geographies was consistent with the proportion of businesses in those geographies, and was stronger than the aggregate distribution of loans in those geographies.

## **Distribution of Loans by Income Level of the Borrower**

### ***Home Mortgage Loans***

Based on the data in Tables #8, #9, and #10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is excellent.

The proportion of loans was consistent with the proportion of low-income families and stronger than the proportion of moderate-income families. The proportion of loans to both LMI families was stronger than the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

The proportion of loans was consistent with the proportion of small businesses, and stronger than the aggregate distribution of loans.

## **Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded the level of community development lending is excellent. Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs.

Two examples include:

- CBNA provided an \$18.5 million loan to refinance a 175-unit affordable housing project for seniors. All 175 units in the property are covered by a Section 8 HAP contract. Section 8 tenants must have income lower than 80 percent of AMI.
- CBNA provided a \$22.9 million loan for the acquisition and rehabilitation of a 181-unit LIHTC apartment complex for seniors. All but one of the units are restricted to tenants earning at or below 60 percent of AMI.

## **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a significant number of loans under these programs. The bank originated 440 loans totaling \$70.4 million under its affordable mortgage products programs that are noted earlier in the "Other Information" section of this evaluation. Closing Cost Assistance, Home Run, and FHA loans accounted for the majority of the loans originated under all programs.

## **INVESTMENT TEST**

Based on the data in Table #14 and performance context considerations, we concluded the bank's qualified investment performance is excellent.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs.

Examples include:

- CBNA purchased \$25 million in multifamily development revenue bonds issued for the acquisition and rehabilitation of a 284-unit affordable housing apartment complex. All 284 units are income restricted to tenants earning at or below 60 percent of AMI.
- CBNA purchased \$16 million in short term tax exempt bonds for the purchase and acquisition of the same 181-unit apartment complex noted under the Community Development Lending section earlier.

## **SERVICE TEST**

### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is adequate.

As noted earlier, the bank had a limited presence in the AA and through a series of transactions, closed the four branches in the Baltimore AA beginning in 2012 and concluding in December 2014. None of the branches closed were located in LMI geographies. The bank determined that the branches had a weak market presence and were either unprofitable or underperforming. Trends indicated financial performance would not reverse itself. With 69 depository institutions serving the AA, CBNA did not have a material impact on the banking services provided in the AA when it exited.

### **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development service is excellent.

Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

Eight employees served as board or committee members for seven different organizations. Additionally, 47 employees were involved in 11 events, provided 123 hours of service to three organizations, and reached 912 LMI individuals.

## Commonwealth of Massachusetts

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

The major factors that support this rating include:

- The level of lending activity, geographic distribution of the bank's small loans to businesses, and the borrower distribution of the bank's home mortgage lending is excellent. The geographic distribution of the bank's home mortgage and borrower distribution of small loans to businesses is good;
- CD loans offered were effective in addressing community credit needs. Additionally, innovative or flexible loan programs offered were effective in addressing community credit needs;
- Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs;
- The bank's branches and alternative delivery systems were reasonably effective and responsive in helping the bank provide services across the community; and
- Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

## Description of Institution's Operations in Massachusetts

During the evaluation period, the bank delineated two AAs within the Massachusetts portion of the Boston-Cambridge-Newton, MA-NH Multistate Metropolitan Statistical Area. They are the Boston and Cambridge-Newton-Framingham MDs in their entirety (Boston AA). In a series of branch closures beginning in March 2013 and concluding in January 2016, CBNA exited the Massachusetts market. As of the June 30, 2015 FDIC Summary of Deposits, the top three banks were State Street Bank and Trust Company (37.0 percent), Bank of America (18.1 percent), and Citizens Bank (8.6 percent). At the start of the evaluation period, the bank operated 31 branches in the Boston AA.

The AA is a high cost housing area. The median housing value is \$419,110 while the NAR 4Q2015 median sales price of a single family home is \$403,900. One simplistic method used to determine housing affordability assumes a maximum monthly principal and interest payment of no more than 30 percent of the applicant's income. Assuming a 30-year mortgage with a 4.5 percent interest rate, and not accounting for down payment, homeowners insurance, real estate taxes, or any additional monthly expenses, a low-income borrower making \$48,071 per year (or less than 50 percent of the FFIEC adjusted median family income in the AA) could afford a \$204,261 mortgage with a payment of \$1,202 per month; a moderate-income borrower earning \$76,914 per year (or less than 80 percent of the FFIEC adjusted median family income in the AA) could afford a \$326,820 mortgage with a payment of \$1,923 per month.

The poverty rate within the AA was taken into account for the bank's lending performance. Within the AA, the poverty rate in low-income geographies rises to 30 percent and in moderate-income tracts to 16 percent. In middle- and upper-income geographies combined, the overall poverty rate is just seven percent.

Refer to Appendix C-Community Profiles for detailed demographics and other performance context information.

## **Scope of Evaluation in Massachusetts**

The Boston AA received a full-scope review. The two MDs were combined in evaluating performance under each test. Mortgage lending was weighted slightly greater than small loans to business based on the volume of lending.

To understand the credit and community development needs in the area, OCC representatives met with two community based organizations. The representative noted a need for affordable housing and first time homebuyer programs, and support of community service organizations and their programs.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MASSACHUSETTS**

### **LENDING TEST**

#### **Lending Activity**

Based on the data in Lending Volume Table #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition and market presence.

The bank ranked 20<sup>th</sup> in deposits with 0.5 percent market share in the AA. In overall HMDA lending, the bank ranked 13<sup>th</sup> with 1.7 percent market share. There is strong competition as reflected by the 659 lenders, many without a depository presence and 138 depository institutions in the AA. The top three lenders were JPMorgan Chase (6.6 percent), Wells Fargo (5.0 percent), and LoanDepot.Com, LLC (3.9 percent). In small loans to businesses, the bank ranked fourth with 7.7 percent market share. The top lender was American Express with 28.8 percent market share.

#### **Distribution of Loans by Income Level of the Geography**

##### **Home Mortgage Loans**

Based on the data in Tables #2, #3 and #4 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is good.

The geographic distribution of home mortgage loans in the Boston AA is good. The percentage of the bank's home mortgage loans in low-income geographies was stronger than the percentage of owner-occupied housing units in those geographies and was weaker than the aggregate distribution of loans.

The percentage of the bank's home mortgage loans in moderate-income geographies was consistent with both the percentage of owner-occupied housing units in those geographies and the aggregate distribution of loans.

### **Small Loans to Businesses**

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is excellent.

The proportion of small loans to businesses in low-income geographies was consistent with the percentage of businesses located in those geographies and was significantly stronger than the aggregate distribution of loans. The proportion of small loans to businesses in moderate-income geographies was stronger than both the percentage of businesses located in those geographies and the aggregate distribution of loans.

### **Distribution of Loans by Income Level of the Borrower**

#### **Home Mortgage Loans**

Based on the data in Tables #8, #9, and #10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is excellent.

The overall borrower distribution of home mortgage loans in the Boston AA is excellent. The distribution of loans to low-income borrowers was weaker than the percent of low-income families within the AA and significantly exceeded the aggregate distribution of loans. The distribution of home mortgage loans to moderate-income borrowers equaled the percentage of moderate-income families within the AA and was stronger than the aggregate distribution of loans. We took into account the high cost of housing in the AA.

#### **Small Loans to Businesses**

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

The bank's proportion of loans to small businesses is consistent with the percentage of small businesses and exceeded the aggregate distribution of loans.

#### **Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded the level of community development lending is excellent.

CBNA originated 21 CD loans totaling \$306.7 million. All of the CD loans targeted affordable housing for LMI individuals.

Two examples include:

- CBNA provided a \$40 million mortgage loan to finance the acquisition and renovation of a 276-unit apartment complex. The project was awarded LIHTCs and includes 28 units for tenants earning up to 30 percent of AMI and 248 units for tenants earning up to 60 percent of AMI.
- CBNA provided a \$20 million loan to a housing project in downtown Boston. The project was awarded LIHTC and Section 8 subsidies. The project provides for 59 single room occupancy apartments and 97 units to tenants earning up to 60 percent of AMI.

### **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a significant number of loans under these programs. CBNA originated 429 loans totaling \$123.9 million under its affordable mortgage product programs that are noted earlier in the “Other Information” section of this evaluation. Notable were the FHA and Closing Cost Assistance programs.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

Based on the data in Table #14 and performance context considerations, we concluded the bank’s qualified investment performance is excellent.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs.

CBNA originated 174 investments and grants totaling \$193.3 million. Subsequent to exiting the AA, CBNA made an additional 17 investments and grants totaling \$51.6 million showing their commitment to the community despite their exit from the market.

Examples include:

- CBNA made a \$3.5 million investment to fund a LIHTC in Boston. The project will create 95 units of new affordable housing for individuals earning less than 60 percent of AMI.
- CBNA made a \$2.75 million grant to a collaborative focused on housing stabilization and foreclosure prevention.
- CBNA made a \$794 thousand NMTC investment for the construction of 11 homes through a national non-profit housing organization. All of the homes would be offered at cost to LMI families in the Boston area. The transaction was complex in that separate entities had to be created within the organization to allow it to receive NMTC benefit in three states.

## **SERVICE TEST**

### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is adequate. The bank entered the Boston AA through a series of de novo branches between 2006 and 2008. The bank only obtained a marginal and uncompetitive presence. Through a series of transactions beginning in March 2013 and concluding in January 2016, the bank closed all 31 branches in the Boston AA and exited the market. Three of the branches closed were located in low-income geographies. The remaining branches were closed in middle- and upper income geographies. The branches were unprofitable or in a breakeven situation. Trends indicated financial performance would not reverse itself. Customer accounts were consolidated into other CBNA branches. The Boston market is very competitive and is served by several banks, thrifts, and credit unions with extensive branch networks.

### **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development service is excellent.

Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

Seven employees served as board or committee members for nine different organizations. These organizations focused on community services and affordable housing for LMI individuals. Additionally, 123 CBNA employees were involved in 53 events, provided 356 hours of service to ten organizations, and reached 1,065 LMI beneficiaries.

Examples include:

- A senior vice president served as board chair for three years for a collaborative organization that assists LMI families with obtaining financial security and education.
- Citibank employees led several financial education sessions for Boston area schools through Junior Achievement and Teach Children to Save programs.

## State of Nevada

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

The major factors that support this rating include:

- The level of lending activity and the borrower distribution of the bank's home mortgage lending is excellent. The geographic distribution of the bank's small loans to businesses and home mortgage loans, and the borrower distribution of small loans to businesses is good;
- CD loans offered were effective in addressing community credit needs. Additionally, innovative or flexible loan programs offered were effective in addressing community credit needs;
- Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs;
- The bank's branches and alternative delivery systems were reasonably effective and responsive in helping the bank provide services across the community; and
- Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

## Description of Institution's Operations in Nevada

CBNA has delineated one AA within the state of Nevada consisting of the Las Vegas-Henderson-Paradise MSA in its entirety (Las Vegas AA). CBNA had \$1.3 billion in deposits and ranked 10<sup>th</sup> with 0.6 percent market share. The deposits represent 0.6 percent of the bank's adjusted deposits. The top three banks were Charles Schwab Bank (67.2 percent), Wells Fargo Bank (9.0 percent), and Bank of America (7.5 percent). Both Bank of America and Wells Fargo have substantially larger branch networks. At year-end 2016, CBNA operated nine branches and 24 ATMs within the AA representing 1.2 percent and one percent of the bank's total branches and ATMs, respectively.

Refer to Appendix C for detailed demographics and other performance context information.

## Scope of Evaluation in Nevada

The Las Vegas AA received a full-scope review.

To understand the credit and community development needs in the area, two community based organizations were contacted by another bank regulatory agency. One representative noted a need for affordable housing. The other representative noted the need for short-term personal loans and financial education targeted to military personnel.

## **Conclusions for Areas Receiving Full-Scope Reviews**

### **Lending Activity**

Based on the data in Lending Volume Table #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition and market presence.

The bank ranked ninth in deposits with 2.4 percent market share. In small loans to businesses, the bank ranked second with a 19.7 percent market share. American Express Bank ranked first with a similar market share of 19.8 percent. There are 140 small business lenders in the AA. Costco accounted for 33.8 percent of the small loans to businesses. In overall HMDA lending, the bank ranked 20<sup>th</sup> with 1.2 percent market share. There is strong competition as reflected by the 448 home mortgage lenders, many without a depository presence and 38 depository institutions in the AA. The top three lenders in this market were Wells Fargo Bank (10.8 percent), US Bank (6.6 percent), and Freedom Mortgage Corporation (5.3 percent).

### **Distribution of Loans by Income Level of the Geography**

#### ***Home Mortgage Loans***

Based on the data in Tables #2, 3 and 4, and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is good.

The proportion of loans in both LMI geographies was weaker than the proportion of owner-occupied housing units in those geographies and stronger than the aggregate distribution of loans.

#### ***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is good.

The proportion of loans in low-income geographies was generally weaker than the proportion of businesses in those geographies and consistent with the aggregate distribution of loans in those geographies. The proportion of loans in moderate-income geographies was generally consistent with the proportion of businesses in those geographies and stronger than the aggregate distribution of loans in those geographies.

### **Distribution of Loans by Income Level of the Borrower**

#### ***Home Mortgage Loans***

Based on the data in Tables #8, 9 and 10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is excellent.

The proportion of loans to low-income borrowers was weaker than the proportion of low-income families and significantly stronger than the aggregate distribution of loans to those borrowers. The proportion of loans to moderate-income borrowers was slightly stronger than the proportion of moderate-income families and stronger than the aggregate distribution of loans to those borrowers.

### ***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

The proportion of loans was generally consistent with the proportion of small businesses and stronger than the aggregate distribution of loans.

### **Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded the community development lending is excellent. Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs totaling \$139.8 million, or 80.2 percent of allocated Tier One Capital.

Examples include:

- CBNA provided \$24.3 million to a nonprofit organization which developed a 168-unit multifamily LIHTC project. Almost all of the units are restricted to households at or below 60 percent of AMI.
- CBNA provided \$11 million to finance the acquisition of a 236-unit existing LIHTC apartment building. The units will remain affordable until year-end 2029. All 236 units are restricted to households at or below 60 percent of AMI.

### **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a significant number of loans under these programs.

CBNA originated 1,175 loans totaling \$191.1 million under its affordable mortgage product programs that are noted earlier in the "Other Information" section of this evaluation. Notable were the FHA, VA, and Closing Cost Assistance programs.

### **INVESTMENT TEST**

Based on the data in Table #14 and performance context considerations, we concluded the bank's qualified investment performance is excellent.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs. The combined current and prior period investment dollar volume represent 62.3 percent of Tier One Capital allocated to the AA. A substantial majority of the bank's CD investments focused on affordable housing, which is a key issue in the AA.

Examples include:

- CBNA made an \$11 million bond purchase to finance the acquisition and rehabilitation of a 221-unit LIHTC multifamily project primarily for persons with disabilities and veterans.
- CBNA provided \$11.2 million and was the sole investor in a proprietary fund that was formed to invest in low-income residential projects. One such project allowed for the rehabilitation of a 90-unit apartment building restricted to households whose income do not exceed 50 percent of the AMI.

## **SERVICE TEST**

### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is good.

The bank's branches and alternative delivery systems were reasonably effective and responsive in helping the bank provide services across the community. The bank had an adequate number of branches and ATMs, reflected in Table #15, in LMI areas compared to the population distribution. The bank was able to demonstrate that alternative delivery systems are a reasonable method of providing banking services to LMI households when compared to the delivery of the same services to MUI households.

The closing of branches, reflected in Table #15, had limited impact on the delivery of service across the community. Six branches were closed; one in a moderate-income geography and five in middle-income geographies. The closures were part of a strategic initiative to reduce the bank's presence in the market through consolidation into fewer branches and to improve financial performance.

The bank offered innovative or flexible deposit products and retail services that were effective in addressing community needs. The bank opened 2,082 Access Accounts and processed 38 transactions under its 2016 Remittance Program pilot. Lastly, there were 34 transactions processed through the 2016 ATM Community Network pilot program.

### **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development service is excellent.

Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

Ten employees served as board or committee members of ten different organizations. Additionally, 232 CBNA employees were involved in 85 events, provided 877 hours of service to 12 organizations, and reached nearly 3,500 LMI persons.

Examples include:

- A retail area manager served on the board of a statewide housing organization dedicated to providing homebuyer education, housing counseling, and down-payment assistance to LMI persons.
- A branch manager served as board chair of a local division of a nationwide housing organization dedicated to neighborhood revitalization and increasing homeownership among LMI communities in Clark County.
- Sixty-five employees conducted 23 financial education sessions of the Teach Children to Save program that reached 847 LMI students in Las Vegas.

## State of New Jersey

<b>CRA Rating for New Jersey<sup>4</sup>:</b>	Satisfactory
<b>The lending test is rated:</b>	Low Satisfactory
<b>The investment test is rated:</b>	Outstanding
<b>The service test is rated:</b>	Low Satisfactory

The major factors that support this rating include:

- The level of lending activity is excellent. The geographic and borrower distribution of the bank's small loans to businesses is good and the geographic and borrower distribution of the bank's home mortgage loans is adequate;
- Innovative or flexible loan programs offered were effective in addressing community credit needs;
- CBNA has an excellent level of qualified investments which were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants, and donations under its programs, given the short evaluation period; and
- CBNA provides an adequate level of community development services. The bank conducted or supported a limited number of CD services, consistent with its capacity and expertise to conduct specific activities.

## Description of Institution's Operations in New Jersey

CBNA operated in the Trenton MSA for a portion of the evaluation period that included January 1, 2012 to March 21, 2014, when the bank closed its one branch and exited the New Jersey market, outside of the multistate MSAs.

As of the June 30, 2013 FDIC Summary of Deposits, the bank had \$88 million in deposits and ranked 22<sup>nd</sup> of 27 depository institutions with 0.6 percent market share.

The overall poverty rate of 10 percent was considered in the bank's home mortgage lending performance. The household poverty rate increases to 32 percent in low-income geographies and 12 percent in moderate-income geographies. In middle- and upper-income geographies combined, the poverty rate is just five percent.

Refer to Appendix C - Community Profiles for detailed demographics and other performance context information.

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<sup>4</sup> For institutions with branches in two or more states in a Multistate Metropolitan Statistical Area, this statewide evaluation does not reflect performance in the parts of this state contained within the Multistate Metropolitan Statistical Area. Refer to the Multistate Metropolitan Statistical Area rating and discussion for the rating and evaluation of the institution's performance in that area.

## **Scope of Evaluation in New Jersey**

The Trenton MSA AA received a full-scope review. The evaluation period for all performance tests was January 1, 2012 to December 31, 2013. Mortgage lending was weighted significantly greater based on the volume of loans.

To understand the credit and community development needs in the area, two community based organizations were contacted by another bank regulatory agency. The organizations noted the need for home improvement loans, foreclosure prevention programs, and financial literacy.

## **Conclusions for Areas Receiving Full-Scope Reviews**

### **Lending Activity**

Based on the data in Lending Volume Table #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition and market presence.

The bank's market share and rank in loans is significantly greater than the bank's share and rank in deposits. The bank's performance in the AA is driven by the fact that this represented a minor market with a very limited branch presence.

CBNA ranked 22<sup>nd</sup> in deposits with 0.6 percent market share. In overall HMDA lending, CBNA ranked second with 7.8 percent market share. This is a very competitive market with 349 mortgage lenders many without a depository presence and 27 depository institutions. The top lender was Wells Fargo with 18.3 percent market share. In small loans to businesses, CBNA ranked seventh with 5.3 percent market share. American Express dominated the market with 25.9 percent market share.

## **Distribution of Loans by Income Level of the Geography**

### ***Home Mortgage Loans***

Based on the data in Tables #2, 3 and 4 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is adequate.

The proportion of loans in both LMI geographies was below the proportion of owner-occupied housing units in those geographies. In low-income geographies the proportion of loans exceeded the aggregate distribution of loans and in moderate-income geographies was generally consistent with the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is good.

The proportion of loans in low-income geographies was below the proportion of businesses in those geographies and consistent with the aggregate distribution of loans. The proportion of loans in moderate-income geographies exceeded both the proportion of businesses in those geographies and the aggregate distribution of loans.

## **Distribution of Loans by Income Level of the Borrower**

### ***Home Mortgage Loans***

Based on the data in Table #8, 9 and 10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is adequate.

The proportion of loans to low-income families was below the proportion of low-income families and consistent with the aggregate distribution of loans. The proportion of loans to moderate-income families was generally consistent with both the proportion of moderate-income families and the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

The proportion of loans was significantly consistent with the proportion of small businesses and exceeded the aggregate distribution of loans to those businesses.

## **Community Development Lending**

The bank did not originate any CD loans, given the relatively short time frame the bank operated in the AA. The bank's geographic and borrower performance indicate the bank's existing products adequately address community credit needs.

## **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. CBNA originated 16 loans, primarily FHA and Closing Cost Assistance, totaling \$2.8 million under its affordable mortgage product programs that are noted earlier in the "Other Information" section of this evaluation.

## **INVESTMENT TEST**

Based on the data in Table #14 and performance context considerations, we concluded the bank has an excellent level of qualified investments.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs, given the short evaluation period. While CD needs were identified in this AA, opportunities were limited by the area's modest size and the bank's very limited presence compared to other large interstate banking companies. This was taken into consideration in arriving at the overall investment performance for this AA.

## **SERVICE TEST**

### **Retail Banking Services**

CBNA operated one branch in the AA for part of the evaluation period. As noted earlier, the bank closed its one branch, located in an upper-income geography on March 21, 2014. At the time, retail deposits and financial margins were well below the average of all CBNA branches nationally. Financial performance was not likely to reverse itself based on indicated trends. Customer accounts were consolidated into another branch. With 27 depository institutions serving the AA, CBNA did not have a material impact on the banking services provided in the AA.

### **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development service is adequate.

The bank conducted or supported a limited number of CD services, consistent with its capacity and expertise to conduct specific activities. CBNA provided an adequate level of CD services, given the period of time the bank operated in the AA. One employee served as a board member of an organization that is involved with delivering financial literacy programs to youth. Additionally, five CBNA employees participated in three events totaling 13 hours, which benefited two organizations and 44 LMI individuals. The services included a first time homebuyer workshop and two financial literacy programs.

## Commonwealth of Puerto Rico

**CRA Rating for Puerto Rico:** Outstanding

**The lending test is rated:** Outstanding

**The investment test is rated:** Outstanding

**The service test is rated:** Outstanding

The major factors that support this rating include:

- The level of lending activity is excellent. The geographic distribution of the bank's small loans to businesses is good and the borrower distribution is adequate;
- CBNA is a leader in making community development loans. Community development loans offered were effective and responsive in addressing community credit needs;
- The institution is a leader in providing community development services. Community development services were effective and responsive in addressing community needs.

## Description of Institution's Operations in Puerto Rico

CBNA has delineated one AA within Puerto Rico consisting of the San Juan-Carolina-Caguas MSA (San Juan AA) in its entirety. CBNA had \$26.7 billion of deposits in Puerto Rico with \$24.3 billion of these deposits being International Banking Entity (IBE) deposits. IBE deposits can only come from nonresidents of Puerto Rico and whose primary location is located outside of the commonwealth. Adjusting deposits for IBE, results in AA deposits of \$2.4 billion representing one percent of CBNA's adjusted deposits. CBNA ranked first in market share for deposits at 39.2 percent, when including IBE deposits. Primary competitors are Banco Popular de Puerto Rico (33.1 percent) and FirstBank of Puerto Rico (9.9 percent). At the beginning of the evaluation period, the bank operated four branches for commercial customers and no ATMs within the commonwealth. At the end of the evaluation period, the bank operated one branch.

## Scope of the Evaluation in Puerto Rico

The San Juan AA received a full-scope review. CBNA does not offer retail services within Puerto Rico. The branch operated similar to a wholesale bank and management focused its efforts on CD lending, investments, and services. The volume of home mortgages were all buybacks/repurchases from government sponsored mortgage enterprises (GSEs). These HMDA reportable and were not considered in our evaluation of the Lending Test. Lending performance included small loans to businesses and CD lending.

Refer to Appendix C-Community Profiles for detailed demographics and other performance context information.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN PUERTO RICO**

### **Lending Activity**

Based on the data in Lending Volume Table #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition and market presence.

The bank ranked third in small loans to businesses with 10.5 percent market share. There are 20 lenders in the AA. The two lenders ahead of Citibank are Banco Popular de Puerto Rico (57.5 percent) and American Express (13.9 percent). The Costco portfolio acquisition had minimal impact on the volume of small loans to businesses.

### **Distribution of Loans by Income Level of the Geography**

#### **Home Mortgage Loans**

As noted earlier, the home mortgage loans reported during the evaluation period consisted entirely of buybacks/repurchases from GSEs, are reportable under HMDA, and were not evaluated under the Lending Test. The tables presented in Appendix D are for informational purposes.

#### **Small Loans to Businesses**

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is good.

The proportion of loans to businesses in low-income geographies is below the percentage of businesses located in those geographies and significantly consistent with the aggregate distribution of loans. The portion of small loans to businesses in moderate-income geographies is consistent with the percentage of businesses located in those geographies and is stronger than the aggregate distribution of loans.

### **Distribution of Loans by Income Level of the Borrower**

#### **Home Mortgage Loans**

As noted earlier, the home mortgage loans reported during the evaluation period consisted entirely of buybacks/repurchases from GSEs, are reportable under HMDA, and were not evaluated under the Lending Test. The tables presented in Appendix D are for informational purpose.

#### **Small Loans to Businesses**

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is adequate.

The proportion of loans was generally consistent with the proportion of small businesses and consistent with the aggregate distribution of loans to those businesses.

## Community Development Lending

Based on the data in Table #1 and performance context considerations, we concluded the community development lending is excellent.

Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs.

Examples include:

- CBNA provided an \$18.3 million construction loan to develop 265 units of housing for LMI families. The developer received approval under a subsidy program created by the Government Development Bank for Puerto Rico.
- CBNA provided a \$16.8 million construction loan for the development of a 140-unit LIHTC multifamily housing project. All of the units were set aside for seniors and individuals with disabilities with income at or below 50 percent of the AMI. Additionally, all units will benefit from HUD Section 8 HAP contract.
- CBNA financed the renovation of a 280-unit subsidized rental apartment project for low-income tenants. The property is covered under a HAP contract with the Puerto Rico Housing and Finance Authority.

## INVESTMENT TEST

Based on the data in Table #14 and performance context considerations, we concluded the bank's qualified investment performance is excellent.

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, adequate grants and limited donations under its programs. The combined current and prior period investment dollar volume represent 31.0 percent of allocated Tier One Capital. A substantial majority of the bank's CD investments focused on affordable housing, which is a key issue in the AA.

CBNA took a leadership role in the first project under Puerto Rico's affordable housing revitalization plan by providing a \$25 million equity investment in a LIHTC fund. Of the 111 units, 56 units are set aside for public housing, 28 units are set aside for Section 8 HAP subsidies. All 111 units are restricted to households with income up to 60 percent of AMI.

## **SERVICE TEST**

### **Retail Banking Services**

An analysis of the branch distribution was not meaningful. The branch does not provide retail banking services and operates more like a wholesale banking office. We gave primary consideration to the bank's CD services because the bank's business model is consistent with the provision of CD services.

### **Community Development Services**

CBNA provided an excellent level of CD services after considering the bank's limited presence and its primary strategic focus of serving large corporate and wholesale bank customers. Six employees serve as board or committee members for five local organizations. These organizations focused on community services serving LMI persons. Additionally, 55 CBNA employees were involved in 21 events, provided 365 hours of service to four organizations, and reached 666 LMI persons. The events were primarily related to financial education.

## State of South Dakota

**CRA Rating for South Dakota:** Outstanding

**The lending test is rated:** Outstanding

**The investment test is rated:** Outstanding

**The service test is rated:** Outstanding

The major factors that support this rating include:

- The bank’s lending activity and the borrower distribution of the bank’s home mortgage loans is excellent. The geographic distribution of the bank’s home mortgage and small business loans and the borrower distribution of the bank’s small business loans is good;
- Community development loans and flexible loan programs offered were effective in addressing community credit needs;
- Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs; and
- Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

## Description of Institution’s Operations in South Dakota (Sioux Falls AA)

CBNA has delineated one AA within the state of South Dakota consisting of the Sioux Falls MSA in its entirety. Sioux Falls is also the location of the bank’s main office. Nearly all of the deposits are non-branch/“main office” deposits. “Main office” deposits do not reflect traditional retail customer relationships, rather they are wholesale funds. The “main office” deposits do not reflect where any of CBNA’s customers are located, where they work, or where they conduct business. The adjusted deposits of the Sioux Falls AA are \$18 million. The bank does not have any market share in deposits. The top three banks within the state were Wells Fargo Bank (44.5 percent), MetaBank (0.5 percent) and First Premier (0.4 percent). Wells Fargo Bank and First Premier have larger branch networks, with 15 and 10 branches, respectively. CBNA operates one branch and one ATM within the AA.

Refer to Appendix C-Community Profiles for detailed demographics and other performance context information.

## Scope of Evaluation in South Dakota

We performed a full-scope review of the Sioux Falls AA. There were no low-income geographies in the AA. Conclusions for the geographic distribution of loans were based on performance in the moderate-income geographies.

To understand the credit and community development needs in the area, one community based organization was contacted by another bank regulatory agency. The organization noted the need for home improvement loans, foreclosure prevention programs, and financial literacy.

## **CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN SOUTH DAKOTA**

### **LENDING TEST**

#### **Lending Activity**

Based on the data in Lending Volume Table #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the AA relative to its capacity based on deposits, competition and market presence.

The bank ranked 30<sup>th</sup> in deposits with no market share. For small loans to businesses, the bank ranked first with 16.8 percent market share. The other top lenders were US Bank and Wells Fargo with an 11.1 percent and 10.5 percent market share, respectively. Costco accounted for nearly half of the small loans to businesses in the AA. In overall HMDA lending, the bank ranked 26<sup>th</sup> with 0.7 percent market share. There is strong competition as reflected by the 226 lenders, many without a depository presence and 36 depository institutions in the AA. The top three lenders in this market were Plains Commerce Bank (11.2 percent), Franklin American Mortgage Company (10.3 percent), and Wells Fargo (10.1 percent)

#### **Distribution of Loans by Income Level of the Geography**

##### **Home Mortgage Loans**

Based on the data in Tables #2, 3 and 4 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is good.

The proportion of loans in moderate-income geographies was generally consistent with the percentage of owner-occupied housing units in those geographies and was stronger than the aggregate distribution of loans.

##### **Small Loans to Businesses**

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is good. After adjusting for Costco, the proportion of loans in moderate-income geographies is comparable to both the proportion of businesses located in those geographies and the aggregate distribution of loans.

#### **Distribution of Loans by Income Level of the Borrower**

##### **Home Mortgage Loans**

Based on the data in Tables #8, 9 and 10 and performance context considerations, we concluded the borrower distribution of the bank's originations and purchases of home mortgage loans is excellent. The proportion of loans to low-income borrowers was comparable to the percent of low-income families within the AA and was significantly stronger than the aggregate distribution of loans. The proportion of loans to moderate-income borrowers equaled the proportion of moderate-income families and was stronger than the aggregate distribution of loans.

### **Small Loans to Businesses**

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is good.

The proportion of loans to small businesses was comparable to the percentage of small businesses and stronger than the aggregate distribution of loans.

### **Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded the community development lending is excellent. Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs.

Examples include:

- CBNA provided a \$5.4 million construction loan to a nonprofit community service organization for a 52-unit multifamily residential project. The property, located in a moderate-income census tract, involved the conversion of an existing building into a LIHTC affordable housing development. All of the units are set aside for families with income at or below 30 to 60 percent of the AMI.
- CBNA provided a \$5.3 million construction loan for the development of a 61-unit senior LIHTC housing project. Sixty of the units are set aside to households with income at or below 30 to 60 percent of the area median income.

### **Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a limited number of loans under these programs. CBNA originated 19 loans, primarily FHA, totaling \$2.4 million under its affordable mortgage product programs that are noted earlier in the "Other Information" section of this evaluation.

## **INVESTMENT TEST**

Based on the data in Table #14 and performance context considerations, we concluded the bank's qualified investment performance is excellent. The combined current and prior period investment dollar volume represent more than five times the allocated Tier One Capital. A substantial majority of the bank's CD investments focused on affordable housing, which is a key issue in the AA.

One example includes:

- CBNA invested \$1.9 million in mortgage pass-through certificates issued by a GSE that financed a multifamily LIHTC project in Sioux Falls. CBNA helped provide liquidity to the GSE to fund future projects. The property is located in a moderate-income geography and contains 62 units, of which 61 are for households earning up to 60 percent of AMI.

## **SERVICE TEST**

### **Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is good.

The bank operated only one branch and one ATM in the AA, both located in a moderate-income geography. Alternative delivery systems were effective and responsive in helping the bank provide services across the community.

### **Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development service is excellent. Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities. Eleven employees served as board or committee members of seven different organizations. Additionally, 195 CBNA employees participated in 48 events, provided 1,098 hours of service to four organizations, and reached 4,343 LMI persons.

Examples include:

- Over 100 CBNA employees taught 36 financial education sessions through Junior Achievement to elementary school students in the AA. A majority of the students are LMI.
- Twelve employees participated in five income tax preparation sessions that reached 1,781 LMI persons.
- Four employees served on the board of a nonprofit organization that assists LMI persons move to better and safer housing.

## State of Texas

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

The major factors that support this rating include:

- The bank's lending activity and the borrower distribution of the bank's home mortgage loans is excellent. The geographic distribution of the bank's small business loans and the borrower distribution of the bank's small business loans is good. The geographic distribution of the bank's home mortgage loans is adequate;
- CBNA is a leader in making community development loans. Community development loans and flexible loan programs offered were effective in addressing community credit needs;
- CBNA has an excellent level of qualified investments grants and donations under its program. Qualified investments were effective and responsive in addressing community credit needs;
- The bank's branches and alternative delivery systems were reasonably effective and responsive in helping the bank provide services across the community; and
- CBNA is a leader in providing community development services. Community development services were effective and responsive in addressing community needs. The bank conducted or supported a significant number of CD services, consistent with its capacity and expertise to conduct specific activities.

## Description of Institution's Operations in Texas

CBNA operated in Texas for a portion of the evaluation period and exited from the various AAs between December 2012 and March 2015. During the evaluation period, CBNA delineated 13 AAs within the state of Texas. They include two MDs, ten MSAs, and one Non-MSA: Abilene; Austin-Round Rock; College Station-Bryan; Dallas-Plano-Irving MD; Fort Worth-Arlington MD; Houston-The Woodlands-Sugar Land; Killeen-Temple; Midland; Odessa; San Angelo; San Antonio-New Braunfels; Texas Non-MSA; Wichita Falls.

Using the FDIC Summary of Deposits as of June 2014 (prior to bank exiting from Texas), CBNA had \$3.5 billion of deposits and ranked 18<sup>th</sup> with 0.5 percent market share. The top three banks were JPMorgan Chase Bank (22.8 percent), Bank of America (12.2 percent), and Wells Fargo Bank (9.2 percent), all with substantially larger branch networks. At the beginning of the evaluation period, CBNA operated 103 branches.

Refer to Appendix C-Community Profiles for detailed demographics and other performance context information.

## Scope of Evaluation in Texas

The Dallas MSA and Houston MSA received full-scope reviews. These two areas accounted for the largest portion of lending and deposits among the AAs in Texas. The two MDs that comprise the Dallas MSA were combined for our evaluation of each performance test. The Dallas MSA was given more weight based on the volume of loans and deposits in each of the AAs. The remaining 10 AAs received limited-scope reviews.

To understand the credit and community development needs in the areas, OCC representatives met with community organizations in each AA. The organizations generally noted the need for affordable housing, financial literacy programs, first-time homebuyer education, and financial assistance to community organizations.

## CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN TEXAS

### LENDING TEST

#### Conclusions for Areas Receiving Full-Scope Reviews

##### Lending Activity

Based on the data in Lending Volume Table #1 and performance context considerations, we concluded lending activity is excellent. The bank originated a significant volume of loans in the two AAs relative to its capacity based on deposits, competition and market presence. The proportion of bank loans is significantly greater than the proportion of bank deposits in the AAs.

##### Dallas MSA

The bank ranked 13<sup>th</sup> in deposits with 0.8 percent market share. In small loans to businesses, CBNA ranked third with a 9.8 percent market share. The other top lenders were American Express and JPMorgan Chase with a 21.4 percent and 14.4 percent market share, respectively. In overall HMDA lending, the bank ranked 12<sup>th</sup> with 1.4 percent market share. There is strong competition as reflected by the 997 lenders, many without a depository presence and 168 depository institutions in the AA. The top three lenders in this market were Wells Fargo (11.2 percent), Quicken Loans (3.5 percent), and JPMorgan Chase (3.5 percent).

##### Houston MSA

The bank ranked 16<sup>th</sup> in deposits with 0.6 percent market share. In small loans to businesses, the bank ranked 6<sup>th</sup> with a 5.2 percent market share. The other top lenders were American Express and JPMorgan Chase with a 22.4 percent and 17.4 percent market share, respectively. In overall HMDA lending, CBNA ranked 11<sup>th</sup> with a 1.6 percent market share. There is strong competition as reflected by the 876 lenders, many without a depository presence and 103 depository institutions in the AA. The top three lenders in this market were Wells Fargo (10.5 percent), Quicken Loans (4.5 percent), and JPMorgan Chase (4.2 percent).

## **Distribution of Loans by Income Level of the Geography**

### ***Home Mortgage Loans***

Based on the data in Tables #2, 3, 4, 5 and performance context considerations, we concluded the geographic distribution of the bank's home mortgage loan originations and purchases is adequate.

#### Dallas MSA

The geographic distribution of loans is adequate. The proportion of loans in low-income geographies is significantly below the proportion of owner-occupied housing units in those geographies and exceeded the aggregate distribution of loans. The proportion of loans in moderate-income geographies was below the proportion of owner-occupied housing units in those geographies and exceeded the aggregate distribution of loans.

#### Houston MSA

The geographic distribution of loans is poor. The proportion of loans in LMI geographies is significantly below the proportion of owner-occupied housing units in those geographies. In low-income geographies the aggregate distribution of loans is consistent with and in moderate-income geographies is significantly consistent with the aggregate distribution of loans.

### ***Small Loans to Businesses***

Based on the data in Table #6 and performance context considerations, we concluded the geographic distribution of the bank's originations and purchases of small loans to businesses is good.

#### Dallas MSA

The geographic distribution of the bank's origination and purchase of small loans to businesses is good. The proportion of loans in LMI geographies was significantly consistent with the proportion of businesses located in those geographies and the aggregate distribution of loans.

#### Houston MSA

The geographic distribution of the bank's origination and purchase of small loans to businesses is excellent. The proportion of loans in LMI geographies exceeded both the proportion of businesses located in those geographies and the aggregate distribution of loans.

## **Distribution of Loans by Income Level of the Borrower**

### ***Home Mortgage Loans***

The distribution of the bank's home mortgage loans to low- and moderate-income borrowers is good.

Dallas MSA

The borrower distribution of home mortgage loans reported in the Dallas MSA is good. The proportion of loans to low-income borrowers was below the proportion of low-income families and significantly exceeded the aggregate distribution of loans. The proportion of loans to moderate-income borrowers was substantially consistent with the proportion of moderate-income families and exceeded the aggregate distribution of loans.

Houston MSA

The overall borrower distribution of home mortgage loans reported is good. The proportion of loans to low-income borrowers was below the proportion of low-income families and significantly exceeded the aggregate distribution of loans. The bank's borrower distribution of home mortgage loans to moderate-income borrowers was significantly consistent with the proportion of moderate-income families and exceeded the aggregate distribution of loans.

***Small Loans to Businesses***

Based on the data in Table #11 and performance context considerations, we concluded the distribution of the bank's originations and purchases of small loans to businesses by revenue is excellent.

Dallas MSA

The distribution of loans to businesses of different sizes is excellent. The proportion of loans exceeded the proportion of small businesses and the aggregate distribution of loans.

Houston MSA

The distribution of loans to businesses of different sizes in the Houston MSA is good. The proportion of loans was significantly consistent with the proportion of small businesses and exceeded the aggregate distribution of loans.

**Community Development Lending**

Based on the data in Table #1 and performance context considerations, we concluded CBNA is a leader in community development lending.

Dallas MSA

Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs. Almost all of the loans were for affordable housing for LMI persons.

One example includes:

- CBNA originated a \$7 million loan to finance the acquisition and renovation of a 144-unit LIHTC multifamily building. All of the units are restricted to households earning at or below 60 percent of AMI.

Houston MSA

Community development loans offered were effective and responsive in addressing community credit needs. The bank originated a significant number of loans under these programs. Almost all of the loans were for affordable housing for LMI persons.

One example includes:

- CBNA originated an \$8 million mortgage to refinance a 248-unit LIHTC multifamily building. All of the units are restricted to households earning at or below 60 percent AMI.

**Product Innovation and Flexibility**

Innovative or flexible loan programs offered were effective in addressing community credit needs. The bank originated a significant number of loans under these programs. In the Dallas AA, CBNA originated 1,473 loans for \$224.7 million. The large majority were originated under the FHA and VA programs noted earlier in the “Other Information” section of this evaluation. In the Houston AA, CBNA originated 1,822 loans for \$322.4 million. A large majority were originated under the FHA and VA programs.

**Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank’s performance under the Lending Test in all AAs is consistent with the overall Outstanding lending performance in the state.

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

**INVESTMENT TEST****Conclusions for Areas Receiving Full-Scope Reviews**

Based on the data in Table #14 and performance context considerations, we concluded the bank’s qualified investment performance is excellent.

Dallas MSA

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs. A substantial majority of the investments focused on affordable housing, which is a key issue in the AA.

One example includes:

- CBNA made a \$15.5 million LIHTC equity investment that financed the rehabilitation of a 126-unit apartment complex. The complex was converted from market rate units and 122 of the units are set aside to households earning up to 60 percent of AMI.

Houston MSA

Qualified investments were effective and responsive in addressing community credit needs. The bank made a significant number of investments, grants and donations under its programs.

One example includes:

- CBNA purchased \$18.4 million in bonds that benefit the Houston Independent School District. The proceeds went to building and renovating schools within the district. A majority of students within the district are LMI.

Post-Exit

Subsequent to the final exit of the Texas market in March 2015, CBNA made 65 investments and grants totaling \$301.2 million in both full-scope and limited-scope AAs demonstrating their CRA commitment to the exited AAs.

**Conclusions for Area Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Investment Test in the Austin, Odessa, and San Antonio MSAs is consistent with the bank's overall Outstanding performance under the Investment Test in Texas. In the Abilene, College Station, Killeen, Midland, San Angelo, Wichita Falls MSAs and Non Metropolitan Texas, the bank's performance is weaker than the bank's overall performance in the state. Weaker performance is a result of a lower level of investments. Refer to Table 14 in the state of Texas section of Appendix D for the facts and data that support these conclusions.

**SERVICE TEST****Conclusions for Areas Receiving Full-Scope Reviews****Retail Banking Services**

Based on the data in Table #15 and performance context considerations, we concluded the bank's retail service performance is good.

CBNA's retail presence in Texas was established in 2005 through the acquisition of First American Bank. Throughout subsequent years, the bank only obtained marginal performance due to the lack of insufficient branch network density in any of the AAs. The financial crisis of 2008 and the following years limited the bank's ability to create a viable branch network. Going into 2012, CBNA operated 103 branches across the state compared to over 400 for Bank of America and nearly 700 each for Wells Fargo and JPMorgan Chase. The bank exited Texas completely by March 2015 through either the closure or sale of branches to BB&T Bank (BB&T).

Dallas AA

CBNA exited the Dallas market in a series of transactions beginning in December, 2012 when two branches were closed. An additional five branches were closed in 2014 and 2015. The remaining 24 branches and deposits were sold to BB&T in March 2015. At the time, JPMorgan Chase, Bank of America, and Wells Fargo combined operated over 600 branches.

Houston AA

CBNA exited the Houston market with the sale of all 11 branches and deposits to BB&T in March 2015. At the time, JPMorgan Chase, Bank of America, and Wells Fargo combined operated over 500 branches.

**Community Development Services**

Based on the level of community development services and performance context considerations, we concluded the provision of community development service is excellent.

Dallas AA

Twenty-five employees served as board or committee members for 32 organizations. Additionally, 345 CBNA employees were involved in 61 events, provided 4,299 hours of service to 12 different organizations, and reached 3,739 LMI persons.

Houston AA

Seven employees served as board or committee members for eight organizations. Additionally, 20 CBNA employees were involved in nine events, provided 45 hours of service to five organizations, and reached 319 LMI person.

**Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Service Test in the Midland and San Antonio MSAs is consistent with the bank's overall High Satisfactory performance under the Service Test in Texas. In the College Station and Killeen MSAs, and the Non Metropolitan Texas AA, performance is stronger than the bank's overall performance in the state. The stronger performance is due to a stronger distribution of branches in LMI geographies. In the Abilene, Austin, Odessa, San Angelo, and Wichita Falls MSAs, performance is weaker than the bank's overall performance in the state. The weaker performance is due to a weaker distribution of branches in LMI geographies. Refer to Table #15 in the state of Texas section of Appendix D for the facts and data that support these conclusions.

## Appendix A: Scope of Examination

The 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”).

<b>Time Period Reviewed</b>	Lending, Investment, and Service Test (includes CD loans): 01/01/2012 to 12/31/2016 for most rating areas.	
<b>Financial Institution</b>	<b>Products Reviewed</b>	
Citibank, N.A. (CBNA) Main Office: Sioux Falls, SD Headquartered: New York, NY	Home Mortgage Disclosure Act: Home Purchase, Home Refinance, and Home Improvement Loans. Small Business Loans. CD Loans, Investments (including grants), and Services. Retail Services	
<b>Affiliate(s)</b>	<b>Affiliate Relationship</b>	<b>Products Reviewed</b>
CitiFinancial Company	Affiliate	Home Mortgage Loans
CitiFinancial Services, Inc. (OK)	Affiliate	Home Mortgage Loans
CitiFinancial Services, Inc. (CA)	Affiliate	Home Mortgage Loans
CitiFinancial Services, Inc. (DE)	Affiliate	Home Mortgage Loans
CitiFinancial Services, Inc. (PA)	Affiliate	Home Mortgage Loans
CitiFinancial, Inc. (MD)	Affiliate	Home Mortgage Loans
CitiFinancial, Inc. (TX)	Affiliate	Home Mortgage Loans
Citi Mortgage, Inc.	Subsidiary	Home Mortgage Loans
Citicorp North America, Inc. (CNAI)	Affiliate	CD Loans and Investments
Citicorp USA, Inc. (CUSA)	Subsidiary	CD Loans and Investments
Citigroup Global Markets Inc.	Affiliate	CD Loans
Citicorp Community Development, Inc.	Affiliate	CD Investments – Grants
<b>List of Assessment Areas and Type of Examination</b>		
<b>Assessment Area</b>	<b>Type of Exam</b>	<b>Other Information</b>
New York-Newark-Jersey City, NY-NJ-PA Multistate MSA	Full-scope	New York-Jersey City-White Plains, NY-NJ Metropolitan Division - Excludes Orange County, Nassau County-Suffolk County, NY Metropolitan Division  Newark, NJ-PA Metropolitan Division- Excludes Hunterdon County, NJ and Sussex County, NJ and Pike County, PA.

		Also excludes Dutchess County-Putnam County, NY MD MDs will be combined for analysis of each performance test.
Philadelphia-Camden-Wilmington, PA-NJ-DE-MD Multistate MSA	Full-Scope	Exited 3/2014 - Camden, NJ Metropolitan Division – Includes only Camden County, NJ  Exited 3/2014 - Montgomery County-Bucks County-Chester County, PA Metropolitan Division  Exited 3/2013 (Delaware County) and 3/2014 (Philadelphia County) - Philadelphia, PA Metropolitan Division  Exited 3/2014 - Wilmington, DE-MD-NJ Metropolitan Division – only New Castle County, DE  MDs will be combined for analysis of each performance test.
Washington-Arlington-Alexandria, DC-VA-MD-WV Multistate MSA Area	Full-Scope	Silver Spring-Frederick-Rockville, MD Metropolitan Division – Excludes Frederick County  Washington-Arlington-Alexandria, DC-VA-MD-WV Metropolitan Division – Excludes Calvert County in MD, Clarke, Culpeper, Fauquier, Spotsylvania, Stafford, Warren, Fredericksburg City, Manassas City, Manassas Park, and Rappahannock in VA and Jefferson County, WV  MDs will be combined for analysis of each performance test.
<b>CALIFORNIA</b>		
Los Angeles-Long Beach-Anaheim, CA Metropolitan Statistical Area	Full-scope	Anaheim-Santa Ana-Irvine, CA Metropolitan Division  Los Angeles-Long Beach-Glendale, CA Metropolitan Division  MDs will be combined for analysis of each performance test.
San Francisco-Oakland-Hayward, CA Metropolitan Statistical Area	Full-scope	Oakland-Hayward-Berkeley, CA Metropolitan Division  San Francisco-Redwood City-South San Francisco, CA Metropolitan Division  San Rafael, CA Metropolitan Division  MDs will be combined for analysis of each performance test.
Bakersfield	Limited-scope	
Fresno	Limited-scope	
Hanford-Corcoran	Limited-scope	
Madera	Limited-scope	Exited 3/2015

Merced	Limited-scope	
Modesto	Limited-scope	
Napa	Limited-scope	
Oxnard-Thousand Oaks-Ventura	Limited-scope	
Riverside-San Bernardino-Ontario	Limited-scope	
Sacramento-Roseville-Arden-Arcade	Limited-scope	Excludes El Dorado County
Salinas	Limited-scope	Exited 1/2016
San Diego-Carlsbad	Limited-scope	
San Jose-Sunnyvale-Santa Clara	Limited-scope	Excludes San Benito County
San Luis Obispo-Paso Robles-Arroyo Grande	Limited-scope	Exited 3/2015
Santa Cruz-Watsonville	Limited-scope	
Santa Maria-Santa Barbara	Limited-scope	Exited 1/2016
Santa Rosa	Limited-scope	
Stockton-Lodi	Limited-scope	
Vallejo-Fairfield	Limited-scope	Exited 3/2015
Visalia-Porterville	Limited-scope	Exited 3/2015
<b>CONNECTICUT</b>		
Bridgeport-Stamford-Norwalk	Full-scope	
New Haven-Milford	Limited-scope	Exited retail branches 3/2014, Deposit taking ATM through 12/2015.
<b>FLORIDA</b>		
Miami-Fort Lauderdale-West Palm Beach, FL Metropolitan Statistical Area	Full-scope	Fort Lauderdale-Pompano Beach-Deerfield Beach, FL Metropolitan Division  Miami-Miami Beach-Kendall, FL Metropolitan Division  West Palm Beach-Boca Raton-Delray Beach, FL Metropolitan Division  All MDs will be combined for analysis of each performance test.
Jacksonville	Limited-scope	Duval County only
<b>GUAM</b>		
Guam Non MSA	Not evaluated	No demographic data available to adequately draw conclusions.
<b>ILLINOIS</b>		
Chicago-Naperville-Elgin, IL-IN-WI Metropolitan Statistical Area	Full-scope	Also excludes all Indiana counties in MSA (Gary, IN MD: Jasper, Lake, Newton, Porter Counties)
<b>MARYLAND</b>		
Baltimore-Towson	Full-scope	Exited over time between 2012-2014
<b>MASSACHUSETTS</b>		
Boston-Cambridge-Newton, MA-NH Metropolitan Statistical Area	Full-scope	Also excludes Rockingham County-Strafford County, NH MD

<b>NEVADA</b>		
Las Vegas-Henderson-Paradise, NV Metropolitan Statistical Area	Full-scope	
<b>NEW JERSEY</b>		
Trenton MSA	Full-scope	Exited 3/2014
<b>PUERTO RICO</b>		
San Juan-Carolina-Caguas	Full-scope	
<b>SOUTH DAKOTA</b>		
Sioux Falls	Full-scope	
<b>TEXAS</b>		
Dallas-Fort Worth-Arlington	Full-scope	Excludes Hood and Somervell Counties MDs are combined for analysis Exited 3/2015
Houston	Full-scope	Exited 3/2015
Abilene	Limited-scope	Excludes Jones County – Exited 6/2014
Austin	Limited-scope	Exited 6/2014
College Station	Limited-scope	Exited 6/2014
Killeen	Limited-scope	Exited 12/2014
Midland	Limited-scope	Exited 3/2015
Non Metropolitan Texas	Limited-scope	Exited 6/2014
Odessa	Limited-scope	Exited 3/2015
San Angelo	Limited-scope	Exited 6/2014
San Antonio	Limited-scope	Exited 6/2014
Wichita Falls	Limited-scope	Exited Clay County 5/2012 and Wichita County 6/2014. Archer County included for proximity

## Appendix B: Summary of Multistate Metropolitan Statistical Area and State Ratings

RATINGS CITIBANK, N.A.				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
Citibank, N.A.	Outstanding	Outstanding	Outstanding	Satisfactory
Multistate Metropolitan Statistical Area or State/Commonwealth:				
NY-NJ Multistate	Outstanding	Outstanding	Outstanding	Outstanding
Philadelphia Multistate	Outstanding	Outstanding	High Satisfactory	Outstanding
DC Multistate	Outstanding	Outstanding	Outstanding	Outstanding
California	Outstanding	Outstanding	Outstanding	Outstanding
Connecticut	Outstanding	Outstanding	High Satisfactory	Outstanding
Florida	Outstanding	Outstanding	High Satisfactory	Outstanding
Illinois	Outstanding	Outstanding	Outstanding	Outstanding
Maryland	Outstanding	Outstanding	High Satisfactory	Outstanding
Massachusetts	Outstanding	Outstanding	High Satisfactory	Outstanding
Nevada	Outstanding	Outstanding	High Satisfactory	Outstanding
New Jersey	Low Satisfactory	Outstanding	Low Satisfactory	Satisfactory
Puerto Rico	Outstanding	Outstanding	Outstanding	Outstanding
South Dakota	Outstanding	Outstanding	Outstanding	Outstanding
Texas	Outstanding	Outstanding	High Satisfactory	Outstanding

(\*) The Lending Test is weighted more heavily than the Investment and Service Tests in the overall rating.

## Appendix C: Community Profiles for Full-Scope Areas

### NY-NJ Multistate MSA

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	4,437	11.13	22.83	31.49	32.61	1.94
Population by Geography	18,462,416	11.50	23.68	30.06	34.57	0.18
Owner-Occupied Housing by Geography	3,473,397	2.40	13.66	35.18	48.76	0.00
Business by Geography	1,225,946	6.72	17.02	29.10	45.85	1.31
Farms by Geography	17,304	2.20	12.27	34.34	51.01	0.18
Family Distribution by Income Level	4,403,502	24.06	16.14	18.03	41.76	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	1,770,288	20.33	33.54	29.22	16.90	0.01
Median Family Income FFIEC Adjusted Median Family Income for 2016 Households Below Poverty Level		75,117 79,765 13%	Median Housing Value Unemployment Rate (2010 US Census)		484,457 3.93%	

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

Source: 2010 US Census and 2016 FFIEC updated MFI

CBNA has defined three AAs within the New York-Newark-Jersey City, NY-NJ-PA multi-state MSA including the following; the New York-Jersey City-White Plains, NY-NJ MD, excluding Orange County; the Newark, NJ-PA MD excluding Hunterdon and Sussex County in New Jersey and Pike County in Pennsylvania; and the Nassau County-Suffolk County, NY MD in its entirety. The population of the entire MSA as of the 2010 census was 19.6 million and by 2016 was estimated at 20.2 million, an increase of 3.1 percent.

CBNA deposits of \$115.4 billion comprised 51.0 percent of the bank's adjusted deposits and is the largest of CBNA's CRA rating areas. Banking competition is very strong in this area with 195 financial institutions operating 5,389 branches. CBNA ranked fifth with 7.1 percent market share. Major banking competitors include JP Morgan Chase, Bank of America, and HSBC Bank. In addition to FDIC-insured institutions, this area is served by several credit unions, mortgage lenders and brokers, and money service businesses.

New York City (NYC), the principal city in the MSA, is the single largest regional urban economy in the country. NYC is home to a diversified mix of businesses including the headquarters of many national and international corporations. Historically, lower Manhattan has been dominated by the financial services industry, while midtown Manhattan has been home to advertising, publishing, and garment production. The retail sector is a major employer along with health and social care, and finance and insurance. NYC is also a major manufacturing center and shipping port, and it has a thriving technological sector. Among the largest employers are JPMorgan Chase, Columbia University, Memorial Sloan Kettering Cancer Center, New York-Presbyterian Healthcare, Verizon and Mount Sinai Hospital. The unemployment rate as of

December 2016 was 4.2 percent, which was slightly better than the statewide rate for the same timeframe, although pockets of depressed employment remain.

The cost of living in the area is high and impacts borrowing ability. Housing affordability is a significant issue, along with a very low rental vacancy rate and crowding for large or doubled-up households. Housing costs in many communities are unaffordable for LMI households.

There are numerous opportunities in the area to participate in community development activities. The area is served by multiple well-established community development entities, including community development corporations, CDFIs, nonprofit entities, and governmental and quasi-governmental organizations focused on areas such as affordable housing, economic development, asset development and financial education, community services, and youth programs.

Community contacts have identified the following credit and community development needs within this MSA:

- Affordable housing, particularly for the chronically homeless
- Higher paying jobs
- Foreclosure prevention assistance
- Affordable banking products
- Grants for operating, development, or program support

Good opportunities exist to make community development investments and loans in the MSA. At least 39 CDFIs are actively operating in NYC. Most are large CDFIs and offer various community development opportunities.

Opportunities for participation by financial institutions include the following:

- Working with various non-profits on affordable housing financing
- Grants to community development non-profit organizations
- Working with local government to assist LMI individuals with affordable housing
- Small business lending
- Volunteer support for financial literacy

**PHILADELPHIA MMSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,256	14.65	19.19	32.17	32.56	1.43
Population by Geography	5,061,130	14.80	18.93	31.25	34.69	0.32
Owner-Occupied Housing by Geography	1,287,969	9.24	16.75	33.40	40.61	0.00
Business by Geography	467,766	8.37	13.93	30.37	46.83	0.50
Farms by Geography	8,232	1.90	8.94	35.74	53.32	0.11
Family Distribution by Income Level	1,214,742	23.33	16.84	19.46	40.37	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	487,962	25.40	27.16	29.71	17.72	0.01
Median Family Income FFIEC Adjusted Median Family Income for 2013 Households Below Poverty Level		76,751 78,744 12%	Median Housing Value Unemployment Rate (2010 US Census)		246,407 4.18%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2013 FFIEC updated MFI

CBNA operated in this MMSA for a portion of the evaluation period. The Philadelphia-Camden-Wilmington PA-NJ-DE-MD MMSA (Philadelphia MMSA) is comprised of several counties in southeastern Pennsylvania and southwestern New Jersey, one county in northern Delaware and one county in northeastern Maryland. Through a series of branch closures in 2012, 2013, and 2014, CBNA fully exited the Philadelphia MMSA on March 21, 2014. During this period, the bank maintained three AAs consisting of the Philadelphia, PA MD in its entirety, Camden, NJ MD consisting of Camden County in New Jersey, and the Wilmington, DE MD consisting of New Castle County in Delaware.

Competition for both loans and deposits is strong in the MMSA. According to the June 30, 2013 FDIC Summary of Deposit Market Share report, CBNA had \$4 billion in deposits in this AA. The local banking environment was highly competitive with 120 FDIC-insured institutions operating 1,575 branches. CBNA ranked 13<sup>th</sup> in deposit market share with 0.9 percent. Major competitors included FIA Card Services, Capital One, and TD Bank. Wilmington, DE is a national financial center for the credit card industry.

The area's major industries include healthcare, education and financial services. The largest employers in the area include: University of Pennsylvania and Health System, Thomas Jefferson University and TJUH System, Comcast Corporation, and Drexel University. The unemployment rate as of December 2013 was 6.3 percent, slightly lower than the Pennsylvania statewide rate of 6.7 percent.

**Washington DC Multistate (DC MMSA)**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,162	9.81	24.01	31.67	33.65	0.86
Population by Geography	4,814,094	8.99	23.42	32.82	34.61	0.16
Owner-Occupied Housing by Geography	1,128,458	3.95	18.43	36.25	41.38	0.00
Business by Geography	390,715	4.60	18.90	32.02	44.13	0.35
Farms by Geography	5,529	3.26	16.22	35.18	45.31	0.04
Family Distribution by Income Level	1,113,169	20.85	16.85	20.65	41.65	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	419,658	16.58	34.87	32.02	16.54	0.00
Median Family Income		102,007	Median Housing Value		448,749	
FFIEC Adjusted Median Family Income for 2016		107,200	Unemployment Rate (2010 US Census)		3.26%	
Households Below Poverty Level		7%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2016 FFIEC updated MFI

CBNA's AA in the Washington-Arlington-Alexandria, DC-VA-MD-WV MMSA (DC MMSA) is comprised of the District of Columbia; Charles, Montgomery and Prince George's counties in Maryland; and the following counties and independent cities in Virginia: Arlington, Fairfax, Loudoun, Prince William, Alexandria City, Fairfax City, Falls Church City, Manassas City, and Manassas Park City. The AA does not include Jefferson County in West Virginia or the following counties in Maryland and Virginia: Clarke, Culpeper, Fauquier, Frederick, Rappahannock, Spotsylvania, Stafford, Warren, and Fredericksburg City.

CBNA's deposits in the AA totaled \$7.9 billion and represented 3.5 percent of the bank's adjusted deposits. Competition is strong with 73 banks operating 1,427 offices in the AA. Major competitors include E\*TRADE Bank, Bank of America, Wells Fargo Bank N.A., and Capital One N.A.

Using the 2016 two-bedroom fair market rent, the District of Columbia is ranked as the second least affordable "state" in the U.S., with Hawaii being the least affordable. Population growth has absorbed the majority of the vacant units, resulting in a low vacancy rate.

The AA has a well-diversified economy. Key sectors of the economy include biotechnology, defense contracting, and tourism. Major employers in the AA include: MedStar Health, Inova Health System, Marriott International Inc., University of Maryland-College Park, Washington Metropolitan Area Transit Authority, Booz Allen Hamilton Inc., and Giant Food LLC. The unemployment rate has declined during the evaluation period from 6.2 percent in January 2012 to 3.6 percent in December 2016.

A review of community contacts indicated that the following are identified needs within the community:

- Affordable housing is a top priority.
- Access to capital for entrepreneurs through traditional banks and training resources.
- Economic development and workforce development.
- Need equity capital for CDFIs and loan pools.
- Gentrification is one of the biggest issues impacting DC causing homeowners on fixed income and older businesses to be priced out.

Opportunities for participation by financial institutions include the following:

- Lending and investment to expand the number of HUD housing counselors.
- Lending and investment to provide access to credit and to help transition from renting to owning.
- Supporting community development services such as financial literacy and technical assistance to small business owners.
- Supporting CDFI network to help revamp small businesses and expand minority and women-owned small businesses.

**CALIFORNIA****Los Angeles MSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	2,929	8.36	28.17	27.96	34.11	1.40
Population by Geography	12,828,837	7.65	29.51	29.01	33.53	0.30
Owner-Occupied Housing by Geography	2,151,123	2.37	17.44	29.91	50.26	0.01
Business by Geography	935,564	5.97	20.04	27.28	45.48	1.22
Farms by Geography	9,779	3.60	19.42	28.97	47.41	0.60
Family Distribution by Income Level	2,869,560	23.56	16.65	18.09	41.70	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	1,153,671	12.90	41.37	27.72	18.00	0.01
Median Family Income FFIEC Adjusted Median Family Income for 2016 Households Below Poverty Level		66,023 66,898 13%	Median Housing Value Unemployment Rate (2010 US Census)		543,246 4.25%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2016 FFIEC updated MFI

The Los Angeles-Long Beach-Anaheim, CA MSA includes two MDs; Los Angeles-Long Beach-Glendale and Anaheim-Santa Ana-Irvine and are comprised of Orange and Los Angeles counties. The population of the MSA as of the 2010 census was 12.8 million and is estimated at 13.3 million in 2016, an increase of 3.9 percent.

CBNA's deposits were \$21.6 billion or 9.5 percent of the bank's adjusted deposits. The local banking environment is highly competitive, with 125 financial institutions operating 2,457 branches. Major competitors include Bank of America, Wells Fargo Bank, JP Morgan Chase, and MUFG Union Bank.

The Los Angeles MSA is ranked second to last among all MSAs in affordability by the National Association of Home Builders. California is ranked overall as the third least affordable state in the U.S. Housing and rent prices were above the national average, with a notably high renting population. The number of multifamily housing permits was higher than the number of single family permits based on current and projected housing needs.

The unemployment rate in the MSA dropped significantly during the evaluation period. According to the BLS, the unemployment rate declined from 11.1 in January 2012 to 4.5 in December 2016, which is below or equal to that of the state and U.S., which were reported at 5.2 percent and 4.5 percent, respectively. Larger employers in the MSA include: University of California (Los Angeles, Irvine, and Santa Barbara), Kaiser Permanente, Disneyland Resort and The Walt Disney Company, University of Southern California, and Northrop Grumman.

MSA community identified needs include:

- Affordable housing and affordable rental housing.
- Financial literacy education for adults.
- Disability Support Services, including transportation services.
- Homebuyer Education and Counseling programs for first time homebuyers.
- Workforce Development programs.
- Hunger Relief programs.
- Neighborhood and environmental revitalization programs.

Opportunities for participation by financial institutions include the following:

- Lending and investing in affordable housing, to include rental housing.
- Supporting community development by providing educational programs such as financial literacy, homebuyer education, and workforce development.
- Supporting the community by providing services to the elderly and disabled, to include transportation.
- Provide opportunities for the revitalization of the neighborhood and environment.

**SAN FRANCISCO MSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	978	12.27	19.53	35.69	31.70	0.82
Population by Geography	4,335,391	11.45	19.69	37.47	31.27	0.12
Owner-Occupied Housing by Geography	896,981	4.62	14.53	39.86	40.99	0.00
Business by Geography	347,432	13.06	14.59	33.84	38.45	0.06
Farms by Geography	4,943	6.78	15.52	38.64	39.05	0.02
Family Distribution by Income Level	984,779	23.39	16.36	18.90	41.36	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	391,375	18.31	27.41	37.05	17.23	0.00
Median Family Income		91,614	Median Housing Value		649,463	
FFIEC Adjusted Median Family Income for 2016		99,353	Unemployment Rate (2010 US Census)		4.07%	
Households Below Poverty Level		9%				

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

Source: 2010 US Census and 2016 FFIEC updated MFI

The San Francisco-Oakland-Hayward, CA MSA is comprised of three MDs: San Francisco-Redwood City-South San Francisco, Oakland-Hayward-Berkeley, and San Rafael. These MDs together are comprised of Marin, San Mateo, San Francisco, Alameda, and Contra Costa counties. The population of the MSA as of the 2010 census was 4.3 million and in 2016 is estimated at 4.6 million, an increase of 7.2 percent.

After adjusting for mortgage escrow accounts held by the bank's affiliate, CitiMortgage, CBNA's deposits in the MSA were \$12.4 billion or 5.6 percent of the bank's adjusted deposits. Competition in the area is strong with 73 financial institutions operating 1,042 branches. Major competitors include Bank of America, Wells Fargo Bank, First Republic Bank, and JP Morgan Chase Bank. Together, Bank of America and Wells Fargo have 55.2 percent deposit market share.

The San Francisco MSA is the most expensive housing market in the country and is ranked last among all MSAs in affordability by the National Association of Home Builders. California is ranked overall as the third least affordable state in the U.S.

The unemployment rate in the MSA declined during the evaluation period from 8.5 percent in January 2012 to 3.5 percent in December 2016, below both the state and U.S. rates. Growth in the high-tech industry has led to a strong recovery from the national recession experienced from 2007-2009. Larger employers in the MSA include: University of California (Santa Cruz and Berkeley), Safeway Inc., Kaiser Permanente, Stanford University, University of San Francisco, and Genentech Inc.

MSA community identified needs include:

- Affordable housing, affordable rental housing, and end gentrification.
- Financial literacy education programs that support stability.
- Workforce development programs.
- Neighborhood and environmental revitalization programs.
- Crime prevention programs.

Opportunities for participation by financial institutions include the following:

- Lending and investing in affordable housing, to include rental housing.
- Supporting community development by providing educational programs such as financial literacy and workforce development.
- Supporting the community by providing services to support crime prevention.
- Provide opportunities for the revitalization of the neighborhood.

**CONNECTICUT****Bridgeport MSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	210	15.71	17.62	31.90	34.76	0.00
Population by Geography	916,829	13.48	19.50	33.65	33.38	0.00
Owner-Occupied Housing by Geography	234,419	5.20	15.88	40.35	38.57	0.00
Business by Geography	93,239	10.35	16.49	32.55	40.61	0.00
Farms by Geography	2,513	9.03	18.70	35.73	36.53	0.00
Family Distribution by Income Level	230,561	22.70	16.66	19.96	40.68	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	90,748	24.14	28.20	31.57	16.09	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2016 Households Below Poverty Level		100,593 104,400 8%	Median Housing Value Unemployment Rate (2010 US Census)		503,921 3.95%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2016 FFIEC updated MFI

The Bridgeport-Stamford-Norwalk CT, MSA consists of Fairfield County in southwestern Connecticut. The MSA includes four of the state's largest cities; Bridgeport, Stamford, Norwalk, and Danbury. While the county is better known for the affluent areas along the coast, many other Fairfield County communities are more densely populated and economically diverse. The population of the MSA as of the 2010 census was approximately 917,000 and is estimated at 944,000 in 2016, an increase of 2.9 percent. The county's population accounts for 25 percent of Connecticut's total population.

CBNA's deposits of \$6.8 billion in the MSA represented three percent of the bank's adjusted deposits. The local banking environment is competitive with 29 institutions operating 368 branches. CBNA ranked third in deposit market share with 14.2 percent. People's United Bank and Bank of America, ranked first and second, with market shares of 22.6 percent and 15.3 percent, respectively.

Connecticut is ranked overall as the eighth least affordable state in the U.S. for housing.

The unemployment rate in the MSA as of December 2016 was 4.3 percent and matched the overall state rate. The rate was slightly lower than the national rate of 4.5 percent. Larger employers include: Immucor, Sikorsky Aircraft Corp, Ceci Brothers Inc., Boehringer Ingelheim Corp, and Stamford Hospital.

According to information from Moody's Analytics, Bridgeport is Connecticut's only metro area to have lost jobs on net over the past year. The public sector and goods producers have cut workers, and employment in private services has barely held steady. Cutbacks in mid- and high-wage industries, particularly manufacturing and professional services, have brought down hourly wages, although average pay remains among the highest in the U.S. Moody's also notes there is

stark income inequality within the MSA. The MSA is home to Connecticut's first and third largest cities, Bridgeport and Stamford, and has the highest income inequality in the country according to multiple measures. While the MSA's per capita income is the second highest in the country, the median household income in Bridgeport is less than half of that in Stamford. Unlike Stamford, Bridgeport is out of easy commuting distance to NYC and as such is unable to take advantage of the growth from NYC's financial industry.

A review of recently completed community contacts for the MSA indicated that the following are community identified needs:

- Affordable housing and affordable rental housing.
- Direct loans and grants to support operation needs for area non-profit organizations.
- Small business loans to support working capital and expansion needs of area small businesses.
- Loans to support rehabilitation and energy efficiency updates to older residential dwellings.
- Support for holistic neighborhood development.
- Support for workforce development and job sustainability models.
- Support for private sector partnerships that support skill development for low-income residents.

Opportunities for participation by financial institutions include the following:

- Participating in Equity Equivalent Investments for non-profit organizations.
- Providing support for affordable housing development projects.
- Providing bank employees and executives to serve as board members for local non-profit organizations.
- Providing technical assistance to local non-profit organizations.

**FLORIDA****Miami MSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,216	5.84	25.90	33.31	32.81	2.14
Population by Geography	5,564,635	4.72	27.31	34.60	33.06	0.31
Owner-Occupied Housing by Geography	1,329,038	2.06	23.11	36.26	38.56	0.00
Business by Geography	764,572	3.38	21.79	30.26	43.71	0.86
Farms by Geography	11,984	2.98	22.67	31.57	42.48	0.30
Family Distribution by Income Level	1,317,377	22.42	17.35	18.93	41.30	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	523,897	8.40	39.43	34.29	17.86	0.02
Median Family Income FFIEC Adjusted Median Family Income for 2014 Households Below Poverty Level		57,777 56,507 14%	Median Housing Value Unemployment Rate (2010 US Census)		284,593 4.42%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2014 FFIEC updated MFI

The Miami-Fort Lauderdale-West Palm Beach, FL MSA is made up of three MDs; Fort Lauderdale-Pompano Beach-Deerfield Beach, which consists of Broward County; Miami-Miami Beach-Kendall, which consists of Miami-Dade County; and West Palm Beach-Boca Raton-Delray Beach, which consists of Palm Beach County. The total population of the MSA as of the 2010 census was approximately 5.6 million and in 2016 was 6.1 million, an increase of nine percent. This is the most populous MSA in Florida and second largest in the southeastern U.S.

CBNA's deposits of \$20.2 billion accounted for 8.9 percent of the bank's adjusted deposits. Competition is strong within this area with 101 institutions operating 1,622 offices within the MSA. CBNA ranked third in deposit market share with nine percent. Major competitors include Wells Fargo Bank, Bank of America, and JPMorgan Chase. Together these three banks have a combined market share of nearly 41 percent and each have significantly larger branch networks within the MSA than CBNA.

The Miami MD is a diverse and densely populated urban center. The market has strong ties to Latin America and benefits from international trade and capital and a well-developed shipping and distribution infrastructure. The Fort Lauderdale MD also has strong ties to international trade via Latin America and benefits from heavy tourism and spillover from Miami tourism and trade.

Economic growth during the evaluation period was strong. Following the national recession of 2007-2009, employment in the Miami area began to rebound in 2011 and continued to increase during the next several years. At December 2016, the unemployment rate decreased to 4.6 percent from 8.5 percent in January 2012. However, much of the recent job growth has switched from high-paying jobs in goods-producing industries for lower-paying jobs in the service sectors,

furthering widening the wage gap between the affluent and the unskilled workers and immigrants. Larger employers include: Miami-Dade County, Florida State Government, the University of Miami, Baptist Health System South Florida and American Airlines.

Strong economic growth contributed to increased demand in the housing market, which increased prices but lowered vacancies in the MSA. Affordable housing inventory of units under \$250,000 has significantly declined during recent years due in part to a massive influx of foreign buyers. Distressed home sales also slowed significantly in response to strengthening economic conditions. Rental housing market conditions are tight in the Miami market as a result of demand outpacing new supply on the market.

A review of community contacts and local community development plans indicated that the following are identified needs:

- Affordable housing for renters and owners.
- Homebuyer counseling.
- Availability of affordable mortgage financing for LMI.
- Job creation and career development.
- Access to capital and credit for development activities that promote long-term economic and social viability of the community.
- Establishment, stabilization and expansion of small businesses, including micro-enterprises.
- Neighborhood revitalization
  - improving safety and livability of neighborhoods
  - increasing access to quality public and private facilities and services
  - reducing isolation of income groups through the spatial de-concentration of housing opportunities for persons of lower income
  - revitalizing deteriorating or deteriorated neighborhoods
  - restoring and preserving properties of significant historical, architectural, or aesthetic value
  - conserving energy resources

Opportunities for participation by financial institutions include the following:

- Grants to NFPs to support down payment assistance.
- Partnering with NFPs to provide homebuyer education and financial counseling.
- Affordable mortgage products.

**ILLINOIS****Chicago MSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,983	12.71	23.30	31.82	31.82	0.35
Population by Geography	8,431,386	8.68	23.27	33.86	34.13	0.05
Owner-Occupied Housing by Geography	2,052,655	3.81	17.58	37.54	41.07	0.00
Business by Geography	457,568	4.28	15.22	32.58	47.82	0.12
Farms by Geography	7,621	2.51	13.17	39.93	44.38	0.01
Family Distribution by Income Level	2,027,348	22.20	16.77	19.57	41.47	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	789,971	15.43	33.93	33.30	17.34	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2016 Households Below Poverty Level		73,487 75,881 11%	Median Housing Value Unemployment Rate (2010 US Census)		292,153 4.69%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2016 FFIEC updated MFI

The Chicago-Naperville-Elgin, IL-IN-WI-MSA consists of three MDs: Chicago-Naperville-Arlington Heights IL; Elgin, IL; and Lake County-Kenosha County, IL-WI. The bank's AA consists of the following Illinois counties within these MDs: Cook, DuPage, Kendall, McHenry, Will, Kane, and Lake. According to the 2010 census, the total population of the MSA was 9.5 million. Minimal population growth was shown through 2016

CBNA's deposits of \$13.6 billion accounted for six percent of the bank's adjusted deposits. The local banking environment in this area is highly competitive with 181 institutions operating 2,510 branches. Major competitors include JP Morgan Chase, BMO Harris Bank, and Bank of America, each with substantially larger branch networks. Together, these three institutions have 46.9 percent deposit market share.

Chicago is an important financial center in the U.S. and in the world, a large transportation, logistics and warehousing center, a major tourist destination, and has a growing high tech sector. Chicago is also an important center of higher education, with many leading universities. Large private-sector employers include Advocate Health Care System, the University of Chicago, JP Morgan Chase Bank, Northwestern Memorial Healthcare, United Continental Holdings, and Walgreens Company. The federal government also is a large employer in the area.

The unemployment rate in the Chicago area has declined in recent years, from 9.8 percent in January 2012 to 5.1 percent in December 2016. The rate in the Chicago area was slightly lower than the overall state rate of 5.6 percent, but higher than the national rate of 4.5 percent.

Median home values vary widely across the region. News reports and public meetings have described significant increases in multifamily construction in upper-income areas immediately adjacent to downtown Chicago and along transit lines in a number of neighborhoods that

formerly were predominantly LMI but recently have seen large increases in middle- and upper-income residents. These same sources also report that housing values in LMI neighborhoods have increased little if at all since the bottom of the 2007-2009 recession. Community contact interviews report the same phenomena, describe the simultaneous displacement of LMI residents in certain neighborhoods, and report on their efforts to retain affordable housing in gentrifying neighborhoods. Some community contact interviews also report a scarcity of bank financing for all types of residential purposes – e.g., purchase money mortgages for single-family and multifamily real estate, acquisition and renovation loans, and home improvement loans – in LMI communities. Two CDFIs, for instance, report that they are responsible for disproportionately large shares of the single-family and multifamily mortgages originated in LMI communities, as compared to their shares historically.

A review of community contacts and local community development plans indicated that the following are identified needs:

- Cash and in-kind support for housing counseling for first time home buyers, reverse mortgages, foreclosure prevention, and for personal financial education.
- Home mortgages in amounts of less than \$150,000.
- Home purchase loans for people who use individual tax identification numbers in lieu of social security numbers.
- Investments in loan pools that invest in CRE in LMI areas and that make home purchase and rehab mortgages to LMI borrowers in LMI areas.
- Home improvement loans in LMI areas.
- Combined home acquisition and improvement loans in LMI areas.
- Loans to for-profit owners to purchase and rehab 1-4 unit properties in LMI areas for affordable housing.
- Loans for the purchase and acquisition of small multifamily buildings in LMI areas.
- Loans for new construction and for the acquisition and rehabilitation of office and commercial properties in LMI neighborhoods.
- Small dollar loans for consumers.
- Credit builder loans, low fee/low balance and second-chance checking accounts.
- Cash and in-kind support, including bank accounts, for tax preparation programs that target their services to LMI families eligible for the Earned Income Tax Credit.
- Business loans of less than \$200,000.
- Referrals of declined business applicants to CDFIs.
- Investments in loan pools of CDFIs that lend to small business and nonprofits.
- Cash and in-kind donations to CDFIs that finance small businesses.
- Bankers willing to use SBA loan programs to help make credit more readily available to small businesses.

#### Opportunities for Meeting Needs

The Chicago area presents abundant opportunities for financial institutions to serve all of the credit and community development needs identified above. An unusually large number of sophisticated, accomplished and well-capitalized community development and social service organizations operate in the region, and these organizations are supported by an extensive network of foundations, research centers and universities that provide them with funding,

information and expertise. In addition, local government agencies have designated many areas for redevelopment and devote a variety of resources (e.g., Tax Increment Financing districts, Empowerment Zones, CDBG and HOME Funds) to increase investment in those areas.

An indicative list of CD organizations in Chicago includes the following:

- Twenty-seven CDFIs certified by the CDFI Fund of the U.S. Treasury Department, including six credit unions.
- An affiliate of NeighborWorks America, which through eight local offices, serves targeted communities throughout the region.
- An affiliate of the Local Initiatives Support Corporation that targets seventeen neighborhoods in the City of Chicago.
- Two dozen nonprofit, and at least six for-profit, affordable housing developers.
- Forty HUD-approved housing counseling agencies.
- Twenty SBA-affiliated technical assistance centers for businesses.
- Four community land trusts providing affordable housing.
- Thirteen organizations in the City of Chicago focused on economic development and the retention of local industries.
- More than fifty neighborhood-based chambers of commerce focused on neighborhoods in the City of Chicago.
- A coalition of more than fifty organizations that is devoted to asset building for LMI families.
- More than fifty organizations providing employment and training services to LMI persons.
- Virtually innumerable nonprofit social service agencies that target primarily LMI families for a wide variety of needs and purposes.

**MARYLAND****Baltimore AA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	518	19.11	26.25	30.69	22.39	1.54
Population by Geography	1,963,646	14.52	26.22	33.05	25.51	0.70
Owner-Occupied Housing by Geography	478,607	8.06	22.04	37.92	31.97	0.01
Business by Geography	142,307	9.64	18.09	37.22	34.74	0.31
Farms by Geography	2,273	3.56	11.13	34.32	50.99	0.00
Family Distribution by Income Level	467,900	24.87	18.66	20.86	35.61	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	203,674	23.80	34.28	29.27	12.65	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2014 Households Below Poverty Level		81,788 83,500 11%	Median Housing Value Unemployment Rate (2010 US Census)		269,987 3.96%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2014 FFIEC updated MFI

CBNA operated in the Baltimore MSA for a portion of the evaluation that included January 1, 2012 to December 12, 2014. During this period CBNA had four branches; the branch in Anne Arundel County was closed in 2012, two branches in Baltimore County were closed in March 2014, and the last branch in Baltimore City was closed in December 2014. CBNA took a portion of the MSA as its AA, which consisted of Ann Arundel and Baltimore counties and Baltimore City.

Using the FDIC Summary of Deposits from June 30, 2012 through June 30, 2014, CBNAs deposits in the AA ranged from \$260 million to \$349 million and never had a market share of more than 0.6 percent. At June 30, 2014, Bank of America, Manufacturers and Traders Trust, Wells Fargo Bank, and PNC Bank, each with substantially larger branch networks, had 73.4 percent of the deposit market share. This is a very competitive market. There were 58 FDIC insured institutions operating 536 branches.

The local economy is centered on the healthcare, education, retail, and technology industries. Major employers include: Johns Hopkins University and Hospital, Anne Arundel Medical Center, Northrop Grumman Corporation, and Baltimore Gas and Electric. At December 31, 2014, the unemployment rates for Anne Arundel, Baltimore, and Baltimore City were 4.4, 5.4, and 7.8 percent, respectively. The overall state unemployment rate was 5.5 percent.

A community contact in June 2013 with a public community development agency stated that Baltimore County had the greatest number of job opportunities of the five surrounding counties, due to the large presence of hospitals, colleges, and government entities. The contact indicated that there were many public agencies and private non-profit organizations that have formed partnerships with Baltimore County to deliver community services to LMI families, seniors, and homeless individuals.

**MASSACHUSETTS****Boston AA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	916	11.35	18.89	38.54	29.48	1.75
Population by Geography	4,134,036	9.48	18.38	41.45	30.60	0.09
Owner-Occupied Housing by Geography	974,260	3.38	13.14	46.68	36.79	0.01
Business by Geography	324,526	6.61	12.96	39.31	40.91	0.21
Farms by Geography	5,737	2.07	8.87	48.41	40.65	0.00
Family Distribution by Income Level	987,333	22.49	16.39	20.32	40.80	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	383,915	16.45	26.26	39.83	17.46	0.01
Median Family Income		87,319	Median Housing Value		419,110	
FFIEC Adjusted Median Family Income for 2015		96,144	Unemployment Rate (2010 US Census)		3.83%	
Households Below Poverty Level		11%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2015 FFIEC updated MFI

CBNA operated in the Massachusetts portion of the Boston-Cambridge-Newton MA-NH MMSA for a portion of the evaluation that included January 1, 2012 to January 8, 2016. During this period CBNA had 31 branches in Essex, Middlesex, Norfolk, Plymouth, and Suffolk counties. Nine branches in Essex, Middlesex, Plymouth, and Suffolk counties were closed on March 15, 2013; five branches in Middlesex and Suffolk counties were closed December 12, 2014; and the remaining 17 branches were closed on January 8, 2016.

This is a very competitive market with 128 institutions with 1,389 branches. According to the FDIC Summary of Deposits Market Share Report as of June 30, 2015, CBNA ranked 20<sup>th</sup> in the AA with 0.5 percent market share with \$1.6 billion in deposits. Major competitors include State Street Bank and Trust, Bank of America, and Citizen's Bank.

Housing costs in most neighborhoods within the city of Boston as well as within several communities in the AA are high and are unaffordable for LMI households. In many communities in the greater Boston area, two and three family properties, which traditionally provided a source of affordable housing for LMI and working class families, have been acquired by investors and cash buyers, who renovate the units and convert them into market rate and luxury condominium units.

The MSA has a well-diversified economy. Key sectors of the economy include education and health services, government, professional and business services, and finance. Larger employers

in the area include Brigham and Women's Hospital, Massachusetts General Hospital, Beth Israel Deaconess Medical Center, Boston University, Fidelity Investments, John Hancock Financial Services, Tufts/New England Medical Center, Harvard University and Massachusetts Institute of Technology. There is also a growing high tech and biotech sector. As such, the area has a highly skilled and highly educated workforce. In December 2015, the unemployment rate in the AA was 3.4 percent and had decreased from 6.1 percent at the beginning of the evaluation period.

In order to better understand credit and community development needs in the area OCC staff met with representatives of organizations focused on areas such as affordable housing, community and economic development, and community services. Additionally, staff reviewed existing community contacts completed during the review period as part of CRA examinations for other institutions operating in the AA. Contacts noted that housing costs in the area are high and that demand for affordable housing exceeds the supply of available units for both rental and homeownership. Lower income households are being price out of much of Boston and Cambridge and relocating to communities south and north of the city. Contacts also noted that there is a racial wealth gap in the area and that access to programs that help promote homeownership will help lower-income households build wealth. Contacts also noted that the foreclosure issues that resulted from the subprime mortgage crisis have passed and that most foreclosures that are occurring now are due to such circumstances as loss of wages or divorce.

There are numerous opportunities in the area to participate in community development activities. The area is served by multiple well-established community development entities, including CDCs, CDFIs, nonprofit entities, and governmental and quasi-governmental organizations focused on areas such as affordable housing, economic development, asset development and financial education, community services, and youth programs. All of these entities are open to partnership opportunities with area financial institutions.

**NEVADA**

**Las Vegas AA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	487	5.75	23.20	41.27	29.77	0.00
Population by Geography	1,951,269	5.29	22.78	42.19	29.74	0.00
Owner-Occupied Housing by Geography	405,047	1.74	15.53	45.66	37.07	0.00
Business by Geography	94,127	5.07	21.05	42.38	31.50	0.00
Farms by Geography	1,497	1.87	18.04	46.29	33.80	0.00
Family Distribution by Income Level	457,592	20.10	18.02	22.00	39.88	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	174,412	9.69	33.02	40.10	17.20	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2016 Households Below Poverty Level		63,888 59,800 10%	Median Housing Value Unemployment Rate (2010 US Census)		253,307 4.62%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2016 FFIEC updated MFI

The Las Vegas-Henderson-Paradise NV MSA consists of Clark County in Nevada. As of the 2010 census, the total population of this MSA was 1.95 million. By 2016, the population increased 12.8 percent to 2.2 million making it one of the fastest growing metropolitan areas in the U.S.

CBNA’s deposits in the MSA comprised 0.6 percent of the adjusted deposits of the bank. The local banking environment is competitive with 38 institutions operating 347 branches. Major competitors include Bank of America, Wells Fargo Bank N.A, and Western Alliance Bank. Together, these institutions have 68.7 percent of the deposit market.

Las Vegas is a resort city and one of the most visited tourist destinations in the world. Since 1990 the population in the area has more than doubled and the area continues to be one of the fastest growing areas in the United States. According to Moody’s Analytics, a strong job market and rapid population growth are lifting single-family home sales in the area, which are at a six-year high.

Major employment sectors in the area include leisure and hospitality services; professional and business services; retail trade and government. The largest employers in the area are concentrated in the gaming industry and include: Station Casinos Inc., Boyd Gaming Corp; Las Vegas Sands Corp, Wynn Las Vegas LLC, and MGM Resorts International. Moody’s Analytics also notes that rapid expansion is helping to broaden the employment base and promote long term stability. Job creation in high-wage professional services is on an upswing and lucrative high-tech industries employ 50 percent more workers than at the start of the decade. The 2012 Downtown Project included a \$350 million investment to help put Las Vegas on the map as an

emerging technology hub by allocating funds to VegasTechFund, the state's most active venture capital firm. Additionally, low business costs and a central location in the West are drawing distributors to Las Vegas, which is driving up asking rents.

Despite the growing economy in the area, information obtained from contacts with community based organizations that serve low-income communities and populations indicate that these segments of the population continue to struggle. Contacts noted that there are still people who are unable to find full employment. Many jobs, construction in particular, are short term and many hospitality jobs are part-time. Contacts also noted that they are seeing a significant increase in clients that need assistance.

North Las Vegas and Eastern Las Vegas seem to be the two areas that have seen the least benefit from the economic recovery following the national recession of 2007-2009. Both have particularly large Hispanic populations. The cost of living is rising dramatically – rents in particular are rising faster than incomes. There is an increased hardship on seniors on fixed incomes. The number of low wealth households and destitute is growing. Many households must hold multiple jobs with no benefits, a trend that is putting a lot of stress on families. The unemployment rate is decreasing but this number does not speak to the high number of underemployed workers in the area. Contacts also noted that there is a mismatch between the existing workforce and the types of new jobs that are coming to the area. Many of these jobs require specific skills in science and technology that the existing workforce does not have. Many individuals are not able to tap into these new higher paying jobs.

A review of community contacts and local community development plans indicated that the following are identified needs within the market:

There is a need for rental housing and down payment assistance for homeownership.  
Banks are all members in the FHLB and should provide access to AHP, IDEA and WISH. Grants provided by banks are too restrictive and too small.  
Banking products and services such as checking accounts (including no minimum balance requirement and no overdrafts) and savings accounts.  
Banks should market and promote their "SAFE" account products to the nonprofits and consumers.  
Financial literacy programs and coaching are very important to the nonprofit core mission and their clients. Banks could help fund the programs (not just offer to volunteer).  
Small loans for businesses are needed (loans less than 100k).

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#### Opportunities for Meeting Needs

- Southern NV is underserved for small business access to capital. There are four CDFIs in Nevada and the NVDC (state agency) and they together do about 25 – 30 loans a month. More is needed. Banks can establish better referral relationships with the local CDFIs.
- Investments for additional lending capital is also an opportunity.

**NEW JERSEY****Trenton MSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	77	19.48	18.18	29.87	31.17	1.30
Population by Geography	366,513	13.57	16.01	31.90	38.00	0.52
Owner-Occupied Housing by Geography	87,700	6.87	14.10	36.68	42.35	0.00
Business by Geography	28,362	11.77	10.89	28.32	49.03	0.00
Farms by Geography	593	4.05	12.31	29.34	54.30	0.00
Family Distribution by Income Level	87,385	22.84	16.80	19.15	41.20	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	34,641	24.56	22.86	29.21	23.37	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2013 Households Below Poverty Level		88,694 90,900 10%	Median Housing Value Unemployment Rate (2010 US Census)		325,552 4.38%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2013 FFIEC updated MFI

CBNA operated in the Trenton NJ MSA for a portion of the evaluation period including January 1, 2012 to March 21 2014. The Trenton NJ MSA is comprised of Mercer County, and contains the principal city of Trenton, the state capital of New Jersey. For the period CBNA operated in the MSA, the entire MSA was designated as its AA.

According to the June 30, 2013 FDIC Summary of Deposit Market Share report, CBNA operated one branch and had \$88 million in deposits in this AA. The local banking environment was competitive with 27 FDIC-insured institutions operating 154 branches. CBNA ranked 22<sup>nd</sup> in deposit market share with 0.6 percent. Major competitors include Bank of America, PNC Bank, and Wells Fargo. Together, these three banks have a combined market share of 49.3 percent and each have substantially larger branch networks.

Despite a relative level of affordability, residential density remains low, indicative of decades of downward population trends. The increasing number of vacant properties in Trenton is a major impediment to economic growth. This situation is compounded by high crime rates, and a shortage of quality market rate housing and vibrant livable neighborhoods in the city's urban core. Trenton has more than its fair share of vacant and abandoned properties.

The leading industries include: state and local government, educational and health services, and professional and business services. Major employers include Merrill Lynch, Princeton University, Bristol-Myers Squibb, Capital Health System, and New Jersey Manufacturers Insurance Company. The unemployment rate at December 2013 was 5.7 percent and was lower than the state overall rate of 6.7 percent.

**PUERTO RICO****San Juan MSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	588	6.97	27.04	34.01	27.55	4.42
Population by Geography	2,350,126	5.66	28.32	36.33	29.57	0.11
Owner-Occupied Housing by Geography	567,432	3.31	26.52	36.50	33.66	0.00
Business by Geography	13,593	8.00	25.99	22.32	42.67	1.02
Farms by Geography	193	5.18	39.90	31.09	23.83	0.00
Family Distribution by Income Level	576,872	26.77	15.00	15.44	42.79	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	240,947	9.69	37.55	35.72	17.05	0.00
Median Family Income		24,810	Median Housing Value		138,340	
FFIEC Adjusted Median Family Income for 2016		26,200	Unemployment Rate (2010 US Census)		5.79%	
Households Below Poverty Level		40%				

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2016 FFIEC updated MFI

The San Juan-Carolina-Caguas MSA (San Juan MSA) consists of 40 municipalities within Puerto Rico and is the largest of the MSAs in Puerto Rico, covering nearly half the island. CBNA has delineated the entire MSA as its AA. The bank's business model in Puerto Rico differs significantly from the bank's business model on the U.S. mainland as CBNA does not offer retail services. The single branch operates similar to a wholesale bank and management focused its efforts on CD activities.

CBNA had \$26.7 billion of deposits in PR with \$24.3 billion of these deposits being International Banking Entity (IBE) deposits. IBE deposits can only come from nonresidents of PR and whose primary location is located outside of the commonwealth. After adjusting for the IBE deposits, CBNA had \$2.4 billion in deposits representing 1.1 percent of the bank's adjusted deposits. There are seven financial institutions in the San Juan MSA operating 233 branches. Primary competitors are Banco Popular de Puerto Rico, FirstBank of Puerto Rico, and Oriental Bank.

As of the 2010 census, the population of the MSA was nearly 2.4 million and by 2016 had declined to 2.2 million. Puerto Rico's economy has been declining since 2005. Puerto Rico continues to struggle with high poverty, high unemployment, loss of large employers, insufficient affordable housing, and ballooning public debt. Subsequent to the end of the evaluation period, Puerto Rico was impacted by Hurricane Maria in September 2017, leaving the island with severe flooding and its infrastructure extensively damaged.

Puerto Rico's economy is mixed with key industries including pharmaceuticals manufacturing, private education, finance, and tourism. The island also has a large public sector, accounting for

nearly 30 percent of total employment. As of December 2016, the unemployment rate of 10 percent was over two times the overall U.S. rate of 4.5 percent.

Within the San Juan MSA, nearly 27 percent of families are low-income and 15 percent are moderate-income and 40 percent of households are below the poverty level. A comparison of median family income to the median housing value illustrates the challenges faced by lenders. The median housing value is about ten times the income of a low-income family and more than six times the income of a moderate-income family, making it very difficult for LMI families in this MSA to own a home.

**SOUTH DAKOTA**

**Sioux Falls MSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	57	0.00	24.56	54.39	21.05	0.00
Population by Geography	228,261	0.00	24.46	53.95	21.60	0.00
Owner-Occupied Housing by Geography	59,610	0.00	17.96	58.16	23.89	0.00
Business by Geography	16,692	0.00	34.48	46.25	19.27	0.00
Farms by Geography	1,431	0.00	6.22	78.69	15.09	0.00
Family Distribution by Income Level	58,142	18.02	18.18	26.17	37.64	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	21,044	0.00	35.70	52.58	11.72	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2016 Households Below Poverty Level		66,496 72,000 9%	Median Housing Value Unemployment Rate (2010 US Census)		146,371 2.06%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2016 FFIEC updated MFI

The Sioux Falls, SD MSA consists of four counties: Lincoln, McCook, Minnehaha, and Turner. Minnehaha is the largest of the four counties and contains the principal city of Sioux Falls. According to the U.S. Census Bureau, the total population of the MSA was 228,261. By 2016, the population increased 12.0 percent to 255,729 thousand.

The bank’s “main office” is located in Sioux Falls. After adjusting for “main office deposits”, “local” deposits total \$18 million. The local banking environment in the MSA is competitive with 36 institutions operating 141 branches. Competitors include: Wells Fargo Bank, N.A, MetaBank, First Premier Bank, and Great Western Bank.

Sioux Falls is the largest city in South Dakota and is the seat of Minnehaha County. Segments of the Sioux Falls economy that provide the most employment are education and health services, retail trade, and financial services. Larger employers in the area include: Sanford Health, Avera Health Services, Smithfield Foods, Hy-Vee, Inc., and Wells Fargo Bank. Since the 1980s, Sioux Falls has been a headquarters city for banks that wished to take advantage of the lack of state interest rate caps, especially on credit cards. As a result, employment in the financial services industry in Sioux Falls is a large percentage of the city’s employment base.

In a 2016 ranking of more than 200 metropolitan areas in the U.S. based on the affordability of homeownership, Sioux Falls ranked 106<sup>th</sup> putting it in the middle of the MSAs ranked. Sioux Falls ranked 183<sup>rd</sup> among the same metro areas based on the affordability of rental housing, indicating that rental housing in the area is significantly more affordable than single-family housing. However, the City of Sioux Falls in its 2015 – 2019 Consolidated Plan submitted to HUD stated that housing cost burden is a pressing problem in the city, especially for nearly 8,000 renters, but for 5,800 homeowners as well.

The unemployment rate in the Sioux Falls MSA has been declining in recent years and was 2.3 percent at December 2016. In addition to the continually improving unemployment rate, the FFIEC Estimated Median Family Income for the MSA has increased in recent years from \$68,900 in 2012 to \$72,000 in 2016, an overall increase of 4.5 percent. Similarly, Moody's Analytics data shows that personal income in the Sioux Falls MSA has increased. According to one community contact, however, many residents of the area are employed in part-time, low-wage jobs and work multiple jobs simultaneously. Many residents, according to this contact, need additional skills to qualify for work in the financial services, medical, and retail industries, which are growing, provide higher salaries, and are key to the local economy.

A review of community contacts and local community development plans indicated that the following are identified needs within the market:

- Flexible and affordable purchase money mortgages for LMI persons.
- Banks willing to sponsor down payment and closing cost assistance from the Federal Home Loan Bank of Des Moines
- Home improvement loans for LMI and first-time home buyers.
- Investments in LIHTC projects of all kinds, but including especially those serving families with a disabled person.
- Lines of credit and term loans for nonprofit organizations developing affordable housing.
- Cash and in-kind support for home buyer education and financial education for self-sufficiency.
- Cash and in-kind support for job training initiatives.
- Cash and in-kind support for nonprofit organizations developing affordable housing and carrying out neighborhood revitalization programs.
- Volunteer board and committee members for nonprofit organizations involved in a variety of community development initiatives.
- Banks willing to use SBA financing programs to make loans to small businesses.

### Opportunities

Lending, investment and services opportunities that can help banks meet all of the above needs are abundant in Sioux Falls. Public-sector and nonprofit agencies administer a large number of active programs for affordable housing, economic development, community services and area revitalization and stabilization, including all of the needs described above. There is, however, significant competition for participation in these initiatives because, as noted above, Sioux Falls is the headquarters of a large number of large financial institutions.

**TEXAS****Dallas MSA**

Demographic Information for Full Scope Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	1,235	11.74	25.75	28.99	33.20	0.32
Population by Geography	5,962,648	9.98	25.00	30.71	34.31	0.00
Owner-Occupied Housing by Geography	1,284,946	4.80	19.40	32.53	43.27	0.00
Business by Geography	559,588	6.95	18.68	28.94	45.24	0.20
Farms by Geography	11,163	4.69	17.34	36.49	41.43	0.05
Family Distribution by Income Level	1,426,368	22.62	16.80	18.53	42.05	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	562,296	17.72	36.75	29.91	15.62	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2014 Households Below Poverty Level		66,466 68,971 12%	Median Housing Value Unemployment Rate (2010 US Census)		166,178 3.62%	

(\*) The NA category consists of geographies that have not been assigned an income classification.  
Source: 2010 US Census and 2014 FFIEC updated MFI

CBNA operated in the Dallas-Fort Worth-Arlington MSA for a portion of the evaluation period that included January 1, 2012 to March 20, 2015. The AA included Collin, Dallas, Denton, Hunt, Parker, Rockwall, Tarrant, and Wise counties.

CBNA had \$1.6 billion in the MSA as of June 30, 2014. During the evaluation period, CBNA closed seven branches and exited the area in 2015 with the sale of the remaining 24 branches to BB&T. The majority of the branches were unprofitable, which led the bank to exit. There are several other financial institutions serving the MSA, many with substantially larger branch networks, including Bank of America, JPMorgan Chase, Wells Fargo Bank, and Compass Bank.

The MSA is the fourth largest metropolitan area in the country. According to the 2010 census, the population of the MSA was 6.4 million and in 2016 was estimated at 7.3 million, a 14.1 percent increase. The MSA is one of the most rapid growing economies. With its central location in the Southwest, the area is attractive for doing business and supporting distribution operations. Large public companies such as Exxon Mobile, AT&T, and Southwest Airlines have headquarters here. Job growth has been rapid in the professional and business service sectors as companies relocate headquarters and regional offices to the Dallas Fort Worth AA. The largest employers in the area include: American Airlines, Bank of America, Texas Health Resources, Dallas ISD, and Baylor Health Care Systems. The unemployment rate at December 2016 was 3.7 percent compared to the U.S. overall rate of 4.5 percent.

The MSA has experienced year-over-year home price appreciation. Housing affordability is becoming difficult, due to increasing home prices. Moody's Analytics notes home prices in the Fort Worth-Arlington MD are lower than home prices in Dallas-Plano-Irving MD.

There are several opportunities available for banks to address CD and credit needs in the area. During the evaluation period, OCC representatives met with CD organizations that support affordable housing and minority business development. Through our contacts with these organizations, some of the most critical community needs include:

- Financing LMI affordable housing, such as first time home buyers program.
- Financial literacy programs on bank program and mortgages.
- Home buyer training sessions.
- Providing grants, gap funding, or donations for organizations that provide affordable housing services.
- Working capital for small businesses.
- Flexible mortgage products for customers working to improve their credit.

**Houston MSA**

Demographic Information for Full Scope Area: Houston MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	971	12.56	28.63	26.16	32.23	0.41
Population by Geography	5,446,746	9.65	26.16	28.38	35.50	0.31
Owner-Occupied Housing by Geography	1,119,739	4.09	20.88	29.73	45.31	0.00
Business by Geography	466,696	8.27	19.64	24.64	47.40	0.06
Farms by Geography	7,790	4.96	16.91	32.30	45.84	0.00
Family Distribution by Income Level	1,274,383	23.89	16.51	17.44	42.15	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	514,890	17.51	38.36	27.06	17.07	0.00
Median Family Income		63,898	Median Housing Value		157,724	
FFIEC Adjusted Median Family Income for 2014		68,400	Unemployment Rate (2010 US Census)		3.39%	
Households Below Poverty Level		13%				

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

Source: 2010 US Census and 2014 FFIEC updated MFI

CBNA operated in the Houston MSAD for a portion of the evaluation period that included January 1, 2012 to March 20, 2015. The AA included Brazoria, Fort Bend, Harris, and Montgomery counties. The AA meets the legal requirements and does not arbitrarily exclude any LMI geographies.

CBNA had \$1.3 billion of deposits in the MSA as of June 30, 2014. On March 20, 2015, CBNA exited the area with the sale of its 11 branches to BB&T. There are several other financial institutions serving the MSA, many with substantially larger branch networks, including JPMorgan Chase, Wells Fargo Bank, Bank of America, and Compass Bank.

Houston's economy has been adversely impacted by the oil and energy sector over the past two years. In early 2014, the Houston AA experienced growth, as oil prices and drilling reached new highs. However, growth and expansion came to a halt in mid-2014 as oil prices rapidly declined. As a result, numerous oil and energy companies cut production, filed for bankruptcy, and cut jobs. According to the Greater Houston Partnership, from December 2014 through December 2016, the oil and energy sector cut over 81,000 jobs. The AA did experience some growth in non-energy sector jobs, such as personal services and local governments. However, these are lower paying jobs. The largest employers in the area include: University of Texas, Insperity, H-E-B, National Oilwell Varco, and Memorial Herman Healthcare Systems.

Housing values in the AA increased despite the downturn in the economy. Homeownership in the AA had been affordable due to higher paying jobs and wages from the energy sector. However, with energy sector job cuts, homeownership maybe difficult, as jobs being created are in sectors that pay lower wages. Additionally, the Houston AA has a significant portion of renters, as most mining workers rent rather than own homes.

## Appendix D: Tables of Performance Data

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### Content of Standardized Tables

A separate set of tables is provided for each state. Multistate Metropolitan Statistical Areas are presented in individual sets 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 % 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 30<sup>th</sup> of each year. Tables without data are not included in this PE. 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 1. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank, if applicable, 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.
- 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.

## **Tables of Performance Data**

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### **Multistate Metropolitan Statistical Areas**

NY-NJ Multistate Metropolitan Statistical Area  
Philadelphia Multistate Metropolitan Statistical Area  
Washington DC Multistate Metropolitan Statistical Area

### **State/Commonwealth**

State of California  
State of Connecticut  
State of Florida  
State of Illinois  
State of Maryland  
Commonwealth of Massachusetts  
State of Nevada  
State of New Jersey  
Commonwealth of Puerto Rico  
State of South Dakota  
State of Texas

# NY-NJ MMSA

**Table 1. Lending Volume**

LENDING VOLUME		Geography: NY-NJ MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
NY MMSA	100.00	135,276	48,591,228	198,282	2,531,734	0	0	308	5,929,276	333,866	57,052,238	100.00
Broader Statewide Regional Area	0.00	N/A	N/A	N/A	N/A	N/A	N/A	47	667,838	47	667,838	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of September 11, 2018. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: NY-NJ MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area (2016):	% of Rated Area Loans (#) in MA/AA	Standby Letters of Credit With Community Development Purpose		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in MA/AA**
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
NY MMSA	0.00	25	564,599	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	100.00
Broader Statewide Regional Area	0.00	2	32,033	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of September 11, 2018. 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: NY-NJ MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
NY MMSA	63,662	100.00	2.40	3.12	13.66	15.24	35.18	30.64	48.77	51.01	2.86	13.92	33.38	49.84

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: NY-NJ MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
NY MMSA	2,624	100.00	2.40	5.11	13.66	17.42	35.18	32.55	48.77	44.93	2.30	12.02	32.73	52.94

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: NY-NJ MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
NY MMSA	68,807	100.00	2.40	2.18	13.66	11.27	35.18	25.79	48.77	60.76	2.31	10.76	30.48	56.45

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: NY-NJ MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
NY MMSA	109	100.00	19.20	29.36	28.69	18.35	20.90	33.03	31.21	19.27	18.30	36.40	20.89	24.41

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 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: NY-NJ MULTISTATE				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*										
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp							
<b>Full Review:</b>																					
NY MMSA	196,470	100.00	6.72	5.59	17.02	16.29	29.10	30.23	45.85	47.89	6.72	17.03	28.79	47.46							

\* Based on 2016 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: NY-NJ MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data <sup>†</sup>			
	#	% of Total <sup>**</sup>	% Families <sup>***</sup>	% BANK Loans <sup>****</sup>	% Families <sup>5</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>**</sup>	% BANK Loans <sup>****</sup>	Low	Mod	Mid	Upp
<b>Full Review:</b>														
NY MMSA	63,700	100.00	24.06	2.66	16.14	12.63	18.03	21.45	41.76	63.25	2.63	13.83	24.07	59.47

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 5.8% of loans originated and purchased by BANK.

5 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: NY-NJ MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sub>6</sub>	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
NY MMSA	2,626	100.0 0	24.06	5.46	16.14	14.27	18.03	22.02	41.76	58.24	3.87	11.36	21.05	63.72

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 3.7% of loans originated and purchased by BANK.

6 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: NY-NJ MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 7	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
NY MMSA	68,841	100.00	24.06	5.14	16.14	11.59	18.03	20.38	41.76	62.89	2.92	9.43	20.49	67.17

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 4.4% of loans originated and purchased by BANK.

7 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: NY-NJ MULTISTATE		Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
NY MMSA	198,282	100.00	85.42	60.02	99.21	0.43	0.36	612,804	258,039

\* Based on 2016 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 - 2016).

\*\*\*\* 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 26.53% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: NY-NJ MULTISTATE			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
NY MMSA	109	263,373	1,648	3,594,832	1,757	3,858,205	92.9	0	0
Broader Regional Statewide Area	1	2,145	65	279,014	66	281,159	7.1	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: NY-NJ MULTISTATE				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
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						
<b>Full Review:</b>																							
NY MMSA	100.00	238	100.00	7.56	19.33	28.57	44.54	8	42	0	- 6	- 11	- 17	11.50	23.68	30.06	34.57						

**Distribution of Branch and ATM Delivery System**

DISTRIBUTION OF BRANCH and ATM DELIVERY SYSTEM																	Geography: NY-NJ MULTISTATE				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Deposits	Branches						ATMs						Population										
	% of Total Bank Deposits	# of BANK Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				# of Bank ATMs	# of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography										
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp							
<b>Full Review:</b>																								
NY MMSA	100.00	244	100.00	7	19	28	43	1,240	100.00	91	239	292	618	11.50	23.68	30.06	34.57							

## Philadelphia MMSA

**Table 1. Lending Volume**

LENDING VOLUME		Geography: PHILADELPHIA MULTISTATE						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
Philadelphia MMSA	100.00	21,462	3,787,472	9,081	61,145	0	0	11	63,446	30,554	3,912,063	0.00

\* Loan Data as of December 31, 2013. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2013.

\*\*\* Deposit Data as of June 30, 2016. 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: PHILADELPHIA MULTISTATE						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		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Philadelphia MMSA	2,087	100.00	4.13	3.35	19.80	22.09	40.84	37.66	35.23	36.90	2.54	18.79	41.39	37.28

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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: PHILADELPHIA MULTISTATE						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		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Philadelphia MMSA	81	100.00	4.13	3.70	19.80	7.41	40.84	48.15	35.23	40.74	3.53	17.48	41.83	37.16

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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: PHILADELPHIA MULTISTATE				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		Aggregate HMDA Lending (%) by Tract Income*																
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp													
<b>Full Review:</b>																											
Philadelphia MMSA	19,288	100.00	4.13	1.73	19.80	14.33	40.84	40.69	35.23	43.25	1.60	14.66	42.13	41.60													

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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: PHILADELPHIA MULTISTATE						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		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Philadelphia MMSA	2	100.00	7.38	0.00	25.28	50.00	34.72	50.00	32.62	0.00	8.88	30.69	27.10	33.33

\* Based on 2013 Peer Mortgage Data -- US and PR  
 \*\* 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 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: PHILADELPHIA MULTISTATE				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		Aggregate Lending (%) by Tract Income*										
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp							
<b>Full Review:</b>																					
Philadelphia MMSA	9,046	100.00	4.37	3.49	17.89	18.45	36.83	40.27	40.40	37.78	10.16	19.24	32.91	37.69							

\* Based on 2013 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 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: PHILADELPHIA MULTISTATE						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		Aggregate Lending Data <sup>†</sup>			
	#	% of Total <sup>**</sup>	% Families <sup>***</sup>	% BANK Loans <sup>****</sup>	% Families <sup>8</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>**</sup>	% BANK Loans <sup>****</sup>	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Philadelphia MMSA	2,087	100.00	21.82	12.38	17.47	22.36	20.60	25.42	40.11	39.84	8.94	22.56	25.37	43.13

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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 5.9% of loans originated and purchased by BANK.

8 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: PHILADELPHIA MULTISTATE						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		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>9</sup>	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Philadelphia MMSA	81	100.00	21.82	6.33	17.47	24.05	20.60	29.11	40.11	40.51	9.17	18.12	23.90	48.81

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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 2.5% of loans originated and purchased by BANK.

<sup>9</sup> 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: PHILADELPHIA MULTISTATE      Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013														
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sub>10</sub>	% BANK Loans****	% Families* <sub>**</sub>	% BANK Loans****	% Families* <sub>**</sub>	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Philadelphia MMSA	19,292	100.00	21.82	11.09	17.47	18.38	20.60	24.57	40.11	45.96	6.44	16.13	24.33	53.10

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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 2.1% of loans originated and purchased by BANK.

10 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: PHILADELPHIA MULTISTATE			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			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Philadelphia MMSA	9,081	100.00	71.89	65.33	99.58	0.12	0.30	38,937	18,496

\* Based on 2013 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 19.12% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: PHILADELPHIA MULTISTATE				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Philadelphia MMSA	10	26,483	117	102,060	127	128,543	100.00	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: PHILADELPHIA MULTISTATE Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013																	
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
<b>Full Review:</b>																	
Philadelphia MMSA	0.00	0	0.00	0.00	0.00	0.00	0.00	1	24	0	- 2	- 7	- 14	7.70	23.39	37.33	31.25

## DC MMSA

Table 1. Lending Volume

LENDING VOLUME		Geography: WASHINGTON DC MMSA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
DC MMSA	100.00	37,759	12,085,107	46,680	525,490	0	0	48	750,801	84,487	13,361,398	100.00
Broader Statewide Regional Area	0	N/A	N/A	N/A	N/A	N/A	N/A	9	95,672	9	95,672	0

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating are.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. 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: WASHINGTON DC MMSA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
DC MMSA	8,493	100.00	3.95	5.90	18.43	19.45	36.25	30.06	41.38	44.59	4.48	19.22	34.22	42.08

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: WASHINGTON DC MMSA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
DC MMSA	494	100.00	3.95	5.47	18.43	18.42	36.25	27.73	41.38	48.38	5.42	19.57	34.93	40.08

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: WASHINGTON DC MMSA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
DC MMSA	28,737	100.00	3.95	3.79	18.43	18.38	36.25	33.37	41.38	44.45	3.64	16.11	33.38	46.87

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: WASHINGTON DC MMSA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
DC MMSA	33	100.00	17.27	57.58	32.78	30.30	28.33	9.09	21.62	3.03	29.01	27.61	20.56	22.82

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 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: WASHINGTON DC MMSA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016									
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*																
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp													
<b>Full Review:</b>																											
DC MMSA	46,639	100.00	4.60	3.72	18.90	17.60	32.02	32.68	44.13	45.99	3.85	18.23	31.99	45.92													

\* Based on 2016 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: WASHINGTON DC MMSA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>11</sup>	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
DC MMSA	8,494	100.00	20.85	10.38	16.85	23.62	20.65	22.81	41.65	43.20	8.58	22.86	26.54	42.02

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 2.9% of loans originated and purchased by BANK.

<sup>11</sup> 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: WASHINGTON DC MMSA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sub>12</sub>	% BANK Loans****	% Families* <sub>**</sub>	% BANK Loans****	% Families* <sub>**</sub>	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
DC MMSA	494	100.00	20.85	8.62	16.85	18.07	20.65	29.57	41.65	43.74	11.28	19.37	24.68	44.67

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 1.4% of loans originated and purchased by BANK.

12 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: WASHINGTON DC MMSA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 13	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
DC MMSA	28,738	100.00	20.85	12.20	16.85	20.19	20.65	24.54	41.65	43.07	6.94	16.57	25.50	50.99

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 2.5% of loans originated and purchased by BANK. 13 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: WASHINGTON DC MMSA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
DC MMSA	46,680	100.00	84.09	52.49	99.72	0.17	0.11	137,266	68,144

\* Based on 2016 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 - 2016).

\*\*\*\* 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 34.94% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: WASHINGTON DC MMSA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
DC MMSA	9	15,599	463	376,502	472	392,101	100.00	0	0
Broader Statewide Regional Area	0	0	25	43,072	25	43,072	9.9	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: WASHINGTON DC MMSA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
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							
<b>Full Review:</b>																								
DC MMSA	100.00	34	100.00	8.82	23.53	14.71	52.94	1	8	- 1	- 3	- 3	0	8.99	23.42	32.82	34.61							

**Distribution of Branch and ATM Delivery System**

DISTRIBUTION OF BRANCH and ATM DELIVERY SYSTEM																		Geography: WASHINGTON DC MMSA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Deposits	Branches						ATMs						Population											
	% of Total Bank Deposits	# of BANK Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				# of Bank ATMs	# of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography											
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp								
<b>Full Review:</b>																									
DC MMSA	100.00	34	100.00	9	24	15	53	82	100.00	6	22	13	41	8.99	23.42	32.82	34.61								

## CALIFORNIA

Table 1. Lending Volume

LENDING VOLUME		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
Los Angeles MSA	39.76	133,011	48,296,261	266,531	2,858,412	0	0	177	2,259,948	399,719	53,414,621	48.40
San Francisco MSA	15.18	55,170	25,663,131	97,398	1,179,227	0	0	95	1,364,805	152,663	28,207,163	17.72
<b>Limited Review:</b>												
Bakersfield MSA	1.55	3,757	584,792	11,815	106,004	0	0	3	9,650	15,575	700,446	0.45
Fresno MSA	1.94	5,643	928,993	13,836	160,799	0	0	8	42,441	19,487	1,132,233	1.56
Hanford Corcoran MSA	0.19	691	103,440	1,228	10,805	0	0	0	0	1,919	114,245	0.25
Madera MSA	0.12	618	94,648	593	4,159	0	0	0	0	1,211	98,807	0.00
Merced MSA	0.62	1,664	258,187	4,556	46,563	0	0	2	14,400	6,222	319,150	0.46
Modesto MSA	1.35	3,442	541,807	10,097	84,542	0	0	2	3,900	13,541	630,249	0.51
Napa MSA	0.38	1,016	380,092	2,836	28,039	0	0	2	23,000	3,854	431,131	0.27
Oxnard MSA	2.59	8,640	2,895,776	17,350	206,509	0	0	15	170,310	26,005	3,272,595	2.56
Riverside MSA	10.07	32,389	6,929,865	68,827	598,977	0	0	36	199,117	101,252	7,727,959	4.18
Sacramento MSA	5.27	14,323	3,268,167	38,621	365,524	0	0	32	277,132	52,976	3,910,823	4.47
Salinas MSA	0.46	1,351	421,511	3,242	17,306	0	0	0	0	4,593	438,817	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Lending Volume**

LENDING VOLUME												Geography: CALIFORNIA		Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016	
Assessment Area (2016):	% 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)				
<b>Limited Review:</b>															
San Diego MSA	8.82	20,518	7,305,411	68,138	764,629	0	0	52	578,507	88,708	8,648,547	3.95			
San Jose MSA	6.50	24,122	12,168,355	41,135	494,602	0	0	43	751,880	65,300	13,414,837	14.45			
San Luis Obispo MSA	0.30	1,249	324,551	1,718	12,100	0	0	4	12,268	2,971	348,919	0.00			
Santa Cruz MSA	0.90	1,525	565,719	7,494	84,675	0	0	3	16,235	9,022	666,629	0.29			
Santa Maria-Santa Barbara MSA	0.40	1,275	619,497	2,721	17,865	0	0	3	39,974	3,999	677,336	0.00			
Santa Rosa MSA	1.39	3,217	1,125,907	10,765	119,364	0	0	15	141,727	13,997	1,386,998	0.30			
Stockton MSA	1.50	3,812	757,569	11,242	94,550	0	0	5	33,974	15,059	886,093	0.19			
Vallejo MSA	0.41	2,346	510,398	1,725	10,189	0	0	5	21,565	4,076	542,152	0.00			
Visalia MSA	0.32	1,769	248,339	1,451	9,873	0	0	1	4,984	3,221	263,196	0.00			

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area (2016):	% of Rated Area Loans (#) in MA/AA*	Standby Letter of Credit with CD purpose		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in MA/AA**
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Los Angeles MSA	0.00	1	5,911	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	48.40
San Francisco MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	17.72
<b>Limited Review:</b>														
Bakersfield MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.45
Fresno MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	1.56
Hanford Corcoran MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.25
Madera MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.00
Merced MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.46
Modesto MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.51
Napa MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.27
Oxnard MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	2.56
Riverside MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	4.18
Sacramento MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	4.47
Salinas MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating are.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: CALIFORNIA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% of Rated Area Loans (#) in MA/AA	Standby Letter of Credit with CD purpose		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in MA/AA**
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Limited Review:</b>														
San Diego MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	3.95
San Jose MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	14.45
San Luis Obispo MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.00
Santa Cruz MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.29
Santa Maria-Santa Barbara MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.00
Santa Rosa MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.30
Stockton MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.19
Vallejo MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.00
Visalia MSA	0.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating are.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. 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: CALIFORNIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016							
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans***	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Los Angeles MSA	27,494	43.04	2.37	4.12	17.44	22.96	29.92	27.84	50.27	45.09	2.55	18.46	30.04	48.95
San Francisco MSA	12,322	19.29	4.62	6.72	14.53	15.32	39.86	35.39	40.99	42.57	6.39	15.94	40.66	37.01
<b>Limited Review:</b>														
Bakersfield MSA	667	1.04	2.00	0.45	23.16	20.99	30.78	25.64	44.06	52.92	0.83	16.82	26.50	55.84
Fresno MSA	747	1.17	4.95	5.09	20.81	24.10	27.75	24.23	46.49	46.59	3.56	15.85	26.84	53.74
Hanford Corcoran MSA	76	0.12	0.00	0.00	27.94	39.47	25.61	15.79	46.45	44.74	0.00	17.34	27.47	55.19
Madera MSA	90	0.14	0.00	0.00	19.83	35.56	60.66	51.11	19.51	13.33	0.00	26.42	51.94	21.63
Merced MSA	300	0.47	1.17	0.00	23.76	21.00	40.43	26.00	34.64	53.00	0.82	22.34	32.35	44.49
Modesto MSA	435	0.68	1.15	0.92	14.56	14.25	44.38	44.37	39.91	40.46	1.37	12.18	47.52	38.93
Napa MSA	163	0.26	0.00	0.00	22.42	19.63	45.50	40.49	32.09	39.88	0.00	23.16	46.74	30.10
Oxnard MSA	1,335	2.09	1.92	2.10	17.13	12.88	43.17	33.48	37.79	51.54	2.16	16.62	45.83	35.39
Riverside MSA	6,563	10.27	2.87	2.80	21.60	20.74	36.29	33.19	39.24	43.27	2.79	18.90	38.95	39.36
Sacramento MSA	2,490	3.90	4.18	5.94	19.27	25.30	40.23	30.44	36.32	38.31	4.79	18.86	39.17	37.17
Salinas MSA	175	0.27	1.79	1.71	16.11	10.86	37.70	36.57	44.41	50.86	1.37	17.85	43.07	37.71
San Diego MSA	3,340	5.23	3.31	3.05	14.32	13.17	38.78	31.14	43.59	52.63	3.51	14.24	38.13	44.12
San Jose MSA	5,478	8.58	4.35	5.91	18.70	21.71	39.49	40.56	37.45	31.82	6.28	23.73	42.91	27.09
San Luis Obispo MSA	113	0.18	0.30	0.00	5.63	0.88	66.30	78.76	27.78	20.35	0.46	8.73	65.48	25.32
Santa Cruz MSA	243	0.38	0.47	0.00	22.33	16.05	36.59	39.51	40.62	44.44	0.39	22.37	36.82	40.41
Santa Maria-Santa Barbara MSA	172	0.27	2.85	4.07	15.09	8.72	34.95	35.47	47.11	51.74	4.30	20.99	38.35	36.36
Santa Rosa MSA	480	0.75	0.09	0.63	16.64	18.54	58.49	55.83	24.78	25.00	0.29	20.03	60.44	19.24
Stockton MSA	659	1.03	2.21	2.43	20.81	13.66	32.98	27.62	44.00	56.30	1.98	17.53	31.73	48.76

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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)

Vallejo MSA	322	0.50	0.55	1.86	16.50	13.98	51.00	44.10	31.95	40.06	0.63	15.30	49.54	34.53
Visalia MSA	218	0.34	0.73	0.92	22.50	27.52	34.56	30.73	42.21	40.83	0.15	13.41	28.09	58.35

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: CALIFORNIA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016					
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income <sup>*</sup>				
	#	% of Total <sup>**</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans <sup>****</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans	Low	Mod	Mid	Upp	
<b>Full Review:</b>															
Los Angeles MSA	2,979	49.09	2.37	2.55	17.44	24.94	29.92	27.26	50.27	45.25	1.84	16.57	29.89	51.70	
San Francisco MSA	1,035	17.06	4.62	3.96	14.53	15.85	39.86	35.94	40.99	44.25	4.59	14.64	39.51	41.26	
<b>Limited Review:</b>															
Bakersfield MSA	25	0.41	2.00	0.00	23.16	28.00	30.78	20.00	44.06	52.00	0.30	10.19	21.51	68.00	
Fresno MSA	63	1.04	4.95	0.00	20.81	15.87	27.75	15.87	46.49	68.25	2.37	12.58	22.34	62.71	
Hanford Corcoran MSA	3	0.05	0.00	0.00	27.94	33.33	25.61	66.67	46.45	0.00	0.00	10.70	21.39	67.91	
Madera MSA	3	0.05	0.00	0.00	19.83	33.33	60.66	0.00	19.51	66.67	0.00	15.23	63.96	20.81	
Merced MSA	23	0.38	1.17	0.00	23.76	30.43	40.43	43.48	34.64	26.09	0.23	17.14	32.16	50.47	
Modesto MSA	35	0.58	1.15	0.00	14.56	25.71	44.38	37.14	39.91	37.14	1.10	9.84	43.97	45.08	
Napa MSA	10	0.16	0.00	0.00	22.42	20.00	45.50	20.00	32.09	60.00	0.00	21.68	40.75	37.57	
Oxnard MSA	163	2.69	1.92	3.07	17.13	20.25	43.17	27.61	37.79	49.08	1.87	15.26	43.77	39.09	
Riverside MSA	567	9.34	2.87	2.29	21.60	21.34	36.29	37.04	39.24	39.33	1.66	14.44	36.51	47.39	
Sacramento MSA	192	3.16	4.18	9.38	19.27	24.48	40.23	40.63	36.32	25.52	3.27	16.27	39.71	40.75	
Salinas MSA	8	0.13	1.79	0.00	16.11	0.00	37.70	37.50	44.41	62.50	1.00	13.20	42.00	43.80	

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 3. Geographic Distribution of Home Improvement Loans**

Geographic Distribution: HOME IMPROVEMENT		Geography: CALIFORNIA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016					
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income <sup>1</sup>				
	#	% of Total <sup>**</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans <sup>****</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans	Low	Mod	Mid	Upp	
<b>Limited Review:</b>															
San Diego MSA	331	5.45	3.31	3.93	14.32	16.92	38.78	32.93	43.59	46.22	3.82	13.25	39.24	43.68	
San Jose MSA	476	7.84	4.49	6.30	17.93	20.17	38.99	34.45	38.60	39.08	4.43	16.52	39.86	39.19	
San Luis Obispo MSA	15	0.25	0.30	0.00	5.63	0.00	66.30	80.00	27.78	20.00	0.27	5.63	70.91	23.19	
Santa Cruz MSA	25	0.41	0.47	0.00	22.33	0.00	36.59	36.00	40.62	64.00	0.37	19.22	39.55	40.86	
Santa Maria-Santa Barbara MSA	16	0.26	2.85	0.00	15.09	0.00	34.95	12.50	47.11	87.50	3.58	15.85	36.23	44.34	
Santa Rosa MSA	44	0.73	0.09	0.00	16.64	18.18	58.49	43.18	24.78	38.64	0.10	15.86	61.03	23.02	
Stockton MSA	40	0.66	2.21	5.00	20.81	25.00	32.98	20.00	44.00	50.00	2.07	12.29	32.27	53.37	
Vallejo MSA	8	0.13	0.55	25.00	16.50	0.00	51.00	50.00	31.95	25.00	0.27	13.11	54.22	32.41	
Visalia MSA	7	0.12	0.73	0.00	22.50	28.57	34.56	14.29	42.21	57.14	0.56	12.52	30.47	56.45	

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: CALIFORNIA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Los Angeles MSA	102,413	40.76	2.37	2.41	17.44	19.86	29.92	28.79	50.27	48.95	1.84	15.57	29.36	53.22
San Francisco MSA	41,752	16.62	4.62	4.63	14.53	14.44	39.86	37.03	40.99	43.90	3.87	13.26	40.59	42.29
<b>Limited Review:</b>														
Bakersfield MSA	3,063	1.22	2.00	1.08	23.16	15.15	30.78	26.31	44.06	57.46	0.45	12.03	25.02	62.49
Fresno MSA	4,827	1.92	4.95	3.71	20.81	18.00	27.75	23.16	46.49	55.13	2.12	12.84	23.22	61.81
Hanford Corcoran MSA	612	0.24	0.00	0.00	27.94	17.65	25.61	22.22	46.45	60.13	0.00	12.31	24.14	63.55
Madera MSA	525	0.21	0.00	0.00	19.83	19.24	60.66	54.86	19.51	25.90	0.00	16.93	58.49	24.58
Merced MSA	1,339	0.53	1.17	1.27	23.76	19.64	40.43	33.23	34.64	45.86	0.30	17.71	32.66	49.33
Modesto MSA	2,970	1.18	1.15	1.58	14.56	12.39	44.38	42.26	39.91	43.77	0.70	9.71	43.90	45.69
Napa MSA	841	0.33	0.00	0.00	22.42	27.23	45.50	44.95	32.09	27.82	0.00	22.68	43.24	34.08
Oxnard MSA	7,130	2.84	1.92	1.85	17.13	16.30	43.17	40.77	37.79	41.08	1.79	14.35	44.51	39.35
Riverside MSA	25,242	10.05	2.87	1.72	21.60	16.56	36.29	33.92	39.24	47.79	1.57	13.54	34.75	50.14
Sacramento MSA	11,621	4.63	4.18	3.40	19.27	18.53	40.23	39.48	36.32	38.59	2.85	14.17	39.08	43.90
Salinas MSA	1,168	0.46	1.79	1.46	16.11	14.98	37.70	37.07	44.41	46.49	1.03	12.42	41.24	45.30
San Diego MSA	16,814	6.69	3.31	3.34	14.32	14.42	38.78	35.04	43.59	47.20	2.75	12.46	38.09	46.71
San Jose MSA	18,135	7.22	4.49	4.92	17.93	20.71	38.99	36.76	38.60	37.61	4.51	19.37	40.35	35.78
San Luis Obispo MSA	1,119	0.45	0.30	0.45	5.63	5.81	66.30	72.74	27.78	21.00	0.54	5.75	69.23	24.47
Santa Cruz MSA	1,256	0.50	0.47	0.56	22.33	22.05	36.59	34.16	40.62	43.23	0.29	20.12	36.79	42.80
Santa Maria-Santa Barbara MSA	1,085	0.43	2.85	3.78	15.09	15.39	34.95	34.84	47.11	45.99	2.80	15.85	33.90	47.44
Santa Rosa MSA	2,681	1.07	0.09	0.19	16.64	16.19	58.49	59.83	24.78	23.80	0.14	17.27	58.61	23.97

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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)

Stockton MSA	3,111	1.24	2.21	1.41	20.81	15.24	32.98	32.14	44.00	51.21	1.08	11.21	30.14	57.58
Vallejo MSA	2,014	0.80	0.55	0.50	16.50	11.82	51.00	52.14	31.95	35.55	0.38	11.53	49.33	38.76
Visalia MSA	1,543	0.61	0.73	0.65	22.50	14.39	34.56	30.91	42.21	54.05	0.30	12.25	26.55	60.90

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: CALIFORNIA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans*	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Los Angeles MSA	102	32.48	12.69	17.65	32.40	48.04	26.21	19.61	28.70	14.71	14.33	41.01	23.74	20.92
San Francisco MSA	61	19.43	22.76	32.79	22.02	34.43	32.73	16.39	22.49	16.39	22.69	26.04	28.63	22.64
<b>Limited Review:</b>														
Bakersfield MSA	2	0.64	8.38	0.00	37.14	100.00	27.60	0.00	26.88	0.00	4.65	51.16	27.91	16.28
Fresno MSA	6	1.91	17.36	50.00	32.69	0.00	29.99	50.00	19.96	0.00	21.82	39.09	30.00	9.09
Hanford Corcoran MSA	0	0.00	0.00	0.00	41.95	0.00	17.35	0.00	40.70	0.00	0.00	52.94	11.76	35.29
Madera MSA	0	0.00	0.00	0.00	66.71	0.00	24.34	0.00	8.96	0.00	0.00	100.00	0.00	0.00
Merced MSA	2	0.64	9.31	0.00	59.83	50.00	15.10	50.00	15.76	0.00	14.29	57.14	28.57	0.00
Modesto MSA	2	0.64	6.64	0.00	17.98	50.00	50.02	0.00	25.36	50.00	18.18	24.24	39.39	18.18
Napa MSA	2	0.64	0.00	0.00	46.75	50.00	34.77	0.00	18.48	50.00	0.00	52.63	36.84	10.53
Oxnard MSA	12	3.82	7.56	25.00	34.46	33.33	46.44	33.33	11.54	8.33	18.27	46.15	23.08	12.50
Riverside MSA	17	5.41	11.28	11.76	36.12	29.41	35.44	41.18	17.17	17.65	18.39	44.58	26.70	10.33
Sacramento MSA	20	6.37	11.97	20.00	34.79	25.00	35.78	45.00	17.45	10.00	12.33	45.33	29.00	13.33
Salinas MSA	0	0.00	8.24	0.00	33.38	0.00	40.99	0.00	17.39	0.00	7.69	30.77	47.44	14.10

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 2010 Census information.

\*\*\*\* Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

**Table 5. Geographic Distribution of Multifamily Loans**

Geographic Distribution: MULTIFAMILY		Geography: CALIFORNIA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Limited Review:</b>														
San Diego MSA	33	10.51	14.62	12.12	26.63	30.30	33.39	27.27	25.36	30.30	27.36	34.23	26.17	12.24
San Jose MSA	33	10.51	10.25	24.24	31.90	36.36	39.75	39.39	18.10	0.00	15.74	35.79	36.55	11.93
San Luis Obispo MSA	2	0.64	1.18	0.00	13.55	50.00	63.47	50.00	21.79	0.00	0.00	6.90	89.66	3.45
Santa Cruz MSA	1	0.32	5.53	0.00	39.40	0.00	43.08	100.00	11.99	0.00	11.63	30.23	53.49	4.65
Santa Maria-Santa Barbara MSA	2	0.64	19.05	0.00	29.23	100.00	29.08	0.00	22.64	0.00	14.56	35.92	24.27	25.24
Santa Rosa MSA	12	3.82	1.80	0.00	38.46	33.33	51.56	33.33	8.17	33.33	4.40	32.97	51.65	10.99
Stockton MSA	2	0.64	21.80	100.00	33.80	0.00	28.11	0.00	16.29	0.00	29.41	45.10	21.57	3.92
Vallejo MSA	2	0.64	5.68	50.00	36.67	50.00	46.23	0.00	11.42	0.00	12.96	51.85	33.33	1.85
Visalia MSA	1	0.32	4.85	0.00	38.42	100.00	29.16	0.00	27.56	0.00	0.00	35.71	21.43	42.86

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 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: CALIFORNIA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016							
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Los Angeles MSA	265,000	38.87	5.97	4.18	20.04	19.90	27.28	28.03	45.48	47.89	5.14	18.87	27.21	48.77
San Francisco MSA	97,386	14.29	13.06	7.00	14.59	14.89	33.84	37.21	38.45	40.90	9.65	14.65	35.80	39.91
<b>Limited Review:</b>														
Bakersfield MSA	11,815	1.73	3.80	2.37	20.58	18.60	29.97	27.94	45.64	51.09	2.71	16.58	25.23	55.48
Fresno MSA	13,829	2.03	9.57	5.93	23.52	20.97	26.04	24.39	40.70	48.71	6.27	19.42	24.83	49.47
Hanford Corcoran MSA	1,227	0.18	0.00	0.00	39.76	30.07	20.50	28.28	39.52	41.65	0.00	30.01	26.63	43.35
Madera MSA	593	0.09	0.00	0.00	25.87	28.50	59.80	54.97	14.33	16.53	0.00	20.75	58.86	20.39
Merced MSA	4,556	0.67	2.30	0.75	40.52	24.74	28.24	36.00	28.94	38.52	1.12	27.64	35.94	35.30
Modesto MSA	10,097	1.48	2.44	1.97	19.15	17.18	44.31	42.52	34.10	38.33	2.06	16.40	42.60	38.94
Napa MSA	2,814	0.41	0.00	0.00	30.11	22.92	41.02	41.44	27.93	35.64	0.00	25.18	41.89	32.93
Oxnard MSA	17,350	2.55	3.50	2.13	18.76	13.39	44.39	39.56	33.35	44.92	2.85	15.95	41.84	39.35
Riverside MSA	68,812	10.09	4.47	3.00	24.09	20.41	34.17	32.86	37.20	43.72	3.01	20.74	32.85	43.40
Sacramento MSA	38,621	5.67	7.81	5.05	21.85	18.27	38.51	39.02	31.81	37.66	6.60	17.89	37.73	37.77
Salinas MSA	3,239	0.48	1.37	3.15	18.93	19.57	38.73	39.52	40.35	37.76	1.32	16.97	40.09	41.63

\* Based on 2016 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 (2016).

**Table 6. Geographic Distribution of Small Loans to Businesses**

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp
<b>Limited Review:</b>														
San Diego MSA	68,105	9.99	5.75	4.57	15.53	14.45	35.22	35.76	43.35	45.23	4.36	14.15	34.40	47.09
San Jose MSA	41,134	6.03	6.06	5.38	21.14	20.43	34.68	37.79	38.02	36.40	5.50	21.59	36.67	36.24
San Luis Obispo MSA	1,716	0.25	1.97	1.11	10.63	9.03	60.31	60.49	27.03	29.37	1.26	8.60	59.00	31.14
Santa Cruz MSA	7,494	1.10	2.05	1.07	21.16	23.46	43.69	37.84	33.09	37.63	1.04	19.62	41.72	37.62
Santa Maria-Santa Barbara MSA	2,715	0.40	13.25	9.47	21.69	22.54	26.66	28.29	37.90	39.71	9.59	19.89	28.07	42.46
Santa Rosa MSA	10,765	1.58	3.68	1.02	20.07	15.29	53.28	55.80	22.97	27.89	2.11	17.28	53.78	26.83
Stockton MSA	11,242	1.65	8.09	3.38	22.17	18.25	30.75	31.12	39.00	47.25	5.34	17.34	30.00	47.33
Vallejo MSA	1,725	0.25	2.14	0.75	24.37	20.23	46.93	50.09	26.40	28.93	1.39	18.46	45.62	34.54
Visalia MSA	1,451	0.21	1.31	1.79	27.08	33.84	28.61	33.36	42.97	31.01	1.16	22.33	30.20	46.31

\* Based on 2016 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE			Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data <sup>†</sup>			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>14</sup>	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Los Angeles MSA	27,511	43.05	23.56	2.48	16.65	11.40	18.09	18.90	41.70	67.21	0.91	5.58	17.32	76.19
San Francisco MSA	12,322	19.28	23.39	3.67	16.36	10.83	18.90	18.88	41.36	66.63	1.41	9.14	19.06	70.39
<b>Limited Review:</b>														
Bakersfield MSA	667	1.04	23.03	9.45	17.18	17.64	17.96	18.90	41.83	54.02	3.22	14.50	26.43	55.85
Fresno MSA	747	1.17	24.70	8.77	16.04	18.10	17.13	19.24	42.13	53.89	1.58	11.51	25.03	61.88
Hanford Corcoran MSA	76	0.12	22.37	2.70	18.52	17.57	18.90	13.51	40.21	66.22	1.42	9.07	26.04	63.46
Madera MSA	90	0.14	20.48	11.11	18.88	16.05	20.67	30.86	39.97	41.98	1.15	9.58	25.52	63.76
Merced MSA	300	0.47	24.83	3.11	16.51	15.92	17.16	22.49	41.51	58.48	0.88	8.25	24.53	66.34
Modesto MSA	435	0.68	22.58	4.75	16.69	17.75	19.60	28.25	41.12	49.25	1.34	13.82	31.45	53.39
Napa MSA	163	0.26	21.89	1.26	16.70	1.89	20.35	18.24	41.06	78.62	1.28	6.95	18.37	73.40
Oxnard MSA	1,335	2.09	21.43	2.46	17.35	11.23	20.51	21.08	40.71	65.23	1.68	10.13	27.76	60.43
Riverside MSA	6,563	10.27	21.83	4.66	17.53	17.26	19.81	23.17	40.84	54.91	2.09	12.76	27.06	58.09
Sacramento MSA	2,490	3.90	22.71	6.75	17.13	23.27	19.94	21.24	40.22	48.74	2.31	14.79	26.41	56.50
Salinas MSA	175	0.27	21.84	0.61	16.71	4.24	19.49	12.12	41.97	83.03	0.38	4.78	19.86	74.98

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 2.4% of loans originated and purchased by BANK.

<sup>14</sup> Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: CALIFORNIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>15</sup>	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Low	Mod	Mid	Upp
<b>Limited Review:</b>														
San Diego MSA	3,340	5.23	22.36	1.88	17.55	8.86	18.75	15.75	41.34	73.51	0.80	6.62	22.66	69.91
San Jose MSA	5,478	8.57	23.41	1.59	16.16	8.17	19.35	24.01	41.08	66.23	1.15	6.15	18.99	73.71
San Luis Obispo MSA	113	0.18	19.80	2.75	18.20	12.84	21.60	19.27	40.40	65.14	1.26	7.53	22.70	68.50
Santa Cruz MSA	243	0.38	23.85	0.85	16.93	6.38	18.29	11.91	40.92	80.85	0.68	7.23	16.79	75.30
Santa Maria-Santa Barbara MSA	172	0.27	21.72	1.84	17.79	10.43	18.61	14.11	41.88	73.62	1.55	13.44	26.11	58.90
Santa Rosa MSA	480	0.75	20.14	1.97	18.47	6.78	20.77	18.16	40.62	73.09	1.10	6.84	21.06	71.00
Stockton MSA	659	1.03	22.05	3.61	17.73	12.40	19.13	23.55	41.09	60.44	1.58	10.13	25.96	62.33
Vallejo MSA	322	0.50	19.90	3.62	17.71	25.33	22.56	23.03	39.83	48.03	1.64	15.18	31.85	51.34
Visalia MSA	218	0.34	22.78	3.96	17.63	28.22	17.83	25.25	41.76	42.57	0.77	9.06	22.79	67.38

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 2.4% of loans originated and purchased by BANK.

<sup>15</sup> 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: CALIFORNIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sub>16</sub>	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Los Angeles MSA	2,979	49.09	23.56	4.43	16.65	14.01	18.09	22.91	41.70	58.65	2.83	9.03	19.53	68.61
San Francisco MSA	1,035	17.06	23.39	6.78	16.36	19.35	18.90	18.76	41.36	55.11	4.19	12.69	21.69	61.43
<b>Limited Review:</b>														
Bakersfield MSA	25	0.41	23.03	4.00	17.18	12.00	17.96	40.00	41.83	44.00	2.98	7.29	16.54	73.20
Fresno MSA	63	1.04	24.70	8.06	16.04	11.29	17.13	19.35	42.13	61.29	1.29	6.91	16.77	75.02
Hanford Corcoran MSA	3	0.05	22.37	33.33	18.52	33.33	18.90	0.00	40.21	33.33	1.12	3.35	12.29	83.24
Madera MSA	3	0.05	20.48	0.00	18.88	0.00	20.67	0.00	39.97	100.00	2.16	9.19	21.62	67.03
Merced MSA	23	0.38	24.83	0.00	16.51	8.70	17.16	8.70	41.51	82.61	1.21	10.41	19.85	68.52
Modesto MSA	35	0.58	22.58	5.88	16.69	14.71	19.60	23.53	41.12	55.88	3.89	13.46	27.30	55.36
Napa MSA	10	0.16	21.89	0.00	16.70	20.00	20.35	50.00	41.06	30.00	5.71	13.51	25.83	54.95
Oxnard MSA	163	2.69	21.43	6.29	17.35	21.38	20.51	22.01	40.71	50.31	5.79	16.54	24.74	52.93
Riverside MSA	567	9.34	21.83	4.61	17.53	19.15	19.81	22.16	40.84	54.08	3.37	12.94	22.64	61.05
Sacramento MSA	192	3.16	22.71	4.19	17.13	28.27	19.94	20.42	40.22	47.12	3.27	14.39	25.05	57.28
Salinas MSA	8	0.13	21.84	0.00	16.71	0.00	19.49	0.00	41.97	100.00	2.45	9.18	21.63	66.73

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 1.1% of loans originated and purchased by BANK.

16 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: CALIFORNIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 17	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Limited Review:</b>														
San Diego MSA	331	5.45	22.36	3.03	17.55	25.15	18.75	19.39	41.34	52.42	2.72	10.45	23.77	63.07
San Jose MSA	476	7.84	23.41	10.30	16.16	19.96	19.35	18.24	41.08	51.50	4.59	12.13	20.88	62.40
San Luis Obispo MSA	15	0.25	19.80	13.33	18.20	6.67	21.60	26.67	40.40	53.33	5.99	11.56	25.85	56.60
Santa Cruz MSA	25	0.41	23.85	0.00	16.93	4.00	18.29	36.00	40.92	60.00	3.05	9.71	26.29	60.95
Santa Maria-Santa Barbara MSA	16	0.26	21.72	0.00	17.79	13.33	18.61	40.00	41.88	46.67	7.05	15.07	22.90	54.99
Santa Rosa MSA	44	0.73	20.14	4.65	18.47	13.95	20.77	9.30	40.62	72.09	3.22	11.98	23.36	61.43
Stockton MSA	40	0.66	22.05	5.00	17.73	12.50	19.13	20.00	41.09	62.50	2.94	10.05	23.18	63.83
Vallejo MSA	8	0.13	19.90	25.00	17.71	25.00	22.56	25.00	39.83	25.00	4.24	16.67	30.04	49.06
Visalia MSA	7	0.12	22.78	0.00	17.63	14.29	17.83	0.00	41.76	85.71	1.57	4.31	15.49	78.63

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 1.1% of loans originated and purchased by BANK.

17 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: CALIFORNIA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				Aggregate Lending Data*			
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Low	Mod	Mid	Upp
	#	% of Total**	% Families***	% BANK Loans****	% Families 18	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****				
<b>Full Review:</b>														
Los Angeles MSA	102,419	40.76	23.56	7.25	16.65	14.11	18.09	20.48	41.70	58.15	2.36	7.46	17.85	72.34
San Francisco MSA	41,752	16.62	23.39	9.57	16.36	16.12	18.90	20.87	41.36	53.44	3.42	11.58	21.82	63.18
<b>Limited Review:</b>														
Bakersfield MSA	3,063	1.22	23.03	5.91	17.18	14.27	17.96	19.31	41.83	60.51	4.03	10.81	19.24	65.91
Fresno MSA	4,827	1.92	24.70	6.63	16.04	11.53	17.13	17.92	42.13	63.92	3.11	7.75	17.91	71.23
Hanford Corcoran MSA	612	0.24	22.37	5.04	18.52	11.60	18.90	13.61	40.21	69.75	2.46	8.36	16.22	72.96
Madera MSA	525	0.21	20.48	6.03	18.88	6.61	20.67	14.01	39.97	73.35	2.89	11.70	20.89	64.52
Merced MSA	1,339	0.53	24.83	6.33	16.51	11.29	17.16	20.14	41.51	62.24	2.26	9.30	20.35	68.09
Modesto MSA	2,970	1.18	22.58	8.30	16.69	15.26	19.60	22.02	41.12	54.42	4.01	13.79	25.73	56.47
Napa MSA	841	0.33	21.89	9.59	16.70	16.19	20.35	22.18	41.06	52.04	3.63	10.39	23.41	62.57
Oxnard MSA	7,130	2.84	21.43	10.69	17.35	18.37	20.51	23.71	40.71	47.23	3.87	13.58	26.64	55.91
Riverside MSA	25,242	10.05	21.83	7.23	17.53	16.12	19.81	20.91	40.84	55.74	3.30	11.56	21.58	63.56
Sacramento MSA	11,621	4.62	22.71	8.01	17.13	17.54	19.94	23.06	40.22	51.39	3.58	12.83	23.83	59.75
Salinas MSA	1,168	0.46	21.84	8.56	16.71	13.62	19.49	20.44	41.97	57.38	2.19	7.80	19.69	70.32

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 1.4% of loans originated and purchased by BANK.

18 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: CALIFORNIA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 19	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Limited Review:</b>														
San Diego MSA	16,814	6.69	22.36	7.51	17.55	13.35	18.75	20.00	41.34	59.14	2.29	8.26	20.69	68.76
San Jose MSA	18,135	7.22	23.41	8.30	16.16	14.02	19.35	23.41	41.08	54.27	2.64	9.81	20.96	66.59
San Luis Obispo MSA	1,119	0.45	19.80	8.90	18.20	19.07	21.60	23.07	40.40	48.96	3.40	10.40	24.44	61.77
Santa Cruz MSA	1,256	0.50	23.85	9.77	16.93	14.46	18.29	19.47	40.92	56.30	3.15	10.54	21.32	64.99
Santa Maria-Santa Barbara MSA	1,085	0.43	21.72	8.00	17.79	15.35	18.61	17.23	41.88	59.42	4.13	11.97	20.90	62.99
Santa Rosa MSA	2,681	1.07	20.14	9.09	18.47	18.02	20.77	22.17	40.62	50.72	2.68	11.17	24.59	61.57
Stockton MSA	3,111	1.24	22.05	5.94	17.73	13.23	19.13	20.79	41.09	60.03	2.70	9.46	21.79	66.06
Vallejo MSA	2,014	0.80	19.90	10.49	17.71	16.66	22.56	23.33	39.83	49.52	4.56	16.23	28.16	51.06
Visalia MSA	1,543	0.61	22.78	4.48	17.63	12.44	17.83	16.59	41.76	66.49	2.38	8.25	15.60	73.77

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 1.4% of loans originated and purchased by BANK.

19 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: CALIFORNIA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data*	
	#	% 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
<b>Full Review:</b>									
Los Angeles MSA	266,531	39.01	86.76	50.74	99.74	0.15	0.11	530,267	234,068
San Francisco MSA	97,398	14.25	85.67	39.87	99.81	0.12	0.07	197,102	76,006
<b>Limited Review:</b>									
Bakersfield MSA	11,815	1.73	84.32	50.51	99.89	0.06	0.05	18,939	7,368
Fresno MSA	13,836	2.02	83.79	45.06	99.64	0.12	0.25	23,477	8,891
Hanford Corcoran MSA	1,228	0.18	80.67	50.33	99.92	0.00	0.08	2,093	889
Madera MSA	593	0.09	85.26	55.31	99.66	0.34	0.00	3,464	1,478
Merced MSA	4,556	0.67	82.48	44.29	99.78	0.15	0.07	5,308	2,122
Modesto MSA	10,097	1.48	84.15	47.41	99.95	0.03	0.02	12,931	5,400
Napa MSA	2,836	0.42	86.29	48.10	99.96	0.04	0.00	5,467	2,218
Oxnard MSA	17,350	2.54	86.42	44.28	99.86	0.08	0.06	33,454	13,591
Riverside MSA	68,827	10.07	85.93	50.63	99.89	0.05	0.06	115,169	50,204
Sacramento MSA	38,621	5.65	85.29	46.43	99.92	0.06	0.02	62,336	25,196
Salinas MSA	3,242	0.47	85.10	58.76	100.00	0.00	0.00	10,472	4,523

\* Based on 2016 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 - 2016).

\*\*\*\* 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 43.54% of small loans to businesses originated and purchased by the bank.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES			Geography: CALIFORNIA		Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data*	
	#	% 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
<b>Limited Review:</b>									
San Diego MSA	68,138	9.97	87.64	46.68	99.83	0.10	0.06	126,610	52,639
San Jose MSA	41,135	6.02	86.29	40.34	99.77	0.15	0.08	72,770	28,681
San Luis Obispo MSA	1,718	0.25	87.43	61.70	99.65	0.12	0.23	13,430	4,974
Santa Cruz MSA	7,494	1.10	88.38	42.39	100.00	0.00	0.00	11,225	4,281
Santa Maria-Santa Barbara MSA	2,721	0.40	84.66	66.63	99.82	0.00	0.18	14,221	5,602
Santa Rosa MSA	10,765	1.58	87.41	40.99	99.99	0.01	0.00	20,246	7,957
Stockton MSA	11,242	1.65	83.23	45.36	99.96	0.04	0.00	16,570	7,202
Vallejo MSA	1,725	0.25	85.59	48.29	99.88	0.12	0.00	9,955	3,844
Visalia MSA	1,451	0.21	82.20	50.72	99.72	0.07	0.21	9,882	3,785

\* Based on 2016 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 - 2016).

\*\*\*\* 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 43.54% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**		
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)	
<b>Full Review:</b>										
Los Angeles MSA	27	247,721	440	920,740	467	1,168,461	36.06	0	0	
San Francisco MSA	26	107,680	380	716,080	406	823,760	25.42	0	0	
<b>Limited Review:</b>										
Bakersfield MSA	4	19,785	9	1,087	13	20,872	0.00	0	0	
Fresno MSA	5	14,893	34	58,810	39	73,703	2.27	0	0	
Hanford Corcoran MSA	1	84	6	33	7	117	0.00	0	0	
Madera MSA	0	0	5	3,804	5	3,804	0.12	0	0	
Merced MSA	1	5,691	10	10,960	11	16,651	0.51	0	0	
Modesto MSA	0	0	15	1,933	15	1,933	0.06	0	0	
Napa MSA	2	316	5	1,238	7	1,554	0.05	0	0	
Oxnard MSA	9	36,844	30	38,966	39	75,810	2.34	0	0	
Riverside MSA	6	34,757	79	164,831	85	199,588	6.16	0	0	
Sacramento MSA	9	74,161	57	33,947	66	108,108	3.34	0	0	
Salinas MSA	3	8,773	6	3,170	9	11,943	0.37	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 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Limited Review:</b>									
San Diego MSA	6	38,004	112	311,205	118	349,209	10.78	0	0
San Jose MSA	12	105,100	76	213,131	88	318,231	9.82	0	0
San Luis Obispo MSA	1	974	2	15,032	3	16,006	0.49	0	0
Santa Cruz MSA	2	405	5	791	7	1,196	0.04	0	0
Santa Maria-Santa Barbara MSA	2	5,068	6	9,535	8	14,603	0.45	0	0
Santa Rosa MSA	2	2,661	13	30,402	15	33,063	1.02	0	0
Stockton MSA	0	0	22	8,555	22	8,555	0.26	0	0
Vallejo MSA	2	7,794	3	38	5	7,832	0.24	0	0
Visalia MSA	2	2,472	10	3,355	12	5,827	0.18	0	0
Broader Statewide Regional Area	4	3,902	22	27,503	26	31,405	1.0	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: CALIFORNIA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016					
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
<b>Full Review:</b>																	
Los Angeles MSA	48.40	134	42.63	7.52	22.56	27.82	42.11	4	20	0	- 6	- 3	- 7	7.65	29.51	29.01	33.53
San Francisco MSA	17.72	72	23.08	20.83	9.72	33.33	36.11	1	19	- 2	- 4	- 4	- 8	11.45	19.69	37.47	31.27
<b>Limited Review:</b>																	
Bakersfield MSA	0.45	2	0.64	0.00	0.00	0.00	100.00	0	0	0	0	0	0	3.38	32.56	28.83	33.16
Fresno MSA	1.56	10	3.21	10.00	50.00	0.00	40.00	0	4	0	0	- 2	- 2	10.89	29.44	27.63	31.29
Hanford Corcoran MSA	0.25	1	0.32	0.00	100.00	0.00	0.00	0	0	0	0	0	0	0.00	35.27	21.19	31.41
Madera MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	2	0	- 2	0	0	0.00	41.01	46.06	12.92
Merced MSA	0.46	3	0.96	0.00	66.67	33.33	0.00	0	0	0	0	0	0	2.70	30.80	36.30	30.20
Modesto MSA	0.51	3	0.96	0.00	0.00	0.00	100.00	0	1	0	0	- 1	0	3.01	19.75	44.49	32.74
Napa MSA	0.27	2	0.64	0.00	50.00	50.00	0.00	0	0	0	0	0	0	0.00	30.12	40.98	28.01
Oxnard MSA	2.56	10	3.21	0.00	30.00	50.00	20.00	0	0	0	0	0	0	5.38	26.09	40.80	27.72
Riverside MSA	4.18	20	6.41	5.00	45.00	25.00	25.00	0	6	0	- 2	- 3	- 1	5.71	26.45	35.43	32.09
Sacramento MSA	4.47	10	3.21	0.00	30.00	40.00	30.00	0	2	0	0	0	- 2	7.81	24.80	37.07	29.97
Salinas MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	1	0	0	0	- 1	5.97	26.06	38.13	27.01
San Diego MSA	3.95	18	5.77	5.56	22.22	38.89	33.33	0	7	0	- 1	- 5	- 1	9.80	21.57	35.24	33.05
San Jose MSA	14.45	24	7.69	8.33	16.67	41.67	33.33	1	1	0	- 1	1	0	9.22	24.43	36.92	29.26
San Luis Obispo MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	2	0	- 1	- 1	0	0.48	8.16	63.95	24.62
Santa Cruz MSA	0.29	1	0.32	0.00	100.00	0.00	0.00	0	1	0	- 1	0	0	2.56	34.19	34.41	28.83
Santa Maria-Santa Barbara MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	1	0	0	0	- 1	10.48	25.09	31.38	33.04
Santa Rosa MSA	0.30	1	0.32	100.0	0.00	0.00	0.00	0	3	0	- 1	- 1	- 1	0.43	24.20	55.15	20.22
Stockton MSA	0.19	2	0.64	0.00	50.00	50.00	0.00	0	0	0	0	0	0	5.71	26.08	32.39	35.83
Vallejo MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	1	0	0	- 1	0	1.27	22.65	48.19	26.00
Visalia MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	3	0	- 2	- 1	0	1.37	32.69	33.38	32.44

**Distribution of Branch and ATM Delivery System**

DISTRIBUTION OF BRANCH and ATM DELIVERY SYSTEM				Geography: CALIFORNIA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016									
Assessment Area:	Deposits	Branches						ATMs						Population			
	% of Total Bank Deposits	# of BANK Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				# of Bank ATMs	# of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Full Review:</b>																	
Los Angeles MSA	48.40	134	42.81	7	22	28	42	261	42.72	17	63	73	106	7.65	29.51	29.01	33.53
San Francisco MSA	17.72	72	23.00	21	10	33	36	142	23.24	32	15	45	50	11.45	19.69	37.47	31.27
<b>Limited Review:</b>																	
Bakersfield MSA	0.45	2	0.64	0	0	0	100	6	0.98	0	0	0	6	3.38	32.56	28.83	33.16
Fresno MSA	1.56	10	3.19	10	50	0	40	20	3.27	2	10	0	8	10.89	29.44	27.63	31.29
Hanford Corcoran MSA	0.25	1	0.32	0	100	0	0	2	0.33	0	2	0	0	0.00	35.27	21.19	31.41
Madera MSA	0.00	0	0.00	0	0	0	0	0	0.00	0	0	0	0	0.00	41.01	46.06	12.92
Merced MSA	0.46	3	0.96	0	67	33	0	6	0.98	0	4	2	0	2.70	30.80	36.30	30.20
Modesto MSA	0.51	3	0.96	0	0	0	100	6	0.98	0	0	0	6	3.01	19.75	44.49	32.74
Napa MSA	0.27	2	0.64	0	50	50	0	2	0.33	0	1	1	0	0.00	30.12	40.98	28.01
Oxnard MSA	2.56	10	3.19	0	30	50	20	19	3.11	0	6	10	3	5.38	26.09	40.80	27.72
Riverside MSA	4.18	20	6.39	5	45	25	25	44	7.20	2	23	9	10	5.71	26.45	35.43	32.09
Sacramento MSA	4.47	10	3.19	0	30	40	30	15	2.45	0	5	6	4	7.81	24.80	37.07	29.97
Salinas MSA	0.00	0	0.00	0	0	0	0	0	0.00	0	0	0	0	5.97	26.06	38.13	27.01
San Diego MSA	3.95	18	5.75	6	22	39	33	31	5.07	2	7	14	8	9.80	21.57	35.24	33.05

### Distribution of Branch and ATM Delivery System

DISTRIBUTION OF BRANCH and ATM DELIVERY SYSTEM																	
Geography: CALIFORNIA																	
Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016																	
Assessment Area:	Deposits	Branches						ATMs						Population			
	% of Total Bank Deposits	# of BANK Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				# of Bank ATMs	# of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Limited Review:</b>																	
San Jose MSA	14.45	24	7.67	8	17	42	33	51	8.35	5	6	22	18	9.22	24.43	36.92	29.26
San Luis Obispo MSA	0.00	0	0.00	0	0	0	0	0	0.00	0	0	0	0	0.48	8.16	63.95	24.62
Santa Cruz MSA	0.29	1	0.32	0	100	0	0	1	0.16	0	1	0	0	2.56	34.19	34.41	28.83
Santa Maria-Santa Barbara MSA	0.00	0	0.00	0	0	0	0	0	0.00	0	0	0	0	10.48	25.09	31.38	33.04
Santa Rosa MSA	0.30	1	0.32	100	0	0	0	1	0.16	1	0	0	0	0.43	24.20	55.15	20.22
Stockton MSA	0.19	2	0.64	0	50	50	0	4	0.65	0	2	2	0	5.71	26.08	32.39	35.83
Vallejo MSA	0.00	0	0.00	0	0	0	0	0	0.00	0	0	0	0	1.27	22.65	48.19	26.00
Visalia MSA	0.00	0	0.00	0	0	0	0	0	0.00	0	0	0	0	1.37	32.69	33.38	32.44

## CONNECTICUT

Table 1. Lending Volume

LENDING VOLUME		Geography: CONNECTICUT						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
Bridgeport MSA	71.30	12,074	5,142,621	14,874	140,158	0	0	17	214,385	26,965	5,497,164	100.00
<b>Limited Review:</b>												
New Haven MSA	28.70	4,873	926,509	5,978	32,364	0	0	1	5,630	10,852	964,503	0.00
Broader Statewide Regional Area	0.00	N/A	N/A	N/A	N/A	N/A	N/A	1	12,700	1	12,700	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2016 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. 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, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Bridgeport MSA	3,505	79.95	5.20	3.22	15.88	13.92	40.35	34.32	38.57	48.53	4.45	16.24	41.74	37.58
<b>Limited Review:</b>														
New Haven MSA	879	20.05	3.46	4.10	16.65	16.38	40.50	33.45	39.39	46.08	2.54	14.28	41.98	41.20

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: CONNECTICUT								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Bridgeport MSA	113	79.02	5.20	5.31	15.88	7.08	40.35	25.66	38.57	61.95	3.16	8.98	33.96	53.90
<b>Limited Review:</b>														
New Haven MSA	30	20.98	3.46	6.67	16.65	0.00	40.50	36.67	39.39	56.67	3.25	12.79	39.96	44.00

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: CONNECTICUT								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Bridgeport MSA	8,449	68.07	5.20	3.75	15.88	14.33	40.35	35.63	38.57	46.29	2.61	10.36	37.09	49.93
<b>Limited Review:</b>														
New Haven MSA	3,964	31.93	3.46	1.39	16.65	11.05	40.50	41.60	39.39	45.96	2.73	10.65	38.85	47.77

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: CONNECTICUT						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Bridgeport MSA	7	100.00	27.12	85.71	37.71	0.00	27.47	0.00	7.71	14.29	32.08	31.13	23.58	13.21
<b>Limited Review:</b>														
New Haven MSA	0	0.00	19.68	0.00	30.98	0.00	37.19	0.00	12.16	0.00	15.79	35.96	36.84	11.40

\* Based on 2016 Peer Mortgage Data -- US and PR  
 \*\* 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 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: CONNECTICUT					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016							
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Bridgeport MSA	14,874	71.33	10.35	8.83	16.49	15.99	32.55	37.29	40.61	37.88	8.78	15.76	34.45	41.01
<b>Limited Review:</b>														
New Haven MSA	5,978	28.67	8.52	6.19	15.26	16.48	39.21	38.76	37.01	38.57	6.19	14.40	37.69	41.72

\* Based on 2016 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: CONNECTICUT						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data <sup>†</sup>			
	#	% of Total <sup>**</sup>	% Families <sup>***</sup>	% BANK Loans <sup>****</sup>	% Families <sup>20</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>**</sup>	% BANK Loans <sup>****</sup>	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Bridgeport MSA	3,505	79.95	22.70	6.84	16.66	16.83	19.96	16.80	40.68	59.53	8.83	20.89	21.74	48.54
<b>Limited Review:</b>														
New Haven MSA	879	20.05	22.94	10.08	16.70	25.98	19.78	27.88	40.59	36.06	7.68	27.17	28.64	36.50

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 4.4% of loans originated and purchased by BANK.

<sup>20</sup> 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: CONNECTICUT						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 21	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Bridgeport MSA	113	79.02	22.70	3.77	16.66	9.43	19.96	25.47	40.68	61.32	6.06	13.48	19.64	60.82
<b>Limited Review:</b>														
New Haven MSA	30	20.98	22.94	0.00	16.70	40.00	19.78	10.00	40.59	50.00	6.68	16.88	27.32	49.12

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 4.9% of loans originated and purchased by BANK.

21 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: CONNECTICUT						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 22	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Bridgeport MSA	8,449	68.07	22.70	9.79	16.66	17.22	19.96	21.44	40.68	51.55	4.95	12.72	20.01	62.32
<b>Limited Review:</b>														
New Haven MSA	3,964	31.93	22.94	9.14	16.70	18.17	19.78	27.35	40.59	45.34	5.79	14.75	27.81	51.64

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 2.4% of loans originated and purchased by BANK.

22 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: CONNECTICUT			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Bridgeport MSA	14,874	71.33	87.11	62.18	99.78	0.17	0.05	32,329	15,547
<b>Limited Review:</b>									
New Haven MSA	5,978	28.67	85.73	67.61	99.92	0.03	0.05	22,600	10,635

\* Based on 2016 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 - 2016).

\*\*\*\* 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 25.54% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: CONNECTICUT				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Bridgeport MSA	3	5,795	4	2,455	7	8,250	46.06	0	0
<b>Limited Review:</b>									
New Haven MSA	4	2,455	17	7,205	21	9,660	53.94	0	0
Broader Statewide Regional Area	0	0	5	20,500	5	20,500	12.7	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: CONNECTICUT				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016					
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
<b>Full Review:</b>																	
Bridgeport MSA	100.00	13	100.00	7.69	7.69	23.08	61.54	0	6	0	- 1	- 4	- 1	13.48	19.50	33.65	33.38
<b>Limited Review:</b>																	
New Haven MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	1	0	0	- 1	0	11.07	21.98	35.57	31.38

**Distribution of Branch and ATM Delivery System**

DISTRIBUTION OF BRANCH and ATM DELIVERY SYSTEM				Geography: CONNECTICUT				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016									
Assessment Area:	Deposits	Branches				ATMs				Population							
	% of Total Bank Deposits	# of BANK Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				# of Bank ATMs	# of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Full Review:</b>																	
Bridgeport MSA	100.00	13	100.00	8	8	23	62	39	100.00	2	3	11	23	13.48	19.50	33.65	33.38
<b>Limited Review:</b>																	
New Haven MSA	0.00	0	0.00	0	0	0	0	0	0.00	0	0	0	0	11.07	21.98	35.57	31.38

## FLORIDA

**Table 1. Lending Volume**

LENDING VOLUME		Geography: FLORIDA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
Miami MSA	92.19	35,324	8,181,175	104,703	969,205	0	0	82	847,923	140,109	9,998,303	99.91
<b>Limited Review:</b>												
Jacksonville MSA-Duval	7.81	4,615	706,466	7,244	54,842	0	0	7	40,792	11,866	802,100	0.09
Broader Statewide Regional Area	0.00	N/A	N/A	N/A	N/A	N/A	N/A	28	235,894	28	235,894	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating are.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: FLORIDA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% of Rated Area Loans (#) in MA/AA	Standby Letters of Credit with Community Development Purpose		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in MA/AA**
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Miami MSA	0.00	2	832	0	0	0	0	0	0	0	0	0	0	99.91
<b>Limited Review:</b>														
Jacksonville (Duvall County) MSA-Duval	0.00	0	0	0	0	0	0	0	0	0	0	0	0	0.09

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating are.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. 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: FLORIDA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Miami MSA	9,890	91.60	2.06	1.74	23.11	19.49	36.26	31.91	38.56	46.86	1.34	18.79	38.90	40.97
<b>Limited Review:</b>														
Jacksonville MSA-Duval	907	8.40	4.76	2.76	20.61	14.66	42.35	47.19	32.28	35.39	1.43	16.48	44.33	37.77

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: FLORIDA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Miami MSA	409	93.59	2.06	1.22	23.11	15.40	36.26	27.14	38.56	56.23	1.45	16.75	32.58	49.22
<b>Limited Review:</b>														
Jacksonville MSA-Duval	28	6.41	4.76	0.00	20.61	7.14	42.35	53.57	32.28	39.29	2.93	15.20	43.61	38.26

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: FLORIDA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Miami MSA	24,956	87.16	2.06	1.13	23.11	14.43	36.26	33.75	38.56	50.69	0.84	13.22	34.16	51.78
<b>Limited Review:</b>														
Jacksonville MSA-Duval	3,678	12.84	4.76	2.28	20.61	14.76	42.35	42.58	32.28	40.38	1.20	12.66	42.96	43.18

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: FLORIDA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Miami MSA	43	95.56	6.60	34.88	31.96	27.91	35.85	32.56	25.59	4.65	11.77	39.76	31.35	17.13
<b>Limited Review:</b>														
Jacksonville MSA-Duval	2	4.44	7.19	0.00	35.26	0.00	32.41	100.00	25.14	0.00	8.16	26.53	44.90	20.41

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 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: FLORIDA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016							
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp	
<b>Full Review:</b>															
Miami MSA	103,876	93.48	3.38	3.02	21.79	20.20	30.26	28.53	43.71	48.25	3.25	20.73	28.79	47.23	
<b>Limited Review:</b>															
Jacksonville MSA-Duval	7,244	6.52	5.20	4.11	24.87	22.56	37.14	35.73	32.79	37.60	4.98	23.06	33.86	38.10	

\* Based on 2016 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: FLORIDA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data <sup>†</sup>			
	#	% of Total <sup>**</sup>	% Families <sup>***</sup>	% BANK Loans <sup>****</sup>	% Families <sup>23</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>**</sup>	% BANK Loans <sup>****</sup>	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Miami MSA	9,908	91.61	22.42	3.24	17.35	13.28	18.93	17.78	41.30	65.69	2.05	12.76	22.89	62.30
<b>Limited Review:</b>														
Jacksonville MSA-Duval	907	8.39	23.20	10.70	18.23	22.63	21.81	26.75	36.76	39.92	9.02	25.49	27.80	37.69

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 10.0% of loans originated and purchased by BANK.

23 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: FLORIDA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sub>24</sub>	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Miami MSA	409	93.59	22.42	4.58	17.35	11.96	18.93	19.85	41.30	63.61	3.75	11.72	18.35	66.18
<b>Limited Review:</b>														
Jacksonville MSA-Duval	28	6.41	23.20	8.33	18.23	33.33	21.81	4.17	36.76	54.17	7.61	19.31	26.03	47.05

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 4.6% of loans originated and purchased by BANK.

24 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: FLORIDA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sub>25</sub>	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Miami MSA	24,964	87.16	22.42	8.52	17.35	13.18	18.93	18.24	41.30	60.05	3.68	9.46	18.59	68.27
<b>Limited Review:</b>														
Jacksonville MSA-Duval	3,678	12.84	23.20	10.06	18.23	17.37	21.81	23.20	36.76	49.37	7.22	16.81	25.80	50.17

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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.

25 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: FLORIDA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Miami MSA	104,703	93.53	90.71	59.62	99.74	0.13	0.13	244,517	118,162
<b>Limited Review:</b>									
Jacksonville MSA-Duval	7,244	6.47	86.89	60.60	99.85	0.08	0.07	19,840	9,383

\* Based on 2016 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 - 2016).

\*\*\*\* 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 28.74% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: FLORIDA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Miami MSA	8	76,447	253	668,629	261	745,076	99.66	0	0
<b>Limited Review:</b>									
Jacksonville MSA-Duval	0	0	55	2,540	55	2,540	0.34	0	0
Broader Regional Statewide Area	0	0	83	153,322	83	153,322	14.5	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: FLORIDA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016					
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
<b>Full Review:</b>																	
Miami MSA	99.91	52	98.11	1.92	15.38	34.62	48.08	4	5	0	1	- 1	- 1	4.72	27.31	34.60	33.06
<b>Limited Review:</b>																	
Jacksonville MSA-Duval	0.09	1	1.89	0.00	0.00	0.00	100.00	0	0	0	0	0	0	7.14	24.63	40.55	27.68

**Distribution of Branch and ATM Delivery System**

DISTRIBUTION OF BRANCH and ATM DELIVERY SYSTEM				Geography: FLORIDA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016									
Assessment Area:	Deposits	Branches						ATMs						Population			
	% of Total Bank Deposits	# of BANK Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				# of Bank ATMs	# of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Full Review:</b>																	
Miami MSA	99.91	52	98.11	2	15	35	48	144	100.00	2.1	17.4	34.7	45.8	4.72	27.31	34.60	33.06
<b>Limited Review:</b>																	
Jacksonville MSA-Duval	0.09	1	1.89	0	0	0	100	0	0.00	0	0	0	0	7.14	24.63	40.55	27.68

## ILLINOIS

Table 1. Lending Volume

LENDING VOLUME		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
Chicago MSA	100.00	92,406	19,207,984	100,397	1,057,229	0	0	87	1,224,705	192,890	21,489,918	100.00
Broader Statewide Regional Area	0.00	N/A	N/A	N/A	N/A	N/A	N/A	14	108,677	14	108,677	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2016 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% of Rated Area Loans (#) in MA/AA	Standby Letters of Credit with CD Purpose		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in MA/AA**
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Chicago AA	100.00	1	355	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	100.00
Broader Statewide Regional Area	0.00	1	3,250	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating are.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. 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: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Chicago MSA	17,952	100.00	3.81	4.61	17.58	20.00	37.54	30.61	41.07	44.77	2.64	14.24	37.74	45.38

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: ILLINOIS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Chicago MSA	853	100.00	3.81	6.68	17.58	16.88	37.54	31.07	41.07	45.37	3.12	13.90	33.92	49.06

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: ILLINOIS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Chicago MSA	73,555	100.00	3.81	4.25	17.58	17.16	37.54	34.67	41.07	43.92	2.04	10.16	32.28	55.52

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Chicago MSA	46	100.00	11.96	34.78	22.84	19.57	32.75	13.04	32.45	32.61	13.91	31.18	33.74	21.18

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 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: ILLINOIS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				Aggregate Lending (%) by Tract Income*			
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low	Mod	Mid	Upp
	#	% of Total**	% of Businessses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businessses***	% BANK Loans	% of Businessses***	% BANK Loans				
<b>Full Review:</b>														
Chicago MSA	100,365	100.00	4.28	3.24	15.22	14.13	32.58	31.77	47.82	50.86	3.27	14.46	33.30	48.97

\* Based on 2016 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>26</sup>	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Chicago MSA	17,952	100.00	22.20	11.14	16.77	21.97	19.57	19.92	41.47	46.97	7.64	20.70	25.39	46.28

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 4.5% of loans originated and purchased by BANK.

<sup>26</sup> 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: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 27	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Chicago MSA	853	100.0 0	22.20	8.03	16.77	19.01	19.57	21.13	41.47	51.83	6.01	12.89	22.63	58.47

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 0.7% of loans originated and purchased by BANK.

27 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: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 28	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Chicago MSA	73,555	100.00	22.20	12.03	16.77	17.90	19.57	23.32	41.47	46.75	4.43	10.99	21.04	63.54

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 2.5% of loans originated and purchased by BANK. 28 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: ILLINOIS		Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Chicago MSA	100,397	100.00	80.70	56.67	99.74	0.17	0.09	217,581	85,845

\* Based on 2016 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 - 2016).

\*\*\*\* 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 30.10% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Chicago MSA	15	65,419	365	761,163	380	826,582	100.00	0	0
Broader Statewide Regional Area	0	0	12	16,503	12	16,503	3.06	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: ILLINOIS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016					
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
<b>Full Review:</b>																	
Chicago MSA	100.00	62	100.00	9.68	12.90	25.81	51.61	1	13	0	0	- 3	- 9	8.68	23.27	33.86	34.13

**Distribution of Branch and ATM Delivery System**

DISTRIBUTION OF BRANCH and ATM DELIVERY SYSTEM				Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016									
Assessment Area:	Deposits	Branches						ATMs						Population			
	% of Total Bank Deposits	# of BANK Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				# of Bank ATMs	# of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Full Review:</b>																	
Chicago MSA	100.00	62	100.00	10	13	26	52	248	100.00	20	40	57	131	8.68	23.27	33.86	34.13

# MARYLAND

**Table 1. Lending Volume**

LENDING VOLUME		Geography: MARYLAND						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
Baltimore MSA	100.00	8,741	1,743,125	4,574	23,281	0	0	6	69,314	13,321	1,835,720	0.00
Broader Statewide Regional Area	0.00	N/A	N/A	N/A	N/A	N/A	N/A	1	3,280	1	3,280	0.00

\* Loan Data as of December 31, 2014. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2014.

\*\*\* Deposit Data as of June 30, 2016. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

**Table 1. Other Products**

LENDING VOLUME		Geography: MARYLAND								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% of Rated Area Loans (#) in MA/AA	Standby Letter of Credit With Community Development Purpose		Small Business Real Estate Secured**		Home Equity**		Motor Vehicle**		Credit Card**		Other Secured Consumer**		% of Rated Area Deposits in MA/AA**
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
<b>Full Review:</b>														
Baltimore MSA	0.00	1	13,987	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	100.00
Broader Statewide Regional Area	0.00	1	6,392	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Optional Product Line(s) is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of September 11, 2018. 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: MARYLAND						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Baltimore MSA	1,307	100.00	8.06	11.32	22.04	23.57	37.92	32.36	31.98	32.75	5.71	19.83	41.25	33.21

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: MARYLAND						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Baltimore MSA	55	100.00	8.06	7.27	22.04	18.18	37.92	25.45	31.98	49.09	6.54	19.38	37.83	36.25

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: MARYLAND								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Baltimore MSA	7,377	100.00	8.06	6.33	22.04	19.99	37.92	39.81	31.98	33.86	3.87	15.79	39.63	40.72

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: MARYLAND						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Baltimore MSA	2	100.00	17.60	0.00	33.02	0.00	32.59	50.00	16.79	50.00	24.68	24.68	31.82	18.83

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 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: MARYLAND				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Baltimore MSA	4,561	100.00	9.64	8.79	18.09	16.71	37.22	38.32	34.74	36.18	7.77	15.86	37.98	38.39

\* Based on 2016 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 (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: MARYLAND						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>29</sup>	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Baltimore MSA	1,307	100.00	24.87	15.55	18.66	27.85	20.86	22.07	35.61	34.53	10.69	26.91	25.58	36.83

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 6.0% of loans originated and purchased by BANK.

<sup>29</sup> 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: MARYLAND						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sub>30</sub>	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Baltimore MSA	55	100.00	24.87	11.11	18.66	25.93	20.86	12.96	35.61	50.00	11.27	21.48	24.33	42.93

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 1.8% of loans originated and purchased by BANK.

30 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: MARYLAND						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 31	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Baltimore MSA	7,377	100.00	24.87	14.94	18.66	21.80	20.86	24.95	35.61	38.30	8.14	18.27	25.08	48.51

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 4.8% of loans originated and purchased by BANK.

31 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: MARYLAND		Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Baltimore MSA	4,574	100.00	70.38	67.07	99.87	0.09	0.04	39,866	19,032

\* Based on 2016 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 - 2014).

\*\*\*\* 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 14.98% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: MARYLAND				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Baltimore MSA	5	4,211	74	74,709	79	78,920		0	0
Broader Statewide Regional Area	0	0	19	13,295	19	13,295		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: MARYLAND				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branches	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	
<b>Full Review:</b>																	
Baltimore MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	4	0	0	- 3	- 1	14.52	26.22	33.05	25.51

# MASSACHUSETTS

## Table 1. Lending Volume

LENDING VOLUME		Geography: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015				
Assessment Area:	% 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)	
<b>Full Review:</b>												
Boston MSA	100.00	36,694	10,646,398	25,028	158,659	0	0	21	306,733	61,743	11,111,790	100.00
Broader Statewide Regional Area	0.00	N/A	N/A	N/A	N/A	N/A	N/A	2	13,664	2	13,664	0.00

\* Loan Data as of December 31, 2015. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2013 to December 31, 2013.

\*\*\* Deposit Data as of June 30, 2015. 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: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Boston MSA	5,921	100.00	3.03	4.58	14.02	14.51	46.78	39.66	36.17	41.26	4.66	14.33	45.35	35.66

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\* Based on 2015 Peer Mortgage Data -- US and PR

\*\* 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: MASSACHUSETTS								Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Boston MSA	311	100.00	3.03	1.61	14.02	4.82	46.78	50.16	36.17	43.41	3.09	11.44	44.89	40.58

\* Based on 2015 Peer Mortgage Data -- US and PR

\*\* 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: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Boston MSA	30,453	100.00	3.03	2.77	14.02	11.29	46.78	41.37	36.17	44.58	3.57	12.43	44.99	39.01

\* Based on 2015 Peer Mortgage Data -- US and PR

\*\* 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: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Boston MSA	7	100.00	15.86	42.86	23.33	14.29	37.15	14.29	23.66	28.57	19.82	31.26	33.73	15.19

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\* Based on 2015 Peer Mortgage Data -- US and PR

\*\* 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 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: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015						
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Boston MSA	24,987	100.00	6.46	5.85	14.08	15.32	39.71	43.70	39.54	35.13	2.90	14.73	40.77	41.60

\* Based on 2015 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 (2015).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: MASSACHUSETTS						Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Boston MSA	5,923	100.00	22.55	6.85	16.55	19.28	20.57	23.01	40.33	50.85	6.10	21.21	25.90	46.79

\* Based on 2015 Peer Mortgage Data -- US and PR

\*\* 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 2.2% of loans originated and purchased by BANK.

**Table 9. Borrower Distribution of Home Improvement Loans**

Borrower Distribution: HOME IMPROVEMENT			Geography: MASSACHUSETTS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Boston MSA	311	100.00	22.55	5.19	16.55	18.51	20.57	32.14	40.33	44.16	5.91	16.43	26.13	51.53

\* Based on 2015 Peer Mortgage Data -- US and PR

\*\* 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 1.0% of loans originated and purchased by BANK.

**Table 10. Borrower Distribution of Home Mortgage Refinance Loans**

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: MASSACHUSETTS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015							
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Boston MSA	30,453	100.00	22.55	6.98	16.55	15.41	20.57	26.48	40.33	51.13	5.11	17.22	27.13	50.54

\* Based on 2015 Peer Mortgage Data -- US and PR

\*\* 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 0.8% of loans originated and purchased by BANK.

**Table 11. Borrower Distribution of Small Loans to Businesses**

Borrower Distribution: SMALL LOANS TO BUSINESSES			Geography: MASSACHUSETTS		Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data*	
	#	% 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
<b>Full Review:</b>									
Boston MSA	25,028	100.00	76.00	67.14	99.78	0.12	0.10	34,356	16,718

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\* Based on 2015 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 - 2015).

\*\*\*\* 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 19.64% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: MASSACHUSETTS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Boston MSA	7	6,546	174	193,303	181	199,849	78.72	0	0
Broader Regional Statewide Area	0	0	10	54,017	10	54,017	21.28	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: MASSACHUSETTS				Evaluation Period: JANUARY 1, 2013 TO DECEMBER 31, 2015			
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						
<b>Full Review:</b>																							
Boston MSA	100.00	0	0.00	0.00	0.00	0.00	0.00	0	31	- 3	0	- 10	- 18	8.92	19.65	41.34	30.01						

# NEVADA

**Table 1. Lending Volume**

LENDING VOLUME		Geography: NEVADA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
Las Vegas	100.00	12,290	2,164,014	17,592	171,190	0	0	19	139,833	29,901	2,475,037	100.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2016 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. 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: NEVADA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income <sup>1</sup>			
	#	% of Total <sup>**</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans <sup>****</sup>	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans	% Owner Occ Units <sup>***</sup>	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Las Vegas	3,395	100.00	1.74	1.41	15.53	13.84	45.66	47.36	37.07	37.38	1.05	9.97	46.38	42.59

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: NEVADA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Las Vegas	123	100.00	1.74	1.63	15.53	4.88	45.66	47.97	37.07	45.53	0.88	9.71	42.43	46.98

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: NEVADA								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Las Vegas	8,756	100.00	1.74	1.23	15.53	10.79	45.66	46.63	37.07	41.34	0.54	7.38	43.59	48.48

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: NEVADA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Las Vegas	16	100.00	13.16	25.00	41.60	62.50	34.88	6.25	10.35	6.25	21.15	47.12	25.96	5.77

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 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: NEVADA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Las Vegas	17,592	100.00	5.07	2.15	21.05	15.09	42.38	42.36	31.50	40.39	2.92	16.26	41.95	38.87

\* Based on 2016 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: NEVADA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data <sup>†</sup>			
	#	% of Total <sup>**</sup>	% Families <sup>***</sup>	% BANK Loans <sup>****</sup>	% Families <sup>32</sup>	% BANK Loans <sup>****</sup>	% Families <sup>*</sup>	% BANK Loans <sup>****</sup>	% Families <sup>**</sup>	% BANK Loans <sup>****</sup>	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Las Vegas	3,395	100.00	20.10	8.44	18.02	23.94	22.00	21.46	39.88	46.16	4.60	20.08	27.08	48.24

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 7.2% of loans originated and purchased by BANK.

32 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: NEVADA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 33	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Las Vegas	123	100.0 0	20.10	9.24	18.02	21.01	22.00	29.41	39.88	40.34	6.71	17.76	23.38	52.15

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 3.3% of loans originated and purchased by BANK.

33 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: NEVADA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 34	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Las Vegas	8,756	100.00	20.10	9.13	18.02	17.42	22.00	22.09	39.88	51.36	5.51	17.01	25.08	52.39

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 6.0% of loans originated and purchased by BANK.

34 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: NEVADA			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Las Vegas	17,592	100.00	83.06	47.82	99.84	0.10	0.06	48,369	21,866

\* Based on 2016 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 - 2016).

\*\*\*\* 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 41.38% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: NEVADA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Las Vegas	3	7,626	93	100,931	96	108,557	100.00	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: NEVADA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016					
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
<b>Full Review:</b>																	
Las Vegas	100.00	9	100.00	0.00	33.33	44.44	22.22	0	6	0	- 1	- 5	0	5.29	22.78	42.19	29.74

**Distribution of Branch and ATM Delivery System**

DISTRIBUTION OF BRANCH and ATM DELIVERY SYSTEM				Geography: NEVADA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016									
Assessment Area:	Deposits	Branches				ATMs				Population							
	% of Total Bank Deposits	# of BANK Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				# of Bank ATMs	# of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Full Review:</b>																	
Las Vegas	100.00	9	100.00	0	33	44	22	24	100.00	0	7	11	6	5.29	22.78	42.19	29.74

# NEW JERSEY

**Table 1. Lending Volume**

LENDING VOLUME		Geography: NEW JERSEY						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
Trenton MSA	100.00	1,638	391,372	698	3,916	0	0	0	0	2,336	395,288	0.00

\* Loan Data as of December 31, 2013. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2013.

\*\*\* Deposit Data as of June 30, 2013. 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 JERSEY						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		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Trenton MSA	234	100.00	6.87	2.99	14.10	9.40	36.68	13.68	42.35	73.93	2.65	11.42	34.81	51.12

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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: NEW JERSEY								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		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Trenton MSA	18	100.00	6.87	0.00	14.10	11.11	36.68	16.67	42.35	72.22	4.42	9.07	39.82	46.68

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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: NEW JERSEY						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		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Trenton MSA	1,386	100.00	6.87	4.18	14.10	8.80	36.68	24.53	42.35	62.48	2.59	9.33	32.03	56.04

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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: NEW JERSEY						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		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Trenton MSA	0	0.00	20.76	0.00	7.91	0.00	37.36	0.00	33.97	0.00	28.00	20.00	32.00	20.00

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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 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: NEW JERSEY				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		Aggregate Lending (%) by Tract Income*								
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp					
<b>Full Review:</b>																			
Trenton MSA	698	100.00	11.77	5.87	10.89	14.04	28.32	34.81	49.03	45.27	6.59	10.36	26.24	56.80					

\* Based on 2013 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 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: NEW JERSEY						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		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>35</sup>	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Trenton MSA	234	100.00	22.84	3.69	16.80	11.98	19.15	17.51	41.20	66.82	9.86	22.07	21.10	46.98

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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 7.3% of loans originated and purchased by BANK.

<sup>35</sup> 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: NEW JERSEY						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		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>36</sup>	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Trenton MSA	18	100.00	22.84	0.00	16.80	0.00	19.15	33.33	41.20	66.67	10.37	21.43	25.35	42.86

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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.

36 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: NEW JERSEY						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 37	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Trenton MSA	1,386	100.0 0	22.84	7.79	16.80	12.17	19.15	25.09	41.20	54.95	6.46	15.23	23.63	54.68

\* Based on 2013 Peer Mortgage Data -- US and PR

\*\* 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 4.5% of loans originated and purchased by BANK.

37 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: NEW JERSEY		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			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Trenton MSA	698	100.00	70.75	63.32	99.71	0.29	0.00	6,192	2,934

\* Based on 2013 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 21.35% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: NEW JERSEY				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Trenton MSA	1	366	12	1,311	13	1,677	100.00	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: NEW JERSEY				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2013					
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
<b>Full Review:</b>																	
Trenton MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	1	0	0	0	- 1	13.57	16.01	31.90	38.00

# PUERTO RICO

**Table 1. Lending Volume**

LENDING VOLUME		Geography: PUERTO RICO						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
San Juan MSA	100.00	3,950	441,358	3,091	15,128	0	0	9	151,180	7,050	607,666	100.00
Broader Statewide Regional Area	0.00	N/A	N/A	N/A	N/A	N/A	N/A	1	7,250	1	7,250	0.00

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2016 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. 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: PUERTO RICO						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
San Juan MSA	2,306	100.00	3.31	4.25	26.52	22.51	36.50	27.41	33.66	45.84	3.13	18.83	36.92	41.12

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: PUERTO RICO								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
San Juan MSA	0	0.00	3.31	0.00	26.52	0.00	36.50	0.00	33.66	0.00	3.07	29.09	39.52	28.32

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: PUERTO RICO								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
San Juan MSA	1,607	100.00	3.31	3.73	26.52	24.08	36.50	27.57	33.66	44.62	2.51	16.37	34.32	46.79

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: PUERTO RICO						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
San Juan MSA	1	100.00	15.49	100.00	13.50	0.00	20.48	0.00	50.53	0.00	9.09	21.21	30.30	39.39

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 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: PUERTO RICO				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*								
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp					
<b>Full Review:</b>																			
San Juan MSA	3,068	100.00	8.00	4.40	25.99	19.13	22.32	28.36	42.67	48.11	4.42	18.44	25.98	51.16					

\* Based on 2016 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: PUERTO RICO						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>38</sup>	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
San Juan MSA	2,328	100.00	26.77	3.08	15.00	8.00	15.44	18.40	42.79	70.52	1.01	8.29	21.53	69.17

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 30.2% of loans originated and purchased by BANK.

<sup>38</sup> 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: PUERTO RICO						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sub>39</sub>	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
San Juan MSA	0	0.00	26.77	0.00	15.00	0.00	15.44	0.00	42.79	0.00	10.81	21.11	25.67	42.41

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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.

39 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: PUERTO RICO						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 40	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
San Juan MSA	1,621	100.00	26.77	2.99	15.00	8.66	15.44	21.73	42.79	66.62	1.95	7.60	19.07	71.38

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 17.4% of loans originated and purchased by BANK.

40 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: PUERTO RICO			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
San Juan MSA	3,091	100.00	65.07	46.49	99.97	0.03	0.00	11,752	7,774

\* Based on 2016 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 - 2016).

\*\*\*\* 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 36.56% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: PUERTO RICO				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
San Juan MSA	3	16,402	46	82,663	49	99,065	99.8	0	0
Broader Statewide Regional Area	0	0	33	243	33	243	0.2	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: PUERTO RICO				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016					
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
<b>Full Review:</b>																	
San Juan MSA	100.00	1	100.00	0.00	0.00	100.00	0.00	0	2	0	0	- 2	0	5.66	28.32	36.33	29.57

# SOUTH DAKOTA

**Table 1. Lending Volume**

LENDING VOLUME												Geography: SOUTH DAKOTA		Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016	
Assessment Area (2016):	% 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)				
<b>Full Review:</b>															
Sioux Falls MSA	100.00	1,277	168,525	1,385	16,571	0	0	16	42,418	2,678	227,514	100.00			
Broader Regional Statewide Area	0.00	N/A	N/A	N/A	N/A	N/A	N/A	10	21,409	10	21,409	0.00			

\* Loan Data as of December 31, 2016. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2016.

\*\*\* Deposit Data as of June 30, 2016. 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: SOUTH DAKOTA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income <sup>1</sup>			
	#	% of Total <sup>2</sup>	% Owner Occ Units <sup>3</sup>	% BANK Loans <sup>4</sup>	% Owner Occ Units <sup>3</sup>	% BANK Loans	% Owner Occ Units <sup>3</sup>	% BANK Loans	% Owner Occ Units <sup>3</sup>	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Sioux Falls MSA	153	100.00	0.00	0.00	17.96	9.80	58.16	51.63	23.89	38.56	0.00	11.65	57.48	30.87

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: SOUTH DAKOTA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Sioux Falls MSA	16	100.00	0.00	0.00	17.96	12.50	58.16	68.75	23.89	18.75	0.00	14.35	56.17	29.48

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: SOUTH DAKOTA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Sioux Falls MSA	1,104	100.00	0.00	0.00	17.96	13.04	58.16	58.79	23.89	28.17	0.00	9.63	57.41	32.95

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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: SOUTH DAKOTA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units**	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Sioux Falls MSA	4	100.00	0.00	0.00	50.21	0.00	37.03	50.00	12.76	50.00	0.00	37.35	46.99	15.66

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 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: SOUTH DAKOTA					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016							
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Sioux Falls MSA	1,385	100.00	0.00	0.00	34.48	25.63	46.25	44.62	19.27	29.75	0.00	33.58	43.25	23.17

\* Based on 2016 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 (2016).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: SOUTH DAKOTA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>41</sup>	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Sioux Falls MSA	153	100.00	18.02	9.47	18.18	22.11	26.17	17.89	37.64	50.53	9.46	25.92	29.25	35.37

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 37.9% of loans originated and purchased by BANK.

<sup>41</sup> 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: SOUTH DAKOTA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 42	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Sioux Falls MSA	16	100.00	18.02	0.00	18.18	57.14	26.17	0.00	37.64	42.86	4.51	17.20	31.05	47.25

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 56.3% of loans originated and purchased by BANK.

42 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: SOUTH DAKOTA						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 43	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Sioux Falls MSA	1,104	100.00	18.02	14.04	18.18	23.61	26.17	26.22	37.64	36.13	6.72	19.54	26.86	46.88

\* Based on 2016 Peer Mortgage Data -- US and PR

\*\* 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 16.8% of loans originated and purchased by BANK.

43 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: SOUTH DAKOTA		Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data <sup>†</sup>	
	#	% of Total <sup>**</sup>	% of Businesses <sup>***</sup>	% BANK Loans <sup>****</sup>	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
<b>Full Review:</b>									
Sioux Falls MSA	1,385	100.00	80.31	46.28	100.00	0.00	0.00	5,874	2,816

\* Based on 2016 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 - 2016).

\*\*\*\* 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 41.08% of small loans to businesses originated and purchased by the bank.

**Table 14. Qualified Investments**

QUALIFIED INVESTMENTS		Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Sioux Falls MSA	1	10,338	29	2,691	30	13,029	100.00	0	0
Broader Statewide Regional Area	2	1,862	158	1,336	160	3,198	19.7	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: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016			
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				
<b>Full Review:</b>																					
Sioux Falls MSA	100.00	1	100.00	0.00	100.00	0.00	0.00	0	0	0	0	0	0	0.00	24.46	53.95	21.60				

**Distribution of Branch and ATM Delivery System**

DISTRIBUTION OF BRANCH and ATM DELIVERY SYSTEM				Geography: SOUTH DAKOTA				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2016									
Assessment Area:	Deposits	Branches				ATMs				Population							
	% of Total Bank Deposits	# of BANK Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				# of Bank ATMs	# of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Full Review:</b>																	
Sioux Falls MSA	100.00	1	100.00	0	100	0	0	1	100.00	0	1	0	0	0.00	24.46	53.95	21.60

## TEXAS

Table 1. Lending Volume

LENDING VOLUME		Geography: TEXAS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area (2016):	% 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)	
<b>Full Review:</b>												
Dallas MSA	47.69	35,352	5,694,969	31,446	252,891	0	0	7	44,050	66,805	5,991,910	0.00
Houston MSA	29.55	26,448	4,718,987	14,944	79,819	0	0	8	44,559	41,400	4,843,365	0.00
<b>Limited Review:</b>												
Abilene MSA	0.44	261	29,875	355	2,084	0	0	1	3,000	617	34,959	0.00
Austin MSA	10.29	9,525	1,762,924	4,890	33,493	0	0	5	42,172	14,420	1,838,589	0.00
College Station MSA	0.87	900	122,654	310	3,694	2	300	2	2,117	1,214	128,765	0.00
Killeen-Lampasas County	0.05	47	7,145	28	303	0	0	0	0	75	7,448	0.00
Midland (County)	0.70	495	85,961	481	4,299	0	0	1	191	977	90,451	0.00
Odessa MSA	0.42	297	34,581	297	2,534	0	0	1	1,600	595	38,715	0.00
San Angelo (Tom Green)	0.35	236	24,738	249	3,508	0	0	1	2,700	486	30,946	0.00
San Antonio (Bexar)	8.64	8,679	1,432,329	3,422	18,783	0	0	3	8,715	12,104	1,459,827	0.00
Wichita Falls MSA	0.35	257	23,426	235	1,658	0	0	2	898	494	25,982	0.00
Non Metropolitan TX	0.64	420	46,658	477	2,935	0	0	1	144	898	49,737	0.00
Broader Statewide Regional Area	0.00	N/A	N/A	N/A	N/A	N/A	N/A	6	11,374	6	11,374	0.00

\* Loan Data as of December 31, 2014. Rated area refers to either state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is from January 01, 2012 to December 31, 2014.

\*\*\* Deposit Data as of September 18, 2018. 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: TEXAS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Dallas MSA	8,985	37.28	4.80	2.99	19.40	15.25	32.53	30.57	43.27	51.19	1.75	10.25	32.88	55.11
Houston MSA	8,284	34.37	4.09	1.12	20.88	9.22	29.73	23.72	45.31	65.93	1.35	10.13	28.75	59.77
<b>Limited Review:</b>														
Abilene MSA	60	0.25	1.88	3.33	20.45	16.67	45.51	31.67	32.16	48.33	0.42	13.82	34.36	51.40
Austin MSA	2,166	8.99	4.64	2.91	16.22	15.37	37.53	35.83	41.60	45.89	3.40	14.71	38.97	42.92
College Station MSA	207	0.86	5.13	5.80	19.49	16.43	35.23	20.77	40.15	57.00	4.19	11.30	31.09	53.42
Killeen-Lampasas County	14	0.06	0.00	0.00	12.70	14.29	87.30	85.71	0.00	0.00	0.00	15.45	84.55	0.00
Midland (County)	247	1.02	4.63	2.83	14.34	10.12	49.60	26.32	31.42	60.73	2.59	7.87	46.41	43.13
Odessa MSA	85	0.35	0.00	0.00	21.89	4.71	48.01	29.41	30.09	65.88	0.00	9.20	35.90	54.90
San Angelo (Tom Green)	57	0.24	1.33	1.75	26.20	17.54	45.29	64.91	27.17	15.79	0.28	16.02	49.01	34.69
San Antonio (Bexar)	3,863	16.03	5.31	0.88	26.57	9.60	32.30	36.29	35.82	53.22	1.41	11.61	34.41	52.57
Wichita Falls MSA	59	0.24	1.88	1.69	13.03	8.47	45.55	49.15	39.54	40.68	1.16	7.69	42.29	48.86
Non Metropolitan TX	77	0.32	0.00	0.00	9.06	6.49	63.26	70.13	27.67	23.38	0.00	4.85	63.72	31.43

\* Based on 2014 Peer Mortgage Data -- US and PR

\*\* 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: TEXAS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Dallas MSA	193	39.31	4.80	1.55	19.40	6.74	32.53	24.87	43.27	66.84	2.31	11.44	26.55	59.70
Houston MSA	167	34.01	4.09	0.60	20.88	8.38	29.73	17.37	45.31	73.65	2.48	12.20	24.24	61.08
<b>Limited Review:</b>														
Abilene MSA	4	0.81	1.88	25.00	20.45	0.00	45.51	25.00	32.16	50.00	2.53	17.09	43.35	37.03
Austin MSA	60	12.22	4.64	5.00	16.22	3.33	37.53	31.67	41.60	60.00	4.02	12.21	34.24	49.53
College Station MSA	8	1.63	5.13	0.00	19.49	12.50	35.23	75.00	40.15	12.50	3.19	21.28	27.13	48.40
Killeen-Lampasas County	0	0.00	0.00	0.00	12.70	0.00	87.30	0.00	0.00	0.00	0.00	17.65	82.35	0.00
Midland (County)	7	1.43	4.63	0.00	14.34	14.29	49.60	71.43	31.42	14.29	3.70	10.58	53.97	31.75
Odessa MSA	8	1.63	0.00	0.00	21.89	25.00	48.01	50.00	30.09	25.00	0.00	15.65	42.61	41.74
San Angelo (Tom Green)	1	0.20	1.33	0.00	26.20	0.00	45.29	0.00	27.17	100.00	0.00	27.41	40.10	32.49
San Antonio (Bexar)	36	7.33	5.31	0.00	26.57	22.22	32.30	30.56	35.82	47.22	4.27	20.48	29.35	45.90
Wichita Falls MSA	1	0.20	1.88	0.00	13.03	100.00	45.55	0.00	39.54	0.00	0.00	14.55	40.00	45.45
Non Metropolitan TX	6	1.22	0.00	0.00	9.06	16.67	63.26	83.33	27.67	0.00	0.00	6.80	63.60	29.60

\* Based on 2014 Peer Mortgage Data -- US and PR

\*\* 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: TEXAS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				Aggregate HMDA Lending (%) by Tract Income*			
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		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				
<b>Full Review:</b>														
Dallas MSA	26,171	44.88	4.80	1.51	19.40	9.17	32.53	28.42	43.27	60.90	1.76	11.36	30.75	56.13
Houston MSA	17,992	30.86	4.09	1.48	20.88	8.52	29.73	24.14	45.31	65.85	1.44	11.39	28.94	58.24
<b>Limited Review:</b>														
Abilene MSA	196	0.34	1.88	0.00	20.45	19.39	45.51	36.22	32.16	44.39	0.67	11.09	38.03	50.22
Austin MSA	7,296	12.51	4.64	3.29	16.22	12.77	37.53	33.90	41.60	50.04	4.15	13.75	37.38	44.71
College Station MSA	685	1.17	5.13	4.96	19.49	8.32	35.23	25.26	40.15	61.46	4.19	14.93	31.49	49.39
Killeen-Lampasas County	33	0.06	0.00	0.00	12.70	12.12	87.30	87.88	0.00	0.00	0.00	8.28	91.72	0.00
Midland (County)	241	0.41	4.63	1.24	14.34	10.79	49.60	46.06	31.42	41.91	0.68	9.46	51.43	38.43
Odessa MSA	204	0.35	0.00	0.00	21.89	8.82	48.01	44.61	30.09	46.57	0.00	9.18	39.57	51.25
San Angelo (Tom Green)	177	0.30	1.33	0.00	26.20	19.77	45.29	43.50	27.17	36.72	0.13	13.25	47.66	38.96
San Antonio (Bexar)	4,778	8.19	5.31	0.90	26.57	10.40	32.30	31.90	35.82	56.80	1.99	13.75	35.55	48.71
Wichita Falls MSA	197	0.34	1.88	0.00	13.03	6.60	45.55	42.64	39.54	50.76	1.33	8.19	43.49	46.99
Non Metropolitan TX	337	0.58	0.00	0.00	9.06	2.97	63.26	65.88	27.67	31.16	0.00	4.30	57.71	38.00

\* Based on 2014 Peer Mortgage Data -- US and PR

\*\* 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: TEXAS					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units** *	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Dallas MSA	3	20.00	20.11	33.33	29.93	66.67	30.42	0.00	19.54	0.00	23.30	32.99	25.98	17.73
Houston MSA	5	33.33	22.84	20.00	31.30	40.00	20.79	40.00	25.06	0.00	19.11	32.41	25.76	22.71
<b>Limited Review:</b>														
Abilene MSA	1	6.67	1.31	0.00	42.50	0.00	47.32	100.00	8.87	0.00	0.00	25.00	75.00	0.00
Austin MSA	3	20.00	23.24	33.33	27.88	33.33	27.82	33.33	21.07	0.00	24.46	31.65	25.90	17.99
College Station MSA	0	0.00	29.77	0.00	29.51	0.00	24.38	0.00	16.34	0.00	21.43	28.57	21.43	28.57
Killeen-Lampasas County	0	0.00	0.00	0.00	48.53	0.00	51.47	0.00	0.00	0.00	0.00	0.00	100.00	0.00
Midland (County)	0	0.00	1.19	0.00	6.71	0.00	41.12	0.00	50.97	0.00	11.11	0.00	66.67	22.22
Odessa MSA	0	0.00	0.00	0.00	15.08	0.00	35.41	0.00	49.51	0.00	0.00	0.00	50.00	50.00
San Angelo (Tom Green)	1	6.67	3.56	0.00	27.76	100.00	33.99	0.00	34.68	0.00	28.57	57.14	0.00	14.29
San Antonio (Bexar)	2	13.33	7.41	0.00	35.94	0.00	31.38	50.00	25.27	50.00	8.00	41.00	21.00	30.00
Wichita Falls MSA	0	0.00	2.85	0.00	24.01	0.00	23.54	0.00	49.60	0.00	0.00	10.00	50.00	40.00
Non Metropolitan TX	0	0.00	0.00	0.00	19.42	0.00	62.49	0.00	18.09	0.00	0.00	0.00	100.00	0.00

\* Based on 2014 Peer Mortgage Data -- US and PR

\*\* 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 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: TEXAS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses**	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Low	Mod	Mid	Upp	
<b>Full Review:</b>															
Dallas MSA	31,412	55.03	6.95	6.48	18.68	16.87	28.94	26.04	45.24	50.61	7.21	17.94	27.19	47.66	
Houston MSA	14,941	26.17	8.27	8.62	19.64	23.27	24.64	26.99	47.40	41.12	7.88	18.31	24.49	49.32	
<b>Limited Review:</b>															
Abilene MSA	354	0.62	1.78	1.69	23.55	23.45	45.91	44.35	27.81	30.51	1.35	23.45	43.04	32.17	
Austin MSA	4,890	8.57	6.38	6.61	16.81	16.22	29.74	31.25	47.00	45.93	6.27	16.16	29.13	48.44	
College Station MSA	310	0.54	8.68	10.32	18.82	16.45	37.29	40.97	34.65	32.26	6.78	21.64	34.79	36.79	
Killeen-Lampasas County	28	0.05	0.00	0.00	28.53	50.00	71.47	50.00	0.00	0.00	0.00	29.02	70.98	0.00	
Midland (County)	480	0.84	2.42	4.38	25.35	24.38	40.27	43.54	31.52	27.71	3.12	21.45	46.07	29.36	
Odessa MSA	297	0.52	0.00	0.00	17.59	19.19	46.33	43.43	36.09	37.37	0.00	17.98	45.49	36.53	
San Angelo (Tom Green)	248	0.43	11.23	8.47	16.02	13.71	44.58	47.58	27.82	30.24	10.22	13.75	44.79	31.23	
San Antonio (Bexar)	3,414	5.98	5.63	6.77	23.86	27.39	30.01	28.32	40.20	37.52	6.07	22.07	28.12	43.74	
Wichita Falls MSA	235	0.41	3.65	3.83	21.85	22.98	33.42	30.21	40.96	42.98	3.55	21.41	30.01	45.04	
Non Metropolitan TX	477	0.84	0.00	0.00	12.29	10.90	62.06	61.22	25.65	27.88	0.00	11.94	62.04	26.02	

\* Based on 2014 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 (2014).

**Table 7. Geographic Distribution of Small Loans to Farms**

Geographic Distribution: SMALL LOANS TO FARMS			Geography: TEXAS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Farms*	% BANK Loans	% of Farms**	% BANK Loans	% of Farms**	% BANK Loans	% of Farms**	% BANK Loans	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Dallas MSA	0	0.00	4.69	0.00	17.34	0.00	36.49	0.00	41.43	0.00	2.13	8.26	54.59	35.02
Houston MSA	0	0.00	4.96	0.00	16.91	0.00	32.30	0.00	45.84	0.00	0.44	9.03	48.90	41.63
<b>Limited Review:</b>														
Abilene MSA	0	0.00	0.26	0.00	15.55	0.00	48.59	0.00	35.60	0.00	0.00	5.99	53.29	40.72
Austin MSA	0	0.00	4.15	0.00	18.68	0.00	35.61	0.00	41.56	0.00	1.61	29.32	38.96	30.12
College Station MSA	2	100.00	4.13	0.00	12.40	0.00	41.73	100.00	41.60	0.00	1.60	8.80	58.40	31.20
Killeen-Lampasas County	0	0.00	0.00	0.00	24.55	0.00	75.45	0.00	0.00	0.00	0.00	1.49	98.51	0.00
Midland (County)	0	0.00	1.24	0.00	17.16	0.00	48.76	0.00	32.84	0.00	0.00	6.45	67.74	25.81
Odessa MSA	0	0.00	0.00	0.00	7.50	0.00	50.63	0.00	41.88	0.00	0.00	22.22	22.22	55.56
San Angelo (Tom Green)	0	0.00	4.78	0.00	6.25	0.00	38.60	0.00	50.37	0.00	2.91	1.94	29.13	66.02
San Antonio (Bexar)	0	0.00	4.25	0.00	19.56	0.00	31.36	0.00	44.75	0.00	3.57	15.48	17.86	63.10
Wichita Falls MSA	0	0.00	1.16	0.00	8.32	0.00	46.09	0.00	44.43	0.00	1.30	3.90	64.94	29.87
Non Metropolitan TX	0	0.00	0.00	0.00	7.22	0.00	60.41	0.00	32.37	0.00	0.00	12.64	62.36	25.00

\* Based on 2014 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 (2014).

**Table 8. Borrower Distribution of Home Purchase Loans**

Borrower Distribution: HOME PURCHASE		Geography: TEXAS					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sup>44</sup>	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Dallas MSA	8,985	37.28	22.62	11.43	16.80	22.80	18.53	20.35	42.05	45.42	4.84	15.96	21.71	57.49
Houston MSA	8,284	34.37	23.89	4.47	16.51	13.30	17.44	16.67	42.15	65.56	3.59	14.22	21.84	60.34
<b>Limited Review:</b>														
Abilene MSA	60	0.25	21.36	5.17	17.21	31.03	21.17	34.48	40.26	29.31	3.35	12.56	24.43	59.66
Austin MSA	2,166	8.99	21.10	7.40	17.12	24.78	19.77	25.39	42.01	42.44	3.94	17.65	23.82	54.59
College Station MSA	207	0.86	25.07	3.26	14.05	19.02	17.98	21.74	42.90	55.98	1.76	11.43	18.68	68.12
Killeen-Lampasas County	14	0.06	19.57	14.29	17.95	7.14	22.77	7.14	39.71	71.43	5.56	12.50	27.78	54.17
Midland (County)	247	1.02	21.97	9.28	16.41	9.70	20.12	19.83	41.49	61.18	3.38	14.95	23.17	58.50
Odessa MSA	85	0.35	24.43	1.43	15.69	17.14	19.16	30.00	40.72	51.43	3.75	20.49	28.46	47.29
San Angelo (Tom Green)	57	0.24	22.02	9.26	18.34	29.63	19.42	12.96	40.21	48.15	3.80	15.46	27.34	53.41
San Antonio (Bexar)	3,863	16.03	24.03	5.48	17.32	17.46	19.23	28.87	39.43	48.19	3.44	14.75	25.83	55.98
Wichita Falls MSA	59	0.24	19.70	14.00	17.32	26.00	22.77	38.00	40.22	22.00	6.23	16.12	27.68	49.97
Non Metropolitan TX	77	0.32	19.88	2.67	18.01	24.00	19.16	26.67	42.94	46.67	3.39	15.94	22.04	58.62

\* Based on 2014 Peer Mortgage Data -- US and PR

\*\* 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 5.6% of loans originated and purchased by BANK.

44 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: TEXAS					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families <sub>45</sub>	% BANK Loans****	% Families*	% BANK Loans****	% Families*	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Dallas MSA	193	39.31	22.62	3.91	16.80	11.73	18.53	14.53	42.05	69.83	6.95	10.36	16.05	66.64
Houston MSA	167	34.01	23.89	2.50	16.51	11.25	17.44	14.37	42.15	71.88	6.64	9.39	15.79	68.18
<b>Limited Review:</b>														
Abilene MSA	4	0.81	21.36	0.00	17.21	25.00	21.17	50.00	40.26	25.00	8.50	9.80	24.18	57.52
Austin MSA	60	12.22	21.10	8.33	17.12	13.33	19.77	18.33	42.01	60.00	5.05	12.99	19.09	62.87
College Station MSA	8	1.63	25.07	0.00	14.05	37.50	17.98	62.50	42.90	0.00	4.82	6.63	18.07	70.48
Killeen-Lampasas County	0	0.00	19.57	0.00	17.95	0.00	22.77	0.00	39.71	0.00	29.41	23.53	23.53	23.53
Midland (County)	7	1.43	21.97	14.29	16.41	0.00	20.12	28.57	41.49	57.14	7.61	9.24	16.30	66.85
Odessa MSA	8	1.63	24.43	0.00	15.69	12.50	19.16	37.50	40.72	50.00	5.45	10.91	21.82	61.82
San Angelo (Tom Green)	1	0.20	22.02	0.00	18.34	0.00	19.42	100.00	40.21	0.00	9.57	13.83	19.15	57.45
San Antonio (Bexar)	36	7.33	24.03	8.33	17.32	16.67	19.23	27.78	39.43	47.22	12.65	14.11	17.29	55.96
Wichita Falls MSA	1	0.20	19.70	0.00	17.32	100.00	22.77	0.00	40.22	0.00	10.58	9.62	23.08	56.73
Non Metropolitan TX	6	1.22	19.88	33.33	18.01	33.33	19.16	0.00	42.94	33.33	6.44	15.45	19.74	58.37

\* Based on 2014 Peer Mortgage Data -- US and PR

\*\* 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 4.3% of loans originated and purchased by BANK.

45 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: TEXAS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK Loans****	% Families 46	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Low	Mod	Mid	Upp
<b>Full Review:</b>														
Dallas MSA	26,171	44.88	22.62	6.49	16.80	13.98	18.53	21.46	42.05	58.07	6.36	14.15	20.80	58.69
Houston MSA	17,992	30.86	23.89	5.23	16.51	12.05	17.44	18.86	42.15	63.86	6.16	13.25	21.10	59.49
<b>Limited Review:</b>														
Abilene MSA	196	0.34	21.36	8.70	17.21	20.11	21.17	25.54	40.26	45.65	4.27	11.22	24.49	60.03
Austin MSA	7,296	12.51	21.10	6.97	17.12	16.50	19.77	20.81	42.01	55.71	5.65	15.88	22.54	55.93
College Station MSA	685	1.17	25.07	3.53	14.05	10.59	17.98	18.24	42.90	67.65	2.48	11.23	16.19	70.10
Killeen-Lampasas County	33	0.06	19.57	0.00	17.95	13.04	22.77	39.13	39.71	47.83	7.87	8.99	16.85	66.29
Midland (County)	241	0.41	21.97	11.44	16.41	18.64	20.12	24.15	41.49	45.76	3.00	12.86	20.29	63.86
Odessa MSA	204	0.35	24.43	4.06	15.69	11.68	19.16	22.34	40.72	61.93	4.09	13.12	24.09	58.71
San Angelo (Tom Green)	177	0.30	22.02	5.85	18.34	23.98	19.42	20.47	40.21	49.71	3.13	14.43	23.65	58.78
San Antonio (Bexar)	4,778	8.19	24.03	7.03	17.32	11.97	19.23	21.17	39.43	59.82	6.09	13.38	22.82	57.71
Wichita Falls MSA	197	0.34	19.70	13.68	17.32	18.42	22.77	20.00	40.22	47.89	6.04	13.70	20.88	59.38
Non Metropolitan TX	337	0.58	19.88	4.23	18.01	14.80	19.16	20.54	42.94	60.42	3.90	9.61	17.83	68.66

\* Based on 2014 Peer Mortgage Data -- US and PR

\*\* 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 4.7% of loans originated and purchased by BANK.

46 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: TEXAS			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data*	
	#	% 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
<b>Full Review:</b>									
Dallas MSA	31,446	55.04	70.61	73.02	99.78	0.10	0.12	123,162	56,753
Houston MSA	14,944	26.16	71.50	60.93	99.89	0.04	0.07	116,416	51,377
<b>Limited Review:</b>									
Abilene MSA	355	0.62	70.81	76.62	100.00	0.00	0.00	2,281	776
Austin MSA	4,890	8.56	69.99	65.91	99.86	0.10	0.04	38,814	17,583
College Station MSA	310	0.54	71.73	66.13	97.74	1.61	0.65	3,336	1,397
Killeen-Lampasas County	28	0.05	76.13	78.57	100.00	0.00	0.00	248	98
Midland (County)	481	0.84	68.51	67.36	99.17	0.00	0.83	3,476	1,217
Odessa MSA	297	0.52	69.67	68.01	99.66	0.00	0.34	2,674	736
San Angelo (Tom Green)	249	0.44	70.06	70.28	99.20	0.00	0.80	1,636	637
San Antonio (Bexar)	3,422	5.99	70.52	57.92	99.91	0.06	0.03	24,576	10,513
Wichita Falls MSA	235	0.41	72.30	74.47	100.00	0.00	0.00	1,596	685
Non Metropolitan TX	477	0.83	71.64	73.17	99.79	0.00	0.21	4,207	1,735

\* Based on 2014 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&amp;B - 2014).

\*\*\*\* 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 16.00% 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: TEXAS		Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014				
Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Aggregate Lending Data*	
	#	% 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
<b>Full Review:</b>									
Dallas MSA	0	0.00	96.33	0.00	0.00	0.00	0.00	763	373
Houston MSA	0	0.00	96.43	0.00	0.00	0.00	0.00	477	265
<b>Limited Review:</b>									
Abilene MSA	0	0.00	98.20	0.00	0.00	0.00	0.00	172	62
Austin MSA	0	0.00	96.98	0.00	0.00	0.00	0.00	254	129
College Station MSA	2	100.00	96.93	100.00	50.00	50.00	0.00	129	84
Killeen-Lampasas County	0	0.00	100.00	0.00	0.00	0.00	0.00	73	39
Midland (County)	0	0.00	98.76	0.00	0.00	0.00	0.00	35	12
Odessa MSA	0	0.00	98.13	0.00	0.00	0.00	0.00	9	3
San Angelo (Tom Green)	0	0.00	97.98	0.00	0.00	0.00	0.00	105	17
San Antonio (Bexar)	0	0.00	96.86	0.00	0.00	0.00	0.00	87	39
Wichita Falls MSA	0	0.00	98.34	0.00	0.00	0.00	0.00	82	51
Non Metropolitan TX	0	0.00	98.04	0.00	0.00	0.00	0.00	1,074	564

\* Based on 2014 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 - 2014).  
 \*\*\*\* 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: TEXAS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Full Review:</b>									
Dallas MSA	14	67,160	164	45,192	178	112,352	34.40	0	0
Houston MSA	11	68,939	52	26,495	63	95,434	29.22	0	0
<b>Limited Review:</b>									
Abilene MSA	0	0	5	718	5	718	0.22	0	0
Austin MSA	4	38,592	20	826	24	39,418	12.07	0	0
College Station MSA	0	0	17	8,297	17	8,297	2.54	0	0
Killeen-Lampasas County	0	0	0	0	0	0	0.00	0	0
Midland (County)	1	2,277	13	529	14	2,806	0.86	0	0
Odessa MSA	0	0	7	8,231	7	8,231	2.52	0	0
San Angelo (Tom Green)	0	0	1	1,027	1	1,027	0.31	0	0
San Antonio (Bexar)	3	31,282	44	26,859	47	58,141	17.80	0	0
Wichita Falls MSA	0	0	5	183	5	183	0.06	0	0
Non Metropolitan TX	0	0	2	14	2	14	0.00	0	0
Broader Statewide Regional Area	1	12,353	53	90,754	54	90,754	21.8	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: TEXAS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014					
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
<b>Full Review:</b>																	
Dallas MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	31	- 1	- 5	- 12	- 13	9.98	25.00	30.71	34.31
Houston MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	11	- 1	0	- 3	- 7	9.65	26.16	28.38	35.50
<b>Limited Review:</b>																	
Abilene MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	5	0	0	- 3	- 2	2.70	25.87	44.05	23.76
Austin MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	7	0	0	- 2	- 5	11.50	21.97	33.86	32.53
College Station MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	7	- 2	- 1	- 4	0	13.44	24.77	29.77	27.78
Killeen-Lampasas County	0.00	0	0.00	0.00	0.00	0.00	0.00	0	1	0	- 1	0	0	0.00	18.67	81.33	0.00
Midland (County)	0.00	0	0.00	0.00	0.00	0.00	0.00	0	5	0	- 2	- 1	- 2	6.16	16.04	47.17	30.64
Odessa MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	3	0	0	- 2	- 1	0.00	23.50	46.83	29.68
San Angelo (Tom Green)	0.00	0	0.00	0.00	0.00	0.00	0.00	0	1	0	0	- 1	0	2.35	30.41	43.15	24.08
San Antonio (Bexar)	0.00	0	0.00	0.00	0.00	0.00	0.00	0	8	- 2	0	0	- 6	7.73	31.87	30.81	29.58
Wichita Falls MSA	0.00	0	0.00	0.00	0.00	0.00	0.00	0	7	0	0	- 4	- 3	2.55	19.44	43.60	34.41
Non Metropolitan TX	0.00	0	0.00	0.00	0.00	0.00	0.00	0	17	0	- 2	- 13	- 2	0.00	11.27	62.43	26.30