



Public Disclosure

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Community Reinvestment Act Performance Evaluation

BankBoston, N.A.
Charter Number: 200

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Office of the Comptroller of the Currency

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NOTE: This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness

of this financial institution.

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General Information

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

*This document is an evaluation of the CRA performance of **BankBoston, N.A.** prepared by the **Office of the Comptroller of the Currency (OCC)**, the institution's supervisory agency, as of **March 15, 1999**. The agency evaluates performance in assessment area(s), as they are delineated by the institution, rather than individual branches. This assessment area evaluation may include the visits to some, but not necessarily all of the institution's branches. The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A to 12 CFR Part 25.*

Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this Performance Evaluation. 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 by another company. A company is under common control with another company if both companies are directly or indirectly controlled by the same company. A bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Block Numbering Area (BNA) - Statistical subdivisions of counties in which census tracts have not been established. BNAs have been established by the United States Census Bureau in conjunction with state agencies.

Census Tract (CT) - Small, locally defined statistical areas within metropolitan areas. These areas are determined by the United States Census Bureau in an attempt to group homogenous populations. A CT has defined boundaries per ten year census and an average population of 4,000.

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

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 safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Full-Scope Review - Performance under the Lending, Investment and Service Tests is analyzed considering fully understood performance context, quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, branch distribution) and qualitative factors (e.g., innovation, complexity).

Geography - A census tract or a block numbering area delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA) - The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applicants, the amount of loan requested, and the disposition of the application (e.g., approved, denied,

withdrawn).

Home Mortgage Loans - Such loans include home purchase and home improvement loans, as defined in the HMDA regulation. This definition also includes multifamily (five or more families) dwellings loans, loans for the purchase of manufactured homes and refinancings of home improvement and home purchase loans.

Limited-Scope 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, branch distribution).

Low-Income - Income levels that are less than 50% of the median family income.

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

Metropolitan Statistical Area (MSA) - Area defined by the Director of the United States Office of Management and Budget. MSAs consist of one or more counties, including large population centers and nearby communities that have a high degree of interaction.

Middle-Income - Income levels that are at least 80% and less than 120% of the MFI.

Moderate-Income - Income levels that are at least 50% and less than 80% of the MFI.

Small Business Loans - Loans with original amounts of \$1 million or less that are: (1) secured by nonfarm nonresidential properties; or (2) commercial and industrial loans to U.S. addresses.

Small Farm Loans - Loans with original amounts of \$500 thousand or less that are: (1) secured by farmland; or (2) to finance agricultural production and other loans to farmers.

Tier 1 Capital - The total of common shareholders equity, perpetual preferred shareholders equity with noncumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Upper-Income - Income levels that are 120% or more of the MFI.

Overall CRA Rating

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

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

Performance Levels	(Name of Depository Institution) Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding	X	X	
High Satisfactory			X
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

* The Lending Test is weighted more heavily than the Investment and Service Tests when arriving at an overall rating.

The major factors that support this rating include:

- < BankBoston has demonstrated excellent home mortgage lending to borrowers in low- or moderate-income CTS, in most of the full-scope areas. This was also evident in lending to low- or moderate-income families.
- < Geographic distribution of small business loans in most full-scope areas was excellent.
- < The bank has shown leadership in providing CD loans and has received high praise from the community in providing loans where most needed.
- < Bank management have developed or made available a wide array of flexible loan products.
- < BankBoston has provided an excellent level of qualified investments across its assessment areas, as well as taking a leadership role in many organizations and issues.
- < BankBoston has demonstrated good performance in most areas in providing accessible bank services and products to different income levels and geographies. This was supplemented in many of the assessment areas by innovative delivery systems.

Description of Institution

BankBoston, N.A. (BankBoston), is the lead bank of the BankBoston Corporation (BKB). It is the oldest bank in the United States, having received its charter in 1784. BankBoston is an interstate bank with operations in Connecticut, Massachusetts, New Hampshire and Rhode Island. BankBoston's operations are focused in three areas: wholesale banking, regional banking and international banking (especially Latin America). Regional Banking focuses on serving the needs of consumers, communities, high net worth individuals and small businesses. This portion of the business accounts for \$26 billion in deposits, serves approximately 1.7 million households and 130 thousand small businesses throughout the region.

As of December 31, 1998, BankBoston had assets of \$70 billion, equity capital of \$4 billion, domestic deposits of \$35 billion and total loans of \$43 billion. Loans comprise 61 percent of the assets of the bank with 38 percent commercial loans, 32 percent loans in foreign offices, 20 percent real estate loans, 6 percent loans to individuals, and 4 percent other loans in domestic offices.

BankBoston Development Company (BBDC) is a limited liability company which is 99 percent owned by BankBoston. BBDC provides capital to businesses that are located in low or moderate-income areas, and/or are minority or women-owned. Established in 1997, BBDC was the nation's first bank-owned urban investment bank with a focus on providing direct equity to businesses within BankBoston's target market. This subsidiary increases BankBoston's flexibility in providing community development loans and investments to the community. BBDC is the only subsidiary where loans, investments or services provided are considered for this evaluation.

BKB also has three other banking charters. BankBoston (NH), NA is a credit card bank headquartered in Nashua, New Hampshire. Bank of Boston - Florida, NA is a private banking operation headquartered in Boca Raton, Florida. These affiliated banks receive their own CRA performance evaluations. In addition, BankBoston Maine, NA is a controlled funds distribution bank that is exempt from the CRA regulations.

There are no legal, financial or other factors that impede the bank's ability to help meet the credit needs of its assessment areas. BankBoston's prior CRA Performance Evaluation dated December 11, 1996 rated the bank's performance as "Outstanding". In addition, a former affiliate which has been merged into BankBoston, Rhode Island Hospital Trust was evaluated as of the same date and rated "Outstanding". A former state charter affiliate, Bank of Boston Connecticut was rated as "Outstanding" in 1994, as was BayBank, NA in 1996 which was acquired in July, 1997.

On March 15, 1999, Fleet Financial Group and BKB announced a merger of the two corporations. This merger will be consummated in the third quarter of 1999, subject to approvals.

Scope of the Evaluation

Products Reviewed

For this evaluation of CRA performance, we reviewed all loan data for 1997 and 1998. Aggregate data used was for 1997, as this was the last year available. Community development loans, investments and services were reviewed from January 1, 1997 to February 28, 1999. We reviewed all HMDA reportable residential mortgages for BankBoston and CRA loans reported for both of these years. In addition, BankBoston requested that their 1998 consumer loans be reviewed. BankBoston did not originate any small farm loans during this evaluation period.

Data Integrity

As part of the evaluation, we tested the accuracy of the information provided to the public regarding home mortgage loans, small business lending and community development loans. We found that the publicly available information was generally accurate.

For mortgage lending, we sampled files used during our fair lending review against the HMDA data for accuracy. We found this data to be accurate. We discussed the review process used for small business lending data and observed the process. This process was found to be adequate and therefore, we believe that the data is also accurate. During our review of community development loans, we disagreed with some of the loans that were submitted as community development. However, we also found loans that should have been listed as community development loans that were not. The net effect on the number and dollar amounts of these loans was not significant.

Selection of Areas for Full Scope Reviews

In each state where BankBoston has an office, at least one MSA was selected for full-scope review. The areas selected are representative of the types of areas in which the bank operates within those states. Refer to the "Scope" section under each State Rating for details regarding how the areas were selected and why they are representative. All three multistate MSAs received a full-scope review.

Ratings

BankBoston's overall rating is a blend of the multistate MSA ratings and state ratings. Each multistate rating was based on a full-scope review of the MSA. Each state rating was based primarily on the performance in the full-scope areas. Limited-scope areas were reviewed for consistency with performance in full-scope areas. Multistate and State ratings were weighted based on a blend of the percentage that the deposits and lending represented of BankBoston's operations to arrive at an overall rating for each test. It should be noted that operations within Massachusetts account for 81 percent of the deposits and 70 percent of all lending. Refer to Appendix C for weighting information. Refer to Appendix A for details as to which areas received full-scope reviews.

Fair Lending Review

We tested for illegal discrimination on the basis of race in conventional and government residential mortgages. Our review of mortgage files and other information produced by BankBoston did not reveal any instance of illegal discrimination. In addition to the files sampled, we reviewed the bank's internal compliance procedures, training information, and various committee minutes that pertain to fair lending. We also held various informational meetings with management to obtain any additional information. Internal compliance procedures, training and comparative file reviews provide a good framework to ensure fair lending.

Innovative and Flexible Lending Programs

BankBoston offers a good number of flexible and affordable loan programs. These programs have been developed internally or in partnership with community organizations, and are designed to provide individuals, families, and businesses with increased access to credit and services.

These programs feature flexible underwriting criteria and/or other enhancements. The loans originated under these programs are included in the data for HMDA reportable, small business, and consumer loans presented in this evaluation. The following is a description of the major flexible programs which are available throughout the bank's assessment area.

Affordable Mortgage Products

Secondary Market Programs

FHA - a government-sponsored program which has minimal downpayment, allows closing costs to be financed, and has flexible credit criteria. BankBoston originated 467 FHA loans during this evaluation period.

FNMA Community Homebuyer's Program - A program with 5 percent downpayment requirement, of which a portion may be a grant or a gift. BankBoston originated 117 FNMA loans during the evaluation period.

State agency programs - below market rate loans available to borrowers meeting general eligibility requirements within each state in the bank's market. BankBoston originated 707 state agency loans throughout its assessment area during the evaluation period.

Portfolio Programs

During the evaluation period, BankBoston made over 1,000 affordable mortgage loans throughout the assessment area totaling \$142 million, which were kept in their portfolio. These programs, which were developed in partnership with local community groups in various markets, offer enhanced homeownership opportunities to low-and moderate-income people. These include ACORN, HART,

the Hartford Urban League, MAHA soft second program and the Neighborhood Assistance Corp. of America. The programs are similar to the bank's proprietary products but may have more flexible underwriting requirements, and many do not require private mortgage insurance.

Proprietary Programs

First Step 5/1 Adjustable Rate Mortgage is a below market rate loan program with income restrictions which is available throughout the bank's assessment area. The program was introduced prior to the evaluation period. It features 95 percent financing, of which two percent may come from grants or gifts, and more flexible underwriting requirements. BankBoston originated 654 loans for \$76.8 million during the period.

First Step Fixed Rate Mortgage is a program is similar to the adjustable rate program, but is only available in targeted areas that are low- or moderate-income. BankBoston originated 205 loans for \$18.4 million during the period.

Small Business Lending

BankBoston offers a full range of products to address the credit needs of small businesses. These products are offered under the Business Focus umbrella, and have a simplified one-page application and closing process. Available products include the Business Focus Line, a revolving line of credit with a maximum of \$100 thousand unsecured and \$250 thousand secured; Business Focus Reserve Credit, an unsecured line of credit for overdraft protection; Business Focus Installment Loans, and Business Focus Mortgages.

BBDC has more flexible underwriting guidelines for applicants for Business Focus Reserve lines and Business Focus loans when the business is located in a low-or moderate-income zip code. The guidelines give a "second look" to denied borrowers, and have a lower minimum credit score for approval. A total of 405 reserve credit facilities were opened during the evaluation period for \$540 thousand. Sixty-five Business Focus loans were originated during 1997 and 1998 for \$2.3 million. BBDC also has a "co-lending" product, which provides a borrower subordinated debt that functions like equity for the purposes of underwriting. The BBDC co-loan is used if the BankBoston senior debt fails to fully qualify for reasons that could be overcome with additional equity. Twenty-three co-loans were closed during the evaluation period for \$2.6 million. As mentioned earlier, BBDC focuses on businesses which are located in low-or moderate-income CTS and/or minority or women-owned.

In June 1998, BankBoston launched the Women Entrepreneurs' Connection, a special purpose credit program. The purpose of the program is to extend credit and provide technical assistance to businesses owned by women in the Bank's geographic targeted areas. Eighty-six percent of the loans made under the program, where revenues were reported, were small businesses. Nineteen percent of the loans were in low- or moderate-income geographies.

Consumer Loan Products

BankBoston offered a number of direct mail pre-approved credit card solicitations to low- and moderate-income households. A “second look” program using more flexible underwriting criteria was utilized to qualify an increased number of low- and moderate-income borrowers.

Multistate Metropolitan Area Rating

CRA Rating for the Lawrence, MA-NH Multistate MSA¹: Satisfactory

The Lending Test is rated: Outstanding

The Investment Test is rated: Low Satisfactory

The Service Test is rated: High Satisfactory

The major factors that support this rating include:

- < BankBoston has demonstrated an excellent record of lending to low and moderate people and geographies. In addition, an excellent record of lending to small businesses was demonstrated.
- C The percentage of home purchase loans and home improvement loans in low-income CTS was seven times greater than the percentage of owner occupied housing and for moderate-income CTS was five times the percentage of owner occupied.
- < The percentage of home purchase and home improvement loans to low or moderate-income families was substantially greater than the percentage of low and moderate-income families in this MSA.
- < BankBoston invested in one LIHTC prior to this evaluation period that remains outstanding and contributed \$22 thousand in qualified grants during this evaluation period.
- < The distribution of branches and ATMs in low or moderate-income CTS compares well to the distribution of the population. BankBoston operates two First Community Bank (FCB) branch and three limited service branches in senior citizen housing complexes.

Description of Institution's Operations in Lawrence, MA-NH Multistate Metropolitan Area

Refer to the Market Profile for the Lawrence, MA-NH Multistate Metropolitan Area in Appendix C for detailed demographics and other performance context information.

LENDING TEST

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

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in the Lawrence, MA-NH MSA is rated "Outstanding." Based on the full-scope review, the bank's performance in the Lawrence, MA-NH MSA is excellent.

Lending Activity

Refer to Table 1 in the Lawrence, MA-NH MSA section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The bank's volume of home mortgage lending was good. In the Lawrence, MA-NH MSA, BankBoston was ranked among the top 20 lenders in the Northeast Region, and third among local competitors. Based on deposits, BankBoston was ranked sixth among institutions in the Lawrence, MA-NH MSA.

BankBoston's volume of loans to small businesses is good with an 8 percent market share in Lawrence, MA-NH. BankBoston ranked fourth among lenders required to report data on small loans to businesses and second among local competitors.

Distribution of Loans by Income Level of the Geography

We did not note any conspicuous gaps in the bank's lending patterns. There was one CT in the Lawrence, MA-NH MSA with no loan originations. However, no families reside in this CT.

Home Mortgage Loans

Refer to Tables 2, 3, and 4 in the Lawrence, MA-NH MSA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations.

The geographic distribution of home mortgage loans by income level of CTS is excellent. The distribution of home purchase and home improvement loans is excellent, and refinance is good. The percentage of home purchase and home improvement loans was seven times the percentage of owner-occupied housing in the low-income CTS, and five times in the moderate-income CTS. In addition, the respective market shares were substantially above the overall market share. The market share for home purchase loans in low-income CTS was more than four times the overall market share. And, the market share for home improvement loans was more than eight times the overall market share in the low-income CTS. The market share for home purchase and home improvement loans in moderate-income CTS also significantly exceeded the bank's overall market share in the moderate-income CTS.

The distribution of refinance lending is good with twice the overall market share in low-income CTS. The market share in the moderate CTS equaled the overall for refinance lending. The percentage of bank loans in low- and moderate-income CTS is slightly below the percentage of owner occupied units. The bank's weaker performance in the refinance category is due to BankBoston's agreement with Homeside Lending to not solicit their customers for refinancing opportunities. Currently,

Homeside services all BankBoston mortgage loans. In addition, approximately 50% of home purchase customers have better terms than a conventional mortgage due to the various state, community, and government mortgage programs offered by BankBoston. Thus, existing low- and moderate-income customers would have less incentive to refinance.

Small Business Loans

Refer to Table 5 in Appendix D for the data used to evaluate the geographic distribution of the bank's small business loans.

BankBoston's geographic distribution of small business loans in the Lawrence, MA-NH MSA was good. In 1997, the bank's market share of small loans to businesses in low- and moderate-income CTS was slightly more than half of its overall market share for small business loans. The percentage of loans the bank made in low-income CTS nearly equaled the percentages of businesses located in those areas. BankBoston's performance in the moderate CTS approximated more than half of the percentage of businesses in those CTS.

Consumer

Refer to Table 14 in Appendix D for the facts and data used in this analysis.

BankBoston's geographic distribution of consumer loans is good. The percentage of bank loans extended to low-income CTS was half of the percentage of population in the low-income CTS. The percentage of bank loans to moderate-income CTS nearly equaled the percentage of the population in those CTS.

Distribution of Loans by Income Level of Borrower

Home Mortgage Loans

Refer to Tables 7, 8, and 9 in Appendix D for the facts and data used in this analysis.

The distribution of home mortgage loans by income level of borrowers is excellent. The distribution of home purchase and home improvement loans by borrower income is excellent, and refinance lending is good. The market share in home purchase and home improvement loans for low-income borrowers is more than triple the overall market share. The market share for moderate-income borrowers also exceeded the overall market share. The percentage of home purchase and home improvement loans made to low- and moderate-income borrowers was substantially greater than the percentage of low- and moderate-income families in the Lawrence MA-NH MSA.

The percentage of refinance loans to low-income borrowers was significantly less the percentage of low-income families. However, the bank's market share of low-income borrowers still approximated the overall market share. The percentage of refinance loans to moderate-income borrowers was good and was only slightly below the percentage of moderate-income families. In addition, the BankBoston's market share to moderate-income borrowers exceeded the overall market share.

Small Loans to Businesses

Refer to Table 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's small loans to businesses.

BankBoston's record of making small loans to businesses with gross annual revenues less than \$1 million is excellent. The percentage of bank loans represented 63 percent of the businesses in the Lawrence MA-NH Multistate MSA. On average, the bank had approximately 27 percent of small loans to businesses where the gross annual revenue of the borrowing company was not known. The percentage of bank loans to businesses with revenues of less than \$1 million is higher than the percentage loans originated by the aggregate of all lenders. The bank's market share of loans to businesses with revenues of less than one million was slightly below the overall market share.

Loan size is not an accurate indicator of lending to small businesses, but it is noted that BankBoston's percentage of loans in amounts of \$100 thousand or less to all size businesses represented a substantial portion of all its reported loans in the assessment area.

Consumer

Refer to Table 14 in Appendix D for the data used to evaluate the borrower distribution of the bank's consumer loans.

The distribution of consumer loans by borrower income is excellent. The percentage of bank loans to low-income borrowers exceeded the percentage of low-income households. The percentage of bank loans to moderate-income borrowers approximated the percentage of moderate-income households.

Community Development Lending

Refer to Table 1 in the Lawrence, MA-NH MSA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending.

BankBoston originated five community development loans in this multistate area. All of the community development loans made were used in the development of affordable housing which is an identified need in this assessment area.

The following are examples of the community development lending in the multistate area:

- C BankBoston originated a loan of \$279 thousand to a new developer interested in a single room occupancy property. The developer had approached other banks with no success. BankBoston, using its expertise and specific market knowledge of this lending vehicle, made the loan that provided additional low-and moderate-income affordable housing in this area.
- C The bank provided two loans, \$64 thousand and \$13 thousand, to a nonprofit community development organization, the first initiative under the city's neighborhood restoration. The loans will finance a portion of the renovation that will transform a former "crack house" into homeowner

housing, which will be made available for a first-time home buyer and will include three rental units.

It was noted that there were several small dollar commercial loans made throughout the assessment area that met the definition of community development, but were reported and considered within the small business analysis as required by the regulation.

Product Innovation and Flexibility

BankBoston offers the standard range of innovative and flexible products in the multistate, including the First Step programs, the Soft Second program, and small business lending through BBDC. Additionally, BankBoston participates in the Community Link program, which is a no downpayment, fixed rate purchase mortgage program for first time homebuyers in Lawrence and Methuen.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

BankBoston has demonstrated an adequate record of providing community development investments in the Lawrence, MA-NH MSA. Refer to Table 12 in the Lawrence, MA-NH MSA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments. Some statewide investments also benefit this area. Opportunities for investments specific to this MSA are limited, as no LIHTC were awarded during this evaluation period to this MSA.

Information gathered for the investment test was evaluated by considering the quantity of investments as related to allocated Tier 1 Capital. This was supplemented by information related to the availability of investments within the area and the innovativeness and complexity of any investments reviewed.

BankBoston invested in one LIHTC prior to the evaluation period. During the evaluation period, BankBoston contributed \$22 thousand in qualified grants and donations to a number of organizations that support community services for low- and moderate-income areas and people. Included in this amount are in-kind donations of computers and furniture to various community service organizations.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Services Test in the Lawrence, MA-NH MSA is "High Satisfactory." Based on a full-scope review the bank's performance in the Lawrence, MA-NH MSA is rated good.

Retail Banking Services

Refer to Table 13 in the Lawrence, MA-NH MSA section of Appendix D for the facts and data used to evaluate the distribution of the bank's branches and ATM delivery system.

BankBoston demonstrates good performance in providing accessibility to banking services and products to different income level CTS and individuals within the Lawrence, MA-NH MSA. The distribution of BankBoston branches and ATMs in low- and moderate-income CTS compares well to the percentage of the population residing in these CTS. In addition, included in the Lawrence, MA-NH MSA branch network are 2 First Community Bank (FCB), 1 in-store, and 3 limited service branches. These branches enhance accessibility to the bank's services within the communities they operate.

The FCB is a bank within a bank concept that has been in place at BankBoston for a number of years. These branches are designed to address community specific needs within low- and moderate-income areas and urban areas in general. FCB branches enhance accessibility primarily by offering community appropriate bi-lingual employees and more hands on assistance with basic banking products and services. The in-store branch operates in a supermarket and offers extended hours seven days a week. The geographic reach of in-store branches tends to be greater than for traditional branches by virtue of their location in supermarkets. BankBoston's limited service branches are located in senior citizen housing complexes and operate for several hours two days a week.

Other alternative delivery mechanisms include Tele-banking and an Internet Website, which enhance access to BankBoston banking services throughout the Lawrence, MA-NH MSA. The BankBoston Tele-banking unit has a separate telephone number for Spanish speaking customers. Advertising and product information materials are also available in Spanish. Geographic analyses indicate that usage of the Internet site in low-and moderate income areas is approximately 50 percent of that for the overall area. Bank-wide Tele-banking usage for loan applications was 65 percent of the overall usage rate for low-income areas and 85 percent of the overall for moderate-income areas.

BankBoston provides generally consistent products, services, and business hours at all similar branches throughout the Lawrence, MA-NH MSA branch network, including in low- and moderate-income CTS. Branch operating hours and services are periodically reviewed to determine if revisions are necessitated by competitive factors or in response to customer needs. BankBoston offers a full array of traditional banking products and services to help meet the needs of all segments of the bank's community.

Branch closings have generally not adversely affected accessibility to BankBoston's products and services, particularly in low- and moderate-income CTS or to low- and moderate-income individuals. During the evaluation period, BankBoston closed 4 branches in the Lawrence, MA-NH MSA, including 1 in a low-income geography. The impacted areas, however, are served by nearby BankBoston offices and/or by other financial institutions. At the same time, BankBoston opened 2 branches in the Lawrence, MA-NH MSA, though neither is located in a low- or moderate-income area.

Community Development Services

BankBoston provides a good level of community development services in this MSA. The bank provides support to six not-for-profit organizations that promote affordable housing, economic development and revitalization, and services to low- and moderate-income individuals in the Lawrence, MA-NH MSA. The bank has identified employees with banking skills that could be applied to the needs of the six organizations. Thirty-two workshops/seminars were conducted in 1998 for small businesses, mortgage products for first time homeowners, and establishing basic credit for low- and moderate-income individuals. BankBoston has taken a leadership position in providing technical assistance by dedicating an employee as a technical assistance coordinator.

Multistate Metropolitan Area Rating

CRA Rating for the New London-Norwich, CT-RI Multistate MSA²: Satisfactory

The Lending Test is rated: Low Satisfactory

The Investment Test is rated: Outstanding

The Service Test is rated: Low Satisfactory

The major factors that support this rating include:

- < BankBoston's geographic distribution of small business loans exceeded the percentage of businesses located in low or moderate-income CTS.
- < Geographic and borrower distribution of home mortgages to low or moderate-income borrowers and CTS was adequate.
- < One CD loan was originated for \$10 million.
- < BankBoston participated in a housing equity fund in a prior period with \$71 thousand outstanding and contributed \$11 thousand in qualified grants during this period.
- < BankBoston operates two in-store branches in this MSA, both located in middle income CTS.

Description of Institution's Operations in New London - Norwich, CT-RI Multistate Metropolitan Area

Refer to the Market Profile for the New London-Norwich, CT-RI Multistate Metropolitan Area in Appendix C for detailed demographics and other performance context information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in New London-Norwich, CT-RI MSA is rated "Low Satisfactory." Based on the full-scope review, the bank's performance in New London-Norwich, CT-

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

RI MSA is adequate.

Lending Activity

Refer to Table 1 in the New London-Norwich, CT-RI MSA section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The bank's volume of home mortgage lending was adequate. In the New London-Norwich, CT-RI MSA, BankBoston was ranked forty-first among lenders in the Northeast Region. Based on deposits, BankBoston was ranked sixth among institutions in the New London-Norwich, CT-RI MSA.

BankBoston's volume of loans to small businesses is adequate. BankBoston ranked twenty-fourth among lenders required to report data on small loans to businesses.

Distribution of Loans by Income Level of the Geography

We did not note any conspicuous gaps in the bank's lending patterns. There were six CTS in the New London-Norwich, CT-RI MSA with no loan originations. However, no families or occupied households reside in these CTS .

Home Mortgage Loans

Refer to Tables 2, 3, and 4 in the New London-Norwich, CT-RI MSA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations.

The geographic distribution of home mortgage loans by income level of CTS is adequate. The distribution of home purchase, home improvement, and refinance loans is adequate. The percentage of home purchase, home improvement, and refinance loans was substantially less than the percentage of owner occupied units. The respective market shares were also minimal. The bank has a modest branch presence in the New-London-Norwich, CT-RI MSA. In addition, this MSA was only recently included as part of BankBoston's revised assessment area.

Small Business Loans

Refer to Table 5 in Appendix D for the data used to evaluate the geographic distribution of the bank's small loans to businesses.

BankBoston's geographic distribution of small business loans in New London-Norwich, CT-RI MSA was good. The percentage of small business loans in low- and moderate-income CTS exceeded the percentage of businesses in low- and moderate-income CTS . In 1997, the bank's market share of small business in low- and moderate-income CTS was below the bank's overall market share for small business loans.

Consumer

Refer to Table 14 in Appendix D for the facts and data used in this analysis.

BankBoston's geographic distribution of consumer loans is adequate. The percentage of bank loans extended to low- and moderate-income CTS was approximately half the percentage of population in low- and moderate-income CTS in the New London-Norwich, CT-RI MSA.

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

Refer to Tables 7, 8, and 9 in Appendix D for the facts and data used in this analysis.

The distribution of home mortgage loans by income level of borrowers is adequate. The distribution of home purchase loans by borrower income is adequate. The percentage of home purchase loans made to low- and moderate-income borrowers was more than half of the percentage of low- and moderate-income families. The market share for low-income borrowers is more than double the overall market share. The market share for home purchase loans to moderate-income borrowers is slightly below the overall market share. The distribution of home improvement and refinance loans is adequate. BankBoston originated only one home improvement loan during the evaluation period. BankBoston has a limited branch presence in this area. In addition, the home improvement loan product has not been actively marketed. Instead, BankBoston has been promoting home equity loans for home improvement purposes. Thus, these home equity loans may not have been reported as home improvement loans. No refinance loans were originated to low-income borrowers. The bank's refinance loans to moderate-income borrowers were more than half of the percentage of moderate-income families in the New London-Norwich, CT-RI MSA. In addition, the refinance market share to moderate-income borrowers approximated the overall market share.

Small Loans to Businesses

Refer to Table 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's small loans to businesses.

BankBoston's record of making small loans to businesses with gross annual revenues less than \$1 million is excellent. The percentage of bank loans represented 84% of the businesses in the New London Multistate MSA. On average, the bank had approximately 27 percent of small loans to businesses where the gross annual revenue of the borrowing company was not known. Currently, BankBoston does not require revenue information to be provided by small business applicants. Revenue is not a key variable in the decision-making process for small business loans. The majority of the small business loans with known revenue information results from a portfolio-borrowing relationship with those customers where the business revenue was noted in the commercial loan file. The percentage of bank loans to businesses with revenues of less than \$1 million is substantially higher than the percentage loans originated by the aggregate of all lenders. BankBoston's market share of loans to businesses with revenues less than one million was half of the overall market share.

Loan size is not an accurate indicator of lending to small businesses, but it is noted that BankBoston's percentage of loans in amounts of \$100 thousand or less to all size businesses represented a substantial portion of all its reported loans in the assessment area.

Consumer

Refer to Table 14 in Appendix D for the data used to evaluate the borrower distribution of the bank's consumer loans.

The distribution of consumer loans by borrower income is excellent. The percentage of bank loans to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income households.

Community Development Lending

Refer to Table 1 in the New London- Norwich, CT-RI MSA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending.

BankBoston made one community development loan in this multistate area. The bank financed \$10 million to bridge bond proceeds from the State of Connecticut Department of Economic and Community Development. The purpose of this project is to redevelop a low-and moderate-income waterfront area in New London. The loan funded the completion of the development plans, environmental remediation efforts, land acquisition, and residential relocation efforts for low-and moderate-income families. This redevelopment project will include the construction of a new research facility, renovations of a state park, new retail and residential housing as well as reuse of an abandoned Naval base. The research facility alone will create over 2,000 jobs for the area.

Product Innovation and Flexibility

BankBoston offers the standard range of innovative and flexible products in the multistate, including the First Step programs and small business lending through BBDC.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

BankBoston has demonstrated an excellent record of providing community development investments in the New London, Norwich, CT-RI MSA. Refer to Table 12 in the New London, Norwich, CT-RI MSA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments. BankBoston participated in a housing equity fund in the Rhode Island portion of the multistate MSA prior to the evaluation period. No new funds were extended. The book value of the investment totaled \$71 thousand.

Information gathered for the investment test was evaluated by considering the quantity of investments as related to allocated Tier 1 Capital. This was supplemented by information related to the availability of investments within the area and the innovativeness and complexity of any investments reviewed.

During the evaluation period, BankBoston contributed \$11 thousand in qualified grants and donations to a number of organizations that support affordable housing, community service, and the revitalization and stabilization of low- and moderate-income areas and people. The availability of qualified investments in this area are limited.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Services Test in the New London-Norwich, CT-RI MSA is adequate. Based on a full-scope review, the bank's performance in the New London-Norwich, CT-RI MSA is rated adequate.

Retail Banking Services

Refer to Table 13 in the New London-Norwich, CT-RI MSA section of Appendix D for the facts and data used to evaluate the distribution of the bank's branches and ATM delivery system.

BankBoston demonstrates adequate performance in providing accessibility to banking services and products to different income level CTS and individuals within the New London-Norwich, CT-RI . BankBoston has only recently begun to build a presence in the MSA. The bank operates 2 branches in the MSA. Both are located in middle-income CTS with one adjacent to low- and moderate-income CTS . In addition, both branches are in-store branches that enhance accessibility to the bank's services within the communities they operate. In-store branches operate in supermarkets and offer extended hours seven days a week. The geographic reach of in-store branches tends to be greater than for traditional branches by virtue of their location in supermarkets.

Other alternative delivery mechanisms, including Tele-banking and an Internet Website, enhance access to BankBoston banking services throughout the New London-Norwich, CT-RI MSA. The BankBoston Tele-banking unit has a separate telephone number for Spanish speaking customers. Advertising and product information materials are also available in Spanish. Geographic analyses indicate that usage of the Internet site in low-and moderate income areas is approximately 90 percent of that for the overall area. Bank-wide Tele-banking usage for loan applications was 65 percent of the overall usage rate for low-income areas and 85 percent of the overall for moderate-income areas.

BankBoston provides generally consistent products, services, and business hours at both branches within the New London-Norwich, CT-RI MSA. Branch operating hours and services are periodically reviewed to determine if revisions are necessitated by competitive factors or in response to customer needs. BankBoston offers a full array of traditional banking products and services to help meet the

needs of all segments of the bank's community.

Branch closings have generally not adversely affected accessibility to BankBoston's products and services, particularly in low- and moderate-income CTS or to low- and moderate-income individuals. During the evaluation period, BankBoston did not close any branches in the MSA and opened one branch located in a middle-income geography.

Community Development Services

BankBoston provides an adequate level of community development services in this MSA. The bank has few reported Community Development Service activities in the New London-Norwich, CT-RI MSA. There are however, limited opportunities for participating in activities in this MSA.

Multistate Metropolitan Area Rating

CRA Rating for the Providence-Fall River, RI-MA Multistate MSA³ Outstanding

The Lending Test is rated: Outstanding

The Investment Test is rated: High Satisfactory

The Service Test is rated: Outstanding

The major factors that support this rating include:

- < BankBoston's market shares for home purchase, home improvement and small business loans in low or moderate-income CTS substantially exceeded their overall market shares.
- < Market share for home mortgage loans to low or moderate-income borrowers were also substantially higher than the overall market share.
- < BankBoston originated a high level of CD loans and provided more than \$18 million for affordable housing and economic development projects.
- < A good record of investments was demonstrated, with more than \$3 million made in various equity investments, LIHTC and qualified grants and donations.
- < The distribution of branches and ATMs compares well to the population distribution. BankBoston also operates two FCB branches and two limited service branches within this MSA which enhance the accessibility.

Description of Institution's Operations in Providence-Fall River, RI-MA Multistate Metropolitan Area

Refer to the Market Profile for the Providence-Fall River, MA-RI Multistate Metropolitan Area in Appendix C for detailed demographics and other performance context information.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

³ This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

The bank's performance under the Lending Test in Providence-Fall River, RI-MA MSA is rated "Outstanding." Based on the full-scope review, the bank's performance in the Providence-Fall River, RI-MA MSA is excellent.

Lending Activity

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

The bank's volume of home mortgage lending was excellent. In the Providence-Fall River, RI-MA MSA, BankBoston was ranked sixth among all lenders in the Northeast Region, and third among local competitors. Based on deposits, BankBoston was also ranked third among institutions in the Providence-Fall River, RI-MA MSA.

BankBoston's volume of loans to small businesses was good with a 9 percent market share in Providence-Fall River, RI-MA. BankBoston ranked fourth among lenders required to report data on small loans to businesses and second among local competitors.

Distribution of Loans by Income Level of the Geography

We did not note any conspicuous gaps in the bank's lending patterns. There were four CTS in the Providence-Fall River, RI-MA MSA with no loan originations. However, no families reside in these CTS.

Home Mortgage Loans

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

The geographic distribution of home mortgage loans by income level of CTS is excellent. The distribution of home purchase and home improvement loans is excellent, and refinance is good. The percentage of home purchase and home improvement loans was twice the percentage of owner-occupied housing in the low-income CTS. The percentage of home purchase and home improvement loans exceeded the percentage of owner-occupied housing in the moderate-income CTS. In addition, the market shares for low- and moderate-income CTS were substantially above the overall market share.

The distribution of refinance lending is good. The percentage of bank loans in low-income CTS approximated the percentage of owner-occupied units. The percentage of bank loans in moderate-income CTS was more than half of the percentage of owner-occupied units. The market share in the low-income CTS approximated half of the overall market share for refinance lending. The market share in moderate-income CTS nearly equaled the overall market share for refinance lending.

Small Business Loans

Refer to Table 5 in Appendix D for the data used to evaluate the geographic distribution of the bank's small loans to businesses.

BankBoston's geographic distribution of small business loans in the Providence-Fall River, RI-MA MSA was excellent. In 1997, the bank's market share of small loans to businesses in low- and moderate-income CTS was significantly greater than the bank's overall market share. The percentage of loans the bank made in low- and moderate-income CTS also exceeded the percentages of businesses located in those areas.

Consumer

Refer to Table 14 in Appendix D for the facts and data used in this analysis.

BankBoston's geographic distribution of consumer loans was good. The percentage of bank loans extended to low-income CTS equaled the percentage of population in the low-income CTS in the Providence-Fall River, RI-MA MSA. In the moderate-income CTS, the percentage of BankBoston's lending was more than half of the percentage of the population.

Distribution of Loans by Income Level of Borrower

Home Mortgage Loans

Refer to Tables 7, 8, and 9 in Appendix D for the facts and data used in this analysis.

The distribution of home mortgage loans by income level of borrowers is excellent. The distribution of home purchase and home improvement loans by borrower income is excellent and refinance lending is good. While the percentage of home purchase loans for low-income borrowers is slightly less than half of the percentage of low-income families, BankBoston's market share for low-income borrowers is more than twice the overall market share. The percentage of home improvement loans made represented 75 percent of the low-income families. The corresponding market share was more than four times the overall market share. The percentage of home purchase and home improvement loans to moderate-income borrowers exceeded the percentage of moderate-income families. The percentage of refinance loans to low-income borrowers was less than the percentage of low income families. The market for refinance loans to low-income families represented half of the overall market share. The percentage of refinance loans to moderate-income borrowers was more than half of the percentage of moderate-income families in the Providence -Fall River, RI-MA MSA. BankBoston's market share of home purchase, home improvement, and refinance loans to moderate-income borrowers exceeded the overall market share.

Small Loans to Businesses

Refer to Table 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's small loans to businesses.

BankBoston's record of making small loans to businesses with gross annual revenues less than \$1

million is excellent. The percentage of bank loans represented 75 percent of the businesses in the Providence-Fall River , RI-MA MSA. On average, the bank had approximately 27 percent of small loans to businesses where the gross annual revenue of the borrowing company was not known. Currently, BankBoston does not require revenue information to be provided by small business applicants. Revenue is not a key variable in the decision-making process for small business loans. The majority of the small business loans with known revenue information results from a portfolio-borrowing relationship with those customers where the business revenue was noted in the commercial loan file. The percentage of bank loans to businesses with revenues of less than \$1 million was significantly higher than the percentage loans originated by the aggregate of all lenders. BankBoston's market share of loans to businesses with revenues than one million exceeded the overall market share.

Loan size is not an accurate indicator of lending to small businesses, but it is noted that BankBoston's percentage of loans in amounts of \$100 thousand or less to all size businesses represented a substantial portion of all its reported loans in the assessment area.

Consumer

Refer to Table 14 in Appendix D for the data used to evaluate the borrower distribution of the bank's consumer loans.

The distribution of consumer loans by borrower income is excellent. The percentage of bank loans to low-income borrowers approximated the percentage of low-income households. The percentage of bank loans to moderate-income borrowers exceeded the percentage of moderate-income households.

Community Development Lending

Refer to Table 1 in the Providence - Fall River, RI-MA MSA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending.

BankBoston made a high level of community development loans in this multistate area. Forty-six percent of the community development loans were used in the development of affordable housing, and 39 percent to organizations that promote economic development by financing small businesses, both which are identified needs in this assessment area.

The following are examples of the community development lending in the multistate area:

- C The bank provided a \$2.5 million loan for the construction of a full-service pharmacy in a low-and moderate-income area. This business will serve as an anchor for additional development. Further, the bank provided their expertise to the developer in negotiating the property assembly and acquisition.
- C BankBoston gave three loans totaling \$2.7 million for the acquisition and historic redevelopment of a property in a low-and moderate-income area. The bank, in concert with the developer, used its particularly unique market expertise, resulting in the historically restored properties now utilized as

affordable housing.

It was noted that there were several small dollar commercial loans made throughout the assessment area that met the definition of community development, but were reported and considered within the small business analysis as required by the regulation.

Product Innovation and Flexibility

BankBoston offers the standard range of innovative and flexible products in the multistate, including the First Step programs and small business lending through BBDC. Additionally, BankBoston makes loans through Opening Doors, a fixed rate mortgage program for first time minority homebuyers with flexible underwriting sponsored by the Rhode Island Housing and Mortgage Finance Corporation.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

BankBoston has demonstrated a good record of providing community development investments in the Providence, Fall River, RI-MA MSA. Refer to Table 12 in the Providence, Fall River, RI-MA MSA section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Information gathered for the investment test was evaluated by considering the quantity of investments as related to allocated Tier 1 Capital. This was supplemented by information related to the availability of investments within the area and the innovativeness and complexity of any investments reviewed. Statewide investments were allocated to the non-MSA and multistate MSA.

During the evaluation period, BankBoston's subsidiary BBDC committed to and extended equity investments totaling \$750 thousand to two organizations that support economic development. BankBoston was a founding investor in one of the organizations, a multi-bank community development corporation that provides capital for urban small businesses and individuals who otherwise might not have access to traditional financing. The other investment was in a minority-owned employment agency that places workers, most of whom are economically disadvantaged, in temporary and permanent jobs.

BankBoston also committed to and extended \$500 thousand as the sole limited partner in a revitalization project to convert a long-vacant mill building in an economically distressed area into the regional headquarters of a state youth and family services organization.

During the evaluation period, the bank committed to four new LIHTC projects in the Massachusetts portion of the multi-state MSA for a total of \$1.8 million. These were all participations in the 1997 housing equity fund limited partnership.

BankBoston participated in a housing equity fund in Rhode Island prior to the evaluation period. No new funds were extended. The book value of the investments totaled \$407 thousand.

During the evaluation period, BankBoston contributed \$299 thousand in qualified grants and donations to a number of organizations that support affordable housing, community service, economic development/ small business, and the revitalization and stabilization of low- and moderate-income areas and people. Included in this amount are in-kind donations of computers and furniture to various schools and community service organizations.

In 1998, BankBoston donated \$10 thousand, the seed money used to establish a program that provides first time homebuyers, unable to qualify for other mortgage loan programs, with down payment assistance, after completion of an extensive home-buyer education course. In 1997 and 1998, Bank Boston donated a total of \$20 thousand to a new program that will increase the available number of affordable housing units in an economically disadvantaged area.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Services Test in the Providence-Fall River, RI-MA MSA is excellent. Based on a full-scope review, the bank's performance in the Providence-Fall River, RI-MA MSA is excellent.

Retail Banking Services

Refer to Table 13 in the Providence-Fall River, RI-MA MSA section of Appendix D for the facts and data used to evaluate the distribution of the bank's branches and ATM delivery system.

BankBoston demonstrates excellent performance in providing accessibility to banking services and products to different income level CTS and individuals within the Providence-Fall River, RI-MA MSA. The distribution of BankBoston branches and ATMs in low- and moderate-income CTS compares well to the percentage of the population residing in these CTS. Included in BankBoston's Providence-Fall River, RI-MA MSA branch network are 2 First Community Bank, 15 in-store, and 2 limited service branches. These branches enhance accessibility to the bank's services within the communities they operate.

The FCB is a bank within a bank concept that has been in place at BankBoston for a number of years. These branches are designed to address community specific needs within low- and moderate-income CTS and urban areas in general. FCB branches enhance accessibility primarily by offering community appropriate bi-lingual employees and more hands on assistance with basic banking products and services. The in-store branches, including 2 in moderate-income CTS, operate in supermarkets and offer extended hours seven days a week. The geographic reach of in-store branches tends to be greater than for traditional branches by virtue of their location in supermarkets. BankBoston's Providence-Fall River, RI-MA MSA limited service branches are located on college campuses and operate for several hours two days a week.

Other alternative delivery mechanisms, including Tele-banking and an Internet Website, enhance access to BankBoston banking services throughout the Providence-Fall River, RI-MA MSA. The BankBoston Tele-banking unit has a separate telephone number for Spanish speaking customers. Advertising and product information materials are also available in Spanish. Geographic analyses indicate that usage of the Internet site in low-and moderate income areas is approximately 57 percent of that for the overall area. Bank-wide Tele-banking usage for loan applications was 65 percent of the overall usage rate for low-income areas and 85 percent of the overall for moderate-income areas.

BankBoston provides generally consistent products, services, and business hours at all similar branches throughout the Providence-Fall River, RI-MA MSA branch network, including in low- and moderate-income CTS . Branch operating hours and services are periodically reviewed to determine if revisions are necessitated by competitive factors or in response to customer needs. BankBoston offers a full array of traditional banking products and services to help meet the needs of all segments of the bank's community.

Branch closing have generally not adversely affected accessibility to BankBoston's products and services, particularly in low- and moderate-income CTS or to low- and moderate-income individuals. During the evaluation period, BankBoston closed 3 branches in the Providence-Fall River, RI-MA MSA, including 1 in a moderate-income geography. The impacted areas, however, are served by nearby BankBoston offices and/or by other financial institutions. At the same time, BankBoston opened 2 branches in the MSA, including 1 in a moderate-income geography.

Community Development Services

BankBoston provides a good level of community development services in this MSA. The bank provides assistance to fifteen not-for-profit organizations that promote affordable housing, economic development and revitalization, and services to low- and moderate-income individuals in the area. BankBoston staff members apply their banking skills to the needs of the community groups by serving on Boards of Directors, committees and loan review panels. The bank has provided instructors for first time homeowner purchasing seminars, small business training sessions and instructing low- and moderate-income individuals in the use of credit and financial planning. The bank has also been involved in the formation of two resource centers, one for minority small business contractors and the second for small businesses owned by disabled persons. BankBoston provides technical assistance to the centers and also provides instructors for training seminars.

State Rating

CRA Rating for Connecticut ⁴ :	<u>Outstanding</u>
The Lending Test is rated:	<u>Outstanding</u>
The Investment Test is rated:	<u>Outstanding</u>
The Service Test is rated:	<u>Low Satisfactory</u>

The major factors that support this rating include:

- < BankBoston demonstrated excellent performance in lending and investments and adequate performance in the service test in the State of Connecticut. This was especially evident in the full-scope area of Hartford, which is described in more detail below.
- < BankBoston's market share of lending to low and moderate-income borrowers and CTS was substantially higher than the overall market share for home purchase loans, home improvement loans and small business loans.
- < The bank is a leader in CD lending and provided more than \$34 million for affordable housing, small business financing, redevelopment and community service projects.
- < Excellent performance in investments was evident with \$19 million in qualified investments.
- < BankBoston demonstrates adequate performance in providing accessibility to banking services and products to different income level CTS and individuals.

Description of Institution's Operations in Connecticut

BankBoston operates 60 branches and 96 ATMs within the State of Connecticut. The Connecticut branches represent 14 percent of BankBoston's total branch network. Total deposits are approximately 8 percent of BankBoston's total deposits. As of June 30, 1998, BankBoston ranked fifth in the State of Connecticut behind larger competitors. The majority of the deposits and loan originations in the State of Connecticut are concentrated in the Hartford MSA. BankBoston's assessment areas include six MSAs in the State of Connecticut: Bridgeport, Danbury, Hartford, New Haven, Stamford, and Waterbury and the town of Torrington. Primary competitors include Fleet National Bank, People's Bank, Webster Bank and numerous local community banks. As of March 1999, the seasonally adjusted unemployment rate for the State of Connecticut was 3.2 percent.

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

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

Scope of Evaluation in Connecticut

The Hartford MSA received a full-scope review for the State of Connecticut. The majority of BankBoston's deposits and loans are originated in this MSA. All remaining assessment areas within the State of Connecticut received limited-scope reviews. Ratings are based primarily on results of full-scope reviews. Refer to Appendix A for further information related to the scope of the examination.

We contacted two community groups as part of this examination in the Hartford MSA. In addition, five community contacts conducted as part of other examinations of banks in the Hartford MSA were reviewed.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in the state of Connecticut is rated "Outstanding." Based on the full-scope review, the bank's performance in the Hartford, CT MSA is excellent.

Lending Activity

Refer to Table 1 in the section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The bank's volume of home mortgage lending was good. In the Hartford, CT MSA, BankBoston was ranked forty-fourth among all lenders in the Northeast Region. Based on deposits, BankBoston was ranked forty-first.

BankBoston's volume of loans to small businesses is good with a 3 percent market share in the Hartford, CT MSA. BankBoston ranked eighth among lenders required to report data on small loans to businesses and third among local competitors.

Distribution of Loans by Income Level of the Geography

We did not note any conspicuous gaps in the bank's lending patterns. There were two low-income CTS in the Bridgeport MSA and one moderate-income CT in the Hartford MSA with no loan originations. However, the number of owner-occupied households that exist in this CTS is nominal.

Home Mortgage Loans

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

The geographic distribution of home mortgage loans by income level of CTS is excellent. The distribution of home purchase and home improvement loans is excellent, and refinance is good. The percentage of home purchase loans was more than twice the percentage of owner-occupied housing in the low- and moderate-income CTS. The percentage of home improvement loans also substantially exceeded the percentage of owner-occupied housing in the low- and moderate-income CTS. In addition, the market shares for home purchase and home improvement loans in low- and moderate-income CTS were substantially above the overall market share. The distribution of refinance lending is good. The percentage of bank loans in low- and moderate-income CTS was more than half of the percentage of owner-occupied units. The bank's market share in the low-income CTS exceeded the overall market share for refinance lending. The bank's market share in the moderate-income CTS was slightly below the overall market share.

Small Business Loans

Refer to Table 5 in Appendix D for the data used to evaluate the geographic distribution of the bank's small loans to businesses.

BankBoston's geographic distribution of small business loans in the Hartford, CT MSA was excellent. In 1997, the bank's market share of small business in low- and moderate-income CTS exceeded the bank's overall market share for small business loans. The percentage of loans the bank made in low- and moderate-income CTS also exceeded the percentages of businesses located in those areas.

Consumer

Refer to Table 14 in Appendix D for the facts and data used in this analysis.

BankBoston's geographic distribution of consumer loans is good. The percentage of bank loans extended to low-income CTS was slightly more than half of the percentage of the population in low-income CTS in the Hartford, CT MSA. The percentage of consumer loans extended to moderate-income CTS nearly equaled the percentage of the population in those CTS.

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

Refer to Tables 7, 8, and 9 in Appendix D for the facts and data used in this analysis.

The distribution of home mortgage loans by income level of borrowers is excellent. The distribution of home purchase and home improvement loans by borrower income is excellent, and refinance lending is good. The percentage of home purchase and home improvement loans for low- and moderate-income borrowers substantially exceeded the percentage of low- and moderate-income families in the Hartford,

CT MSA. BankBoston's market share in home purchase loans to low- and moderate-income borrowers is more than twice the overall market share. BankBoston's market share in home improvement loans to low-income borrowers approximated four times the overall market share. The bank's market share in home improvement loans to moderate-income borrowers was half the overall market share.

While BankBoston's percentage of refinance loans to low-income borrowers was significantly less than the percentage of families, the bank's market share in refinance loans to low-income borrowers was substantially higher than the overall market share. The percentage of refinance loans to moderate-income borrowers nearly equaled the percentage of moderate-income families, and the corresponding market share approximated the overall market share.

Small Loans to Businesses

Refer to Table 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's small loans to businesses.

BankBoston's record of making small loans to businesses with gross annual revenues less than \$1 million is excellent. The percentage of small business loans made represented 78 percent of the businesses in the Hartford MSA. On average, the bank had approximately 27 percent of small loans to businesses where the gross annual revenue of the borrowing company was not known. Currently, BankBoston does not require revenue information to be provided by small business applicants. Revenue is not a key variable in the decision-making process for small business loans. The majority of the small business loans with known revenue information results from a portfolio-borrowing relationship with those customers where the business revenue was noted in the commercial loan file. The percentage of bank loans to businesses with revenues of less than \$1 million is significantly higher than the percentage of these loans made by the overall market. The bank's market share of loans to businesses with revenues less than one million equaled the overall market share.

Loan size is not an accurate indicator of lending to small businesses, but it is noted that BankBoston's percentage of loans in amounts of \$100 thousand or less to all size businesses represented a substantial portion of all its reported loans in each assessment area.

Consumer

Refer to Table 14 in Appendix D for the data used to evaluate the borrower distribution of the bank's consumer loans.

The distribution of consumer loans by borrower income is excellent. The percentage of bank loans to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income households.

Community Development Lending

BankBoston is a leader in community development lending in the Hartford, CT MSA. Refer to Table 1 in the Hartford, CT MSA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending.

Forty-three percent of the community development loans went to organizations that promote economic development by financing small businesses, and 29 percent to support the provision of health and social services by organizations whose primary beneficiaries are low-or moderate-income persons, both which are identified needs in this assessment area.

The following are examples of the community development lending in the area:

- C BankBoston took a leadership role by seeking a secondary marketer and formed a participation agreement with FNMA for \$5 million in funds to match \$5 million in bank funds for single family, multifamily, and commercial construction/mini-permanent loans in a distressed low-and moderate-income neighborhood.
- C The bank also provided \$9.7 million to finance a major redevelopment project in a moderate-income community where unemployment is at one of the highest levels in the state. The project will convert an old mill into renovated office and industrial space for existing and start-up businesses in this county. BankBoston's funds have allowed the project to continue without interruption while awaiting receipt of federal and state funding.
- C The bank provided a \$3 million line of credit to a child care loan fund established to provide child care providers with access to financing. The fund provides secured financing to existing as well as startup day care providers. This loan benefited the regional area including Hartford. This loan supports economic development by financing very small businesses.

In addition, BankBoston participates in one statewide community development and urban preservation loan fund established to revitalize distressed residential neighborhoods by promoting home ownership and providing affordable housing for low-income residents. The fund provides short term financing to real estate developers to acquire, rehabilitate, and/or construct one- to four-family affordable housing units. Forty-seven cities and towns throughout the state are eligible.

It was noted that there were small dollar commercial loans made throughout the assessment area that met the definition of community development, but were reported and considered within the small business analysis as required by the regulation.

Product Innovation and Flexibility

BankBoston offers the standard range of innovative and flexible products in the MSA. Programs specific to the MSA include HART, a discounted fixed-rate purchase mortgage program with income restrictions and flexible underwriting for first time homebuyers, and Urban League Bank on Hartford, which is similar to HART.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on the limited-scope reviews, the bank's performance under the lending test in New Haven, Stamford, and Waterbury was not inconsistent with the bank's overall "Outstanding" performance under the Lending Test in Connecticut. In the Bridgeport and Danbury MSAs, the bank's performance is weaker than the bank's overall performance in the state; however, it did not change the overall Lending Test rating for Connecticut. The weaker performance in the Bridgeport MSA is due to lower performance in home purchase, home improvement, and refinance loans in low-income CTS. The weaker performance in the Danbury MSA is due to lower performance in home purchase, home improvement, and refinance loans to low- and moderate-income families. In addition, the bank has a modest branch presence in these limited scope areas. A substantial portion of the bank's deposits and branches in the State of Connecticut are located in the Hartford, CT MSA. Refer to 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

BankBoston's level of investments throughout the State of Connecticut was rated "Outstanding". The full-scope review of the Hartford, CT MSA is indicative of excellent performance. The investments made during the evaluation period were focused on addressing the credit needs in the area, and BankBoston took a leadership role with many of the organizations.

Refer to Table 12 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Information gathered for the investment test was evaluated by considering the quantity of investments as related to allocated Tier 1 Capital. This was supplemented by information related to the availability of investments within the area and the innovativeness and complexity of any investments reviewed. Statewide investments were allocated to various MSAs.

BankBoston's primary investment vehicle in the Hartford, CT MSA was municipal bonds designed to finance community development. During the evaluation period, the bank invested in \$16.3 million in bond projects for the Hartford and East Hartford riverfront revitalization, and renovation or construction of schools in distressed portions of the MSA.

BankBoston made a \$1 million investment prior to the evaluation that remains outstanding to an economic development organization that originates loans to start up or expanding small businesses and mixed-use property owners that are unable to obtain conventional bank financing. One of the organization's goals are to help retain and create jobs, thereby stabilizing the economies in distressed neighborhoods. The organization makes loans in fifty-five communities throughout the state.

BankBoston contributed \$438 thousand in qualified grants and donations to a number of organizations that support affordable housing, community service, economic development/ small business, and the revitalization and stabilization of low- and moderate-income areas and people. Included in this amount are in-kind donations of computers, furniture and rent to various schools and community service organizations.

In 1998, BankBoston donated \$25 thousand and was the lead corporate sponsor to an innovative program that promotes economic development by developing a training curriculum for a youth entrepreneurial training program and assists them in starting up small businesses.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Bridgeport, Danbury, Stamford, and Waterbury MSA's was inconsistent and weaker than the bank's overall "Outstanding" performance under the Investment Test in the State of Connecticut due to lower ratios of investments to allocated Tier 1 Capital. This did not change the overall investment rating for the State of Connecticut as the percentage of deposits from all of these areas combined was 27 percent of deposits from the state. The performance in the New Haven MSA was not inconsistent with the performance in the Hartford MSA.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Services Test in Connecticut is rated adequate. Based on a full-scope review, the bank's performance in the Hartford, CT MSA is rated adequate.

Retail Banking Services

Refer to Table 13 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the distribution of the bank's branches and ATM delivery system.

BankBoston demonstrates adequate performance in providing accessibility to banking services and products to different income level CTS and individuals within the Hartford, CT MSA. The percentage of BankBoston branches and ATMs in low- and moderate-income CTS is less than half of the percentage of the population residing in these CTS. However, included in BankBoston's Hartford, CT MSA branch network is 1 First Community Bank, 5 in-store, and 2 limited service branches. These branches enhance accessibility to the bank's services within the communities they operate.

The FCB is a bank within a bank concept that has been in place at BankBoston for a number of years. These branches are designed to address community specific needs within low- and moderate-income areas and urban areas in general. FCB branches enhance accessibility primarily by offering community appropriate bi-lingual employees and more hands on assistance with basic banking products and services. The in-store branches, including 1 in a moderate-income geography, operate in supermarkets

and offer extended hours seven days a week. The geographic reach of in-store branches tends to be greater than for traditional branches by virtue of their location in supermarkets. BankBoston's limited service branches are located in senior citizen housing complexes and operate for several hours two days a week.

Other alternative delivery mechanisms, including Tele-banking and an Internet Website, enhance access to BankBoston banking services throughout the Hartford, CT MSA. The BankBoston Tele-banking unit has a separate telephone number for Spanish speaking customers. Advertising and product information materials are also available in Spanish. Geographic analyses indicate that usage of the Internet site in low-and moderate income areas is approximately 66 percent of that for the overall area. Bank-wide Tele-banking usage for loan applications was 65 percent of the overall usage rate for low-income areas and 85 percent of the overall for moderate-income areas.

BankBoston provides generally consistent products, services, and business hours at all similar branches throughout the Hartford, CT MSA branch network, including in low- and moderate-income geographies. Branch operating hours and services are periodically reviewed to determine if revisions are necessitated by competitive factors or in response to customer needs. BankBoston offers a full array of traditional banking products and services to help meet the needs of all segments of the bank's community.

Branch closings have generally not adversely affected accessibility to BankBoston's products and services, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. During the evaluation period, BankBoston closed 1 branch in the Hartford, CT MSA, located in an upper-income geography. The impacted area, however, is served by nearby BankBoston offices and/or by other financial institutions. At the same time, BankBoston opened 2 branches in the Hartford, CT MSA, though neither are located in low- or moderate-income geographies.

Community Development Services

BankBoston provided a good level of community development services in this MSA. The bank supports nine not-for-profit organizations that promote affordable housing, credit counseling, financial planning for low- and moderate-income individuals, and economic revitalization and stabilization. Employees of the bank apply their banking skills to assist these organizations serving as Board and committee members, consultants providing technical assistance, and instructors for credit counseling and first time home buyer seminars. BankBoston also provides technical assistance and speakers for training seminars presented by the SBA Business Information Center in Hartford and the Connecticut Small Business Development Center.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Service Test in the Danbury, Stamford, and Waterbury MSAs is not inconsistent with the bank's overall adequate performance under the Services Test in Connecticut. In the New Haven MSA, the bank's performance is stronger than the bank's overall performance in the state due to better branch distribution. In the Bridgeport

MSA the bank's performance is weaker than the bank's overall performance in the state due to weaker branch distribution. These conclusions did not change the overall Service Test rating for Connecticut, since the majority of BankBoston's presence in Connecticut is in the Hartford and New Haven MSAs, other MSAs have limited branch presences. Refer to Table 13 in the State of Connecticut section of Appendix D for the facts and data that support these conclusions.

State Rating

CRA Rating for Massachusetts⁵: 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:

- < BankBoston demonstrated excellent performance in lending, investments and provision of services in the Commonwealth of Massachusetts. This was evident especially in the full-scope areas more fully described below.
- < BankBoston’s market share of lending in the Boston and Springfield MSAs to low and moderate-income CTS and borrowers was substantially above the overall market share for home purchase and home improvement loans.
- < The bank is a leader in CD lending and provided more than \$169 million for affordable housing, small business loan pools and revitalization projects.
- < BankBoston demonstrated excellent performance in funding qualified investments with more than \$128 million in the two full-scope areas. These investments funded equity investments, LIHTCs and grants and donations. The bank took a leadership role in many of these investments.
- < BankBoston demonstrates excellent performance in providing accessibility to banking services and products to different income level geographies and individuals within the Boston and Springfield MSAs. This was accomplished through a mix of traditional branches, in-store branches and FCB branches.

Description of Institution’s Operations in Massachusetts

BankBoston includes all of Massachusetts in their assessment areas. This includes 10 assessment areas, eight MSAs designated as assessment areas and two Non-MSA areas. Portions of

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

Massachusetts are included in the Lawrence MA-NH and Providence-Fall River multistate MSAs.

BankBoston maintains 297 branches and 821 ATMs in this area. Lending within the Commonwealth of Massachusetts comprises 70 percent of the total lending for the bank and 80 percent of the total deposits. The Boston MSA encompasses 53 percent of the population and 51 percent of the small businesses in the state. This MSA dominates the performance of the state as a whole.

Major competitors within this state are Fleet National Bank, Citizens Bank of Massachusetts and US Trust, though competition varies from market to market.

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

Scope of Evaluation in Massachusetts

The Boston and Springfield MSA received full-scope reviews as part of this evaluation. Boston is by far the largest MSA within the State of Massachusetts and BankBoston receives 71 percent of its total deposits from this area. Springfield is another large market for BankBoston. All other MSA and non-MSA areas within Massachusetts received limited scope reviews. Refer the reader to the table in Appendix A for more information.

We conducted two community outreach meetings in each of the full-scope MSAs. In addition, ten recent community contacts from the Boston MSA and five from Springfield MSA were reviewed.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in Massachusetts is rated "Outstanding." Based on full-scope reviews, the bank's performance in the Boston and Springfield, MA MSAs is excellent.

Lending Activity

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

The bank's volume of home mortgage lending was good. In the Boston and Springfield, MA MSAs, BankBoston was ranked among the top twelve lenders in the Northeast Region, and third among local competitors. Based on deposits, BankBoston was ranked first in the Boston and third in Springfield among local competitors.

BankBoston's volume of loans to small businesses is good with a 14 percent market share in the Boston, MA MSA and 6 percent in the Springfield, MA MSA. BankBoston ranked third in Boston

among lenders required to report data on small loans to businesses and first among local competitors. In Springfield, BankBoston ranked ninth among lenders required to report data on small loans to businesses and first among local competitors.

Distribution of Loans by Income Level of the Geography

We did not note any conspicuous gaps in the bank's lending patterns. There was one low-income CT in the Boston, MA MSA with no loan originations. The number of families and occupied households in this CT was nominal.

Home Mortgage Loans

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

The geographic distribution of home mortgage loans by income level of CTS is excellent. The distribution of home purchase and home improvement loans is excellent, and refinance is good. Home purchase and home improvement lending to low-and moderate-income CTS in the Boston and Springfield MSAs were excellent. The percentage of home purchase and home improvement loans significantly exceeded the percentage of owner-occupied housing in the low- and moderate-income CTS . In addition, the respective market shares were substantially above the overall market share. In the Boston and Springfield MSAs, the market share for home purchase loans in low-income CTS was approximately twice the overall market share. And, the market share for home improvement loans in the low-income CTS was more than triple the overall market share. The market share for home purchase and home improvement loans in moderate-income CTS also significantly exceeded the bank's overall market share in the moderate-income CTS .

The bank's weaker performance in the refinance category is due to BankBoston's agreement with Homeside Lending to not solicit their customers for refinancing opportunities. Currently, Homeside services all BankBoston mortgage loans. In addition, approximately 50% of home purchase customers have better terms than a conventional mortgage due to the various state, community, and government mortgage programs offered by BankBoston. Thus, existing low- and moderate-income customers would have less incentive to refinance. Nevertheless, refinance lending was good. The percentage of refinance loans in low-income geographies in the Boston MSA equaled the percentage of owner-occupied units in low-income CTS . The percentage of loans in the moderate-income CTS in the Boston MSA was slightly less than the percentage of owner-occupied units in those CTS . The corresponding market shares exceeded its overall market share for refinance loans. In Springfield, the percentage of refinance loans was slightly less than half of the percentage of owner-occupied units in the low-income CTS . However, the market share of refinance loans in the low-income CTS approximated its overall market share. The percentage of refinance loans in moderate-income CTS nearly equaled the percentage of owner-occupied units in the moderate-income CTS . BankBoston's refinance market share was slightly less than its overall market share.

Small Business Loans

Refer to Table 5 in Appendix D for the data used to evaluate the geographic distribution of the bank's small loans to businesses.

BankBoston's geographic distribution of small business loans in Boston and Springfield MSAs was excellent. In 1997, the bank's market share of small loans to businesses equaled the bank's overall market share in the low-income CTS and exceeded in the moderate-income geographies in Springfield. In Boston, the bank's market share in the low- and moderate- CTS is slightly below their overall market share. In Boston and Springfield MSAs, the percentage of loans the bank made in low-income CTS nearly equaled the percentages of small businesses located in those areas. BankBoston's performance in the moderate-income CTS surpassed the percentage of small businesses.

Consumer

Refer to Table 14 in Appendix D for the facts and data used in this analysis.

BankBoston's geographic distribution of consumer loans is excellent. The percentage of bank loans extended to low-income geographies exceeded the percentage of the population in low-income CTS in the Boston and Springfield MSAs and approximated the percentage of the population in moderate-income geographies.

Distribution of Loans by Income Level of Borrower

Home Mortgage Loans

Refer to Tables 7, 8, and 9 in Appendix D for the facts and data used in this analysis.

The distribution of home mortgage loans by income level of borrowers is excellent. The distribution of home purchase and home improvement loans by borrower income is excellent, and refinance lending is good. The percentage of home purchase loans made in the Boston and Springfield MSAs to low-income borrowers was below the percentage of low-income families. The high cost of housing in the Boston and Springfield MSAs coupled with the relatively modest median family income create an impediment for low-income borrowers to purchase homes in these areas. However, the bank's home purchase lending to moderate-income borrowers significantly exceeded the percentage of moderate-income families in the Boston and Springfield MSAs. In the Boston and Springfield MSAs, the market share for home purchase to low-income borrowers is more than double the overall market share. The market share for moderate-income borrowers in the Boston and Springfield MSAs also exceeded the overall market share.

In the Boston MSA, home improvement loans made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families. BankBoston's home improvement lending in the Springfield MSA to low-income borrowers is below the percentage of low-income families. Home improvement lending to moderate-income borrowers significantly exceeded the percentage of moderate-income families in Springfield. However, the market share in the Boston and

Springfield MSAs for home improvement loans to low-income borrowers is more than double the overall market share. The market share for moderate-income borrowers also exceeded the overall market share.

Refinance lending to low- and moderate-income borrowers is less than the percentage of low-and moderate-income families in Springfield and Boston. The market share of refinance lending in the Boston MSA for low- and moderate-income borrowers exceeded the overall market share. In the Springfield MSA, the market share for moderate-income borrowers also surpassed the overall market share. However, the market share of low-income borrowers was minimal. The bank's weaker performance in the refinance category is due to BankBoston's agreement with Homeside Lending to not solicit their customers for refinancing opportunities. Currently, Homeside services all BankBoston mortgage loans. In addition, approximately 50% of home purchase customers have better terms than a conventional mortgage due to the various state, community, and government mortgage programs offered by BankBoston. Thus, existing low- and moderate-income customers would have less incentive to refinance.

Small Loans to Businesses

Refer to Table 10 in Appendix D for the data used to evaluate the borrower distribution of the bank's small loans to businesses.

BankBoston's record of making small loans to businesses with gross annual revenues less than \$1 million is excellent. The percentage of bank loans represented 68 percent of the businesses in the Boston MSA and 76 percent in the Springfield MSA. On average, the bank had approximately 27 percent of small loans to businesses where the gross annual revenue of the borrowing company was not known. Nearly all of the 27 percent were loans with a dollar size of less than \$250 thousand. Currently, BankBoston does not require revenue information to be provided by small business loan applicants. Revenue is not a key variable in the decision-making process. The majority of the small business loans with known revenue information results from a portfolio-borrowing relationship with those customers where the business revenue was noted in the commercial loan file. The percentage of bank loans to businesses with revenues of less than \$1 million is substantially higher than the percentage of these loans made by the overall market. BankBoston's market share for loans to businesses with revenues less than one million exceeded the overall market in Boston and nearly equaled the overall market in Springfield.

Loan size is not an accurate indicator of lending to small businesses, but it is noted that BankBoston's percentage of loans in amounts of \$100 thousand or less to all size businesses represented a substantial portion of all its reported loans in each assessment area.

Consumer

Refer to Table 14 in Appendix D for the data used to evaluate the borrower distribution of the bank's consumer loans.

The distribution of consumer loans by borrower income is excellent. The percentage of bank loans to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income households.

Community Development Lending

Refer to Table 1 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the bank's level of community development lending.

BankBoston is a leader in community development lending in the Boston MSA. Its leadership has been demonstrated by the breadth and scope of the projects and programs that management has undertaken and the responsiveness of these programs. Fifty-one percent of the community development loans were used to support activities that revitalize and/or stabilize low-or moderate-income geographies, and 39 percent were used in the development of affordable housing, both which are identified needs in this assessment area. Only one community development loan was originated in the Springfield MSA.

The following are some examples of the community development lending:

- C BankBoston provided two loans, totaling \$3.1 million, to one of the city's largest minority-owned real estate developers and property managers, toward the rehabilitation of 227 units of quality affordable housing geared to low-and moderate-income families in an inner city neighborhood. This rehabilitation project will employ 300 workers, who live in the community, which is predominately low or moderate-income.
- C The bank provided two loans, \$43 million and \$11 million, to renovate an abandoned building in a distressed portion of the city into approximately one million square feet of retail/commercial space. This renovation will contribute significantly to the revitalization of the surrounding neighborhood and will create a large number of permanent jobs.
- C The bank provided a \$329 thousand refinance loan to the owners, developers, and operators of a 21 unit multi-family property occupied by low-or moderate-income families. The bank financed this loan when other lenders would not, by creatively structuring it based on appraisal projections, thereby allowing the borrowers to obtain permanent financing, meet their mortgage obligation, and still make a reasonable rate of return.
- C BankBoston provided a \$580 thousand line of credit to one of the nation's foremost micro-business lenders. This statewide lender provides a comprehensive program of technical assistance, borrower peer group information, micro-loans, and ongoing support including transition to conventional financing.

In addition to specific community development loans, BankBoston also participates in small business loan pools. These loan pools provide increased financing flexibility to new or existing small businesses that do not meet traditional bank credit standards. Technical assistance and loans at below-market

rates or on longer terms than available conventionally are offered. The bank participates in two loan pools in the Boston MSA and they are the lead bank in one of the pools. The bank participated in one statewide small business loan pool for start-up businesses and those with fewer than five employees. Loans are available to businesses located in smaller cities throughout the state. These pools funded 23 loans during the evaluation period. BankBoston's share of these loans was \$194 thousand.

In addition, BankBoston provided a \$20 million standby letter of credit to support a tax-exempt bond issue for a public charter school, which serves predominately low or moderate-income students.

It was noted that there were several small dollar commercial loans made throughout the assessment area that met the definition of community development, but were reported and considered within the small business analysis as required by the regulation.

Product Innovation and Flexibility

BankBoston offers the standard range of innovative and flexible products in both of the full-scope areas. In addition, for the Boston MSA specific programs include City Home, a low downpayment fixed-rate purchase program which is available to City of Boston municipal employees and the Organization for a New Equality, a fixed-rate purchase program with flexible underwriting and income restrictions in which BankBoston-owned properties acquired through foreclosure are sold. The Most Visible Properties program is also available which provides financing for rehabilitation of properties in targeted City of Boston neighborhoods.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on the limited-scope reviews, the bank's performance under the lending test in Brockton, Pittsfield and Worcester was not inconsistent with the bank's overall "Outstanding" performance under the Lending Test in Massachusetts. In the Barnstable, Fitchburg, Lowell, New Bedford and the non-MSA areas, the bank's performance is weaker than the bank's overall performance in the state. The weaker performance in the Barnstable, Fitchburg, Lowell, New Bedford, and the non-MSA areas is due to the lower performance in home purchase loans to low-income families. Lower performance is also noted in home purchase loans in low-income CTS in the Barnstable, Lowell, and New Bedford MSAs. In the Fitchburg MSA, home improvement lending to low-income CTS is weaker. The bank has a modest branch presence in these limited scope areas. However, it did not change the overall Lending Test rating for Massachusetts. A substantial portion of the bank's deposits and branches are located in the Boston MSA. Refer to Tables 1 through 11 in the State of Massachusetts section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

BankBoston's level of investments throughout the State of Massachusetts was rated "Outstanding". Based on full-scope reviews, the bank's performance in the Boston and Springfield MSA's was

excellent. The investments made during the evaluation period were focused on addressing the credit needs in the area, and BankBoston took a leadership role with many of the organizations.

Refer to Table 12 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Information gathered for the investment test was evaluated by considering the quantity of investments as related to allocated Tier 1 Capital. This was supplemented by information related to the availability of investments within the area and the innovativeness and complexity of any investments reviewed. Statewide investments were allocated to various MSAs.

BankBoston's investment level in the Boston MSA was excellent. During the evaluation period, BankBoston's subsidiary BBDC committed to making equity investments totaling \$2 million, of which \$1.5 million has been extended, in three community development projects. Additionally, BBDC invested \$250 thousand in an equity fund intended to assist small companies, especially new ventures, considered "nonbankable".

BankBoston is the sole investor in a project to preserve and renovate an abandoned building in a distressed portion of the city into approximately 1 million square feet of retail/commercial space. The renovation will contribute significantly to the revitalization of the surrounding neighborhood and will create a large number of permanent jobs. BankBoston's total capital contribution will be \$14.5 million, of which \$8.5 million has been extended. This project was particularly complex given its size and BankBoston's participation as a direct investor, as well as the bank's first historic tax credit partnership.

During the evaluation period, the bank committed to eleven new LIHTC projects for a total of \$39.5 million. Of the total, seven were participations in 1997 and 1998 housing equity fund limited partnerships. Two were open-end fund limited partnerships with BankBoston as the sole limited partner, and two were direct limited partnerships. Capital contributions made during the evaluation period for both new commitments and commitments made prior to the evaluation period totaled \$6.8 million.

One of the LIHTC projects was particularly complex and demonstrated BankBoston's leadership capacity. A partnership was formed to own, construct, rehabilitate, maintain, and operate eleven scattered site apartment buildings for occupancy by low- and very-low-income households. BankBoston's initial investment was through their participation in a housing equity fund limited partnership. However, when the designated co-investor, a quasi-governmental agency, dropped out of the project unexpectedly, BankBoston was able to replace the agency as a direct co-investor.

BankBoston established a grant anticipation note purchase program for local housing authorities. The interim financing was issued prior to the disbursement of grant funds from bond proceeds for the state's Public Housing Modernization Program. During the evaluation period, BankBoston purchased two

grant anticipation notes totaling \$1.9 million from two housing authorities, and three bond anticipation notes totaling \$24.7 million from economically distressed areas to fund school buildings and/or renovations.

BankBoston provided standby letters of credit totaling \$11.3 million as credit enhancement for the sale of three tax exempt industrial development bonds. The bonds were targeted to revitalization projects in development districts or industrial parks that provide increased employment opportunities. In order to qualify for tax-exempt status the revitalization project must be a small manufacturer, in an enterprise zone or be of a specific business type.

In addition to these investments and prior to the evaluation period, BankBoston purchased a total of 25 thousand shares of common and preferred stock in a local minority-owned community development financial institution. BankBoston also provides a \$102 thousand certificate of deposit to the bank.

During the evaluation period, BankBoston contributed \$3.9 million in qualified grants and donations to a number of organizations that support affordable housing, community service, economic development/ small business, and the revitalization and stabilization of low- and moderate-income areas and people. Included in this amount are in-kind donations of computers and furniture to various schools and community service organizations.

BankBoston contributed \$5 thousand for two new computers to a Business Information Center (BIC). BICs are joint ventures between the US Small Business Administration and private partners. Their purpose is to provide a one stop location where existing and future small business owners can receive technical assistance and advice. The bank also provided funds for computers and equipment to BICs in other areas in Massachusetts.

In 1998, the bank took a leadership role by donating \$50 thousand to a collaboration of community development corporations that provide services and financing to small businesses in economically distressed areas of Boston. BankBoston also donated \$30 thousand in 1998 to the implementation of an innovative program in Boston inner city middle schools that teaches students how to start and run their own businesses. Also in 1998, the bank donated \$30 thousand to a community service center that sponsors an innovative series specifically for battered women. BankBoston also donated \$30 thousand in 1997 to fund the establishment of an adult literacy center, the first of its kind in the area.

Prior to the evaluation period and still outstanding, BankBoston contributed \$625 thousand to a collaborative partnership between local community development corporations, the Federal government, and the private sector to infuse capital into Boston's most distressed neighborhoods. The collaborative provide flexible and risk tolerant capital to support the growth and expansion of existing or start up companies without burdening them with principal debt repayment during their critical development years. BankBoston's contribution was significant, representing 47 percent of the private sector's grants.

BankBoston's investment level in the Springfield MSA was excellent. During the evaluation period, the bank committed to four new LIHTC projects for a total of \$4.9 million. All were participations in 1997 and 1998 housing equity fund limited partnerships. Capital contributions made during the evaluation period totaled \$536 thousand.

During the evaluation period, BankBoston purchased five bond anticipation notes totaling \$9.2 million from economically distressed areas comprised of low-and moderate income CTS to fund school buildings and/or renovations.

BankBoston provided one standby letter of credit totaling \$3.2 million as a credit enhancement for the sale of a tax exempt industrial development bond. The bond was for the construction of a manufacturing facility, renovation of another nearby facility, and the purchase of equipment associated with a revitalization project and creation of a number of new jobs. In order to qualify for tax-exempt status the revitalization project must be a small manufacturer, in an enterprise zone or be of a specific business type.

In addition to these investments and prior to the evaluation period, BankBoston provided a \$100 thousand certificate of deposit to a local minority-owned community development financial institution.

During the evaluation period, BankBoston contributed qualified grants and donations to a number of organizations that support affordable housing, community service, economic development/ small business, and the revitalization and stabilization of low- and moderate-income areas and people. Included in the donations was one parcel of real estate, given at a reduced cost, to an economic development organization. The property had an appraised value of \$200 thousand.

In addition to investments and donations made in specific areas, BankBoston participates in a statewide small business equity fund. During the evaluation period, BankBoston committed \$875 thousand, along with a number of other Massachusetts banks, to an organization that will promote economic development by making subordinated loans to small and mid-sized companies. These companies had historically not been able to obtain conventional debt or equity due to their size, financial profile, type of industry, or ownership structure. BankBoston also provides a \$9 million call facility to a statewide business development corporation that provides flexible and subordinate financing to small and mid-sized businesses locating or expanding in Massachusetts. This facility was committed to prior to the evaluation period.

Prior to the evaluation period, BankBoston made an initial grant of \$5 million to a statewide housing partnership for the creation of an equity fund for the development of affordable housing programs. An additional \$5 million grant will be made to the organization during the second quarter of 1999.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Barnstable, Lowell, New Bedford, Pittsfield and Worcester MSA's is not inconsistent with the bank's overall

“Outstanding” performance under the Investment Test in the State of Massachusetts. In the Brockton and Fitchburg MSA and non MSA-East and non MSA-West, the bank’s performance is weaker than the bank’s overall performance in the state due to lower ratios of qualified investments to allocated Tier 1 Capital. This did not change the overall investment rating for the state as the percentage of deposits from all of these areas combined was slightly over 1 percent of total bank deposits.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank’s performance under the Services Test in Massachusetts is excellent. Based on full-scope reviews, the bank’s performance in the Boston and Springfield MSAs is excellent.

Retail Banking Services

Refer to Table 13 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the distribution of the bank’s branches and ATM delivery system.

BankBoston demonstrates excellent performance in providing accessibility to banking services and products to different income level geographies and individuals within the Boston and Springfield MSAs. The distribution of BankBoston branches and ATMs in low- and moderate-income geographies compares well to the percentages of the population residing in these geographies. In addition, included in BankBoston’s Boston MSA branch network are 26 First Community Bank (FCB), 28 in-store, and 11 limited service branches. Included in the bank’s Springfield MSA branch network are 4 FCB and 7 in-store branches. These branches enhance accessibility to the bank’s services within the communities they operate.

The FCB is a bank within a bank concept that has been in place at BankBoston for a number of years. These branches are designed to address community specific needs within low- and moderate-income areas and urban areas in general. FCB branches enhance accessibility primarily by offering community appropriate bi-lingual employees and more hands on assistance with basic banking products and services. The in-store branches, including 7 in moderate-income geographies in the Boston MSA, operate in supermarkets and offer extended hours seven days a week. The geographic reach of in-store branches tends to be greater than for traditional branches by virtue of their location in supermarkets. BankBoston’s limited service branches are located in senior citizen housing complexes and operate for several hours two days a week.

Other alternative delivery systems, including Tele-banking and an Internet Website, further enhance access to BankBoston banking services throughout the Boston and Springfield MSAs. The BankBoston Tele-banking unit has a separate telephone number for Spanish speaking customers. Advertising and product information materials are also available in Spanish. Geographic analyses indicate that usage of the Internet site in low-and moderate income areas is approximately 80 percent of that for the overall area in the Boston MSA and 72 percent of the overall area. Bank-wide Tele-

banking usage for loan applications was 65 percent of the overall usage rate for low-income areas and 85 percent of the overall for moderate-income areas.

BankBoston provides generally consistent products, services, and business hours at all similar branches throughout the Boston and Springfield MSA branch networks, including in low- and moderate-income geographies. Branch operating hours and services are periodically reviewed to determine if revisions are necessitated by competitive factors or in response to customer needs. BankBoston offers a full array of traditional banking products and services to help meet the needs of all segments of the bank's community.

Branch closings have generally not adversely affected accessibility to BankBoston's products and services, particularly in low- and moderate-income geographies or to low- and moderate-income individuals. During the evaluation period, BankBoston closed 56 branches within the Boston MSA and 10 branches within the Springfield MSA. In the Boston MSA, one of the closings was in a low-income geography and 6 were in moderate-income geographies. In the Springfield MSA, 3 of the closings were in moderate-income geographies. The impacted areas, however, continue to be served by nearby BankBoston offices and/or by other financial institutions. At the same time, BankBoston opened 9 branches including 4 branches in moderate-income geographies in the Boston MSA, and 1 branch in the Springfield MSA.

Community Development Services

BankBoston provides a good level of community development services. The bank supports an extensive network of organizations in the Boston MSA that are dedicated to affordable housing, providing services to low- and moderate-income individuals and families, and promoting community economic development and revitalization. The bank has provided 67 organizations and governmental agencies with assistance. BankBoston has also participated as a sponsor or co-sponsor in programs supporting community development objectives. The bank provides support to these organizations through the participation of its employees serving as advisors to, or members of, these organizations. The employees utilize their banking skills to assist community development organizations in a variety of capacities. Bank employees serve as members of the Board of Directors and Board Committee members for community development organizations that promote affordable housing, small business development, and regional and neighborhood economic development. BankBoston bankers serve as instructors for first time homeowner and small business seminars. The bank has also provided training to low- and moderate-income individuals for financial planning, affordable housing, and to small businesses by sponsoring or co-sponsoring forums and seminars in the greater Boston area.

Within the Springfield MSA, the bank supports five not-for-profit organizations and governmental agencies that promote affordable housing, credit counseling, and economic revitalization and stabilization. Bank employees use their bank skills to provide assistance to these organizations by serving as Board members, instructors in low- and moderate-income home buyer training courses, and consultants providing technical assistance.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Service Test in the Worcester and Fitchburg MSAs is not inconsistent with the bank's overall excellent performance under the Service Test in Massachusetts. In the Barnstable, Brockton, Lowell, New Bedford, and Pittsfield MSAs, and the non-MSA areas of Massachusetts, the bank's performance is weaker than the bank's overall performance within the state due to weaker branch distribution than the full scope areas. However, this did not change the overall Service rating for Massachusetts. The Barnstable, Brockton, Lowell, New Bedford, and Pittsfield MSAs, and the non-MSA areas of Massachusetts, account for only 2.2% of BankBoston's total deposits. In the Pittsfield MSA, the weaker branch and ATM site distribution is the result of BankBoston's strategic decision to exit the Pittsfield market. Refer to Table 13 in the state of Massachusetts section of Appendix D for the facts and data that support these conclusions.

State Rating

CRA Rating for New Hampshire⁶:

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The Lending Test is rated: High Satisfactory
The Investment Test is rated: Outstanding
The Service Test is rated: Low Satisfactory

The major factors that support this rating include:

- < BankBoston demonstrated good performance in lending, excellent performance in investments and adequate performance in the provision of services within the State of New Hampshire. This is evident in the performance in the full-scope area of the Nashua MSA more fully described below.
- < The percentage of home purchase and home improvement loans in moderate-income CTS slightly exceeded the percentage of owner-occupied housing in the moderate-income CTS. The percentage of refinance loans was slightly below the percentage of owner-occupied housing in moderate-income CTS. There are no low income CTS in the Nashua MSA.
- < The percentage of home purchase and refinance loans originated for low-income families was less than the percentage of low-income families, however, the percentage of loans originated for moderate-income families exceeded the percentage of families. The percentages of home improvement loans to low- or moderate-income families exceeded the percentage of these families.
- < The bank was a leader in CD lending and provided more than \$1.6 million in loans used for affordable housing development loans.
- < Excellent performance in investments was demonstrated with BankBoston taking a leadership role in organizations.
- < BankBoston demonstrates adequate performance in providing accessibility to banking services and products to different income level geographies and individuals.

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

Description of Institution's Operations in New Hampshire

BankBoston's operations within the State of New Hampshire include 12 branches and 31 ATMs. The New Hampshire branches represent 2.7 percent of BankBoston's total branch network. Lending within the State of New Hampshire was 2.5 percent of the total lending for the bank and 0.4 percent of the total deposits. As of June 30, 1998, BankBoston ranked sixth in the State of New Hampshire in terms of deposit market share. The majority of the deposits and loan originations in the State of New Hampshire are concentrated in the Nashua MSA. BankBoston has three assessment areas in the State of New Hampshire: Nashua MSA, Manchester MSA and the Portsmouth MSA. Portions of New Hampshire are included in the Lawrence MA-NH Multistate MSA. Primary competitors include Fleet Bank-NH, Provident National Bank, Bank of New Hampshire, Citizen's Bank and numerous local community banks. As of March 1999, the seasonally adjusted unemployment rate for the State of New Hampshire was 3.0 percent.

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

Scope of Evaluation in New Hampshire

The Nashua MSA received a full-scope review for the State of New Hampshire. The majority of BankBoston operations occur within this MSA. Both the Manchester and Portsmouth MSA received limited-scope reviews. Refer to Appendix A for more information about the scope of this examination.

We conducted two community outreach meetings for this MSA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in the State of New Hampshire is rated "High Satisfactory." Based on the full-scope review, the bank's performance in the Nashua, NH MSA is good.

Lending Activity

Refer to Table 1 in the section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The bank's volume of home mortgage lending was good. In the Nashua MSA, BankBoston was ranked fifteenth among all lenders in this region, and eighth among local competitors. Based on deposits, BankBoston was ranked fourth.

BankBoston's volume of loans to small businesses is good with an 8 percent market share in the Nashua MSA. BankBoston ranked eighth among lenders required to report data on small loans to businesses and third among local competitors.

Distribution of Loans by Income Level of the Geography

We did not note any conspicuous gaps in the bank's lending patterns. There were no CTS in the Nashua MSA with no loan originations.

Home Mortgage Loans

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

The geographic distribution of home mortgage loans by income level of CTS is good. The distribution of home purchase, home improvement, and refinance loans is good. There are no low-income CTS in the Nashua, NH MSA. The percentage of home purchase and home improvement loans in moderate-income CTS slightly exceeded the percentage of owner-occupied housing in the moderate-income CTS. The market shares for home purchase loans in moderate-income geographies was slightly more than half of its overall market share. The market share for home improvement loans in moderate-income CTS nearly equaled its overall market share. The distribution of refinance lending is good. While the percentage of bank refinance loans in moderate-income CTS was slightly below the percentage of owner-occupied units, the bank's market share in moderate-income CTS exceeded the overall market share for refinance lending.

Small Business Loans

Refer to Table 5 in Appendix D for the data used to evaluate the geographic distribution of the bank's small loans to businesses.

BankBoston's geographic distribution of small business loans in the Nashua MSA was good. The percentage of loans the bank made in moderate-income CTS exceeded the percentages of businesses located in those areas. The bank's market share of small business loans in moderate-income geographies was slightly below the bank's overall market share for small business loans.

Consumer

Refer to Table 14 in Appendix D for the facts and data used in this analysis.

BankBoston's geographic distribution of consumer loans is good. The percentage of bank loans extended to moderate-income geographies nearly equaled the percentage of the population in the moderate-income CTS.

Distribution of Loans by Income Level of Borrower

Home Mortgage Loans

Refer to Tables 7, 8, and 9 in Appendix D for the facts and data used in this analysis.

The distribution of home mortgage loans by income level of borrowers is good. The distribution of home purchase loans by borrower income is good. Home improvement and refinance lending is excellent. The percentage of home purchase for low-income borrowers was less than the percentage of low-income families in the Nashua MSA. The high cost of housing in the Nashua, NH MSA coupled with the relatively modest median family income create an impediment for low-income borrowers to purchase homes in this area. BankBoston's market share in home purchase loans to low-income borrowers is half of the overall market share. Home purchase loans made to moderate-income borrowers exceeded the percentage of moderate-income families. The corresponding market share equaled the bank's overall market share. BankBoston's percentage of home improvement loans to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families. The home improvement loan market share to low-income borrowers was substantially greater than the overall market share. The market share in home improvement loans to moderate-income borrowers approximated the overall market share.

The percentage of refinance loans to low-income borrowers was one-third the percentage of low-income families. However, BankBoston's market share of refinance loans to low-income borrowers is twice the overall market share. The percentage of refinance loans to moderate-income borrowers exceeded the percentage of moderate-income families. The corresponding market share was also greater than the overall market share.

Small Loans to Businesses

Refer to Table 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's small loans to businesses.

BankBoston's record of making small loans to businesses with gross annual revenues less than \$1 million is excellent. The percentage of bank loans represented 64 percent of the businesses in the Nashua, NH MSA. On average, the bank had approximately 27 percent of small loans to businesses where the gross annual revenue of the borrowing company was not known. Currently, the bank does not require revenue information to be provided by small business loan applicants. Revenue is not a key variable in the decision-making process. The majority of the small business loans with known revenue information results from a portfolio-borrowing relationship with those customers where the business revenue was noted in the commercial loan file. The percentage of bank loans to businesses with revenues of less than \$1 million exceeded the percentage of these loans made by the overall market. The bank's market share of loans to businesses with revenues less than one million nearly equaled the overall market share.

Loan size is not an accurate indicator of lending to small businesses, but it is noted that BankBoston's

percentage of loans in amounts of \$100 thousand or less to all size businesses represented a substantial portion of all its reported loans in each assessment area.

Consumer

Refer to Table 14 in Appendix D for the data used to evaluate the borrower distribution of the bank's consumer loans.

The distribution of consumer loans by borrower income is excellent. The percentage of bank loans to low-income borrowers substantially exceeded the percentage of low-income households. The percentage of consumer loans to moderate-income borrowers is slightly below the percentage of moderate-income households.

Community Development Lending

BankBoston is a leader in community development lending in the State of New Hampshire. All of the community development loans were used in the development of affordable housing, an identified need in this assessment area. Refer to Table 1 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the bank's level of community development lending.

BankBoston made one community development loan in the Nashua MSA. The bank provided an \$87 thousand term loan toward the acquisition of a five-unit apartment building that will provide transitional housing for single women and their children. This center contains a community room, the first of its kind in this setting, that provides peer support, parenting skills, and budgeting strategies and job training toward the goal of self-sufficiency.

In addition, BankBoston has committed \$1.6 million to a statewide loan pool which provides low-cost community development loans. A consortium of banks comprise this group, and they are responsible for the effective promotion of affordable housing lending programs across the state. A BankBoston employee, who now heads the loan committee for the consortia, was the driving force behind this group being established.

Product Innovation and Flexibility

BankBoston offers the standard range of innovative and flexible products throughout the MSA.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on the limited-scope reviews, the bank's performance under the lending test in Manchester and Portsmouth is weaker than the bank's overall "High Satisfactory" performance under the Lending Test in New Hampshire. The weaker performance is due to the lower performance in home purchase and home improvement loans in low- and moderate- CTS and to low- and moderate-income families. There are no branches in Portsmouth. A majority of the bank's deposits in New Hampshire are located in the Nashua MSA with eight branches. Refer to Tables 1 through 11 in the State of New Hampshire section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

BankBoston's level of investments throughout the State of New Hampshire was rated "Outstanding". Based on a full-scope review, the bank's performance in the Nashua MSA was excellent. The investments made during the evaluation period were focused on addressing the credit needs in the area, and BankBoston took a leadership role with many of the organizations. Refer to Table 12 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Information gathered for the investment test was evaluated by considering the quantity of investments as related to allocated Tier 1 Capital. This was supplemented by information related to the availability of investments within the area and the innovativeness and complexity of any investments reviewed. Statewide investments were allocated to various MSAs.

During the evaluation period, the bank committed to and fully funded one LIHTC project, a direct limited partnership, for \$769 thousand. This project was unique. It was the first time in the state that a housing authority partnered with a non-profit agency.

During the evaluation period, BankBoston contributed \$60 thousand in qualified grants and donations to a number of organizations that support affordable housing, community service, and the revitalization and stabilization of low- and moderate-income areas and people.

In 1998, BankBoston made an in-kind donation of foregone rent for three years and committed \$100 thousand over a three-year period in the form of leasehold improvements to establish a state-of-the-art business facility that provides on-site counseling and resources to small to mid-size companies. It provides persons in business and all those wishing to develop a business, with concentrated technical and planning assistance relative to business creation, development, and expansion; funding alternatives; business information, education, and resources; and the identification of business development opportunities. In 1997, BankBoston donated \$3 thousand for operating costs to create a community room, the first of its kind in a transitional housing facility, that provides peer support and job training toward the goal of self-sufficiency. BankBoston contributed one qualified grant/donation to a statewide organization that supports economic development and small businesses of low- and moderate-income areas and people.

BankBoston was instrumental in the creation of the New Hampshire Housing Equity Fund and marketing the fund to other banks. It is currently the Fund's lead investor. The bank committed \$4 million to the New Hampshire Housing Equity Fund 1999 Limited Partnership.

BankBoston funded a \$250 thousand investment in an economic development investment company.

The company invests in early stage, high growth companies throughout the state.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Manchester and Portsmouth MSA's is not inconsistent with the bank's overall "outstanding" performance under the investment test in the State of New Hampshire.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Services Test in New Hampshire is adequate. Based on a full-scope review the bank's performance in the Nashua MSA is adequate.

Retail Banking Services

Refer to Table 13 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the distribution of the bank's branches and ATM delivery system.

BankBoston demonstrates adequate performance in providing accessibility to banking services and products to different income level geographies and individuals within the Nashua MSA. As detailed in Table 13, the distribution of BankBoston branches and ATMs in low- and moderate-income geographies compares adequately to the percentage of the population residing in these geographies.

Alternative delivery mechanisms, including Tele-banking and an Internet Website, enhance access to BankBoston banking services throughout the Nashua MSA. The BankBoston Tele-banking unit has a separate telephone number for Spanish speaking customers. Advertising and product information materials are also available in Spanish. Bank-wide Tele-banking usage for loan applications was 65 percent of the overall usage rate for low-income areas and 85 percent of the overall for moderate-income areas.

BankBoston provides generally consistent products, services, and business hours at all similar branches throughout the Nashua MSA branch network, including in low- and moderate-income geographies. Branch operating hours and services are periodically reviewed to determine if revisions are necessitated by competitive factors or in response to customer needs. BankBoston offers a full array of traditional banking products and services to help meet the needs of all segments of the bank's community.

During the evaluation period, BankBoston did not open or close any branches in the Nashua MSA.

Community Development Services

BankBoston provides an adequate level of community development services in this MSA. The bank provides assistance to two not-for-profit organizations that promote affordable housing in Nashua. Two bank staff members serve as instructors for home purchase seminars presented by the organizations, and one staff member serves on a lending committee that reviews mortgage loan applications submitted by low- and moderate-income applicants. BankBoston was instrumental in the

formation, in 1998, of the New Hampshire Business Resource Center in Nashua. The Center provides one stop information for small businesses as well as training opportunities and resources to assist small business managers.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Service Test in the Manchester MSA is considered stronger than the bank's overall adequate performance under the Services Test in New Hampshire . In the Portsmouth MSA, the bank's performance is weaker than the bank's overall performance in the state. However, these conclusions did not change the overall Service rating for New Hampshire. The bank's performance in the Manchester MSA is considered stronger than the bank's overall performance in the state based on greater accessibility of branches and ATMs in low- and moderate-income geographies. The bank's performance in the Portsmouth MSA is considered weaker based on the lack of branches in the MSA and the location of the bank's only 2 ATM sites within the MSA in upper income areas. Refer to Table 13 in the State of New Hampshire section of Appendix D for the facts and data that support these conclusions.

State Rating

CRA Rating for Rhode Island⁷:	<u>Satisfactory</u>
The Lending Test is rated:	<u>Low Satisfactory</u>
The Investment Test is rated:	<u>Low Satisfactory</u>
The Service Test is rated:	<u>Low Satisfactory</u>

The major factors that support this rating include:

- < The percentage of home purchase and refinance loans in the moderate-income CTS exceeded the percentage of owner-occupied housing. However, there were no loans of this type originated in 1997. There were no home improvement loans originated during the evaluation period. There are no low-income CTS in this area.
- < The percentage of home purchase loans originated to low-income families was slightly less than one-half of the percentage of low income families. The percentage originated to moderate-income families was nearly equal to the percentage of moderate-income families. For refinance loans, few were originated for low-income families, and the percentage to moderate-income families was slightly more than one-half of the percentage of moderate-income families.
- < An adequate level of qualified investments and grants were made to state-wide community development organizations.
- < BankBoston demonstrates adequate performance in providing accessibility to banking services and products to different income level geographies and individuals within this area.

Description of Institution's Operations in Rhode Island

BankBoston's operations within the State of Rhode Island is based on the Non MSA areas of Rhode Island which include 2 branches and 4 ATMs. This area represents the four mainland towns in Rhode Island that area not part of the Providence - Fall River, RI-MA MSA. The Rhode Island branches represent 0.4 percent of BankBoston's total branch network. Lending within the state equaled 0.5 percent of the total lending for the bank and 0.3 percent of the total deposits. As of June 30, 1998, BankBoston ranked third in the State of Rhode Island behind Fleet National Bank and Citizen's Bank. The majority of the deposits and loan originations in the state are concentrated in Providence which is

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

rated in a separate multistate MSA.

Refer to the Market Profiles for the State of Rhode Island in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in Rhode Island

This area received a full-scope review. However, the area is very small and represents a small portion of BankBoston's operations. All community outreach meetings with community groups related to the Providence - Fall River, RI-MA MSA also relate to this area.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in the State of Rhode Island is rated "Low Satisfactory." Based on the full-scope review, the bank's performance in the Non MSA areas of RI is adequate.

Lending Activity

Refer to Table 1 in the section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The bank's volume of home mortgage lending was adequate. In the Non MSA areas of RI, BankBoston was ranked eighteenth among all lenders in the Northeast Region, and in the top ten among local competitors.

BankBoston's volume of loans to small businesses is adequate with a 4 percent market share in the Non MSA areas of RI. BankBoston ranked eighth among lenders required to report data on small loans to businesses and third among local competitors.

Distribution of Loans by Income Level of the Geography

We did not note any conspicuous gaps in the bank's lending patterns. There were two CTS with no loan originations. However, no families reside in these CTS.

Home Mortgage Loans

Refer to Tables 2, 3, and 4 in the Non MSA areas of RI section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations.

The geographic distribution of home mortgage loans by income level of CTS is adequate. There were no low-income CTS in the Non MSA areas of RI. The distribution of home purchase and refinance loans is adequate. The percentage of home purchase and refinance loans in moderate-income CTS

slightly exceeded the percentage of owner-occupied housing in the moderate-income CTS. The corresponding market shares are minimal. There were no home improvement loans made by BankBoston in the Non MSA areas of RI. BankBoston has a limited branch presence in this area. In addition, the home improvement loan product has not been actively marketed. Instead, BankBoston has been marketing home equity loans for home improvement purposes. Thus, these home equity loans may not have been reported as home improvement loans.

Small Business Loans

Refer to Table 5 in Appendix D for the data used to evaluate the geographic distribution of the bank's small loans to businesses.

BankBoston's geographic distribution of small business loans in Non MSA areas of RI was poor. The percentage of loans the bank made in moderate-income CTS was less than half of the percentage of businesses located in those areas. The bank's market share of small business loans in moderate-income geographies was nominal.

Consumer

Refer to Table 14 in Appendix D for the facts and data used in this analysis.

BankBoston's geographic distribution of consumer loans is adequate. The percentage of bank loans extended to moderate-income geographies was slightly more than half of the percentage of the population in Non MSA areas of RI.

Distribution of Loans by Income Level of Borrower

Home Mortgage Loans

Refer to Tables 7, 8, and 9 in Appendix D for the facts and data used in this analysis.

The distribution of home mortgage loans by income level of borrowers is adequate. The distribution of home purchase loans and refinance loans is adequate. The percentage of home purchase to low-income borrowers was slightly less than half of the percentage of low-income families in the Non MSA areas of RI. The corresponding market share was also minimal. The high cost of housing in the Non MSA areas of RI coupled with the relatively modest median family income create an impediment for low-income borrowers to purchase homes in these areas. The percentage of home purchase loans to moderate-income borrowers nearly equaled the percentage of moderate-income families. In addition, the market share was more than twice its overall market share.

The percentage of refinance loans to low-income borrowers was minimal. However, the percentage of refinance loans to moderate-income borrowers was slightly more than half of the percentage of moderate-income families. BankBoston's market share in refinance loans to low- and moderate-income borrowers was minimal. The bank's weaker performance in the refinance category is due to BankBoston's agreement with Homeside Lending to not solicit their customers for refinancing

opportunities. Currently, Homeside services all BankBoston mortgage loans. In addition, approximately 50% of home purchase customers have better terms than a conventional mortgage due to the various state, community, and government mortgage programs offered by BankBoston. Thus, existing low- and moderate-income customers would have less incentive to refinance. The bank has made no home improvement loans in the Non MSA areas of RI.

Small Loans to Businesses

Refer to Table 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's small loans to businesses.

BankBoston's record of making small loans to businesses with gross annual revenues less than \$1 million is excellent. The percentage of bank loans represented 81 percent of the businesses in the Non MSA Areas of RI. On average, the bank had approximately 27 percent of small loans to businesses where the gross annual revenue of the borrowing company was not known. Nearly all of the 27 percent were loans with a dollar size of less than \$250 thousand. Currently, the bank does not require revenue information to be provided by small business loan applicants. Revenue is not a key variable in the decision-making process. The majority of the small business loans with known revenue information results from a portfolio-borrowing relationship with those customers where the business revenue was noted in the commercial loan file. The percentage of bank loans to businesses with revenues of less than \$1 million slightly exceeded the percentage of these loans made by the overall market. The bank's market share of loans to businesses with revenues less than one million nearly equaled the overall market share.

Loan size is not an accurate indicator of lending to small businesses, but it is noted that BankBoston's percentage of loans in amounts of \$100 thousand or less to all size businesses represented a substantial portion of all its reported loans in the assessment area.

Consumer

Refer to Table 14 in Appendix D for the data used to evaluate the borrower distribution of the bank's consumer loans.

The distribution of consumer loans by borrower income is good. The percentage of bank loans to low- and moderate-income borrowers represented a substantial portion of the percentage of low- and moderate-income households.

Community Development Lending

Refer to Table 1 in the State of Rhode Island non MSA section of Appendix D for the facts and data used to evaluate the bank's level of community development lending.

BankBoston has not extended any community development loans in this area.

It was noted that there were three small dollar commercial loans made throughout the assessment area

that met the definition of community development, but were reported and considered within the small business analysis as required by the regulation.

Product Innovation and Flexibility

BankBoston offers the standard range of innovative and flexible products in the non-MSA portions of the state.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's level of investments in the State of Rhode Island is rated "Low Satisfactory". Based on a full-scope of the non MSA portions of the state, the bank's performance in the State of Rhode Island is considered adequate. Refer to Table 12 in the State of Rhode Island's non MSA portion of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

While no investments were made during the evaluation period in the non MSA portions of the State of Rhode Island, BankBoston had a good level of donations to statewide organizations, which benefit this area. Information gathered for the investment test was evaluated by considering the quantity of investments as related to allocated Tier 1 Capital. This was supplemented by information related to the availability of investments within the area and the innovativeness and complexity of any investments reviewed. These statewide investments were allocated to the non-MSA and multistate MSA.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Services Test in Rhode Island is rated adequate. Based on a full-scope review the bank's performance in the non-MSA areas of Rhode Island is rated adequate.

Retail Banking Services

Refer to Table 13 in the State of Rhode Island section of Appendix D for the facts and data used to evaluate the distribution of the bank's branches and ATM delivery system.

BankBoston demonstrates adequate performance in providing accessibility to banking services and products to different income level geographies and individuals within the non-MSA areas of Rhode Island. Although none of BankBoston's branches or ATM sites are located in the area's 3 moderate-income geographies, the area's 2 branches and 4 ATM sites are located relatively close to the moderate-income geographies. Based on our review of an area map, it appears that the most distant sections of the moderate-income geographies are within roughly 2 miles of at least 1 of the 2 full service branches. Furthermore, one of the branches is an in-store branch which operates in a supermarket and offers extended hours seven days a week. The geographic reach of in-store branches tends to be greater than for traditional branches by virtue of their location in supermarkets.

Alternative delivery systems, including Tele-banking and an Internet Website, enhance access to

BankBoston banking services throughout the non-MSA areas of Rhode Island. The BankBoston Tele-banking unit has a separate telephone number for Spanish speaking customers. Advertising and product information materials are also available in Spanish. Geographic analyses indicate that usage of the Internet site in low-and moderate income areas is approximately 90 percent of that for the overall area. Bank-wide Tele-banking usage for loan applications was 65 percent of the overall usage rate for low-income areas and 85 percent of the overall for moderate-income areas.

BankBoston provides generally consistent products, services, and business hours at all similar branches in the non-MSA Rhode Island branch network. Branch operating hours and services are periodically reviewed to determine if revisions are necessitated by competitive factors or in response to customer needs. BankBoston offers a full array of traditional banking products and services to help meet the needs of all segments of the bank's community.

During the evaluation period, BankBoston did not open or close any branches in the non-MSA areas of Rhode Island.

Community Development Services

BankBoston provides an adequate level of community development services in this MSA. The bank provides support to one not-for-profit community development group that is focused on economic development in Newport, RI. One staff member of the bank serves as a Board member of the group. As a member of the Board, he employs his banking skills in the activities of the development council to attract and fund business growth in the county. Opportunities for providing community development services is limited due to the extremely small size of this area. In addition, statewide organizations headquartered in the Providence-Fall River MSA usually serve this area as well.

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed and loan products considered. The table also reflects the metropolitan and non-metropolitan areas that received comprehensive examination review (Full-Scope) and those that received less comprehensive review (Limited-Scope).

Time Period Reviewed	Lending Test: January 1997 to December 1998 Investment Test: January 1997 to February 28, 1999 Service Test: January 1997 to December 1998	
Financial Institution		Products Reviewed
BankBoston, N.A. Boston, MA		Mortgage Lending, Small Business Lending, Community Development Loans and Investments, Qualified Grants, and Community Development Services.
Affiliate(s)	Affiliate Relationship	Products Reviewed
BankBoston Development Company (BBDC)	LLC of BankBoston	Loans and equity investments to small businesses
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information

Lawrence MA-NH	Full-Scope Review	
New London-Norwich CT-RI	Full-Scope Review	
Providence-Fall River, MA-RI	Full-Scope Review	
State of Connecticut		
Hartford #3280	Full-Scope Review	
Bridgeport #1160	Limited-Scope	
Danbury #1930	Limited-Scope	
New Haven #5480	Limited-Scope	
Stamford #8040	Limited-Scope	
Waterbury #8880	Limited-Scope	
State of Massachusetts		
Boston #1120	Full-Scope Review	
Springfield #8000	Full-Scope Review	
Barnstable #0740	Limited-Scope	
Brockton #1200	Limited-Scope	
Fitchburg #2600	Limited-Scope	
Lowell #4560	Limited-Scope	
New Bedford #5400	Limited-Scope	
Pittsfield #6320	Limited-Scope	
Worcester #9240	Limited-Scope	
Non-MSA Areas	Limited-Scope	
State of New Hampshire		
Nashua #5350	Full-Scope Review	
Manchester #4760	Limited-Scope	
Portsmouth #6450	Limited-Scope	
State of Rhode Island		
Non-MSA Areas	Full-Scope Review	

Appendix B: Summary of Multistate Metropolitan Area and State Ratings

RATINGS		BANK NAME		
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/ Multistate Rating
BankBoston, N.A.	O	O	HS	O
Multistate Metropolitan Area or State:				
Lawrence MA-NH	O	LS	HS	S
New London-Norwich CT-RI	LS	O	LS	S
Providence-Fall River RI-MA	O	HS	O	O
Connecticut	O	O	LS	O
Massachusetts	O	O	O	O

New Hampshire	HS	O	LS	S
Rhode Island	LS	LS	LS	S

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

Appendix C: Summary of Deposit and Lending Activity by Rating Area

Lending and Deposit Activity Used in Weighting for Ratings

Evaluation Period: January 1, 1997 To December 31, 1998		
	% of Total Deposits in Area	% of Total Reported Bank Loans in Rated Area
Multistate MSA		
Lawrence MA-NH	0.7%	3.3%
New London-Norwich CT-RI	nil	0.4%
Providence-Fall River RI-MA	10.1%	13.1%
States:		
Connecticut	8.0%	10.4%
Massachusetts	80.5%	69.7%
New Hampshire	0.3%	2.6%
Rhode Island	0.3%	0.5%

Appendix D: Market Profiles for Full-Scope Areas

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Market Profiles for Areas Receiving Full-Scope Reviews

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Lawrence MA-NH Multistate Metropolitan Area

Demographic Information for Full-Scope Area: Lawrence MA-NH Multistate Metropolitan Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA % of #
Geographies (Census Tracts/BNAs)	75	13.3	16.0	53.3	14.7	2.7
Population by Geography	353,409	7.6	15.4	60.8	16.2	0
Owner-Occupied Housing by Geography	80,537	1.7	8.5	69.3	20.5	0
Businesses by Geography	12,371	10.4	8.9	64.5	16.2	0
Farms by Geography	272	1.1	2.6	70.9	25.4	0
Family Distribution by Income Level	93,535	20.1	16.9	25.6	37.4	0
Distribution of Low- and Moderate-Income Families throughout AA Geographies	34,584	13.8	23.9	55.4	6.9	0
Median Family Income HUD Adjusted Median Family Income for 1998 Households Below the Poverty Level	= \$46,609 = \$56,700 = 9.3%	Median Housing Value Unemployment Rate (March, 1999)		= \$156,342 = 4.6%		

Source: 1990 U.S. Census and 1998 HUD updated MFI.

BankBoston operates 16 branches and 33 ATMs within the Lawrence, MA - NH multistate MSA. Their assessment area includes all 25 cities and towns in this MSA. Based on deposits, BankBoston ranks sixth. Deposits in this multistate MSA represent 0.7 percent of the bank's overall deposit base. The bank is one of 30 banks competing for deposits in the multistate MSA. Competitors include Fleet National Bank, First Essex Savings Bank, Massbank for Savings, Lawrence Savings Bank and Andover Savings Bank.

From the end of World War II through the 1960's, the economy of this area was influenced by the decline of the textile industry. The area's dramatic rebirth during the 1970's and 1980's was the result of the high technology boom along Route 128 and the defense industry buildup. When the computer industry crashed in the late 1980's, and deep cuts were made in defense spending, the over-concentration in these two industries resulted in a sharp economic downturn.

Overall, the economic base of the region remains in traditional manufacturing, employing nearly 22 percent of the workforce, compared to 15 percent statewide. This remains sharply down from its 1992 level of 32 percent. Key manufacturers include Malden Mills Industries, Cardinal Shoe Corporation, Grieco Brothers, Polo Clothing, Bull Worldwide Information Systems, New Balance, and Dolan-Jenner, a fiber optics manufacturer. Lawrence General Hospital is also a major employer in the area.

Low and moderate areas are found only in Lawrence, Haverhill, and Methuen, with Lawrence

accounting for 75 percent of the low and moderate CTS. The Lawrence economy lacks employment opportunities, and it depends on a relatively small number of employers. There is also a need to create jobs for its residents as the majority of people who work in Lawrence live elsewhere. Attracting new business to the city has been extremely difficult. Only nine percent of the city residents have college or advanced degrees. The area is in great need of economic revitalization that will augment the number and quality of jobs available. This revitalization is especially true in the part of the city north of the Merrimack River, which is in serious economic distress. However, the city has some important locational advantages, including access to Route 495, and stock of unused mills, which have the potential to provide low-rent facilities. In addition, the area has an abundant stock of lowcost labor.

The MSA continued to lose manufacturing jobs in 1997, but had some growth in government, trade, and services. In comparison, the city of Lawrence is losing jobs across the board, with one exception in the rise in construction employment. As of March 1999, the MSA not seasonally adjusted unemployment rate was 4.6 percent, higher than both the state average of 3.4 percent and New England at 3.5 percent.

The bank's primary business focus in the multistate MSA has been affordable housing, small business, and community development loans. We met with one community contact in this area which is involved in economic development. They discussed an innovative program that BankBoston is involved in for lead paint abatement. They stated that originally there were five banks interested in the program but that BankBoston was the only one involved.

New London-Norwich CT-RI Multistate Metropolitan Area

Demographic Information for Full-Scope Area: New London-Norwich Multistate Metropolitan Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA % of #
Geographies (Census Tracts/BNAs)	75	4.0	16.0	52.0	20.0	8.0
Population by Geography	290,765	1.5	18.6	57.6	20.9	1.4
Owner-Occupied Housing by Geography	69,069	0.4	10.5	62.8	26.3	0
Businesses by Geography	10,522	4.3	13.5	54.3	27.9	0
Farms by Geography	242	0.8	6.6	57.9	34.7	0
Family Distribution by Income Level	77,206	16.2	19.6	26.6	37.6	0
Distribution of Low- and Moderate-Income Families throughout AA Geographies	27,652	2.8	29.5	54.6	13.1	0
Median Family Income HUD Adjusted Median Family Income for 1998 Households Below the Poverty Level	= \$42,416 = \$52,300 = 6.9%	Median Housing Value Unemployment Rate (March, 1999)		= \$149,771 = 3.2%		

Source: 1990 U.S. Census and 1998 HUD updated MFI.

BankBoston operates two branches and two ATMs within the New London - Norwich, CT-RI multistate MSA. Their assessment area includes all 22 cities and towns in this MSA. Deposits in this multistate MSA represent less than 1 percent of the bank's overall deposit base. Based on deposits, BankBoston ranks sixth. Competitors include Citizen's Bank of Connecticut, Norwich Savings Society, and Fleet National Bank. People's Bank is aggressively trying to build market share.

The New London economy is small relative to other areas, but is one of the fastest growing in the state of Connecticut because of the presence of two casinos at Ledyard and Montville. There is also expansion at the Mystic seaport, including an aquarium, hotels, cinemas, and a sports complex, to support tourism. However, despite these developments, the population is not increasing. Employment totals 128,000 people, with retail sales in the area estimated at \$1.2 billion. There are few major employers in the area, with the exception of Electric Boat and the casinos. As of March 1999, the MSA's not seasonally adjusted unemployment rate was 3.2 percent, comparable to the 3.3 percent state of Connecticut level.

The bank's primary business focus in this multistate MSA has been affordable housing, small business, and community development loans. Community contacts have identified similar needs.

Providence-Fall River RI-MA Multistate Metropolitan Area

Demographic Information for Full-Scope Area: Providence-Fall River RI-MA Multistate Metropolitan Area)						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA % of #
Geographies (Census Tracts/BNAs)	255	4.3	22.4	53.7	18.0	1.6
Population by Geography	1,134,365	2.4	19.6	58.5	19.5	0
Owner-Occupied Housing by Geography	252,570	0.7	9.9	65.2	24.2	0
Businesses by Geography	37,653	5.0	17.3	58.7	19.0	0
Farms by Geography	803	0.4	7.6	63.3	28.7	0
Family Distribution by Income Level	297,759	19.3	17.8	25.3	37.6	0
Distribution of Low- and Moderate-Income Families throughout AA Geographies	110,455	4.0	30.2	54.9	10.9	0
Median Family Income HUD Adjusted Median Family Income for 1998 Households Below the Poverty Level	= \$38,773 = \$46,900 = 10.8%	Median Housing Value Unemployment Rate (March, 1999)		= \$132,998 = 4.0%		

Source: 1990 U.S. Census and 1998 HUD updated MFI.

BankBoston operates 56 branches and 72 ATMs within the Providence-Fall River, RI-MA multistate MSA. Their assessment area includes all 41 cities and towns in this MSA. Based on deposits, BankBoston ranks third. Deposits in this multistate MSA represent 10 percent of the bank's overall deposit base. The major competitors are Fleet National Bank and Citizens Bank of Rhode Island.

The Rhode Island economy has exhibited slow growth, due in part, to improvements in productivity. The labor market is dependent on traditional manufacturing, has an older workforce and has been unable to diversify its economy. In particular, there has been a very slow rate of growth for new businesses, and a growing number of state residents find employment in Connecticut and Massachusetts.

In the MSA, only 20 percent of the population has college or advanced degrees, one of the lowest of all New England metropolitan areas. In comparison, the City of Providence, has one of the highest shares of college graduates relative to other central cities in the MSA. Brown University, one of the oldest colleges in the country, is located in Providence, as well as Rhode Island College, Providence College, Johnson and Wales, and the Rhode Island School of Design.

Major employers include Fleet Financial Group, Blue Cross-Blue Shield of Rhode Island, Lifespan & Care England, The Providence Journal, International Packaging Company, American Insulated Wire Corporation, Nortek, Inc., and School House Candy Company. The mix of major employers reflects

the dominance in the economy of traditional manufacturing. Providence produces a variety of manufactured goods, including metal and machine tools, silverware, and rubber goods and has a major port, including petroleum products for distribution in southern New England.

Unemployment rates are still relatively high as compared to many of the MSAs in the region. The not seasonally adjusted unemployment rate for the entire MSA was 4.0 percent, as of March 1999, higher than both the state at 3.6 percent and New England at 3.5 percent.

The strongest growth sectors in the MSA are retail trade, business services and health services. In both the City of Providence and the MSA, retail sales have increased by 39 percent since 1992. Business services represent one of the fastest sources of growth for small business. In addition, there is optimism in the area regarding the impact of an announced expansion by Fidelity in North Smithfield.

The bank's primary business focus in this multistate MSA has been affordable housing, small business, and community development loans. Community contacts identified affordable housing and foreclosure prevention programs as the primary need in the area. A contact also noted that BankBoston's commitment to the community seemed to come from top management which is essential.

State of Connecticut Full-Scope Areas

Hartford CT MSA

Demographic Information for Full-Scope Area: Hartford MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA % of #
Geographies (Census Tracts/BNAs)	308	9.7	13.0	55.5	19.5	2.3
Population by Geography	1,191,336	7.4	12.7	60.4	19.1	0.4
Owner-Occupied Housing by Geography	289,158	1.3	7.2	67.4	24.1	0
Businesses by Geography	45,503	5.7	10.7	60.8	21.8	1.0
Farms by Geography	1,067	0.9	6.0	60.6	32.5	0
Family Distribution by Income Level	314,524	17.6	18.5	26.9	37.1	0
Distribution of Low- and Moderate-Income Families throughout AA Geographies	113,465	14.0	18.2	57.7	10.1	0
Median Family Income HUD Adjusted Median Family Income for 1998 Households Below the Poverty Level	= \$48,261 = \$58,708 = 7.2%	Median Housing Value Unemployment Rate (March 1999)		= \$164,615 = 3.4%		

Source: 1990 U.S. Census and 1998 HUD updated MFI.

BankBoston operates 32 branches and 43 ATMs in the Hartford MSA. This assessment area includes all cities and towns in the Hartford MSA plus the town of Torrington. Based on deposits, BankBoston is ranked second behind Fleet National Bank. Deposits in the Hartford MSA represent 4.3 percent of the Bank's overall deposit base and lending in the Hartford MSA is approximately 4.8 percent of total reported loans in the area.

The Bank's primary business focus in Hartford has been affordable housing, small business, and community development loans. Community contacts have identified very small loans for businesses as a need. In addition, affordable housing loans and homebuyer training were important. Contacts also commented that access to banking services are not as widely available in low-and moderate-income areas as higher-income areas. BankBoston was credited with their activity with the state in loan program development and participation in loan pools.

The Hartford metro area is home to about a third of the state's population and has traditionally provided more than a third of the jobs. Per capita income in 1997 of \$31,500 was 26 percent above the U.S. average. Despite the size of the Hartford market, it has been hard hit by structural changes in the insurance and defense industry. The area's economy is dominated by two industries: insurance and aerospace. In the 1990's, Hartford's large insurance companies have been battered by losses on real

estate investments, extraordinary property and casualty claims and the shift to managed health care. Defense spending cuts and competition in the commercial markets have forced major reductions in the aerospace payrolls over the past decade, a trend only recently reversed by an upturn in the commercial aircraft market. Thus, Hartford's economic recovery is lagging behind the rest of New England.

The Federal Reserve Bank of Boston reported in New England Economic Indicators, February 1998 that employment in the Hartford labor market area had an increase of 4000 jobs from 1996 to 1997, but only represented a 0.7 percent increase. As of March 1999, the unemployment rate for the Hartford MSA at 3.4 percent is close to the State's unemployment rate of 3.3 percent, unadjusted, and has not changed since April 1998. However, an increase of 26,300 jobs was noted for the State over the year.

Wide disparities exist between the impoverished central city and its affluent suburbs. More than 80 percent of the households in the city of Hartford reside in low or moderate-income CTS. Among the largest employers now in the Hartford MSA are in health and education. The area is getting a boost with the expansion of two malls.

The Bank faces significant competition in the Hartford area, especially in the low- and moderate-income areas from Fleet National Bank, mortgage companies, and local community banks.

State of Massachusetts Full-Scope Areas

Boston MA MSA

Demographic Information for Full-Scope Area: Boston MA MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA % of #
Geographies (Census Tracts/BNAs)	711	6.8	23.0	44.9	22.8	2.5
Population by Geography	3,226,843	3.9	20.4	51.0	24.6	0.1
Owner-Occupied Housing by Geography	691,701	0.9	12.7	55.3	31.1	0
Businesses by Geography	135,848	6.9	14.9	46.5	31.7	0
Farms by Geography	2,217	1.2	8.7	54.0	36.1	0
Family Distribution by Income Level	796,836	19.3	18.1	24.0	38.6	0
Distribution of Low- and Moderate-Income Families throughout AA Geographies	298,094	6.8	29.8	50.3	13.1	0
Median Family Income	= \$48,688	Median Housing Value				= \$195,887
HUD Adjusted Median Family Income for 1998	= \$60,000	Unemployment Rate (March 1999)				= 2.7%
Households Below the Poverty Level	= 8.7%					

Source: 1990 U.S. Census and 1998 HUD updated MFI.

Boston is the state capital and the largest city within Massachusetts. The Boston MSA represents nearly 30 percent of the households within the Bank's assessment area. Boston benefits from its strategic location, diversified industry structure, research resources and a well-educated workforce. Several clusters of interrelated industries dominate the market these include: education, financial services, information technology and health care. Not only is the Boston MSA fast growing, but its growth is relatively stable due to its diversification. The near future will be influenced by the performance of the four dominant industries coupled with the potential growth of those businesses which will benefit from the timely completion of the major transportation projects. Major drawbacks in the area are high energy, labor, and real estate costs, dependence on defense related industries, and aging physical infrastructures.

The Federal Reserve Bank of Boston, New England Economics Indicators, February 1998, reports that in 1997 there was an increase of 37,300 jobs from 1996, the same increase as the entire state of Connecticut. Thus, the unemployment rate fell from 3.7 percent in 1996 to 3.3 percent in 1997. There has been growth in almost every sector. In 1998 and 1999, the growth continues. The Bureau of Labor Statistics reported that among the New England states, Massachusetts led the region in employment gains with 51,600 jobs added between April 1998 and April 1999. The seasonally adjusted unemployment rate as of March 1999 for the Commonwealth of Massachusetts was 2.8 percent. The unemployment rate for the Boston MSA was slightly lower at 2.7 percent, however, this

rate has not yet been adjusted.

Affordable housing remains the number one credit need in this MSA. More than 30 percent of the city’s new housing units were developed with some public assistance. The owner-occupied rate for the MSA is 53 percent, however, within the city of Boston it drops to 28 percent. Community contacts credited BankBoston with their responsiveness to small business needs and their collaboration with a group of CDCs that support small businesses. The bank was considered to be open to new programs. Their conversion of their required loan commitment to MHP to an equity contribution was considered to be innovative and responsive to needs.

BankBoston operates 199 branches and 572 ATMs in this MSA. Lending in this MSA accounts for 63 percent of the mortgage lending and 69.5 percent of the small business lending within the state. Competition within this market stems from Fleet National Bank, Citizen’s Bank, State Street, PNC BANK, Bank,, US Trust and Mellon Bank, NA. Competition is high due to the number of large and small banks which serve these communities. BankBoston holds the largest deposit share in this MSA and provides a full range of services through traditional means and through its First Community Bank (FCB).

Springfield MA MSA

Demographic Information for Full-Scope Area: Springfield MA MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA % of #
Geographies (Census Tracts/BNAs)	120	10.8	11.7	53.3	19.2	5.0
Population by Geography	596,775	9.7	10.6	59.4	20.0	0.3
Owner-Occupied Housing by Geography	131,071	1.6	6.2	66.4	25.8	0
Businesses by Geography	19,593	8.8	15.4	58.8	16.4	0.6
Farms by Geography	498	0.6	5.4	63.3	31.7	0
Family Distribution by Income Level	149,868	20.9	16.5	24.4	38.7	0
Distribution of Low- and Moderate-Income Families throughout AA Geographies	56,030	15.4	15.0	58.3	11.3	0
Median Family Income	= \$38,097	Median Housing Value				= \$122,485
HUD Adjusted Median Family Income for 1998	= \$45,500	Unemployment Rate (March 1999)				= 3.8%
Households Below the Poverty Level	= 12.1%					

Source: 1990 U.S. Census and 1998 HUD updated MFI.

BankBoston operates 30 branches and 83 ATMs in the Springfield MSA. Based on deposits, BankBoston is ranked third behind Fleet National Bank and Springfield Institute for Savings. Deposits

in the Springfield MSA represent 2.1 percent of the Bank's overall deposit base and lending in the Springfield MSA was approximately 5.4 percent of total reported loans in the area.

The Bank's primary business focus in Springfield has been affordable housing, small business, and community development loans. Community contacts have identified similar needs.

The Federal Reserve Bank of Boston reported in New England Economic Indicators, February 1998 that employment in the Springfield labor market area had a modest increase of 0.7 percent increase from 1996 to 1997, well below the state increase of 2.4 percent. As of March 1999, the seasonally unadjusted unemployment rate for the Springfield MSA was 3.0 percent.

Major employers include Mass Mutual Life Insurance Co., Republican Co., and Westvaco Corp., as well as Bay State Medical and Sisters of Providence.

Competition in the Springfield Area is increasing, especially from Fleet National Bank and the Springfield Institute for Savings. Through BankBoston's First Community Bank, seminars and various outreach programs have been instituted to enhance economic development initiatives and competitive strategies.

State of New Hampshire Full-Scope Areas

Nashua, NH MSA

Demographic Information for Full-Scope Area: Nashua NH MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA % of #
Geographies (Census Tracts/BNAs)	32	0	18.8	62.5	18.7	0
Population by Geography	171,107	0	15.4	64.4	20.2	0
Owner-Occupied Housing by Geography	42,715	0	9.4	66.3	24.3	0
Businesses by Geography	7,141	0	18.7	61.9	19.4	0
Farms by Geography	156	0	8.3	69.2	22.5	0
Family Distribution by Income Level	46,310	15.0	19.3	29.6	36.1	0
Distribution of Low- and Moderate-Income Families throughout AA Geographies	15,849	0	25.6	63.0	11.4	0
Median Family Income	= \$49,951	Median Housing Value				= \$139,836
HUD Adjusted Median Family Income for 1998	= \$59,600	Unemployment Rate (March 1999)				= 3.3%
Households Below the Poverty Level	= 5.2%					

Source: 1990 U.S. Census and 1998 HUD updated MFI.

BankBoston operates 8 branches and 16 ATMs in the Nashua MSA. Based on deposits, BankBoston is ranked sixth similar to its ranking for the entire state of New Hampshire. Deposits in the Nashua MSA represent 0.3 percent of the Bank's overall deposit base and lending in the Nashua MSA is approximately 1.7 percent of total reported loans in the area.

The Bank's primary business focus in Nashua has been affordable housing, small business, and community development loans. Community contacts credited BankBoston for their efforts in promoting the New Hampshire Equity fund which had floundered until the bank became involved.

The Federal Reserve Bank of Boston reported in New England Economic Indicators, February 1998 that employment in the Nashua labor market area had an increase of 3100 jobs from 1996 to 1997 or 3.6 percent. This growth is the fastest of any in the assessment areas in which BankBoston competes. Thus, the unemployment rate fell from 4.2 percent in 1996 to 2.6 percent in 1997. Nashua recently topped the list of Money magazine's 11th annual "Best Places to Live." This reflects the quality of life, the strength of the economy, low taxes and crime rates and solid health care facilities. Job growth continues, with 10,400 jobs added between April 1998 and 1999. As of March 1999, the unemployment rate for the Nashua MSA was 3.3 percent. However, this figure has not been seasonally adjusted.

State of Rhode Island Full-Scope Areas

Non-MSA Area

Demographic Information for Full-Scope Area: Non-MSA Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA % of #
Geographies (Census Tracts/BNAs)	19	0	15.8	63.2	10.5	10.5
Population by Geography	65,365	0	13.8	67.1	16.6	2.5
Owner-Occupied Housing by Geography	12,687	0	4.6	75.6	19.8	0
Businesses by Geography	2,931	0	5.7	84.9	9.4	0
Farms by Geography	77	0	6.5	70.1	23.4	0
Family Distribution by Income Level	16,344	17.9	18.7	24.8	38.6	0
Distribution of Low- and Moderate-Income Families throughout AA Geographies	5,994	0	21.8	67.1	11.1	0
Median Family Income	= \$40,639	Median Housing Value		= \$162,221		
HUD Adjusted Median Family Income for 1998	= \$46,400	Unemployment Rate (March 1999)		= 3.6%		
Households Below the Poverty Level	= 8.8%					

Source: 1990 U.S. Census and 1998 HUD updated MFI.

BankBoston's assessment area within the Non-MSA areas of Rhode Island includes nineteen CTS. Sixty-three percent of these CTS are middle-income. There are no low-income CTS in this Non MSA. The towns in the Non MSA includes Portsmouth, Melville, Newport, and New Shoreham.

The Bank's primary business focus in the Non MSA has been affordable housing, small business, and community development loans. Community contacts have identified similar needs.

Unemployment rate as of March 1999 was 3.6 percent and 3.0 percent when seasonally adjusted. The Bureau of Labor Statistics report that since April 1998, the jobless rate in Rhode Island has dropped 2.1 percent, the largest decline in the Northeast region. Most of the reduction has come during the last six months. There was an increase of 9200 jobs from April 1998 to April 1999. The other New England states recorded rate declines in the range of 0.3 to 0.6 percent changes with the exception of Connecticut which had no change over the year. This is slightly below the Providence MSA's unemployment rate of 4.0 percent, unadjusted.

Appendix E: Tables of Performance Data

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Content of Standardized Tables

A separate set of tables is provided for each state and multistate metropolitan area. The tables cover the entire CRA evaluation period. 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: purchased loans are treated as originations; market rank is based on the number of loans made by the bank as compared to all other lenders in the MSA/assessment area; and market share is the number of loans originated by the bank as a percentage of the aggregate number of reportable loans originated by all lenders in the MSA/assessment area. 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 by the bank over the evaluation period by MSA/assessment area.
- Table 2. Geographic Distribution of HMDA Home Purchase Loan Originations** - Compares the percentage distribution of the number of loans originated 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 rank and market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of HMDA Home Improvement Loan Originations** - See Table 2.
- Table 4. Geographic Distribution of HMDA Refinance Loan Originations** - See Table 2.
- Table 5. Geographic Distribution of HMDA Multifamily Loan Originations** - See Table 2.
- Table 6. Geographic Distribution of Small Business Loan Originations** - The percentage distribution of the number of small loans (< \$1 million) to businesses originated 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 rank and market share information based on the most recent aggregate market data available.
- Table 7. Geographic Distribution of Small Farm Loan Originations** - The percentage distribution of the number of small loans (< \$500,000) to farms originated 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 rank and market share information based on the most recent aggregate market data available.
- Table 8. Borrower Distribution of HMDA Home Purchase Loan Originations** - Compares the percentage distribution of the number of loans originated by the bank to low-, moderate-, middle- and upper-income borrowers to the percentage distribution of families by income level in each MSA/assessment area. The table also presents market rank and market share information based on the most recent aggregate market data available.
- Table 9. Borrower Distribution of HMDA Home Improvement Loan Originations** - See Table 8.
- Table 10. Borrower Distribution of HMDA Refinance Loan Originations** - See Table 8.
- Table 11. Borrower Distribution of Small Business Loan Originations** - Compares the percentage distribution of the number of small loans (< \$1 million) originated 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. The table also presents the percentage distribution of the number of loans originated 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 Farm Loan Originations - Compares the percentage distribution of the number of small loans (< \$500 thousand) originated 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. The table also presents the percentage distribution of the number of loans originated 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. Qualified Investments - Presents the number and dollar amount of qualified investments made by the bank in each MSA/assessment area.

Table 14. Distribution of Branch and ATM Delivery System - Compares the percentage distribution of the number of the bank's retail branches and ATMs in low-, moderate-, middle- and upper-income geographies to the percentage of the population within each geography.

Table 15. Geographic and Borrower Distribution of Consumer Loan Originations (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 the population 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 MSA/assessment area.

Table 1. Lending Volume

LENDING VOLUME													MultiState MSA		Evaluation Period: January 1, 1997 To December 31, 1998	
MSA/Assessment Area:	% of Total Bank Deposits in Rated Area	Home Mortgage*		Small Business		Small Farm		Community Development		Total Reported Loans		% of Total Reported Bank Loans in Rated Area				
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)					
Full-Scope:																
Lawrence MA-NH	100%	648	62,143	525	15,460	0	0	5	461	1,178	78,064	100%				
New London- Norwich CT-RI	100%	139	17,483	14	1,803	0	0	1	10,000	154	29,286	100%				
Providence-Fall River RI-MA	100%	2,528	258,284	2,125	138,637	0	0	28	18,271	4681	415,192	100%				
Limited-Scope:																

*The Home Mortgage column includes all HMDA reportable loans including Home Purchase, Improvement, Refinance, and Multifamily loans. Since there is not separate table for Multifamily loans, Table 1 will not equal the sum of Tables 2, 3, and 4. The volume of Multifamily loans is nominal and insignificant to the overall analysis.

Table 2. Geographic Distribution of Home Purchase Loan Originations

Geographic Distribution: HOME PURCHASE																MultiState MSA				Evaluation Period: January 1, 1997 To December 31, 1998			
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Purchase Loans								
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total							
Full-Scope:																							
Lawrence MA-NH	1.7%	15.4%	8.5%	51.4%	69.3%	24.0%	20.5%	9.1%	19	1.8	9.0	12.3	0.6	1.0	350	100%							
New London- Norwich CT-RI	0.3%	0.0%	10.5%	2.4%	62.8%	61.0%	26.3%	36.6%	32	0.9	0.0	0.4	1.0	0.8	82	100%							
Providence-Fall River RI-MA	0.7%	1.3%	9.9%	13.5%	65.2%	61.0%	24.2%	23.8%	4	4.2	5.4	6.1	4.3	3.4	1524	100%							
Limited-Scope:																							

(*) Based on 1997 Aggregate HMDA Data only.

Table 3. Geographic Distribution of Home Improvement Loan Originations

Geographic Distribution: HOME IMPROVEMENT																MultiState MSA		Evaluation Period: January 1, 1997 To December 31, 1998	
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Improvement Loans				
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total			
Full-Scope:																			
Lawrence MA-NH	1.7%	14.3%	8.5%	39.0%	69.3%	33.8%	20.5%	13.0%	4	5.3	41.2	19.5	2.3	5.4	77	100%			
New London- Norwich CT-RI	0.3%	0.0%	10.5%	0.0%	62.8%	100.0%	26.3%	0.0%	--	0.0	0.0	0.0	0.0	0.0	1	100%			
Providence-Fall River RI-MA	0.7%	1.7%	9.9%	22.4%	65.2%	43.1%	24.2%	25.9%	29	0.4	2.5	2.8	0.0	0.7	54	100%			
Limited-Scope:																			

(*) Based on 1997 Aggregate HMDA Data only.

Table 4. Geographic Distribution of Home Mortgage Refinance Loan Originations

Geographic Distribution: HOME MORTGAGE REFINANCE																
MultiState MSA										Evaluation Period: January 1, 1997 To December 31, 1998						
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Mortgage Refinance Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Lawrence MA-NH	1.7%	1.4%	8.5%	4.6%	69.3%	67.9%	20.5%	26.1%	26	1.1	2.5	1.2	1.2	0.7	218	100%
New London- Norwich CT-RI	0.3%	0.0%	10.5%	5.4%	62.8%	64.3%	26.3%	30.4%	51	0.4	0.0	0.0	0.4	0.6	56	100%
Providence-Fall River RI-MA	0.7%	0.7%	9.9%	5.6%	65.2%	59.9%	24.2%	32.6%	19	1.4	0.6	1.0	1.4	1.6	910	100%
Limited-Scope:																

(*) Based on 1997 Aggregate HMDA Data only.

Table 5. Geographic Distribution of Small Business Loan Originations

Geographic Distribution: SMALL BUSINESS MultiState MSA Evaluation Period: January 1, 1997 To December 31, 1998																
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Business Loans	
	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Lawrence MA-NH	10.4%	10.1%	9.0%	5.9%	64.5%	62.9%	16.2%	21.1%	4	7.7	4.4	4.6	7.7	10.9	525	100%
New London- Norwich CT-RI	4.3%	7.1%	13.5%	14.3%	54.3%	57.1%	27.9%	21.4%	24	0.2	0	0	0.2	0.3	14	100%
Providence-Fall River RI-MA	5.0%	7.6%	17.3%	19.7%	58.7%	50.2%	19.0%	22.5%	4	9.3	14.4	13.0	7.7	9.8	2125	100%
Limited-Scope:																

(*) Based on 1997 Aggregate Small Business Data only.

Table 6. Geographic Distribution of Small Farm Loan Originations

Geographic Distribution: SMALL FARM MultiState MSA Evaluation Period: January 1, 1997 To December 31, 1998																
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Farm Loans	
	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Lawrence MA-NH	1.1%	0.0%	2.6%	0.0%	71.0%	0.0%	25.4%	0.0%	--	--	--	--	--	--	0	0%
New London- Norwich CT-RI	0.8%	0.0%	6.6%	0.0%	57.9%	0.0%	34.7%	0.0%	--	--	--	--	--	--	0	0%
Providence-Fall River RI-MA	0.4%	0.0%	7.6%	0.0%	63.3%	0.0%	28.8%	0.0%	--	--	--	--	--	0	0%	
Limited-Scope:																

(*) Based on 1997 Aggregate Small Farm Data only.

Table 7. Borrower Distribution of Home Purchase Loan Originations

Borrower Distribution: HMDA HOME PURCHASE		MultiState MSA		Evaluation Period: January 1, 1997 To December 31, 1998												
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Purchase Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Lawrence MA-NH	20.1%	25.4%	16.9%	39.1%	25.6%	19.4%	37.4%	14.0%	19	1.8	8.5	4.5	1.4	0.9	350	100%
New London- Norwich CT-RI	16.2%	8.5%	19.6%	12.2%	26.6%	26.8%	37.6%	43.9%	32	0.9	1.9	0.6	1.3	1.0	82	100%
Providence-Fall River RI-MA	19.3%	8.3%	17.8%	29.3%	25.3%	29.4%	37.6%	28.3%	4	4.4	10.9	7.5	4.8	3.3	1524	100%
Limited-Scope:																

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 8. Borrower Distribution of Home Improvement Loan Originations

Borrower Distribution: HOME IMPROVEMENT																	MultiState MSA		Evaluation Period: January 1, 1997 To December 31, 1998				
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Improvement Loans								
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total							
Full-Scope:																							
Lawrence MA-NH	20.1%	27.3%	16.9%	31.2%	25.6%	23.4%	37.4%	18.2%	4	5.3	18.9	6.7	4.6	2.3	77	100%							
New London- Norwich CT-RI	16.2%	0.0%	19.6%	0.0%	26.6%	0.0%	37.6%	100.0%	--	0.0	0.0	0.0	0.0	0.0	1	100%							
Providence-Fall River RI-MA	19.3%	14.8%	17.8%	22.2%	25.3%	27.8%	37.6%	31.5%	29	0.4	1.7	0.6	0.3	0.3	54	100%							
Limited-Scope:																							

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 9. Borrower Distribution of Home Mortgage Refinance Loan Originations

Borrower Distribution: HOME MORTGAGE REFINANCE																MultiState MSA		Evaluation Period: January 1, 1997 To December 31, 1998	
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Mortgage Refinance Loans				
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total			
Full-Scope:																			
Lawrence MA-NH	20.1%	4.6%	16.9%	12.0%	25.6%	24.4%	37.4%	48.8%	26	1.1	1.0	1.6	1.0	1.2	218	100%			
New London- Norwich CT-RI	16.2%	0.0%	19.6%	12.5%	26.6%	21.4%	37.6%	37.5%	51	0.4	0.0	0.4	0.1	0.7	56	100%			
Providence-Fall River RI-MA	19.3%	2.1%	17.8%	10.9%	25.3%	20.2%	37.6%	40.0%	19	1.4	0.9	1.8	1.3	1.5	910	100%			
Limited-Scope:																			

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 10. Borrower Distribution of Small Business Loan Originations

Borrower Distribution: SMALL BUSINESS MultiState MSA Evaluation Period: January 1, 1997 To December 31, 1998											
MSA/Assessment Area:	Businesses with Revenues of \$1 million or less			Loans by Original Amount Regardless of Business Size			Market Share****		Total Small Business Loans		
	% of Businesses*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size
Full-Scope:											
Lawrence MA-NH	75%	47%	45%	95.0	2.5	2.5	7.7	6.0	525	100%	29,447
New London- Norwich CT-RI	76%	64%	48%	78.6	0.0	21.4	0.2	0.1	14	100%	25,242
Providence-Fall River RI-MA	76%	57%	44%	86.0	6.7	7.3	9.3	10.7	2,125	100%	65,240
Limited-Scope:											

(*) As a percentage of businesses with known revenues.
 (**) As a percentage of loans with revenue information available. No information was available for 27% of loans originated.
 (***) The market consists of all other Small Business reporters in BANK's assessment area and is based on 1997 Aggregate Small Business Data only.
 (****) Based on 1997 Aggregate Small Business Data only.

Table 11. Borrower Distribution of Small Farm Loan Originations

Borrower Distribution: SMALL FARM			MultiState MSA			Evaluation Period: January 1, 1997 To December 31, 1998					
MSA/Assessment Area:	Farms with Revenues of \$1 million or less			Loans by Original Amount Regardless of Farm Size			Market Share****		Total Small Farm Loans		
	% of Farms*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$500,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size
Full-Scope:											
Lawrence MA-NH	93%	0%		0	0	0			0	0	
New London- Norwich CT-RI	92%	0%		0	0	0			0	0	
Providence-Fall River RI-MA	94%	0%		0	0	0			0	0	
Limited-Scope:											

(*) As a percentage of farms with known revenues.

(**) As a percentage of loans with revenue information available.

(***) The market consists of all other Small Farm reporters in BANK's assessment area and is based on 1997 Aggregate Small Farm Data only.

(****) Based on 1997 Aggregate Small Farm Data only.

Table 12. Qualified Investments

QUALIFIED INVESTMENTS									
			MultiState MSA		Evaluation Period: January 1, 1997 TO December 31, 1998				
MSA/Assessment Areas:	Prior Period Investments*			Current Period Investments			Total Investments		
	#	\$ (000's)	%**	#	\$ (000's)	%**	#	\$ (000's)	% of Total \$'s
Full-Scope:									
Lawrence MA-NH MSA	1	70	76.1%	10	22	23.9%	11	\$92	100%
New London-Norwich CT-RI MSA	1	71	86.6%	5	11	13.4%	6	\$82	100%
Providence-Fall River, RI-MA MSA	8	407	9.7%	37	3,795	90.3%	45	\$4,205	100%
Limited-Scope:									

(*) "Prior Period Investments" means investments made in a previous evaluation period that remain outstanding.

(**) Percentage of the dollars invested in that MSA/Assessment Area that are prior period investments or current period investments.

Table 13. Distribution of Branch and ATM Delivery System

DISTRIBUTION OF BRANCH AND ATM DELIVERY SYSTEM				MultiState MSA				Evaluation Period: January 1, 1997 To December 31, 1998									
MSA/Assessment Area:	Deposits	Branches						ATMs				Population					
	% of Total Deposits in Rated Area	# of BANK Branches	% of Total Branches in Rated Area	Location of Branches by Income of Geographies				# of BANK ATMs	% of Total BANK ATMs	Location of ATMs by Income of Geographies				% of the Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Scope:																	
Lawrence MA-NH	100%	16	100%	12.5	6.3	68.8	12.5	33	100%	6.1	3.0	66.7	24.2	7.6	15.4	60.8	16.2
New London- Norwich CT-RI	100%	2	100%	0	0	100.0	0	2	100%	0	0	100.0	0	1.5	18.6	57.6	20.1
Providence-Fall River RI-MA	100%	56	100%	7.1	16.1	57.1	19.6	72	100%	6.9	13.9	59.7	19.4	2.4	19.6	58.5	19.5
Limited-Scope:																	

Table 14. Geographic and Borrower Distribution of Consumer Loan Originations (Optional)

Geographic and Borrower Distribution: CONSUMER LOANS																			MultiState MSA				Evaluation Period: January 1, 1998 To December 31, 1998			
MSA/Assessment Area:	Geographic Distribution								Borrower Distribution																	
	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Total Consumer Loans									
	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	#	% of Total								
Full-Scope:																										
Lawrence MA-NH	8%	4%	15%	10%	61%	61%	16%	25%	24%	27%	15%	15%	21%	15%	40%	24%	8,381	100%								
New London- Norwich CT-RI	2%	1%	19%	9%	58%	69%	21%	21%	20%	25%	18%	19%	23%	15%	39%	16%	808	100%								
Providence-Fall River RI-MA	2%	2%	20%	14%	58%	57%	19%	27%	25%	25%	15%	18%	20%	17%	40%	24%	31,654	100%								
Limited-Scope:																										

(*) The percentage of the population in the MSA/assessment area that resides in these geographies.

The percentages by Borrower Distribution do not total 100% in all cases. This is due to the missing income information on some applicants which results in an N/A category -- not shown on this table.

Table 1. Lending Volume

LENDING VOLUME		State: Connecticut				Evaluation Period: January 1, 1997 To December 31, 1998						
MSA/Assessment Area:	% of Total Bank Deposits in Rated Area	Home Mortgage		Small Business		Small Farm		Community Development		Total Reported Loans		% of Total Reported Bank Loans in Rated Area
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full-Scope:												
Hartford CT MSA	53.2	627	63,720	1,082	60,172	0	0	20	34,396	1,729	158,288	46.6
Limited-Scope:												
Bridgeport CT MSA	8.1	256	30,703	137	7,958	0	0	2	6,500	395	45,161	10.7
Danbury CT MSA	2.1	45	6,014	39	7,042	0	0	0	0	84	13,056	2.3
New Haven CT MSA	20.9	285	29,329	484	33,100	0	0	9	1,978	778	64,407	21.0
Stamford CT MSA	0	76	18,158	50	6,318	0	0	0	0	126	24,476	3.4
Waterbury CT MSA	15.7	201	18,685	391	23,950	0	0	4	27,768	596	70,403	16.1

Table 2. Geographic Distribution of Home Purchase Loan Originations

Geographic Distribution: HOME PURCHASE																State: Connecticut		Evaluation Period: January 1, 1997 To December 31, 1998	
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Purchase Loans				
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total			
Full-Scope:																			
Hartford CT MSA	1.3%	3.3%	7.2%	18.2%	67.4%	65.8%	24.1%	13.5%	33	0.9	2.9	2.3	0.9	0.3	363	46%			
Limited-Scope:																			
Bridgeport CT MSA	1.8%	0.6%	7.5%	10.1%	59.5%	69.8%	31.1%	19.5%	22	1.2	1.1	2.6	1.4	0.6	159	20%			
Danbury CT MSA	0.0%	0.0%	11.3%	5.6%	65.4%	72.2%	23.4%	22.2%	90	0.1	0.0	0.0	0.1	0.3	18	2%			
New Haven CT MSA	2.7%	3.4%	11.0%	16.0%	55.8%	51.3%	30.5%	29.4%	40	0.7	1.2	1.4	0.6	0.4	119	15%			
Stamford CT MSA	3.2%	15.6%	15.4%	40.6%	38.2%	18.8%	43.2%	25.0%	84	0.2	1.4	0.7	0.1	0.0	32	4%			
Waterbury CT MSA	1.3%	0.0%	5.8%	7.8%	67.5%	71.1%	25.3%	21.1%	20	1.4	0.0	2.1	1.8	0.7	90	12%			

(*) Based on 1997 Aggregate HMDA Data only.

Table 3. Geographic Distribution of Home Improvement Loan Originations

Geographic Distribution: HOME IMPROVEMENT					State: Connecticut				Evaluation Period: January 1, 1997 To December 31, 1998							
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Improvement Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Hartford CT MSA	1.3%	17.2%	7.2%	10.3%	67.4%	62.1%	24.1%	10.3%	59	0.2	1.9	0.4	0.1	0.1	29	53%
Limited-Scope:																
Bridgeport CT MSA	1.8%	0.0%	7.5%	0.0%	59.5%	0.0%	31.1%	0.0%	--	0.0	0.0	0.0	0.0	0.0	0	0%
Danbury CT MSA	0.0%	0.0%	11.3%	0.0%	65.4%	0.0%	23.4%	0.0%	--	0.0	0.0	0.0	0.0	0.0	0	0%
New Haven CT MSA	2.7%	6.7%	11.0%	40.0%	55.8%	53.3%	30.5%	0.0%	43	0.1	0.0	1.3	0.0	0.0	15	27%
Stamford CT MSA	3.2%	0.0%	15.4%	0.0%	38.2%	100.0%	43.2%	0.0%	--	0.0	0.0	0.0	0.0	0.0	1	2%
Waterbury CT MSA	1.3%	0.0%	5.8%	20.0%	67.5%	60.0%	25.3%	20.0%	45	0.2	0.0	0.0	0.3	0.0	10	18%

(*) Based on 1997 Aggregate HMDA Data only.

Table 4. Geographic Distribution of Home Mortgage Refinance Loan Originations

Geographic Distribution: HOME MORTGAGE REFINANCE					State: Connecticut				Evaluation Period: January 1, 1997 To December 31, 1998							
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Mortgage Refinance Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Hartford CT MSA	1.3%	0.9%	7.2%	4.0%	67.4%	61.9%	24.1%	32.7%	56	0.4	0.6	0.2	0.4	0.6	223	35%
Limited-Scope:																
Bridgeport CT MSA	1.8%	0.0%	7.5%	3.1%	59.5%	60.4%	31.1%	36.5%	47	0.5	0.0	0.0	0.6	0.5	96	15%
Danbury CT MSA	0.0%	0.0%	11.3%	11.1%	65.4%	81.5%	23.4%	7.4%	80	0.2	0.0	0.0	0.3	0.1	27	4%
New Haven CT MSA	2.7%	0.7%	11.0%	8.2%	55.8%	49.7%	30.5%	41.5%	35	0.8	0.0	1.0	0.8	0.7	147	23%
Stamford CT MSA	3.2%	2.3%	15.4%	16.3%	38.2%	25.6%	43.2%	55.8%	87	0.2	0.0	0.3	0.1	0.2	43	7%
Waterbury CT MSA	1.3%	1.0%	5.8%	2.0%	67.5%	68.0%	25.3%	29.0%	22	1.4	2.3	0.0	1.8	0.8	100	16%

(*) Based on 1997 Aggregate HMDA Data only.

Table 5. Geographic Distribution of Small Business Loan Originations

Geographic Distribution: SMALL BUSINESS				State: Connecticut				Evaluation Period: January 1, 1997 To December 31, 1998								
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Business Loans	
	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Hartford CT MSA	5.7%	6.5%	10.7%	13.5%	60.8%	51.5%	21.8%	27.6%	8	3.3	5.3	4.3	2.8	3.7	1082	50%
Limited-Scope:																
Bridgeport CT MSA	6.7%	2.2%	12.7%	6.6%	55.9%	71.5%	23.7%	19.7%	15	1.0	0.0	0.5	1.0	1.4	137	6%
Danbury CT MSA	0.1%	0.0%	24.7%	25.6%	56.0%	74.4%	19.2%	0.0%	15	0.7	0.0	1.2	0.8	0	39	2%
New Haven CT MSA	6.2%	5.8%	15.4%	22.2%	51.3%	47.7%	27.1%	24.3%	8	4.2	5.9	6.5	3.8	3.5	484	22%
Stamford CT MSA	13.5%	18.0%	24.6%	24.0%	33.7%	22.0%	28.3%	36.0%	22	0.3	0.5	0.2	0.2	0.3	50	2%
Waterbury CT MSA	11.3%	12.8%	9.0%	6.6%	56.8%	54.5%	22.9%	25.8%	5	6.5	6.3	5.3	6.6	6.5	391	18%

(*) Based on 1997 Aggregate Small Business Data only.

Table 6. Geographic Distribution of Small Farm Loan Originations

Geographic Distribution: SMALL FARM																State: Connecticut		Evaluation Period: January 1, 1997 To December 31, 1998	
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Farm Loans				
	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total			
Full-Scope:																			
Hartford CT MSA	0.9%	0.0%	6.0%	0.0%	60.6%	0.0%	32.5%	0.0%	--	--	--	--	--	--	0	0%			
Limited-Scope:																			
Bridgeport CT MSA	2.6%	0.0%	5.0%	0.0%	53.2%	0.0%	39.1%	0.0%	--	--	--	--	--	--	0	0%			
Danbury CT MSA	0.0%	0.0%	5.0%	0.0%	67.2%	0.0%	24.1%	0.0%	--	--	--	--	--	--	0	0%			
New Haven CT MSA	0.9%	0.0%	8.6%	0.0%	50.0%	0.0%	42.4%	0.0%	--	--	--	--	--	--	0	0%			
Stamford CT MSA	9.4%	0.0%	6.8%	0.0%	37.2%	0.0%	33.9%	0.0%	--	--	--	--	--	--	0	0%			
Waterbury CT MSA	0.6%	0.0%	19.6%	0.0%	49.1%	0.0%	46.9%	0.0%	--	--	--	--	--	--	0	0%			

(*) Based on 1997 Aggregate Small Farm Data only.

Table 7. Borrower Distribution of Home Purchase Loan Originations

Borrower Distribution: HMDA HOME PURCHASE					State: Connecticut				Evaluation Period: January 1, 1997 To December 31, 1998							
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Purchase Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Hartford CT MSA	17.6%	20.9%	18.5%	36.9%	26.9%	21.2%	37.1%	16.5%	33	0.9	2.9	2.3	0.9	0.3	363	46%
Limited-Scope:																
Bridgeport CT MSA	19.5%	8.2%	18.0%	32.7%	24.1%	35.8%	38.4%	18.9%	22	1.2	1.1	2.6	1.4	0.6	159	20%
Danbury CT MSA	15.1%	11.1%	20.1%	22.2%	27.6%	33.3%	37.3%	22.2%	90	0.1	0.0	0.0	0.1	0.3	18	2%
New Haven CT MSA	18.6%	10.9%	18.5%	29.4%	25.1%	26.1%	37.7%	27.7%	40	0.7	1.2	1.4	0.6	0.4	119	15%
Stamford CT MSA	19.9%	21.9%	18.8%	12.5%	20.3%	25.0%	41.0%	31.3%	84	0.2	1.4	0.7	0.1	0.0	32	4%
Waterbury CT MSA	18.8%	12.2%	18.0%	31.1%	26.8%	31.1%	36.4%	23.3%	20	1.4	0.0	2.1	1.8	0.7	90	12%

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 8. Borrower Distribution of Home Improvement Loan Originations

Borrower Distribution: HOME IMPROVEMENT					State: Connecticut				Evaluation Period: January 1, 1997 To December 31, 1998							
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Improvement Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Hartford CT MSA	17.6%	31.0%	18.5%	20.7%	26.9%	37.9%	37.1%	6.9%	59	0.2	0.8	0.1	0.2	0.0	29	53%
Limited-Scope:																
Bridgeport CT MSA	19.5%	0.0%	18.0%	0.0%	24.1%	0.0%	38.4%	0.0%	--	0.0	0.0	0.0	0.0	0.0	0	0%
Danbury CT MSA	15.1%	0.0%	20.1%	0.0%	27.6%	0.0%	37.3%	0.0%	--	0.0	0.0	0.0	0.0	0.0	0	0%
New Haven CT MSA	18.6%	60.0%	18.5%	33.3%	25.1%	6.7%	37.7%	0.0%	43	0.1	0.6	0.3	0.0	0.0	15	27%
Stamford CT MSA	19.9%	0.0%	18.8%	100.0%	20.3%	0.0%	41.0%	0.0%	--	0.0	0.0	0.0	0.0	0.0	1	2%
Waterbury CT MSA	18.8%	20.0%	18.0%	20.0%	26.8%	40.0%	36.4%	20.0%	45	0.2	0.0	0.8	0.0	0.0	10	18%

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 9 . Borrower Distribution of Home Mortgage Refinance Loan Originations

Borrower Distribution: HOME MORTGAGE REFINANCE					State: Connecticut				Evaluation Period: January 1, 1997 To December 31, 1998							
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank* *	Market Share by Borrower Income**					Total Home Mortgage Refinance Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Hartford CT MSA	17.6%	2.6%	18.5%	13.2%	26.9%	18.5%	37.1%	40.5%	56	0.4	0.6	0.4	0.4	0.6	227	35%
Limited-Scope:																
Bridgeport CT MSA	19.5%	3.1%	18.0%	9.4%	24.1%	24.0%	38.4%	39.6%	47	0.5	0.3	0.6	0.6	0.6	96	15%
Danbury CT MSA	15.1%	11.1%	20.1%	7.4%	27.6%	18.5%	37.3%	33.3%	80	0.2	0.0	0.0	0.2	0.3	27	4%
New Haven CT MSA	18.6%	2.7%	18.5%	25.1%	25.1%	21.8%	37.7%	40.1%	35	0.8	0.8	0.0	0.6	0.8	147	23%
Stamford CT MSA	19.9%	4.7%	18.8%	11.6%	20.3%	14.0%	41.0%	51.0%	87	0.2	0.3	0.1	0.2	0.2	43	7%
Waterbury CT MSA	18.8%	6.0%	18.0%	11.0%	26.8%	29.0%	36.4%	29.0%	22	1.4	5.2	0.8	1.6	1.2	100	16%

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 10. Borrower Distribution of Small Business Loan Originations

Borrower Distribution: SMALL BUSINESS											
				State: Connecticut			Evaluation Period: January 1, 1997 To December 31, 1998				
MSA/Assessment Area:	Businesses with Revenues of \$1 million or less			Loans by Original Amount Regardless of Business Size			Market Share****		Total Small Business Loans		
	% of Businesses*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size
Full-Scope:											
Hartford CT MSA	74%	58%	40%	88%	7%	5%	3.2	3.2	1,082	50	55,612
Limited-Scope:											
Bridgeport CT MSA	77%	52%	39%	86%	10%	4%	1.0	1.3	137	6	58,087
Danbury CT MSA	76%	44%	48%	72%	5%	23%	0.7	0.3	39	2	180,564
New Haven CT MSA	77%	55%	38%	85%	9%	6%	4.9	5.0	484	22	71,074
Stamford CT MSA	74%	40%	36%	74%	10%	16%	0.3	0.2	50	2	126,360
Waterbury CT MSA	78%	53%	40%	89%	5%	6%	6.6	5.6	391	18	61,253

(*) As a percentage of businesses with known revenues.

(**) As a percentage of loans with revenue information available. No information was available for 27% of loans originated.

(***) The market consists of all other Small Business reporters in BANK's assessment area and is based on 1997 Aggregate Small Business Data only.

(****) Based on 1997 Aggregate Small Business Data only.

Table 11. Borrower Distribution of Small Farm Loan Originations

Borrower Distribution: SMALL FARM			State: Connecticut			Evaluation Period: January 1, 1997 To December 31, 1998					
MSA/Assessment Area:	Farms with Revenues of \$1 million or less			Loans by Original Amount Regardless of Farm Size			Market Share****		Total Small Farm Loans		
	% of Farms*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$500,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size
Full-Scope:											
Hartford CT MSA	91%	0%		0%	0%	0%					
Limited-Scope:											
Bridgeport CT MSA	93%	0%		0%	0%	0%					
Danbury CT MSA	95%	0%		0%	0%	0%					
New Haven CT MSA	92%	0%		0%	0%	0%					
Stamford CT MSA	89%	0%		0%	0%	0%					
Waterbury CT MSA	89%	0%		0%	0%	0%					

(*) As a percentage of farms with known revenues.

(**) As a percentage of loans with revenue information available.

(***) The market consists of all other Small Farm reporters in BANK's assessment area and is based on 1997 Aggregate Small Farm Data only.

(****) Based on 1997 Aggregate Small Farm Data only.

Table 12. Qualified Investments

QUALIFIED INVESTMENTS									
			State: Connecticut			Evaluation Period: January 1, 1997 TO December 31, 1998			
MSA/Assessment Areas:	Prior Period Investments*			Current Period Investments			Total Investments		
	#	\$ (000's)	%**	#	\$ (000's)	%**	#	\$ (000's)	% of Total \$'s in Rated Area
Full-Scope:									
Hartford CT MSA	3	2,121	11.1%	91	16,806	88.8%	94	\$18,929	52.3%
Limited-Scope:									
Bridgeport CT MSA	1	148	85.1%	8	26	14.9%	9	\$174	0.5%
Danbury CT MSA	0	21	57.3%	6	16	42.7%	6	\$1,237	0.1%
New Haven CT MSA	2	1,547	9.3%	34	15,127	90.7%	36	\$16,673	46%
Stamford CT MSA	1	29	36.3%	15	51	63.8%	16	\$80	0.2%
Waterbury CT MSA	0	157	55.5%	26	126	44.5%	26	\$283	0.8%

(*) "Prior Period Investments" means investments made in a previous evaluation period that remain outstanding.

(**) Percentage of the dollars invested in that MSA/Assessment Area that are prior period investments or current period investments.

Table 13. Distribution of Branch and ATM Delivery System

DISTRIBUTION OF BRANCH AND ATM DELIVERY SYSTEM				State: Connecticut				Evaluation Period: January 1, 1997 To December 31, 1998									
MSA/Assessment Area:	Deposits	Branches						ATMs				Population					
	% of Total Bank Deposits in Rated Area	# of BANK Branches	% of Total Bank Branches in Rate Area	Location of Branches by Income of Geographies				# of BANK ATMs	% of Total BANK ATMs in Rated Area	Location of ATMs by Income of Geographies				% of the Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Scope:																	
Hartford CT MSA	53.2	33	51.6	0	9.4	62.5	25.0	43	44.8	2.3	9.3	62.8	23.3	7.4	12.7	60.4	19.1
Limited-Scope:																	
Bridgeport CT MSA	8.1	3	4.7	0	0	100.0	0	8	8.3	0	12.5	62.5	25.0	7.6	14.3	53.1	25.1
Danbury CT MSA	2.1	2	3.1	0	50.0	50.0	0	2	2.1	0	50.0	50.0	0	0.4	18.8	60.0	20.8
New Haven CT MSA	20.9	15	23.4	0	26.7	60.0	13.3	26	27.1	0	30.8	53.8	15.4	8.3	18.7	49.5	23.5
Stamford CT MSA	0	1	1.6	9	0	100.0	0	2	2.1	0	0	50.0	50.0	8.1	18.7	32.9	36.5
Waterbury CT MSA	15.7	10	15.6	20.0	0	40.0	40.0	15	15.6	6.7	6.7	60	26.7	4.8	12.4	63.4	19.5

Table 14. Geographic and Borrower Distribution of Consumer Loan Originations (Optional)

Geographic and Borrower Distribution: CONSUMER LOANS																			State: Connecticut				Evaluation Period: January 1, 1998 To December 31, 1998			
MSA/Assessment Area:	Geographic Distribution								Borrower Distribution																	
	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Total Consumer Loans									
	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	#	% of Total								
Full-Scope:																										
Hartford CT MSA	7%	4%	13%	11%	60%	61%	19%	24%	22%	30%	17%	19%	22%	15%	39%	21%	13,545	51%								
Limited-Scope:																										
Bridgeport CT MSA	8%	2%	14%	8%	53%	62%	25%	28%	23%	22%	17%	16%	19%	17%	41%	21%	1,639	6%								
Danbury CT MSA	0%	0%	19%	18%	60%	66%	21%	16%	20%	25%	18%	14%	23%	12%	39%	16%	830	3%								
New Haven CT MSA	8%	5%	19%	18%	49%	52%	24%	25%	23%	19%	16%	15%	21%	14%	40%	26%	6,198	23%								
Stamford CT MSA	8%	7%	22%	26%	33%	32%	36%	35%	22%	26%	17%	12%	19%	10%	42%	17%	708	3%								
Waterbury CT MSA	5%	4%	12%	10%	63%	62%	20%	24%	23%	32%	16%	18%	21%	17%	40%	19%	3,702	14%								

(*) The percentage of the population in the MSA/assessment area that resides in these geographies.

Table 1. Lending Volume

LENDING VOLUME													State: Massachusetts	Evaluation Period: January 1, 1997 TO December 31, 1998	
MSA/Assessment Area:	% of Total Bank Deposits in Rated Area	Home Mortgage		Small Business		Small Farm		Community Development		Total Reported Loans		% of Total Reported Bank Loans in Rated Area			
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)				
Full-Scope:															
Boston MA MSA	88.8	6,279	821,334	10,404	456,426	0	0	79	168,335	16,762	1,446,095	67.1			
Springfield MA MSA	2.6	833	67,048	1,103	51,078	0	0	1	329	1,938	118,455	7.8			
Limited-Scope:															
Barnstable MA MSA	1.3	492	64,478	293	12,696	0	0	1	10,000	786	87,174	3.2			
Brockton MA MSA	0.2	267	22,337	349	16,602	0	0	0	0	616	38,939	2.5			
Fitchburg MA MSA	0.9	216	20,796	270	17,006	0	0	2	325	488	38,127	2.0			
Lowell MA MSA	0.4	438	42,306	421	14,638	0	0	2	213	861	57,157	3.4			
New Bedford MA MSA	0.5	135	13,921	319	27,005	0	0	1	150	455	41,076	1.8			
Pittsfield MA MSA	nil	138	13,534	197	12,203	0	0	0	0	335	25,737	1.3			
Worcester MA MSA	4.8	651	62,206	1,151	64,600	0	0	10	10,974	1,812	137,780	7.3			
Non MSA Area	0.5	452	72,230	460	37,697	0	0	0	0	912	109,927	3.6			

Table 2. Geographic Distribution of Home Purchase Loan Originations

Geographic Distribution: HOME PURCHASE																State: Massachusetts		Evaluation Period: January 1, 1997 TO December 31, 1998	
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Purchase Loans				
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total			
Full-Scope:																			
Boston MA MSA	0.9%	4.3%	12.7%	28.1%	55.3%	44.6%	31.1%	23.1%	10	2.3	5.6	4.4	1.9	1.7	2570	61%			
Springfield MA MSA	1.6%	2.1%	6.2%	11.3%	66.4%	68.7%	25.8%	18.0%	11	2.7	4.6	4.6	2.9	1.7	434	10%			
Limited-Scope:																			
Barnstable MA MSA	0.0%	0.0%	14.6%	5.3%	42.7%	78.8%	59.1%	15.9%	13	2.3	0	1.6	2.5	1.9	264	6%			
Brockton MA MSA	1.0%	4.2%	9.6%	11.6%	81.6%	71.6%	7.9%	12.6%	28	1.0	4.6	1.4	0.9	0.8	95	2%			
Fitchburg MA MSA	0.3%	1.6%	12.5%	11.1%	62.7%	61.9%	24.5%	25.4%	10	2.6	0	2.0	2.6	2.9	126	3%			
Lowell MA MSA	0.8%	0.0%	10.4%	9.7%	64.0%	61.9%	24.7%	28.3%	30	1.0	0	0.8	1.2	1.0	113	3%			
New Bedford MA MSA	0.7%	0.0%	10.9%	6.8%	58.2%	47.7%	30.3%	45.5%	24	0.7	0.0	0.4	0.6	1.1	44	1%			
Pittsfield MA MSA	1.0%	2.4%	13.0%	9.5%	71.3%	78.6%	14.8%	9.5%	8	3.7	5.9	6.4	3.9	1.2	84	2%			
Worcester MA MSA	0.7%	1.6%	7.5%	9.6%	69.7%	62.3%	22.0%	26.2%	12	1.8	2.7	2.6	1.7	1.7	313	7%			
Non MSA Area	nil	0.0%	6.5%	2.5%	80.7%	70.1%	12.7%	27.4%	15	1.9	0.0	0.7	2.1	1.7	157	4%			

(*) Based on 1997 Aggregate HMDA Data only.

Table 3. Geographic Distribution of Home Improvement Loan Originations

Geographic Distribution: HOME IMPROVEMENT					State: Massachusetts				Evaluation Period: January 1, 1997 TO December 31, 1998							
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Improvement Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Boston MA MSA	0.9%	3.5%	12.7%	28.6%	55.3%	49.3%	31.1%	18.6%	3	5.0	17.2	9.7	4.3	3.4	665	68%
Springfield MA MSA	1.6%	7.3%	6.2%	14.6%	66.4%	50.0%	25.8%	17.7%	8	3.1	13.0	7.3	2.9	1.9	96	10%
Limited-Scope:																
Barnstable MA MSA	0.0%	0.0%	14.64%	7.7%	42.7%	69.2%	59.1%	23.1%	6	3.9	0	7.7	3.5	4.2	13	1%
Brockton MA MSA	1.0%	2.3%	9.6%	7.0%	81.6%	83.7%	7.9%	7.0%	12	2.4	25.0	3.5	2.3	0.0	43	4%
Fitchburg MA MSA	0.3%	0.0%	12.5%	0.0%	62.7%	83.3%	24.5%	16.7%	11	2.3	0	0	2.2	4.4	12	1%
Lowell MA MSA	0.8%	1.7%	10.4%	15.0%	64.0%	66.7%	24.7%	16.7%	6	3.1	0	4.7	3.0	2.8	60	6%
New Bedford MA MSA	0.7%	5.0%	10.9%	20.0%	58.2%	55.0%	30.3%	20.0%	11	2.1	0	2.2	2.4	1.4	20	2%
Pittsfield MA MSA	1.0%	0.0%	13.0%	33.3%	71.3%	66.7%	14.8%	0.0%	11	1.1	0	2.2	1.0	0	6	1%
Worcester MA MSA	0.7%	2.0%	7.5%	8.2%	69.7%	55.1%	22.0%	34.1%	12	1.8	5.9	1.4	1.4	3.1	49	5%
Non MSA Area	nil	0.0%	6.5%	0.0%	80.7%	93.3%	12.7%	6.7%	11	3.0	0	0	3.5	2.2	15	2%

Table 4. Geographic Distribution of Home Mortgage Refinance Loan Originations

Geographic Distribution: HOME MORTGAGE REFINANCE State: Massachusetts										Evaluation Period: January 1, 1997 TO December 31, 1998						
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Mortgage Refinance Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Boston MA MSA	0.9%	0.9%	12.7%	10.4%	55.3%	49.8%	31.1%	38.9%	14	1.5	2.0	1.6	1.4	1.5	3018	64%
Springfield MA MSA	1.6%	0.7%	6.2%	5.0%	66.4%	57.0%	25.8%	37.4%	23	1.3	1.2	0.9	1.3	1.5	302	6%
Limited-Scope:																
Barnstable MA MSA	0.0%	0.0%	14.6%	4.2%	42.7%	78.1%	59.1%	17.7%	17	1.3	0	1.1	1.4	0.9	215	5%
Brockton MA MSA	1.0%	0.8%	9.6%	7.0%	81.6%	77.5%	7.9%	14.7%	27	1.2	0	0.3	1.2	2.2	129	3%
Fitchburg MA MSA	0.3%	0.0%	12.5%	5.4%	62.7%	59.5%	24.5%	35.1%	21	1.4	0	0.7	1.8	1.0	74	2%
Lowell MA MSA	0.8%	0.4%	10.4%	5.3%	64.0%	63.9%	24.7%	30.4%	19	1.3	0	1.5	1.4	1.2	263	6%
New Bedford MA MSA	0.7%	0.0%	10.9%	5.7%	58.2%	54.3%	30.3%	40.0%	23	1.0	0	0.6	0.9	1.1	70	1%
Pittsfield MA MSA	1.0%	0.0%	13.0%	6.3%	71.3%	70.8%	14.8%	22.9%	12	1.4	0	0	1.4	2.6	48	1%
Worcester MA MSA	0.7%	0.4%	7.5%	3.5%	69.7%	61.1%	22.0%	34.7%	19	1.3	0	1.3	1.2	1.6	285	6%
Non MSA Area	nil	0.4%	6.5%	2.9%	80.7%	58.9%	12.7%	37.9%	11	2.3	25.0	0	2.4	2.6	280	6%

(*) Based on 1997 Aggregate HMDA Data only.

Table 5. Geographic Distribution of Small Business Loan Originations

Geographic Distribution: SMALL BUSINESS State: Massachusetts										Evaluation Period: January 1, 1997 TO December 31, 1998						
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Business Loans	
	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Boston MA MSA	6.9%	5.3%	14.9%	15.4%	46.5%	42.1%	31.7%	37.3%	3	14.2	9.8	12.7	13.3	17.1	10404	70%
Springfield MA MSA	8.8%	8.4%	15.4%	18.0%	58.8%	51.7%	16.3%	19.8%	9	6.3	6.3	7.2	6.0	6.3	1103	7%
Limited-Scope:																
Barnstable MA MSA	0.0%	0.0%	16.3%	14.3%	68.1%	66.6%	15.5%	19.1%	6	5.1	0	5.5	4.9	6.1	293	2%
Brockton MA MSA	4.9%	3.8%	15.1%	9.2%	73.5%	80.1%	6.6%	7.8%	5	7.5	7.1	7.4	7.8	8.3	349	2%
Fitchburg MA MSA	5.6%	3.0%	20.7%	20.7%	55.9%	53.0%	17.8%	23.3%	4	13.6	13.3	12.0	12.6	18.0	270	2%
Lowell MA MSA	9.2%	4.0%	11.7%	9.7%	52.4%	53.7%	26.7%	32.5%	4	10.1	8.5	9.2	9.9	12.5	421	3%
New Bedford MA MSA	1.5%	6.6%	27.6%	23.2%	49.2%	50.2%	21.7%	20.1%	4	9.3	14.4	11.8	7.8	9.9	319	2%
Pittsfield MA MSA	16.7%	15.7%	17.7%	21.8%	59.5%	57.9%	6.1%	5.6%	4	11.2	14.3	15.2	9.7	9.6	197	1%
Worcester MA MSA	7.0%	13.0%	13.9%	9.7%	59.0%	53.0%	20.0%	24.2%	3	12.8	14.9	12.8	11.5	16.9	1151	8%
Non MSA Area	1.7%	1.3%	13.8%	5.2%	72.8%	69.6%	11.7%	23.9%	4	8.6	10.5	1.7	8.9	14.1	460	3%

(*) Based on 1997 Aggregate Small Business Data only.

Table 6. Geographic Distribution of Small Farm Loan Originations

Geographic Distribution: SMALL FARM State: Massachusetts										Evaluation Period: January 1, 1997 TO December 31, 1998						
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Farm Loans	
	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Boston MA MSA	1.2%	0.0%	8.7%	0.0%	54.0%	0.0%	36.1%	0.0%	--	--	--	--	--	--	0	0%
Springfield MA MSA	0.6%	0.0%	5.4%	0.0%	62.3%	0.0%	31.7%	0.0%	--	--	--	--	--	--	0	0%
Limited-Scope:																
Barnstable MA MSA	0.0%	0.0%	5.8%	0.0%	74.6%	0.0%	19.6%	0.0%	--	--	--	--	--	--	0	0%
Brockton MA MSA	0.0%	0.0%	6.9%	0.0%	86.2%	0.0%	6.9%	0.0%	--	--	--	--	--	--	0	0%
Fitchburg MA MSA	0.0%	0.0%	4.4%	0.0%	53.9%	0.0%	41.8%	0.0%	--	--	--	--			0	0%
Lowell MA MSA	0.5%	0.0%	5.4%	0.0%	60.5%	0.0%	33.7%	0.0%	--	--	--	--			0	0%
New Bedford MA MSA	0.0%	0.0%	21.6%	0.0%	39.0%	0.0%	39.5%	0.0%	--	--	--	--			0	0%
Pittsfield MA MSA	0.0%	0.0%	5.1%	0.0%	76.9%	0.0%	18.0%	0.0%	--	--	--	--			0	0%
Worcester MA MSA	0.8%	0.0%	4.1%	0.0%	66.8%	0.0%	28.4%	0.0%	--	--	--	--			0	0%
Non MSA Area	0.0%	0.0%	3.7%	0.0%	80.0%	0.0%	16.3%	0.0%	--	--	--	--			0	0%

(*) Based on 1997 Aggregate Small Farm Data only.

Table 7. Borrower Distribution of Home Purchase Loan Originations

Borrower Distribution: HMDA HOME PURCHASE State: Massachusetts										Evaluation Period: January 1, 1997 TO December 31, 1998						
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Purchase Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Boston MA MSA	19.3%	10.5%	18.1%	29.7%	24.0%	25.5%	38.6%	30.1%	10	2.3	5.3	4.0	2.6	1.8	2570	61%
Springfield MA MSA	20.9%	18.0%	16.5%	40.3%	24.4%	23.0%	38.2%	18.0%	11	2.7	9.1	4.7	2.3	1.4	434	10%
Limited-Scope:																
Barnstable MA MSA	17.5%	3.0%	19.7%	12.1%	24.3%	15.5%	38.5%	64.0%	13	2.3	2.7	2.6	2.2	2.8	264	6%
Brockton MA MSA	18.8%	12.6%	17.6%	30.5%	26.4%	28.4%	37.3%	26.3%	28	1.0	2.3	0.9	1.3	1.1	95	2%
Fitchburg MA MSA	20.3%	9.5%	16.8%	29.4%	26.0%	30.2%	37.0%	27.8%	10	2.6	4.9	3.3	3.3	2.4	126	3%
Lowell MA MSA	18.2%	9.7%	17.8%	29.2%	26.9%	28.3%	37.1%	31.0%	30	1.0	2.2	1.5	1.2	1.0	113	3%
New Bedford MA MSA	22.3%	4.5%	16.2%	6.8%	22.3%	34.1%	39.2%	50.0%	24	0.7	4.0	0.4	1.0	0.9	44	1%
Pittsfield MA MSA	18.9%	2.4%	19.4%	20.2%	23.9%	28.6%	37.8%	46.4%	8	3.7	3.6	3.0	4.2	4.2	84	2%
Worcester MA MSA	18.9%	13.1%	17.7%	27.2%	25.4%	31.0%	38.0%	26.8%	12	1.8	5.0	2.6	2.0	1.4	313	7%
Non MSA Area	18.9%	1.3%	17.5%	9.6%	26.3%	13.4%	37.3%	69.5%	15	1.9	1.3	1.7	1.4	2.8	157	4%

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 8. Borrower Distribution of Home Improvement Loan Originations

Borrower Distribution: HOME IMPROVEMENT State: Massachusetts										Evaluation Period: January 1, 1997 TO December 31, 1998							
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Improvement Loans		
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total	
Full-Scope:																	
Boston MA MSA	19.3%	20.3%	18.1%	25.7%	24.0%	23.0%	38.6%	39.5%	3	5.0	12.0	7.0	3.4	3.5	665	68%	
Springfield MA MSA	20.9%	9.4%	16.5%	28.1%	24.4%	24.0%	38.2%	38.5%	8	3.1	6.4	3.9	3.6	1.9	96	10%	
Limited-Scope:																	
Barnstable MA MSA	17.54%	38.5%	19.7%	23.1%	24.3%	15.4%	38.5%	15.4%	6	3.9	18.5	6.0	3.0	0.0	13	1%	
Brockton MA MSA	18.8%	4.7%	17.6%	23.3%	26.4%	37.2%	37.3%	34.9%	12	2.4	4.0	3.4	2.8	1.0	43	4%	
Fitchburg MA MSA	20.3%	8.3%	16.8%	25.0%	26.0%	25.0%	37.0%	41.7%	11	2.3	2.9	3.5	1.5	2.4	12	1%	
Lowell MA MSA	18.2%	11.7%	17.8%	23.3%	26.9%	26.7%	37.12%	38.3%	6	3.1	5.2	2.9	2.6	3.6	60	6%	
New Bedford MA MSA	22.3%	30.0%	16.2%	20.0%	22.3%	20.0%	39.2%	30.0%	11	2.1	8.9	2.8	1.5	0.9	20	2%	
Pittsfield MA MSA	18.9%	50.0%	19.4%	16.7%	23.9%	33.3%	37.8%	0.0%	11	1.1	5.7	0.0	1.3	0.0	6	1%	
Worcester MA MSA	18.9%	4.1%	17.7%	20.4%	25.4%	34.7%	38.0%	38.8%	12	1.8	1.5	2.7	2.1	1.4	49	5%	
Non MSA Area	18.9%	6.7%	17.5%	20.0%	26.3%	26.7%	37.3%	46.7%	11	3.0	5.0	3.5	3.2	2.5	15	2%	

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 9. Borrower Distribution of Home Mortgage Refinance Loan Originations

Borrower Distribution: HOME MORTGAGE REFINANCE					State: Massachusetts				Evaluation Period: January 1, 1997 TO December 31, 1998							
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Mortgage Refinance Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Boston MA MSA	19.3%	3.2%	18.1%	13.4%	24.0%	23.1%	38.6%	51.7%	14	1.5	1.6	1.7	1.3	1.7	3018	64%
Spring Field MA MSA	20.9%	0.7%	16.5%	12.3%	24.4%	20.2%	38.2%	56.0%	23	1.3	0.0	1.4	0.3	1.9	302	6%
Limited-Scope:																
Barnstable MA MSA	17.5%	2.8%	19.7%	7.4%	24.2%	16.7%	38.4%	59.5%	17	1.3	0.7	1.5	1.3	1.6	215	4%
Brockton MA MSA	18.8%	4.7%	17.6%	10.1%	26.4%	24.0%	37.3%	38.0%	27	1.2	1.3	0.8	1.3	1.5	129	3%
Fitchburg MA MSA	20.3%	1.4%	16.8%	9.5%	25.9%	23.0%	37.0%	45.9%	21	1.4	1.4	0.9	1.4	1.4	74	2%
Lowell MA MSA	18.2%	2.7%	17.8%	11.4%	26.9%	28.9%	37.1%	47.5%	19	1.3	1.6	1.1	1.3	1.6	263	6%
New Bedford MA MSA	22.3%	0.0%	16.2%	11.4%	22.3%	14.3%	39.2%	61.4%	23	1.0	0.0	0.4	0.2	1.7	70	1%
Pittsfield MA MSA	18.9%	0.0%	19.4%	6.3%	23.9%	18.8%	37.8%	64.6%	12	1.4	0.0	0.5	0.7	2.3	48	1%
Worcester MA MSA	18.9%	3.2%	17.7%	15.1%	25.4%	23.5%	38.0%	46.7%	19	1.3	1.9	1.5	1.4	1.4	285	6%
Non MSA Area	18.9%	2.9%	17.5%	7.9%	26.3%	17.5%	37.3%	62.5%	11	2.3	4.8	2.1	2.3	2.8	280	6%

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 10. Borrower Distribution of Small Business Loan Originations

Borrower Distribution: SMALL BUSINESS State: Massachusetts												Evaluation Period: January 1, 1997 TO December 31, 1998		
MSA/Assessment Area:	Businesses with Revenues of \$1 million or less			Loans by Original Amount Regardless of Business Size			Market Share****		Total Small Business Loans					
	% of Businesses*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size			
Full-Scope:														
Boston MA MSA	74%	50%	40%	92%	4%	4%	14.1	15.6	10,404	69.5	42,927			
Spring field MA MSA	75%	57%	55%	90%	6%	4%	6.4	5.6	1,103	7.4	46,308			
Limited-Scope:														
Barnstable MA MSA	80%	57%	65%	92%	4%	3%	5.2	4.2	293	2.0	43,331			
Brockton MA MSA	75%	49%	41%	91%	4%	6%	7.6	7.4	349	2.3	47,570			
Fitchburg MA MSA	75%	48%	46%	86%	9%	5%	13.6	13.0	270	1.8	62,985			
Lowell MA MSA	75%	48%	42%	93%	4%	4%	10.5	8.4	421	2.8	34,769			
New Bedford MA MSA	77%	47%	43%	81%	10%	9%	9.2	10.5	319	2.1	84,655			
Pittsfield MA MSA	75%	52%	56%	88%	7%	5%	11.5	9.9	197	1.3	61,944			
Worcester MA MSA	74%	55%	41%	88%	6%	6%	13.2	15.1	1151	7.7	56,125			
Non MSA Area	79%	52%	52%	82%	8%	10%	8.0	7.2	460	3.1	81,949			

(*) As a percentage of businesses with known revenues.

(**) As a percentage of loans with revenue information available. No information was available for 27% of loans originated.

(***) The market consists of all other Small Business reporters in BANK's assessment area and is based on 1997 Aggregate Small Business Data only.

(****) Based on 1997 Aggregate Small Business Data only.

Table 11. Borrower Distribution of Small Farm Loan Originations

Borrower Distribution: SMALL FARM State: Massachusetts			Evaluation Period: January 1, 1997 TO December 31, 1998								
MSA/Assessment Area:	Farms with Revenues of \$1 million or less			Loans by Original Amount Regardless of Farm Size			Market Share****		Total Small Farm Loans		
	% of Farms*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$500,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size
Full-Scope:											
Boston MA MSA	1%	0%		0	0	0			0	0	
Spring field MA MSA	1%	0%		0	0	0			0	0	
Limited-Scope:											
Barnstable MA MSA	1%	0%		0	0	0			0		
Brockton MA MSA	1%	0%		0	0	0			0		
Fitchburg MA MSA	1%	0%		0	0	0			0		
Lowell MA MSA	1%	0%		0	0	0			0		
New Bedford MA MSA	1%	0%		0	0	0			0		
Pittsfield MA MSA	1%	0%		0	0	0			0		
Worcester MA MSA	1%	0%		0	0	0			0		

(*) As a percentage of farms with known revenues.

(**) As a percentage of loans with revenue information available.

(***) The market consists of all other Small Farm reporters in BANK's assessment area and is based on 1997 Aggregate Small Farm Data only.

(****) Based on 1997 Aggregate Small Farm Data only.

Table 12. Qualified Investments

QUALIFIED INVESTMENTS									
			State: Massachusetts			Evaluation Period: January 1, 1997 TO December 31, 1998			
MSA/Assessment Areas:	Prior Period Investments*			Current Period Investments			Total Investments		
	#	\$ (000's)	%**	#	\$ (000's)	%**	#	\$ (000's)	% of Total \$'s in Rated Area
Full-Scope:									
Boston MA MSA	35	18,935	17.0%	340	92,655	83.0%	375	\$111,590	46.7%
Springfield MA MSA	12	2,031	12.2%	53	14,568	87.8%	65	\$16,599	7.0%
Limited-Scope:									
Barnstable MA MSA	0	177	6.0%	8	2,790	94.0%	8	\$2,967	1.2%
Brockton MA MSA	0	25	0.2%	15	14,290	99.8%	15	\$14,315	6.0%
Fitchburg MA MSA	0	128	2.1%	12	6,096	97.9%	12	\$6,224	2.6%
Lowell MA MSA	1	203	5.6%	12	3,396	94.4%	13	\$3,599	1.5%
New Bedford MA MSA	1	230	4.5%	8	4,860	95.5%	9	\$5,000	2.1%
Pittsfield MA MSA	0	0	--	17	1,266	100%	17	\$1,266	0.5%
Worcester MA MSA	2	776	1.2%	35	62,006	98.8%	37	\$62,782	26.4%
Non MSA Areas	0	75	0.6%	36	13,467	99.4%	36	\$13,543	5.7%

(*) "Prior Period Investments" means investments made in a previous evaluation period that remain outstanding.

(**) Percentage of the dollars invested in that MSA/Assessment Area that are prior period investments or current period investments.

Table 13. Distribution of Branch and ATM Delivery System

DISTRIBUTION OF BRANCH AND ATM DELIVERY SYSTEM				State: Massachusetts				Evaluation Period: January 1, 1997 TO December 31, 1998									
MSA/Assessment Area:	Deposits	Branches						ATMs				Population					
	% of Total BANK Deposits in Rated Area	# of BANK Branches	% of Total BANK Branches in Rated Area	Location of Branches by Income of Geographies				# of BANK ATMs	% of Total BANK ATMs in Rated Area	Location of ATMs by Income of Geographies				% of the Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Scope:																	
Boston MA MSA	88.8	199	67.0	7.5	17.1	41.7	33.7	572	69.9	9.1	18.2	43.0	29.7	3.9	20.4	51.0	24.6
Springfield MA MSA	2.6	30	10.1	10.0	20.0	60.0	10.0	83	10.1	10.8	13.3	62.7	13.3	9.7	10.6	59.4	20.0
Limited-Scope:																	
Barnstable MA MSA	1.3	11	3.7	0	9.1	81.8	9.1	20	2.4	0	5.0	90	5	0	6.1	73.9	19.9
Brockton MA MSA	0.2	7	2.4	0	14.3	57.1	28.6	21	2.6	0	19	52.4	28.6	2.7	16.8	74	6.6
Fitchburg MA MSA	0.9	6	2.0	16.7	33.3	16.7	33.3	10	1.2	10	30	40	20	1.3	19.8	59.4	18.7
Lowell MA MSA	0.4	8	2.7	0	12.5	37.5	50	29	3.5	3.4	13.8	62.1	20.7	5.7	17.9	56.8	19.6
New Bedford MA MSA	0.5	6	2.0	0	33.3	66.7	0	12	1.5	0	16.7	75	8.3	2.2	21.6	53.6	22.7
Pittsfield MA MSA	0	0	0	0	0	0	0	1	0.1	0	0	100	0	4.1	18.5	65.9	11.5
Worcester MA MSA	4.8	24	8.1	16.7	4.2	58.3	20.8	54	6.6	11.1	11.1	51.9	24.1	4.4	15.0	62.5	17.7
Non MSA Area	0.5	6	2.0	0.0	0	50	50	19	2.3	0	5.3	57.9	37.8	1.8	8.8	73.7	14.0

Table 14. Geographic and Borrower Distribution of Consumer Loan Originations (Optional)

Geographic and Borrower Distribution: CONSUMER LOANS State: Massachusetts																		Evaluation Period: January 1, 1998 TO December 31, 1998	
MSA/Assessment Area:	Geographic Distribution								Borrower Distribution										
	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Total Consumer Loans		
	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	#	% of Total	
Full-Scope:																			
Boston MA MSA	4%	5%	20%	20%	51%	45%	25%	30%	24%	26%	16%	17%	20%	13%	40%	20%	140,323	73%	
Spring field MA MSA	10%	11%	11%	10%	59%	54%	20%	25%	25%	25%	15%	14%	19%	12%	41%	18%	12,624	6%	
Limited-Scope:																			
Barnstable MA MSA	0%	0%	6%	5%	74%	72%	20%	23%	22%	20%	17%	16%	21%	16%	40%	26%	3,593	2%	
Brockton MA MSA	3%	2%	17%	11%	74%	76%	7%	11%	24%	26%	15%	18%	22%	14%	39%	19%	3,837	2%	
Fitchburg MA MSA	1%	2%	20%	14%	59%	56%	19%	28%	25%	25%	15%	18%	20%	16%	40%	20%	1,896	1%	
Lowell MA MSA	6%	3%	18%	14%	57%	54%	20%	29%	23%	27%	15%	16%	22%	15%	40%	23%	7,001	4%	
New Bedford MA MSA	2%	1%	22%	16%	54%	54%	23%	29%	27%	26%	14%	15%	18%	14%	41%	23%	2,580	1%	
Pittsfield MA MSA	4%	3%	19%	14%	66%	67%	11%	16%	24%	22%	15%	14%	20%	15%	41%	25%	1,577	1%	
Worcester MA MSA	4%	7%	15%	13%	63%	57%	18%	23%	24%	25%	15%	15%	21%	14%	40%	23%	14,096	7%	
Non MSA Area	2%	0%	9%	5%	74%	72%	14%	23%	25%	11%	16%	9%	21%	9%	39%	17%	4,640	2%	

(*) The percentage of the population in the MSA/assessment area that resides in these geographies.

Table 1. Lending Volume

LENDING VOLUME													State: New Hampshire		Evaluation Period: January 1, 1997 TO December 31, 1998	
MSA/Assessment Area:	% of Total Bank Deposits in Rated Area	Home Mortgage		Small Business		Small Farm		Community Development		Total Reported Loans		% of Total Reported Bank Loans in Rated Area				
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)					
Full-Scope:																
Nashua NH MSA	83.0	286	24,671	336	15,470	0	0	2	1,674	624	41,815	66.2				
Limited-Scope:																
Manchester NH MSA	17.0	106	10,286	157	9,019	0	0	4	1,321	267	20,626	28.3				
Portsmouth NH MSA	0	31	3,189	20	1,186	0	0	0	0	51	4,375	5.4				

Table 2. Geographic Distribution of Home Purchase Loan Originations

Geographic Distribution: HOME PURCHASE																State: New Hampshire		Evaluation Period: January 1, 1997 TO December 31, 1998	
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Purchase Loans				
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total			
Full-Scope:																			
Nashua NH MSA	0.0%	0.0%	9.4%	10.5%	66.3%	73.7%	24.3%	15.8%	22	1.1	N/A	0.6	1.3	0.8	95	67%			
Limited-Scope:																			
Manchester NH MSA	0.5%	0.0%	7.5%	2.8%	68.9%	41.7%	23.2%	55.6%	35	0.6	0.0	0.4	0.3	1.2	36	25%			
Portsmouth NH MSA	0.0%	0.0%	4.6%	0.0%	84.5%	81.8%	10.9%	18.2%	78	0.1	N/A	0.0	0.1	0.0	11	8%			

(*) Based on 1997 Aggregate HMDA Data only.

Table 3. Geographic Distribution of Home Improvement Loan Originations

Geographic Distribution: HOME IMPROVEMENT																State: New Hampshire		Evaluation Period: January 1, 1997 TO December 31, 1998	
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Improvement Loans				
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total			
Full-Scope:																			
Nashua NH MSA	0.0%	0.0%	9.4%	12.5%	66.3%	58.3%	24.3%	29.2%	7	2.8	N/A	2.1	2.5	4.4	24	63%			
Limited-Scope:																			
Manchester NH MSA	0.5%	0.0%	7.5%	0.0%	68.9%	75.0%	23.2%	25.0%	13	0.9	0.0	0.0	1.1	0.7	12	32%			
Portsmouth NH MSA	0.0%	0.0%	4.6%	0.0%	84.5%	100.0%	10.9%	0.0%	--	0.0	N/A	0.0	0.0	0.0	2	5%			

(*) Based on 1997 Aggregate HMDA Data only.

Table 4. Geographic Distribution of Home Mortgage Refinance Loan Originations

Geographic Distribution: HOME MORTGAGE REFINANCE					State: New Hampshire				Evaluation Period: January 1, 1997 TO December 31, 1998							
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Mortgage Refinance Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Nashua NH MSA	0.0%	0.0%	9.4%	7.2%	66.3%	65.9%	24.3%	26.9%	12	2.4	N/A	3.3	2.5	1.9	167	69%
Limited-Scope:																
Manchester NH MSA	0.5%	0.0%	7.5%	8.9%	68.9%	44.6%	23.2%	46.4%	32	0.9	0.0	0.8	0.9	0.9	56	23%
Portsmouth NH MSA	0.0%	0.0%	4.6%	5.6%	84.5%	77.8%	10.9%	16.7%	109	0.1	N/A	0.0	0.1	0.0	18	7%

(*) Based on 1997 Aggregate HMDA Data only.

Table 5. Geographic Distribution of Small Business Loan Originations

Geographic Distribution: SMALL BUSINESS																State: New Hampshire		Evaluation Period: January 1, 1997 TO December 31, 1998	
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Business Loans				
	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total			
Full-Scope:																			
Nashua NH MSA	0.0%	0.0%	18.7%	21.1%	61.9%	57.7%	19.4%	21.1%	5	7.7	N/A	6.9	7.9	8.3	336	65%			
Limited-Scope:																			
Manchester NH MSA	10.4%	1.9%	18.7%	20.4%	49.4%	47.8%	21.6%	29.9%	10	2.4	1.3	2.3	2.6	2.8	157	31%			
Portsmouth NH MSA	0.0%	0.0%	6.7%	0.0%	81.1%	85.0%	12.1%	15.0%	21	0.5	N/A	0	.7	0	20	4%			

(*) Based on 1997 Aggregate Small Business Data only.

Table 6. Geographic Distribution of Small Farm Loan Originations

Geographic Distribution: SMALL FARM		State: New Hampshire				Evaluation Period: January 1, 1997 TO December 31, 1998										
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Farm Loans	
	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Nashua NH MSA	0.0%	0.0%	8.3%	0.0%	69.2%	0.0%	22.5%	0.0%	--	--	--	--	--	--	0	0%
Limited-Scope:																
Manchester NH MSA	1.3%	0.0%	3.2%	0.0%	67.8%	0.0%	27.7%	0.0%	--	--	--	--	--	--	0	0%
Portsmouth NH MSA	0.0%	0.0%	2.5%	0.0%	85.0%	0.0%	12.5%	0.0%	--	--	--	--	--	--	0	0%

(*) Based on 1997 Aggregate Small Farm Data only.

Table 7. Borrower Distribution of Home Purchase Loan Originations

Borrower Distribution: HMDA HOME PURCHASE				State: New Hampshire				Evaluation Period: January 1, 1997 TO December 31, 1998								
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Purchase Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Nashua NH MSA	15.0%	4.2%	19.3%	21.1%	29.6%	32.6%	36.1%	41.1%	22	1.1	0.6	1.0	1.4	1.6	95	67%
Limited-Scope:																
Manchester NH MSA	15.9%	2.8%	18.7%	16.7%	29.2%	16.7%	36.3%	58.3%	35	0.6	0.0	0.3	0.4	1.3	36	25%
Portsmouth NH MSA	15.9%	9.1%	20.1%	0.0%	27.9%	27.3%	36.2%	54.5%	78	0.1	0.0	0.0	0.1	0.1	11	8%

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 8. Borrower Distribution of Home Improvement Loan Originations

Borrower Distribution: HOME IMPROVEMENT					State: New Hampshire				Evaluation Period: January 1, 1997 TO December 31, 1998							
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Improvement Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Nashua NH MSA	15.0%	16.7%	19.3%	29.2%	29.6%	20.8%	36.1%	33.3%	7	2.8	4.2	2.7	1.8	3.7	24	63%
Limited-Scope:																
Manchester NH MSA	15.9%	0.0%	18.7%	16.7%	29.2%	50.0%	36.3%	33.3%	13	0.9	0.0	1.0	1.1	0.9	12	32%
Portsmouth NH MSA	15.9%	0.0%	20.1%	0.0%	27.9%	0.0%	36.15%	100.0%	--	--	--	--	--	--	2	5%

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 9. Borrower Distribution of Home Mortgage Refinance Loan Originations

Borrower Distribution: HOME MORTGAGE REFINANCE					State: New Hampshire				Evaluation Period: January 1, 1997 TO December 31, 1998							
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Mortgage Refinance Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Nashua NH MSA	15.0%	4.8%	19.3%	24.0%	29.6%	32.9%	36.1%	32.3%	12	2.4	5.4	3.1	3.1	2.4	167	69%
Limited-Scope:																
Manchester NH MSA	15.9%	0.0%	18.7%	5.4%	29.2%	26.8%	36.3%	46.4%	32	0.9	0.0	0.7	1.1	1.0	56	23%
Portsmouth NH MSA	15.9%	0.0%	20.1%	5.3%	27.9%	31.6%	36.2%	42.1%	109	0.1	0.0	0.4	0.0	0.2	19	7%

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 10. Borrower Distribution of Small Business Loan Originations

Borrower Distribution: SMALL BUSINESS			State: New Hampshire			Evaluation Period: January 1, 1997 TO December 31, 1998					
MSA/Assessment Area:	Businesses with Revenues of \$1 million or less			Loans by Original Amount Regardless of Business Size			Market Share****		Total Small Business Loans		
	% of Businesses*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size
Full-Scope:											
Nashua NH MSA	73%	47%	44%	90.5	5.7	3.8	7.9	6.7	336	65.5	46,041
Limited-Scope:											
Manchester NH MSA	74%	47%	41%	88.5	7.6	3.8	2.5	2.0	157	30.6	57,445
Portsmouth NH MSA	76%	45%	52%	80	10	10	0.5	0.4	20	3.9	59,300

(*) As a percentage of businesses with known revenues.

(**) As a percentage of loans with revenue information available. No information was available for 27% of loans originated.

(***) The market consists of all other Small Business reporters in BANK's assessment area and is based on 1997 Aggregate Small Business Data only.

(****) Based on 1997 Aggregate Small Business Data only.

Table 11. Borrower Distribution of Small Farm Loan Originations

Borrower Distribution: SMALL FARM												State: New Hampshire		Evaluation Period: January 1, 1997 TO December 31, 1998								
MSA/Assessment Area:	Farms with Revenues of \$1 million or less			Loans by Original Amount Regardless of Farm Size			Market Share****		Total Small Farm Loans													
	% of Farms*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$500,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size											
Full-Scope:																						
Nashua NH MSA		0%		0	0	0			0	0												
Limited-Scope:																						
Manchester NH MSA		0%		0	0	0			0	0												
Portsmouth NH MSA		0%		0	0	0			0	0												

(*) As a percentage of farms with known revenues.

(**) As a percentage of loans with revenue information available.

(***) The market consists of all other Small Farm reporters in BANK's assessment area and is based on 1997 Aggregate Small Farm Data only.

(****) Based on 1997 Aggregate Small Farm Data only.

Table 12. Qualified Investments

QUALIFIED INVESTMENTS									
			State: New Hampshire			Evaluation Period: January 1, 1997 TO December 31, 1998			
MSA/Assessment Areas:	Prior Period Investments*			Current Period Investments			Total Investments		
	#	\$ (000's)	%**	#	\$ (000's)	%**	#	\$ (000's)	% of Total \$'s in Rated Area
Full-Scope:									
Nashua NH MSA	0	0	--	13	4,432	100%	13	\$4,432	61.9%
Limited-Scope:									
Manchester NH MSA	0	0	--	11	1,263	100%	11	\$1,263	17.6%
Portsmouth NH MSA	0	0	--	3	1,469	100%	3	\$1,469	20.5%
State-wide	0	0	--	3	4,340	100%	3	\$4,340	1.5%

(*) "Prior Period Investments" means investments made in a previous evaluation period that remain outstanding.

(**) Percentage of the dollars invested in that MSA/Assessment Area that are prior period investments or current period investments.

Table 13. Distribution of Branch and ATM Delivery System

DISTRIBUTION OF BRANCH AND ATM DELIVERY SYSTEM				State: New Hampshire				Evaluation Period: January 1, 1997 TO December 31, 1998									
MSA/Assessment Area:	Deposits	Branches						ATMs				Population					
	% of Total BANK Deposits in Rated Area	# of BANK Branches	% of Total BANK Branches in Rated Area	Location of Branches by Income of Geographies				# of BANK ATMs	% of Total BANK ATMs in Rated Area	Location of ATMs by Income of Geographies				% of the Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Scope:																	
Nashua NH MSA	83.0	8	66.6	0	12.5	75	12.5	16	51.6	0	12.5	68.8	18.8	0	15.4	64.4	20.2
Limited-Scope:																	
Manchester NH MSA	77.0	4	33.4	0	25	50	25	13	41.9	7.7	15.4	46.2	30.8	2.2	16.4	62.9	18.5
Portsmouth NH MSA	0	0	0	0	0	0	0	2	6.4	0	0	0	100	0	8.2	80.1	11.5

Table 14. Geographic and Borrower Distribution of Consumer Loan Originations (Optional)

Geographic and Borrower Distribution: CONSUMER LOANS																			State: New Hampshire				Evaluation Period: January 1, 1998 TO December 31, 1998			
MSA/Assessment Area:	Geographic Distribution								Borrower Distribution																	
	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Total Consumer Loans									
	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	#	% of Total								
Full-Scope:																										
Nashua NH MSA	0%	0%	15%	12%	64%	62%	20%	26%	19%	30%	17%	15%	26%	18%	37%	23%	4,069	60%								
Limited-Scope:																										
Manchester NH MSA	2%	1%	16%	10%	63%	53%	19%	36%	22%	23%	16%	14%	24%	17%	38%	23%	2,005	30%								
Portsmouth NH MSA	0%	0%	8%	4%	80%	79%	12%	17%	20%	11%	18%	12%	23%	11%	38%	22%	706	10%								

(*) The percentage of the population in the MSA/assessment area that resides in these geographies.

Table 3. Geographic Distribution of Home Improvement Loan Originations

Geographic Distribution: HOME IMPROVEMENT					State: Rhode Island				Evaluation Period: January 1, 1997 TO December 31, 1998							
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Improvement Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Non MSA Areas of RI	0.0%	0.0%	4.6%	0.0%	75.7%	0.0%	19.8%	0.0%	0	0.0	N/A	0.0	0.0	0.0	0	0%
Limited-Scope:																

(*) Based on 1997 Aggregate HMDA Data only.

Table 4. Geographic Distribution of Home Mortgage Refinance Loan Originations

Geographic Distribution: HOME MORTGAGE REFINANCE																State: Rhode Island		Evaluation Period: January 1, 1997 TO December 31, 1998	
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Mortgage Refinance Loans				
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total			
Full-Scope:																			
Non MSA Areas of RI	0.0%	0.0%	4.6%	4.8%	75.7%	78.6%	19.8%	16.7%	17	1.1	N/A	0.0	1.3	0.6	42	100%			
Limited-Scope:																			

(*) Based on 1997 Aggregate HMDA Data only.

Table 5. Geographic Distribution of Small Business Loan Originations

Geographic Distribution: SMALL BUSINESS																
State: Rhode Island																
Evaluation Period: January 1, 1997 TO December 31, 1998																
MSA/Assessment Area:	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Business Loans	
	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Non MSA Areas of RI	0.0%	0.0%	5.7%	1.4%	84.9%	81.1%	9.4%	17.6%	8	4	0	0	3.9	6.6	74	100%
Limited-Scope:																

(*) Based on 1997 Aggregate Small Business Data only.

Table 7. Borrower Distribution of Home Purchase Loan Originations

Borrower Distribution: HMDA HOME PURCHASE					State: Rhode Island				Evaluation Period: January 1, 1997 TO December 31, 1998							
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Purchase Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Non MSA Areas of RI	17.9%	6.9%	18.7%	15.5%	24.8%	24.1%	38.6%	44.8%	17	1.5	0.0	3.8	2.4	1.1	58	100%
Limited-Scope:																

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 8. Borrower Distribution of Home Improvement Loan Originations

Borrower Distribution: HOME IMPROVEMENT					State: Rhode Island		Evaluation Period: January 1, 1997 TO December 31, 1998					Total Home Improvement Loans				
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					#	% of Total
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp		
Full-Scope:																
Non MSA Areas of RI	17.9%	0.0%	18.7%	0.0%	24.8%	0.0%	38.6%	0.0%	--	--	--	--	--	--	0	0%
Limited-Scope:																

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 9. Borrower Distribution of Home Mortgage Refinance Loan Originations

Borrower Distribution: HOME MORTGAGE REFINANCE				State: Rhode Island				Evaluation Period: January 1, 1997 TO December 31, 1998								
MSA/Assessment Area:	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank*	Market Share by Borrower Income**					Total Home Mortgage Refinance Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upp	#	% of Total
Full-Scope:																
Non MSA Areas of RI	17.9%	2.4%	18.7%	9.5%	24.8%	11.9%	38.6%	38.1%	17	1.1	--	--	0.8	1.1	42	100%
Limited-Scope:																

(*) As a percentage of loans with borrower income information available.

(**) Based on 1997 Aggregate HMDA Data only.

Table 10. Borrower Distribution of Small Business Loan Originations

Borrower Distribution: SMALL BUSINESS												State: Rhode Island		Evaluation Period: January 1, 1997 TO December 31, 1998								
MSA/Assessment Area:	Businesses with Revenues of \$1 million or less			Loans by Original Amount Regardless of Business Size			Market Share****		Total Small Business Loans													
	% of Businesses*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size											
Full-Scope:																						
Non MSA Areas of RI	79%	64%	57%	80	7	13	4.0	3.5	74	100	104,472											
Limited-Scope:																						

(*) As a percentage of businesses with known revenues.
 (**) As a percentage of loans with revenue information available. No information was available for 27% of loans originated.
 (***) The market consists of all other Small Business reporters in BANK's assessment area and is based on 1997 Aggregate Small Business Data only.
 (****) Based on 1997 Aggregate Small Business Data only.

Table 11. Borrower Distribution of Small Farm Loan Originations

Borrower Distribution: SMALL FARM			State: Rhode Island			Evaluation Period: January 1, 1997 TO December 31, 1998					
MSA/Assessment Area:	Farms with Revenues of \$1 million or less			Loans by Original Amount Regardless of Farm Size			Market Share****		Total Small Farm Loans		
	% of Farms*	% BANK Loans**	% Market Loans***	\$100,000 or Less	> \$100,000 to \$250,000	> \$250,000 to \$500,000	All	Rev \$1 million or less	#	% of Total	Avg Loan Size
Full-Scope:											
Non MSA Areas of RI	96%	0%		0	0	0			0	0	
Limited-Scope:											

(*) As a percentage of farms with known revenues.
 (**) As a percentage of loans with revenue information available.
 (***) The market consists of all other Small Farm reporters in BANK's assessment area and is based on 1997 Aggregate Small Farm Data only.
 (****) Based on 1997 Aggregate Small Farm Data only.

Table 12. Qualified Investments

QUALIFIED INVESTMENTS										State: Rhode Island	Evaluation Period: January 1, 1997 TO December 31, 1998
MSA/Assessment Areas:	Prior Period Investments*			Current Period Investments			Total Investments				
	#	\$ (000's)	%**	#	\$ (000's)	%**	#	\$ (000's)	% of Total \$'s in Rated Area		
Full-Scope:											
Non MSA Areas of RI	0	0	--	27	14	100%	27	\$14	100%		
Limited-Scope:											

(*) "Prior Period Investments" means investments made in a previous evaluation period that remain outstanding.
 (**) Percentage of the dollars invested in that MSA/Assessment Area that are prior period investments or current period investments.

Table 13. Distribution of Branch and ATM Delivery System

DISTRIBUTION OF BRANCH AND ATM DELIVERY SYSTEM				State: Rhode Island				Evaluation Period: January 1, 1997 TO December 31, 1998									
MSA/Assessment Area:	Deposits	Branches						ATMs				Population					
	% of Total BANK Deposits in Rated Area	# of BANK Branches	% of Total BANK Branches in Rated Area	Location of Branches by Income of Geographies				# of BANK ATMs	% of Total BANK ATMs in Rated Area	Location of ATMs by Income of Geographies				% of the Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Scope:																	
Non MSA Areas of RI	100%	2	100%	0	0	100	0	4	100%	0	0	100	0	0	13.8	67.1	16.6
Limited-Scope:																	

Table 14. Geographic and Borrower Distribution of Consumer Loan Originations (Optional)

Geographic and Borrower Distribution: CONSUMER LOANS										State: Rhode Island		Evaluation Period: January 1, 1998 TO December 31, 1998							
MSA/Assessment Area:	Geographic Distribution								Borrower Distribution										
	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Total Consumer Loans		
	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	% of Hshlds	% BANK Loans	#	% of Total	
Full-Scope:																			
Non MSA Areas of RI	0%	0%	14%	8%	67%	76%	17%	16%	21%	17%	18%	16%	21%	16%	40%	27%	999	100%	
Limited-Scope:																			

(*) The percentage of the population in the MSA/assessment area that resides in these geographies.